

# AGENDA

CITY OF HOUSTON ■ CITY COUNCIL  
NOVEMBER 12, 2014

**MAYOR**  
ANNISE D. PARKER

**CONTROLLER**  
RONALD C. GREEN

## DISTRICT COUNCIL MEMBERS

Brenda Stardig  
District A

Richard Nguyen  
District F

Jerry Davis  
District B

Oliver Pennington  
District G

Ellen R. Cohen  
District C

Edward Gonzalez  
District H

Dwight A. Boykins  
District D

Robert Gallegos  
District I

Dave Martin  
District E

Mike Laster  
District J

Larry V. Green  
District K

## AT-LARGE COUNCIL MEMBERS

Stephen C. Costello  
Position 1

Michael Kubosh  
Position 3

David W. Robinson  
Position 2

C.O. "Brad" Bradford  
Position 4

Jack Christie D.C.  
Position 5

Marta Crinejo  
Director - City Council Agenda

Anna Russell  
City Secretary

In accordance with the Texas Open Meetings Act the agenda is posted for public information, at all times, for at least 72 hours preceding the scheduled time of the meeting on the bulletin board located on the exterior wall of the City Hall building at 901 Bagby.

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To reserve time to appear before Council call 832-393-1100 or come to the Office of the City Secretary, City Hall Annex, Public Level at least 30 minutes prior to the scheduled public session shown on the agenda.

**NOTE: If a translator is required, please advise when reserving time to speak**

**AGENDA - COUNCIL MEETING Wednesday, November 12, 2014 - 9:00 AM**  
**CITY HALL CHAMBER**

**INVOCATION AND PLEDGE OF ALLEGIANCE - Council Member Nguyen**

**9:00 AM - ROLL CALL**

**ADOPT MINUTES OF PREVIOUS MEETING**

**PUBLIC SPEAKERS** - Pursuant to City Council Rule 8, City Council will hear from members of the public; the names and subject matters of persons who had requested to speak at the time of posting this Agenda are attached; the names and subject matters of persons who subsequently request to speak may be obtained in the City Secretary's Office.

**NOTE: If a translator is required, please advise when reserving time to speak**

**speaker List 111214**

**HEARINGS - WEDNESDAY**

- 1 **PUBLIC HEARING** on proposals for the City of Houston to enter into separate strategic partnership agreements or amendments to strategic partnership agreements with the below named districts in Harris County, Fort Bend County and Montgomery County; and as indicated, on separate proposals by the City of Houston to annex for limited purposes certain territory within said Districts, and on separate proposals by the City of Houston to annex for limited purposes certain territory in the vicinity of certain Districts:
  1. **WEST HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 2**
  2. **FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 30**
  3. **MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 118**
  4. **DOWDELL PUBLIC UTILITY DISTRICT**
  5. **HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 62**

**MAYOR'S REPORT**

Nau Cultural Center

**CONSENT AGENDA**

**ACCEPT WORK**

2. RECOMMENDATION from Director Department of Public Works & Engineering for approval of final contract amount of \$2,336,839.37 and acceptance of work on contract with **TRAFFIC SYSTEMS CONSTRUCTION, INC** for Citywide Traffic Signal Rebuild Package #1 - 5.17% under the original contract amount - **DISTRICTS A - STARDIG; C - COHEN; D - BOYKINS; E - MARTIN; I - GALLEGOS; J - LASTER and K - GREEN**
3. RECOMMENDATION from Director Department of Public Works & Engineering for approval of final contract amount of \$2,790,335.52 and acceptance of work on contract with **D. L. ELLIOTT ENTERPRISES, INC** for Water Line Replacement in Buckingham Place Area - 3.39% under the original contract amount - **DISTRICT B - DAVIS**

**PROPERTY**

4. RECOMMENDATION from City Attorney to settle eminent domain proceeding styled City of Houston v. Lonnie Ray Weynandt & Charlotte Ann Weynandt, et al., Cause No. 1019282; for acquisition of Parcel AY11-123; for the **RECONSTRUCTION OF PARKER ROAD PROJECT (Hardy Toll Rd. - US59/Eastex Fwy.) - DISTRICT H - GONZALEZ**
5. RECOMMENDATION from Director Department of Public Works & Engineering, reviewed and approved by the Joint Referral Committee, on request from Reverend Anthony Brodie, St. Marks Missionary Baptist Church, for the abandonment and sale of Armada Drive, from Mansfield Road to its terminus, along Lots 16B, 22, 23, 24, 25, 26, 27, 28 and 30 within the Highland Heights Annex, Section 5, out of the Ellis Benson Survey, Parcel SY15-014 - **DISTRICT B - DAVIS**
6. RECOMMENDATION from Director Department of Public Works & Engineering, reviewed and approved by the Joint Referral Committee, on request from Patrick Byrne, Big Red Dog - Houston,

LLC, on behalf of Rosalind Ng, Dennis and Linda Conner (Michael Fuqua, Receiver), and Washington Shepherd Partners, Ltd. (Barry Pulaski, General Partner), for abandonment and sale of a 15-foot-wide prescriptive alley, from Durham Street to Sandman Street, located within Block 61, Brunner Addition, out of the John Austin Survey, A-1, Parcels SY15-037, SY15-046 and SY15-047 - **DISTRICT C - COHEN**

#### **PURCHASING AND TABULATION OF BIDS**

7. **NWN CORPORATION** for Citywide Cisco SMARTnet Maintenance Agreement through the Texas Department of Information Resources for Houston Information Technology Services - \$1,600,000.00 - Central Service Revolving Fund
8. **ALL PRINT & OFFICE SUPPLY, INC** for Special Purpose Clothing for Parks & Recreation Department - 3 Years with two 1 Year options- 3 Years with two 1 Year options - 3 Years with two 1 Year options - \$623,190.00 - General and Special Revenue Funds

#### **RESOLUTIONS**

9. RESOLUTION approving and adopting the Investment Policy for the City of Houston, Texas
10. RESOLUTION supporting the request of a waiver of the Local Match Requirements for the Federal Off-System Bridge Program (for Kirkmeadow Drive at HCFCD Ditch) - **DISTRICTS D - BOYKINS and E - MARTIN**
11. RESOLUTION supporting the request of a waiver of the Local Match Requirements for the Federal Off-System Bridge Program (for Hueni Road Bridge at Mills Branch) - **DISTRICTS E - MARTIN and H - GONZALEZ**

#### **ORDINANCES**

12. ORDINANCE authorizing the issuance, sale and delivery of City of Houston, Texas, Airport System Special Facilities Revenue Bonds, Series 2014B-1 (AMT) and City of Houston, Texas, Airport System Special Facilities Revenue Refunding Bonds, Series 2014B-2 (AMT); authorizing certain designated City officials to determine any outstanding obligations to be refunded and/or defeased, and to approve certain other procedures, provisions and agreements related thereto; ratifying the Special Facilities Lease Agreement; approving the form and substance, and authorizing the execution and delivery, of the Third Supplemental Terminal Trust Indenture and the Purchase Contract and related transaction documents; approving the use and distribution of a Preliminary Official Statement; making certain findings with respect thereto and containing other provisions relating to the subject; and declaring an emergency
13. ORDINANCE authorizing the issuance, sale and delivery of City of Houston, Texas Airport System Special Facilities Revenue Refunding Bonds, Series 2014C (AMT); authorizing certain designated City officials to determine any outstanding obligations to be refunded and/or defeased, and to approve certain other procedures, provisions and agreements related thereto; ratifying the Special Facilities Lease Agreement; approving the form and substance, and authorizing the execution and delivery, of the Second Supplemental Non-Terminal Trust Indenture and the Purchase Contract and related transaction documents; approving the use and distribution of a Preliminary Official Statement and the use and distribution of an Official Statement; making certain findings with respect thereto and containing other provisions relating to the subject; and declaring an emergency
14. ORDINANCE approving the issuance and sale of Coastal Water Authority Contract Revenue Refunding Bonds, Series 2014 (City of Houston Projects), approving the form, terms, and substance of the supplemental resolution of the Authority relating to the Bonds and related agreements; containing other provisions relating to the subject; and declaring an emergency
15. ORDINANCE amending and restating the City of Houston's Financial Policies adopted by Ordinance No. 2003-474
16. ORDINANCE relating to the Retail Water and Sewer Rates of **BLUE BELL MANOR UTILITY COMPANY, INC**; suspending for ninety days the effective date of the new rates and maintaining the current rates of Blue Bell Manor Utility Company, Inc., within the City of Houston, Texas, until changed as provided by the Texas Water Code - **DISTRICT B - DAVIS**
17. ORDINANCE approving and authorizing first amendment to contract between the City of Houston and **BERING OMEGA COMMUNITY SERVICES** providing up to \$1,714,050.00 in Housing

Opportunities for Persons With AIDS Funds for the continuing administration and operation of a Tenant-Based Rental Assistance Program, Short-Term Rent, Mortgage, and Utility Assistance Program and the provision of other supportive services

18. ORDINANCE approving and authorizing first amendment to contract between the City of Houston and **BRENTWOOD ECONOMIC COMMUNITY DEVELOPMENT CORPORATION** providing up to \$476,342 in Housing Opportunities for Persons With AIDS Funds for the continuing administration and operation of a Community Residence and a Short-Term Rent, Mortgage and Utility Assistance Program, along with supportive services
19. ORDINANCE approving and authorizing an agreement (third amendment) among the City of Houston, **PLEASANT HILL COMMUNITY DEVELOPMENT CORPORATION** and **PLEASANT HILL COMMUNITY APARTMENTS, L.P.** to extend the maturity of a \$757,000.00 loan of Federal Community Development Block Grant Funds for an Affordable Seniors Housing Community located at the intersection of Lyons Avenue and Pannell Street in Houston, Texas - **DISTRICT B - DAVIS**
20. ORDINANCE approving and authorizing first amendment to contract between the City of Houston and **CATHOLIC CHARITIES OF THE ARCHDIOCESE OF GALVESTON-HOUSTON** providing up to \$797,832.45 in Housing Opportunities for Persons With AIDS Funds for the continuing administration and operation of a Tenant-Based Rental Assistance Program, Short-Term Rent, Mortgage, and Utility Assistance Program and the provision of other supportive services
21. ORDINANCE approving and authorizing first amendment to contract between the City of Houston and **SEARCH HOMELESS SERVICES, (Formerly SERVICE OF THE EMERGENCY AID RESOURCE CENTER FOR THE HOMELESS, INC)** to provide up to \$83,796.00 in Housing Opportunities for Persons With Aids Funds for the continuing administration and operation of a Supportive Services Program offering Childcare for homeless families affected by HIV/AIDS
22. ORDINANCE relating to the Fiscal Affairs of the Midtown Redevelopment Authority on behalf of Reinvestment Zone Number Two, City of Houston, Texas (Midtown Zone); approving a waiver and release of a restriction on a certain tract of land located at 3300 Main Street in the Main Street Addition Subdivision, Houston, Harris County, Texas; approving the Fiscal Year 2015 Operating Budget for the Authority and the Fiscal Years 2015-2019 Capital Improvements Budget for the Zone
23. ORDINANCE appropriating \$7,292,068.00 out of Tax Increment Funds for Reinvestment Zone Number One, City of Houston, Texas (Lamar Terrace Zone), Reinvestment Zone Number Two, City of Houston, Texas (Midtown Zone), Reinvestment Zone Number Three, City of Houston, Texas (Main Street/Market Square Zone), Reinvestment Zone Number Five, City of Houston, Texas (Memorial Heights Zone), Reinvestment Zone Number Six, City of Houston, Texas (Eastside Zone), Reinvestment Zone Number Seven, City of Houston, Texas (Old Spanish Trail/Alameda Corridors Zone), Reinvestment Zone Number Eight, City of Houston, Texas (Gulfgate Zone), Reinvestment Zone Number Nine, City of Houston, Texas (South Post Oak Zone), Reinvestment Zone Number Twelve, City of Houston, Texas (City Park Zone), and Reinvestment Zone Number Thirteen, City of Houston, Texas (Old Sixth Ward Zone) for affordable housing and payments to Houston Independent School District as provided herein
24. ORDINANCE appropriating \$1,004,116.21 out of Tax Increment Funds for Reinvestment Zone Number Two, City of Houston, Texas (Midtown Zone), and Reinvestment Zone Number Three, City of Houston, Texas (Main Street/Market Square Zone) for administrative expenses and payments to certain redevelopment authorities as provided herein
25. ORDINANCE approving and authorizing Maintenance Agreement for right-of-way improvements between the City of Houston and the **SAINT GEORGE PLACE REDEVELOPMENT AUTHORITY - DISTRICTS G - PENNINGTON and J - LASTER**
26. ORDINANCE approving and authorizing Purchase and Sale Agreement between the City of Houston, Texas, Seller, and **PABLO CHAVEZ**, Purchaser, for the sale of 19.390 acres of land located at 800 and 815 Dorsett Street, being a part of the John Brown Survey, Abstract Number 8, Houston, Harris County, Texas, for \$3,505,127.35; approving and authorizing a Special Warranty Deed - **DISTRICT H - GONZALEZ**
27. ORDINANCE appropriating \$1,969,000.00 out of Equipment Acquisition Consolidated Fund for Purchase of Equipment, Software and Services for the Houston Police Department
28. ORDINANCE approving an Interlocal Agreement between the City of Houston and **MONTGOMERY COUNTY ESD #7** and **MONTGOMERY COUNTY HOSPITAL DISTRICT** for the purpose of providing Fire Protection Services and Emergency Medical Services to Lake Houston

Wilderness Park

29. ORDINANCE establishing the west side of the 200-300 block of Terrace Drive, between Memorial Drive and Blossom Street, within the City of Houston as a special minimum lot size block pursuant to Chapter 42 of the Code of Ordinances, Houston, Texas - **DISTRICT C - COHEN**
30. ORDINANCE appropriating \$547,993.34 out of Water & Sewer System Consolidated Construction Fund; approving and authorizing Advance Funding Agreement between the City of Houston and the **TEXAS DEPARTMENT OF TRANSPORTATION** for Utility Relocations affected by the widening and reconstruction of US 290 from east of West Little York to west of Fairbanks North Houston - **DISTRICT A - STARDIG**
31. ORDINANCE appropriating \$115,974.56 out of Houston HAS Airport Improvement Fund; \$463,898.21 out of HAS FAA Grants Fund and awarding construction contract to **KENMAR GENERAL CONTRACTING, LLC** for the Residential Noise Mitigation of eleven (11) homes in the North Hollow Subdivision in the vicinity of George Bush Intercontinental Airport/Houston (Project No. 676); setting a deadline for the bidder's execution of the contract and delivery of all bonds, insurance and other required contract documents to the City
32. ORDINANCE appropriating \$7,241,000.00 out of Water & Sewer System Consolidated Construction Fund, awarding contract to **INDUSTRIAL TX CORPORATION**, for East Water Purification Plant: Plant 3 Sedimentation Basin Clarifier Drives and Mechanisms and Electrical Conduits Replacement; setting a deadline for the bidder's execution of the contract and delivery of all bonds, insurance, and other required contract documents to the City; holding the bidder in default if it fails to meet the deadlines; providing funding for engineering testing, CIP Cost Recovery, and contingencies relating to construction of facilities financed by the Water & Sewer System Consolidated Construction Fund - **DISTRICT E - MARTIN**
33. ORDINANCE appropriating \$1,606,100.00 out of Water & Sewer System Consolidated Construction Fund; awarding contract to **ALSAY INCORPORATED** for Park Ten Water Well No. 5; setting a deadline for the bidder's execution of the contract and delivery of all bonds, insurance, and other required contract documents to the City; holding the bidder in default if it fails to meet the deadlines; providing funding for engineering testing, CIP Cost Recovery, construction management and contingencies relating to construction of facilities financed by the Water & Sewer System Consolidated Construction Fund - **DISTRICT A - STARDIG**

#### **END OF CONSENT AGENDA**

#### **CONSIDERATION OF MATTERS REMOVED FROM CONSENT AGENDA**

##### **MISCELLANEOUS**

34. **SET A HEARING DATE** for the second amendment to the Project Plan and Reinvestment Zone Financing Plan for **REINVESTMENT ZONE NUMBER NO. 17 (MEMORIAL CITY ZONE) - DISTRICTS A - STARDIG and G - PENNINGTON**  
**HEARING DATE - 9:00 A.M. - WEDNESDAY - DECEMBER 3, 2014**
35. **SET A HEARING DATE** for the sixth amendment to the Project Plan and Reinvestment Zone Financing Plan for **REINVESTMENT ZONE NUMBER TWO (MIDTOWN ZONE) - DISTRICTS C - COHEN; D - BOYKINS and I - GALLEGOS**  
**HEARING DATE - 9:00 A.M. - WEDNESDAY - DECEMBER 3, 2014**
36. **SET A HEARING DATE** for the third amendment to the Project Plan and Reinvestment Zone Financing Plan for **REINVESTMENT ZONE NO. 8 (GULFGATE ZONE) DISTRICTS D - BOYKINS; E - MARTIN and I - GALLEGOS**  
**HEARING DATE - 9:00 A.M. - WEDNESDAY - DECEMBER 3, 2014**

##### **MATTERS HELD**

37. MOTION by Council Member Stardig/Seconded by Council Member Kubosh that the proposed Resolution authorizing the creation of Houston Civic Events, Inc., A Local Government Corporation, be amended to provide that it be brought back to Council in five years for review  
**TAGGED BY COUNCIL MEMBER LASTER**  
**This item should be considered prior to consideration of Item 38 below**
38. RESOLUTION authorizing the creation of **HOUSTON CIVIC EVENTS, INC**, a Local Government Corporation; approving the Certificate of Formation; approving the initial By-Laws; appointing the initial Board of Directors and Chair of the Board - **TAGGED BY COUNCIL MEMBER LASTER**  
**This was Item 13 on Agenda of November 5, 2014**

39. **ORDINANCE AMENDING SECTION 25-18 OF THE CODE OF ORDINANCES, HOUSTON, TEXAS**, relating to Special Events Accounting Practices; containing findings and other provisions relating to the foregoing subject; providing for severability  
**This item should only be considered upon passage of Item 38 above**  
**TAGGED BY COUNCIL MEMBER LASTER**  
This was Item 14 on Agenda of November 5, 2014
40. **ORDINANCE AMENDING DIVISION 3 OF ARTICLE II OF CHAPTER 9 OF THE CODE OF ORDINANCES, HOUSTON, TEXAS**, relating to Ground Transportation at City Airports -  
**TAGGED BY COUNCIL MEMBER MARTIN**  
This was Item 15 on Agenda of November 5, 2014
41. ORDINANCE approving and authorizing contract between the City of Houston and **JOHNSON & JOHNSON** for representation of the City before the Texas Legislature during the next Legislative Session - 2 Year term - \$757,050.00 - General Fund - **TAGGED BY COUNCIL MEMBER KUBOSH**  
This was Item 17 on Agenda of November 5, 2014
42. ORDINANCE appropriating \$1,177,185.00 out of Parks & Recreation Dedication Fund for Land Purchase and Title Services, for and in connection with the purchase of property consisting of 10,000 square feet of land, located at 424 Westheimer Road, Houston, Harris County, Texas; approving a Purchase and Sale Agreement between Sylvia Wang Cumberland, Seller, and the City of Houston, Texas, Purchaser - **DISTRICT C - COHEN**  
**POSTPONED BY MOTION #2014-989, 11/5/14**  
This was Item 36 on Agenda of November 5, 2014

**MATTERS TO BE PRESENTED BY COUNCIL MEMBERS - Council Member Boykins first**

**ALL ORDINANCES ARE TO BE CONSIDERED ON AN EMERGENCY BASIS AND TO BE PASSED ON ONE READING UNLESS OTHERWISE NOTED, ARTICLE VII, SECTION 7, CITY CHARTER**

**NOTE** - WHENEVER ANY AGENDA ITEM, WHETHER OR NOT ON THE CONSENT AGENDA, IS NOT READY FOR COUNCIL ACTION AT THE TIME IT IS REACHED ON THE AGENDA, THAT ITEM SHALL BE PLACED AT THE END OF THE AGENDA FOR ACTION BY COUNCIL WHEN ALL OTHER AGENDA ITEMS HAVE BEEN CONSIDERED.

CITY COUNCIL RESERVES THE RIGHT TO TAKE UP AGENDA ITEMS OUT OF THE ORDER IN WHICH THEY ARE POSITIONED IN THIS AGENDA. ALSO, AN ITEM THAT HAS BEEN TAGGED UNDER CITY COUNCIL RULE (HOUSTON CITY CODE 2-2) OR DELAYED TO ANOTHER DAY MAY BE NEVERTHELESS CONSIDERED LATER AT THE SAME CITY COUNCIL MEETING.

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

speaker List 111214

Agenda Item#:

**ATTACHMENTS:**

Description	Type
📎 sp111214	Signed Cover sheet

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

Item Creation Date: 10/31/2014

Public Hearing

Agenda Item#: 1

**Summary:**

**PUBLIC HEARING** on proposals for the City of Houston to enter into separate strategic partnership agreements or amendments to strategic partnership agreements with the below named districts in Harris County, Fort Bend County and Montgomery County; and as indicated, on separate proposals by the City of Houston to annex for limited purposes certain territory within said Districts, and on separate proposals by the City of Houston to annex for limited purposes certain territory in the vicinity of certain Districts:

1. **WEST HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 2**
2. **FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 30**
3. **MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 118**
4. **DOWDELL PUBLIC UTILITY DISTRICT**
5. **HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 62**

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

MYR Report - Nau Cultural Center

Agenda Item#:

**Summary:**

Nau Cultural Center

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

District A, District C, District D, District E, District I, District J, District K

20HA333-AW Traffic Systems Construction, Inc. - Citywide Traffic signal Rebuild Package #1

Agenda Item#: 2.

**Summary:**

RECOMMENDATION from Director Department of Public Works & Engineering for approval of final contract amount of \$2,336,839.37 and acceptance of work on contract with **TRAFFIC SYSTEMS CONSTRUCTION, INC** for Citywide Traffic Signal Rebuild Package #1 - 5.17% under the original contract amount - **DISTRICTS A - STARDIG; C - COHEN; D - BOYKINS; E - MARTIN; I - GALLEGOS; J - LASTER and K - GREEN**

**Background:**

**PROJECT NOTICE/JUSTIFICATION:** This project was part of the Street & Traffic Capital Improvement program and was necessary to meet the standards for traffic signals at selected intersections and enhance safety and traffic mobility.

**DESCRIPTION/SCOPE:** This project consisted of rebuilding traffic signals, curb-ramps, pavement markings, signing and other work as detailed on the plans. This project improved the flow of traffic and reduced accidents at these locations. TEDSI Infrastructure Group, Inc. designed the project with 520 calendar days allowed for construction. The project was awarded to **TRAFFIC SYSTEMS CONSTRUCTION, INC.**, with an original Contract Amount of \$2,464,125.30.

**LOCATION:**

No.	Location	Key Maps	Council Districts	No.	Locations	Key Maps	Council Districts
1	Antoine at Victory	411U	A	8	Bay Area Blvd at Feathercraft	618T	E
2	34 <sup>th</sup> at Magnum	451R	A	9	75 <sup>th</sup> at Navigation	495S	I
3	W. 19 <sup>th</sup> at Durham	452U	C	10	Navigation at S/SGT Marcario Garcia	494V	I
4	19 <sup>th</sup> at Shepherd	452V	C	11	Beechnut at Fondren	530L	J
5	Blodgett at Scott	533D	D	12	Gulfton at Renwick	530Y	J
6	Calhoun at Griggs	534J	D	13	Creekbend at Fondren	530Y	K
7	S. MacGregor at Scott	533H	D	14	Fondren at Orem	570R	K

**CONTRACT COMPLETION and COST:** The Contractor, Traffic Systems Construction, Inc., has complete the work under the subject Contract. The project was completed beyond the established completion date and the liquidated damages in the amount of \$36,000.00 for 45 days as \$800.00/day were assessed and reflected in the final payment to the Contractor. the final cost of the project, including overrun and underrun of estimated bid quantities is \$2,336,839.37, a decrease of \$127,285.93 or 5.17% under the original Contract Amount.

The decreased cost is a result of the difference between planned and measured quantities. This decrease is primarily the result of an underrun in Unit Price Items at various locations, which were not necessary to complete the project.

**M/WBE PARTICIPATION:** The M/WBE goal established for this project was 17%. According to the Mayor's Office of Business Opportunity, the participation was 18.98%. Contractor's M/WBE performance evaluation was rated Satisfactory.

**Prior Council Action:**

Ord. # 2012-0496 dated: 06/30/2012

**Amount of Funding:**

No additional funding required.

total (original) appropriation of \$2,802,277.00 from Metro Projects Construction Fund DDSRF No. 4040

**Source of Funding:**

Enterprise Fund

**Contact Information:**

Joseph T. Myers, P.E.

Senior Assistant Director



Phone: (832) 395-2355

**ATTACHMENTS:**

Description	Type
<input type="checkbox"/> RCA	Signed Cover sheet
<input type="checkbox"/> MAP	Backup Material
<input type="checkbox"/> OBO	Backup Material
<input type="checkbox"/> MAP#1	Backup Material
<input type="checkbox"/> Prior council action	Backup Material
<input type="checkbox"/> AFFIDAVIT OF OWNERSHIP	Backup Material
<input type="checkbox"/> DELINQUENT TAX FORM	Backup Material

**TO: Mayor via City Secretary**

**REQUEST FOR COUNCIL ACTION**

<b>SUBJECT:</b> Accept Work for Citywide Traffic Signal Rebuild Package #1; WBS No. N-000650-0060-4.	<b>Page</b> 1 of 2	<b>Agenda Item</b> #
<b>FROM (Department or other point of origin):</b>  Department of Public Works and Engineering	<b>Origination Date</b>	<b>Agenda Date</b>
<b>DIRECTOR'S SIGNATURE:</b>  Dale A. Rudick, P.E., Director	<b>Council District affected:</b> A, C, D, E, I, J & K <i>SP12</i>	
<b>For additional information contact:</b>  Joseph T. Myers, P.E. Senior Assistant Director <b>Phone:</b> (832) 395-2355	<b>Date and identification of prior authorizing Council action:</b>  Ord. # 2012-0496 dated: 05/30/2012	

**RECOMMENDATION:** (Summary) Pass a motion to approve the final Contract Amount of \$2,336,839.37 or 5.17% under the original Contract Amount, accept the Work, and authorize final payment.

**Amount and Source of Funding:** No additional funding required.  
Total (original) appropriation of \$2,802,277.00 from Metro Projects Construction Fund DDSRF No.4040.

**PROJECT NOTICE/JUSTIFICATION:** This project was part of the Street & Traffic Capital Improvement program and was necessary to meet the standards for traffic signals at selected intersections and enhance safety and traffic mobility.

**DESCRIPTION/SCOPE:** This project consisted of rebuilding traffic signals, curb-ramps, pavement markings, signing and other work as detailed on the plans. This project improved the flow of traffic and reduced accidents at these locations. TEDSI Infrastructure Group, Inc. designed the project with 530 calendar days allowed for construction. The project was awarded to Traffic Systems Construction, Inc., with an original Contract Amount of \$2,464,125.30.

**LOCATION:**

No	Locations	Key Maps	Council Districts
1	Antoine at Victory	411U	A
2	34 <sup>th</sup> at Magnum	451R	A
3	W. 19 <sup>th</sup> at Durham	452U	C
4	19 <sup>th</sup> at Shepherd	452V	C
5	Blodgett at Scott	533D	D
6	Calhoun at Griggs	534J	D
7	S. MacGregor at Scott	533H	D


No	Locations	Key Maps	Council Districts
8	Bay Area Blvd at Feathercraft	618T	E
9	75 <sup>th</sup> at Navigation	495S	I
10	Navigation at S/SGT Macario Garcia	494V	I
11	Beechnut at Fondren	530L	J
12	Gulfton at Renwick	530Y	J
13	Creekbend at Fondren	530Y	K
14	Fondren at Orem	570R	K

**CONTRACT COMPLETION AND COST:** The Contractor, Traffic Systems Construction, Inc., has completed the work under the subject Contract. The project was completed beyond the established completion date and the liquidated damages in the amount of \$36,000.00 for 45 days at \$800.00/day were assessed and reflected in the final payment to the Contractor. The final cost of the project, including overrun and underrun of estimated bid quantities is \$2,336,839.37, a decrease of \$127,285.93 or 5.17% under the original Contract Amount.

The decreased cost is a result of the difference between planned and measured quantities. This decrease is primarily the result of an underrun in Unit Price Items at various locations, which were not necessary to complete the project.


**REQUIRED AUTHORIZATION**

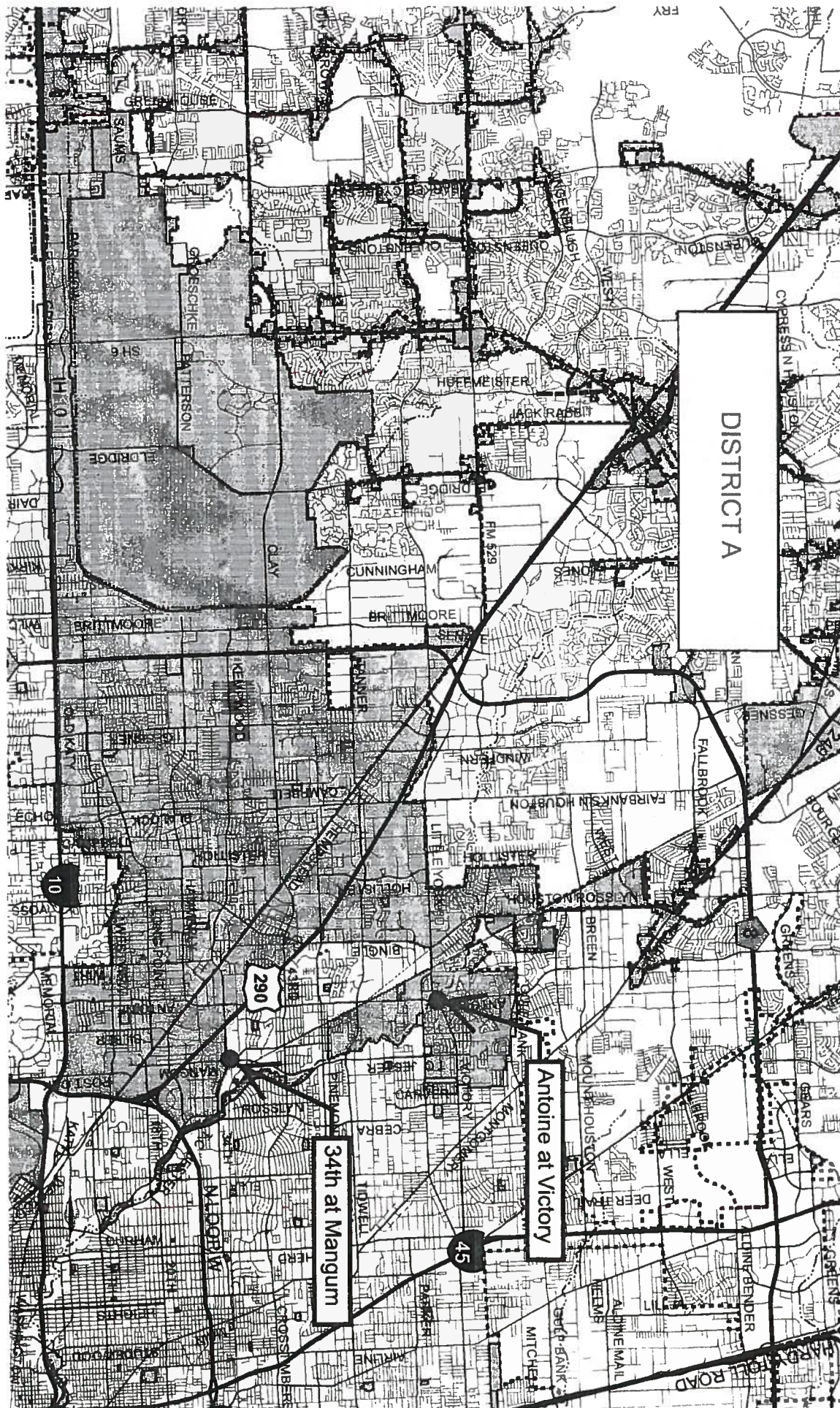
**20HA333**

<b>Finance Department:</b>	<b>Other Authorization:</b>	<b>Other Authorization:</b>  Daniel R. Menendez, P.E., Deputy Director Engineering and Construction Division
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<b>Date</b>	<b>SUBJECT:.</b> Accept Work for Citywide Traffic Signal Rebuild Package #1; WBS No. N-000650-0060-4.	<b>Originator's Initials</b> 	<b>Page</b> 2 of 2
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**M/WBE PARTICIPATION:** The M/WBE goal established for this project was 17%. According to Mayor's Office of Business Opportunity, the participation was 18.98%. Contractor's M/WBE performance evaluation was rated Satisfactory.

  
DAR:DRM:JTM:SKF:JVH:ha  
H:\E&C Construction\Facilities\Projects\N-000650-0060-4\RCA\RCA - Closeout.doc



DISTRICT A

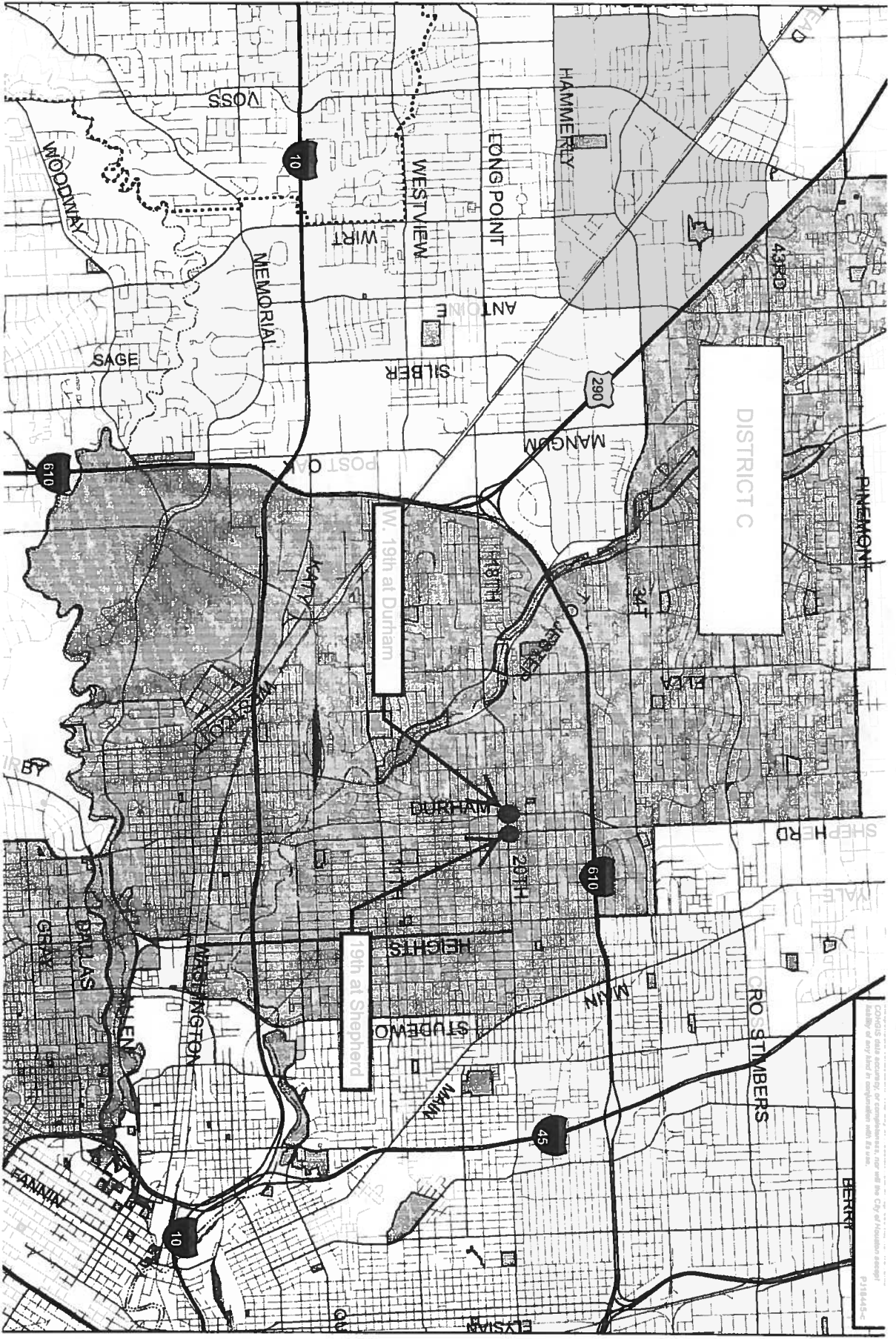
Antoine at Victory

34th at Mangum

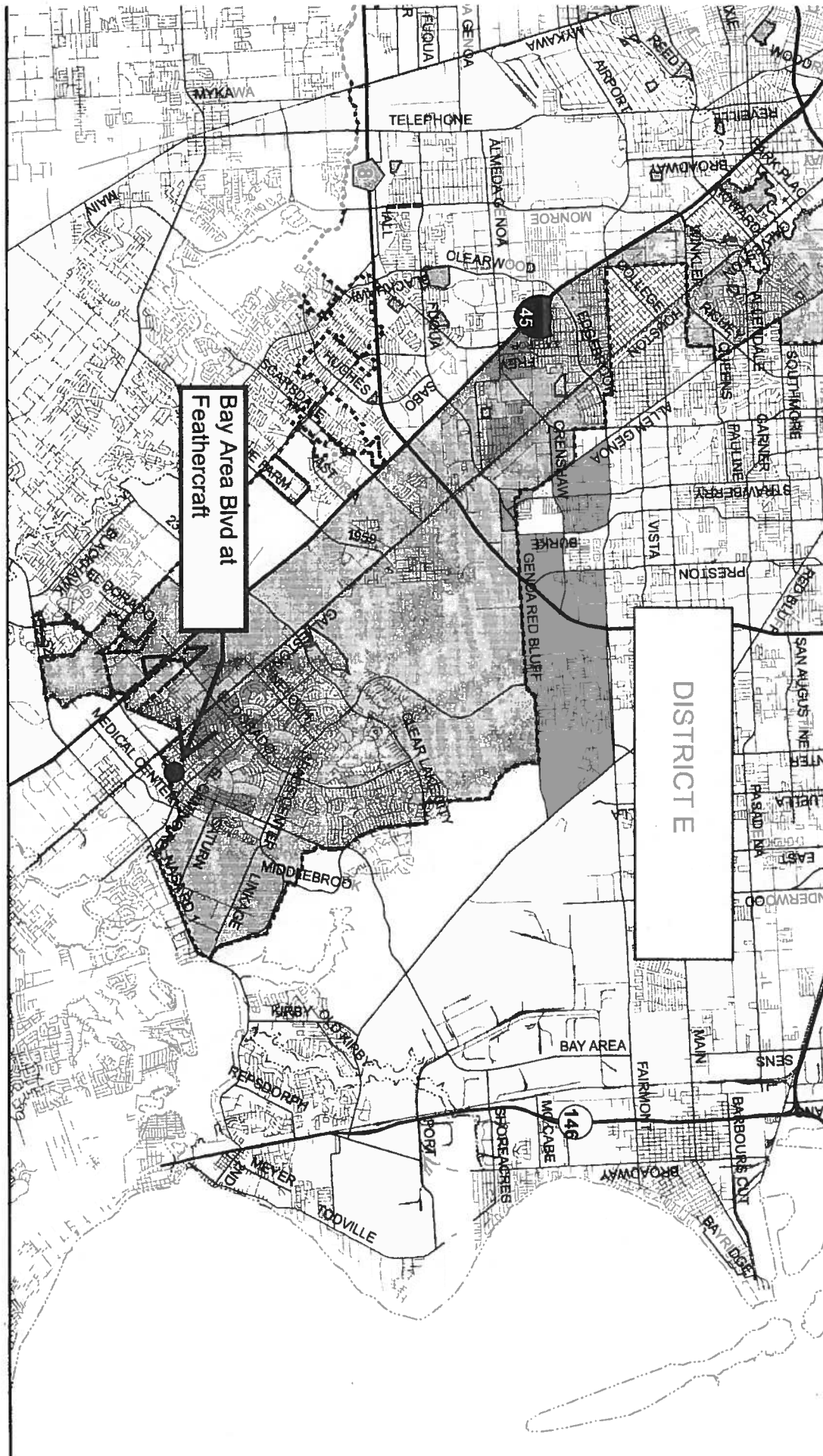
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COPIES data accuracy or completeness, nor will the City of Houston accept liability of any kind in connection with its use. P18445-C

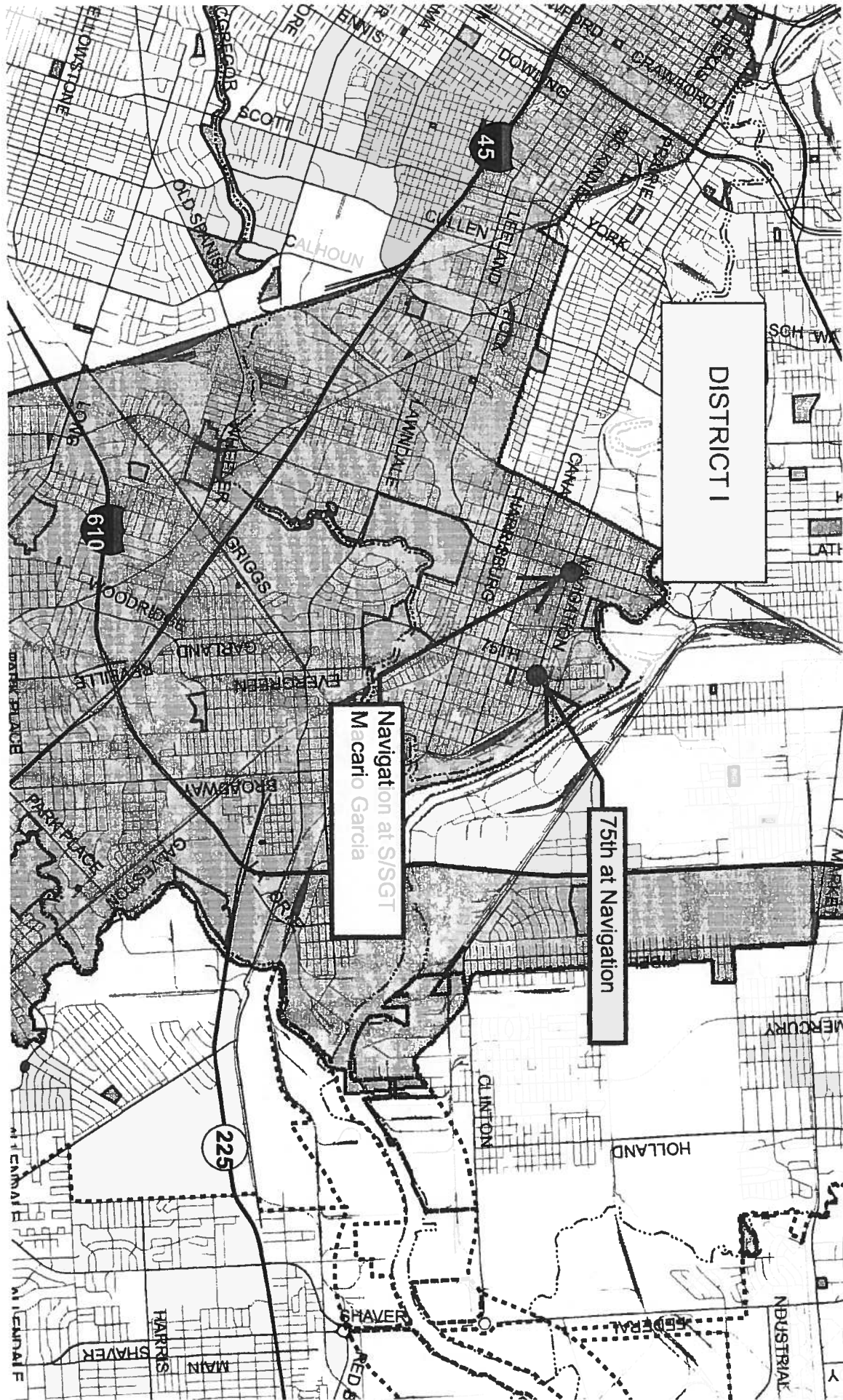


Bay Area Blvd at  
Feathercraft

DISTRICT E

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DISTRICT I

75th at Navigation

Navigation at S/SGI  
Macario Garcia

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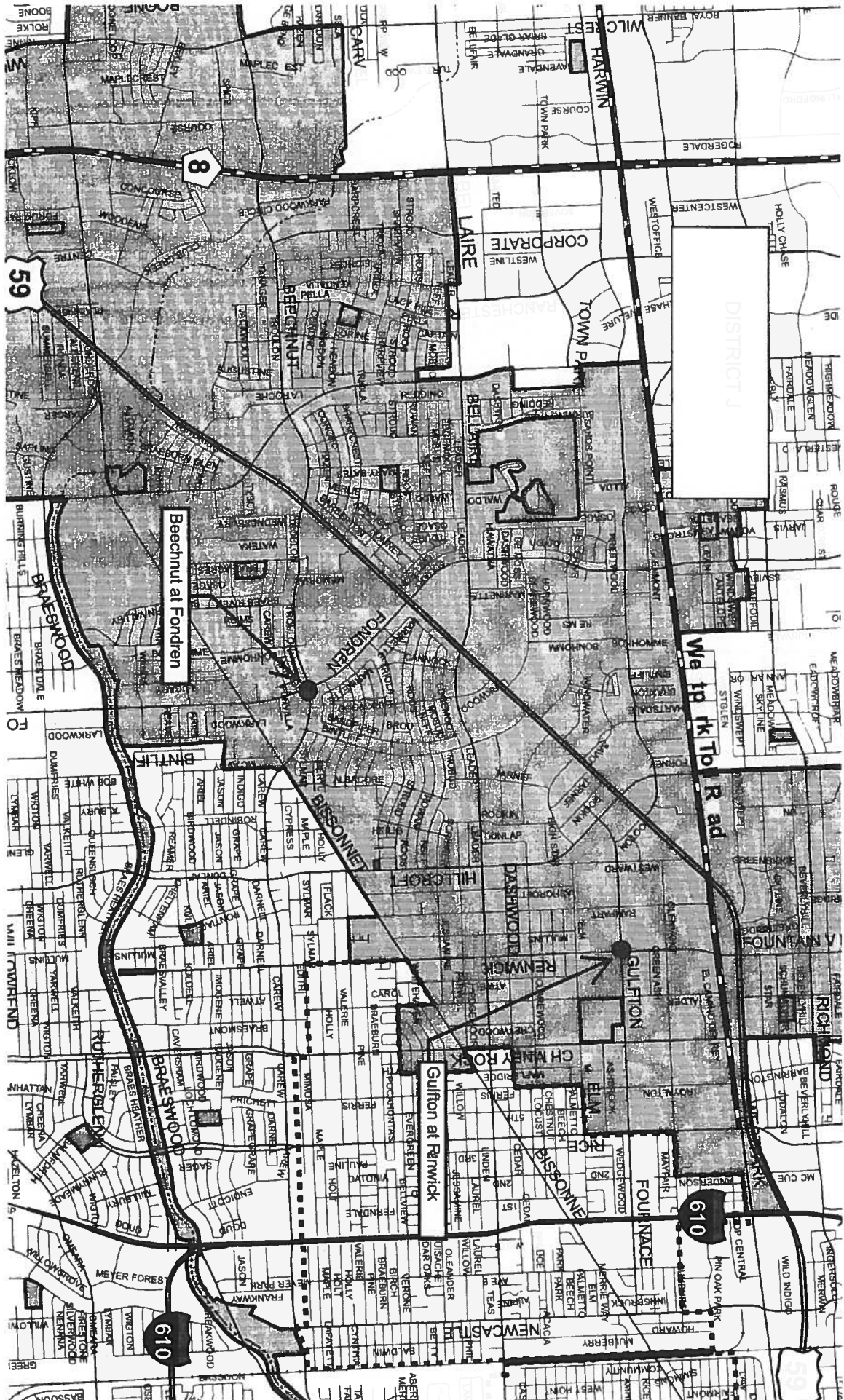
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YORK  
LINN  
LINN DALE  
HARBORSBURG  
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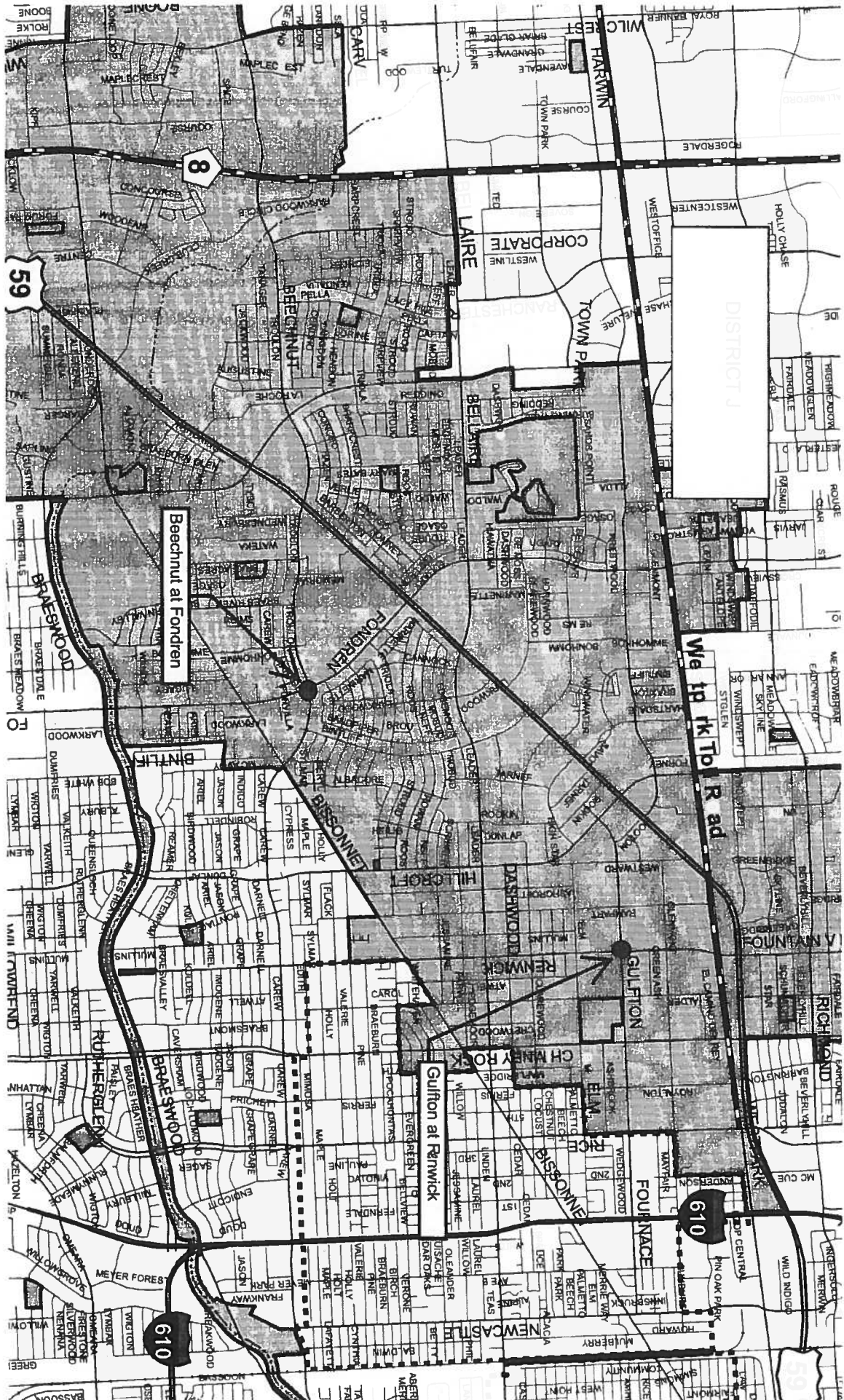
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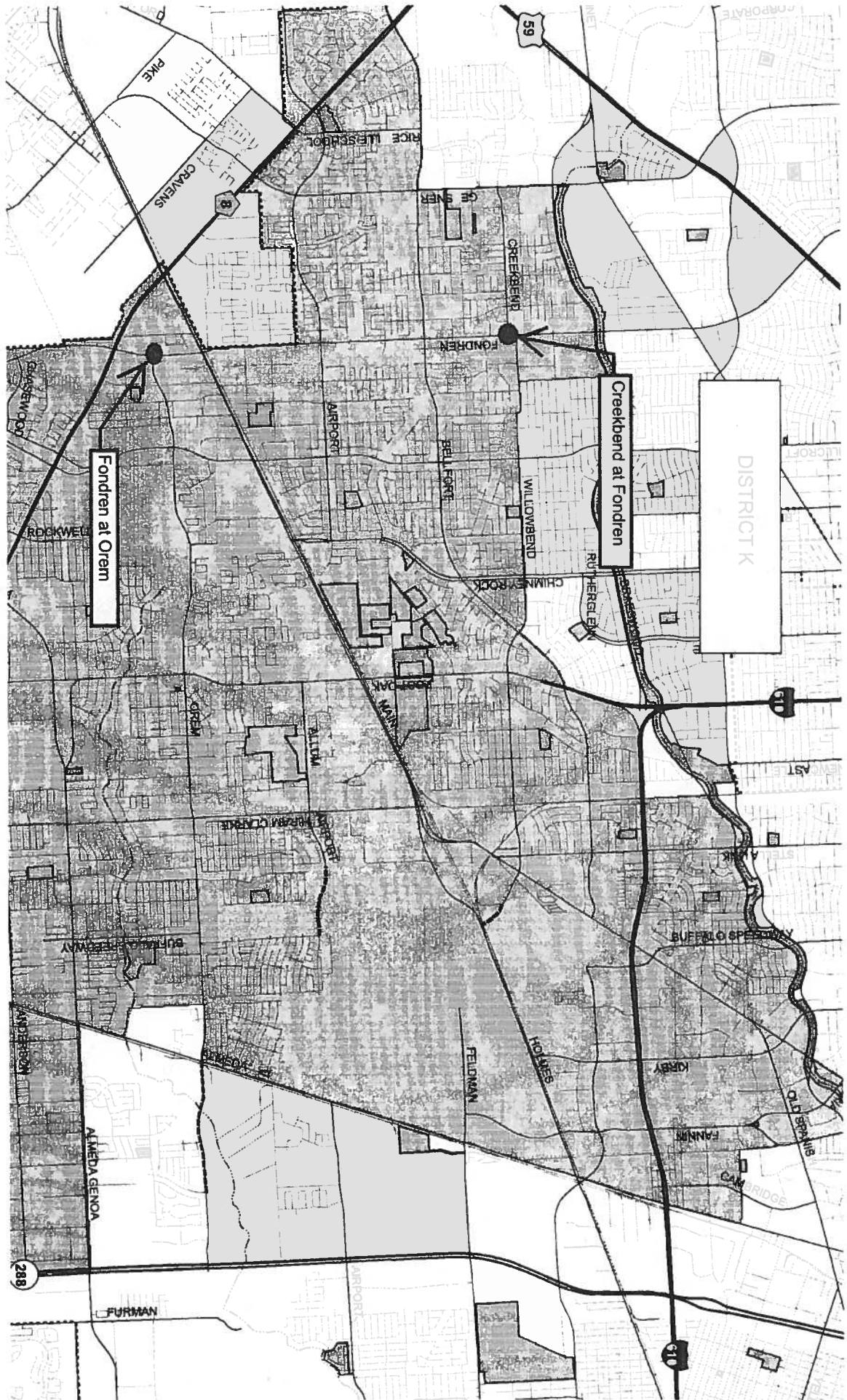
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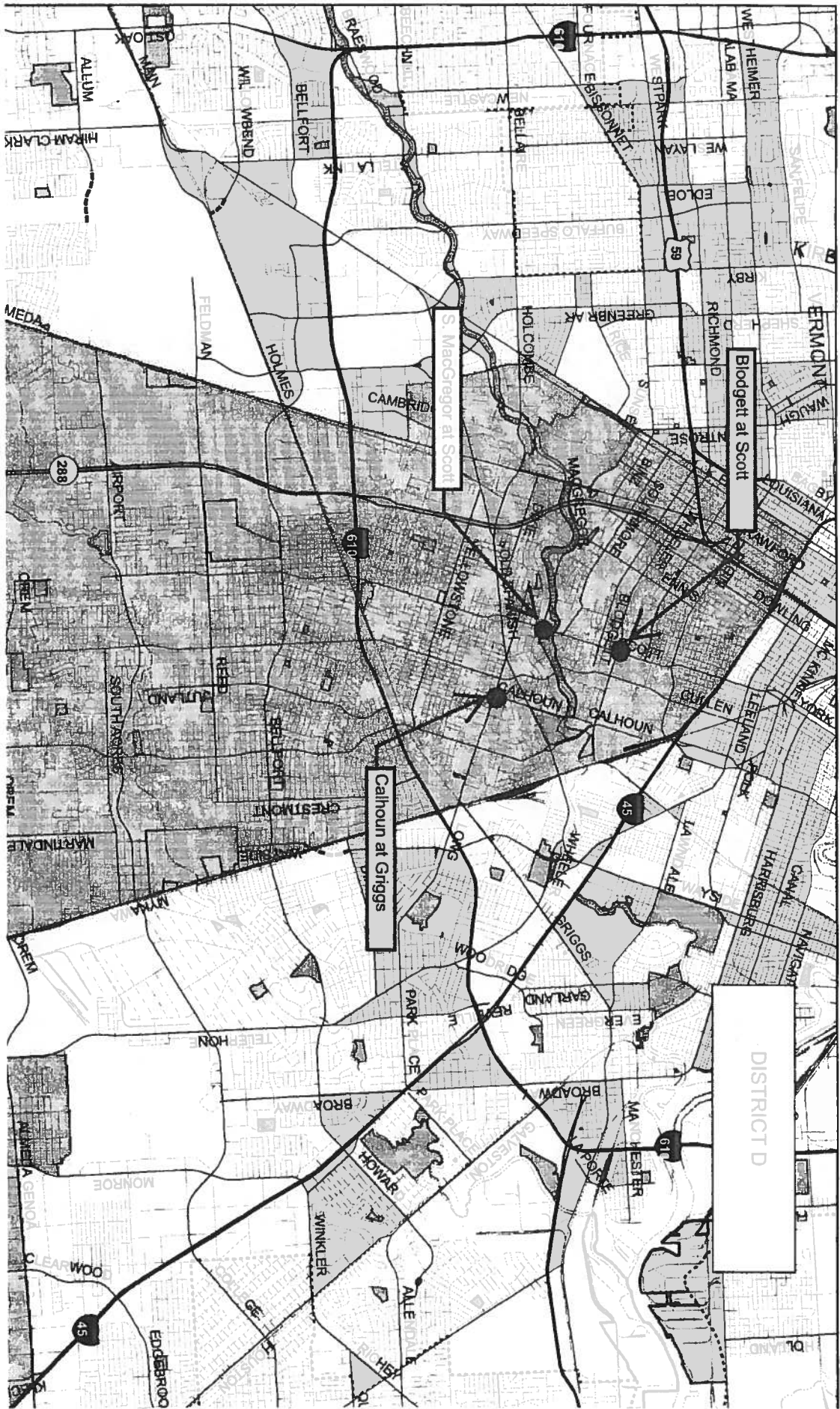




Fondren at Orem

Creekbend at Fondren

DISTRICT K

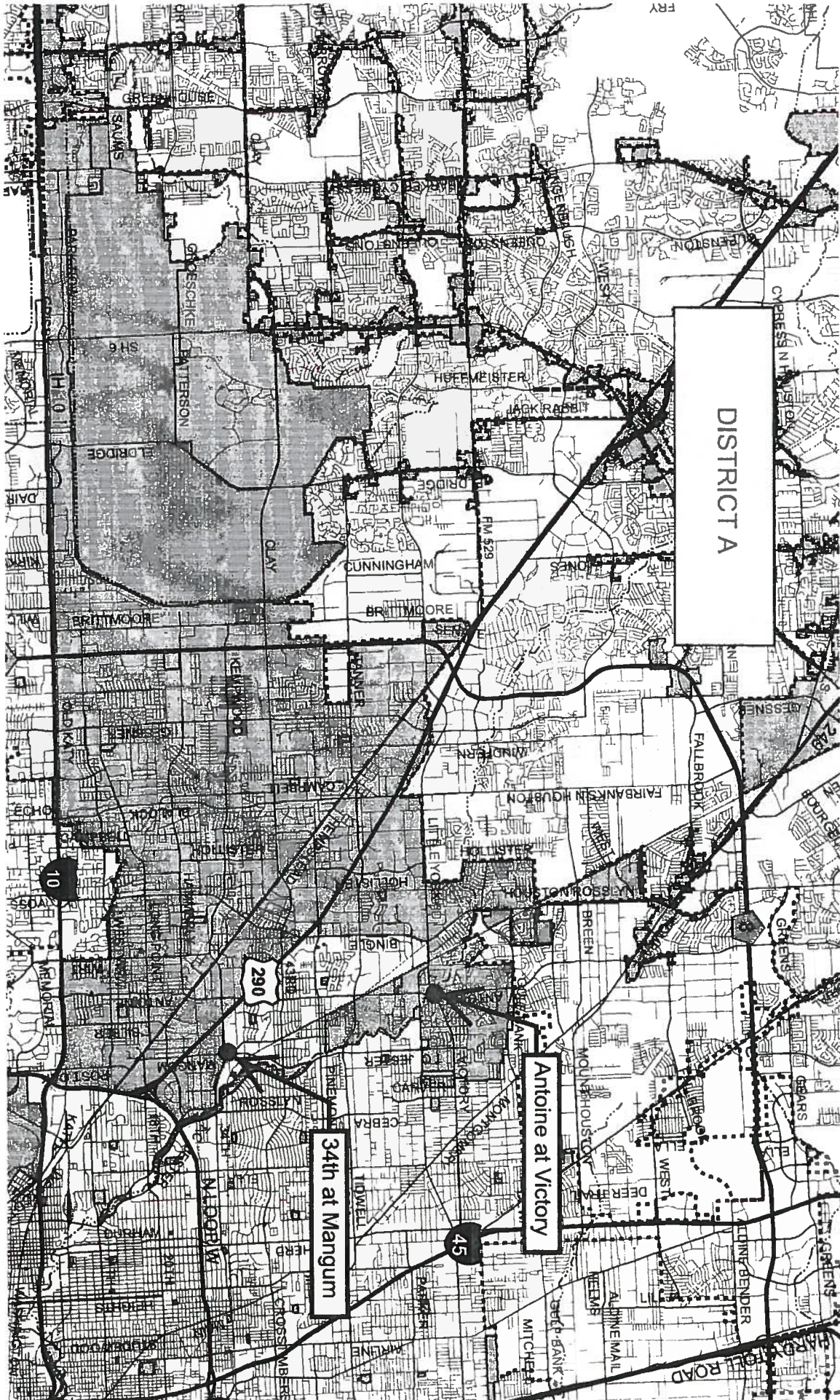


Blodgett at Scott

S. MacGregor at Scott

Calhoun at Giggs

DISTRICT D



DISTRICT A

Antoine at Victory

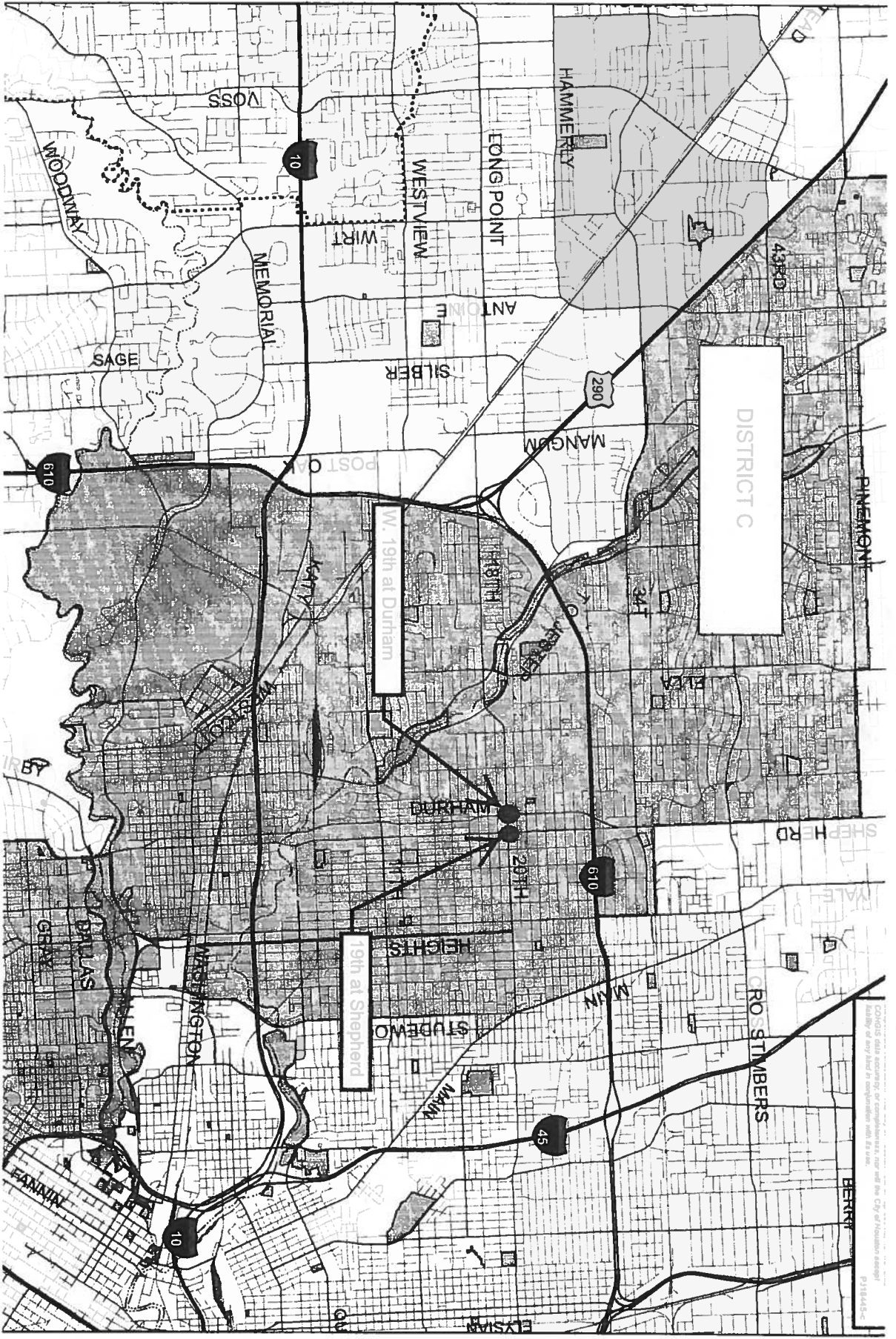
34th at Mangum

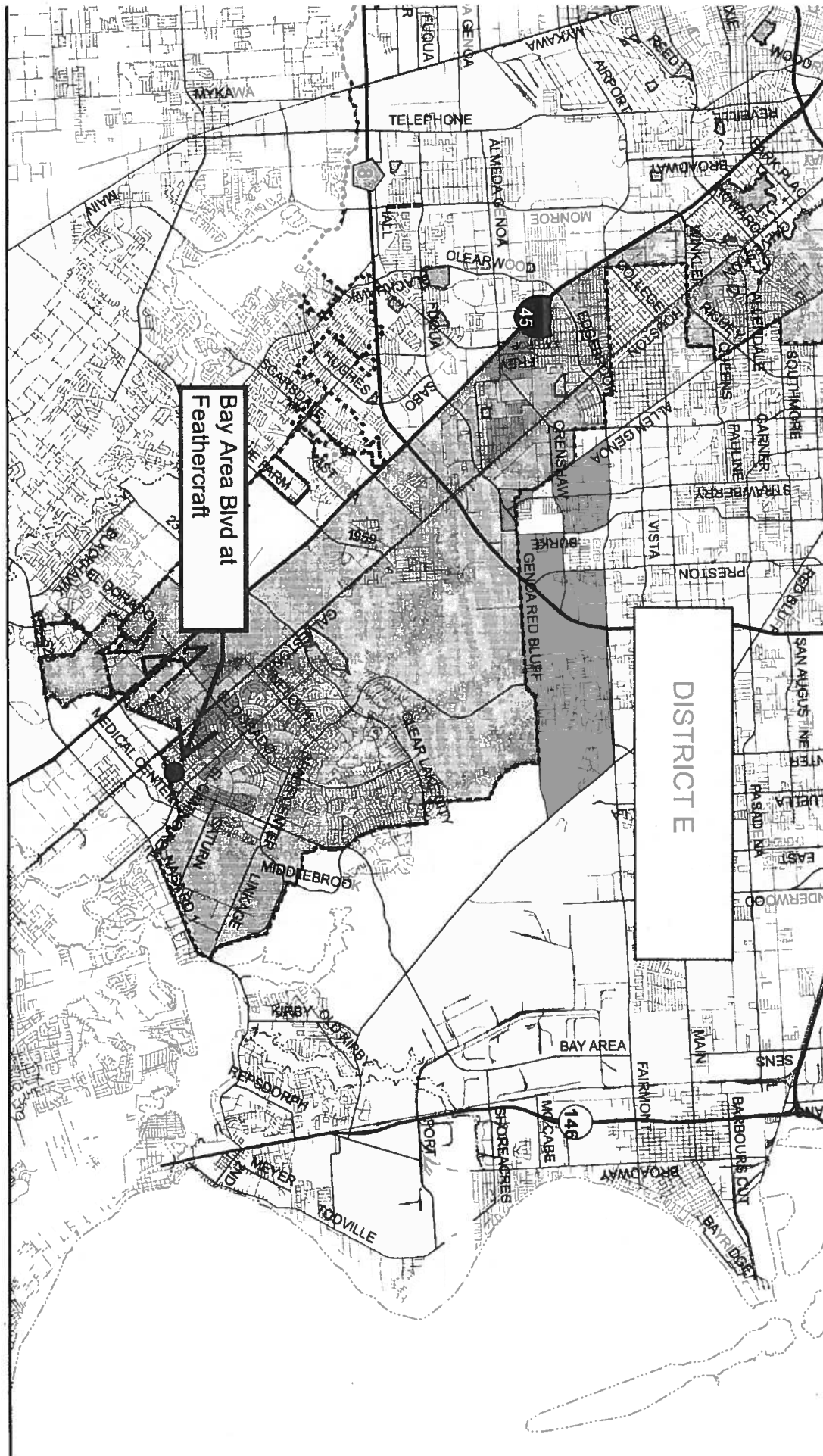
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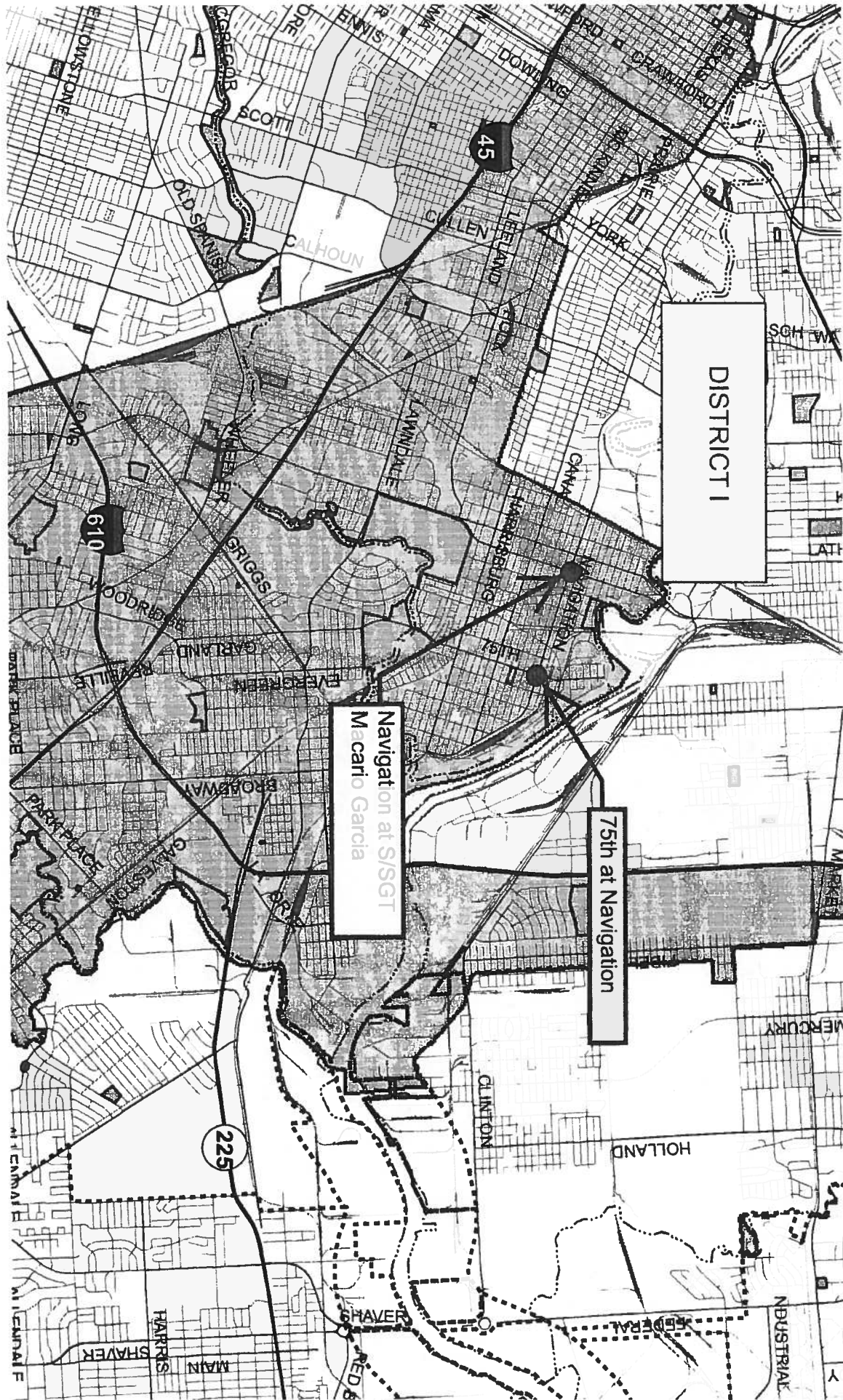
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Bay Area Blvd at  
Feathercraft

DISTRICT E



DISTRICT I

75th at Navigation

Navigation at S/SGI  
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CLINTON

HOLLAND

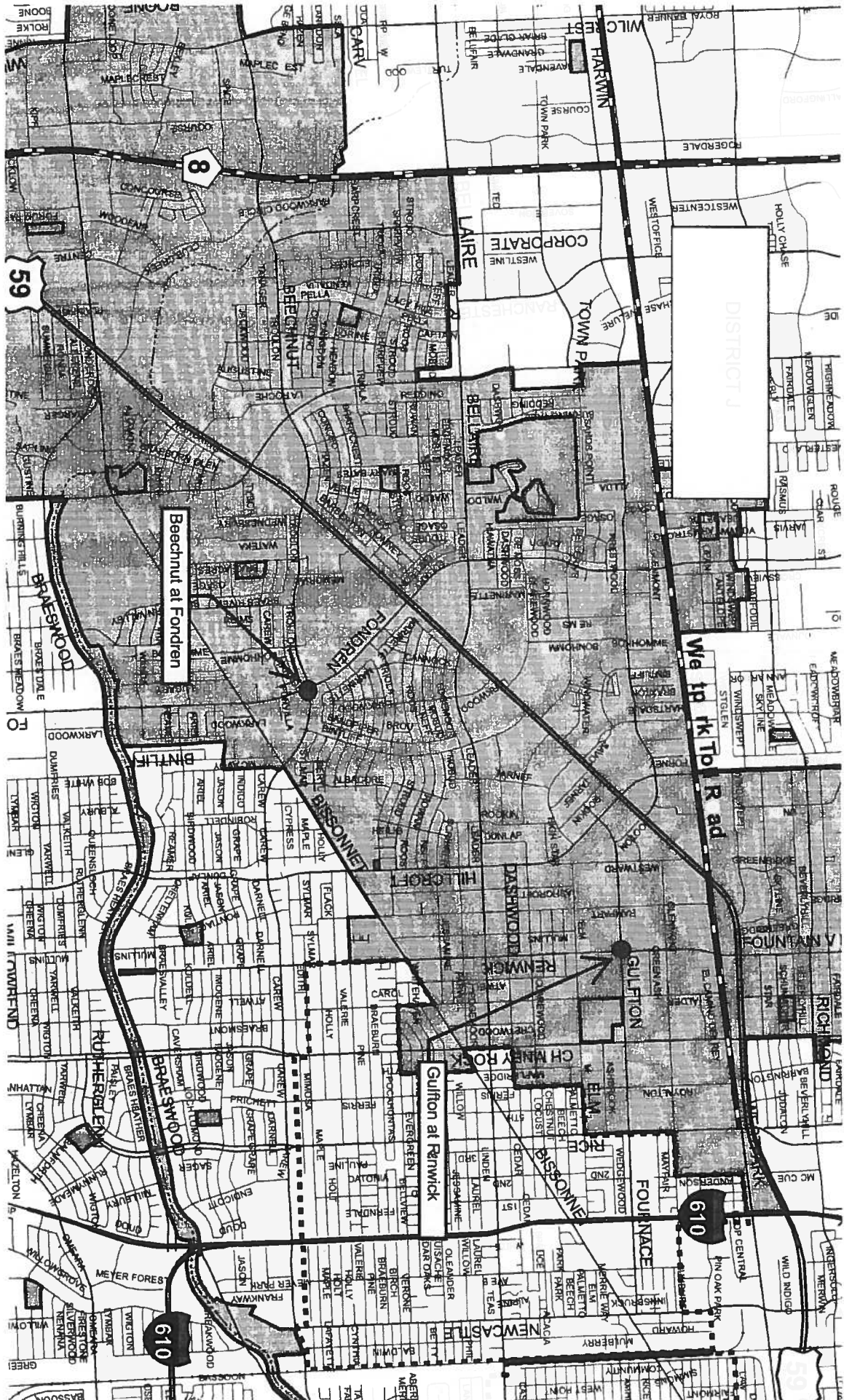
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YORK  
LANN  
GANN  
HARSHBURG  
GARTON  
BROADWAY  
GARLAND  
EVERGREEN  
WOODRUFF  
GRIGGS  
CLINTON  
HOLLAND  
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HARRIS  
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MERCURY  
INDUSTRIAL



Beechnut at Fondergen

We're Up To Road

Gulfton at Renwick

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CORPORATE

DISTRICT

TOWN PARK

LAUREL

BELL

FONDERGEN

BISSONE

GULFTON

CHERRY ROCK

EMERSON

NEWCASTLE

BRASSWOOD

DUNHILL

ROUBERLEN

BRASSWOOD

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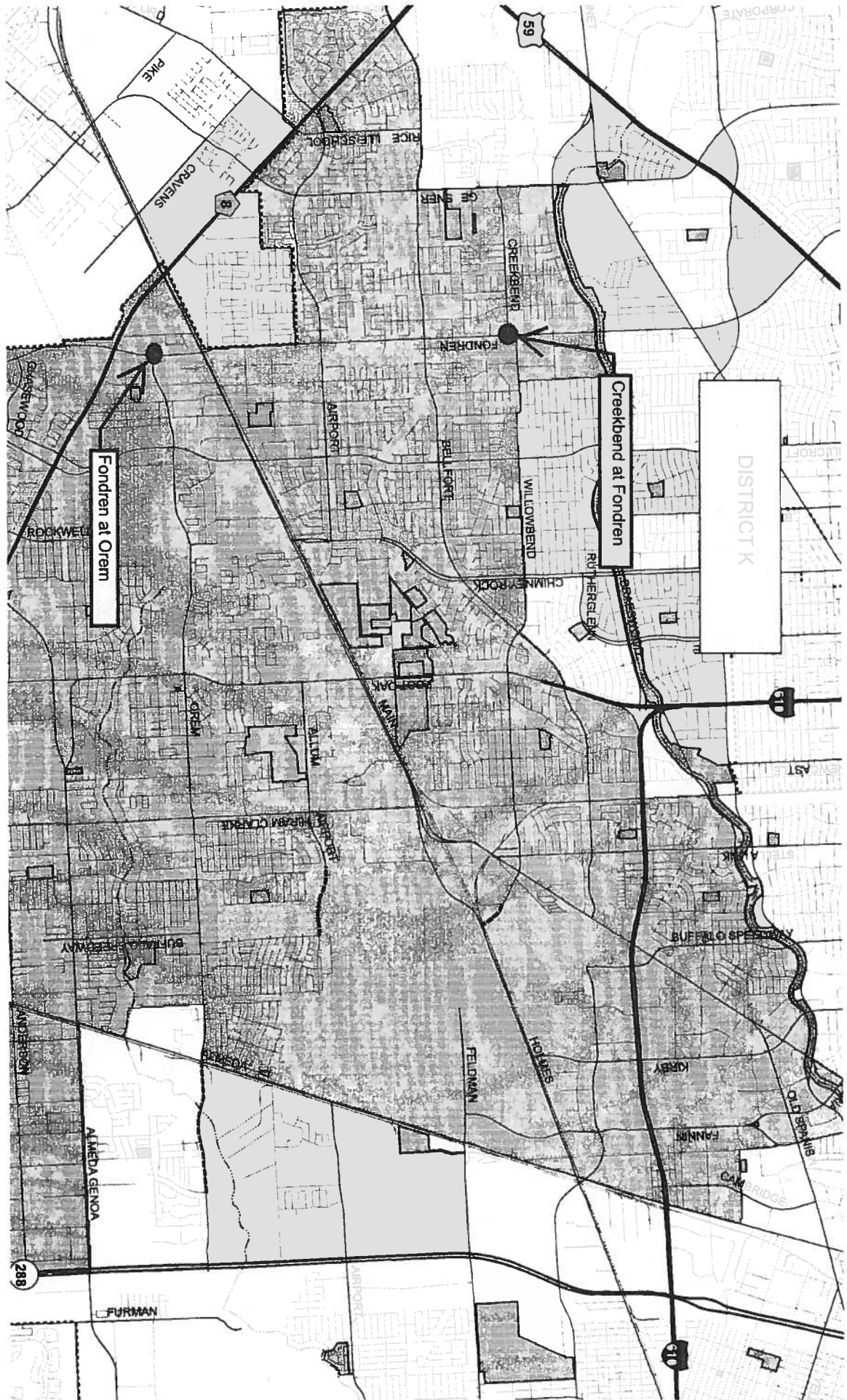
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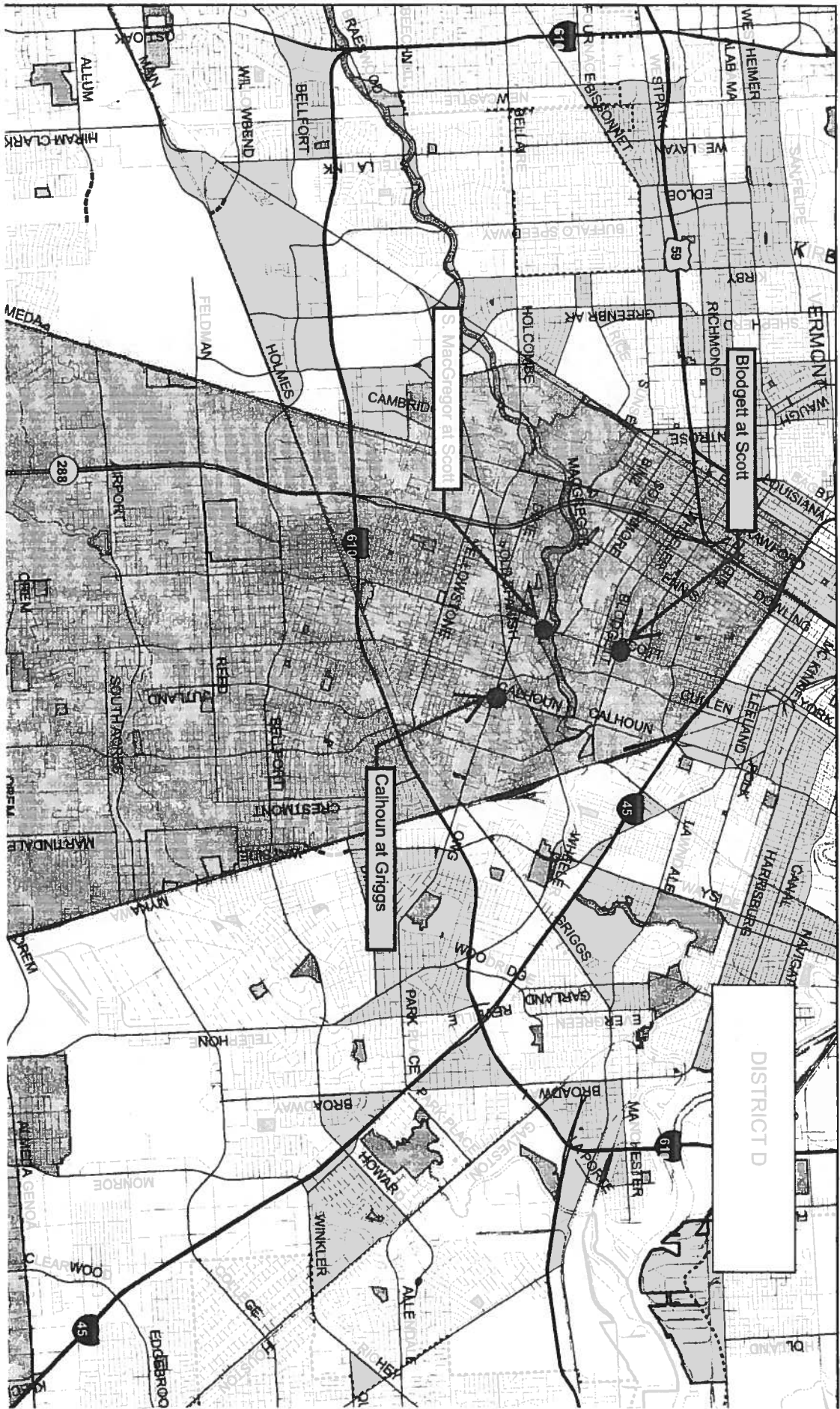
WINDSWORTH



Fondren at Orem

Creekbend at Fondren

DISTRICT K



Blodgett at Scott

S. MacGregor at Scott

Calhoun at Giggs

DISTRICT D

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

District B

20HA336-AW D.L. Elliott Enterprises, Inc. - Water Line Replacement in buckingham Place Area

Agenda Item#: 3.

**Summary:**

RECOMMENDATION from Director Department of Public Works & Engineering for approval of final contract amount of \$2,790,335.52 and acceptance of work on contract with **D. L. ELLIOTT ENTERPRISES, INC** for Water Line Replacement in Buckingham Place Area - 3.39% under the original contract amount - **DISTRICT B - DAVIS**

**Background:**

**PROJECT NOTICE/JUSTIFICATION:** This project was part of the City's Water Line Replacement Program. This program was required to replace and upgrade water lines within the City to increase availability of water, improve circulation and fire protection.

**DESCRIPTION/SCOPE:** The project consisted of the construction of approximately 32,485 linear feet of water lines with related appurtenances in the Buckingham Area. KBR Technical Services, Inc. designed the project with 260 calendar days allowed for construction. The project was awarded to **D. L. ELLIOTT ENTERPRISES, INC.** with original Contract amount of \$2,888,379.25.

**LOCATION:** The project is generally bounded by (1) Tidwell road to the north, Laura Koppe road to the south, Shady Drive to the east, and Hirsch Road to the west, (2) Liberty road: between Interstate 610 and Majestic Road. The project is located in various Key Map Grids 454C, D, F, G, H & Z and 455 T, X & W.

**CONTRACT COMPLETION and COST:** The Contractor, D. L. Elliott Enterprises, Inc., has completed the work under the subject Contract. The project was completed on time with additional 30 days approved by Change Order No. 1. The final cost of the project, including overrun and underrun of estimated unit price quantities and previously approved Change Order No. 1 is \$2,790,335.52, a decrease of \$98,043.73 or 3.39% under the original Contract Amount.

The decreased cost is a result of the difference between planned and measured quantities. This decrease is primarily the result of an underrun in various Base Unit Price Items and Extra Unit Price Items, which were not necessary to complete the project.

**MBE/SBE PARTICIPATION:** The MBE/SBE goal established for this project was 20%. According to Office of Business Opportunity, the participation was 23.50%. Contractor's MBE/SBE performance evaluation was rated Outstanding.

**Prior Council Action:**

Ord. # 2013-0579 dated 06/12/2013

**Amount of Funding:**

No additional funding required.

Total (original) appropriation of \$3,315,000.00 from water and Sewer System Consolidated Construction Fund No. 8500.

**Contact Information:**

Joseph t. Myers, P.E.

Sr. Assistant Director

Phone: (832) 395-2355

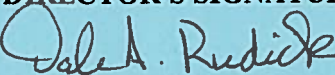
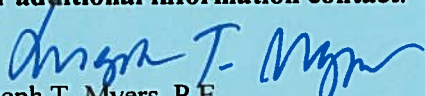
**ATTACHMENTS:**

Description	Type
☐ 20HA336-AW D L Elliott Enterprises, Inc RCA	Signed Cover sheet

📄	AFFIDAVIT OF OWNERSHIP	Backup Material
📄	DELINQUENT TAX FORM	Backup Material
📄	20HA336-AW D L Elliott Enterprises, Inc MAP.	Backup Material
📄	PRIOR COUNCIL ACTION	Backup Material
📄	20HA336-AW D L Elliott Enterprises, Inc OBO INFO	Backup Material

TO: Mayor via City Secretary

REQUEST FOR COUNCIL ACTION

<b>SUBJECT:</b> Accept Work for Water Line Replacement in Buckingham Place Area; WBS No. S-000035-0142-4.	Page 1 of 1	Agenda Item #
<b>FROM (Department or other point of origin):</b>  Department of Public Works and Engineering	<b>Origination Date</b>	<b>Agenda Date</b>
<b>DIRECTOR'S SIGNATURE:</b>  Dale A. Rudick, P.E., Director	<b>Council District affected:</b>  B <i>BK</i>	
<b>For additional information contact:</b>  10/29/14 Joseph T. Myers, P.E. Sr. Assistant Director <b>Phone:</b> (832) 395-2355	<b>Date and identification of prior authorizing Council action:</b>  Ord. # 2013-0579 dated: 06/12/2013	

**RECOMMENDATION:** (Summary) Pass a motion to approve the final Contract Amount of \$2,790,335.52 or 3.39% under the original Contract Amount, accept the Work and authorize final payment.

**Amount and Source of Funding:** No additional funding required.  
Total (original) appropriation of \$3,315,000.00 from Water and Sewer System Consolidated Construction Fund No. 8500.

**PROJECT NOTICE/JUSTIFICATION:** This project was part of the City's Water Line Replacement Program. This program was required to replace and upgrade water lines within the City to increase availability of water, improve circulation and fire protection.

**DESCRIPTION/SCOPE:** The project consisted of the construction of approximately 32,485 linear feet of water lines with related appurtenances in the Buckingham Area. KBR Technical Services, Inc. designed the project with 260 calendar days allowed for construction. The project was awarded to D. L. Elliott Enterprises, Inc. with original Contract amount of \$2,888,379.25.


**LOCATION:** The project is generally bounded by (1) Tidwell Road to the north, Laura Koppe Road to the south, Shady Drive to the east, and Hirsch Road to the west. (2) Liberty Road: between Interstate 610 and Majestic Road. The project is located in various Key Map Grids 454C, D, F, G, H & Z and 455T, X & W.

**CONTRACT COMPLETION AND COST:** The Contractor, D. L. Elliott Enterprises, Inc., has completed the work under the subject Contract. The project was completed on time with additional 30 days approved by Change Order No. 1. The final cost of the project, including overrun and underrun of estimated unit price quantities and previously approved Change Order No. 1 is \$2,790,335.52, a decrease of \$98,043.73 or 3.39% under the original Contract Amount.

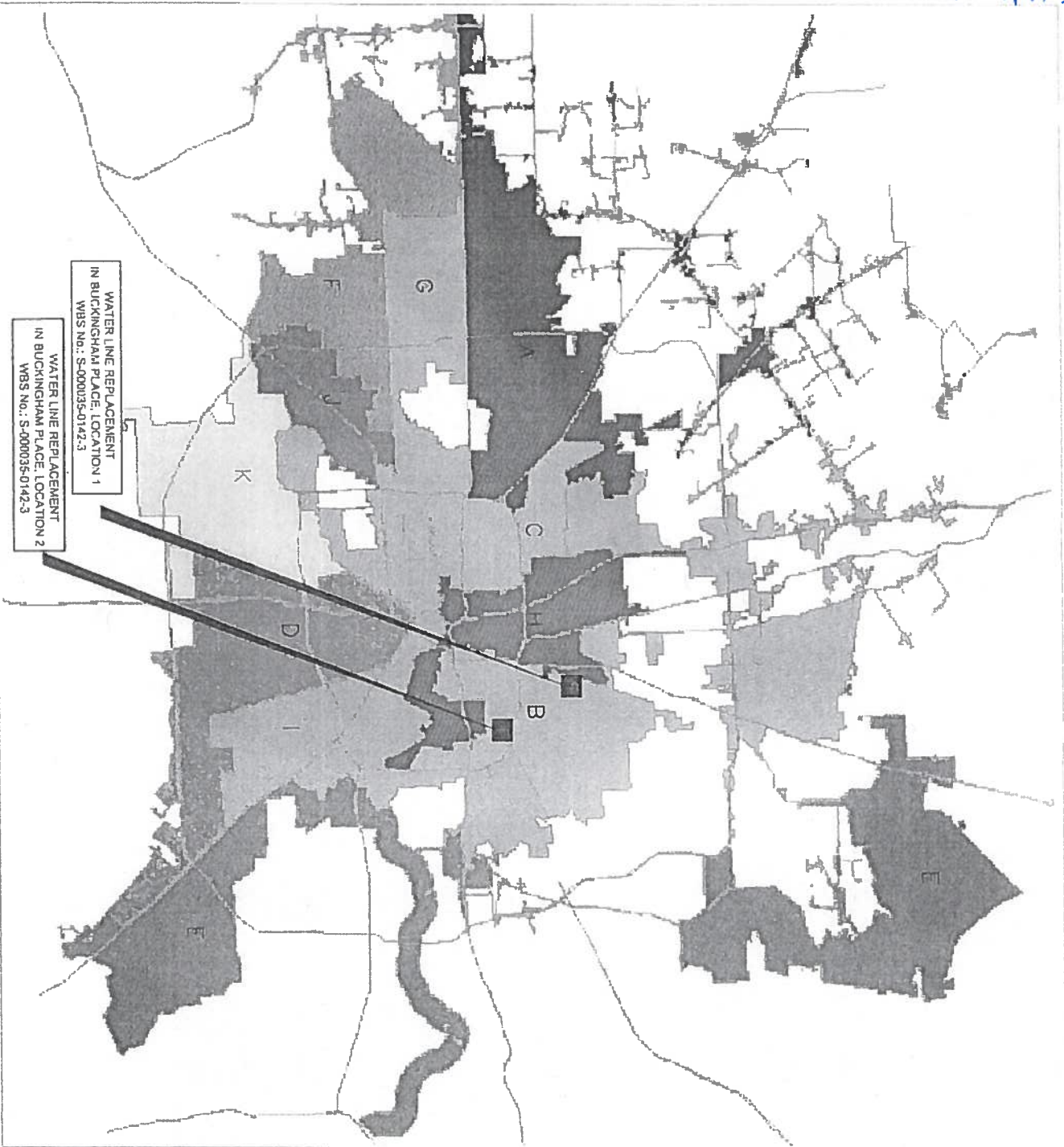
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**MBE/SBE PARTICIPATION:** The MBE/SBE goal established for this project was 20%. According to Office of Business Opportunity, the participation was 23.50%. Contractor's MBE/SBE performance evaluation was rated Outstanding.

*for BK*  
DAR:DRM:JTM:PK:BK:ha  
H:\E&C Construction\East Sector\PROJECTS\S-000035-0142-4 WLR IN BUCKINGHAM PLACE AREA\21.0 CloseOuts\RCA\RCA - Closeout.doc

<b>REQUIRED AUTHORIZATION</b>		<b>20HA336</b>
<b>Finance Department:</b>	<b>Other Authorization:</b>	<b>Other Authorization:</b>   Daniel R. Menendez, P.E., Deputy Director Engineering and Construction Division

20HA336



WATER LINE REPLACEMENT  
IN BUCKINGHAM PLACE, LOCATION 1  
WBS No.: S-000035-0142-3

WATER LINE REPLACEMENT  
IN BUCKINGHAM PLACE, LOCATION 2  
WBS No.: S-000035-0142-3



**BUCKINGHAM PLACE**

WBS No.: S-000035-0142-3

COUNCIL DISTRICT B

KEY MAP NO. 454C D E F G H Z  
455T X W

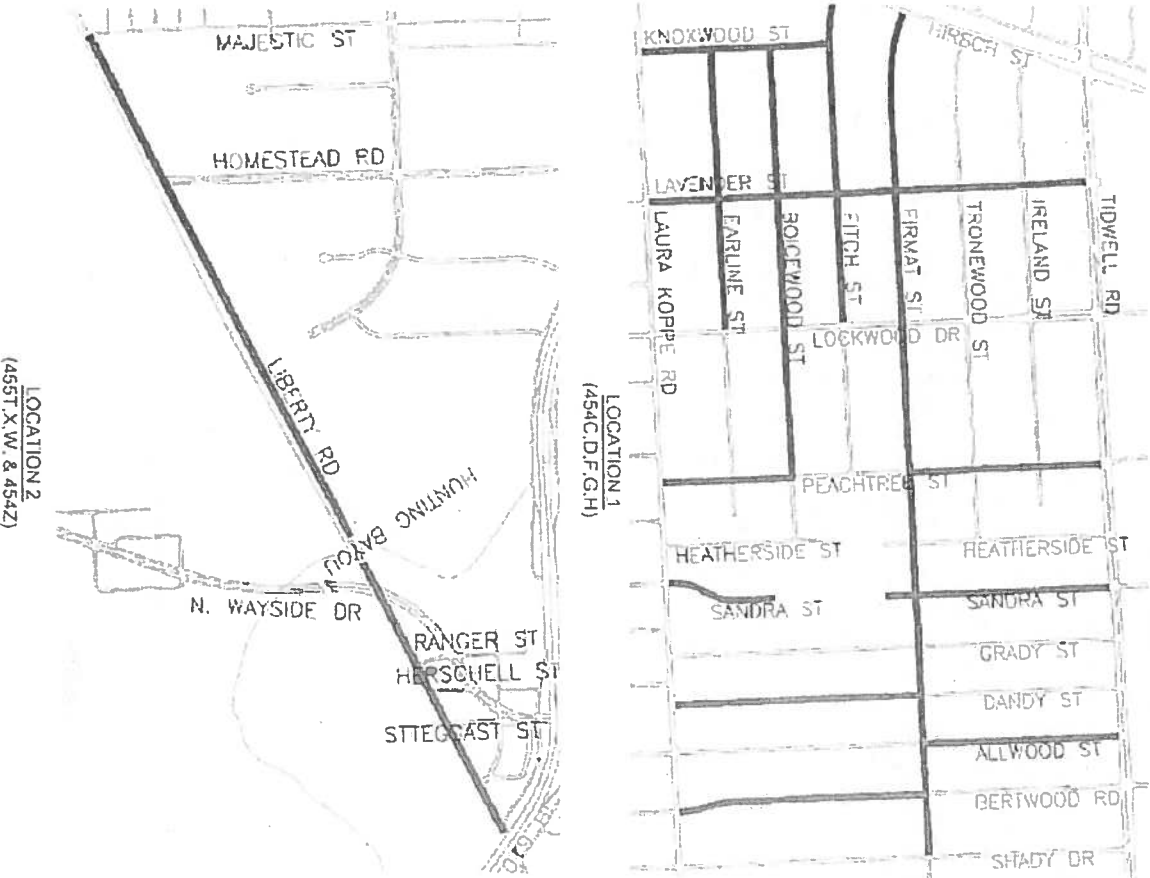
**CITY COUNCIL DISTRICT MAP**

WATER LINE REPLACEMENT IN  
BUCKINGHAM PLACE AREA  
WBS NO.: S-000035-0142-3  
**EXHIBIT A**



**KBR**  
Engineered by  
Kellogg Brown & Root  
Technical Engineering  
Firm F-2307

DEPARTMENT OF PUBLIC WORKS AND ENGINEERING  
ENGINEERING & CONSTRUCTION DIVISION



Water Line Replacement in Buckingham Place Area

Key Map Nos. 454 C,D,F,G,H; 455 T,X,W; & 454 Z  
WBS No. S-000035-0142-3

Street	START	END	Existing WL Size (inch)	Proposed WL Size (inch)	Length (feet)
Fernal	Hirsch	Shady	8 10	8	5,200
Fitch	Hirsch	Lockwood	8 2	8	2,045
Boicewood	Knoxwood	Peachtree	8	8	2,535
Earline	Knoxwood	Lockwood	6	8	1,655
Knoxwood	Fitch	Laura Koppe	6	8	1,155
Lavender	Tidwell	Laura Koppe	6	8	2,745
Peachtree	Tidwell	Fernal	6	8	1,285
Boicewood	Laura Koppe	Laura Koppe	8	8	845
Sandra	Tidwell	End (south)	8	4	675
Sandra	Laura Koppe	End (north)	2	6	1,440
Dandy	Fernal	Laura Koppe	6	8	1,515
Allwood	Tidwell	Fernal	6	8	1,270
Bernwood	Fernal	Laura Koppe	6	8	1,505
Liberty	Majestic	H-610	12	12	8,615
<b>Total</b>					<b>32,485</b>

PROJECT LOCATION MAPS  
WATER LINE REPLACEMENT IN  
BUCKINGHAM PLACE AREA  
WBS NO.: S-000035-0142-3  
EXHIBIT B



**KBR**  
Engineers & Surveyors  
Kelllogg, Gorman & Reed, Architects, Inc.  
Tennessee Registered Engineering Firm F-2387

LOCATION 2  
(455T,X,W & 454Z)

LOCATION 1  
(454C,D,F,G,H)

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

District H

Item Creation Date: 10/8/2014

LGL-Parcel AY11-123 - Lonnie Ray Weynandt & Charlotte Ann Weynandt - Reconstruction of Parker Road Project

Agenda Item#: 4.

**Summary:**

RECOMMENDATION from City Attorney to settle eminent domain proceeding styled City of Houston v. Lonnie Ray Weynandt & Charlotte Ann Weynandt, et al., Cause No. 1019282; for acquisition of Parcel AY11-123; for the **RECONSTRUCTION OF PARKER ROAD PROJECT (Hardy Toll Rd. - US59/Eastex Fwy.) - DISTRICT H - GONZALEZ**

**Background:**

The Reconstruction of Parker Road Project, sub Project 1 (Hardy Toll Rd. - US 59/Eastex Fwy.) provides for the right-of-way acquisition, design and construction of a four land divided concrete roadway with storm drainage, curbs, sidewalks, driveways, street lighting, traffic control and the necessary underground utilities. The project will replace and widen a street that has deteriorated beyond economical repair and normal maintenance. It will improve traffic circulation, mobility and drainage in the service area. The improvements will upgrade the existing roadway to Major Thoroughfare and Freeway Plan (MTFP) standards.

This eminent domain proceeding involves the acquisition of a permanent easement in and to 1,042 square feet (0.0239 acre) of land from a parent tract containing 13,029 square feet (0.2991 acre) of land. The parent tract is improved with a 894 square-foot single family dwelling situated outside of the area being acquired in this proceeding. The property is located at 2501 Parker Road and is owned by the Lonnie Ray Weynandt and Charlotte ann Weynandt.

Efforts by Public Works & Engineering to negotiate a purchase of the needed property were unsuccessful, and the matter was referred to the Legal Department to initiate eminent domain proceedings. The parties were cited and served as required by law and the matter was set for a Special Commissioners' Hearing. The landowners appeared and testified at the hearing and after hearing all the evidence, the special Commissioners returned an Award for \$30,952.00 as the amount of just compensation owned to the landowners for the property being matter was placed on the Court's trial docket. The City deposited the amount of the Award of Special Commissioners into the registry of the Court on January 11, 2013 in order to gain physical possession of the needed property for construction related purposes and the parties initiated pre-trial discovery.

During the course of trial preparation and settlement negotiations, the parties were able to arrive at a proposed settlement subject to City Council's approval. The proposed settlement provides that the City will pay the total sum of \$70,000.00 as just compensation for the property being acquired.

The proposed settlement is \$39,048.00 more than the Award of Special Commissioners and resolves all issues and matters in controversy. The settlement is within the range of testimony available to this office and is supported by the facts and evidence developed during discovery and trial preparation.

We recommended that the City Attorney be authorized, by Motion, to settle this eminent domain case for a total consideration of \$70,000.00. Funding will be provided by a previously approved blanket Appropriation ordinance.

**Prior Council Action:**

2013-006, psd. 1/2/13; 2012-0521 psd. 5/30/12; 2008-0701, psd. 8/6/08; 2011-148 psd. 12/14/11

**Amount of Funding:**

\$39,048.00; No additional funding required. (Funds were appropriated under Blanket Ordinance No. 2013-0006).

**Source of Funding:**

Enterprise Fund


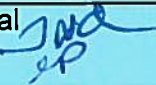
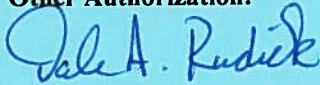
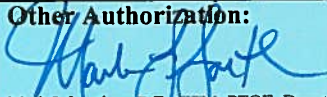
**Contact Information:**

Joseph N. Quintal  
Phone: 832-393-6286  
(alternatively Michelle Grossman 832-393-6216)

**ATTACHMENTS:**

Description	Type
📎 LGL-Parcel AY11-123 - Lonnie Ray Weynandt &amp; Charlotte Ann Weynandt RCA	Signed Cover sheet
📎 MAP	Backup Material

**REQUEST FOR COUNCIL ACTION**

SUBJECT: Parcel AY11-123; City of Houston v. Lonnie Ray Weynandt & Charlotte Ann Weynandt, et al., Cause No. 1019282; Reconstruction of Parker Road Project (Hardy Toll Rd. - US59/Eastex Fwy.); WBS/CIP No. N-000708-0001-2-01; Legal Department File No. 052-1100030-018.		Page 1 of 2	Agenda Item #
FROM (Department or other point of origin): Legal Department - Real Estate Section David Feldman, City Attorney		Origination Date 10/08/14	Agenda Date
DIRECTOR'S SIGNATURE: 		Council District affected: "H" Edward Gonzalez, Key Map#414W	
For additional information contact: Joseph N. Quintal  Phone: 832.393.6286 (alternatively Michelle Grossman 832.393.6216)		Date and identification of prior authorizing Council action: 2013-0006, psd. 1/2/13; 2012-0521 psd. 5/30/12; 2008-0701, psd. 8/6/08; 2011-148 psd. 12/14/11.	
<u>RECOMMENDATION:</u> (Summary)			
Authorize the City Attorney, by Motion, to settle this eminent domain case for a total consideration of \$70,000.00. Funding will be provided by a previously approved blanket Appropriation Ordinance.			
Amount and Source of Funding: \$39,048.00; No additional funding required. (Funds were appropriated under Blanket Ordinance No, 2013-0006). <span style="float: right;"><i>U.F. 10/29/2014</i></span>			
<u>SPECIFIC EXPLANATION:</u>			
<p>The Reconstruction of Parker Road Project, Sub Project 1 (Hardy Toll Rd. - US 59/Eastex Fwy.) provides for the right-of-way acquisition, design and construction of a four lane divided concrete roadway with storm drainage, curbs, sidewalks, driveways, street lighting, traffic control and the necessary underground utilities. The project will replace and widen a street that has deteriorated beyond economical repair and normal maintenance. It will improve traffic circulation, mobility and drainage in the service area. The improvements will upgrade the existing roadway to Major Thoroughfare and Freeway Plan (MTFP) standards.</p> <p>This eminent domain proceeding involves the acquisition of a permanent easement in and to 1,042 square feet (0.0239 acre) of land from a parent tract containing 13,029 square feet (0.2991 acre) of land. The parent tract is improved with a 894 square-foot single family dwelling situated outside of the area being acquired in this proceeding. The property is located at 2501 Parker Road and is owned by the Lonnie Ray Weynandt and Charlotte Ann Weynandt.</p> <p>Efforts by Public Works &amp; Engineering to negotiate a purchase of the needed property were unsuccessful, and the matter was referred to the Legal Department to initiate eminent domain proceedings. The parties were cited and served as required by law and the matter was set for a Special Commissioners' Hearing. The landowners appeared and testified at the hearing and after hearing all the evidence, the Special Commissioners returned an Award for \$30,952.00 as the amount of just compensation owed to the landowners for the property being acquired. The landowners then retained an attorney who filed objections to the Award on their behalf and the matter was placed on the Court's trial docket. The City deposited the amount of the Award of Special Commissioners into the registry of the Court on January 11, 2013 in order to gain physical possession of the needed property for construction related purposes and the parties initiated pre-trial discovery.</p>			
h:\mark\weynandtsettlementrca.wpd		<b>REQUIRED AUTHORIZATION</b> <span style="float: right;"><b>90AH292</b></span>	
Other Authorization:	Other Authorization: 	Other Authorization:  Mark L. Loethen, P.E., CFM, PTOE, Deputy Director Planning and Development Services Division, PWE	

Date 10/08/14	SUBJECT: Parcel AY11-123; City v. Lonnie Ray and Charlotte Ann Weyandt, et al; Reconstruction of Parker Road Project; LD# 52-1100030-018	Originator's Initials JNQ/MBG	Page 2 of 2
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During the course of trial preparation and settlement negotiations, the parties were able to arrive at a proposed settlement subject to City Council's approval. The proposed settlement provides that the City will pay the total sum of \$70,000.00 as just compensation for the property being acquired.

The proposed settlement is \$39,048.00 more than the Award of Special Commissioners and resolves all issues and matters in controversy. The settlement is within the range of testimony available to this office and is supported by the facts and evidence developed during discovery and trial preparation.

We recommend that the City Attorney be authorized, by Motion, to settle this eminent domain case for a total consideration of \$70,000.00. Funding will be provided by a previously approved blanket Appropriation ordinance.

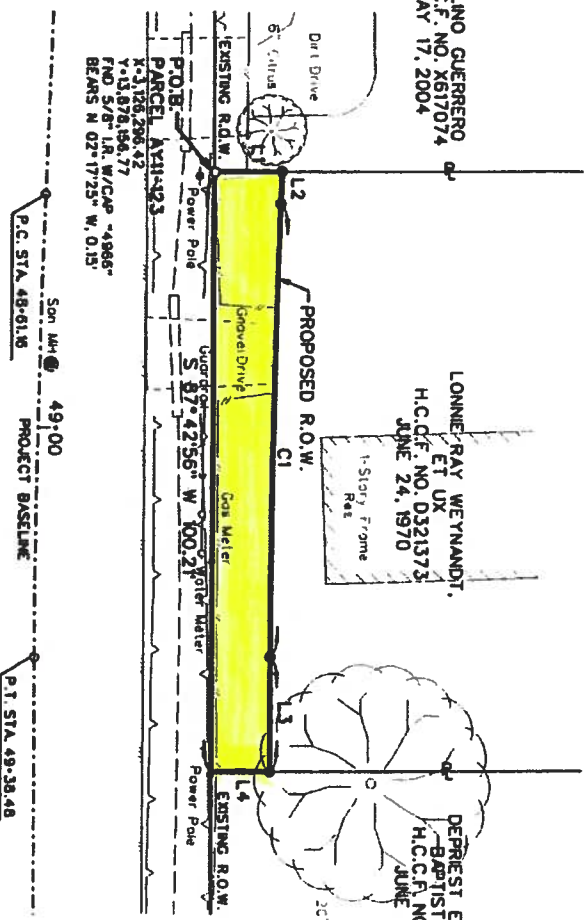
Parcel AV11-123

**E. JOHNSON SURVEY  
ABSTRACT 1092**

PALINO GUERRERO  
H.C.C.F. NO. X617074  
MAY 17, 2004

LONNIE RAY WEYNANDT,  
ET UX  
H.C.C.F. NO. D321373  
JUNE 24, 1970

DEPREST EVANGELISTIC  
BAPTIST CHURCH  
H.C.C.F. NO. M722266  
JUNE 7, 1990



**LEGEND / ABBREVIATIONS**

- FOUND MONUMENT AS NOTED
- SET 5/8" IR W/ PLASTIC CAP STAMPED "LANDTECH CONSULTANTS" UNLESS OTHERWISE NOTED
- R. = PROPERTY LINE
- I.R. = IRON ROD
- I.P. = IRON PIPE
- P.I.P. = PINCHED TOP PIPE
- P.O.B. = POINT OF BEGINNING
- P.O.C. = POINT OF COMMENCING
- H.C.D.R. = HARRIS COUNTY DEED RECORDS
- H.C.M.R. = HARRIS COUNTY MAP RECORDS
- H.C.C.F. = HARRIS COUNTY CLERK FILE
- (C.M.) = CONTROL MONUMENT
- R.O.W. = RIGHT OF WAY
- F.C.M. = FILM CODE



I HEREBY CERTIFY THAT THIS SURVEY WAS MADE ON THE GROUND UNDER MY SUPERVISION AND THAT THIS PLAT REPRESENTS THE FACTS AS FOUND AT THE TIME OF THE SURVEY

*Leo M. Delatorre*

LEO M. DELATORRE  
REGISTERED PROFESSIONAL LAND SURVEYOR  
TEXAS REGISTRATION NO. 5113

LANDTECH CONSULTANTS, INC.  
Civil Engineering • Land Surveying  
2525 North Loop West  
Suite 300  
Houston, Texas 77008  
Tel: (713) 861-7868 Fax: (713) 861-4151

**CITY OF HOUSTON  
PUBLIC WORKS AND  
ENGINEERING DEPARTMENT**

APPROVAL  
DATE: 05/11/2011  
RIGHT OF WAY SECTION

KEY MAP NO. 414 W  
PARCEL NO. AV11-123  
SCALE: 1" = 20'  
DATE: 8/12/2010  
CP NO.  
GFS NO.  
FILE NO.  
SHEET 1 OF 1

GMS MAP NO. 54614

CURVE	RADIUS	LENGTH	DELTA	CHORD
C1	1,960.00'	75.78'	02°12'55"	N 88°49'23" E 75.77'

LINE	BEARING	DISTANCE
L1	N 02°17'25" W	11.62'
L2	N 89°55'50" E	5.32'
L3	N 87°42'56" E	19.15'
L4	S 02°17'05" E	9.95'

EXISTING	TAKING	REMAINING
0.2891 ACRE	0.0239 ACRE	0.2752 ACRE
13,029 SQ. FT.	1,042 SQ. FT.	11,987 SQ. FT.

P.O.B. TO COH MON. NO. 5461-0814  
S 27°45'49" E - 60.24'

PARCEL AV11-123  
LONNIE RAY WEYNANDT, ET UX

**PARKER ROAD**  
(WIDTH VARIES PER VOL. 711, PG. 36, H.C.D.R. VOL. 25, PG. 34, H.C.M.R. VOL. 26, PG. 48, H.C.M.R.)

- NOTES:
- ALL COORDINATES AND BEARINGS SHOWN ARE REFERENCED TO THE TEXAS COORDINATE SYSTEM, SOUTH CENTRAL ZONE, NAD 83 (CONCS).
  - ALL DISTANCES ARE SURFACE AND MAY BE CONVERTED TO GRID BY MULTIPLYING BY A SCALE FACTOR OF 0.99990665.
  - THIS SURVEY IS ACCOMPANIED BY A SEPARATE METES AND BOUNDS DESCRIPTION OF EVEN SURVEY DATE (AUG. 12, 2010).

# LOCATION MAP

Borrower or Owner:

Subject Address: 2501 Parker Rd

Census Tract: 2210.00

City: Houston

County: Harris

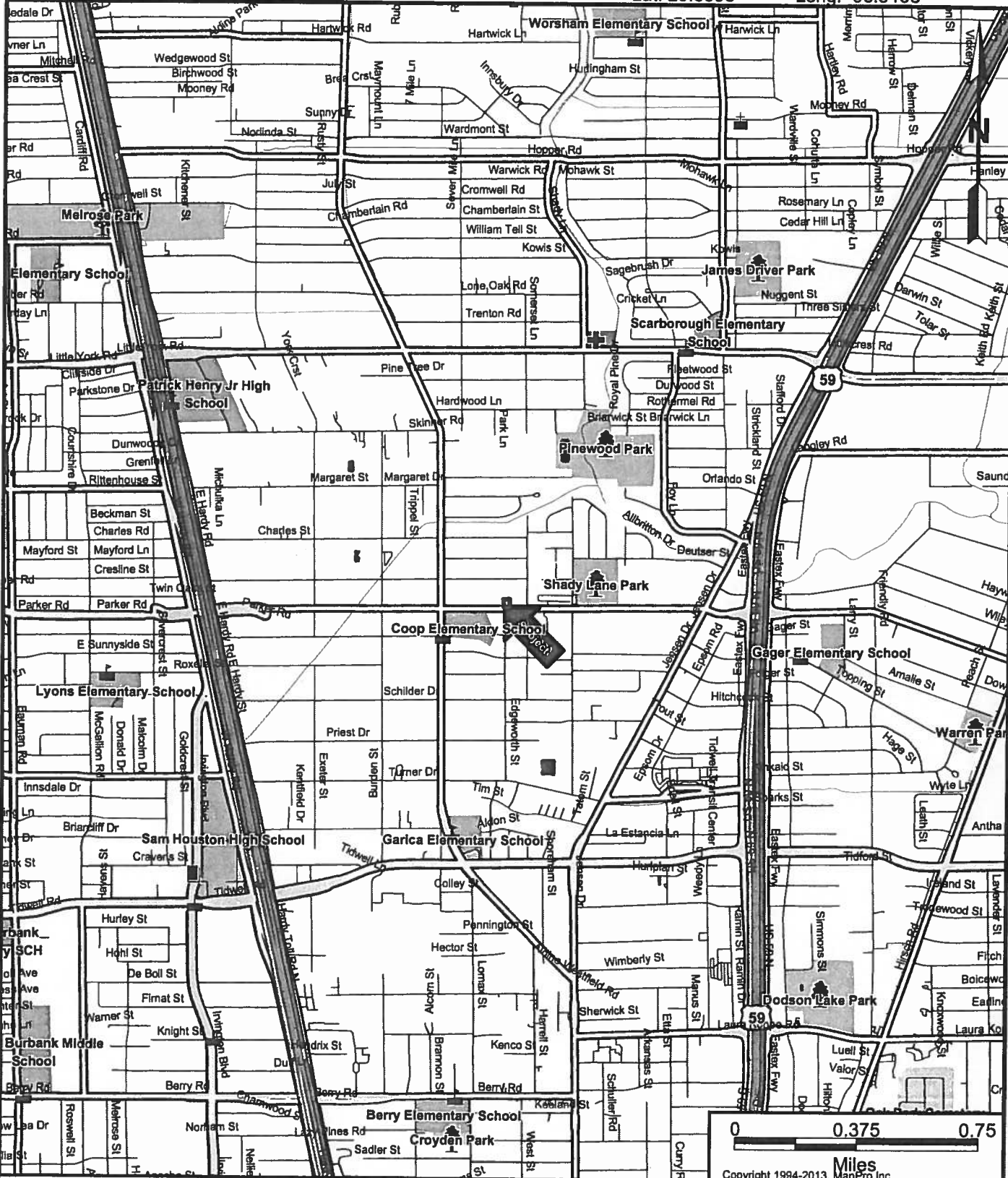
State: TX

Zip Code: 77093

Lender or Client: City of Houston

Lat: 29.8595

Long: -95.3466



**CAUTION:**

The location of property arrows shown on this map are approximate only. Inaccuracies may exist on map such as missing, incorrectly drawn, or incorrectly addressed streets. Please report any such inaccuracy to MapPro, Inc. so that appropriate corrections can be made.

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

District B

20DOB9514-A&S Armada Drive, Parcel SY15-014 -

Agenda Item#: 5.

**Summary:**

RECOMMENDATION from Director Department of Public Works & Engineering, reviewed and approved by the Joint Referral Committee, on request from Reverend Anthony Brodie, St. Marks Missionary Baptist Church, for the abandonment and sale of Armada Drive, from Mansfield Road to its terminus, along Lots 16B, 22, 23, 24, 25, 26, 27, 28 and 30 within the Highland Heights Annex, Section 5, out of the Ellis Benson Survey, Parcel SY15-014 - **DISTRICT B - DAVIS**

**Background:**

**SPECIFIC EXPLANATION:**

Reverend Anthony Brodie, St. Marks Missionary Baptist Church, 1920 Mansfield Road, Houston, Texas, 77091, requested the abandonment and sale of Armada Drive, from Mansfield Road to its terminus, along Lots 16B, 22, 23, 24, 25, 26, 27, 28, and 30, within the Highland Heights Annex, Section 5, out of the Ellis Benson Survey. St. Marks Missionary Baptist Church, the abutting property owner, plans to utilize the location of the proposed street abandonment as parking. Signs notifying the public of the pending street right-of-way abandonment application were posted for at least thirty days.

This is Part One of a two-step process in which the applicant will first receive a City Council authorized Motion acknowledging the concept of the subject request. Upon the applicant satisfactorily completing all transaction requirements including those enumerated below, the Department of Public Works and Engineering will forward a subsequent recommendation to City Council requesting passage of an ordinance effecting the sale. The Joint Referral Committee reviewed and approved this request. Therefore, it is recommended:

1. The City abandon and sell Armada Drive, from Mansfield Road to its terminus, along Lots 16B, 22, 23, 24, 25, 26, 27, 28, and 30, within the Highland Heights Annex, Section 5, out of the Ellis Benson Survey;
2. The applicant be required to furnish the Department of Public Works and Engineering with a durable, reproducible (Mylar) survey plat and field notes of the affected property;
3. The applicant be required to obtain a letter of no objection from each of the privately owned utility companies for the street being abandoned and sold;
4. The Legal Department be authorized to prepare the necessary transaction documents; and,
5. Inasmuch as the value of the City's property interests are not expected to exceed \$50,000.00, that the value be established by staff appraisal, according to City policy.

**Contact Information:**

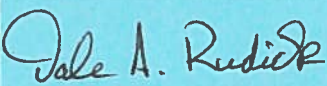



Nancy P. Collins

Senior Assistant Director-Real Estate

**Phone:** (832) 395-3130

**ATTACHMENTS:**

Description	Type
<input type="checkbox"/> RCA	Signed Cover sheet

<b>SUBJECT:</b> Request for the abandonment and sale of Armada Drive, from Mansfield Road to its terminus, along Lots 16B, 22, 23, 24, 25, 26, 27, 28, and 30, within the Highland Heights Annex, Section 5, out of the Ellis Benson Survey. <b>Parcel SY15-014</b>		<b>Page</b> <u>1</u> of <u>1</u>	<b>Agenda Item #</b>
<b>FROM (Department or other point of origin):</b>  Department of Public Works and Engineering		<b>Origination Date</b>	<b>Agenda Date</b>
<b>DIRECTOR'S SIGNATURE:</b>  Dale A. Rudick, P.E., Director		<b>Council District affected:</b> B <b>Key Map:</b> 452B 	
<b>For additional information contact:</b> Nancy P. Collins  Phone: (832) 395-3130 Senior Assistant Director-Real Estate		<b>Date and identification of prior authorizing Council Action:</b>	
<b>RECOMMENDATION: (Summary)</b> It is recommended City Council approve a Motion authorizing the abandonment and sale of Armada Drive, from Mansfield Road to its terminus, along Lots 16B, 22, 23, 24, 25, 26, 27, 28, and 30, within the Highland Heights Annex, Section 5, out of the Ellis Benson Survey. <b>Parcel SY15-014</b>			
<b>Amount and Source of Funding:</b> Not Applicable			
<b>SPECIFIC EXPLANATION:</b> Reverend Anthony Brodie, St. Marks Missionary Baptist Church, 1920 Mansfield Road, Houston, Texas, 77091, requested the abandonment and sale of Armada Drive, from Mansfield Road to its terminus, along Lots 16B, 22, 23, 24, 25, 26, 27, 28, and 30, within the Highland Heights Annex, Section 5, out of the Ellis Benson Survey. St. Marks Missionary Baptist Church, the abutting property owner, plans to utilize the location of the proposed street abandonment as parking. Signs notifying the public of the pending street right-of-way abandonment application were posted for at least thirty days.  This is Part One of a two-step process in which the applicant will first receive a City Council authorized Motion acknowledging the concept of the subject request. Upon the applicant satisfactorily completing all transaction requirements including those enumerated below, the Department of Public Works and Engineering will forward a subsequent recommendation to City Council requesting passage of an ordinance effecting the sale. The Joint Referral Committee reviewed and approved this request. Therefore, it is recommended:  1. The City abandon and sell Armada Drive, from Mansfield Road to its terminus, along Lots 16B, 22, 23, 24, 25, 26, 27, 28, and 30, within the Highland Heights Annex, Section 5, out of the Ellis Benson Survey; 2. The applicant be required to furnish the Department of Public Works and Engineering with a durable, reproducible (Mylar) survey plat and field notes of the affected property; 3. The applicant be required to obtain a letter of no objection from each of the privately owned utility companies for the street being abandoned and sold; 4. The Legal Department be authorized to prepare the necessary transaction documents; and, 5. Inasmuch as the value of the City's property interests are not expected to exceed \$50,000.00, that the value be established by staff appraisal, according to City policy.  DAR:NPC:dob  c: Jun Chang, P.E., D.WRE      David Feldman      Daniel Menendez, P.E.      Jeffrey Weatherford, P.E., PTOE Marta Crinejo      Terry A. Garrison      Patrick Walsh, P.E.			
s:\dob\sy15-014.rc1.doc		CUIC #20DOB9514	
<b>REQUIRED AUTHORIZATION</b>			
<b>Finance Department:</b>	<b>Other Authorization:</b>	<b>Other Authorization:</b>  Mark L. Loethen, P.E., CFM, PTOE Deputy Director Planning and Development Services Division	

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

District C

20TP9529-a&s 15-ft-wide prescriptive alley - Durham Str to Sandman Str

Agenda Item#: 6.

**Summary:**

RECOMMENDATION from Director Department of Public Works & Engineering, reviewed and approved by the Joint Referral Committee, on request from Patrick Byrne, Big Red Dog - Houston, LLC, on behalf of Rosalind Ng, Dennis and Linda Conner (Michael Fuqua, Receiver), and Washington Shepherd Partners, Ltd. (Barry Pulaski, General Partner), for abandonment and sale of a 15-foot-wide prescriptive alley, from Durham Street to Sandman Street, located within Block 61, Brunner Addition, out of the John Austin Survey, A-1, Parcels SY15-037, SY15-046 and SY15-047 - **DISTRICT C - COHEN**

**Background:**

**SPECIFIC EXPLANATION:**

Patrick Byrne, Big Red Dog – Houston, LLC, 901 Rhode Place, Suite 300, Houston, Texas 77019, on behalf of Rosalind Ng, Dennis and Linda Conner (Michael Fuqua, Receiver), and Washington Shepherd Partners, Ltd. (Barry Pulaski, General Partner), requested the abandonment and sale of a 15-foot-wide prescriptive alley, from Durham Street to Sandman Street, located within Block 61, Brunner Addition, out of the John Austin Survey, A-1. The abutting property owners are under contract to sell their property to Fore Property. Fore Property plans to construct a six-story, 186-unit apartment complex in the location of the subject alley.

This is Part One of a two-step process in which the applicants will first receive a City Council authorized Motion acknowledging the concept of the subject request. Upon the applicants satisfactorily completing all transaction requirements including those enumerated below, the Department of Public Works and Engineering will forward a subsequent recommendation to City Council requesting passage of an Ordinance effecting the abandonment and sale. The Joint Referral Committee reviewed and approved this request. Therefore, it is recommended:

1. The City abandon and sell a 15-foot-wide prescriptive alley, from Durham Street to Sandman Street, located within Block 61, Brunner Addition, out of the John Austin Survey, A-1.
2. The applicants be required to obtain a letter of no objection from each of the privately owned utility companies for the alley being abandoned and sold;
3. The applicants be required to furnish the Department of Public Works and Engineering with a durable, reproducible (Mylar) survey plat and field notes of the affected property
4. The applicants be required to: (a) cut, plug, and abandon the 8-inch sanitary sewer line occupying the subject alley, from manhole #IIP29064 west to its terminus; (b) cut, plug, and abandon the lateral sewer lead at the southern property line of Lot 2; (c) pay the depreciated value amount for the sanitary sewer line to be abandoned; and (d) complete the foregoing items at no cost to the City and under the proper permits obtained through the Office of the City Engineer and separate from any other project permits;
5. The applicants be required to prepare drawings that show all public utilities (sanitary) that are to be abandoned, relocated, and/or constructed as part of this project specific to the abandonment requirements and submit drawings to the Office of the City Engineer for plan review and approval. A copy of the Motion shall be attached to the plan set when it is submitted for plan review.
6. The Legal Department be authorized to prepare the necessary transaction documents; and
7. Inasmuch as the value of the City's property interest is not expected to exceed \$1,000,000.00, that the value be established by an independent appraiser appointed by the Director of Public Works and Engineering.

**Prior Council Action:**

**Contact Information:**

Nancy P. Collins  
Senior Assistant Director-Real Estate  
**Phone:** (832) 395-3130

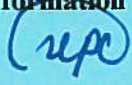
**ATTACHMENTS:**

Description	Type
☐ \20TP9529-A&S Parcels SY15-037 - Durham Str 2 Sandman Str RCA.	Signed Cover sheet
☐ MAP	Backup Material

<b>SUBJECT:</b> Abandonment and sale of a 15-foot-wide prescriptive alley, from Durham Street to Sandman Street, located within Block 61, Brunner Addition, out of the John Austin Survey, A-1. <b>Parcels SY15-037, SY15-046, and SY15-047</b>	<b>Page</b> <u>1</u> of <u>2</u>	<b>Agenda Item #</b>
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<b>FROM (Department or other point of origin):</b>  Department of Public Works and Engineering	<b>Origination Date</b>	<b>Agenda Date</b>
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<b>DIRECTOR'S SIGNATURE:</b>  Dale A. Rudick, P.E., Director	<b>Council District affected: C</b>  <b>Key Map: 492G</b>	
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<b>For additional information contact:</b> Nancy P. Collins  <b>Phone: (832) 395-3130</b> Senior Assistant Director-Real Estate	<b>Date and identification of prior authorizing Council Action:</b>	
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**RECOMMENDATION: (Summary)** It is recommended City Council approve a motion authorizing the abandonment and sale of a 15-foot-wide prescriptive alley, from Durham Street to Sandman Street, located within Block 61, Brunner Addition, out of the John Austin Survey, A-1. **Parcels SY15-037, SY15-046, and SY15-047**

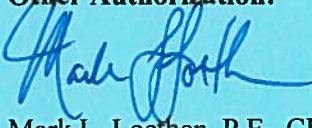
<b>Amount and Source of Funding:</b> Not Applicable	
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**SPECIFIC EXPLANATION:**  
 Patrick Byrne, Big Red Dog – Houston, LLC, 901 Rhode Place, Suite 300, Houston, Texas 77019, on behalf of Rosalind Ng, Dennis and Linda Conner (Michael Fuqua, Receiver), and Washington Shepherd Partners, Ltd. (Barry Pulaski, General Partner), requested the abandonment and sale of a 15-foot-wide prescriptive alley, from Durham Street to Sandman Street, located within Block 61, Brunner Addition, out of the John Austin Survey, A-1. The abutting property owners are under contract to sell their property to Fore Property. Fore Property plans to construct a six-story, 186-unit apartment complex in the location of the subject alley.

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1. The City abandon and sell a 15-foot-wide prescriptive alley, from Durham Street to Sandman Street, located within Block 61, Brunner Addition, out of the John Austin Survey, A-1.
2. The applicants be required to obtain a letter of no objection from each of the privately owned utility companies for the alley being abandoned and sold;

p:\tp\sy15-037.rca1.doc	CUIC #20TP9529
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REQUIRED AUTHORIZATION		
<b>Finance Department:</b>	<b>Other Authorization:</b>	<b>Other Authorization:</b>  Mark L. Loethen, P.E., CFM, PTOE Deputy Director Planning and Development Services Division

<b>Date:</b>	<b>Subject:</b> Request for the abandonment and sale of a 15-foot-wide prescriptive alley, from Durham Street to Sandman Street, located within Block 61, Brunner Addition, out of the John Austin Survey, A-1. <b>Parcels SY15-037, SY15-046, and SY15-047</b>	<b>Originator's Initials</b> JP	<b>Page</b> <u>2</u> of <u>2</u>
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3. The applicants be required to furnish the Department of Public Works and Engineering with a durable, reproducible (Mylar) survey plat and field notes of the affected property;
4. The applicants be required to: (a) cut, plug, and abandon the 8-inch sanitary sewer line occupying the subject alley, from manhole #IIP29064 west to its terminus; (b) cut, plug, and abandon the lateral sewer lead at the southern property line of Lot 2; (c) pay the depreciated value amount for the sanitary sewer line to be abandoned; and (d) complete the foregoing items at no cost to the City and under the proper permits obtained through the Office of the City Engineer and separate from any other project permits;
5. The applicants be required to prepare drawings that show all public utilities (sanitary) that are to be abandoned, relocated, and/or constructed as part of this project specific to the abandonment requirements and submit drawings to the Office of the City Engineer for plan review and approval. A copy of the Motion shall be attached to the plan set when it is submitted for plan review.
6. The Legal Department be authorized to prepare the necessary transaction documents; and
7. Inasmuch as the value of the City's property interest is not expected to exceed \$1,000,000.00, that the value be established by an independent appraiser appointed by the Director of Public Works and Engineering.

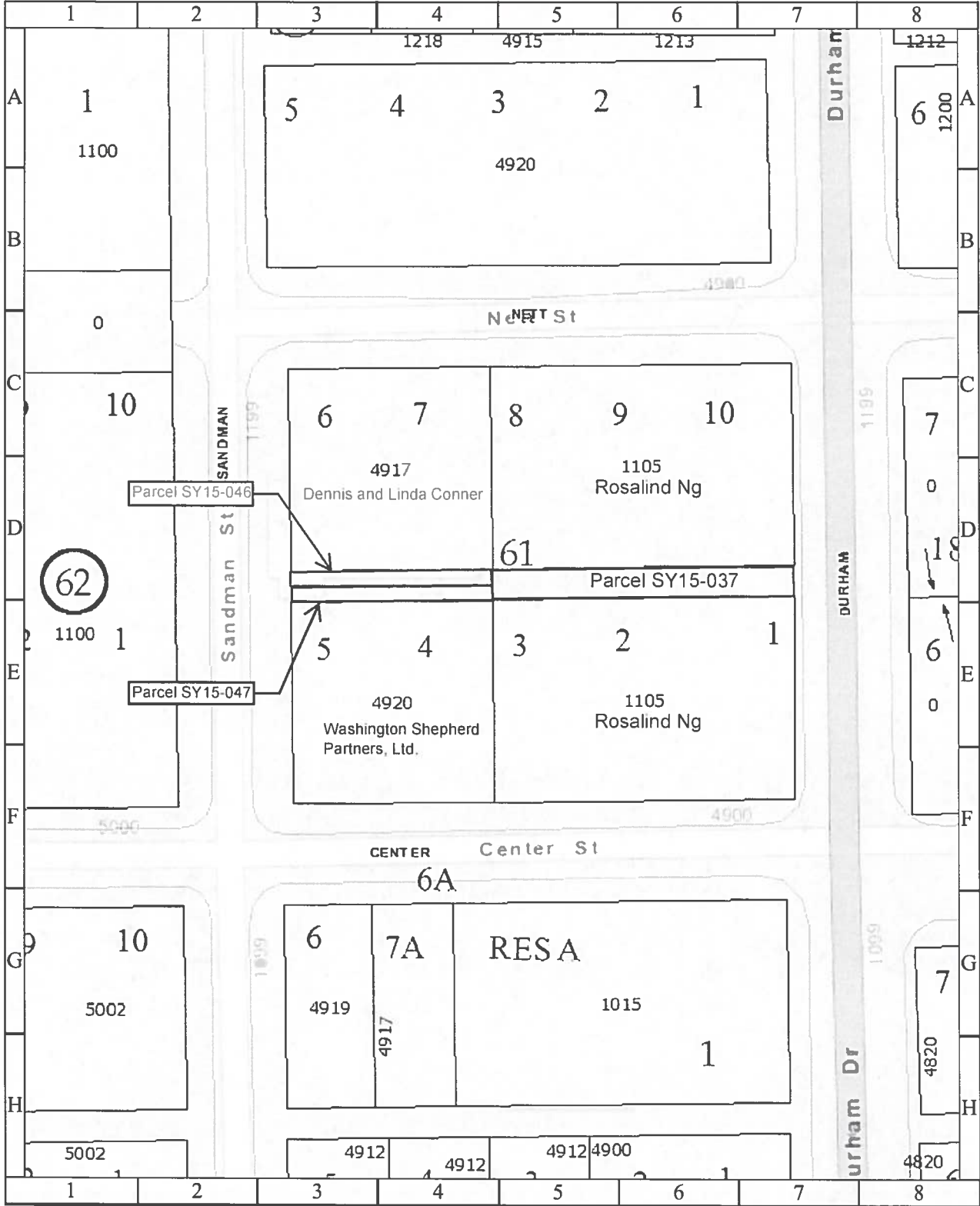
DAR:NPC:tp

- c: Jun Chang, P.E., D.WRE  
Marta Crinejo  
David Feldman  
Terry A. Garrison  
Daniel Menendez, P.E.  
Patrick Walsh, P.E.

25TP9529

Parcel Map

Abandonment and sale of a 15-foot-wide prescriptive alley, from Durham Street to Sandman Street, located within Block 61, Brunner Addition, out of the John Austin Survey, A-1. Parcels SY15-037, SY15-046, and SY15-047



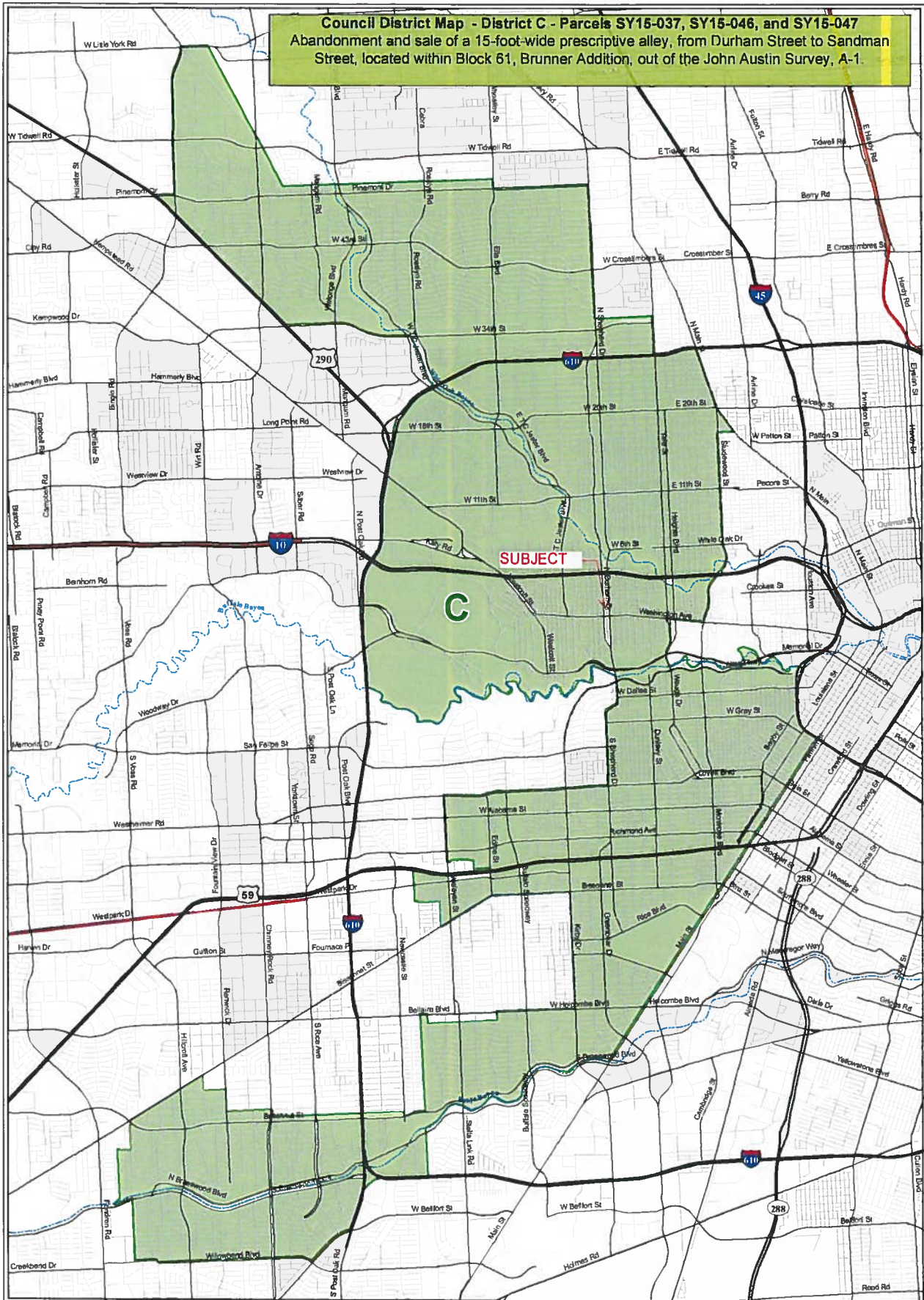
1 inch = 22 feet

**CITY OF HOUSTON**  
Department of Public Works and Engineering  
Geographic Information & Management System (GIMS)



DISCLAIMER: THIS MAP REPRESENTS THE BEST INFORMATION AVAILABLE TO THE CITY.  
THE CITY DOES NOT WARRANT ITS ACCURACY OR COMPLETENESS.

**Council District Map - District C - Parcels SY15-037, SY15-046, and SY15-047**  
**Abandonment and sale of a 15-foot-wide prescriptive alley, from Durham Street to Sandman Street, located within Block 61, Brunner Addition, out of the John Austin Survey, A-1.**



- Legend**
-  Waterway
  -  District C

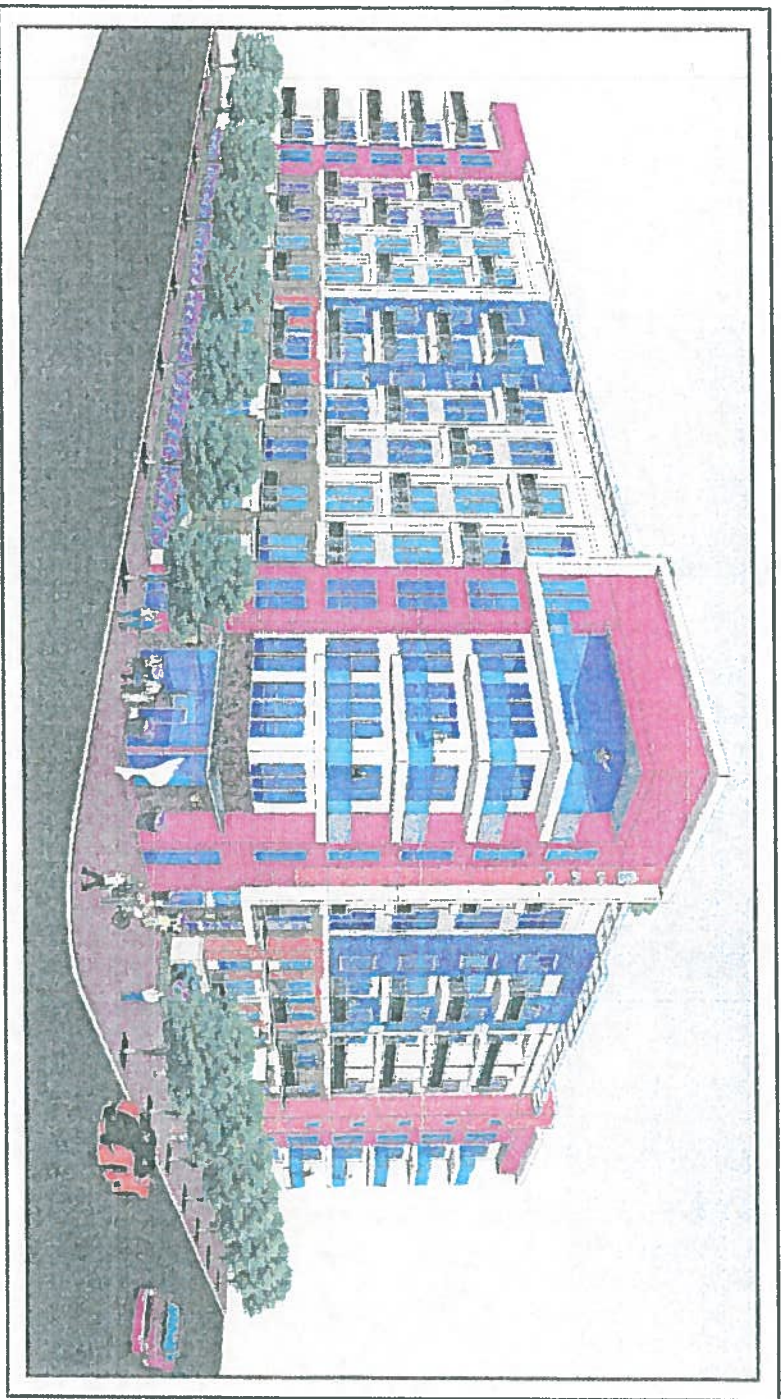
**City of Houston**  
**Council District C**  
**Ellen Cohen**

This map is made available for reference purposes only and should not be substituted for a survey product. The City of Houston will not accept liability of any kind in conjunction with its use.

Source: COHGIS Database  
 Date: January 2014  
 Reference: pj17375\_C



**PLANNING & DEVELOPMENT DEPARTMENT**



# NETT STREET

## HOUSTON, TEXAS

OWNER

FORE PROPERTY COMPANY

ARCHITECT

EDI INTERNATIONAL, INC.

STRUCTURAL

CIVIL

M.E.P.

LANDSCAPE ARCHITECT

INTERIORS

EDICORP REALTY  
 6700 WEST 17TH STREET  
 HOUSTON, TEXAS 77056  
 CONTACT: JENNIFER A. COLEMAN  
 JACOLEMAN@EDICORP.COM

11500 RICHMOND AVE, SUITE 100  
 HOUSTON, TX 77042  
 PHONE: 281.442.4400  
 FAX: 281.442.4400  
 CONTACT: MARK P. KELSO, AIA  
 MARK@EDIINTERNATIONAL.COM

SCHEMATIC DESIGN SET (08-22-2014)

**NETT STREET**  
 NETT STREET & DURHAM DRIVE, HOUSTON, TEXAS  
 FORE COMPANY



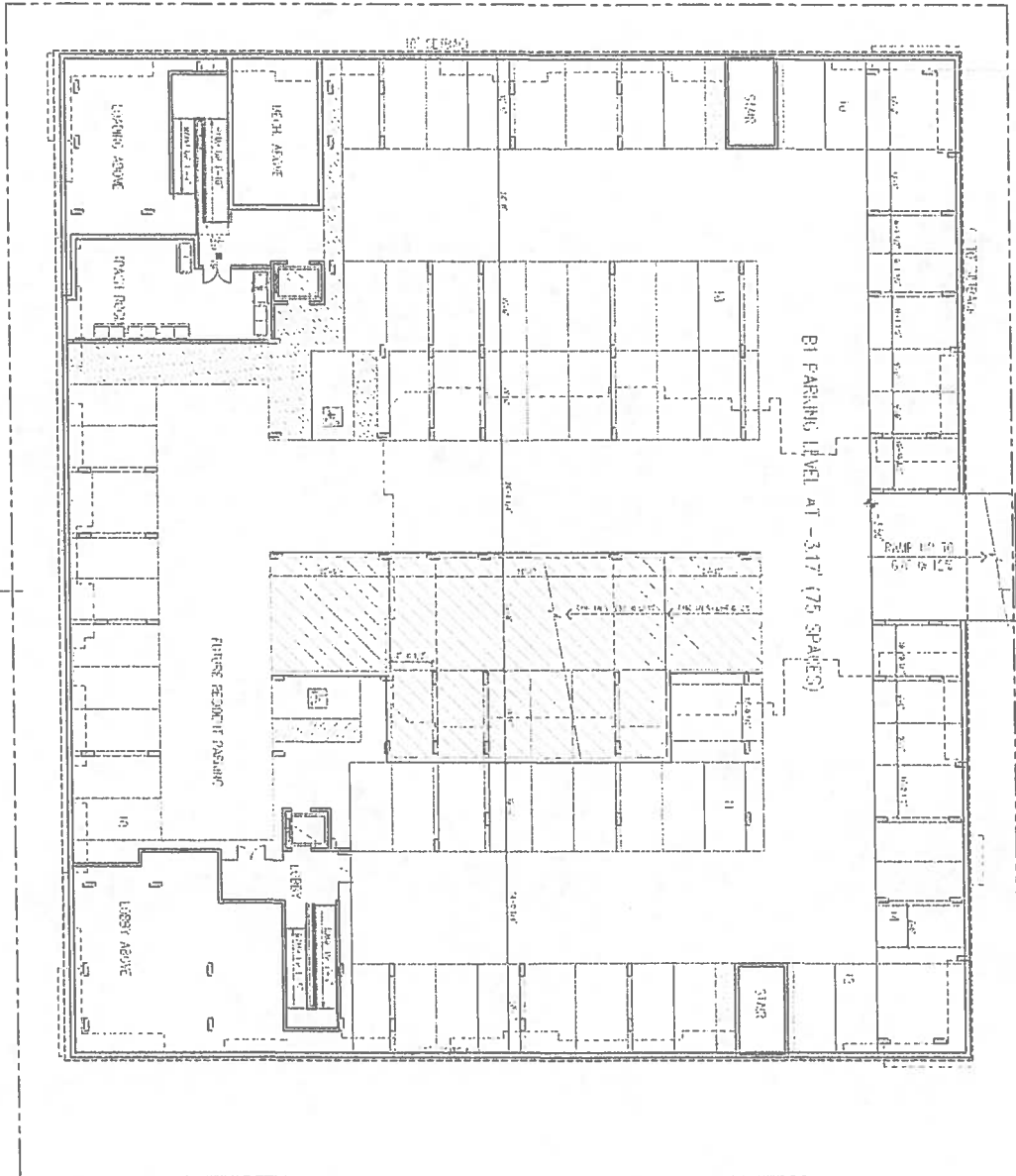
TOTAL SHEETS  
**6000**  
 OF 6000 SHEETS

SANDMAN STREET

CENTER STREET

NETT STREET

NORTH DURHAM DRIVE



B1 PARKING LEVEL AT -317' (75 SPACES)

NETT STREET

NETT STREET & DURHAM DRIVE, HOUSTON, TEXAS

FORE COMPANY



EDF International  
 10000 North Loop West  
 Suite 1000  
 Houston, Texas 77037  
 Phone: 281.466.1000  
 Fax: 281.466.1001  
 www.edf.com

LEVEL B1 FLOOR PLAN

NO.	REVISION	DATE
1	ISSUED FOR PERMIT	08/14/08
2	REVISED PER COMMENTS	08/20/08
3	REVISED PER COMMENTS	09/02/08
4	REVISED PER COMMENTS	09/02/08
5	REVISED PER COMMENTS	09/02/08
6	REVISED PER COMMENTS	09/02/08
7	REVISED PER COMMENTS	09/02/08
8	REVISED PER COMMENTS	09/02/08
9	REVISED PER COMMENTS	09/02/08
10	REVISED PER COMMENTS	09/02/08

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

ALL

Item Creation Date: 11/5/2014

RCA 10212 - Citywide Cisco SMARTnet Maintenance Agreement

Agenda Item#: 7.

**Summary:**

**NWN CORPORATION** for Citywide Cisco SMARTnet Maintenance Agreement through the Texas Department of Information Resources for Houston Information Technology Services - \$1,600,000.00 - Central Service Revolving Fund

**Background:**

The Chief Information Officer and the City Purchasing Agent recommend that City Council approve a purchase of a citywide Cisco SMARTnet maintenance agreement in the total amount not to exceed \$1,600,000.00 through the Texas Department of Information Resources (DIR) for Houston Information Technology Services (HITS) and that authorization be given to issue a purchase orders, as needed, to DIR's Go Direct Vendor, NWN Corporation.

The purchase of this maintenance agreement will provide the City with coverage for Cisco® network voice and data systems including: routers, switches, firewalls, virtual private network devices and UCS devices. Additionally, this coverage will provide the City with a single renewal date for all items covered within the maintenance agreement. In 2005, HITS consolidated the purchase of SMARTnet maintenance for Cisco equipment, whereby the City garnered immediate cost savings because of the volume purchase; which qualifies the City for upgraded service level programs. The term of this maintenance agreement shall be effective for the period of 12 months

Under the terms of this maintenance agreement, the contractor shall be required to provide the following:

- Hardware replacement in case of failure
- Replacement of covered devices in a timely manner
- Configuration assistance on covered hardware
- Prorated coverage for new hardware to maintain a single renewal date
- Telephone support 24 hours a day, 7 days a week, 365 days a year

**Hire Houston First:**

This procurement is exempt from the City's Hire Houston First Ordinance. Bids/proposals were not solicited because the department is utilizing an Interlocal Purchasing Agreement for this purchase.

**M/WBE Subcontracting:**

The contracts between the Texas Department of Information Resources and its vendors do not require an M/WBE goal; however, NWN Corporation, Inc. has designated the below company as their M/WBE subcontractor pending the vendor's certification by the Office of Business Opportunity.

<u>Name</u>	<u>Type of Work</u>	<u>Dollar Amount</u>	<u>Percentage</u>
LyncServices. Technologies	Services	\$800,000.00	50%

Buyer: Murdock Smith III

**Amount of Funding:**

\$1,600,000.00

**Source of Funding:**

Other (Specify)

Central Service Revolving Fund (Fund 1002)

**Contact Information:**

Somayya Scott (HITS) - 832-393-0090

Murdock Smith (SPD) - 832-393-8725

**ATTACHMENTS:**

Description	Type
<input type="checkbox"/> RCA#10212	Signed Cover sheet
<input type="checkbox"/> OBO Document	Backup Material
<input type="checkbox"/> Form A	Backup Material
<input type="checkbox"/> Form B	Backup Material
<input type="checkbox"/> Delinquent Tax Report	Backup Material
<input type="checkbox"/> Affidavit of Ownership	Backup Material
<input type="checkbox"/> Departmental Sign Off	Backup Material


**REQUEST FOR COUNCIL ACTION**

TO: Mayor via City Secretary

RCA# 10212

<b>Subject:</b> Approve the Purchase of a Citywide Cisco SMARTnet Maintenance Agreement through the Texas Department of Information Resources/S17- H25143	<b>Category #</b> 4	<b>Page 1 of 2</b>	<b>Agenda Item</b>
---	------------------------	--------------------	--------------------

<b>FROM (Department or other point of origin):</b> Calvin D. Wells City Purchasing Agent Finance Department	<b>Origination Date</b>  November 05, 2014	<b>Agenda Date</b>
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<b>DIRECTOR'S SIGNATURE</b> 	<b>Council District(s) affected</b> All
--	--

<b>For additional information contact:</b> Charles T. Thompson      Phone: (832) 393-0082 Joyce Hays                      Phone: (832) 393-8723	<b>Date and Identification of prior authorizing Council Action:</b>
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**RECOMMENDATION: (Summary)**  
 Approve the purchase of a citywide Cisco SMARTnet maintenance agreement in the total amount not to exceed \$1,600,000.00 through the Texas Department of Information Resources for the Houston Information Technology Services.

Award Amount: \$1,600,000.00	<b>Finance Budget</b>
------------------------------	-----------------------

\$1,600,000.00 - Central Service Revolving Fund (Fund 1002)

**SPECIFIC EXPLANATION:**  
 The Chief Information Officer and the City Purchasing Agent recommend that City Council approve a purchase of a citywide Cisco SMARTnet maintenance agreement in the total amount not to exceed \$1,600,000.00 through the Texas Department of Information Resources (DIR) for Houston Information Technology Services (HITS) and that authorization be given to issue a purchase orders, as needed, to DIR's Go Direct Vendor, NWN Corporation.

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Under the terms of this maintenance agreement, the contractor shall be required to provide the following:

- Hardware replacement in case of failure
- Replacement of covered devices in a timely manner
- Configuration assistance on covered hardware
- Prorated coverage for new hardware to maintain a single renewal date
- Telephone support 24 hours a day, 7 days a week, 365 days a year

**Hire Houston First:**  
 This procurement is exempt from the City's Hire Houston First Ordinance. Bids/proposals were not solicited because the department is utilizing an Interlocal Purchasing Agreement for this purchase.

**REQUIRED AUTHORIZATION**

<b>Finance Department:</b>	<b>Other Authorization:</b>	<b>Other Authorization:</b>
----------------------------	-----------------------------	-----------------------------

Date: 11/5/2014	Subject: Approve the Purchase of a Citywide Cisco SMARTnet Maintenance Agreement through the Texas Department of Information Resources/S17- H25143	Originator's Initials MS	Page 2 of 2
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**M/WBE Subcontracting:**

The contracts between the Texas Department of Information Resources and its vendors do not require an M/WBE goal; however, NWN Corporation, Inc. has designated the below company as their M/WBE subcontractor pending the vendor's certification by the Office of Business Opportunity.

<u>Name</u>	<u>Type of Work</u>	<u>Dollar Amount</u>	<u>Percentage</u>
LyncServices. Technologies	Services	\$800,000.00	50%

Buyer: Murdock Smith III

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

ALL

Item Creation Date: 10/22/2014

10227-Special Purpose Clothing for the Parks & Recreation Department

Agenda Item#: 8.

**Summary:**

**ALL PRINT & OFFICE SUPPLY, INC** for Special Purpose Clothing for Parks & Recreation Department - 3 Years with two 1 Year options- 3 Years with two 1 Year options - 3 Years with two 1 Year options - \$623,190.00 - General and Special Revenue Funds

**Background:**

The Director of the Parks & Recreation Department and the City Purchasing Agent recommend that City Council approve an award to **All Print & Office Supply, Inc.** on its low overall bid in an amount not to exceed \$623,190.00 for special purpose clothing for the Parks & Recreation Department. It is further requested that authorization be given to make purchases, as needed, for a 36-month period with two (2) one (1) year options to extend. This award consists of jersey uniforms for the youth that participate in the free sports programs offered by the Department. These programs have been ongoing for over 15 years and are designed to enrich children and youth that attend by providing free t-shirts in lieu of a full uniform. This allows for the separation of teams and sports, as well as, the creation of team building, self-esteem and fellowship amongst participants of the various programs. Attendees of the free sports programs are required to have a uniform to participate. All participants that register and participate in the programs are assessed no fees.

This is a price list and line item award. Relative to a price list, the best discount which determines the low bid for a price list is the best bid received for quantities of high-use items selected as sample-pricing items based on the current needs of the Department. The bid total for sample pricing items does not represent the total amount to be purchased; rather, this award recommendation is for the total estimated expenditures projected over the term of the award based on the low bid submitted for the representative samples.

This project was advertised in accordance with the requirements of the State of Texas bid laws. Thirty-eight prospective bidders downloaded the solicitation document from SPD's e-bidding website, and four (4) bids were received as outlined below:

<u>COMPANY</u>	<u>SAMPLE PRICING &amp; LINE ITEM TOTAL</u>
1. All Print & Office Supply, Inc.	\$147,295.92
2. Corporate Screen Designs	\$244,578.92
3. Little Stiches Sewing Center	\$252,104.12
4. GA Advertising	\$388,427.94

**MWBE Subcontracting:**

This bid was issued with an 11% goal for MWBE participation. All Print & Office Supply, Inc. has designated the below named company as its certified MWBE subcontractor:

<u>Company</u>	<u>Type of Work</u>	<u>Dollar Amount</u>
Sunrise Delivery, Inc.	Delivery	\$68,550.90

The Office of Business Opportunity will monitor this award.

**Hire Houston First:**

The proposed award requires compliance with the City's "Hire Houston First" ordinance that promotes economic opportunity for Houston businesses and supports job creation. In this case, the proposed supplier does not meet the requirements of Hire Houston First.

**Estimated Spending Authority**

Department	FY15	Out Years	Total
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Parks & Recreation	\$21,900.00	\$601,290.00	\$623,190.00
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**Amount of Funding:**

\$460,395.50	General Fund (1000)
\$162,794.50	Parks Special Revenue Fund (2100)
\$623,190.00	Total

**Source of Funding:**

General Fund, Other (Specify)

Special Revenue

**Contact Information:**

Luci Correa 832-395-7057

Desiree Heath 832-393-8742

**ATTACHMENTS:**

Description	Type
<input type="checkbox"/> RCA#10227	Signed Cover sheet
<input type="checkbox"/> Bid Tabulation	Backup Material
<input type="checkbox"/> Tax Report	Backup Material
<input type="checkbox"/> Fair Campaign Ordinance	Backup Material
<input type="checkbox"/> Department Approval	Backup Material

**REQUEST FOR COUNCIL ACTION**

TO: Mayor via City Secretary

RCA# 10227

**Subject:** Formal Bids Received for Special Purpose Clothing for the Parks & Recreation Department  
S32-S24819

Category #  
4

Page 1 of 2

Agenda Item

**FROM (Department or other point of origin):**

Calvin D. Wells  
City Purchasing Agent  
Finance Department

**Origination Date**

October 22, 2014

**Agenda Date**

**DIRECTOR'S SIGNATURE**



**Council District(s) affected**

All

**For additional information contact:**

Luci Correa                      Phone: (832) 395-7057  
Desiree Heath                    Phone: (832) 393-8742

**Date and Identification of prior authorizing Council Action:**

**RECOMMENDATION: (Summary)**

Approve an award to All Print & Office Supply, Inc. on its low overall bid in an amount not to exceed \$623,190.00 for special purpose clothing for the Parks & Recreation Department.

Estimated Spending Authority: \$623,190.00

**Finance Budget**

\$460,395.50 General Fund (1000)  
\$162,794.50 Special Revenue Fund (2100)

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\$623,190.00

**SPECIFIC EXPLANATION:**

The Director of the Parks & Recreation Department and the City Purchasing Agent recommend that City Council approve an award to All Print & Office Supply, Inc. on its low overall bid in an amount not to exceed \$623,190.00 for special purpose clothing for the Parks & Recreation Department. It is further requested that authorization be given to make purchases, as needed, for a 36-month period with two (2) one (1) year options to extend. This award consists of jersey uniforms for the youth that participate in the free sports programs offered by the Department. These programs have been ongoing for over 15 years and are designed to enrich children and youth that attend by providing free t-shirts in lieu of a full uniform. This allows for the separation of teams and sports, as well as, the creation of team building, self-esteem and fellowship amongst participants of the various programs. Attendees of the free sports programs are required to have a uniform to participate. All participants that register and participate in the programs are assessed no fees.

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<u>COMPANY</u>	<u>SAMPLE PRICING &amp; LINE ITEM TOTAL</u>
1. All Print & Office Supply, Inc.	\$147,295.92
2. Corporate Screen Designs	\$244,578.92
3. Little Stitches Sewing Center	\$252,104.12
4. GA Advertising	\$388,427.94

**REQUIRED AUTHORIZATION**

Finance Department:

Other Authorization:

Other Authorization:

Date: 10/22/2014	Subject: Formal Bids Received for Special Purpose Clothing for the Parks & Recreation Department S32-S24819	Originator's Initials VD	Page 2 of 2
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**MWBE Subcontracting:**

This bid was issued with an 11% goal for MWBE participation. **All Print & Office Supply, Inc.** has designated the below named company as its certified MWBE subcontractor:

<u>Name</u>	<u>Type of Work</u>	<u>Amount</u>
Sunrise Delivery, Inc.	Delivery Service	\$68,550.90

The Office of Business Opportunity will monitor this award.

**Hire Houston First:**

The proposed award requires compliance with the City's "Hire Houston First" ordinance that promotes economic opportunity for Houston businesses and supports job creation. In this case, the proposed supplier does not meet the requirements of Hire Houston First.

Buyer: Veronica Douglas, CPPB

**Estimated Spending Authority**

Department	FY15	Out Years	Total
Parks & Recreation	\$21,900.00	\$601,290.00	\$623,190.00

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

ALL

Item Creation Date: 10/29/2014

CNTL-RESO Investment Policy for the City of Houston

Agenda Item#: 9.

**Summary:**

RESOLUTION approving and adopting the Investment Policy for the City of Houston, Texas

**Background:**

The Texas Public Funds Investment Act and the City Investment Policy require that City Council review the City's Investment Policy not less than annually and shall evidence by resolution that it has conducted such review. The last action was November 13, 2013.

The Controller's Office is requesting that Council approve a Resolution adopting the Investment Policy for the City of Houston. The policy has been reviewed and approved by the City's Investment Committee (see below) at their meeting on October 28, 2014. The proposal is for no changes to the policy.

**Investment Committee Members**

Ronald C. Green	Chairperson
Charisse Mosely	Deputy City Controller
Han Au	Investment Manager
Kelly Dowe	Mayor's Appointee
Susan Bandy	Mayor's Appointee
Matt Townsend	Mayor's Appointee
Drew Masterson	Private Sector Appointee, First Southwest Securities
Ron Stapleton	Private Sector Appointee, Partners Advisors
Suresh Raghavan	Private Sector Appointee, Raghavan Financial, Inc.

**Prior Council Action:**

5/7/08 Res. 2008-10; 1/16/08 Res. 2008-1; 11/5/08 Res 2008-31; 11/10/2009 Res 2009-33; 11/15/2010 Res 2010-57; 12/20/11 Res 2011-32; 12/18/12 Res 2012-44; 11/13/2013 Res 2013-52

**Contact Information:**

Charisse Mosely	832-393-3529
Han Au	832-393-3524


**ATTACHMENTS:**

Description	Type
<input type="checkbox"/> RCA	Signed Cover sheet
<input type="checkbox"/> CNTL-RESO Investment POLICY	Backup Material

**REQUEST FOR COUNCIL ACTION**

**TO:** Mayor via City Secretary

**RCA #**

<b>SUBJECT:</b> Resolution approving the Investment Policy for the City of Houston	<b>Category #</b>	<b>Page 1 of 1</b>	<b>Agenda Item#</b>
<b>FROM: (Department or other point of origin):</b> Office of the City Controller	<b>Origination Date</b> 10/29/2014		<b>Agenda Date</b> 11/12/2014
<b>DIRECTOR'S SIGNATURE:</b> 	<b>Council Districts affected:</b> All		
<b>For additional information contact:</b> Charisse Mosely 832-393-3529 Han Au 832-393-3524	<b>Date and identification of prior authorizing Council Action:</b> 5/7/08 Res. 2008-10; 1/16/08 Res. 2008-1; 11/5/08 Res 2008-31; 11/10/2009 Res 2009-33 ; 11/15/2010 Res 2010-57; 12/20/11 Res 2011-32; 12/18/12 Res 2012-44; 11/13/2013 Res 2013-52		

**RECOMMENDATION:** Approve a resolution approving the Investment Policy for the City of Houston.

<b>Amount of Funding:</b> N/A	<b>Finance Budget:</b>
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**SOURCE OF FUNDING:**      General Fund      Grant Fund      Enterprise Fund      Other (Specify)

**SPECIFIC EXPLANATION:**

The Texas Public Funds Investment Act and the City Investment Policy require that City Council review the City's Investment Policy not less than annually and shall evidence by resolution that it has conducted such review. The last action was November 13, 2013.

The Controller's Office is requesting that Council approve a Resolution adopting the Investment Policy for the City of Houston. The policy has been reviewed and approved by the City's Investment Committee (see below) at their meeting on October 28, 2014. The proposal is for no changes to the policy.

**Investment Committee Members**

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Matt Townsend	Mayor's Appointee
Drew Masterson	Private Sector Appointee, First Southwest Securities
Ron Stapleton	Private Sector Appointee, Partners Advisors
Suresh Raghavan	Private Sector Appointee, Raghavan Financial, Inc.

**REQUIRED AUTHORIZATION**

<b>Finance Director:</b>	<b>Other Authorization:</b>	<b>Other Authorization:</b>
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*This investment policy was reviewed at the Investment Committee Meeting on October 28, 2014 and has been approved by the Investment Committee. It is being submitted to City Council for review and approval in November, 2014.*

*Proposal: No changes to the investment policy.*

## **CITY OF HOUSTON INVESTMENT POLICY**

### **1.0 PURPOSE**

It is the policy of the City of Houston, Texas (the City) to invest public funds in a manner which will provide the highest investment return with the maximum security while meeting the daily cash flow demands of the City and conforming to all state and local statutes governing the investment of public funds. This policy sets forth the investment program of the City and the guidelines to be followed in achieving its objectives.

### **2.0 SCOPE**

This policy is applicable to all investment activities and all funds of the City except employee pension funds, trustee funds, or escrow funds - any of which is set up and administered separately and whose investment activities are conducted by third parties in accordance with instructions provided in ordinances, contracts, or escrow agreements.

#### **2.1 Funds covered by this policy:**

- 2.1.1 **General Fund** - used to account for all financial resources relating to general government operation except those required to be accounted for in other funds. The General Fund is the City's operating fund.
- 2.1.2 **Special Revenue Funds** - used to account for the proceeds of specific revenue sources which are restricted to expenditures for specific purposes.
- 2.1.3 **General Debt Service Funds** - used to account for the payment of interest and principal on all general long-term debt other than debt issued for and serviced by Enterprise Funds.
- 2.1.4 **Capital Project Funds** - used to account for all resources used for the acquisition and/or construction of capital facilities by the City, except those financed by Enterprise Funds.
- 2.1.5 **Enterprise Funds** - used to account for the acquisition, operation and maintenance of governmental facilities and services that are entirely or predominantly self-supporting through user charges.

- 2.1.6 **Trust and Agency Funds** - used to account for assets held in a trustee capacity or as an agent for individuals, private organizations, other governmental units, and/or other funds.
- 2.1.7 Other funds maintained by the City, unless specifically exempted.

### 3.0 OBJECTIVE

Investment of the funds covered by this policy shall be governed by the following investment objectives, in order of priority:

- 3.1 **Safety:** Safety of principal is the primary objective of the investment program. Investment of the City's funds shall be undertaken in a manner that seeks to ensure the preservation of capital for the overall portfolio. To attain this objective, diversification is required in order that exposure to individual sectors of the market will not have an undue impact on the entire portfolio (see Section 17.0 "Diversification and Maximum Maturities").
- 3.2 **Liquidity:** The City's investment portfolio will remain sufficiently liquid to enable the City to meet all operating requirements that might be reasonably anticipated.
- 3.3 **Return on Investments:** The City's investment portfolio shall be designed with the objective of attaining the best feasible rate of return, throughout budgetary and economic cycles, commensurate with the City's investment risk constraints and the cash flow characteristics of the portfolio. Return on investment, although important, is subordinate to the safety and liquidity objectives described above.
- 3.4 **Legal Requirements:** The investment yield on certain funds may be restricted from time to time due to state or federal laws regarding arbitrage earnings. The City's investment portfolio shall be designed with the objective of meeting all legal requirements including yield restrictions.

### 4.0 INVESTMENT COMMITTEE

The City Controller is charged by the City Charter with the supervision of the fiscal affairs of the City of Houston, which includes the investment of the City's funds. To assist the City Controller in this function, an Investment Committee has been established. The Committee is chaired by the City Controller with members including the Deputy Controller – Treasury Division, the Investment Manager, up to two other persons appointed by the Controller, up to three persons appointed by the Mayor, and up to three non-City employees recommended by the Investment Committee and appointed by the City Controller. The Committee will be supported, as needed, by the staff of the Internal Audit Division, Finance Division, and the Legal Department. The Committee meets quarterly, upon written notice, or as called for by the City Controller.

The major responsibilities of the Committee are to:

- 1) Monitor investment results and compliance with this policy
- 2) Recommend and monitor investment and accounting controls and procedures in accordance with this policy.
- 3) Recommend investment strategies The Committee may, in its consideration of investment strategies, impose maturity, diversification or liquidity limits, or other investment guidelines, in addition to those required by this policy. In setting investment strategy the Committee may impose guidelines that are stricter than is required by this policy, but in no case shall recommend investments or guidelines not allowed by this policy.
- 4) Review and approve revisions to this policy.
- 5) Review, revise, and adopt, at least annually a list of qualified broker/dealers that are authorized to engage in investment transactions with the City.

#### **5.0 DELEGATION OF AUTHORITY**

Authority to manage the City's investment program is derived from State statutes and applicable City ordinances and resolutions. Day to day management responsibility for the investment program is delegated by the City Controller, as the City's investment officer, to one or more investment managers, who shall establish written procedures for the operation of the investment program consistent with this investment policy. Procedures should include reference to:

- a) Safekeeping of investments
- b) Collateral/Depository agreements
- c) Wire Transfer agreements
- d) Master Repurchase agreements
- e) Securities Lending agreement

Such procedures shall include explicit delegation of authority to persons responsible for investment transactions. No person may engage in an investment transaction except as provided under the terms of this policy and the procedures established by the Investment Manager. The Investment Manager shall be responsible for all transactions undertaken and shall establish a system of controls to regulate the activities of subordinate officials. The Investment Manager shall possess sufficient working knowledge of investment economics and the technical aspects of securities and markets, as well as the supervisory experience and judgment necessary to carry out the responsibilities outlined in this policy.

#### **6.0 INVESTMENT TRAINING**

The City Controller, as the investment officer, and all employees who have been delegated the authority to engage in investment transactions (investment officials) shall attend at least one training session relating to their responsibilities under this policy within 12 months after taking office or assuming duties; and attend an investment training session not less than once in a two-year period that begins on the first day of that local government's fiscal year and consists of the two consecutive fiscal years after that date, and receive not less than 10 hours of investment instruction

from an independent source approved by the Investment Committee. Training must include education in investment controls, security risks, strategy risks, market risks, and compliance with the Public Funds Investment Act.

## **7.0 ETHICS AND CONFLICTS OF INTEREST**

Officers and employees involved in the investment process shall not engage in personal business activity that conflicts with proper execution of the investment program, or which could impair their ability to make impartial investment decisions. Investment officials and employees who are directly involved with the investment function shall disclose to the City Controller, or the Investment Committee, any financial interests in financial institutions that conduct business within this jurisdiction, and they shall further disclose any personal financial/investment positions that could be related to the performance of the City's portfolio. Employees and officers shall refrain from undertaking personal investment transactions with the same individual with whom business is conducted on behalf of their entity and shall subordinate their personal investment transactions to those of the City's, particularly with regard to the timing of purchases and sales.

Officers and employees involved in the investment process must file a disclosure statement with the Texas Ethics Commission and the City Secretary, acting on behalf of the governing body of the City of Houston, if:

- a) The officer or employee has a personal business relationship with a business organization offering to engage in an investment transaction with the City; or
- b) The officer or employee is related within the second degree, by affinity or consanguinity, to an individual seeking to transact investment business with the City.
- c) The officer or employee owns 10 percent or more of the voting stock or shares of the business or owns \$5,000 or more of the fair market value of the business organization;
- d) Funds received by the investment officer from the business organization exceed 10 percent of the officer's or employee gross income for the previous year; or
- e) The officer or employee has acquired from the business organization during the previous year an investment with a book value of \$2,500 or more for the personal account of the officer or employee.

## **8.0 PRUDENCE**

Investments shall be made with judgment and care—under investment and economic circumstances then prevailing—which persons of prudence, discretion and intelligence exercise in the management of their own affairs, not for speculation, but for investment, considering the probable safety of their capital as well as the probable income to be derived.

- 8.1 The standard of prudence to be used by investment officials shall be the "prudent person" standard and shall be applied in the context of managing an overall portfolio under prevailing economic conditions at the moment of investment commitments. Investment officials, acting in accordance with written procedures and the investment policy and exercising due diligence, shall be relieved of personal responsibility for an individual security's credit risk or market price

changes, provided deviations from expectations are reported in a timely fashion and appropriate action is taken to control adverse developments.

- 8.2 In determining whether an investment official has exercised prudence with respect to an investment decision, the determination shall be made taking into consideration the investment of all funds over which the official had responsibility rather than a consideration as to the prudence of a single investment and, whether the investment decision was consistent with the written investment policy of the entity.

## 9.0 AUTHORIZED AND SUITABLE INVESTMENTS

Investments described below are authorized by the Public Funds Investment Act and considered suitable by the Investment Committee. Section 12 of this Policy describes those investments that are specifically prohibited by the Act. In addition, the purchase of specific investments may at times be restricted or prohibited by the City Controller, as the investment officer, due to current market conditions. Securities that were authorized investments at the time of purchase are not required to be liquidated. Except as provided above, City funds governed by this Policy may be invested in:

- 9.1 Obligations of the United States of America or its agencies and instrumentalities.
- 9.2 Direct obligations of the State of Texas or its agencies and instrumentalities.
- 9.3 Other obligations, the principal and interest of which are unconditionally guaranteed or insured by, or backed by the full faith and credit of, the State of Texas or the United States or their respective agencies and instrumentalities, including obligations that are fully guaranteed or insured by the Federal Deposit Insurance Corporation or by the explicit full faith and credit of the United States.
- 9.4 Obligations of states, agencies, counties, cities, and other political subdivisions of any state rated as to investment quality by a nationally recognized investment rating firm not less than A or its equivalent. From time to time, the City may purchase its own general obligation or enterprise-issued obligations. In such cases, the City's intention is to hold its own obligations on a temporary basis and not to extinguish or discharge the obligations. In such cases, the City deems that no funds held in any interest and sinking fund set aside for a specific obligation will be used to purchase that obligation.
- 9.5 Certificates of Deposit that are issued by a City Council-approved state, national, or savings bank, domiciled in this state, and are:
- a) Guaranteed or insured by the Federal Deposit Insurance Corporation, or its successor; or
  - b) Secured by obligations that are described by 9.1 above, which have a market value of not less than the principal amount of the certificates, but excluding those securities prohibited by the Public Funds Investment Act and this policy; or

- c) Secured in any other manner and amount provided by law for deposits of the City.

Certificates of Deposit may be transacted with approved public depositories provided the City has on file a signed Security Agreement that complies with the Public Funds Collateral Act and details:

- a) Eligible collateral;
- b) Collateralization ratios for the various types of eligible collateral;
- c) Standards for collateral custody and control;
- d) Collateral valuation; and
- e) Conditions for agreement termination.

- 9.6 Fully collateralized repurchase agreements having a defined termination date, placed through a primary government securities dealer, as defined by the Federal Reserve, or a financial institution doing business in this state, and secured by a combination of cash and obligations described by 9.1 above, pledged to the City, held in the City's name, and deposited at the time the investment is made with the entity or with a third party selected and approved by the City, and having a market value at the time the funds are disbursed of no less than the principal amount of the funds disbursed. Repurchase Agreements may be transacted with primary dealers and financial institutions provided the City has on file a signed Master Repurchase Agreement which details:

- a) Acceptable types of collateral;
- b) Standards for collateral custody and control;
- c) Collateral valuation and initial margin, accrued interest, marking to market, and margin calls;
- d) Method for transmitting security income;
- e) Condition for agreement termination;
- f) Acceptable methods for delivery of securities and collateral.

- 9.6.1 Reverse repurchase agreements are authorized investments if the term of the agreement does not exceed 90 days; and the maturity of the investment acquired with the proceeds of the reverse repurchase agreement does not exceed the expiration date of the reverse repurchase agreement. Reverse repurchase agreements may be transacted with primary dealers and financial institutions provided the City has on file a signed Master Repurchase Agreement.

- 9.7 Prime Domestic Bankers' Acceptances with stated maturities of 270 days or less from the date of issuance that will be, in accordance with stated terms, liquidated in full at maturity, that are eligible for collateral for borrowing from a Federal Reserve Bank, and that are accepted by a bank organized and existing under the laws of the United States or any state, if the short-term obligations of the bank, or of a bank holding company of which the bank is the largest subsidiary, are rated not less than A-1 or P-1, or an equivalent rating by at least one nationally recognized credit rating agency.

- 9.8 Commercial Paper with a stated maturity of 270 days or less from the date of its issuance that is rated not less than A-1 or P-1 or an equivalent rating by at least:
- a) Two nationally recognized credit rating agencies; or
  - b) One nationally recognized credit rating agency and is fully secured by an irrevocable letter of credit issued by a bank organized and existing under the laws of the United States or any state.

The maximum exposure to any one issuer other than the City is limited to the lesser of 3% of the market value of the investment pool at the time of purchase or 10% of the issuer's commercial paper program, provided, however, that at no time will the City hold more than 1.5% of the market value of the investment pool in Commercial Paper from a single issuer with a maturity date beyond 90 days. From time to time, the City may purchase its own general obligation or enterprise-issued commercial paper notes up to 10% of the value of the pool. In such cases, the City's intention is to hold its own notes on a temporary basis and not to extinguish or discharge the notes. In such cases, the City deems that no funds held in any interest and sinking fund set aside for a specific note will be used to purchase that note.

Prior to investing any funds, the Investment Manager will evaluate programs. Individual issuers will be monitored as to credit quality and events that may have an effect on the credit quality. Adverse developments will cause the issuer to be excluded from consideration and existing positions to be liquidated as practical.

- 9.9 SEC registered and regulated no-load money market mutual funds with a dollar-weighted average stated maturity of 60 days or less, whose investment objectives include the maintenance of a stable net asset value of \$1 for each share, and provides the City with a prospectus and other information required by the Securities Exchange Act of 1934 (15 U.S.C. Section 78a et seq.) or the Investment Company Act of 1940 (15 U.S.C. Section 80a-1 et seq.) The City's investment in any one money market mutual fund shall not exceed 10% of the total assets of the money market mutual fund. The City has a sweep relationship with the main depository bank that sweeps the overnight funds into a money market mutual fund. This relationship is subject to the same limits as any other mutual fund relationship, as previously stated.
- 9.10 SEC registered and regulated bonds issued as the direct obligations of the State of Israel.
- 9.11 Collateralized mortgage obligations directly issued by a federal agency or instrumentality of the United States, the underlying security for which is guaranteed by an agency or instrumentality of the United States, subject to the provisions of Section 12.0.

- 9.12 Investment Pools that function as a money market mutual fund. To be eligible to receive and invest funds on behalf of the City of Houston, the investment pool functioning as a money market mutual fund must mark its portfolio to market daily, to the extent reasonably possible stabilize at a \$1 net asset value, must have an advisory board, must be continuously rated no lower than AAA or AAA-m or at an equivalent rating by at least one nationally recognized rating service, and must have a weighted average maturity of no longer than 60 days. The City's investment in any one investment pool that functions as a money market fund shall not exceed 10% of total assets of that investment pool.

## 10.0 SECURITIES LENDING

The City may enter into a securities lending program with an authorized broker/dealer or financial institution in order to enhance investment return. The City may administer a securities lending program directly or, if conditions warrant, use an outside agent. Should an agent be used, one will be recommended by the Investment Committee using appropriate criteria. Securities lending will only be transacted with a written agreement, approved by the City Attorney, which details:

- a) Acceptable types of collateral;
- b) Standards for collateral custody and control;
- c) Collateral valuation and initial margin, accrued interest, marking to market, and margin calls;
- d) Method for transmitting security income; and
- e) Acceptable methods for delivery of securities and collateral.

## 11.0 SECURITIES SWAPS

The City may take advantage of security swap opportunities to improve portfolio yield. A swap that improves portfolio yield may be selected, even if the transaction results in a current accounting loss, as long as the break-even date occurs within the horizon of the swap.

## 12.0 PROHIBITED INVESTMENTS

Under the Public Funds Investment Act, the following are not authorized investments, regardless of any other law to the contrary:

- 12.1 Obligations whose payment represents the coupon payments on the outstanding principal balance of the underlying mortgage-backed security collateral and pay no principal. (Commonly referred to as IOs)
- 12.2 Obligations whose payment represents the principal stream of cash flow from the underlying mortgage-backed security collateral and bears no interest. (Commonly referred to as POs)
- 12.3 Collateralized mortgage obligations that have a stated final maturity date of greater than 10 years.

- 12.4 Collateralized mortgage obligations, the interest rate of which is determined by an index that adjusts opposite to the changes in a market index.

### **13.0 EFFECT OF LOSS OF REQUIRED RATING**

An investment that requires a minimum rating under this subchapter does not qualify as an authorized investment during the period the investment does not have the minimum rating. The City shall take all prudent measures that are consistent with this investment policy to liquidate an investment that does not have the minimum rating. The City shall also monitor the credit ratings on securities that require minimum ratings. This may be accomplished through staff research, or with the assistance of broker dealers, banks or safekeeping agents.

### **14.0 COLLATERALIZATION**

All deposits of City funds, repurchase agreements and securities lending agreements, including any accrued interest, will be fully collateralized by securities permitted under this policy. Collateral securities shall have a market value of not less than 102% of the amount of the deposits, secured thereby, adjusted by the insurance coverage provided those deposits by the Federal Deposit Insurance Corporation. Collateral will always be held by an independent third party with whom the City has a current custodial agreement. A clearly marked evidence of ownership (safekeeping or trust receipt) must be supplied to the City and retained. Determination of market value on collateral shall be made on a weekly basis. All collateral relationships will comply with the terms of the Public Funds Collateral Act.

### **15.0 SAFEKEEPING AND CUSTODY**

All security transactions, including collateral for repurchase and securities lending agreements but with the exception of money market transactions, entered into by the City shall be conducted on a delivery-versus-payment (DVP) basis. Securities will be held by a third party custodian, designated by the Controller, and held in the City's name as evidenced by safekeeping or trust receipts of the bank with which the securities are deposited. The custodian will provide listings of the securities that are held in the name of the City on a periodic basis.

### **16.0 INVESTMENT STRATEGY**

The City's investment program uses a "pooled" investment strategy where all monies of all funds covered by this policy are combined and invested in a portfolio that is stratified by various levels of maturities to meet the requirements of all working capital, construction and debt service funds. In some cases, one or more separate pools of funds may be established to meet specific requirements or yield restrictions for certain funds. By combining the net cash flows of all funds, the pooled investment strategy maximizes return on investment without sacrificing safety and liquidity because economies of scale can be taken advantage of to obtain better prices and reduce transaction and administrative costs.

- 16.1 **General Pool Strategy:** The General Pool consists of those working capital, construction and debt service funds which are not subject to yield restriction under IRS arbitrage regulations. The City combines a variation on the traditional laddered maturity strategy that matches assets and liabilities, with more active management strategies, such as yield curve analysis, to achieve the best feasible rate of return while fulfilling the investment objectives of this policy.

The core of the General Pool strategy is a ladder in which investment maturities are matched to monthly cash requirements for the next 12-18 months. When investments mature, the proceeds are used to pay bills or re-invested. New cash from bond proceeds, taxes, or other revenues can be invested at the long end of the ladder to take advantage of higher yields or to fill other cash requirements. The ladder may be extended for longer-term funds to take advantage of matching long-term assets against long-term liabilities. At times, some investments might be placed shorter or longer, based on the interest rate outlook.

In order to ensure the ability of the City to meet obligations and to minimize potential liquidation losses, the dollar-weighted average stated maturity of the General Pool shall not exceed 2.5 years.

All investments in this pool must comply with the objectives and restrictions set forth in this policy.

- 16.2 **Tax-Exempt Pool Strategy:** The Tax-Exempt Pool consists of those funds which are subject to yield restriction and arbitrage regulation under the 1986 Tax Reform Act. This pool was created to:

- a) Demonstrate compliance with IRS regulations regarding arbitrage;
- b) Maximize the amount of interest earned and retained by the City from the investment of funds subject to the regulations;
- c) Minimize the amount of the rebate liability; and
- d) Minimize the cost of administering the arbitrage tracking program.

Due to the nature of municipal bonds (more risk, less liquidity), the strategy for the Tax-Exempt Pool is, generally, to purchase at least AA rated, insured or pre-refunded municipals with short maturities (generally less than 3 years) if the yield is reasonably higher than that of tax-exempt money market mutual funds. Otherwise, funds in this pool will be invested in one or more tax-exempt money market mutual funds that meet the requirements of IRS arbitrage regulations and the liquidity needs of this pool.

In order to ensure the ability of the City to meet obligations and to minimize potential liquidation losses, the average dollar-weighted stated maturity of the Tax-Exempt Pool shall not exceed 1.5 years.

All investments in this pool must comply with the objectives and restrictions set forth in this policy.

- 16.3 **Housing Department Pool Strategy:** This pool was created to comply with the U.S. Department of Housing and Urban Development (HUD) which requires separate custodial accounts for funds received under federal HUD programs. The strategy for this portfolio is to purchase U. S. Treasury Bills with maturities less than 6 months; targeted to meet the cash needs of the City of Houston Housing and Community Development Department (HCDD)'s HUD program cash outflows. A deposit account with an approved depository institution (see section 20.2) will contain all funds pending disbursement as well as a minimal reserve, generally under \$20,000. All securities are available for sale to meet liquidity needs.

All investments in this pool must comply with the objectives and restrictions set forth in this policy.

- 16.4 **All Other Special Purpose Pools:** As deemed appropriate, the City Controller has created pools for special purposes, including capital projects, special revenue funds and debt service reserves. Each special purpose is limited in duration and has estimatable cash outflows, although the outflows may change over time, especially in the case of capital projects. In all cases, the City uses a traditional laddered maturity strategy that matches assets with projected cash outflows. The City may, on occasion, utilize more active management strategies, such as yield curve analysis, to achieve better rates of return while fulfilling the investment objectives of this policy and the purposes for which the pools were created.

The core of the strategy for each special purpose pool is a maturity ladder in which investment maturities are matched to periodic cash requirements for the expected life of the pool. As investments mature, the proceeds are disbursed according to the needs of the project or re-invested. New monies added to the pool will be invested to fill new cash requirements. At times, some investments might be placed shorter or longer, based on the interest rate outlook. As cash flow projections are revised, the portfolio ladder may be adjusted to reflect these changes, either through maturities or sales of securities.

The weighted average stated maturity of each special purpose pool shall not exceed the weighted average cash outflows for the project. This will be considered to have been accomplished by laddering the cash flows to the planned outflows.

All investments in this pool must comply with the objectives and restrictions set forth in this policy.

## 17.0 DIVERSIFICATION AND MAXIMUM MATURITIES

In consultation with the Investment Committee, the City Controller will set explicit asset mix and diversification constraints within which the Investment Manager is to manage the City's portfolios. The asset mix is stated in terms of a maximum or minimum commitment to each asset category

rather than ranges or targets so as to allow the Investment Manager flexibility in implementing investment decisions within the framework of this policy. The Investment Manager may set the commitments anywhere from zero (or the minimum), to the maximum level, based upon the Manager's outlook for the market. All securities must conform to the rules on Authorized and Suitable Investments in Section 9.0 of this policy.

Notwithstanding the limits in this section, for investment pools initially created for funds with limited investment horizons, especially construction projects and other capital project funds, the maximum commitments to each asset category will not apply when the pool has declined to 10% of the original funds deposited to the pool. At that time, the pool is permitted to invest up to a maximum of 100% of the remaining proceeds in money market mutual funds, US Treasuries, or US Agencies and Instrumentalities; and up to a maximum of 50% of the remaining proceeds in commercial paper with a stated maturity of one month or less, or any combination thereof. All other restrictions within this policy are still applicable, including, but not limited to, maturity, credit ratings, and any other specific concentration limitations as discussed in Section 9.

Instrument	Percentage of Total Pool		Maximum Maturity (a)
	Minimum	Maximum	
<b>General Pool and All Other Pools</b>			
Money Market Mutual Funds and Local Government Pools	0%	25%	N/A
Repurchase Agreements	0%	15%	6 months
Reverse Repurchase Agreements	0%	15%	90 days
Securities Lending Agreements	0%	50%	90 days
Certificates of Deposit	0%	15%	2 years
Commercial Paper and Bank Acceptances	0%	15%	270 days (b)
Municipal Notes and Bonds	0%	20%	5 years
U.S. Agencies and Instrumentalities	0%	85% (c)	5 years
Mortgage Pass-through Securities and Collateralized Mortgage Obligations	0%	20% (d)	15 years (d)
U.S. Treasuries	15%	100%	5 years
Callable Agency Securities	0%	25%	5 years
<b>Tax-Exempt Pool</b>			
Tax-Exempt Money Market Mutual Funds	0%	100%	N/A
Tax-Exempt Municipal Notes and Bonds	0%	100%	5 years
<b>Trust and Agency Pools</b>			
U.S. Treasury and Agency Securities		100%	As permitted under trust regulations

- (a) Investments with maturities greater than the maximum maturity must be specifically approved by the City Controller or the Investment Committee.
- (b) The maximum exposure to any one CP issuer, except for the City, is limited to the lesser of 3% of a pool's market value or 10% of the issuer's commercial paper program, of which 1.5% of a pool's market value can have a maturity beyond 90 days.
- (c) The maximum exposure to any one Agency issuer is 35% of the investment pool.
- (d) The maximum maturity of CMOs is limited to 10 years under this policy. CMOs are further limited to 5% of the total investment portfolio.

**18.0 SALE OF SECURITIES**

Securities shall not be sold prior to maturity except under the following circumstances:

- a) A decline in the credit quality of the issuer;
- b) A security swap designed to improve the quality, yield, or target duration in the portfolio under the conditions of section 11.0 of this policy; or
- c) Liquidity needs require that a security be sold; or
- d) Diversification limits in section 17.0 of this policy require the reduced concentration in a particular sector.

**19.0 COMPETITIVE BIDDING**

It is the policy of the City to require competitive bidding for all individual security purchases and sales except for:

- 1) Transactions with money market mutual funds (which are deemed to be made at prevailing market rates);
- 2) Government securities purchased at issue through an approved broker/dealer or financial institution; and
- 3) Commercial paper and bankers' acceptances purchased either directly from the issuer or on the secondary market (verification of competitive market levels must be documented).

At least three broker/dealers must be contacted in all other transactions involving individual securities. For those situations where it may be impractical or unreasonable to receive three bids due to secondary market availability or broker inventory limitations, documentation of a competitive market of comparable securities or an explanation of the specific circumstance must be included with the transaction quote/bid sheet. Competitive bidding for security swaps is required.

**20.0 AUTHORIZED BROKER/DEALERS AND FINANCIAL INSTITUTIONS**

20.1 Broker/Dealers - The City Controller will maintain a list of approved broker/dealers and financial institutions that have been approved by the Investment Committee and are authorized to provide investment services in the State of Texas. Investments shall only be made with those firms who qualify under Securities & Exchange Commission Rule 15C3-1 (uniform net capital rule) and who have:

- a) Provided audited financial statements;
- b) Completed the City's Broker/Dealer Questionnaire;
- c) Acknowledged, in writing, that the policy has been thoroughly reviewed by qualified representatives dealing directly with the City's account and that the organization has implemented reasonable procedures and controls in an effort to preclude investment transactions conducted between the City and the organization that are not authorized by the City's Investment Policy, except to the extent that this authorization depends on an analysis of the makeup of the City's entire portfolio or requires an interpretation of subjective investment standards; and
- d) Met the qualifications and standards recommended and approved by the Investment Committee.

An annual review of the financial condition and registrations of authorized broker/dealers and financial institutions providing investment services will be conducted by the City Controller. In addition, the quantity of transactions conducted with each approved broker/dealer will be reviewed at least semi-annually for the prior six-month period. Broker/dealers that have less than three transactions shall be sent a letter informing them of their status, and be given thirty days to respond in writing. The results of this review and the related recommendations shall be submitted to the Investment Committee. The Investment Committee shall, at least annually, review, revise, and adopt a list of qualified brokers that are authorized to engage in investment transactions with the entity.

20.2 Depositories - The City Controller will maintain a list of qualified public depositories that are authorized to hold City funds. Deposits will only be placed with those institutions that have:

- a) Provided audited financial statements;
- b) Completed the City's Authorized Depository application;
- c) Been designated by City Council as an authorized depository;
- d) Signed the City's Security Agreement; and
- e) Provided collateral as set forth in Sections 9.5 and 14.0 of this policy.

An annual review of the financial condition of each depository holding City funds will be conducted by the City Controller.

A current audited financial statement is required to be on file for each broker/dealer and financial institution that transacts any investment activities with the City.

## 21.0 INTERNAL CONTROL

In conjunction with its annual financial audit, the City shall cause to be performed a compliance audit of management controls on investments, adherence to the City's established investment policies and the quarterly reports prepared by the investment manager. The results of the review shall be reported to the Investment Committee.

## 22.0 REPORTING

22.1 Investment performance is continually monitored and evaluated by the Investment Manager. As requested by the City Controller, but not less than quarterly, the Investment Manager will prepare and submit to the Investment Committee, investment reports which demonstrate conformance to the requirements and objectives of this policy.

In addition, the Investment Manager will prepare and submit to the Mayor and City Council, not less than quarterly, a written report of investment transactions for all funds covered by this policy for the preceding reporting period. The report must:

- a) Describe in detail the investment position of the City on the date of the report;
- b) Be prepared jointly by all investment officers of the entity;
- c) Be signed by each investment officer of the entity;
- d) Contain a summary statement, prepared in compliance with generally accepted accounting principles, of each pool fund group that states the beginning market value during the period, additions and changes to the market value during the period, ending market value for the period, and fully accrued interest for the reporting period;
- e) State the book value and market value of each separately invested asset at the end of the reporting period by the type of asset and fund type invested;
- f) State the maturity date of each separately invested asset that has a maturity date;
- g) State the account or fund or pooled group fund for which each individual investment was acquired; and
- h) State the compliance of the investment portfolio as it relates to the Public Funds Investment Act of the State of Texas and the investment strategy expressed in this policy.

22.2 The City will utilize the following 3 tier approach for valuing securities:

- a) Interactive Data Corporation (IDC) will be the primary source for valuing securities. IDC receives input from multiple dealers when generating a valuation.
- b) As a backup for securities that are not priced using IDC, Bloomberg, L.P. will provide a secondary source for values.
- c) Investment Committee approved primary government security dealers will offer a final backup for those securities not valued by the previous two sources.

### 23.0 PERFORMANCE STANDARDS

Subject to the investment objectives set forth in section 3.0 of this policy, the investment portfolios shall be designed with the objective of attaining the best feasible rate of return, throughout budgetary and economic cycles, commensurate with the investment risk constraints and the cash flow needs of the portfolio. The overriding objectives of portfolio management are to preserve the capital invested and to meet the liquidity and debt service needs of the City. These objectives supercede the importance of achieving any performance Benchmarks set by this policy.

23.1 **Market Yield (Benchmark):** The City's selection of portfolio management is active as opposed to passive. Active management uses investment strategies designed to increase portfolio value by exceeding average rates of return normally achieved using passive management. The basis used by the City Controller to determine whether market returns are being achieved shall be a benchmark recommended by the Investment Committee. The Investment Committee may

revise this benchmark if liquidity and debt service needs alter the desired composition of the portfolio.

#### **24.0 INVESTMENT POLICY ADOPTION**

The City's investment policy shall be adopted by resolution of City Council. The policy shall be reviewed at least annually by the Investment Committee and the City Council, and any modifications made to such policy must be approved by City Council. The City Council shall evidence by resolution that it has conducted such review. Any modifications made to such policy must be approved by City Council and reflected in such resolution.

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

District D, District E

20TAA129-Waiver of Local Match Participation for the Federal Off-System Bridge Program administered by the Texas Department of Transportation

Agenda Item#: 10.

**Summary:**

RESOLUTION supporting the request of a waiver of the Local Match Requirements for the Federal Off-System Bridge Program (for Kirkmeadow Drive at HCFCD Ditch) - **DISTRICTS D - BOYKINS and E - MARTIN**

**Background:**

**PROJECT NOTICE/JUSTIFICATION:** The Federal Off-System Bridge Program is administered by the Texas Department of Transportation (TxDOT) to replace or rehabilitate structurally deficient and functionally obsolete bridges located on public roads and streets not located on the designated state highway system. This Resolution will support a request for a waiver of the local match requirements of the Program in return for the City agreeing to perform structural improvement work on other deficient bridges within the City’s roadway system.

**PREVIOUS HISTORY AND SCOPE:** Under this Program, the usual fund participation ratio for projects is 80 percent federal, 10 percent state and 10 percent local government. The Texas Administrative Code, Title 43, Section 15.55 provides that under specified conditions, the 10 percent local government match requirement may be waived on this project if the local government performs an equivalent dollar amount of structural improvement work on another deficient bridge within its jurisdiction (Equivalent-Match Projects). The City of Houston has included in the FY2015-2019 Capital Improvement Plan \$6,630,000.00 for the Bridge Rehabilitation/Replacement Program. The Texas Transportation Commission approved Minute Order No. 113967, dated June 26, 2014 for the reconstruction of the bridge listed below under the Off-System Bridge Replacement Program, hereinafter, referred to as “Participation Waived” Project.

<u>Bridge</u>	<u>Key Map No.</u>	<u>NBI Structure No.</u>	<u>Control Section Job No.</u>	<u>Council District</u>
Kirkmeadow Dr. at HCFCD Ditch	576W	12-102-0-B36609-271	0912-72-333	D

Based on field investigations, Public Works & Engineering has identified the following bridge as an appropriate candidate for replacement under this Program.

<b><i>Location</i></b>	<b><i>Key Map Grid</i></b>	<b><i>Council District</i></b>
8000 FREY at HCFCD Ditch	576F	E

The City proposes to replace existing deficient wood bridge with a concrete culvert bridge. The new bridge will cost a total of approximately \$288,000.00. The local match participation required for the reconstruction of the Participation-Waived bridge is \$52,756.00.

This resolution requests the State’s consideration of waiving the local match participation on the Participation-Waived Off-System Bridge by utilizing funds expended in the Bridge Rehabilitation/Replacement Program under the City’s Capital Improvement Plan.

**ACTION RECOMMENDED:** It is recommended that City Council approve a resolution supporting the Waiver of Local Match Participation Requirements for the Federal Off-System Bridge Program.

**Contact Information:**

Ravi Kaleyatodi, P.E., CPM


Senior Assistant Director **Phone:** (832) 395-2326


**ATTACHMENTS:**

Description	Type
📎 RCA	Signed Cover sheet
📎 20TAA129-Waiver of Local Match Participation - Kirkmeadow Dr MEMORANDUM	Backup Material

<b>SUBJECT:</b> Waiver of Local Match Participation for the Federal Off-System Bridge Program administered by the Texas Department of Transportation; WBS No. N-240002-0001-7	<b>Page</b> 1 of 2	<b>Agenda Item #</b>
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<b>FROM (Department or other point of origin):</b>  Department of Public Works and Engineering	<b>Origination Date</b>	<b>Agenda Date</b>
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<b>DIRECTOR'S SIGNATURE:</b>  Dale A. Rudick, P.E., Director	<b>Council District affected:</b> D & E <i>3cc</i>
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<b>For additional information contact:</b>  Ravi Kaleyatodi, P.E., CPM Senior Assistant Director <b>Phone:</b> (832) 395-2326	<b>Date and identification of prior authorizing Council action:</b>
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**RECOMMENDATION: (Summary)**  
Approve a Resolution supporting the City of Houston's request for a Waiver of the Local Match Participation Requirements for the Federal Off-System Bridge Program.


**Amount and Source of Funding:** N/A

**PROJECT NOTICE/JUSTIFICATION:** The Federal Off-System Bridge Program is administered by the Texas Department of Transportation (TxDOT) to replace or rehabilitate structurally deficient and functionally obsolete bridges located on public roads and streets not located on the designated state highway system. This Resolution will support a request for a waiver of the local match requirements of the Program in return for the City agreeing to perform structural improvement work on other deficient bridges within the City's roadway system.

**PREVIOUS HISTORY AND SCOPE:** Under this Program, the usual fund participation ratio for projects is 80 percent federal, 10 percent state and 10 percent local government. The Texas Administrative Code, Title 43, Section 15.55 provides that under specified conditions, the 10 percent local government match requirement may be waived on this project if the local government performs an equivalent dollar amount of structural improvement work on another deficient bridge within its jurisdiction (Equivalent-Match Projects). The City of Houston has included in the FY2015-2019 Capital Improvement Plan \$6,630,000.00 for the Bridge Rehabilitation/Replacement Program. The Texas Transportation Commission approved Minute Order No. 113967, dated June 26, 2014 for the reconstruction of the bridge listed below under the Off-System Bridge Replacement Program, hereinafter, referred to as "Participation Waived" Project.

<i>Bridge</i>	<i>Key Map No.</i>	<i>NBI Structure No.</i>	<i>Control Section Job No.</i>	<i>Council District</i>
Kirkmeadow Dr. at HCFC Ditch	576W	12-102-0-B36609-271	0912-72-333	D

**LTS # 13045** **CUIC ID # 20TAA129**

<b>Finance Department:</b>	<b>Other Authorization:</b>	<b>Other Authorization:</b>  Daniel R. Menendez, P.E., Deputy Director Engineering & Construction Division
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Based on field investigations, Public Works & Engineering has identified the following bridge as an appropriate candidate for replacement under this Program.

<i>Location</i>	<i>Key Map No.</i>	<i>Council District</i>
8000 FREY at HCFC Ditch	576F	E

The City proposes to replace existing deficient wood bridge with a concrete culvert bridge. The new bridge will cost a total of approximately \$288,000.00. The local match participation required for the reconstruction of the Participation-Waived bridge is \$52,756.00.

This resolution requests the State's consideration of waiving the local match participation on the Participation-Waived Off-System Bridge by utilizing funds expended in the Bridge Rehabilitation/Replacement Program under the City's Capital Improvement Plan.

**ACTION RECOMMENDED:** It is recommended that City Council approve a resolution supporting the Waiver of Local Match Participation Requirements for the Federal Off-System Bridge Program.

*[Handwritten signatures]*  
DAR:DRM:RK:TAA:PKC:ERJ

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c: File – TxDOT – Kirkmeadow Dr at HCFC Ditch

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

District E, District H

20TAA128-Waiver of Local Match Participation - Federal Off-System Bridge Program - TxDOT

Agenda Item#: 11.

**Summary:**

RESOLUTION supporting the request of a waiver of the Local Match Requirements for the Federal Off-System Bridge Program (for Hueni Road Bridge at Mills Branch) - **DISTRICTS E - MARTIN and H - GONZALEZ**

**Background:**

**PROJECT NOTICE/JUSTIFICATION:** The Federal Off-System Bridge Program is administered by the Texas Department of Transportation (TxDOT) to replace or rehabilitate structurally deficient and functionally obsolete bridges located on public roads and streets not located on the designated state highway system. This Resolution will support a request for a waiver of the local match requirements of the Program in return for the City agreeing to perform structural improvement work on other deficient bridges within the City's roadway system.

**PREVIOUS HISTORY AND SCOPE:** Under this Program, the usual fund participation ratio for projects is 80 percent federal, 10 percent state and 10 percent local government. The Texas Administrative Code, Title 43, Section 15.55 provides that under specified conditions, the 10 percent local government match requirement may be waived on this project if the local government performs an equivalent dollar amount of structural improvement work on another deficient bridge within its jurisdiction (Equivalent-Match Projects). The City of Houston has included in the FY2015-2019 Capital Improvement Plan \$6,630,000.00 for the Bridge Rehabilitation/Replacement Program. The Texas Transportation Commission approved Minute Order No. 113967, dated June 26, 2014 for the reconstruction of the bridge listed below under the Off-System Bridge Replacement Program, hereinafter, referred to as "Participation Waived" Project.

<u>Bridge</u>	<u>Key Map No.</u>	<u>NBI Structure No.</u>	<u>Control Section Job No.</u>	<u>Council District</u>
Hueni Rd at Mills Branch	297K	12-102-0-B32978- 001	0912-72-334	E

Based on field investigations, Public Works & Engineering has identified the following bridge as an appropriate candidate for replacement under this Program.

<u>Location</u>	<u>Key Map No.</u>	<u>Council District</u>
4200 Harvard at HCFCD Ditch	453J	H

The City proposes to replace existing deficient wood bridge with a concrete culvert bridge. The new bridge will cost a total of approximately \$168,000.00. The local match participation required for the reconstruction of the Participation-Waived bridge is \$49,126.00.

This resolution requests the State's consideration of waiving the local match participation on the Participation-Waived Off-System Bridge by utilizing funds expended in the Bridge Rehabilitation/Replacement Program under the City's Capital Improvement Plan.

**ACTION RECOMMENDED:** It is recommended that City Council approve a resolution supporting the Waiver of Local Match Participation Requirements for the Federal Off-System Bridge Program.

**Contact Information:**

Ravi Kaleyatodi, P.E., CPM

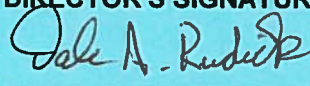
Senior Assistant Director **Phone:** (832) 395-2326


**ATTACHMENTS:**

Description	Type
☐ RCA	Signed Cover sheet
☐ 20TAA128-Waiver of Local Match Participation - Federal Off-System Bridge Program - TxDOT ORD	Ordinance/Resolution/Motion
☐ 20TAA128-Waiver of Local Match Participation - Hueni MEMORANDUM	Backup Material

<b>SUBJECT:</b> Waiver of Local Match Participation for the Federal Off-System Bridge Program administered by the Texas Department of Transportation; WBS No. N-240003-0001-7	<b>Page</b> 1 of 2	<b>Agenda Item #</b>
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<b>FROM (Department or other point of origin):</b>  Department of Public Works and Engineering	<b>Origination Date</b>	<b>Agenda Date</b>
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<b>DIRECTOR'S SIGNATURE:</b>  Dale A. Rudick, P.E., Director	<b>Council District affected:</b> E & H 302
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<b>For additional information contact:</b>  6/22/14 Ravi Kaleyatodi, P.E., CPM Senior Assistant Director Phone: (832) 395-2326	<b>Date and identification of prior authorizing Council action:</b>
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**RECOMMENDATION: (Summary)**  
 Approve a Resolution supporting the City of Houston's request for a Waiver of the Local Match Participation Requirements for the Federal Off-System Bridge Program.


**Amount and Source of Funding:** N/A

**PROJECT NOTICE/JUSTIFICATION:** The Federal Off-System Bridge Program is administered by the Texas Department of Transportation (TxDOT) to replace or rehabilitate structurally deficient and functionally obsolete bridges located on public roads and streets not located on the designated state highway system. This Resolution will support a request for a waiver of the local match requirements of the Program in return for the City agreeing to perform structural improvement work on other deficient bridges within the City's roadway system.

**PREVIOUS HISTORY AND SCOPE:** Under this Program, the usual fund participation ratio for projects is 80 percent federal, 10 percent state and 10 percent local government. The Texas Administrative Code, Title 43, Section 15.55 provides that under specified conditions, the 10 percent local government match requirement may be waived on this project if the local government performs an equivalent dollar amount of structural improvement work on another deficient bridge within its jurisdiction (Equivalent-Match Projects). The City of Houston has included in the FY2015-2019 Capital Improvement Plan \$6,630,000.00 for the Bridge Rehabilitation/Replacement Program. The Texas Transportation Commission approved Minute Order No. 113967, dated June 26, 2014 for the reconstruction of the bridge listed below under the Off-System Bridge Replacement Program, hereinafter, referred to as "Participation Waived" Project.

<i>Bridge</i>	<i>Key Map No.</i>	<i>NBI Structure No.</i>	<i>Control Section Job No.</i>	<i>Council District</i>
Hueni Rd at Mills Branch	297K	12-102-0-B32978-001	0912-72-334	E

LTS # 13046 CUIC ID # 20TAA128

<b>Finance Department:</b>	<b>Other Authorization:</b>	<b>Other Authorization:</b>  Daniel R. Menendez, P.E., Deputy Director Engineering & Construction Division
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<b>Date</b>	<b>SUBJECT:</b> Waiver of Local Match Participation for the Federal Off-System Bridge Program administered by the Texas Department of Transportation; WBS No. N-240003-0001-7	<b>Originator's Initials</b> <b>TAA</b>	<b>Page</b> <b><u>2</u> of <u>2</u></b>
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Based on field investigations, Public Works & Engineering has identified the following bridge as an appropriate candidate for replacement under this Program.

<i>Location</i>	<i>Key Map No.</i>	<i>Council District</i>
4200 Harvard at HCFC Ditch	453J	<b>H</b>

The City proposes to replace existing deficient wood bridge with a concrete culvert bridge. The new bridge will cost a total of approximately \$168,000.00. The local match participation required for the reconstruction of the Participation-Waived bridge is \$49,126.00.

This resolution requests the State's consideration of waiving the local match participation on the Participation-Waived Off-System Bridge by utilizing funds expended in the Bridge Rehabilitation/Replacement Program under the City's Capital Improvement Plan.

**ACTION RECOMMENDED:** It is recommended that City Council approve a resolution supporting the Waiver of Local Match Participation Requirements for the Federal Off-System Bridge Program.

*DRM RK TAA PKC ERJ*  
DAR:DRM:RK:TAA:PKC:ERJ

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# Request for Council Action Routing Form

(RCA) **SUBJECT:** Waiver of Local Match Participation for the Federal Off-System Bridge Program administered by the Texas Department of Transportation; WBS No. N-240003-0001-7

(RCA) **RECOMMENDATION:** (Summary) Approve a Resolution, supporting the City of Houston's request for a Waiver of the Local Match Participation Requirements for the Federal Off-System Bridge Program.

300  
CUIC ID # 20TAA128

Originator/Prime Author:  
Tommy A. Artz  
Phone # (832)  
395-2222

(Circle One)  
Motion  
Resolution  
Ordinance

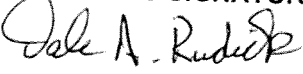
Routing Order: (Originator/Prime Author specified by Name)	Date/Time Received	Date/Time Transmitted	Comments
Managing Engineer, PW&E Thomas A. Artz, P.E. (832) 395-2222	10-9-2014	10-9-2014	
<i>M.P.</i> Senior Assistant Director, PW&E Ravi Kaleyatodi, P.E., CPM (832) 395-2326	10/21/14	10/22/14	RM
Fiscal Mgmt Division PU, PW&E Mai Pham (832) 395-2615	N/A	N/A	
Deputy Director, E&C Daniel R. Menendez, P.E. (832) 395-2201	<i>DM</i> 10/24/14	10/24/14	
Deputy Director, Public Utilities Jun Chang, P.E., D.WRE (832) 395-2464	N/A	N/A	
Agenda Coordinator Ruth Gonzales (832) 395-2458	<i>GN for RG</i> 10/27/14	<i>GN for RG</i> 10/27/14	
<i>PH</i> Chief of Staff, PW&E Howard Hilliard (832) 395-2518	<i>PH</i> 10.30.14	10.30.14	
Director, PW&E Dale A. Rudick, P.E. (832) 395-2500	<i>DR</i> 10-31-14	10-31-14	
Finance Department			
Agenda Director Marta Crinejo (832) 393-1091			
City Secretary's Office (832) 393-1100			


TO: Mayor via City Secretary

REQUEST FOR COUNCIL ACTION

<b>SUBJECT:</b> Waiver of Local Match Participation for the Federal Off-System Bridge Program administered by the Texas Department of Transportation; WBS No. N-240003-0001-7	<b>Page</b> 1 of 2	<b>Agenda Item</b> #
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<b>FROM (Department or other point of origin):</b> Department of Public Works and Engineering	<b>Origination Date</b>	<b>Agenda Date</b>
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<b>DIRECTOR'S SIGNATURE:</b>  Dale A. Rudick, P.E., Director	<b>Council District affected:</b> E & H <i>300</i>
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<b>For additional information contact:</b>  Ravi Kaleyatodi, P.E., CPM Senior Assistant Director <b>Phone:</b> (832) 395-2326	<b>Date and identification of prior authorizing Council action:</b> 10/22/14
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**RECOMMENDATION: (Summary)**  
Approve a Resolution supporting the City of Houston's request for a Waiver of the Local Match Participation Requirements for the Federal Off-System Bridge Program.

**Amount and Source of Funding:** N/A


**PROJECT NOTICE/JUSTIFICATION:** The Federal Off-System Bridge Program is administered by the Texas Department of Transportation (TxDOT) to replace or rehabilitate structurally deficient and functionally obsolete bridges located on public roads and streets not located on the designated state highway system. This Resolution will support a request for a waiver of the local match requirements of the Program in return for the City agreeing to perform structural improvement work on other deficient bridges within the City's roadway system.

**PREVIOUS HISTORY AND SCOPE:** Under this Program, the usual fund participation ratio for projects is 80 percent federal, 10 percent state and 10 percent local government. The Texas Administrative Code, Title 43, Section 15.55 provides that under specified conditions, the 10 percent local government match requirement may be waived on this project if the local government performs an equivalent dollar amount of structural improvement work on another deficient bridge within its jurisdiction (Equivalent-Match Projects). The City of Houston has included in the FY2015-2019 Capital Improvement Plan \$6,630,000.00 for the Bridge Rehabilitation/Replacement Program. The Texas Transportation Commission approved Minute Order No. 113967, dated June 26, 2014 for the reconstruction of the bridge listed below under the Off-System Bridge Replacement Program, hereinafter, referred to as "Participation Waived" Project.

<i>Bridge</i>	<i>Key Map No.</i>	<i>NBI Structure No.</i>	<i>Control Section Job No.</i>	<i>Council District</i>
Hueni Rd at Mills Branch	297K	12-102-0-B32978-001	0912-72-334	E

LTS # 13046

CUIC ID # 20TAA128

<b>Finance Department:</b>	<b>Other Authorization:</b>	<b>Other Authorization:</b>  Daniel R. Menendez, P.E., Deputy Director Engineering & Construction Division
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Based on field investigations, Public Works & Engineering has identified the following bridge as an appropriate candidate for replacement under this Program.

<i>Location</i>	<i>Key Map No.</i>	<i>Council District</i>
4200 Harvard at HCFC Ditch	453J	H

The City proposes to replace existing deficient wood bridge with a concrete culvert bridge. The new bridge will cost a total of approximately \$168,000.00. The local match participation required for the reconstruction of the Participation-Waived bridge is \$49,126.00.

This resolution requests the State's consideration of waiving the local match participation on the Participation-Waived Off-System Bridge by utilizing funds expended in the Bridge Rehabilitation/Replacement Program under the City's Capital Improvement Plan.

**ACTION RECOMMENDED:** It is recommended that City Council approve a resolution supporting the Waiver of Local Match Participation Requirements for the Federal Off-System Bridge Program.

*[Handwritten initials]*  
DAR:DRM:RK:TAA:PKC:ERJ

H:\constr\A-SB-DIV\Interagency\TxDOT Projects\0912-72-334 Hueni Rd at Mills Branch\Resolution-RCA-20TAA128.doc

c: File – TxDOT – Hueni Road at Mills Branch

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

FIN-Airport System Spl Facilities Rev Bonds, Series 2014B-1

Agenda Item#: 12.

**Summary:**

ORDINANCE authorizing the issuance, sale and delivery of City of Houston, Texas, Airport System Special Facilities Revenue Bonds, Series 2014B-1 (AMT) and City of Houston, Texas, Airport System Special Facilities Revenue Refunding Bonds, Series 2014B-2 (AMT); authorizing certain designated City officials to determine any outstanding obligations to be refunded and/or defeased, and to approve certain other procedures, provisions and agreements related thereto; ratifying the Special Facilities Lease Agreement; approving the form and substance, and authorizing the execution and delivery, of the Third Supplemental Terminal Trust Indenture and the Purchase Contract and related transaction documents; approving the use and distribution of a Preliminary Official Statement; making certain findings with respect thereto and containing other provisions relating to the subject; and declaring an emergency

**Background:**

**CITY OF HOUSTON, TEXAS, AIRPORT SYSTEM SPECIAL FACILITIES REVENUE BONDS, SERIES 2014B-1 (AMT) AND CITY OF HOUSTON, TEXAS, AIRPORT SYSTEM SPECIAL FACILITIES REVENUE REFUNDING BONDS, SERIES 2014B-2 (AMT)**


**ATTACHMENTS:**

Description	Type
☐ RCA	Signed Cover sheet

<b>SUBJECT:</b> Ordinance authorizing the issuance, sale and delivery of City of Houston, Texas, Airport System Special Facilities Revenue Bonds, Series 2014B-1 (AMT); City of Houston, Texas, Airport System Special Facilities Revenue Refunding Bonds, Series 2014B-2 (AMT) and City of Houston, Texas, Airport System Special Facilities Revenue Refunding Bonds, Series 2014C (AMT)	<b>Category #</b>	<b>Page</b> 1 of <u>1</u>	<b>Agenda Item#</b>
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<b>FROM (Department or other point of origin):</b> Department of Finance and Office of the City Controller	<b>Origination Date:</b> 11/5/2014	<b>Agenda Date</b>
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<b>DIRECTOR'S SIGNATURE:</b> 	<b>Council District Affected:</b> All
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<b>For additional information contact:</b> Jennifer Olenick  Phone: 832-393-9112 Charisse Mosely Phone: 832-393-3529	<b>Date and identification of prior authorizing Council action:</b>
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**RECOMMENDATION: (Summary)** Approve an ordinance authorizing the issuance, sale and delivery of City of Houston, Texas, Airport System Special Facilities Revenue Bonds, Series 2014B-1 (AMT); City of Houston, Texas, Airport System Special Facilities Revenue Refunding Bonds, Series 2014B-2 (AMT) and City of Houston, Texas, Airport System Special Facilities Revenue Refunding Bonds, Series 2014C (AMT); Authorizing certain designated City officials to determine any outstanding obligations to be refunded and/or defeased, and to approve certain other procedures, provisions and related agreements.

<b>Amount of Funding:</b> Not Applicable	<b>Finance Budget:</b>
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**Source of Funding:** [ ] General Fund [ ] Grant Fund [ ] Other (Specify) [X] Enterprise Fund

**SPECIFIC EXPLANATION:**

The Houston Airport System Special Facilities Revenue Bonds, Series 2014B-1 will finance up to \$250 million relating to the construction of a new concourse to the west of the north concourse of Terminal C by United Airlines at George Bush Intercontinental Airport. Additionally, to the extent that market conditions allow, the Series 2014B-2 and Series 2014C Bonds will refund a portion of certain outstanding terminal and support Special Facilities bonds up to \$165 million. The combined not to exceed amount will be \$415 million.

The City has previously issued Airport Special Facilities Revenue Bonds for United (including those issued for Continental, prior to the merger with United), including Series 1997B, Series 1998B, Series 2001 and Series 2011, of which are currently outstanding and payable by the airline. Under the Second Amended and Restated Lease Agreement between the City and United, for as long as the bonds remain outstanding, United will be obligated to pay the principal and interest on the outstanding Bonds. Prompt payment of principal and interest on the Special Series 2014 Bonds will be unconditionally guaranteed by United.

The Series 2014B-1 Bonds, the Series 2014B-2 Bonds and Series 2014C Bonds (collectively) the "Special Series 2014 Bonds" will not constitute an indebtedness of the City, nor will it be a general obligation of the City. No holder of any Special Series 2014 Bonds shall have the right to demand payment of any funds raised or to be raised by taxation, and may not be repaid in any circumstances from tax revenues. In addition, the Special Series 2014 Bonds shall not constitute obligations of the City's Airport System, nor will revenues be pledged or made available to repay any of the Special Series 2014 Bonds.

This transaction was presented to the Budget and Fiscal Affairs Committee on November 3, 2014.

**Recommendation**  
The Finance Working Group recommends the approval of this item.

**REQUIRED AUTHORIZATION**

<b>Finance Director:</b>	<b>Other Authorization:</b>	<b>Other Authorization:</b>
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**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

FIN-Airport System Special Facilities Revenue Refunding Bonds, Series 2014C (AMT)

Agenda Item#: 13.

**Summary:**

ORDINANCE authorizing the issuance, sale and delivery of City of Houston, Texas Airport System Special Facilities Revenue Refunding Bonds, Series 2014C (AMT); authorizing certain designated City officials to determine any outstanding obligations to be refunded and/or defeased, and to approve certain other procedures, provisions and agreements related thereto; ratifying the Special Facilities Lease Agreement; approving the form and substance, and authorizing the execution and delivery, of the Second Supplemental Non-Terminal Trust Indenture and the Purchase Contract and related transaction documents; approving the use and distribution of a Preliminary Official Statement and the use and distribution of an Official Statement; making certain findings with respect thereto and containing other provisions relating to the subject; and declaring and emergency

**Background:**


**CITY OF HOUSTON, TEXAS, AIRPORT SYSTEM SPECIAL FACILITIES REVENUE REFUNDING BONDS, SERIES 2014C (AMT)**

**ATTACHMENTS:**

Description	Type
☐ RCA	Signed Cover sheet

<b>SUBJECT:</b> Ordinance authorizing the issuance, sale and delivery of City of Houston, Texas, Airport System Special Facilities Revenue Bonds, Series 2014B-1 (AMT); City of Houston, Texas, Airport System Special Facilities Revenue Refunding Bonds, Series 2014B-2 (AMT) and City of Houston, Texas, Airport System Special Facilities Revenue Refunding Bonds, Series 2014C (AMT)	<b>Category #</b>	<b>Page</b> 1 of <u>1</u>	<b>Agenda Item#</b>
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<b>FROM (Department or other point of origin):</b> Department of Finance and Office of the City Controller	<b>Origination Date:</b> 11/5/2014	<b>Agenda Date</b>
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<b>DIRECTOR'S SIGNATURE:</b> 	<b>Council District Affected:</b> All
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<b>For additional information contact:</b> Jennifer Olenick  Phone: 832-393-9112 Charisse Mosely Phone: 832-393-3529	<b>Date and identification of prior authorizing Council action:</b>
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**RECOMMENDATION: (Summary)** Approve an ordinance authorizing the issuance, sale and delivery of City of Houston, Texas, Airport System Special Facilities Revenue Bonds, Series 2014B-1 (AMT); City of Houston, Texas, Airport System Special Facilities Revenue Refunding Bonds, Series 2014B-2 (AMT) and City of Houston, Texas, Airport System Special Facilities Revenue Refunding Bonds, Series 2014C (AMT); Authorizing certain designated City officials to determine any outstanding obligations to be refunded and/or defeased, and to approve certain other procedures, provisions and related agreements.

<b>Amount of Funding:</b> Not Applicable	<b>Finance Budget:</b>
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**Source of Funding:** [ ] General Fund [ ] Grant Fund [ ] Other (Specify) [X] Enterprise Fund

**SPECIFIC EXPLANATION:**

The Houston Airport System Special Facilities Revenue Bonds, Series 2014B-1 will finance up to \$250 million relating to the construction of a new concourse to the west of the north concourse of Terminal C by United Airlines at George Bush Intercontinental Airport. Additionally, to the extent that market conditions allow, the Series 2014B-2 and Series 2014C Bonds will refund a portion of certain outstanding terminal and support Special Facilities bonds up to \$165 million. The combined not to exceed amount will be \$415 million.

The City has previously issued Airport Special Facilities Revenue Bonds for United (including those issued for Continental, prior to the merger with United), including Series 1997B, Series 1998B, Series 2001 and Series 2011, of which are currently outstanding and payable by the airline. Under the Second Amended and Restated Lease Agreement between the City and United, for as long as the bonds remain outstanding, United will be obligated to pay the principal and interest on the outstanding Bonds. Prompt payment of principal and interest on the Special Series 2014 Bonds will be unconditionally guaranteed by United.

The Series 2014B-1 Bonds, the Series 2014B-2 Bonds and Series 2014C Bonds (collectively) the "Special Series 2014 Bonds" will not constitute an indebtedness of the City, nor will it be a general obligation of the City. No holder of any Special Series 2014 Bonds shall have the right to demand payment of any funds raised or to be raised by taxation, and may not be repaid in any circumstances from tax revenues. In addition, the Special Series 2014 Bonds shall not constitute obligations of the City's Airport System, nor will revenues be pledged or made available to repay any of the Special Series 2014 Bonds.

This transaction was presented to the Budget and Fiscal Affairs Committee on November 3, 2014.

**Recommendation**  
The Finance Working Group recommends the approval of this item.

**REQUIRED AUTHORIZATION**

<b>Finance Director:</b>	<b>Other Authorization:</b>	<b>Other Authorization:</b>
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**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

ALL

FIN-Coastal Water Authority Rev Refunding Bonds, Series 2014

Agenda Item#: 14.

**Summary:**

ORDINANCE approving the issuance and sale of Coastal Water Authority Contract Revenue Refunding Bonds, Series 2014 (City of Houston Projects), approving the form, terms, and substance of the supplemental resolution of the Authority relating to the Bonds and related agreements; containing other provisions relating to the subject; and declaring an emergency

**Background:**

The Coastal Water Authority (CWA) has identified the Coastal Water Authority Contract Revenue Refunding Bonds, Series 2004 (City of Houston Projects) as bonds that may be refunded for present value savings. The recommended issuance of the CWA Contract Revenue Refunding Bonds, Series 2014, in an amount not to exceed \$45 million, will refund these bonds, fund any debt service reserve fund requirement, and pay any costs of issuance.

The CWA and the City's Combined Utility System (CUS) entered into a Projects Contract under which the CUS is unconditionally obligated to pay the debt service on the refunding bonds. The refunding of these bonds will result in a present value savings, which will be passed through to the CUS.

The recommended Coastal Water Authority Series 2014 Bonds will be issued through a competitive auction, removing the necessity for an underwriting team. Fulbright & Jaworski LLP and Burney & Foreman are co-bond counsel along with Andrews Kurth and Bates & Coleman, P.C. as co-disclosure counsel.

This transaction was presented to the Budget and Fiscal Affairs Committee on November 3, 2014.

**Recommendation:**

The Finance Working Group recommends the approval of this item.

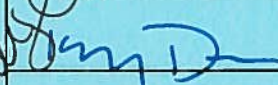
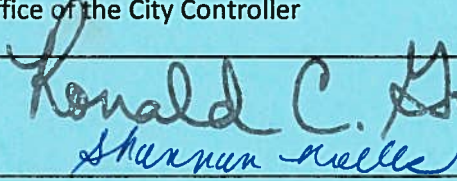

**Contact Information:**

Jennifer Olenick  
Charisse Mosely

**Phone:** 832-393-9112  
**Phone:** 832-393-3529

**ATTACHMENTS:**

Description	Type
☐ RCA	Signed Cover sheet

<b>SUBJECT:</b> Approve an ordinance authorizing the issuance and sale of Coastal Water Authority Contract Revenue Refunding Bonds, Series 2014 in an amount up to \$45 million.		<b>Category #</b>	<b>Page</b> 1 of <u>1</u>	<b>Agenda Item#</b>
<b>FROM (Department or other point of origin):</b> Department of Finance and Office of the City Controller		<b>Origination Date:</b> 11/5/2014	<b>Agenda Date</b>	
<b>DIRECTOR'S SIGNATURE:</b>   <i>Shannon Wells</i>		<b>Council District Affected:</b> All		
<b>For additional information contact:</b> Jennifer Olenick  Phone: 832-393-9112 Charisse Mosely Phone: 832-393-3529		<b>Date and identification of prior authorizing Council action:</b>		
<b>RECOMMENDATION: (Summary)</b> Approve an Ordinance authorizing the issuance and sale of Coastal Water Authority Contract Revenue Refunding Bonds, Series 2014 in an amount up to \$45 million; approving the form, terms, and substance of the supplemental resolution of the authority relating to the bonds and related agreements; and containing other provisions relating to the subject.				
<b>Amount of Funding:</b> Not Applicable			<b>Finance Budget:</b>	
<b>Source of Funding:</b> [ ] General Fund [ ] Grant Fund [ ] Other (Specify) [ ] Enterprise Fund				
<b>SPECIFIC EXPLANATION:</b>  The Coastal Water Authority (CWA) has identified the Coastal Water Authority Contract Revenue Refunding Bonds, Series 2004 (City of Houston Projects) as bonds that may be refunded for present value savings. The recommended issuance of the CWA Contract Revenue Refunding Bonds, Series 2014, in an amount not to exceed \$45 million, will refund these bonds, fund any debt service reserve fund requirement, and pay any costs of issuance.  The CWA and the City's Combined Utility System (CUS) entered into a Projects Contract under which the CUS is unconditionally obligated to pay the debt service on the refunding bonds. The refunding of these bonds will result in a present value savings, which will be passed through to the CUS.  The recommended Coastal Water Authority Series 2014 Bonds will be issued through a competitive auction, removing the necessity for an underwriting team. Fulbright & Jaworski LLP and Burney & Foreman are co-bond counsel along with Andrews Kurth and Bates & Coleman, P.C. as co-disclosure counsel.  This transaction was presented to the Budget and Fiscal Affairs Committee on November 3, 2014.  <b>Recommendation</b> The Finance Working Group recommends the approval of this item.				
<b>REQUIRED AUTHORIZATION</b>				
<b>Finance Director:</b>		<b>Other Authorization:</b>		<b>Other Authorization:</b>

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

ALL

Item Creation Date: 9/29/2014

FIN-Amending ORD & restating the Financial Policies adopted by ORD No. 2003-474

Agenda Item#: 15.

**Summary:**

ORDINANCE amending and restating the City of Houston's Financial Policies adopted by Ordinance No. 2003-474

**Background:**

Approval of this ordinance will strengthen the City's financial policies for financial reserves, long-term forecasting and planning, improved internal controls, and enhanced transparency and accountability in stewardship of public funds. The policies as proposed require that the proposed budget and Capital Improvement Plan each year include statements indicating whether they comply with each relevant policy; the adopted budget is to include a listing of the financial policies indicating whether the City is in compliance with each. Where compliance is not attained, the budget shall also include a state explaining the non-compliance and outlining a plan for compliance. The policies are to be reviewed at least every two years. Per the proposed ordinance, the policies are to take effect with the Proposed Budget for FY 16 and shall be reflected in the Adopted Budget for FY 16 unless stated otherwise in the policies as adopted. Other highlights include:

• **General Fund Reserve Policies**

- Setting the City's desired minimum unassigned Fund Balance at 7.5 percent of annual expenditures (excluding debt service) and establishing standards for use of Fund Balance.
- Renaming the Rainy Day Fund as the Budget Stabilization Fund, and amending the current \$20 million minimum to be "an amount not less than the greater of (a) 1 percent of expenditures (excluding debt service payments) or (b) \$20 million."

• **Enterprise Funds Reserve Policies**

- Requiring each enterprise fund to have an appropriate written methodology for determining minimum and maximum cash reserves.

• **Internal Service Fund - Health Benefits Fund Reserve Policies**

- Establishing that Health Benefits Fund reserves are City funds, and outlining required reserves for the Health Benefit Fund:
  - Claim Reserve (to be reviewed at least once each fiscal year to determine whether the fund has a funded liability to pay claims incurred but not yet reported, as well as "run-out" claims that may occur if self-insured programs are terminated).
  - Contingency Reserve to be maintained at a minimum of 10 percent of annual claims up to a maximum of 60 days average claim expense paid over the prior fiscal year for each self-insured program.

• **Operating Budget Policies – Revenues and Expenditures**

- Requiring annual presentation to and adoption by City Council of a balanced operating budget for the coming fiscal year.
- Making clear that all post-employment and employee benefit systems will be financed in a manner that fully and systematically funds all liabilities, with Council to be informed if sufficient funds are not allocated in the budget.
- Requiring a comprehensive analysis of City fees and rates (except impact fees) at least every five years by an outside independent third-party entity (fees and rates may still be adjusted by ordinance in the interim under certain conditions).
- Requiring a City employee compensation study by an outside independent third-party entity at least every three years.
- Increasing funding for Operating Maintenance of facilities/fleet/equipment/technology by at least 0.25 percent of Current Replacement Value (CRV) annually until funding reaches 2 percent of CRV.

- Monitoring compliance with City Financial Policies through statements in annual proposed budget ordinances indicating whether the budget is in compliance, explaining any non-compliance and outlining a corrective plan.
- Requiring a Fiscal Note for any Request for Council Action seeking funding not in the adopted budget, with the Fiscal Note to include information on program/project start-up cost, projected maintenance and operating costs for a minimum of five years, and identification of budgetary savings or other funding source to meet funding needs.
- **Capital Asset Management Policies**
  - Highlighting long-term impacts of capital investment by including in the annual Capital Improvement Plan (CIP) a five-year operating budget impact project for all projects proposed.
  - Prioritizing Asset Renewal and Replacement of existing facilities over new projects, and increasing dedicated capital funding for maintenance with a requirement that for new facilities or major renovations, 2 percent of the CRV is to be included in subsequent CIPs until the facility is sold or disposed of.
- **Long-Term Financial Planning Policies**
  - Developing a five-year General Fund forecast in advance of the proposed budget, to include in-depth analysis of revenues, expenditures and long-term obligations along with a plan for eliminating projected deficits that would prevent a Balanced Budget in any of the five years; and identifying requirements and options for achieving a Structural balanced budget for the upcoming fiscal year and the subsequent fiscal year.
- **Debt Management Policies**
  - Establishing a minimum Debt Service Fund Balance related to debt secured by ad valorem taxes, and limiting debt financing of more than one year to capital expenditures for assets/improvements exceeding \$50,000 cost and three years' useful life.
  - Initiating a gradual reduction in the maximum allowable General Fund transfer for debt service from 20 percent to 10 percent of total General Fund revenues (excluding state and federal grants).
  - Containing debt life by specifying that projects are not to be financed over a period that exceeds their average expected life span, setting a target of 12 years or less for average weighted General Obligation bond maturities, and stipulating that debt refundings are not to extend the refunded bonds' final maturity without a two-thirds vote of City Council.
  - Instituting a formal Request for Information process at least annually in selection of underwriters.
- **Accounting, Auditing and Financial Reporting Policies**
  - Establishing standards for audits of grant funds and City finances, and for preparation of annual financial statements, as well as for prompt release and publication of the annual audit and accompanying letter.
- **Local Economic Development Finance Policies**
  - Setting priorities for economic development emphasis, and requiring regular analyses and evaluation of market and business conditions.
  - Setting out minimum components of applications for economic development project incentives and for standardized evaluation of same.
  - Requiring an annual report to BFA detailing the progress of each active project.

**Prior Council Action:**

Ordinance 2003-474

**Amount of Funding:**

N/A

**Contact Information:**

Tantri Emo, Deputy Director

Phone: 832-393-9076

**ATTACHMENTS:**

Description

Type

- Final RCA
- Fianncial Policies

- Signed Cover sheet
- Backup Material

**REQUEST FOR COUNCIL ACTION**

**TO:** Mayor via City Secretary

**Subject:** Ordinance amending and restating the City of Houston's Financial Policies adopted by Ordinance No. 2003-474

**Category #**

**Page 1 of 2**

**Agenda Item**

**FROM (Department or other point of origin):**

Kelly Dowe  
Chief Business Officer/Director of Finance



**Origination Date:**

Sept. 29, 2014

**Agenda Date**

November 12, 2014

**DIRECTOR'S SIGNATURE**

**Council District(s) affected:**  
All

**For additional information contact:** Tantri Emo, Deputy Director  
**Phone:** 832-393-9076

**Date and Identification of prior authorizing Council Action:** Ordinance 2003-474

**RECOMMENDATION: (Summary)**

Adopt an ordinance amending the City's Financial Policies to include new standards for strengthened financial reserves, increased emphasis on maintenance of the City's physical assets, requirements for long-term forecasting and planning, improved internal controls, and enhanced stewardship of public funds and resources.

**Amount of Funding:** N/A

**Finance Budget:**

**SOURCE OF FUNDING:**     General Fund     Grant Fund     Enterprise Fund     Other (Specify) N/A

**SPECIFIC EXPLANATION:**

Approval of this ordinance will strengthen the City's financial policies for financial reserves, long-term forecasting and planning, improved internal controls, and enhanced transparency and accountability in stewardship of public funds. The policies as proposed require that the proposed budget and Capital Improvement Plan each year include statements indicating whether they comply with each relevant policy; the adopted budget is to include a listing of the financial policies indicating whether the City is in compliance with each. Where compliance is not attained, the budget shall also include a statement explaining the non-compliance and outlining a plan for compliance. The policies are to be reviewed at least every two years. Per the proposed ordinance, the policies are to take effect with the Proposed Budget for FY16 and shall be reflected in the Adopted Budget for FY16 unless stated otherwise in the policies as adopted. Other highlights include:

**General Fund Reserve Policies**

- Setting the City's desired minimum unassigned Fund Balance at 7.5 percent of annual expenditures (excluding debt service) and establishing standards for use of Fund Balance.
- Renaming the Rainy Day Fund as the Budget Stabilization Fund, and amending the current \$20 million minimum to be "an amount not less than the greater of (a) 1 percent of expenditures (excluding debt service payments) or (b) \$20 million."

**Enterprise Funds Reserve Policies**

- Requiring each enterprise fund to have an appropriate written methodology for determining minimum and maximum cash reserves.

**Internal Service Fund - Health Benefits Fund Reserve Policies**

- Establishing that Health Benefits Fund reserves are City funds, and outlining required reserves for the Health Benefit Fund:
  - Claim Reserve (to be reviewed at least once each fiscal year to determine whether the fund has a funded liability to pay claims incurred but not yet reported, as well as "run-out" claims that may occur if self-insured programs are terminated).
  - Contingency Reserve to be maintained at a minimum of 10 percent of annual claims up to a maximum of 60 days average claim expense paid over the prior fiscal year for each self-insured program.

**Operating Budget Policies – Revenues and Expenditures**

- Requiring annual presentation to and adoption by City Council of a balanced operating budget for the coming fiscal year.
- Making clear that all post-employment and employee benefit systems will be financed in a manner that fully and systematically funds all liabilities, with Council to be informed if sufficient funds are not allocated in the budget.
- Requiring a comprehensive analysis of City fees and rates (except impact fees) at least every five years by an outside independent third-party entity (fees and rates may still be adjusted by ordinance in the interim under certain conditions).
- Requiring a City employee compensation study by an outside independent third-party entity at least every three years.

**REQUIRED AUTHORIZATION**

Finance Director:

Other Authorization:

Other Authorization:

<b>Date:</b> Sept. 29, 2014	<b>Subject:</b> Ordinance amending and restating the City of Houston's Financial Policies adopted by Ordinance No. 2003-474	<b>Originator's Initials</b>	<b>Page 2 of 2</b>
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**Operating Budget Policies – Revenues and Expenditures** (continued)

- Increasing funding for Operating Maintenance of facilities/fleet/equipment/technology by at least 0.25 percent of Current Replacement Value (CRV) annually until funding reaches 2 percent of CRV.
- Monitoring compliance with City Financial Policies through statements in annual proposed budget ordinances indicating whether the budget is in compliance, explaining any non-compliance and outlining a corrective plan.
- Requiring a Fiscal Note for any Request for Council Action seeking funding not in the adopted budget, with the Fiscal Note to include information on program/project start-up cost, projected maintenance and operating costs for a minimum of five years, and identification of budgetary savings or other funding source to meet funding needs.

**Capital Asset Management Policies**

- Highlighting long-term impacts of capital investment by including in the annual Capital Improvement Plan (CIP) a five-year operating budget impact project for all projects proposed.
- Prioritizing Asset Renewal and Replacement of existing facilities over new projects, and increasing dedicated capital funding for maintenance with a requirement that for new facilities or major renovations, 2 percent of the CRV is to be included in subsequent CIPs until the facility is sold or disposed of.

**Long-Term Financial Planning Policies**

- Developing a five-year General Fund forecast in advance of the proposed budget, to include in-depth analysis of revenues, expenditures and long-term obligations along with a plan for eliminating projected deficits that would prevent a Balanced Budget in any of the five years; and identifying requirements and options for achieving a Structural Balanced Budget for the upcoming fiscal year and the subsequent fiscal year.

**Debt Management Policies**

- Establishing a minimum Debt Service Fund Balance related to debt secured by ad valorem taxes, and limiting debt financing of more than one year to capital expenditures for assets/improvements or asset lots exceeding \$50,000 in cost and three years' useful life.
- Initiating a gradual reduction in the maximum allowable General Fund transfer for debt service from 20 percent to 10 percent of total General Fund revenues (excluding state and federal grants),
- Containing debt life by specifying that projects are not to be financed over a period that exceeds their average expected life span, setting a target of 12 years or less for average weighted General Obligation bond maturities, and stipulating that debt refundings are not to extend the refunded bonds' average weighted maturity without a two-thirds vote of City Council.
- Instituting a formal Request for Information process at least annually in selection of underwriters.

**Accounting, Auditing and Financial Reporting Policies**

- Establishing standards for audits of grant funds and City finances, and for preparation of annual financial statements, as well as for prompt release and publication of the annual audit and accompanying auditor's letter to management.

**Local Economic Development Policies**

- Setting priorities for economic development emphasis, and requiring regular analyses and evaluation of market and business conditions.
- Setting out minimum components of applications for, and evaluation of, economic development project incentives.
- Requiring an annual report to BFA detailing the progress of each active project.

Cc: Marta Crinejo, Mayor's Office  
David Feldman, City Attorney

**REQUIRED AUTHORIZATION**

Finance Director:	Other Authorization:	Other Authorization:
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## CITY OF HOUSTON, TEXAS

### FINANCIAL POLICIES

#### A. DEFINITIONS

**Advance Refunding** – A refunding under the federal tax code in which the refunded obligation is not redeemed for a period of more than 90 days after the issuance of the refunding issue.

**Asset Renewal and Replacement** – Cyclic repair and replacement of an asset's components [e.g., roofs, electrical systems, heating, ventilation, and air conditioning (HVAC) equipment, paving, replacement vehicles, computer servers, computer networks, and telephony systems] that extends the useful life and/or retains the usable condition of facilities, fleet, and systems not normally contained in the annual operating budget. Included are major building and infrastructure systems and components that have a maintenance cycle in excess of one year.

**Balanced Budget** – Budget in which revenues and other resources will be sufficient to support expenditures or uses within the fiscal year.

**BFA** – Budget and Fiscal Affairs Committee of City Council.

**Budget Stabilization Fund, formerly called the “Rainy Day Fund”** - Cash reserves available for any lawful use in the event of an emergency including temporary cash flow shortages, major disasters, economic instability, and other emergencies as determined by the City. A temporary cash flow shortage is a period of time where cash inflows are not sufficient to cover required outflows, even after the normal means for managing cash flow have been exhausted. Major disasters are any natural catastrophe including, but not limited to, hurricanes, tornados, floods, severe drought, and explosions, chemical or biological threats, or acts of terrorism. Economic instability is an unforeseen, unbudgeted dire financial situation affecting revenue and/or government spending such as declining property and sales tax revenues over the prior fiscal year and/or a very significant, rapid increase in inflation. Other emergencies are any unusual occasion or instance, unforeseen and/or unanticipated, for which the City expends funds in its efforts to save lives and to protect property, public health and safety or to lessen or avert the threat of catastrophe or major disaster.

**Component Units** – As defined by the Governmental Accounting Standards Board (GASB), component units are legally separate organizations that the City must include as part of its financial reporting entity for fair presentation.

**Current Refunding** – Refunding transaction where the refunded obligation will mature or be redeemed within 90 days from the date of issuance of the refunding issue.

**Current Replacement Value** - The standard industry cost and/or engineering estimate of materials, supplies, and labor required to replace a facility or item of equipment at its existing size and functional capability, and to meet applicable regulatory codes. When estimating Current Replacement Value, it should be assumed that code-compliant materials and systems will be used to replace the existing asset. Current Replacement Value is to be estimated for reconstructing an asset as it currently exists, without further modifications or improvements.

**Entry Age Normal Actuarial Cost Method, also called Entry Age Actuarial Cost Method** - A method which actuarial present value of the projected benefits of each individual included in an actuarial

valuation is allocated on a level basis over the earnings or service of the individual between entry age and assumed exit age(s). The portion of this actuarial present value allocated to a valuation year is called the normal cost. The portion of this actuarial present value not provided for at a valuation date by the actuarial present value of future normal costs is called the actuarial accrued liability. Under this method, the actuarial gains (losses) are reflected as they occur in a decrease (increase) in the unfunded actuarial accrued liability.

**Finance Working Group** – Composed of the Mayor and City Controller (as used in connection with the activities of the Finance Working Group, other than the chairing of Finance Working Group meetings, the term “Mayor” or “City Controller” includes the designee of such office holder who may only be a City employee accountable to the designating office holder) and, upon the request of either the Mayor or City Controller, may also include:

- City Attorney or designees
- Finance Director or designees
- Other appropriate department directors or their designees
- Financial Advisor
- Bond Counsel
- Independent Auditor
- Any member of City Council interested in attending, or designee
- Others deemed necessary for the individual financing

**Financial Advisor** - With respect to a new issue of municipal securities, commonly refers to an individual or firm that advises the issuer or other obligated person on matters pertinent to the issue, such as structure, timing, marketing, fairness of pricing, terms and bond ratings. A financial advisor may also be employed to provide advice on subjects unrelated to a new issue of municipal securities, such as advising on cash flow and investment matters in connection with outstanding municipal securities.

**Fiscal Note** – Brief, high-level written estimate of the budgetary and fiscal impacts that may result from implementation of an ordinance, motion or resolution.

**Fund Balance** – Difference between fund assets and fund liabilities, also known as equity (for enterprise funds, fund balance is referred to as “Net Position” in line with GASB rules).

**Major Renovation** – Projects for the substantial rehabilitation or replacement of more than one building or building systems.

**Non-Recurring Expenditures** – Expenditures not expected to be funded each year. Examples include one-time transfers and one-time purchases.

**Non-Recurring Revenues** – Revenues that cannot be relied upon in future budget periods. Examples include, but are not limited to, Fund Balance, the sale of land (other than City rights-of-way), infrequent, irregular sales of City assets, bond refunding savings, infrequent, irregular revenues from development agreements, interlocal agreements, other contracts, short-term grants and one-time transfers, such as litigation settlements or non-routine transfers of fund balance from other funds.

**Operating Maintenance** - Preventive maintenance, where equipment, vehicles, and computer hardware are maintained *before* breakdown occurs in an attempt to avoid failures, and corrective maintenance, where equipment, vehicles, and computer hardware are maintained *after* breakdown occurs to bring it back to working order.

**Recurring Expenditures** – Expenditures expected to be funded each year in order to maintain current/status quo service levels. Recurring Expenditures appear in the budget each year. Examples include salaries, benefits, supplies and services, debt and recurring pass-through expenditures; long-term contractual obligations should also be considered, including availability payments related to participation in a public-private partnership. Other expenditures including, but not limited to, supplies, services, and transfers are recurring to the extent that expenditure levels in the current year match the expenditure levels in the previous year. For example, if computer supplies to support operations are needed every year and budgeted every year, this expenditure is considered recurring.

**Recurring Revenues** – Revenues expected to continue year to year with a reasonable degree of predictability. Examples include property taxes, sales taxes, licenses and permits, charges for services, fines and forfeits, franchise fees and recurring pass-through revenues. Small routine right-of-way sales are also considered Recurring Revenues, but all other land sales are Non-Recurring (one-time) Revenues. This does not include Fund Balance.

**Structural Balanced Budget** – Budget that balances Recurring Revenues and Recurring Expenditures and the current portion of all known long-term liabilities within the current fiscal year, including but not limited to: other post-employment benefits (OPEBs); compensated absences; and current annual service cost plus interest on unfunded pension liabilities, which is the difference between the total pension liability and the value of assets set aside in a pension plan to pay benefits, plus amortization of the unfunded liabilities over a program period (this definition is intended to align with the pension-related language in Section F.2.).

## B. GENERAL POLICIES

1. With respect to the interpretation and application of these policies, the City shall comply with all applicable federal and state laws, the City Charter and Code of City Ordinances, Financial Accounting Standards Board (FASB) and Governmental Accounting Standards Board (GASB) standards, and all bond covenants, whether existing or hereafter provided, and associated ordinances relating to all budget, accounting, reporting, disclosure, and finance activities, and financial policies. In any conflict between these policies and such governing law, standards or documents, such governing law, standards or documents shall prevail.
2. The City will seek out, apply for, and effectively administer Federal, State, and other grants that address the City's priorities and policy objectives and provide a positive benefit to the city. Local tax dollars will not be used to make up for material losses of grant aid without first City Council reviewing and approving the program and its merits as a budgetary increment.
3. The proposed operating budget and proposed five-year Capital Improvement Plan (CIP) for each year shall include statements indicating whether they are in compliance with each relevant adopted financial policy. The adopted budget shall include a comprehensive listing of all adopted financial policies indicating whether the City is in compliance with each policy; for each policy not in compliance, there shall be a statement explaining why the City is not in compliance with said policy and a plan for how the City will achieve compliance.
4. The City's financial policies shall be reviewed at least every two years by the Mayor or the Mayor's designee; the results of the review are to be presented to BFA, and any proposed amendments are to be presented to City Council for consideration.

## C. GENERAL FUND RESERVE POLICIES

1. The City will maintain Fund Balance as additional insurance against disasters, emergencies, and economic instability. The City's desired minimum unassigned Fund Balance for any given fiscal year is 7.5% of General Fund expenditures for that fiscal year, excluding debt service payments.
2. Unassigned Fund Balance in excess of the desired minimum is to be available for appropriation by City Council, and shall normally be used to fund Non-Recurring Expenditures. In the event a balanced budget is not attainable, that Fund Balance may be used for Recurring Expenditures and to achieve budget balance:
  - a. If the budget imbalance is expected to last for no more than one year and can be corrected with use of Fund Balance available in excess of the desired minimum; or
  - b. If the budget imbalance is expected to continue beyond one year, provided that Fund Balance in excess of the desired minimum is used to achieve balance as part of a corresponding plan to close the gap through revenue increases and/or expenditure reductions. (Note: this is intended to align with Section F.3.'s requirement that proposed use of Non-Recurring Revenues for Recurring Expenditures must be accompanied by a justification to City Council and a plan to end dependence on Non-Recurring Revenue sources.)
3. The unassigned Fund Balance may be temporarily reduced below the desired minimum when required for response to major disasters or to provide short-term resources in the event of

economic instability or revenue shortfalls related to circumstances beyond the City's control. Any proposed use of Fund Balance which decreases Fund Balance below the desired minimum shall include a justification presented to City Council and shall require approval from two-thirds of the City Council present and voting. Once the event causing use of Fund Balance below the desired minimum has concluded, the City shall allocate sufficient funds to restore unassigned Fund Balance to at least 7.5% of General Fund expenditures (excluding debt service) by the end of the second subsequent full fiscal year.

4. In addition to the Fund Balance, the City shall maintain a separate Budget Stabilization Fund in an amount not less than the greater of (a) 1% of General Fund expenditures (excluding debt service payments) or (b) \$20 million, which may be used in accordance with the definition of the fund. Any proposed use of the Budget Stabilization Fund shall be accompanied by a justification to City Council and shall require approval from two-thirds of the City Council present and voting. When an event causing use of the Budget Stabilization Fund has concluded, the City shall allocate sufficient funds by the end of the second subsequent full fiscal year to restore the Budget Stabilization Fund to at least minimum levels.

#### D. ENTERPRISE FUNDS RESERVE POLICY

Each enterprise fund, as defined by GASB, shall have an appropriate written methodology for determining minimum and maximum cash reserves to serve as a margin or buffer for meeting obligations, mitigating risks, and ensuring stable services and fees. Factors to be considered in determining minimum and maximum cash reserves include any controlling bond covenants or indentures, as well as each fund's risk and revenue volatility, and other considerations such as cash funding of capital projects. The methodology for determining minimum and maximum cash reserves should define reserves in terms of days of operating cash on hand, and should identify components of cash reserves.

#### E. INTERNAL SERVICE FUND – HEALTH BENEFIT FUND RESERVE POLICIES

1. The City will fund a catastrophic and general claim risk reserve for unexpected large losses related to self-insurance healthcare costs managed by a third-party plan administrator and paid through an internal service fund. The following reserves will be maintained within the fund:
  - a. Claim Reserve – Periodically, and at least once every fiscal year, it will be determined by the Human Resources Department in conjunction with the Finance Department whether the fund has a funded liability to pay claims that have already been incurred but not reported as of that day. The plan is also obligated to cover the cost of administering run-out claims in the event that any of the self-insured programs are terminated.
  - b. Contingency Reserve – This reserve augments the Claim Reserve and represents an estimate for claim events that are unforeseen and catastrophic. The Contingency Reserve covers costs associated with such unexpected claims and provides financial capacity for smoothing the catastrophic and general claims payments. The amount of the Contingency Reserve shall be maintained at the minimum of 10% of annual claims up to a maximum of 60 days of average claims expense paid over the prior fiscal year (12 months) for each self-insured program. This Contingency Reserve also supports:

- i. Maintaining cost effective and competitive benefits during periods of economic downturn, reduced revenues or higher expenses;
- ii. Maintaining cost effective and competitive benefits during periods of high medical cost trends, substantial insurance/reinsurance rate increases and an ability to absorb multiple catastrophic medical claims occurring simultaneously; and
- iii. Maintaining flexibility in the fund regarding calculating the degree and amount of risk it is willing to assume on a self-funded basis.

Such reserves will be funded by the City and subscriber (active and retiree) contributions as determined appropriate by the Human Resources Department in conjunction with the Finance Department. Subscriber funds are first in and first out in claim payments; therefore any excess health benefit contributions are City funds.

#### F. OPERATING BUDGET POLICIES – REVENUES AND EXPENDITURES

1. The City will adopt a Balanced Budget annually, with each fiscal year’s budget presented to and passed by City Council before the beginning of that fiscal year and in accordance with state law, the City Charter, and local ordinances.
2. All post-employment and employee benefit systems will be financed in a manner to fully and systematically fund all liabilities. The City will ensure that sufficient funds are contributed each year to the post-employment and employee benefit systems, where sufficient funds is an amount at least equal to the sum of the normal cost plus an amount to amortize the unfunded accrued liability over a closed 30-year period, calculated using the Entry Age Normal Actuarial Cost Method, the market value of assets, and an appropriate discount rate. City Council shall be fully informed if sufficient funds are not allocated in the current budget.
3. Budget presentations to City Council shall identify the extent to which Recurring Revenues are aligned with Recurring Expenditures. If circumstances dictate use of Non-Recurring Revenues for Recurring Expenditures in any fund, justification must be presented to City Council with a plan to end dependence on Non-Recurring Revenue sources.
4. Each enterprise fund of the City shall maintain revenues which support the full (direct and indirect) cost of the services provided.
5. The Mayor has the authority to transfer funds to and from the budget accounts within any department without limitation. In addition, the Mayor can authorize the transfer of funds from one department to another department within the same fund; however, such transfer cannot exceed 5% of the budget expenditure account group for the department from which funds are transferred.
6. A comprehensive analysis of City fees and rates shall be performed at least every five years by an independent outside third-party contractor in conjunction with the Department administering the fee and the Finance Department, except for impact fees, which shall be made at least every ten years, and presented to BFA. Fees may be adjusted by ordinance during the interim period based on supplemental analysis whenever there have been significant changes in the method, level or cost of service delivery (including automatic fee and rate adjustments per City ordinance).

7. All General Fund revenues and resources, not including those identified in the adopted budget as Beginning Fund Balance – Unassigned, received in a fiscal year in excess of the adopted and amended annual operating budget (for same fiscal year) shall be designated to the Fund Balance and shall not be appropriated for expenditures except by ordinance. Pass-through funds not included in this calculation include, but are not limited to:
  - a. Hotel Occupancy Tax Revenues – pass-through payments to partner organizations for attraction of tourists and convention delegates, promotion and development of the arts, historic preservation and restoration, and other related purposes permitted by state and local law;
  - b. Sales Tax Revenues – pass-through payment to Limited Partnership Annexations and transfers related to Chapter 380 agreements;
  - c. Property Tax – pass-through transfer amount to the Dedicated Drainage and Street Renewal Fund for captured revenue and transfers related to Chapter 380 agreements;
  - d. Municipal Service Fees revenues – pass-through transfer amount to Police Special Service Fund for police services in certain reinvestment zones and;
  - e. Other collection revenues – payment to vendors based on commission-based contracts.
8. A City employee compensation study shall be performed by an independent outside third-party contractor and presented to BFA at least every three years by the Human Resources Department in conjunction with the Finance Department. The compensation study shall review total compensation to include salary, overtime, medical benefits, paid leave, physical training leave, disability insurance, life insurance, retirement benefits, educational assistance programs, and all other compensation elements.
9. The City’s operating budget shall include the required level of annual Operating Maintenance funding for facilities, fleet, equipment and technology necessary to maximize service efficiencies and to minimize the lifecycle cost of each asset. Operating Maintenance funding will be prioritized each year to ensure capital facilities and equipment are sufficiently maintained and maintenance is not deferred to future years. To implement this policy, funding for Operating Maintenance of General Fund facilities shall be increased by at least 0.25% each fiscal year beginning in FY 2016 and continuing until annual funding reaches at least 2% of Current Replacement Value at which time it will remain constant.
10. All Requests for Council Action that request funding not in the adopted budget (e.g., establishing a new service not in the budget, increasing enforcement above the level established in the budget, etc.) must be accompanied by a Fiscal Note that includes start-up costs of the program/project and the projected operating and maintenance costs for a minimum of five years, as well as identification of corresponding budgetary savings or other funding source necessary to meet funding needs.

#### G. CAPITAL ASSET MANAGEMENT POLICIES

1. The five-year CIP shall be presented to and passed by City Council annually before the end of the preceding fiscal year.

2. Capital projects may not be included in the CIP without identified funding. Identified funding includes funds that are reasonably anticipated such as grants that have been awarded but not yet funded. Identified funding may also include proceeds from an anticipated future bond election.
3. A five-year operating budget impact projection for all projects shall be reported in the CIP.
4. The City shall prioritize Asset Renewal and Replacement of existing facilities over new facilities.
5. All CIP-related Requests for Council Action must include a Fiscal Note that includes design and construction costs of the program/project and the projected operating and maintenance costs for a minimum of five years, as well as a reference to the item in the CIP where funding for the request is designated.
6. For each new General Fund facility (i.e., not part of an enterprise fund) or Major Renovation of a General Fund facility, beginning in FY 2016, 2% of the Current Replacement Value shall be included for capital maintenance in each fiscal year of the immediately following CIP and every CIP thereafter until that facility is sold or otherwise disposed of. Such funds may be used on any owned General Fund facility.

#### H. LONG-TERM FINANCIAL PLANNING POLICIES

1. A five-year General Fund financial forecast shall be presented to BFA and provided to City Council annually in advance of the release of the proposed budget. The five-year forecast will include:
  - a. An in-depth analysis of revenues, expenditures, and all long-term obligations including debt, pensions, health benefits, accrued leave, facilities (needs, maintenance, utilization), fleet and information technology;
  - b. A plan for eliminating any funding shortfalls that would prevent adoption of a Balanced Budget in any year covered by the five-year forecast; and
  - c. Identification of requirements for achieving a Structural Balanced Budget in the upcoming fiscal year and the subsequent fiscal year, including a list of options for eliminating any funding shortfalls preventing achievement of a Structural Balanced Budget for the upcoming fiscal year and the subsequent fiscal year.
2. At least once every five years, the City shall use an independent outside third-party actuary to project the costs of its pension plans and unfunded liabilities for a period of 30 years or some other appropriate time horizon recommended by the City's actuary and approved by City Council. Costs shall be projected using the plans' assumed investment rates of return and under three downside scenarios that anticipate lower investment rates of return.

#### I. DEBT MANAGEMENT POLICIES

1. It is the City's goal to at least maintain the current credit ratings on each type of City credit or enterprise fund as of the date of adoption of these policies.
2. The debt service Fund Balance as of each fiscal year end relating to debt secured by ad valorem taxes shall be no less than debt service payments due within the first 180 days of the following fiscal year.

3. A standardized presentation format for proposed debt transactions will be adopted by BFA. Presentations of debt transactions to BFA shall at least include the following information: revenue source securing the debt, uses of the debt proceeds, estimated weighted average life of the debt, estimated change to the overall weighted average life of outstanding debt, estimated present value savings as applicable, estimated true interest cost, anticipated date of pricing and closing.
4. Debt financing in excess of one year shall be limited to capital expenditures for assets, asset lots of similar items, or asset improvements costing more than \$50,000 and having a useful life of more than three years.
5. Any capital project financed through the issuance of bonds shall be financed for a period not to exceed the average expected life of the assets.
6. Each fiscal year, the City will use that year's General Obligation (GO) debt service payment as a baseline to establish an index reflecting 4% annual growth in the City's GO debt service (i.e., if the current fiscal year's debt service is \$100, then the debt service index for subsequent years would be \$104, \$108.16, \$112.49, \$116.99, etc.). If any proposed action by the City (e.g., adoption of the CIP, or Council authorization of debt issuance) is to cause the GO debt service schedule as projected by the City's Financial Advisor to exceed the index in FY 2019 and/or any subsequent year(s), a funding mechanism (e.g., reduced expenditures or increased revenue) must be identified to offset the amount(s) by which the proposed debt service payment(s) exceed the index. For purposes of this section, "identification" of a funding mechanism is satisfied by presentation to BFA and/or City Council prior to any action that would incur GO debt.
7. Through greater emphasis on pay-as-you-go infrastructure funding, it is the City's goal to reduce the General Fund transfer for debt service while remaining in compliance with all relevant bond or other debt covenants and indentures. Toward this goal and in compliance with such covenants, the maximum annual General Fund transfer for debt service is to be maintained at 20% of General Fund revenues (excluding state and federal grants) until FY 2019. Beginning in FY 2019 and in each subsequent fiscal year, the maximum annual General Fund transfer for debt service is to be reduced by 0.5% annually until it reaches 10% of General Fund revenues (excluding state and federal grants), at which point the maximum is to be held constant and remain at 10%.
8. The City's desired target for average weighted General Obligation bond maturities is 12 years or less.
9. When refunding debt, the average weighted maturity of the refunded bonds may not be extended by more than one year unless approved by a two-thirds vote of the City Council present and voting.
10. Other than periodic refundings of commercial paper in accordance with routine City business, the City may initiate a refunding of outstanding debt when:
  - a. A refinancing is expected to relieve the City of financially restrictive covenants;
  - b. A refinancing is expected to significantly reduce the remaining term of the debt being refunded; or

- c. At the transaction's initiation, the City's financial advisors project net present value savings of at least:
  - i. 3% for Current Refundings, unless the final maturity of the refunded bonds is less than five years, in which case the bonds may be refunded for any savings if the final maturity of the bonds refunded is not extended; and
  - ii. 5% for Advance Refundings, unless the final maturity of the refunded bonds is less than five years, in which case the bonds may be refunded for any savings if the final maturity of the bonds refunded is not extended.

The Finance Working Group will be responsible for confirming that one of the above conditions exists.

- 11. All City financings must comply with applicable Federal, State and Local legal requirements; the Finance Working Group and City Council must approve the issue; the City must analyze the long-term affordability of the debt and assess the issue's impact on the City's self-imposed financial limitations on indebtedness.
- 12. The City shall review all outstanding debt at least annually for the purposes of identifying refunding opportunities.
- 13. A formal Request for Information (RFI) process shall be conducted by the Finance Working Group annually when selecting underwriters in order to promote fairness, objectivity and transparency. The selection committee shall report results of the RFI process to BFA and present recommendations for transactions expected to occur during the following year. RFIs shall include questions related to the areas listed below to distinguish firms' qualifications and experience, including but not limited to:
  - a. Relevant experience of the firm and the individuals assigned to the issuer, and the identification and experience of the individual in charge of day-to-day management of the bond sale, including both the investment banker(s) and the underwriter(s);
  - b. A description of the firm's bond distribution capabilities including the experience of the individual primarily responsible for underwriting the proposed bonds. The firm's ability to access both retail and institutional investors should be described;
  - c. Demonstration of the firm's understanding of the issuer's financial situation, including ideas on how the issuer should approach financing issues such as bond structures, credit rating strategies and investor marketing strategies;
  - d. Demonstration of the firm's knowledge of local political, economic, legal or other issues that may affect the proposed financing;
  - e. Documentation of the underwriter's participation in the issuer's recent competitive sales or the competitive sales of other issuers in the same state;
  - f. Analytic capability of the firm and assigned investment banker(s);
  - g. Access to sources of current market information to provide bond pricing data before, during, and after the sale;

- h. Any finder's fees, fee splitting, or other contractual arrangements of the firm that could present a real or perceived conflict of interest, as well as any pending investigation of the firm or enforcement or disciplinary actions taken within the past three years by the Securities and Exchange Commission, the Municipal Securities Rulemaking Board, or any other regulatory agency.

#### J. ACCOUNTING, AUDITING AND FINANCIAL REPORTING POLICIES

1. Single Audit Report or other audits of Federal and State grant funds will be performed in compliance with applicable provisions of the Single Audit Act, applicable Office of Management and Budget Circulars, and other relevant federal, state and local rules and regulations.
2. Annual financial statements will be prepared in accordance with Generally Accepted Accounting Principles.
3. An annual audit will be performed by an independent public accounting firm in accordance with Generally Accepted Government Auditing Standards and the opinion will be included in the Comprehensive Annual Financial Report.
4. To the extent practicable, all Component Units of the City must follow all City accounting, audit and financial reporting policies.
5. The City will conduct a soft close of its books quarterly within 15 calendar days of quarter end for the first three quarters of any fiscal year. All normal business entries will be booked prior to fiscal year-end soft close, which will occur within 65 calendar days of year end. This policy shall be implemented beginning with a soft close at the end of the first quarter of FY 2016. Directors in charge of each fund, including grants, will submit certification upon close that include:
  - a. All daily operational financial transactions have been recorded;
  - b. All accounting system modules/subsidiary ledgers have been reconciled;
  - c. All journal entries have been recorded [for example, bond issuance transactions, expenditures related to work in process and impact on capitalization, etc.];
  - d. All material journal entries have been reviewed and approved;
  - e. All balance sheet accounts have been reconciled and are materially correct;
  - f. All income and expense accounts have been reviewed and are materially correct; and
  - g. Management review of accounts has occurred.
6. The Single Audit Report (annual audit) and the accompanying auditor's letter to management shall be released to City Council and published prominently on the City's website within 30 days of receipt from the auditor.
7. At least every two years, the Finance Working Group shall develop and update a written disclosure policy consistent with federal securities law and the City's continuing disclosure undertakings with respect to the City's outstanding debt.

#### K. INTERNAL CONTROL OVER FINANCIAL REPORTING POLICIES

1. The goals and objectives of the City's internal controls policies are to protect public assets and to foster reliance on public information for decision-making purposes at all levels both internally and externally.
2. The Mayor, City Council, City Controller, Finance Director and all department directors shall establish the presence of integrity, ethics, competence and a positive control environment.
3. Managers and supervisory personnel are responsible for establishing, executing, and maintaining control policies and procedures at the detail level within their specific business units.
4. The City's internal control structure will be based on the Committee of Sponsoring Organizations of the Treadway Commission on Fraudulent Financial Reporting (COSO) framework and comprised of the following five elements:
  - a. Control Environment – Factors include integrity and ethical values, commitment to competence, leadership philosophy and operating style, assignment of authority and responsibility, and policies and procedures;
  - b. Risk Assessment – Routine assessment of risk and its impact on internal controls;
  - c. Control Activities – Such as segregation of duties, authorization of transactions, retention of records, supervision or monitoring of operations, physical safeguards, etc.;
  - d. Information and Communication – Policies and procedures are documented and accessible; and
  - e. Monitoring – Assessment of the quality of performance over time and to determine whether controls are effective and track resolution achievements of identified problems.
5. The Single Audit Report as addressed in J.6. above shall include a report on the sufficiency of the City's internal controls over financial reporting, and shall include or be accompanied by management's response to the report; these shall also be released to City Council and published prominently on the City's website within 30 calendar days of receipt (for the report) or completion (for management's response if not included in the report).

#### L. LOCAL ECONOMIC DEVELOPMENT POLICIES

1. The City shall define its scope of economic development emphasis through three distinct priorities:
  - Priority 1:** Through collaborative development partnerships and strategic use of financial resources, continue to support the defined industries (Energy, Aerospace, Manufacturing and Distribution, Biotech and Medical) that make up our competitive advantage and are recognized as the dominant economic contributors to the employment and capital base.
  - Priority 2:** Deploy financial resources to underutilized, unproductive target areas (distressed, declining, brownfield or poor performing) to enhance their long term sustainability.

**Priority 3:** Create programs designed to address a specific development deficiency within a defined geographic boundary with the intended outcome of stabilizing the local area.

2. The City shall perform market and business analyses to identify target areas to focus its efforts. One such analysis is statistical cluster analysis to determine hotspots of infrastructure gaps, specific development deficiencies, high unemployment areas, inadequate quality of life, assets, housing disparities and insufficient access to food. The City shall regularly evaluate and confirm industry clusters and business sectors that create its distinct competitive advantage and establish the criteria, guidelines and performance metrics by which to evaluate projects submitted for certain incentive consideration.
3. The City shall identify target areas that are distressed or otherwise deficient in any development category and impairing economic production and establish the criteria, guidelines and performance metric by which to evaluate projects submitted for certain incentive consideration.
4. The City shall determine the most appropriate economic development program(s) available to address the economic situation or priority and where applicable engage public or private partners to contribute financial or other resources to achieve the desired economic or development outcome.
5. The City shall set forth project eligibility criteria to include: minimum job creation, minimum compensation levels, minimum private investment, justification for public participation qualifying public improvements, maximum public investment, term of incentive, financial viability of developer, public purpose for financial assistance, risks associated with public investment, financing instruments, and total project costs.
6. Standardized presentation, application and evaluation formats will be adopted by BFA for use in consideration of economic development projects.
7. The standard application format for economic development projects shall include, but is not limited to, the following:
  - a. Name of the applicant;
  - b. General nature of the applicant's investment;
  - c. Relationship between the applicant's industry and the types of jobs to be created by the applicant;
  - d. Relative level of the applicant's investment per job to be created by the applicant;
  - e. Number of jobs to be created by the applicant;
  - f. Wages, salaries, and benefits to be offered by the applicant to the job holders, the ability of the applicant to locate or relocate in another state, or another city in the region;
  - g. Financial impact the project will have on the City;
  - h. Number of similar projects, if applicable, completed in the City during the two years preceding the date of application submittal; and
  - i. Projected market value of the proposed project.

8. The standard evaluation criteria for economic development projects shall include, but is not limited to, the following:
  - a. Scope and appropriateness of economic development tools;
  - b. Eligibility in accordance with L.5. above;
  - c. Compliance with the City's standard application format; and
  - d. Performance for any prior approved projects.
9. The Mayor's designee, in conjunction with the City Attorney, shall establish procedures by which the City shall recoup its investment in the event a project fails to comply with the terms of its agreement.
10. The Mayor's designee shall report annually to BFA detailing the progress of each active project in which the City has provided an incentive. A project shall not be deemed inactive and removed from the report until the project has achieved its goals or the City has recouped its investment. The report shall include, but is not limited to, the following:
  - a. Amount of the investment each recipient committed to expend or allocate;
  - b. Amount of the investment each recipient expended or allocated per project;
  - c. Market value of the property of each recipient as determined by appraiser;
  - d. Number of jobs each recipient of an incentive committed to create;
  - e. Number of new jobs each recipient actually created, median wage of the new jobs created, and the number of jobs created that provide health benefits for employees.

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

District B

Item Creation Date: 10/29/2014

ARA-RETAIL WATER AND SEWER RATES OF BLUE BELL MANOR UTILITY COMPANY, INC

Agenda Item#: 16.

**Summary:**

ORDINANCE relating to the Retail Water and Sewer Rates of **BLUE BELL MANOR UTILITY COMPANY, INC**; suspending for ninety days the effective date of the new rates and maintaining the current rates of Blue Bell Manor Utility Company, Inc., within the City of Houston, Texas, until changed as provided by the Texas Water Code - **DISTRICT B - DAVIS**

**Background:**

The Administration & Regulatory Affairs Department (“ARA”) recommends that City Council adopt an ordinance suspending for 90 days the effective date of new retail water and sewer rates proposed by Blue Bell Manor Utility Company, Inc. (“Blue Bell”) and maintaining the current rates that shall constitute the legal rates of Blue Bell within the City of Houston (“City” or “Houston”) until changed.

Blue Bell is an investor owned water/wastewater utility (“IOU”) with the exclusive authority to provide water and sewer services to customers within its certificated services areas as granted under Certificate of Convenience (“CCN”) No. 10963 (water) and No. 20722 (sewer). CCNs are issued by the Public Utility Commission of Texas (“PUC”) and are granted for an indefinite period of time. Prior to the recent transfer of the economic regulation of water and sewer utilities to the PUC, CCNs were issued by the Texas Commission on Environmental Quality. The City of Houston exercises original jurisdiction over the rates, operations and services of Blue Bell under the provisions of the Texas Water Code for customers within city limits.

On October 22, 2014, Blue Bell filed an application with the City to increase its water and sewer rates for customers served by the Blue Bell Manor, Dogwood Tree, Marek Road, Sundale, Quailwood and Kaltenbrun systems. According to Blue Bell, three of the 605 customers are located within the City of Houston. If the requested adjustment is approved, the three customers will experience an approximate 12% increase (based on 8,000 gallons monthly usages) in water rates and a 116% increase in sewer rates. The overall increase per customer will vary depending on individual usage. Table 3 (attached) shows the comparison of current versus proposed rates based on usage. Tables 1 and 2 (also attached) outline the current versus proposed rates. The three City of Houston customers are commercial accounts equipped with 2” meters.

Pursuant to the Texas Water Code, the new rates will take effect for in-City customers on November 26, 2014, 35 days after filing with the City, unless the City takes action. Suspending the rates for 90 days to February 24, 2015 will provide City staff the time necessary to review the request and to prepare a final recommendation. A water/sewer analyst will be engaged to assist with the review.

ARA recommends that City Council adopt an ordinance suspending for 90 days the effective date of Blue Bell’s proposed rates and maintaining Blue Bell’s existing rates in effect.

**Contact Information:**

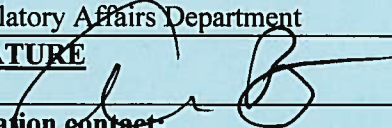
Lara Cottingham Phone: (832) 393-8503

Alisa Talley Phone: (832) 393-8531

**ATTACHMENTS:**

Description	Type
☐ 10.29.2014 Blue Bell Suspend RCA	Signed Cover sheet
☐ Table 1 and 2 - Blue Bell RCA	Contract/Exhibit
☐ Table 3 - Blue Bell RCA	Contract/Exhibit
☐ Blue Bell Ordinance	Ordinance/Resolution/Motion

**REQUEST FOR COUNCIL ACTION**

<b>TO:</b> Mayor via City Secretary		<b>RCA#</b>	
<b>Subject: AN ORDINANCE RELATING TO THE RETAIL WATER AND SEWER RATES OF BLUE BELL MANOR UTILITY COMPANY, INC.; SUSPENDING FOR NINETY DAYS THE EFFECTIVE DATE OF THE NEW RATES AND MAINTAINING THE CURRENT RATES WITHIN THE CITY OF HOUSTON, TEXAS</b>		<b>Category #</b>	<b>Page 1 of 1</b> <b>Agenda Item</b>
<b>FROM (Department or other point of origin):</b> Tina Paez, Director Administration & Regulatory Affairs Department		<b>Origination Date</b> October 29, 2014	<b>Agenda Date</b>
<b>DIRECTOR'S SIGNATURE</b> 		<b>Council District(s) affected:</b> B	
<b>For additional information contact:</b> Lara Cottingham <b>Phone: (832) 393-8503</b> Alisa Talley <b>Phone: (832) 393-8531</b>		<b>Date and Identification of prior authorizing Council Action:</b> N/A	
<b>RECOMMENDATION: (Summary)</b> Adopt an ordinance relating to the retail water and sewer rates of Blue Bell Manor Utility Company, Inc.; suspending for ninety days the effective date of the new rates and maintaining the current rates within the City of Houston until changed.			
<b>Amount of Funding:</b>			<b>FIN Budget</b>
<b>SOURCE OF FUNDING:</b>			
<b>SPECIFIC EXPLANATION:</b>  The Administration & Regulatory Affairs Department ("ARA") recommends that City Council adopt an ordinance suspending for 90 days the effective date of new retail water and sewer rates proposed by Blue Bell Manor Utility Company, Inc. ("Blue Bell") and maintaining the current rates that shall constitute the legal rates of Blue Bell within the City of Houston ("City" or "Houston") until changed.  Blue Bell is an investor owned water/wastewater utility ("IOU") with the exclusive authority to provide water and sewer services to customers within its certificated services areas as granted under Certificate of Convenience ("CCN") No. 10963 (water) and No. 20722 (sewer). CCNs are issued by the Public Utility Commission of Texas ("PUC") and are granted for an indefinite period of time. Prior to the recent transfer of the economic regulation of water and sewer utilities to the PUC, CCNs were issued by the Texas Commission on Environmental Quality. The City of Houston exercises original jurisdiction over the rates, operations and services of Blue Bell under the provisions of the Texas Water Code for customers within city limits.  On October 22, 2014, Blue Bell filed an application with the City to increase its water and sewer rates for customers served by the Blue Bell Manor, Dogwood Tree, Marek Road, Sundale, Quailwood and Kaltenbrun systems. According to Blue Bell, three of the 605 customers are located within the City of Houston. If the requested adjustment is approved, the three customers will experience an approximate 12% increase (based on 8,000 gallons monthly usages) in water rates and a 116% increase in sewer rates. The overall increase per customer will vary depending on individual usage. Table 3 (attached) shows the comparison of current versus proposed rates based on usage. Tables 1 and 2 (also attached) outline the current versus proposed rates. The three City of Houston customers are commercial accounts equipped with 2" meters.  Pursuant to the Texas Water Code, the new rates will take effect for in-City customers on November 26, 2014, 35 days after filing with the City, unless the City takes action. Suspending the rates for 90 days to February 24, 2015 will provide City staff the time necessary to review the request and to prepare a final recommendation. A water/sewer analyst will be engaged to assist with the review.  ARA recommends that City Council adopt an ordinance suspending for 90 days the effective date of Blue Bell's proposed rates and maintaining Blue Bell's existing rates in effect.			
<b>REQUIRED AUTHORIZATION</b>			
<b>FIN Department:</b>	<b>Other Authorization:</b>	<b>Other Authorization:</b>	

**Table 1  
Blue Bell Manor Current vs. Proposed Water Rates  
Based on 8,000 gallons**

<b>Meter Size</b>	<b>No. of Customers</b>	<b>Existing Rates</b>	<b>Proposed Rates</b>	<b>Variance</b>	<b>% Increase/Decrease</b>
5/8" X 3/4"	-	\$ -	\$ -	\$ -	
3/4"	-	\$ 33.13	\$ 38.00	\$ 4.87	14.70%
1"	-	\$ -	\$ 53.73	\$ 53.73	
1-1/2"	-	\$ -	\$ 93.05	\$ 93.05	
2"	-	\$ 125.00	\$ 140.24	\$ 15.24	12.19%
3"	-	\$ -	\$ 250.35	\$ 250.35	
4"	-	\$ -	\$ 486.30	\$ 486.30	
Rates per 1,000 over the minimum		\$ 1.50	\$ 1.80		
GRP per 1000		0	\$ 0.95		
Regulatory Assessment / base rate and gallonage charges		1%	1%		

**Table 2  
Blue Bell Manor Current vs. Proposed Sewer Rates  
Flat Rates**

<b>Meter Size</b>	<b>No. of Customers</b>	<b>Existing Rates</b>	<b>Proposed Rates</b>	<b>Variance</b>	<b>% Increase/Decrease</b>
5/8" X 3/4"	-	\$ -	\$ -	\$ -	
3/4"	-	\$ 28.01	\$ 32.36	\$ 4.35	15.53%
1"	-	\$ -	\$ 53.93	\$ 53.93	
1-1/2"	-	\$ -	\$ 107.85	\$ 107.85	
2"	-	\$ 80.00	\$ 172.56	\$ 92.56	115.70%
3"	-	\$ -	\$ 323.55	\$ 323.55	
4"	-	\$ -	\$ 647.10	\$ 647.10	
Rates per 1,000 over the minimum		\$ -	\$ -		
Regulatory Assessment / base rate and gallonage charges		1%	1%		

**Table 3**  
**Current versus Proposed Rates for Blue Bell Manor**  
**Effect on Customer Bills - Customers with 2" Meters (3 Commercial Customers)**

	Water				Sewer				Water and Sewer			
	Current Customer Bill	Proposed Rates	Current vs. Proposed	Current vs. Proposed	Current Customer Bill	Proposed Rates	Current vs. Proposed	Current vs. Proposed	Current Customer Bill	Proposed Rates	Current vs. Proposed	Current vs. Proposed
1,000	\$ 125.00	\$ 140.24	\$ 15.24	12.19%	\$ 80.00	\$ 172.56	\$ 92.56	115.70%	\$ 205.00	\$ 312.80	\$ 107.80	52.59%
2,000	\$ 125.00	\$ 140.24	\$ 15.24	12.19%	\$ 80.00	\$ 172.56	\$ 92.56	115.70%	\$ 205.00	\$ 312.80	\$ 107.80	52.59%
3,000	\$ 125.00	\$ 140.24	\$ 15.24	12.19%	\$ 80.00	\$ 172.56	\$ 92.56	115.70%	\$ 205.00	\$ 312.80	\$ 107.80	52.59%
4,000	\$ 125.00	\$ 140.24	\$ 15.24	12.19%	\$ 80.00	\$ 172.56	\$ 92.56	115.70%	\$ 205.00	\$ 312.80	\$ 107.80	52.59%
5,000	\$ 125.00	\$ 140.24	\$ 15.24	12.19%	\$ 80.00	\$ 172.56	\$ 92.56	115.70%	\$ 205.00	\$ 312.80	\$ 107.80	52.59%
6,000	\$ 125.00	\$ 140.24	\$ 15.24	12.19%	\$ 80.00	\$ 172.56	\$ 92.56	115.70%	\$ 205.00	\$ 312.80	\$ 107.80	52.59%
7,000	\$ 125.00	\$ 140.24	\$ 15.24	12.19%	\$ 80.00	\$ 172.56	\$ 92.56	115.70%	\$ 205.00	\$ 312.80	\$ 107.80	52.59%
8,000	\$ 125.00	\$ 140.24	\$ 15.24	12.19%	\$ 80.00	\$ 172.56	\$ 92.56	115.70%	\$ 205.00	\$ 312.80	\$ 107.80	52.59%
9,000	\$ 125.00	\$ 142.04	\$ 17.04	13.63%	\$ 80.00	\$ 172.56	\$ 92.56	115.70%	\$ 205.00	\$ 314.60	\$ 109.60	53.46%
10,000	\$ 125.00	\$ 143.84	\$ 18.84	15.07%	\$ 80.00	\$ 172.56	\$ 92.56	115.70%	\$ 205.00	\$ 316.40	\$ 111.40	54.34%
20,000	\$ 140.00	\$ 161.84	\$ 21.84	15.60%	\$ 80.00	\$ 172.56	\$ 92.56	115.70%	\$ 220.00	\$ 334.40	\$ 114.40	52.00%
30,000	\$ 155.00	\$ 179.84	\$ 24.84	16.03%	\$ 80.00	\$ 172.56	\$ 92.56	115.70%	\$ 235.00	\$ 352.40	\$ 117.40	49.96%
40,000	\$ 170.00	\$ 197.84	\$ 27.84	16.38%	\$ 80.00	\$ 172.56	\$ 92.56	115.70%	\$ 250.00	\$ 370.40	\$ 120.40	48.16%
50,000	\$ 185.00	\$ 215.84	\$ 30.84	16.67%	\$ 80.00	\$ 172.56	\$ 92.56	115.70%	\$ 265.00	\$ 388.40	\$ 123.40	46.57%
60,000	\$ 200.00	\$ 233.84	\$ 33.84	16.92%	\$ 80.00	\$ 172.56	\$ 92.56	115.70%	\$ 280.00	\$ 406.40	\$ 126.40	45.14%
70,000	\$ 215.00	\$ 251.84	\$ 36.84	17.13%	\$ 80.00	\$ 172.56	\$ 92.56	115.70%	\$ 295.00	\$ 424.40	\$ 129.40	43.86%
80,000	\$ 230.00	\$ 269.84	\$ 39.84	17.32%	\$ 80.00	\$ 172.56	\$ 92.56	115.70%	\$ 310.00	\$ 442.40	\$ 132.40	42.71%
90,000	\$ 245.00	\$ 287.84	\$ 42.84	17.49%	\$ 80.00	\$ 172.56	\$ 92.56	115.70%	\$ 325.00	\$ 460.40	\$ 135.40	41.66%
100,000	\$ 260.00	\$ 305.84	\$ 45.84	17.63%	\$ 80.00	\$ 172.56	\$ 92.56	115.70%	\$ 340.00	\$ 478.40	\$ 138.40	40.71%
200,000	\$ 410.00	\$ 485.84	\$ 75.84	18.50%	\$ 80.00	\$ 172.56	\$ 92.56	115.70%	\$ 490.00	\$ 658.40	\$ 168.40	34.37%

Note: Regulatory assessments/ fees are not included in the above rates.

City of Houston, Texas Ordinance No. 2014-\_\_\_\_\_

**AN ORDINANCE RELATING TO THE RETAIL WATER AND SEWER RATES OF BLUE BELL MANOR UTILITY COMPANY, INC.; SUSPENDING FOR NINETY DAYS THE EFFECTIVE DATE OF THE NEW RATES AND MAINTAINING THE CURRENT RATES OF BLUE BELL MANOR UTILITY COMPANY, INC. WITHIN THE CITY OF HOUSTON, TEXAS, UNTIL CHANGED AS PROVIDED BY THE TEXAS WATER CODE; CONTAINING FINDINGS AND OTHER PROVISIONS RELATING TO THE FOREGOING SUBJECT; PROVIDING FOR SEVERABILITY; AND DECLARING AN EMERGENCY.**

\* \* \* \* \*

**WHEREAS**, Blue Bell Manor Utility Company, Inc. ("Blue Bell Manor"), filed an Application for Rate/Tariff Change ("New Rates") on October 22, 2014, with the City Secretary for the City of Houston, Texas ("the City"); and

**WHEREAS**, the Texas Water Code and Texas Administrative Code allow the City as local regulatory authority to suspend the proposed effective date of the New Rates for ninety days from the date the New Rates would otherwise take effect (the "Suspension Period"); and

**WHEREAS**, under the Water Code and Rules, Blue Bell Manor is allowed to collect the New Rates through customer bills rendered on the first day of the billing period on or after November 26, 2014, unless the City Council acts sooner to either approve alternative rates or suspend the proposed effective date of the New Rates; and

**WHEREAS**, TEX. WATER CODE ANN. § 13.1871(s) further allows the City to set interim rates to remain in effect during the Suspension Period until the City Council's final determination on the New Rates; and

**WHEREAS**, during the Suspension Period, the City will review the New Rates and prepare a rate ordinance recommendation; and

**WHEREAS**, the City Council finds that it is in the best interests of the in-City Blue Bell Manor customers for the City to fix interim rates to remain in effect during the Suspension Period; and

**WHEREAS**, the City Council finds that it is in the best interests of the in-City Blue Bell Manor customers to continue the Blue Bell Manor rates in effect as of October 22, 2014, for in-City customers (the "Current Rates") until the conclusion of the Suspension Period; **NOW, THEREFORE**,

**BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF HOUSTON, TEXAS:**

**Section 1:** That the facts contained in the recitals hereto are hereby found to be true and correct and are hereby adopted as part of this Ordinance.

**Section 2:** That the effective date of the New Rates is hereby suspended for ninety days beyond November 26, 2014, the date the New Rates would otherwise be effective.

**Section 3:** That the Current Rates shall remain in effect until the earlier of the expiration of the Suspension Period or the adoption of a replacement rate ordinance by this Council.

**Section 4:** That all terms and conditions specified in the Current Rates are further hereby incorporated as though set forth verbatim and are hereby approved and ratified. The Mayor, or in the absence of the Mayor, the Mayor Pro Tem, is hereby authorized to execute all related documents on behalf of the City of Houston, and to take all actions necessary to effectuate the City's intent and objectives in approving the Current Rates in the event of changed circumstances. The City Secretary, or in the absence of the City Secretary, the Assistant City Secretary, is hereby authorized to attest to all such signatures and to affix the seal of the City to all such documents. The City Attorney is hereby authorized to take all action necessary to enforce all legal obligations under the Current Rates without further authorization from the City Council.

**Section 5:** That if any provision, section, subsection, sentence, clause or phrase of this ordinance, or the application of same to any person or set of circumstances is for any reason held to be invalid, the validity of the remaining portions of this ordinance or

their application to other persons or sets of circumstances shall not be affected thereby, it being the intent of the City Council in adopting this ordinance that no portion hereof or provision or regulation contained herein shall become inoperative or fail by reason of any unconstitutionality, voidness or invalidity of any other portion hereof, and all provisions of this ordinance are declared to be severable for that purpose.

**Section 6:** That the City Council officially finds, determines, recites and declares that a sufficient written notice of the date, hour, place and subject of this meeting of the City Council was posted at a place convenient to the public at the City Hall of the City for the time required by law preceding this meeting, as required by the Open Meetings Law, Chapter 551, Texas Government Code; and that this meeting has been open to the public as required by law at all times during which this ordinance and the subject matter thereof has been discussed, considered and formally acted upon. The City Council further ratifies, approves and confirms such written notice and the contents and posting thereof.

**Section 7:** That all prior Ordinances of the City inconsistent with the terms and conditions hereof are hereby repealed to the extent of the inconsistency and are of no further effect.

**Section 8.** That a public emergency exists requiring that this ordinance be passed finally on the date of introduction as requested in writing by the Mayor; therefore, this ordinance shall be passed finally on such date and shall take effect immediately upon its passage and approval by the Mayor; however, if the Mayor fails to sign this ordinance within five days after its passage and adoption, it shall take effect in

accordance with Article VI, Section 6 of the Houston City Charter.

**PASSED AND ADOPTED** this \_\_\_\_ day of \_\_\_\_\_, 2014.


**APPROVED** this \_\_\_\_ day of \_\_\_\_\_, 2014.

\_\_\_\_\_  
Mayor of the City of Houston

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is \_\_\_\_\_.

\_\_\_\_\_  
City Secretary

Prepared by Legal Dep't.  
YC

  
\_\_\_\_\_  
Senior Assistant City Attorney

Requested by Tina Paez, Director,  
Administration & Regulatory Affairs Department  
L.D. File No. 037140021001

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

District C

Item Creation Date: 10/2/2014

HCD14-94 Bering Omega Community Services

Agenda Item#: 17.

**Summary:**

ORDINANCE approving and authorizing first amendment to contract between the City of Houston and **BERING OMEGA COMMUNITY SERVICES** providing up to \$1,714,050.00 in Housing Opportunities for Persons With AIDS Funds for the continuing administration and operation of a Tenant-Based Rental Assistance Program, Short-Term Rent, Mortgage, and Utility Assistance Program and the provision of other supportive services

**Background:**

The Housing and Community Development Department (HCDD) recommends approval of a first contract amendment between the City of Houston and Bering Omega Community Services (Bering Omega) providing HOPWA funds for the administration of three programs: (1) a Tenant-Based Rental Assistance (TBRA) Program, (2) a Short-Term Rent, Mortgage, Utility Assistance (STRMUA) Program and (3) supportive services that include permanent housing placement (PHP) and adult day care services.

The City will grant Bering Omega up to **\$1,714,050** in HOPWA funds. The project's scope of work provides housing assistance and supportive services to approximately 575 low-income households. Through its rental assistance programs, Bering Omega provides rental subsidies to help participants at risk of becoming homeless obtain emergency and/or permanent housing assistance. Bering Omega also provides supportive services, including financial planning, permanent housing placement, case management and adult day care services. The City provides approximately 74% of the budget for this program, while the remaining 26% is provided by other funding sources.

Category	Total Contract Amount	Percent
Administrative	\$119,231.05	6.96%
Supportive Services	\$68,597.23	4.00%
Supportive Services - PHP	\$76,742.53	4.48%
Tenant-Based Rental Assistance Program	\$907,423.58	52.94%
Short-Term Rent, Mortgage, Utility Program	\$542,055.61	31.62%
<b>Total</b>	<b>\$1,714,050.00</b>	<b>100.00%</b>

HCDD conducted a Request for Proposals (RFP) for fiscal year 2014 and 2015 HOPWA contracts. Bering Omega was one of the agencies selected. The RFP was for fiscal year 2014 with a one-year renewal option for fiscal year 2015. This Ordinance will grant the one-year renewal period from December 1, 2014 through November 30, 2015. Bering Omega has received HOPWA funding through the City of Houston for various contracts since 1994. This item was reviewed by the Housing & Community Affairs Committee on October 21, 2014.

**Prior Council Action:**

1/29/2014; 2014-0076

**Amount of Funding:**

\$1,714,050

**Source of Funding:**

Grant Fund

Housing Opportunities for Persons With AIDS (HOPWA)

**Contact Information:**

Stephen Tinnermon  
(713) 868-8448

**ATTACHMENTS:**

Description

Type

- 📁 HCD14-94 Bering Omega RCA
- 📁 HCD14-94 Ordinance
- 📁 HCD14-94 Bering Omega Linebarger etc.
- 📁 HCD14-94 Bering Omega Finance Docs 1
- 📁 HCD14-94 Bering Omega Finance Docs 2

- Signed Cover sheet
- Ordinance/Resolution/Motion
- Backup Material
- Financial Information
- Financial Information

<b>SUBJECT:</b> An Ordinance authorizing a first contract amendment between the City of Houston and Bering Omega Community Services, providing <b>\$1,714,050</b> in HOPWA funds for the administration of TBRA, STRMUA and supportive services that include permanent housing placement and adult day care services for families affected by HIV/AIDS	<b>Page</b> 1 of 1	<b>Agenda Item</b> #
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<b>FROM:</b> Neal Rackleff, Director Housing and Community Development Department	<b>Origination Date</b> 10/02/2014	<b>Agenda Date</b>
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<b>DIRECTOR'S SIGNATURE:</b>	<b>Council District affected:</b> District C	
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<b>For additional information contact:</b> Stephen Tinnermon Phone: 713-868-8448	<b>Date and identification of prior authorizing Council action:</b> 1/29/2014 ; 2014-0076	
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**RECOMMENDATION:** Approval of an Ordinance authorizing a first contract amendment between the City of Houston and Bering Omega Community Services, providing **\$1,714,050** in HOPWA funds for the administration of TBRA, STRMUA and supportive services that include permanent housing placement and adult day care services for families affected by HIV/AIDS

<b>Amount of Funding:</b>  <b>\$1,714,050</b>	<b>Finance Budget:</b>
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**SOURCE OF FUNDING**                     General Fund                     Grant Fund                     Enterprise Fund

**Housing Opportunities for Persons With AIDS (HOPWA)**

**SPECIFIC EXPLANATION:**

The Housing and Community Development Department (HCDD) recommends approval of a first contract amendment between the City of Houston and Bering Omega Community Services (Bering Omega) providing HOPWA funds for the administration of three programs: (1) a Tenant-Based Rental Assistance (TBRA) Program, (2) a Short-Term Rent, Mortgage, Utility Assistance (STRMUA) Program and (3) supportive services that include permanent housing placement (PHP) and adult day care services.

The City will grant Bering Omega up to **\$1,714,050** in HOPWA funds. The project's scope of work provides housing assistance and supportive services to approximately 575 low-income households. Through its rental assistance programs, Bering Omega provides rental subsidies to help participants at risk of becoming homeless obtain emergency and/or permanent housing assistance. Bering Omega also provides supportive services, including financial planning, permanent housing placement, case management and adult day care services. The City provides approximately 74% of the budget for this program, while the remaining 26% is provided by other funding sources.

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<b>Total</b>	<b>\$1,714,050.00</b>	<b>100.00%</b>

HCDD conducted a Request for Proposals (RFP) for fiscal year 2014 and 2015 HOPWA contracts. Bering Omega was one of the agencies selected. The RFP was for fiscal year 2014 with a one-year renewal option for fiscal year 2015. This Ordinance will grant the one-year renewal period from December 1, 2014 through November 30, 2015. Bering Omega has received HOPWA funding through the City of Houston for various contracts since 1994.

This item was reviewed by the Housing & Community Affairs Committee on October 21, 2014.

NR:EP:MNB:KS  
cc: Legal Department  
Mayor's Office  
City Secretary  
Finance Department

**REQUIRED AUTHORIZATION**

<b>Finance Director:</b>	<b>Other Authorization:</b>	<b>Other Authorization:</b>
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Controller's Office

To the Honorable Mayor and City Council of the City of Houston:

I hereby certify, with respect to the money required for the contract, agreement, obligation or expenditure contemplated by the ordinance set out below that:

- Funds have been encumbered out of funds previously appropriated for such purpose.
- Funds have been certified and designated to be appropriated by separate ordinance to be approved prior to the approval of the ordinance set out below.
- Funds will be available out of current or general revenue prior to the maturity of any such obligation.
- No pecuniary obligation is to be incurred as a result of approving the ordinance set out below.
- That the money required for the expenditure or expenditures specified below is in the treasury, in the fund or funds specified below, and is not appropriated for any purposes.
- A certificate with respect to the money required for the expenditure or expenditures specified below is attached hereto and incorporated hereby by this reference.
- Other - Grant Funds Available

Date: \_\_\_\_\_, 2014

\_\_\_\_\_  
City Controller of the City of Houston

FUND REF: \_\_\_\_\_ AMOUNT: \_\_\_\_\_ ENCUMB. NO.: \_\_\_\_\_

City of Houston, Texas, Ordinance No. 2014-\_\_\_\_\_

AN ORDINANCE APPROVING AND AUTHORIZING A FIRST AMENDMENT TO CONTRACT BETWEEN THE CITY OF HOUSTON AND BERING OMEGA COMMUNITY SERVICES PROVIDING UP TO \$1,714,050.00 IN HOUSING OPPORTUNITIES FOR PERSONS WITH AIDS ("HOPWA") FUNDS FOR THE CONTINUING ADMINISTRATION AND OPERATION OF A TENANT-BASED RENTAL ASSISTANCE PROGRAM, SHORT-TERM RENT, MORTGAGE, AND UTILITY ASSISTANCE PROGRAM AND THE PROVISION OF OTHER SUPPORTIVE SERVICES; CONTAINING FINDINGS AND OTHER PROVISIONS RELATING TO THE FOREGOING SUBJECT; AND DECLARING AN EMERGENCY.

\* \* \* \*

**BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF HOUSTON, TEXAS:**

**Section 1.** That the City Council hereby approves and authorizes the contract, agreement or other undertaking described in the title of this Ordinance, in substantially the form as shown in the document which is attached hereto and incorporated herein by this reference. The Mayor is hereby authorized to execute such document and all related documents on behalf of the City of Houston. The City Secretary is hereby authorized to attest to all such signatures and to affix the seal of the City to all such documents. The City Attorney is hereby authorized to take all action necessary to enforce legal obligations under said contract without further authorization from City Council.

**Section 2.** That there exists a public emergency requiring that this Ordinance be passed finally on the date of its introduction as requested in writing by the Mayor; therefore, this Ordinance shall be passed finally on such date and shall take effect immediately upon its passage and approval by the Mayor; however, in the event that the Mayor fails to sign this Ordinance within five days after its passage and adoption, it shall take effect in accordance with Article VI, Section 6, Houston City Charter.

**PASSED AND ADOPTED this \_\_\_\_ day of \_\_\_\_\_, 2014.**

**ADOPTED this \_\_\_\_ day of \_\_\_\_\_, 2014.**

\_\_\_\_\_  
Mayor of the City of Houston

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is \_\_\_\_\_.

\_\_\_\_\_  
City Secretary

(Prepared by Legal Dept. Barbara J. Pierce *GW D*)  
(BJP/TE/10/06/14) Senior Assistant City Attorney  
(Requested by Neal Rackleff, Housing and Community Development Department)  
(L.D. File No. 0291000126006)

**FUND REF: \$1,714,050.00**  
Grant Funds  
Housing Opportunities for Persons with AIDS (HOPWA)

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## **FIRST AMENDMENT**

This First Amendment to Contract ("First Amendment") is made and entered into between the **CITY OF HOUSTON** ("City") and **BERING OMEGA COMMUNITY SERVICES** ("Contractor").

**WHEREAS**, the City, acting pursuant to Ordinance No. 2014-76, passed January 29, 2014, entered into a Contract ("Contract") with the Contractor to provide funds in the amount of \$1,714,050.00 for the administration and operation of a tenant based rental assistance program, short-term rent, mortgage and utility assistance program, and the provision of other supportive services ("Project"); and

**WHEREAS**, the City and the Contractor now desire to amend the Contract to (1) extend its term through November 30, 2015; and (2) increase the funding by \$1,714,050.00 to cover the extension period; and

**WHEREAS**, Contractor has implemented and performed the services set forth in the Contract and has agreed to continue to do so throughout the term of the Contract; and

**WHEREAS**, the City is acting pursuant to the authority of chapter 373 and/or 374 of the Local Government Code.

**NOW, THEREFORE**, in consideration of the mutual covenants, agreements and benefits to the City and the Contractor, it is hereby agreed as follows:

### **ARTICLE I**

"The term of this Contract shall commence on January 1, 2014 and end on November 30, 2015, unless sooner terminated as provided for in the Contract."

## ARTICLE II

That Paragraph 3.1 under Article III of the Contract, entitled "Compensation and Payment", be amended to read as follows:

"For and in consideration of the services performed under this Contract, the City agrees to pay Contractor a sum not to exceed Three Million Four Hundred Twenty-Eight Thousand One Hundred and 00/100 Dollars (\$3,428,100.00) as set forth in **EXHIBIT A**, Project Summary, solely for the reimbursement of costs allowable under this Contract and the Grant Agreement with HUD. The aforementioned sum includes the pre-contract services amount of \$121,271.00, set forth under Article XXIV. The City shall not be liable for the reimbursement of any expenses which are not allowable under the terms of this Contract or under the Grant Agreement with HUD.

## ARTICLE III

That Paragraph IV and V under **Exhibit "A"** of the Contract be amended to read as follows:

- IV. "The period of the Contract is from January 1, 2014 – November 30, 2015, subject to the availability of federal funds."
- V. "The maximum compensation for eligible activities under the Contract is \$3,428,100.00. Funding for the Contract is subject to the provisions of ARTICLES III, IV, IX, X, XI, XIV, and XXIV of the Contract."

## ARTICLE IV

That **EXHIBIT "B"** (Scope of Services) of the Contract is hereby amended to add **EXHIBIT "B-1"**, attached hereto and incorporated herein to apply to the extension period of the Contract (December 1, 2014 – November 30, 2015), and all references to **EXHIBIT "B"** in the Contract shall also refer to **EXHIBIT "B-1"**.

**ARTICLE V**

That **EXHIBIT "C"** (Budget) of the Contract is hereby amended to add **EXHIBIT "C-1"**, attached hereto and incorporated herein to apply to the extension period of the Contract (December 1, 2014 – November 30, 2015), and all references to **EXHIBIT "C"** in the Contract shall also refer to **EXHIBIT "C-1."**

**ARTICLE VI**

Except as specifically provided above, no modifications or amendments to the Contract are made or intended hereby, and the Contract, as amended hereby, remains in full force and effect.

**IN WITNESS WHEREOF**, the City and the Contractor have executed this First Amendment to be effective on December 1, 2014, in multiple originals, each of equal force.

**BERING OMEGA  
COMMUNITY SERVICES**

**CITY OF HOUSTON**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

\_\_\_\_\_  
MAYOR

ATTEST/SEAL

\_\_\_\_\_  
CITY SECRETARY

\_\_\_\_\_  
CORPORATE SECRETARY

COUNTERSIGNED:

DATE OF COUNTERSIGNATURE

\_\_\_\_\_  
CITY CONTROLLER

\_\_\_\_\_

APPROVED:

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DIRECTOR, HOUSING AND  
COMMUNITY DEVELOPMENT  
DEPARTMENT

APPROVED AS TO FORM:

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SENIOR ASSISTANT CITY ATTORNEY

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**EXHIBIT B-1**

## EXHIBIT B-1

### SCOPE OF SERVICES

#### BERING OMEGA COMMUNITY SERVICES (CONTRACTOR)

##### A. PROGRAM GOALS:

To provide a minimum of five hundred seventy-five (575) unduplicated, HIV/AIDS individuals and their family members, who meet the eligibility standards set forth at 24 CFR §574.3 with supportive services such as financial planning, adult day care, first month rent and deposit assistance (“permanent housing placement services”), short-term payments of rent, mortgage, utility bills, and tenant-based rental assistance. The philosophy of this program is centered on the idea of empowerment. This program seeks, through budget counseling, financial planning instruction, through actual payment of applicable bills, and through adult day care services to empower persons living with HIV to become actively involved in their well-being. Through direct financial assistance and adult day care services, these programs will encourage clients to regain control of the financial aspects of their lives, to be proactive in planning for their financial future, and to receive necessary life skills training and education which will lead to obtaining and maintaining stable housing.

##### B. PROGRAM OBJECTIVE:

In order to serve its clients and comply with governmental regulations, the Contractor will use its HOPWA funds as follows:

1. To provide housing and supportive services to a minimum of five hundred seventy-five (575) unduplicated individuals with HIV/AIDS by:
  - A. Providing tenant-based rental assistance to one hundred fifty (150) scattered-site units (households) as described at 24CFR §574.300(b)(5) and in accordance with the Budget, attached hereto as **Exhibit C**.
  - B. Providing housing assistance to three hundred twenty-five (325) scattered-site units (households) for short-term rent, mortgage, utility payments to prevent the homelessness of clients and their family members as described at 24CFR §574.300(b)(6) and in accordance with the Budget, attached hereto as **Exhibit C**.
  - C. Providing permanent housing placement services to thirty-five (35) scattered-site units (households) as described at 24CFR §574.300(b)(7) and in accordance with the Budget, attached hereto as **Exhibit C**.
  - D. Providing supportive services such as, case management, financial planning, and adult day care to sixty-five (65) clients as described at 24CFR §574.300(b)(7) and in accordance with the Budget, attached hereto as **Exhibit C**.

2. To provide for administration costs not to exceed 7% of the amount awarded hereunder or any additional amounts that may be awarded, and in accordance with the Budget, attached hereto as **Exhibit C**.
3. To acquire furniture, fixtures and equipment in accordance with Office of Management Budget Circular A-110 for such eligible clients and pursuant to the Budget, attached hereto as **Exhibit C**.
4. To operate tenant-based rental assistance, short-term rent, mortgage, utility assistance, permanent housing placement services, and an adult day care pursuant to applicable standards set forth at 24 CFR §574.310(b), Housing Quality Standards, and (d) Resident rent payment; 24 CFR §574.320, Additional Standards for Rental Assistance; 24 CFR §574.330, Additional Standards for Short-Term Supportive Housing and 24 CFR §574.340, Additional Standards for Community Residences.
5. To comply with other regulations as may be applicable under 24CFR§574.310, General Standards for Eligible Housing Activities.
6. To provide for activity delivery costs as may be applicable.

**C. CONTENT AND OPERATIONS:**

1. The Contractor will provide tenant-based rental assistance, short-term rent, mortgage, utility assistance, permanent housing placement services, supportive services, and adult day care to a minimum of five hundred seventy-five (575) HIV/AIDS infected individuals and their family members.
2. The Contractor will provide services to each eligible individual based on his/her needs assessment.
3. The Contractor will provide tenant-based rental assistance, short-term rent, mortgage, utility assistance, permanent housing placement services to clients five days a week, Monday through Friday, from 8:00 a.m. until 5:00 p.m., at 1429 Hawthorne, Houston, TX 77006.
4. The Contractor will provide adult day care to clients five days each week, Monday through Friday, from 7:00 a.m. until 5:00 p.m. at 1429 Hawthorne, Houston, TX 77006.
5. The clients will be referred to other agencies to provide additional supportive services such as case management, employment assistance, food pantries, and other benefits.

**D. PERFORMANCE MEASURES:**

1. Total number of clients served under the HOPWA program.

2. Total number of households provided with tenant-based rental assistance.
3. Total number of households provided with short-term rental, mortgage and utility assistance.
4. Total number of households provided with permanent housing placement services.
5. Total number of clients served in adult day care.
6. Progress in achieving HOPWA performance outcomes of 80% or greater. The HOPWA performance outcomes goal is that 80% of the HOPWA assisted households be enabled "to establish and/or better maintain a stable living environment in housing that is safe, decent, and sanitary (per the regulations at 24 CFR §574.310(b)) and to reduce their risks of homelessness, and improve access to HIV treatment and other health care and support" through the use of annual resources.

**EXHIBIT C-1**

HOPIWA GRANT PROJECT NAME: (Rating: Orange Community Services)

TOTAL HOPIWA GRANT: \$1,714,483.00

DETAILED PROJECT BUDGET

FTE Annual Amount

ACCOUNT DESCRIPTION	HOPIWA %	ADMIN COSTS	SUPPORT SERVICES COSTS	PHP COSTS	RRBA COSTS	STRALIA COSTS	OPERATIONS COSTS	TOTAL HOPIWA GRANT FY2015	OTHER FUNDING SOURCES	OTHER FUNDING SOURCES	TOTAL PROJECT COSTS	ASSOCIATED WITH PROJECT	TOTAL COSTS
<b>SALARIES, FRINGE BENEFITS &amp; DIRECT DELIVERY COSTS</b>													
<b>Payroll and Personnel Expenses</b>													
<b>Salary and Wages</b>													
1 HA Manager YG	86.15%	\$59,893.00	\$	\$	\$11,343.22	\$34,144.83	\$	\$51,591.51	\$0.00	\$0.00	\$51,591.51	\$0.00	\$51,591.51
1 HA Coordinator AM	76.92%	\$36,996.00	\$	\$	\$23,335.90	\$1,707.51	\$	\$26,458.43	\$0.00	\$0.00	\$26,458.43	\$0.00	\$26,458.43
1 HA Specialist FB	75.95%	\$27,500.00	\$	\$	\$20,249.52	\$2,086.57	\$	\$20,668.43	\$0.00	\$0.00	\$20,668.43	\$0.00	\$20,668.43
1 HA Specialist EO	70.92%	\$27,500.00	\$	\$	\$21,432.19	\$	\$	\$21,432.19	\$0.00	\$0.00	\$21,432.19	\$0.00	\$21,432.19
1 HA Specialist DH	70.92%	\$27,500.00	\$	\$	\$23,988.78	\$	\$	\$23,988.78	\$0.00	\$0.00	\$23,988.78	\$0.00	\$23,988.78
1 HA Specialist SS	70.92%	\$27,500.00	\$	\$	\$23,988.78	\$	\$	\$23,988.78	\$0.00	\$0.00	\$23,988.78	\$0.00	\$23,988.78
1 HA Support Specialist YJ	97.00%	\$27,500.00	\$	\$	\$26,975.00	\$	\$	\$26,975.00	\$0.00	\$0.00	\$26,975.00	\$0.00	\$26,975.00
1 Facility Coordinator FC	1.00%	\$46,566.00	\$116.00	\$	\$	\$	\$	\$46,566.00	\$0.00	\$0.00	\$46,566.00	\$0.00	\$46,566.00
1 Operations Manager EJ	1.97%	\$63,675.00	\$	\$	\$	\$116.00	\$	\$63,675.00	\$0.00	\$0.00	\$63,675.00	\$0.00	\$63,675.00
1 Day Treatment Supervisor SC	3.30%	\$38,000.00	\$	\$	\$	\$	\$	\$38,000.00	\$0.00	\$0.00	\$38,000.00	\$0.00	\$38,000.00
0.63 Nurse Case Manager JI	3.47%	\$20,800.00	\$	\$	\$	\$	\$	\$20,800.00	\$0.00	\$0.00	\$20,800.00	\$0.00	\$20,800.00
1 Director of Nursing SS	0.50%	\$72,777.00	\$	\$	\$	\$	\$	\$72,777.00	\$0.00	\$0.00	\$72,777.00	\$0.00	\$72,777.00
1 Food Service Coordinator LG	3.00%	\$35,570.00	\$	\$	\$	\$	\$	\$35,570.00	\$0.00	\$0.00	\$35,570.00	\$0.00	\$35,570.00
1 Client Activities Coordinator AW	3.09%	\$25,000.00	\$	\$	\$	\$	\$	\$25,000.00	\$0.00	\$0.00	\$25,000.00	\$0.00	\$25,000.00
0.5 Care Specialist BH	3.46%	\$13,875.00	\$	\$	\$	\$	\$	\$13,875.00	\$0.00	\$0.00	\$13,875.00	\$0.00	\$13,875.00
0.5 Care Specialist open	3.46%	\$13,875.00	\$	\$	\$	\$	\$	\$13,875.00	\$0.00	\$0.00	\$13,875.00	\$0.00	\$13,875.00
1 President AP	8.00%	\$125,000.00	\$	\$	\$	\$	\$	\$125,000.00	\$0.00	\$0.00	\$125,000.00	\$0.00	\$125,000.00
1 Accounting Manager MC	20.00%	\$80,000.00	\$	\$	\$	\$	\$	\$80,000.00	\$0.00	\$0.00	\$80,000.00	\$0.00	\$80,000.00
1 Accountant NH	20.00%	\$80,000.00	\$	\$	\$	\$	\$	\$80,000.00	\$0.00	\$0.00	\$80,000.00	\$0.00	\$80,000.00
1 Accountant PS	38.17%	\$34,320.00	\$	\$	\$	\$	\$	\$34,320.00	\$0.00	\$0.00	\$34,320.00	\$0.00	\$34,320.00
1 Accounting Assistant EV	32.46%	\$47,980.00	\$	\$	\$	\$	\$	\$47,980.00	\$0.00	\$0.00	\$47,980.00	\$0.00	\$47,980.00
1 Administrative Assistant JV	18.29%	\$35,136.00	\$	\$	\$	\$	\$	\$35,136.00	\$0.00	\$0.00	\$35,136.00	\$0.00	\$35,136.00
1 IT Specialist - open	2.31%	\$80,000.00	\$	\$	\$	\$	\$	\$80,000.00	\$0.00	\$0.00	\$80,000.00	\$0.00	\$80,000.00
<b>Subtotal</b>	<b>27.32%</b>	<b>\$1,068,408.00</b>	<b>\$8,434.74</b>	<b>\$20,917.71</b>	<b>\$38,490.51</b>	<b>\$65,378.43</b>	<b>\$0.00</b>	<b>\$275,898.40</b>	<b>\$172,744.80</b>	<b>\$15,983.26</b>	<b>\$774,246.86</b>	<b>\$0.00</b>	<b>\$1,006,408.00</b>
<b>Fringe Benefits</b>													
1 FICA	30.85%	\$68,650.88	\$	\$	\$	\$	\$	\$68,650.88	\$0.00	\$0.00	\$68,650.88	\$0.00	\$68,650.88
1 Worker's Compensation	17.33%	\$35,000.00	\$	\$	\$	\$	\$	\$35,000.00	\$0.00	\$0.00	\$35,000.00	\$0.00	\$35,000.00
1 SUI	27.37%	\$1,613.45	\$	\$	\$	\$	\$	\$1,613.45	\$0.00	\$0.00	\$1,613.45	\$0.00	\$1,613.45
1 Insurance (Medical, Dental, Life, STD, LTD)	50.57%	\$87,864.12	\$	\$	\$	\$	\$	\$87,864.12	\$0.00	\$0.00	\$87,864.12	\$0.00	\$87,864.12
1 Other (401K)	31.13%	\$21,380.16	\$	\$	\$	\$	\$	\$21,380.16	\$0.00	\$0.00	\$21,380.16	\$0.00	\$21,380.16
<b>Subtotal</b>	<b>38.32%</b>	<b>\$183,998.61</b>	<b>\$17,358.62</b>	<b>\$5,468.82</b>	<b>\$24,918.87</b>	<b>\$34,042.18</b>	<b>\$0.00</b>	<b>\$74,425.39</b>	<b>\$48,449.19</b>	<b>\$18,294.52</b>	<b>\$142,135.49</b>	<b>\$0.00</b>	<b>\$183,998.61</b>
<b>Professional Fees, Contract Services</b>													
1 Contract Accountant	20.00%	\$1,000.00	\$	\$	\$	\$	\$	\$1,000.00	\$0.00	\$0.00	\$1,000.00	\$0.00	\$1,000.00
1 Contract-HMS set up	100.00%	\$2,100.00	\$	\$	\$	\$	\$	\$2,100.00	\$0.00	\$0.00	\$2,100.00	\$0.00	\$2,100.00
<b>Subtotal</b>		<b>\$3,100.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$3,100.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$3,100.00</b>	<b>\$0.00</b>	<b>\$3,100.00</b>
<b>Rent, Lease, and Purchase Equipment</b>													
1 Travel	66.89%	\$10,000.00	\$	\$	\$	\$	\$	\$10,000.00	\$0.00	\$0.00	\$10,000.00	\$0.00	\$10,000.00
1 Lease Space (Office Space)	29.89%	\$76,235.00	\$	\$	\$	\$	\$	\$76,235.00	\$0.00	\$0.00	\$76,235.00	\$0.00	\$76,235.00
1 Utilities	35.51%	\$4,800.00	\$	\$	\$	\$	\$	\$4,800.00	\$0.00	\$0.00	\$4,800.00	\$0.00	\$4,800.00
1 Consumables and Supplies	48.71%	\$14,760.00	\$	\$	\$	\$	\$	\$14,760.00	\$0.00	\$0.00	\$14,760.00	\$0.00	\$14,760.00
1 Other (Computer lease, Computer & Equipment maintenance, telephone, other printers, dual & toner, security, cleaning service, facility maintenance)	29.48%	\$87,209.00	\$	\$	\$	\$	\$	\$87,209.00	\$0.00	\$0.00	\$87,209.00	\$0.00	\$87,209.00
<b>Subtotal</b>	<b>33.87%</b>	<b>\$196,104.00</b>	<b>\$15,759.02</b>	<b>\$3,261.06</b>	<b>\$17,383.80</b>	<b>\$15,462.00</b>	<b>\$0.00</b>	<b>\$44,416.22</b>	<b>\$11,825.49</b>	<b>\$41,250.00</b>	<b>\$78,542.49</b>	<b>\$0.00</b>	<b>\$196,104.00</b>
<b>OTHER ADMINISTRATIVE COSTS</b>													
<b>Audit Costs</b>													
1 Accounting/Fringe Costs (incl bank fees)	10.22%	\$22,750.00	\$	\$	\$	\$	\$	\$22,750.00	\$0.00	\$0.00	\$22,750.00	\$0.00	\$22,750.00
1 Liability Insurance	72.94%	\$6,375.00	\$	\$	\$	\$	\$	\$6,375.00	\$0.00	\$0.00	\$6,375.00	\$0.00	\$6,375.00
1 Other	15.82%	\$1,570.00	\$	\$	\$	\$	\$	\$1,570.00	\$0.00	\$0.00	\$1,570.00	\$0.00	\$1,570.00
<b>Subtotal</b>	<b>23.98%</b>	<b>\$45,655.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$45,655.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$45,655.00</b>	<b>\$0.00</b>	<b>\$45,655.00</b>
<b>OTHER SUPPORTIVE SERVICES COSTS</b>													
<b>Administrative Services, Client Education</b>													
1 Other	5.00%	\$6,625.00	\$	\$	\$	\$	\$	\$6,625.00	\$0.00	\$0.00	\$6,625.00	\$0.00	\$6,625.00
1 Other	5.00%	\$7,800.00	\$	\$	\$	\$	\$	\$7,800.00	\$0.00	\$0.00	\$7,800.00	\$0.00	\$7,800.00
1 Other		\$0.00	\$	\$	\$	\$	\$	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
1 Nurse Case Manager		\$39,200.00	\$	\$	\$	\$	\$	\$39,200.00	\$0.00	\$0.00	\$39,200.00	\$0.00	\$39,200.00
1 Day Treatment Manager SC		\$100.00	\$	\$	\$	\$	\$	\$100.00	\$0.00	\$0.00	\$100.00	\$0.00	\$100.00
1 HA Program Manager YG		\$8,291.49	\$	\$	\$	\$	\$	\$8,291.49	\$0.00	\$0.00	\$8,291.49	\$0.00	\$8,291.49
1 HA Coordinator AM		\$3,537.57	\$	\$	\$	\$	\$	\$3,537.57	\$0.00	\$0.00	\$3,537.57	\$0.00	\$3,537.57
1 HA Specialist FB		\$6,810.58	\$	\$	\$	\$	\$	\$6,810.58	\$0.00	\$0.00	\$6,810.58	\$0.00	\$6,810.58
1 HA Specialist DH		\$6,346.16	\$	\$	\$	\$	\$	\$6,346.16	\$0.00	\$0.00	\$6,346.16	\$0.00	\$6,346.16
1 HA Specialist YJ		\$8,887.79	\$	\$	\$	\$	\$	\$8,887.79	\$0.00	\$0.00	\$8,887.79	\$0.00	\$8,887.79
1 HA Specialist SS		\$7,130.76	\$	\$	\$	\$	\$	\$7,130.76	\$0.00	\$0.00	\$7,130.76	\$0.00	\$7,130.76

DETAILED PROJECT BUDGET

ACCOUNT DESCRIPTION	ADMIN COSTS	SUPPORT SERVICES COSTS	SUPPORT SERVICES COSTS	TRAVEL COSTS	STIMULA COSTS	OPERATIONS COSTS	TOTAL HOPWA GRANT FY2016	TOTAL OTHER FUNDING SOURCES	TOTAL OTHER FUNDING SOURCES	TOTAL PROJECT COSTS (HOPWA + OTHER)	ASSOCIATED COSTS WITH PROJECT	TOTAL COSTS
HOPWA GRANT PROJECT NAME: Housing Opportunity Community Subsidies												
TOTAL HOPWA GRANT: \$1,714,050.00												
FTE												
ANNUAL AMOUNT												
HOPWA %												
HA Support Specialist EO							\$25,000					
Subtotal							\$45,484.61					
Fringe Benefits												
FICA												
Worker's Compensation												
SUI												
Insurance (Medical, Dental, Life, STD, LTD)												
Other (401K)												
Subtotal												
Permanent Housing Placement Assistance												
Subtotal												
OTHER TENANT-BASED PROJECT-BASED RENTAL ASSISTANCE COSTS												
Tenant-Based Rental Assistance Payments												
Project-Based Rental Assistance												
Subtotal												
OTHER SHORT-TERM RENT, MORTGAGE, AND UTILITIES COSTS												
Short-term Rent, Mortgage and Utilities Assistance												
Rental Assistance Payments												
Utilities Assistance Payments												
Mortgage Assistance Payments												
Subtotal												
TOTAL												

ACCOUNT DESCRIPTION	ADMIN COSTS	SUPPORT SERVICES COSTS	SUPPORT SERVICES COSTS	TRAVEL COSTS	STIMULA COSTS	OPERATIONS COSTS	TOTAL HOPWA GRANT FY2016	TOTAL OTHER FUNDING SOURCES	TOTAL OTHER FUNDING SOURCES	TOTAL PROJECT COSTS (HOPWA + OTHER)	ASSOCIATED COSTS WITH PROJECT	TOTAL COSTS
HA Support Specialist EO							\$25,000					
Subtotal							\$45,484.61					
Fringe Benefits												
FICA												
Worker's Compensation												
SUI												
Insurance (Medical, Dental, Life, STD, LTD)												
Other (401K)												
Subtotal												
Permanent Housing Placement Assistance												
Subtotal												
OTHER TENANT-BASED PROJECT-BASED RENTAL ASSISTANCE COSTS												
Tenant-Based Rental Assistance Payments												
Project-Based Rental Assistance												
Subtotal												
OTHER SHORT-TERM RENT, MORTGAGE, AND UTILITIES COSTS												
Short-term Rent, Mortgage and Utilities Assistance												
Rental Assistance Payments												
Utilities Assistance Payments												
Mortgage Assistance Payments												
Subtotal												
TOTAL												

ACCOUNT DESCRIPTION	ADMIN COSTS	SUPPORT SERVICES COSTS	SUPPORT SERVICES COSTS	TRAVEL COSTS	STIMULA COSTS	OPERATIONS COSTS	TOTAL HOPWA GRANT FY2016	TOTAL OTHER FUNDING SOURCES	TOTAL OTHER FUNDING SOURCES	TOTAL PROJECT COSTS (HOPWA + OTHER)	ASSOCIATED COSTS WITH PROJECT	TOTAL COSTS
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Short-term Rent, Mortgage and Utilities Assistance												
Rental Assistance Payments												
Utilities Assistance Payments												
Mortgage Assistance Payments												
Subtotal												
TOTAL												

Summary for the HOPWA Grant

ACCOUNT DESCRIPTION	Amount	Percentage
HOPWA Activity		
ADMINISTRATOR	\$119,231.05	6.97%
SUPPORTIVE SERVICES	\$68,597.23	4.01%
SUPPORTIVE SERVICES PHP	\$76,742.53	4.48%
HOUSING SUBSIDIES: Tenant Based Rental Assistance Program	\$907,423.59	52.94%
HOUSING SUBSIDIES: Short Term Rent, Mortgage, Utility Program	\$542,036.61	31.62%
OPERATIONS: Community Residence	\$0.00	0.00%
PROPERTY LEASE	\$0.00	0.00%
TOTAL	\$1,714,050.00	100.00%

Account	Percentage
\$610,116.86	35.60%
\$2,689,812.61	156.29%

SUBSIDIZED EXPENSES: PAID WITH RESIDENT RENT PAYMENTS, RYAN WHITE OR OTHER SOURCES

Approved: \_\_\_\_\_ Date: \_\_\_\_\_

CHAIRMAN OF THE BOARD/President

Approved: \_\_\_\_\_ Date: \_\_\_\_\_

DIRECTOR, HOUSING AND COMMUNITY DEVELOPMENT DEPARTMENT

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

District K

Item Creation Date: 10/2/2014

HCD14-95 Brentwood Economic CDC

Agenda Item#: 18.

**Summary:**

ORDINANCE approving and authorizing first amendment to contract between the City of Houston and **BRENTWOOD ECONOMIC COMMUNITY DEVELOPMENT CORPORATION** providing up to \$476,342 in Housing Opportunities for Persons With AIDS Funds for the continuing administration and operation of a Community Residence and a Short-Term Rent, Mortgage and Utility Assistance Program, along with supportive services

**Background:**

The Housing and Community Development Department (HCDD) recommends approval of a first contract amendment between the City of Houston and Brentwood Economic Community Development Corp., dba Brentwood Community Foundation (Brentwood) providing HOPWA funds for the administration and operation of two programs: (1) a HOPWA-funded community residence for men, including supportive services, and (2) a Short-Term Rent, Mortgage, Utility Assistance (STRMUA) Program with supportive services.

The City will grant Brentwood up to \$476,342 in HOPWA funds. The project's scope of work is for rental assistance, budget counseling, and supportive services to approximately 250 low-income households. Brentwood operates an 18-unit transitional housing facility for men living with HIV/AIDS. Through its rental assistance programs, Brentwood provides rental subsidies to help participants at risk of becoming homeless obtain emergency housing assistance. Brentwood provides supportive services, including case management, professional counseling, a substance abuse program and nutritional services. The City provides 78% of the budget for this program and the remaining 22% is from other funding sources.

<b>Category</b>	<b>Total Contract Amount</b>	<b>Percent</b>
Administrative	\$31,801.52	6.68%
Supportive Services	\$110,079.89	23.11%
Short Term Rent, Mortgage, Utility Program	\$256,880.59	53.93%
Operations: Community Residence	\$77,580.00	16.28%
<b>Total</b>	<b>\$476,342.00</b>	<b>100.00%</b>

HCDD conducted a Request for Proposals (RFP) for fiscal year 2014 and 2015 HOPWA contracts. Brentwood was one of the agencies selected. The RFP was for fiscal year 2014 with an additional one-year renewal option for fiscal year 2015. This Ordinance will grant the one-year renewal period from February 1, 2015 through January 31, 2016. Brentwood has received HOPWA funding through the City of Houston for various contracts since 1995.

This item was reviewed by the Housing & Community Affairs Committee on October 21, 2014.

**Prior Council Action:**

2/19/2014; 2014-0119

**Amount of Funding:**

\$476,342

**Source of Funding:**

Grant Fund

Housing Opportunities for Persons With AIDS (HOPWA)

**Contact Information:**

Stephen Tinnermon  
(713) 868-8448

**ATTACHMENTS:**

Description	Type
📄 HCD14-95 Brentwood Economic CDC RCA	Signed Cover sheet
📄 HCD14-95 Ordinance	Ordinance/Resolution/Motion
📄 HCD14-95 Brentwood Economic CDC Forms A and B	Backup Material
📄 HCD14-95 Brentwood Economic CDC Linebarger	Backup Material
📄 HCD14-95 Brentwood Economic CDC Finance Docs	Financial Information

**SUBJECT:** An Ordinance authorizing a first contract amendment between the City of Houston and Brentwood Economic Community Development Corp., dba Brentwood Community Foundation, providing **\$476,342** in HOPWA funds for the operation and administration of a community residence and an emergency rental assistance program (with supportive services) for families affected by HIV/AIDS

Page  
1 of 1

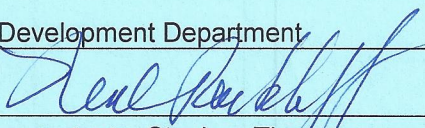
Agenda Item  
#

**FROM:**  
Neal Rackleff, Director  
Housing and Community Development Department

**Origination Date**  
10/02/2014

**Agenda Date**

**DIRECTOR'S SIGNATURE:**



**Council District affected:**  
District K

**For additional information contact:** Stephen Tinnermon  
Phone: 713-868-8448

**Date and identification of prior authorizing Council action:** 2/19/2014 ; 2014-0119

**RECOMMENDATION:** Approval of an Ordinance authorizing a first contract amendment between the City of Houston and Brentwood Economic Community Development Corp., dba Brentwood Community Foundation, providing **\$476,342** in HOPWA funds for the operation and administration of a community residence and an emergency rental assistance program (with supportive services) for low-income families affected by HIV/AIDS.

**Amount of Funding:**

**\$476,342**

**Finance Budget:**

**SOURCE OF FUNDING**

General Fund

Grant Fund

Enterprise Fund

**Housing Opportunities for Persons With AIDS (HOPWA)**

**SPECIFIC EXPLANATION:**

The Housing and Community Development Department (HCDD) recommends approval of a first contract amendment between the City of Houston and Brentwood Economic Community Development Corp., dba Brentwood Community Foundation (Brentwood) providing HOPWA funds for the administration and operation of two programs: (1) a HOPWA-funded community residence for men, including supportive services, and (2) a Short-Term Rent, Mortgage, Utility Assistance (STRMUA) Program with supportive services.

The City will grant Brentwood up to **\$476,342** in HOPWA funds. The project's scope of work is for rental assistance, budget counseling, and supportive services to approximately 250 low-income households. Brentwood operates an 18-unit transitional housing facility for men living with HIV/AIDS. Through its rental assistance programs, Brentwood provides rental subsidies to help participants at risk of becoming homeless obtain emergency housing assistance. Brentwood provides supportive services, including case management, professional counseling, a substance abuse program and nutritional services. The City provides 78% of the budget for this program and the remaining 22% is from other funding sources.

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HCDD conducted a Request for Proposals (RFP) for fiscal year 2014 and 2015 HOPWA contracts. Brentwood was one of the agencies selected. The RFP was for fiscal year 2014 with an additional one-year renewal option for fiscal year 2015. This Ordinance will grant the one-year renewal period from February 1, 2015 through January 31, 2016. Brentwood has received HOPWA funding through the City of Houston for various contracts since 1995.

This item was reviewed by the Housing & Community Affairs Committee on October 21, 2014.

NR:EP:MNB:KS

cc: Legal Department  
Mayor's Office  
City Secretary  
Finance Department

**REQUIRED AUTHORIZATION**

**Finance Director:**

**Other Authorization:**

**Other Authorization:**

Controller's Office

To the Honorable Mayor and City Council of the City of Houston:

I hereby certify, with respect to the money required for the contracts, agreements, obligation or expenditure contemplated by the ordinance set out below that:

- Funds have been encumbered out of funds previously appropriated for such purpose.
- Funds have been certified and designated to be appropriated by separate ordinance to be approved prior to the approval of the ordinance set out below.
- Funds will be available out of current or general revenue prior to the maturity of any such obligation.
- No pecuniary obligation is to be incurred as a result of approving the ordinance set out below.
- That the money required for the expenditure or expenditures specified below is in the treasury, in the fund or funds specified below, and is not appropriated for any purposes.
- A certificate with respect to the money required for the expenditure or expenditures specified below is attached hereto and incorporated hereby by this reference.
- Other - Grant Funds Available

Date: \_\_\_\_\_, 2014                      City Controller of the City of Houston

FUND REF: \_\_\_\_\_ AMOUNT: \_\_\_\_\_ ENCUMB. NO.: \_\_\_\_\_

City of Houston, Texas, Ordinance No. 2014- \_\_\_\_\_

AN ORDINANCE APPROVING AND AUTHORIZING A FIRST AMENDMENT TO CONTRACT BETWEEN THE CITY OF HOUSTON AND BRENTWOOD ECONOMIC COMMUNITY DEVELOPMENT CORPORATION PROVIDING UP TO \$476,342 IN HOUSING OPPORTUNITIES FOR PERSONS WITH AIDS ("HOPWA") FUNDS FOR THE CONTINUING ADMINISTRATION AND OPERATION OF A COMMUNITY RESIDENCE AND A SHORT-TERM RENT, MORTGAGE AND UTILITY ASSISTANCE PROGRAM, ALONG WITH SUPPORTIVE SERVICES; CONTAINING FINDINGS AND PROVISIONS RELATING TO THE FOREGOING SUBJECT; AND DECLARING AN EMERGENCY.

\* \* \* \*

**BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF HOUSTON, TEXAS:**

**Section 1.** That the City Council hereby approves and authorizes the contract, agreement or other undertaking described in the title of this Ordinance, in substantially the form as shown in the document which is attached hereto and incorporated herein by this reference. The Mayor is hereby authorized to execute such document and all related documents on behalf of the City of Houston and to take all actions necessary to effectuate the City's intent and objectives in approving such contract, agreement, or other undertaking in the event of changed circumstances. The City Secretary is hereby authorized to attest to all such signatures and to affix the seal of the City to all such documents. The City Attorney is hereby authorized to take all action necessary to enforce legal obligations under said contract without further authorization from City Council.

**Section 2.** That there exists a public emergency requiring that this Ordinance be passed finally on the date of its introduction as requested in writing by the Mayor; therefore, this Ordinance shall be passed finally on such date and shall take effect immediately upon its passage and approval by the Mayor; however, in the event that the Mayor fails to sign this Ordinance within five days after its passage and adoption, it shall take effect in accordance with Article VI, Section 6, Houston City Charter.

**PASSED AND ADOPTED this \_\_\_\_\_ day of \_\_\_\_\_, 2014.**

**ADOPTED this \_\_\_\_\_ day of \_\_\_\_\_, 2014.**

\_\_\_\_\_  
Mayor of the City of Houston

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is \_\_\_\_\_.

\_\_\_\_\_  
City Secretary

(Prepared by Legal Dept. Barbara J. Pillice <sup>Grand</sup>)  
(BJP/TE/10/08/14) Senior Assistant City Attorney  
(Requested by Neal Rackleff Director, Housing and Community Development Department)  
(L.D. File No.0291100012004)

FUND REF: \$476,342  
Grant Fund  
Housing Opportunities for Persons with AIDS (HOPWA)

## **FIRST AMENDMENT**

This First Amendment to Contract ("First Amendment") is made and entered into between the **CITY OF HOUSTON** ("City") and **BRENTWOOD ECONOMIC COMMUNITY DEVELOPMENT CORPORATION** ("Contractor").

**WHEREAS**, the City, acting pursuant to Ordinance No. 2014-119, passed February 19, 2014, entered into a Contract ("Contract") with the Contractor in the amount of \$468,342.00 to provide for the administration and operation of a community residence, and the administration of a short-term rent, mortgage and utility assistance program, along with other supportive services for persons living with AIDS or related diseases and their families ("Program"); and

**WHEREAS**, the City and Contractor now desire to amend the Contract to (1) extend its term through January 31, 2016; and (2) increase the funding by \$476,342.00 to cover the extension period; and

**WHEREAS**, Contractor has implemented and performed the services set forth in the Contract and has agreed to continue to do so throughout the term of the Contract; and

**WHEREAS**, the City is acting pursuant to the authority of Chapter 373 and/or 374 of the Local Government Code.

**NOW, THEREFORE**, in consideration of the mutual covenants, agreements and benefits to the City and the Contractor, it is hereby agreed as follows:

### **ARTICLE I**

That the first sentence of Paragraph 2.1 under Article II of the Contract, entitled "Time of Performance", be amended to read as follows:

"The term of this Contract shall commence on February 1, 2014 and end on January 31, 2016, unless sooner terminated as provided for in the Contract."

## ARTICLE II

That Paragraph 3.1 under Article III of the Contract, entitled "Compensation and Payment", be amended to read as follows:

"For and in consideration of the services performed under this Contract, the City agrees to pay Contractor a sum not to exceed Nine Hundred Forty-Four Thousand Six Hundred Eighty-Four and 00/100 Dollars (\$944,684.00) as set forth in **EXHIBIT A**, Project Summary, solely for the reimbursement of costs allowable under this Contract and the Grant Agreement with HUD. The City shall not be liable for the reimbursement of any expenses which are not allowable under the terms of this Contract or under the Grant Agreement with HUD."

## ARTICLE III

That Paragraphs I, III, IV and V of **EXHIBIT "A"** (Project Summary) to the Contract be amended to read as follows:

"I. The Contractor is:

Brentwood Economic Community Development Corp.  
13033 Landmark  
Houston, TX 77045"

"III. The project will be located at:

Brentwood Economic Community Development Corp.  
13033 Landmark  
Houston, TX 77045"

"IV. The period of the Contract is from February 1, 2014 – January 31, 2016, subject to the availability of federal funds."

"V. The maximum compensation for eligible activities under the Contract is \$944,684.00. Funding for the Contract is subject to the provisions of ARTICLES III, IV, IX, X, XI, XIV, and XXIII of the Contract."

**ARTICLE IV**

That **EXHIBIT "B"** (Scope of Services) of the Contract is hereby amended to add **EXHIBIT "B-1"**, attached hereto and incorporated herein to apply to the extension period of the Contract (February 1, 2015 – January 31, 2016), and all references to **EXHIBIT "B"** in the Contract shall also refer to **EXHIBIT "B-1"**.

**ARTICLE V**

That **EXHIBIT "C"** (Budget) of the Contract is hereby amended to add **EXHIBIT "C-1"**, attached hereto and incorporated herein to apply to the extension period of the Contract (February 1, 2015 – January 31, 2016), and all references to **EXHIBIT "C"** in the Contract shall also refer to **EXHIBIT "C-1."**

**ARTICLE VI**

Except as specifically provided above, no modifications or amendments to the Contract are made or intended hereby, and the Contract, as amended hereby, remains in full force and effect.

**IN WITNESS WHEREOF**, the City and the Contractor have executed this First Amendment to be effective on February 1, 2015, in multiple originals, each of equal force.

**BRENTWOOD COMMUNITY  
FOUNDATION**

**CITY OF HOUSTON, TEXAS**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

\_\_\_\_\_  
MAYOR

ATTEST/SEAL:

\_\_\_\_\_  
Corporate Secretary

ATTEST/SEAL:

\_\_\_\_\_  
City Secretary

COUNTERSIGNED:

\_\_\_\_\_  
City Controller

\_\_\_\_\_  
DATE OF COUNTERSIGNATURE:

\_\_\_\_\_  
Director, Housing and Community  
Development Department

APPROVED AS TO FORM:

\_\_\_\_\_  
Senior Assistant City Attorney

**EXHIBIT B-1**

## EXHIBIT B-1

### SCOPE OF SERVICES

#### Brentwood Economic Community Development Corporation DBA Brentwood Community Foundation

##### A. PROGRAM GOALS:

The Brentwood Economic Community Development Corporation, dba Brentwood Community Foundation (BCF) was established to facilitate a broader scope in seeking, receiving and administering funds for community service projects. The goals of Brentwood are to provide, within a 12 month period, services to a minimum of 250 unduplicated individuals with HIV/AIDS, who meet the eligibility standards set forth at 24CFR §574.3 with housing, short-term rent, mortgage, utility payment assistance, counseling and supportive services. The philosophy of this program is centered on the idea of empowerment. This program seeks, through budget counseling and financial planning instruction and through actual payment of applicable bills, to empower persons living with HIV/AIDS to become actively involved in their well-being. Through direct financial assistance, this program will encourage clients to regain control of the financial aspects of their lives and to be proactive in planning for their financial future. Continued funding for these services will allow staff to respond in a meaningful and effective way to meet the needs of the client population, demonstrating positive outcomes. Brentwood Community Foundation will continue to operate an 18-unit housing facility for men living with HIV/AIDS. Participating clients receive ongoing case management and comprehensive referral services. The area of service for Brentwood Economic Community Development Corporation will be all of counties located within the Eligible Metropolitan Statistical Areas (EMSA), which include the city of Houston and counties of Harris, Brazoria, Fort Bend, Austin, Waller, Montgomery, Liberty, Chambers and Galveston.

##### B. PROGRAM OBJECTIVE:

In order to serve its clients and comply with governmental regulations, the Contractor will use its HOPWA funds as follows:

1. To provide housing and supportive services to a minimum of two hundred-fifty (250) unduplicated individuals with HIV/AIDS by:
  - A. Providing housing assistance to two hundred twenty-five (225) individuals in the form of short-term rental, mortgage, and utility payments to prevent the homelessness of the clients and their family members as described at 24CFR §574.300(b)(6) and in accordance with the Budget, attached hereto as **Exhibit C**.
  - B. Providing transitional housing to twenty-five (25) individuals by the end of the contract term as described at 24CFR §574.300 and in accordance with the Budget, attached hereto as **Exhibit C**.

- C. Providing case management, professional counseling, and other supportive services as described at 24CFR §574.300(b)(7) to clients and their family members and in accordance with the Budget, attached hereto as **Exhibit C**.
2. To provide for administration costs not to exceed 7% of the amount awarded hereunder or any additional amounts that may be awarded, and in accordance with the Budget, attached hereto as **Exhibit C**.
  3. To acquire furniture, fixture and equipment in accordance with Office of Management Budget Circular A-110 for such eligible clients and pursuant to the Budget, attached hereto as **Exhibit C**.
  4. To operate a community residence, a short-term, rental, mortgage, and utility assistance program pursuant to applicable standards set forth at 24CFR §574.310(b), Housing Quality Standards, and (d) Resident rent payment; 24CFR §574.320, Additional Standards for Rental Assistance; 24CFR §574.330, Additional Standards for Short-Term Supportive Housing; and 24CFR §574.340, Additional Standards for Community Residences.
  5. To comply with other regulations as may be applicable under 24CFR§574.310, General Standards for Eligible Housing Activities.
  6. To provide for activity delivery costs as may be applicable.

**C. CONTENT AND OPERATIONS:**

1. The Contractor will provide housing assistance through their community residence to a minimum of 25 individuals, and short-term rent, mortgage, and utility assistance to a minimum of 225 individuals with HIV/AIDS and their family members, along with providing supportive services.
2. The Contractor will provide services to each eligible individual based on his/her needs assessment.
3. The Contractor will provide assistance to clients five days a week, Monday through Friday, from 9:00 a.m. until 5:00 p.m., at its location on 13033 Landmark, Houston, Texas 77045, and their community residence.
4. The Contractor will provide mental health counseling, health education and nutrition services to infected individuals and their family members.

**D. PERFORMANCE MEASURES:**

1. Total number of individuals served and expenditures met under the short-term rent, mortgage, and utility assistance program on contract estimate.

2. Total number of individuals served and expenditures met in the community residence based on contract estimate.
3. Timeliness of the submission of required documents including monthly reports, monthly billing and quarterly reports.
4. Progress in achieving HOPWA performance outcomes. The HOPWA performance goal is that 80% of HOPWA clients will maintain housing stability, avoid homelessness, and access care each year.

**EXHIBIT C-1**

**DETAILED PROJECT BUDGET**

HOPWA GRANT PROJECT NAME:		Brentwood Community Foundation									
TOTAL HOPWA GRANT:		\$476,342.00									
FTE	Annual Amount	HOPWA %	ADMIN COSTS	SUPPORT SERVICES COSTS	TBRAV PBRA COSTS	STRMUA COSTS	Operations COSTS	TOTAL HOPWA GRANT FY2015	TOTAL OTHER FUNDING SOURCES	Project COSTS (HOPWA+OTHER)	COSTS TOTAL

**SALARIES, FRINGE BENEFITS & DIRECT DELIVERY COSTS**

Private/Applicant											
<b>Payroll and Personnel Expenses</b>											
<b>Salary and Wages</b>											
0.40	\$36,750.00	40.00%	\$14,700.00	\$-	\$-	\$-	\$-	\$14,700.00	\$22,050.00	\$36,750.00	\$36,750.00
1	\$46,746.00	100.00%	\$-	\$23,373.00	\$-	\$23,373.00	\$-	\$46,746.00	\$0.00	\$46,746.00	\$46,746.00
1	\$29,437.00	100.00%	\$-	\$14,718.50	\$-	\$14,718.50	\$-	\$29,437.00	\$0.00	\$29,437.00	\$29,437.00
0.10	\$1,592.00	100.00%	\$-	\$1,592.00	\$-	\$-	\$-	\$1,592.00	\$0.00	\$1,592.00	\$1,592.00
0.20	\$6,368.00	100.00%	\$-	\$6,368.00	\$-	\$-	\$-	\$6,368.00	\$0.00	\$6,368.00	\$6,368.00
0.20	\$6,765.70	100.00%	\$-	\$3,970.00	\$-	\$2,795.70	\$-	\$6,765.70	\$0.00	\$6,765.70	\$6,765.70
0.30	\$8,552.00	100.00%	\$-	\$4,776.00	\$-	\$3,776.00	\$-	\$8,552.00	\$0.00	\$8,552.00	\$8,552.00
0.40	\$14,608.00	100.00%	\$-	\$14,608.00	\$-	\$-	\$-	\$14,608.00	\$0.00	\$14,608.00	\$14,608.00
0.40	\$28,941.00	40.00%	\$-	\$11,576.40	\$-	\$-	\$-	\$11,576.40	\$17,364.60	\$28,941.00	\$28,941.00
<b>Subtotal</b>	<b>\$179,759.70</b>	<b>78.07%</b>	<b>\$14,700.00</b>	<b>\$80,981.90</b>	<b>\$0.00</b>	<b>\$44,663.20</b>	<b>\$0.00</b>	<b>\$140,345.10</b>	<b>\$39,414.60</b>	<b>\$179,759.70</b>	<b>\$179,759.70</b>
<b>Fringe Benefits</b>											
	\$13,994.45	78.00%	\$1,124.55	\$5,674.60	\$-	\$4,180.00	\$-	\$10,979.15	\$3,015.00	\$13,994.45	\$13,994.45
	\$2,852.63	78.00%	\$236.00	\$1,186.00	\$-	\$800.00	\$-	\$2,222.00	\$630.63	\$2,852.63	\$2,852.63
	\$0.00		\$-	\$-	\$-	\$-	\$-	\$0.00	\$0.00	\$0.00	\$0.00
	\$19,973.56	72.00%	\$-	\$7,237.39	\$-	\$7,237.39	\$-	\$14,474.78	\$5,498.78	\$19,973.56	\$19,973.56
	\$10,512.40	0.00%	\$-	\$-	\$-	\$-	\$-	\$0.00	\$10,512.40	\$10,512.40	\$10,512.40
<b>Subtotal</b>	<b>\$47,333.04</b>	<b>58.47%</b>	<b>\$1,360.55</b>	<b>\$14,097.99</b>	<b>\$0.00</b>	<b>\$12,217.39</b>	<b>\$0.00</b>	<b>\$27,675.93</b>	<b>\$19,656.81</b>	<b>\$47,333.04</b>	<b>\$47,333.04</b>

<b>Professional Fees, Contract Services</b>											
	\$4,500.00	100.00%	\$-	\$4,500.00	\$-	\$-	\$-	\$4,500.00	\$0.00	\$4,500.00	\$4,500.00
	\$7,500.00	0.00%	\$-	\$-	\$-	\$-	\$-	\$0.00	\$7,500.00	\$7,500.00	\$7,500.00
	\$0.00		\$-	\$-	\$-	\$-	\$-	\$0.00	\$0.00	\$0.00	\$0.00
	\$3,000.00	100.00%	\$-	\$3,000.00	\$-	\$-	\$-	\$3,000.00	\$0.00	\$3,000.00	\$3,000.00
	\$700.00		\$-	\$-	\$-	\$-	\$-	\$0.00	\$700.00	\$700.00	\$700.00
	\$0.00		\$-	\$-	\$-	\$-	\$-	\$0.00	\$0.00	\$0.00	\$0.00
	\$23,000.00	74.00%	\$-	\$-	\$-	\$-	\$17,000.00	\$17,000.00	\$6,000.00	\$23,000.00	\$23,000.00
	\$23,000.00		\$-	\$-	\$-	\$-	\$-	\$0.00	\$0.00	\$0.00	\$0.00
	\$7,900.00	95.00%	\$-	\$7,500.00	\$-	\$-	\$-	\$7,500.00	\$400.00	\$7,900.00	\$7,900.00
	\$0.00		\$-	\$-	\$-	\$-	\$-	\$0.00	\$0.00	\$0.00	\$0.00
<b>Subtotal</b>	<b>\$69,600.00</b>	<b>48.05%</b>	<b>\$0.00</b>	<b>\$15,000.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$17,000.00</b>	<b>\$32,000.00</b>	<b>\$37,600.00</b>	<b>\$69,600.00</b>	<b>\$69,600.00</b>

<b>OTHER ADMINISTRATIVE COSTS</b>											
	\$6,500.00	55.00%	\$3,575.00	\$-	\$-	\$-	\$-	\$3,575.00	\$2,925.00	\$6,500.00	\$6,500.00
	\$8,000.00	100.00%	\$8,000.00	\$-	\$-	\$-	\$-	\$8,000.00	\$0.00	\$8,000.00	\$8,000.00

DETAILED PROJECT BUDGET

HOPWA GRANT PROJECT NAME: Brentwood Community Foundation  
 TOTAL HOPWA GRANT \$476,342.00

ACCOL ACCOUNT EXPLANATION/ DESCF DETAILS	FTE	Annual Amount	HOPWA %	ADMIN COSTS	SUPPORT SERVICES COSTS	TBR/J PBRA COSTS	STR/MJA COSTS	Operations COSTS	TOTAL		ASSOC COSTS WITH PROJECT	COSTS TOTAL
									HOPWA GRANT FY2015	OTHER FUNDING SOURCES		
Payroll Fees		\$4,165.97	100.00%	\$ 4,165.97					\$4,165.97	\$0.00	\$4,165.97	\$4,165.97
Other		\$ -		\$ -					\$0.00	\$0.00	\$0.00	\$0.00
<b>Subtotal</b>		<b>\$18,665.97</b>	<b>84.33%</b>	<b>\$15,740.97</b>					<b>\$15,740.97</b>	<b>\$2,925.00</b>	<b>\$18,665.97</b>	<b>\$18,665.97</b>
<b>OTHER SUPPORTIVE SERVICES COSTS</b>												
Other Food Vouchers		\$5,000.00	0.00%	\$ -					\$5,000.00	\$0.00	\$0.00	\$5,000.00
Other Transportation		\$4,900.00	0.00%	\$ -					\$4,900.00	\$0.00	\$0.00	\$4,900.00
Other Supplies		\$3,000.00	0.00%	\$ -					\$3,000.00	\$0.00	\$0.00	\$3,000.00
Permanent Housing Placement Assistance		\$0.00		\$0.00					\$0.00	\$0.00	\$0.00	\$0.00
<b>Subtotal</b>		<b>\$12,900.00</b>	<b>0.00%</b>	<b>\$0.00</b>					<b>\$12,900.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$12,900.00</b>
<b>OTHER TENANT-BASED/ PROJECT-BASED RENTAL ASSISTANCE COSTS</b>												
Tenant-Based Rental Assistance Payments		\$0.00		\$ -					\$0.00	\$0.00	\$0.00	\$0.00
Project-Based Rental Assistance		\$0.00		\$ -					\$0.00	\$0.00	\$0.00	\$0.00
<b>Subtotal</b>		<b>\$0.00</b>		<b>\$0.00</b>					<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>
<b>OTHER SHORT-TERM RENT, MORTGAGE, AND UTILITIES COSTS</b>												
Short-term Rent, Mortgage and Utilities Assistance		\$170,000.00	100.00%	\$ -			\$170,000.00		\$170,000.00	\$0.00	\$0.00	\$170,000.00
Rental Assistance Payments		\$20,000.00	100.00%	\$ -			\$20,000.00		\$20,000.00	\$0.00	\$0.00	\$20,000.00
Utilities Assistance Payments		\$10,000.00	100.00%	\$ -			\$10,000.00		\$10,000.00	\$0.00	\$0.00	\$10,000.00
Mortgage Assistance Payments		\$200,000.00	100.00%	\$ -			\$200,000.00		\$200,000.00	\$0.00	\$0.00	\$200,000.00
<b>Subtotal</b>		<b>\$390,000.00</b>	<b>100.00%</b>	<b>\$0.00</b>			<b>\$390,000.00</b>		<b>\$390,000.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$390,000.00</b>
<b>OTHER OPERATING COSTS</b>												
Maintenance		\$9,500.00	21.00%	\$ -			\$9,500.00	\$2,000.00	\$11,500.00	\$0.00	\$0.00	\$11,500.00
Building Repairs for Residences		\$23,000.00	85.00%	\$ -			\$23,000.00	\$20,000.00	\$43,000.00	\$0.00	\$0.00	\$43,000.00
Security		\$8,400.00	100.00%	\$ -			\$8,400.00	\$8,400.00	\$16,800.00	\$0.00	\$0.00	\$16,800.00
Security Telephone		\$780.00	100.00%	\$ -			\$780.00	\$780.00	\$1,560.00	\$0.00	\$0.00	\$1,560.00
Security Upgrades		\$8,000.00	100.00%	\$ -			\$8,000.00	\$8,000.00	\$16,000.00	\$0.00	\$0.00	\$16,000.00
Cleaning Services		\$4,500.00		\$ -			\$4,500.00	\$4,500.00	\$9,000.00	\$0.00	\$0.00	\$9,000.00
Telephone - Adm. Offices		\$3,600.00		\$ -			\$3,600.00	\$3,600.00	\$7,200.00	\$0.00	\$0.00	\$7,200.00
Cell Phone - Project Director		\$1,200.00	100.00%	\$ -			\$1,200.00	\$1,200.00	\$2,400.00	\$0.00	\$0.00	\$2,400.00
Property Insurance		\$2,000.00	100.00%	\$ -			\$2,000.00	\$2,000.00	\$4,000.00	\$0.00	\$0.00	\$4,000.00
Supplies		\$8,000.00	100.00%	\$ -			\$8,000.00	\$8,000.00	\$16,000.00	\$0.00	\$0.00	\$16,000.00
Utilities		\$0.00		\$ -			\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Furnishings		\$9,000.00	100.00%	\$ -			\$9,000.00	\$9,000.00	\$18,000.00	\$0.00	\$0.00	\$18,000.00
Other (Advertisements for Program)		\$1,200.00	100.00%	\$ -			\$1,200.00	\$1,200.00	\$2,400.00	\$0.00	\$0.00	\$2,400.00
<b>Subtotal</b>		<b>\$79,180.00</b>	<b>76.51%</b>	<b>\$0.00</b>			<b>\$79,180.00</b>	<b>\$60,580.00</b>	<b>\$139,760.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$139,760.00</b>

**DETAILED PROJECT BUDGET**

HOPWA GRANT PROJECT NAME: Brentwood Community Foundation	
TOTAL HOPWA GRANT:	\$476,342.00
ACCOL ACCOUNT EXPLANATION/ DESC OF DETAILS	
FTE	
Annual Amount	
HOPWA %	
ADMIN COSTS	
SUPPORT SERVICES COSTS	
TBRV PBRA COSTS	
STRMUA COSTS	
Operations COSTS	
TOTAL HOPWA GRANT FY2015	
TOTAL OTHER FUNDING SOURCES (HOPWA+OTHER)	
TOTAL Project COSTS WITH PROJECT COSTS	
TOTAL Project COSTS (HOPWA+OTHER)	

**TOTAL**      \$607,438.71      78.42%      \$31,801.52      \$110,079.89      \$0.00      \$256,880.59      \$77,580.00      \$476,342.00      \$131,096.41      \$607,438.71      \$0.00      \$607,438.71

**Summary for the HOPWA Grant**

HOPWA Activity	Amount	Percentage
ADMINISTRATION	\$31,801.52	6.68%
SUPPORTIVE SERVICES	\$110,079.89	23.11%
Assistance Program	\$0.00	0.00%
Mortgage, Utility Program	\$256,880.59	53.93%
OPERATIONS: Community Residence	\$77,580.00	16.29%
PROPERTY LEASE	\$0.00	0.00%
<b>TOTAL</b>	<b>\$476,342.00</b>	<b>100.00%</b>

	Amount	Percentage
<b>SUBSIDIZED EXPENSES : PAID WITH RESIDENT RENT PAYMENTS, RYAN WHITE OR OTHER SOURCES</b>	<b>\$131,096.41</b>	<b>21.58%</b>

Approved: \_\_\_\_\_  
CHAIRMAN OF THE BOARD/ Executive Director

Date: \_\_\_\_\_

Approved: \_\_\_\_\_  
DIRECTOR, HOUSING AND COMMUNITY DEVELOPMENT DEPARTMENT

Date: \_\_\_\_\_

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

District B

Item Creation Date: 11/3/2014

HCD14-102-Pleasant Hill Village Community Development Corporation

Agenda Item#: 19.

**Summary:**

ORDINANCE approving and authorizing an agreement (third amendment) among the City of Houston, **PLEASANT HILL COMMUNITY DEVELOPMENT CORPORATION** and **PLEASANT HILL COMMUNITY APARTMENTS, L.P.** to extend the maturity of a \$757,000.00 loan of Federal Community Development Block Grant Funds for an Affordable Seniors Housing Community located at the intersection of Lyons Avenue and Pannell Street in Houston, Texas - **DISTRICT B - DAVIS**

**Background:**

On July 2, 1996, City Council approved an Ordinance authorizing a Loan Agreement between the City of Houston; Pleasant Hill Community Development Corporation, a Texas nonprofit entity; and Pleasant Hill Community Apartments L.P. for the construction of a 165-unit community for senior citizens. Currently, the project is maintaining occupancy in excess of 90%. Of the 165 units, 52% (85 units) are restricted at affordable rents for low-income Houstonians.

On February 14, 2014, City Council approved a Reinstatement, Renewal and Extension Agreement (second Amendment) providing a one-year extension to the loan term and the affordability period. The loan is scheduled to mature on November 22, 2014, and the affordability period will expire on September 1, 2015.

The Housing and Community Development Department is requesting Council approval to amend this agreement to extend the City's \$757,000 third lien note to October 29, 2015. In return for the extension, the affordability period will also be extended to September 1, 2016. The Department also requests approval for two additional one-year extension options at the discretion of the Director.

This Amendment will enable Pleasant Hill additional time to refinance the property's senior lien. Conditions are currently favorable for Pleasant Hill to refinance the first lien. Approval of this Amendment will enable Pleasant Hill to take advantage of lower interest rates and improve the project's long-term viability.

This Amendment will not adversely impact the City. No additional federal or City funds are being provided.

The Department recommends approval of this Ordinance to extend the City's \$757,000 CDBG loan to October 29, 2015, at the already established interest rate of 6% amortized over 27 years. This Amendment will also require Pleasant Hill to continue to provide affordable units to low-income Houstonians past the expiration of the original affordability period.

This item was reviewed by the Housing and Community Affairs Committee on October 21, 2014.

**Prior Council Action:**

6/28/96; Ord. No. 96-680

2/12/14; Ord. No. 14-111

**Amount of Funding:**

None

**Contact Information:**

Stephen Tinnermon

(713) 868-8448

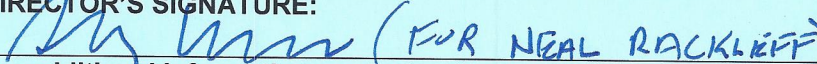
**ATTACHMENTS:**

Description	Type
<input type="checkbox"/> HCD14-102 Pleasant Hill CDC RCA	Signed Cover sheet
<input type="checkbox"/> HCD14-102 Pleasant Hill CDC Form A	Backup Material
<input type="checkbox"/> HCD14-102 Pleasant Hill CDC Finance Docs	Financial Information
<input type="checkbox"/> Ordinance and Third Amendment	Ordinance/Resolution/Motion

TO: Mayor via City Secretary REQUEST FOR COUNCIL ACTION 14 - Pleasant Hill Village

<b>SUBJECT:</b> An Ordinance to amend an agreement between the City of Houston; Pleasant Hill Community Development Corporation, a Texas nonprofit corporation; and Pleasant Hill Community Apartments L.P. to extend a City of Houston third lien note to October 29, 2015, which is coterminous with the first lien loan term	<b>Category #</b>	<b>Page 1 of 1</b>	<b>Agenda Item #</b>
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<b>FROM:</b> Neal Rackleff, Director Housing and Community Development	<b>Origination Date</b> 11/03/14	<b>Agenda Date</b>
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<b>DIRECTOR'S SIGNATURE:</b>  (FOR NEAL RACKLEFF)	<b>Council District affected:</b> District B
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<b>For additional information contact:</b> Stephen Tinnermon Phone: 832-394-6261	<b>Date and identification of prior authorizing Council action:</b> 6/28/96 Ord. No 96-680 2/12/14 Ord. No 14-111
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**RECOMMENDATION:** The approval of an Ordinance to amend an agreement between the City of Houston; Pleasant Hill Community Development Corporation, a Texas nonprofit corporation; and Pleasant Hill Community Apartments L.P. to extend a City of Houston third lien note to October 29, 2015, which is coterminous with the first lien loan term

<b>Amount of Funding:</b> None	<b>Finance Budget:</b>
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<b>SOURCE OF FUNDING</b>	<input type="checkbox"/> General Fund	<input type="checkbox"/> Grant Fund	<input type="checkbox"/> Enterprise Fund
N/A			

**SPECIFIC EXPLANATION:**

On July 2, 1996, City Council approved an Ordinance authorizing a Loan Agreement between the City of Houston; Pleasant Hill Community Development Corporation, a Texas nonprofit entity; and Pleasant Hill Community Apartments L.P. for the construction of a 165-unit community for senior citizens. Currently, the project is maintaining occupancy in excess of 90%. Of the 165 units, 52% (85 units) are restricted at affordable rents for low-income Houstonians.

On February 14, 2014, City Council approved a Reinstatement, Renewal and Extension Agreement (second Amendment) providing a one-year extension to the loan term and the affordability period. The loan is scheduled to mature on November 22, 2014, and the affordability period will expire on September 1, 2015.

The Housing and Community Development Department is requesting Council approval to amend this agreement to extend the City's \$757,000 third lien note to October 29, 2015. In return for the extension, the affordability period will also be extended to September 1, 2016. The Department also requests approval for two additional one-year extension options at the discretion of the Director.

This Amendment will enable Pleasant Hill additional time to refinance the property's senior lien. Conditions are currently favorable for Pleasant Hill to refinance the first lien. Approval of this Amendment will enable Pleasant Hill to take advantage of lower interest rates and improve the project's long-term viability.

This Amendment will not adversely impact the City. No additional federal or City funds are being provided.

The Department recommends approval of this Ordinance to extend the City's \$757,000 CDBG loan to October 29, 2015, at the already established interest rate of 6% amortized over 27 years. This Amendment will also require Pleasant Hill to continue to provide affordable units to low-income Houstonians past the expiration of the original affordability period.

This item was reviewed by the Housing and Community Affairs Committee on October 21, 2014.

NR:EP:SW

cc: CSC, FIN, MYR, LGL

REQUIRED AUTHORIZATION		
<b>Finance Department:</b>	<b>Other Authorization:</b>	<b>Other Authorization:</b>

City of Houston, Texas, Ordinance No. 2014-\_\_\_\_\_

AN ORDINANCE APPROVING AND AUTHORIZING AN AGREEMENT (THIRD AMENDMENT) AMONG THE CITY OF HOUSTON, PLEASANT HILL COMMUNITY DEVELOPMENT CORPORATION AND PLEASANT HILL COMMUNITY APARTMENTS, L.P. TO EXTEND THE MATURITY OF A \$757,000.00 LOAN OF FEDERAL COMMUNITY DEVELOPMENT BLOCK GRANT FUNDS FOR AN AFFORDABLE SENIORS HOUSING COMMUNITY LOCATED AT THE INTERSECTION OF LYONS AVENUE AND PANNELL STREET IN HOUSTON, TEXAS; CONTAINING FINDINGS AND OTHER PROVISIONS RELATING TO THE FOREGOING SUBJECT; AND DECLARING AN EMERGENCY.

\* \* \* \*

**WHEREAS**, the City, acting pursuant to Ordinance No. 96-680, passed and adopted by City Council ("City Council") on June 28, 1996, entered into an agreement ("Agreement") with Pleasant Hill Community Development Corporation ("Developer") to provide a \$670,000.00 loan of federal Community Development Block Grant funds ("Loan") to be re-loaned to Pleasant Hill Community Apartments, L.P. ("Owner"), as provided in the Agreement, to finance a portion of the non-construction costs associated with the construction of a 165-unit apartment complex for senior citizens located at the intersection of Lyons Avenue and Pannell Street in Houston, Texas ("Project"); and

**WHEREAS**, the City, acting pursuant to Ordinance No. 97-1209, passed and adopted by City Council on October 8, 1997, entered into a First Amendment to Agreement ("First Amendment") with Developer to provide an additional \$87,000.00 in CDBG funds, increasing the total amount of the Loan to \$757,000.00, to be re-loaned to Owner, in order to cover certain increases in the previously budgeted non-construction fees and expenses associated with the construction of the Project; and

**WHEREAS**, the City, acting pursuant to Ordinance No. 2014-111, passed and adopted by City Council on February 12, 2014, entered into a Reinstatement, Renewal and Extension Agreement (Second Amendment) with Developer and Owner to amend and reinstate the Agreement and related documents to extend the end of the term of the Loan, and of the re-loan ("Re-Loan") from Developer to Owner, to November 22, 2014 and to extend the end of the affordability period ("Affordability Period"), as defined in the Agreement, to September 1, 2014; and

**WHEREAS**, the City Council finds that Developer and Owner have requested that the City extend the end of the term of the Loan and of the Re-Loan to October 29, 2014 and, in consideration of the extension, have agreed to extend the end of the Affordability Period to September 1, 2016; and

**WHEREAS**, the City Council finds that it is in the best interest of the City to grant

the request of Owner and Developer on the terms which are set forth in the document which is attached hereto; **NOW, THEREFORE,**

**BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF HOUSTON:**

**Section 1.** That the findings contained in the preamble of this Ordinance are determined to be true and correct and are hereby adopted as part of this Ordinance.

**Section 2.** That the City Council hereby approves and authorizes the contract, agreement or other undertaking described in the title of this Ordinance, in substantially the form as shown in the document which is attached hereto and incorporated herein by this reference. The Mayor is hereby authorized to execute such documents and all related documents on behalf of the City of Houston. The City Secretary is hereby authorized to attest to all such signatures and to affix the seal of the City to all such documents. The City Attorney is hereby authorized to take all action necessary to enforce legal obligations under said document without further authorization from City Council.

**Section 3.** That there exists a public emergency requiring that this Ordinance be passed finally on the date of its introduction as requested in writing by the Mayor; therefore, this Ordinance shall be passed finally on such date and shall take effect immediately upon its passage and approval by the Mayor; however, in the event that the Mayor fails to sign this Ordinance within five days after its passage and adoption, it shall take effect in accordance with Article VI, Section 6, Houston City Charter.

**PASSED AND ADOPTED** this \_\_\_\_\_ day of \_\_\_\_\_, 2014.

**APPROVED** this \_\_\_\_\_ day of \_\_\_\_\_, 2014.

\_\_\_\_\_  
Mayor of the City of Houston

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is \_\_\_\_\_.

\_\_\_\_\_  
City Secretary

(Prepared by Legal Dept.           *Rui F. Bell* *GWD*          )  
Senior Assistant City Attorney

LD No. 029-9600106-006

(Requested by Neal Rackleff, Director, Housing and Community Development Department)

**EXTENSION AGREEMENT**  
**(THIRD AMENDMENT)**

**THE STATE OF TEXAS   §**  
**§**       **KNOW ALL MEN BY THESE PRESENTS:**  
**COUNTY OF HARRIS    §**

This Extension Agreement ("Third Amendment") is made and entered into by and between the **CITY OF HOUSTON**, a home-rule city organized under the laws of the State of Texas ("City"), **PLEASANT HILL COMMUNITY DEVELOPMENT CORPORATION** ("Developer"), a Texas non-profit corporation, and **PLEASANT HILL COMMUNITY APARTMENTS, L.P.** ("Owner"), a Texas limited partnership.

**RECITALS:**

**WHEREAS**, the City, acting pursuant to Ordinance No. 96-680, passed and adopted by City Council ("City Council") on June 28, 1996, entered into an agreement ("Agreement") with Developer to provide a \$670,000.00 loan of federal Community Development Block Grant ("CDBG") funds ("Loan") to be re-loaned to Owner, as provided in the Agreement, to finance a portion of the non-construction costs associated with the construction of a 165-unit apartment complex for senior citizens located at the intersection of Lyons Avenue and Pannell Street in Houston, Texas on the land described on Exhibit "A", attached hereto and incorporated herein for all purposes (the land and the improvements located thereon are collectively referenced as the "Project"); and

**WHEREAS**, pursuant to the Agreement, Developer executed a Note ("Original Note"),

dated November 22, 1996, in the original principal sum of \$ 670,000.00, payable to the order of the City of Houston; and

**WHEREAS**, the Original Note was secured by the following: (i) Collateral Transfer of Note and Security Agreement (“Original Collateral Transfer”), dated November 22, 1996, executed by Developer for the use and benefit of the City, covering, without limitation, the Original Re-Loan Note (hereafter defined), together with the liens, rights and interests securing the same, including those established by the Re-Loan Deed of Trust, (hereafter defined) and recorded in the Office of the County Clerk of Harris County, Texas under Clerk's File No.S224942; and (ii) Security Agreement (“Security Agreement”), dated November 22, 1996, executed by Developer ;

**WHEREAS**, pursuant to the Agreement, Developer and Owner entered into a Developer/Owner Loan Agreement (“Re-Loan Agreement”), dated November 22, 1996, to provide a \$670,000.00 loan (“Re-Loan”) of federal CDBG funds from Developer to Owner; and

**WHEREAS**, pursuant to the Re-Loan Agreement, Owner executed a Development/Owner Note “Original Re-Loan Note”), dated November 22, 1996, in the principal amount of \$670,000.00, payable to Developer; and

**WHEREAS**, the Original Re-Loan Note was secured by a Deed of Trust (“Re-Loan Deed of Trust”), dated November 22, 1996, from Owner to Margie Bingham, Trustee, covering the Project, and recorded in the Office of the County Clerk of Harris County, Texas under Clerk's File No. S224945; and

**WHEREAS**, as consideration for the Re-Loan and assurance that the Project would be owned and operated as affordable housing as required by the Agreement and the Re-Loan Agreement, Developer and Owner executed a Land Use Restriction Agreement (“Restrictive

Covenants”), dated November 22, 1996, and recorded in the Office of the County Clerk of Harris County, Texas under Clerk's File No. S224937, to restrict the use of a portion of the Project to low-income and very low-income families during an affordability period of fifteen (15) years from Project completion; and

**WHEREAS**, the costs to develop the Project were also funded with proceeds of (i) a loan (“SWBT Loan”) to Owner from Southwest Bank of Texas, N.A., in the principal amount of \$2,700,000.00, which was secured by a Deed of Trust (“SWBT DOT”), dated November 27, 1996, and recorded in the Office of the County Clerk of Harris County, Texas under Clerk’s File No. S224939; and (ii) a loan (“TCB Loan”) to Owner from Texas Commerce Bank National Association, in the principal amount of \$5,421,000.00, which was secured by a Deed of Trust (“TCB DOT”), dated November 27, 1996, and recorded in the Office of the County Clerk of Harris County, Texas under Clerk’s File No. S224940, as amended by Modification to Loan Documents, dated as of August 21, 2000, and recorded in the Office of the County Clerk of Harris County, Texas under Clerk’s File No. U920299; and

**WHEREAS**, the City, acting pursuant to Ordinance No. 97-1209, passed and adopted by City Council on October 8, 1997, entered into a First Amendment to Agreement (“First Amendment”) with Developer to amend the Agreement (the Agreement, as so amended, is referenced as the “Modified Agreement”) to provide an additional \$87,000.00 in CDBG funds, increasing the total amount of the Loan to \$757,000.00, in order to cover certain increases in the previously budgeted non-construction fees and expenses associated with the construction of the Project; and

**WHEREAS**, pursuant to the First Amendment, Developer executed a Modified Note

("Modified Note"), dated February 16, 1998, in the original principal sum of \$ 757,000.00, payable to the order of the City of Houston, to renew and extend the Original Note and to reflect the increase in the total loan amount; and

**WHEREAS**, pursuant to the First Amendment, the Modified Note was secured by the following: (i) Collateral Transfer ("Modified Collateral Transfer") of Modified Developer/Owner Note and Security Agreement dated February 16, 1998, executed by Developer for the use and benefit of the City, covering the Modified Re-Loan Note (hereafter defined), together with the liens, rights and interests securing the same, including those established by the Amended Re-Loan Deed of Trust (hereafter defined), and recorded in the Office of the County Clerk of Harris County, Texas under Clerk's File No.S864847; and (ii) the Original Security Agreement, as amended by Amendment to Security Agreement, dated February 16, 1998 executed by Developer for the use and benefit of the City (the Original Security Agreement, as so amended, is referenced as the "Modified Security Agreement"); and

**WHEREAS**, pursuant to the First Amendment, Developer and Owner entered into that First Amendment to Developer/Owner Loan Agreement ("First Amendment to Re-Loan Agreement"), dated October 8, 1997, to amend the Re-Loan Agreement (the Re-Loan Agreement, as so amended, is referenced as the "Modified Re-Loan Agreement") to provide an additional \$87,000.00 in CDBG funds ("Additional Re-Loan Amount"), increasing the total amount of the Re-Loan to \$757,000.00, in order to cover certain increases in the previously budgeted non-construction fees and expenses associated with the construction of the Project; and

**WHEREAS**, pursuant to the First Amendment to Re-Loan Agreement, Owner executed a Modified Development/Owner Note ("Modified Re-Loan Note"), dated February 16, 1998, in the

principal amount of \$757,000.00, payable to Developer to renew and extend the Original Re-Loan Note and to reflect the Additional Re-Loan Amount; and

**WHEREAS**, pursuant to the First Amendment to Re-Loan Agreement, the Modified Re-Loan Note is secured by the Re-Loan Deed of Trust, as amended by Amendment to Deed of Trust, Security Agreement and Financing Statement, recorded in the Office of the County Clerk of Harris County, Texas under Clerk's File No. S86486 (the Re-Loan Deed of Trust, as so amended, is referenced as the "Modified Re-Loan Deed of Trust"); and

**WHEREAS**, Developer, Owner and City executed a Reinstatement, Renewal and Extension Agreement (Second Amendment)("Second Amendment"), dated effective March 24, 2014, and recorded in the Office of the County Clerk of Harris County, Texas under File No. 20140177255, to reinstate certain agreements, as described therein and to (i) amend the Modified Agreement and the Modified Re-Loan Agreement to extend the terms of the Loan and of the Re-Loan to end on November 22, 2014 and to extend the Affordability Period (as defined therein) to expire on September 1, 2015; (ii) to amend the Modified Note and the Modified Re-Loan Note to provide for a Maturity Date of November 22, 2014; and (iii) to amend the Restrictive Covenants to extend the Affordability Period to expire on September 1, 2015; and

**WHEREAS**, the City, Developer and Owner now desire to (i) further amend the Modified Agreement and the Modified Re-Loan Agreement to extend the Affordability Period to expire on September 1, 2016, and to extend the terms of the Loan and of the Re-Loan to end on October 29, 2015; (ii) to amend the Modified Note and the Modified Re-Loan Note to provide for a Maturity Date of October 29, 2015; and (iii) to amend the Restrictive Covenants to extend the Affordability Period to expire on September 1, 2016;

**NOW, THEREFORE**, in consideration of the premises and the agreements set forth herein, City, Developer and Owner agree as follows:

1. Recitals. The parties hereby agree that the recitals above are incorporated into this Third Amendment by reference.

2. Definitions. Capitalized terms not otherwise defined herein shall have the meaning set forth in the Agreement, as amended.

3. That Sections 8.1 of the Modified Agreement and of the Modified Re-Loan Agreement are hereby amended to read as follows:

**“8.1 Term of the Loan.** The term of the Loan shall commence on November 22, 1996 and shall end on October 29, 2015, unless repaid or refinanced in accordance with the terms of the Note, as modified, referenced as **EXHIBIT “E-1”.**”

4. That the last paragraphs of Section IV, Payment Terms, of both the Modified Note, as previously amended by the Second Amendment, and of the Modified Re-Loan Note, as previously amended by the Second Amendment, are hereby amended to read as follows:

“Principal and interest on the Loan shall be payable in equal monthly installments in the amount required to amortize the stated principal amount of the Loan as showing on the face of the Note, as modified, at the above-stated interest rate, over a 27-year term. All remaining outstanding principal and all accrued and unpaid interest shall be due and payable on the Maturity Date, which is October 29, 2015. If sufficient cash flow is not available to make a required monthly payment of interest or principal under the Loan, such payment or payments will be deferred from month-to-month, until such time as sufficient cash flow is available. The Maker will be fully liable on the Note, as modified, until Rent Stabilization.”

5. That the definitions of Affordability Period in the Modified Agreement, as previously amended by the Second Amendment, the Re-Loan Agreement, as previously

amended by the Second Amendment, and the Restrictive Covenants, as previously amended by the Second Amendment are hereby amended to read as follows:

*“Affordability Period* shall mean the minimum period of time, which commences upon Project Completion, during which the Project must remain affordable without regard to the term of the Loan, the Deed of Trust, or to transfer of ownership of the Project. The Affordability Period for the Project covered by this Agreement shall be seventeen years from Project Completion and is stipulated to expire on September 1, 2016.”

6. No other changes are made or intended to be made to the Modified Agreement, Modified Re-Loan Agreement, Modified Note, Modified Re-Loan Note or the Restrictive Covenants and, except as herein specifically provided, the Modified Agreement, Modified Re-Loan Agreement, Modified Note, Modified Re-Loan Note and the Restrictive Covenants shall remain in full force and effect in accordance with the terms and provisions thereof.

7. In case of any conflict or inconsistency in the terms and provisions of the Modified Agreement, Modified Re-Loan Agreement, Modified Note, Modified Re-Loan Note or the Restrictive Covenants or any other prior loan or security document executed by the City, Developer and/or Owner related to the Project, the terms and provisions of this Third Amendment shall control.

8. This Second Amendment, when executed by each of the parties hereto, shall be binding upon and inure to the benefit of the parties hereto, their respective heirs, personal representatives, successors and assigns.

**IN WITNESS WHEREOF**, the City, Developer and Owner have executed this Third Amendment to be effective as of the date of countersignature by the City Controller, in multiple

originals, each of equal force.

**DEVELOPER:**

**PLEASANT HILL COMMUNITY  
DEVELOPMENT CORPORATION,** a Texas  
non-profit corporation

**ATTEST/SEAL:**

\_\_\_\_\_  
Corporate Secretary

**By:** \_\_\_\_\_  
**Name:** \_\_\_\_\_  
**Title:** \_\_\_\_\_

**OWNER:**

**PLEASANT HILL COMMUNITY  
APARTMENTS, L.P.,** a Texas limited partnership

**By: PLEASANT HILL COMMUNITY  
DEVELOPMENT CORPORATION,**  
its general partner

**ATTEST/SEAL**

\_\_\_\_\_  
Corporate Secretary

**By:** \_\_\_\_\_  
**Name:** \_\_\_\_\_  
**Title:** \_\_\_\_\_

**CONSENT:**

Pleasant Hill Community Development Corporation, the current owner of a Promissory Note in the original principal sum of \$5,421,000.00, dated November 22, 1996, executed by Pleasant Hill Community Apartments, L.P., payable to the order of Texas Commerce Bank National Association, evidencing the TCB Loan, secured by a Deed of Trust ("TCB DOT"), dated November 27, 1996, and recorded in the Office of the County Clerk of Harris County, Texas under Clerk's File No. S224940, as amended by Modification to Loan Documents, dated as of August 21, 2000, and recorded in the Office of the County Clerk of Harris County, Texas under Clerk's File No. U920299, hereby consents to this Third Amendment pursuant to the Intercreditor Agreement dated September 22, 1996, among Southwest Bank of Texas, N.A., Texas Commerce Bank National Association and The City of Houston.

**ATTEST/SEAL**

**PLEASANT HILL COMMUNITY DEVELOPMENT CORPORATION,**

\_\_\_\_\_  
Corporate Secretary

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

**THE STATE OF TEXAS §**

**COUNTY OF HARRIS §**

This instrument was acknowledged before me on the \_\_\_\_\_ day of \_\_\_\_\_, 2014, by \_\_\_\_\_ of **PLEASANT HILL COMMUNITY DEVELOPMENT CORPORATION**, a Texas non-profit corporation, on behalf of corporation, individually, and in its capacity as general partner of **PLEASANT HILL COMMUNITY APARTMENTS, L.P.**, a Texas limited partnership.

\_\_\_\_\_  
Notary Public, State of Texas

**CONSENT:**

**CONSENT:**

Amegy Bank, N.A., formerly known as Southwest Bank of Texas, N.A., the current owner of a promissory note evidencing a loan to Owner from Southwest Bank of Texas, N.A., in the principal amount of \$2,700,000.00, which is secured by a Deed of Trust ("SWBT DOT"), dated November 27, 1996, and recorded in the Office of the County Clerk of Harris County, Texas under Clerk's File No. S224939; hereby consents to this Third Amendment, pursuant to the Intercreditor Agreement dated September 22, 1996, among Southwest Bank of Texas, N.A., Texas Commerce Bank National Association and The City of Houston, as amended.

**AMEGY BANK, N.A.**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

**CITY:**

**CITY OF HOUSTON, TEXAS**

**ATTEST/SEAL:**

\_\_\_\_\_  
City Secretary

\_\_\_\_\_  
Mayor

**DATE OF COUNTERSIGNATURE:**

**COUNTERSIGNED:**

\_\_\_\_\_

\_\_\_\_\_  
City Controller

**APPROVED:**

**APPROVED AS TO FORM:**

\_\_\_\_\_  
Director, Housing and Community  
Development Department

\_\_\_\_\_  
Sr. Assistant City Attorney

**THE STATE OF TEXAS §**

**COUNTY OF HARRIS §**

Before me, the undersigned, a Notary Public in and for said County and State, on this day personally appeared \_\_\_\_\_ for **Annise D. Parker**, known to me to be the person and officer whose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of the said City of Houston, and that he/she executed the same as the act for said City of Houston for the purposes and consideration therein expressed, and in the capacity therein stated.

\_\_\_\_\_  
Notary Public, State of Texas

EXHIBIT "A"

Property Description

DESCRIPTION OF 1.768 ACRES OF LAND SITUATED  
IN THE D. GREGG SURVEY ABSTRACT NO. 283  
CITY OF HOUSTON, HARRIS COUNTY, TEXAS

BEING a 1.768 acre tract of land situated in the D. Gregg Survey, Abstract No. 283, City of Houston, Harris County, Texas, being all of Lots 1, 2, 3, 4, 5 and 6, Block One of the Burke Addition, 3rd Section as recorded in Volume 7, Page 12, Harris County Map Records, and being all of Lots 14, 15, 16, 17, 18, 20, 21 and 19 of the Shady Nook Addition as recorded in Volume 112, Page 269, Harris County Deed Records and being part of a 2.0 acre tract as described in Volume 212, Page 24 of the Harris County Deed Records, Harris County, Texas, said 1.768 acre tract being more particularly described by metes and bounds as follows:

COMMENCING at a 1" iron pipe found in the west right-of-way line of the S.A. & A.F. Railroad (as shown on the recorded plat) being the northeast corner of Block 3 in said Burke Addition 3rd Section;

TRENCES S 88° 48' 00" W, with the south right-of-way line of Farmer Avenue (50' width) and the north line of Block 3, 253.25 feet to a 1" iron pipe found at the southeast intersection of Farmer Avenue and Benson Street (60' width) same being the southwest corner of Block 3, Burke Addition 3rd Section;

TRENCE N 00° 00' 00" E, 250.00 feet with the east right-of-way line of Benson Street, to a chain link fence corner post at the intersection of the east right-of-way of Benson Street and the south right-of-way of Lyons Avenue (60' width), and at the northwest corner of Block 2, Burke Addition 3rd Section;

TRENCE S 88° 48' 00" W, 210.00 feet along the south right-of-way line of Lyons Avenue to a 5/8" iron rod set in the south right-of-way of Lyons Avenue and being at the northeast corner of Lot 6, Block 1 of said Burke Addition, 3rd Section and the POINT OF BEGINNING of the herein described 1.768 acre tract;

TRENCE S 00° 00' 00" E, 104.21 feet with the common line of Lots 6 and 7, Block 1, of said Burke Addition 3rd Section, to a 5/8" iron rod set at the southeast corner of Lot 6 Block 1 of said Burke Addition 3rd Section, and being the northeast corner of Lot 13, Block 1, of said Extension of Burke's 3rd Addition;

TRENCE S 89° 39' 00" W, with the south line of Block 1, Burke Addition, 3rd Section and the north line of Block 1, Extension of Burke's 3rd Addition, at 149.97 feet pass through to a 5/8" iron rod set at the common east corner of Lot 3, Block 1, Burke Addition 3rd Section and Lot 16, Block 1, Extension of Burke's 3rd Addition, at 184.57 feet pass through a 5/8" iron rod set at the northwest corner of Lot 16, Block 1 and at the northeast corner of a certain 0.8064 acre tract recorded under Harris County Clerk File No. F98180 same being the southeast corner of the north 1/2 of a 2 acre tract as described in Volume 212, Page 24, H.C.D.R., and continuing along the north line of the said 0.8064 acre tract and the south line of Block 1, Burke Addition 3rd Section, a total distance of 249.72 feet to a 5/8" iron rod set at the southeast corner of Lot 1, Block 1, Burke Addition 3rd Section and a northwest corner of the 0.8064 acre tract, same being in the north line of the said original 2.0 acre tract;

TRENCE S 03° 12' 17" W, 15.09 feet with a west line of said 0.8064 acre tract to a 5/8" iron rod set at a northeast corner of said 0.8064 acre tract;

TRENCE S 89° 40' 00" W, 114.15 feet along a north line of the said 0.8064 acre tract to a point in the east line of Lot 19 of said Shady Nook Addition and from said point a found 5/8" iron rod bears S 57° 32' 45" W, 0.65 feet;

TRENCE S 24° 50' 54" W, with the west line of the 0.8064 acre tract and the east line of Lot 19, at 39.77 feet pass through a 5/8" iron rod set at the common easterly corners of Lot 19 and 20 and continuing a total distance of 93.14 feet to 5/8" iron rod set at the base of an old railroad tie (fence post) (fence down);

TRENCE S 41° 58' 14" W, 71.36 feet generally along the old faint remains of a gully (called Prasky Gully on Shady Nook Addition) and the 0.8064 acre tract to a 5/8" iron rod set for the southeast corner of Lot 21 Shady Nook Addition;

TRENCE S 88° 38' 29" W, 86.02 feet with the common lot line of Lots 21 and 22 to a 5/8" iron rod set in the east right-of-way line of Pinnell Street (50' width) and being the south west corner of Lot 21, Shady Nook Addition;

TRENCE N 00° 00' 00" W, 250.00 feet along the west lines of Lots 21, 20, 19 and 14 and the east right-of-way line of Pinnell Street to a 5/8" iron rod set in the south right-of-way line of Lyons Avenue (60' width) and being the northwest corner of Lot 14, of said Shady Nook Addition;

TRENCE N 88° 48' 00" E, with the south right-of-way line of Lyons Avenue and the north line of Lots 14, 15, 16, 17 and 18, Shady Nook Addition at 261.20 feet passing through a set 5/8" iron rod at the northeast corner of Lot 18, Shady Nook Addition and the northwest corner of Lot 1, Block 1, Burke Addition 3rd Section and continuing along the north lines of Lots 1, 2, 3, 4, 5, and 6, Burke Addition 3rd Section a total distance of 527.76 feet to the POINT OF BEGINNING and containing 1.768 acres of land, as surveyed April 07, 1993, by Alan M. McLean R.P.L.S. No. 4511.

TOGETHER WITH, all rights and privileges created pursuant to that certain Non-Exclusive Limited Use and Access Easement, dated as of September 7, 1996, by and between The Trustees of the Pleasant Hill Baptist Church, as Grantor, and Pleasant Hill Community Apartments, L.P., as Grantee; said easement appurtenant having been conveyed in trust pursuant to that certain Deed of Trust, Security Agreement and Financing Statement ("Deed of Trust"), dated November 22, 1996, by and between Pleasant Hill Community Apartments, L.P., as Mortgagor, and Pleasant Hill Community Development Corporation, as Mortgagee; said Deed of Trust having been collaterally assigned pursuant to that certain Collateral Transfer of Note and Security Agreement, dated November 22, 1996, by and between Pleasant Hill Community Development Corporation, as Debtor, and the City of Houston, as Secured Party, in and to the property described on the following two pages attached hereto and incorporated herewith:

PROPOSED EASEMENT AREA "A"  
0.096 ACRE

DESCRIPTION OF A 0.096 ACRE TRACT OF LAND  
SITUATED IN THE D. GREGG SURVEY A-283,  
CITY OF HOUSTON, HARRIS COUNTY, TEXAS

BEING a 0.096 acre tract of land situated in the D. Gregg Survey Abstract No. 283, City of Houston, Harris County, Texas and being a part of Lot 22, Shady Nook Addition, to the City of Houston as recorded in Volume 312, Page 269 of the Deed Records of Harris County Texas and further described under H.C.C.F. No. C187279 and a part of a 0.03 acre tract as described in Volume 1105, Page 177 of the Harris County Deed Records and a part of a 0.23 acre tract recorded in Volume 1105, Page 178 of the Harris County Deed Records and a part of a 0.8064 acre tract recorded under H.C.C.F. No. K260191 and said 0.096 acre tract being more particularly described by metes and bounds as follows:

BEGINNING at a found 5/8" iron rod in the east right-of-way line of Pannell Street (50' width) as shown on said Shady Nook Addition and at the southwest corner of Lot 21 and the northwest corner of Lot 22;

THENCE N 88° 38' 29" E, 86.02 feet along the south line of said Lot 21 and the north line of said Lot 22 to a found 5/8" iron rod in the west line of said 0.956 acre tract;

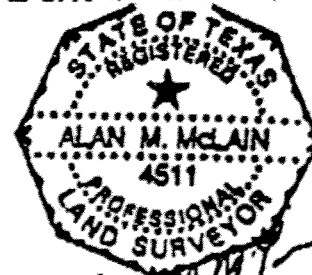
THENCE N 41° 58' 14" E, 26.20 feet to a point in the east line of said Lot 21 and in the west line of said 0.956 acre tract;

THENCE S 00° 27' 47" E, 58.56 feet to a point for the southeast corner of the herein described tract;

THENCE S 89° 32' 13" W, 104.00 feet to a point in the east right-of-way line of said Pannell Street (50' width) and in the west line of said Lot 22;

THENCE North, 37.88 feet along the east right-of-way line of said Pannell Street (50' width) to the POINT OF BEGINNING and containing 0.096 of an acre of land.

BROWN & GAY ENGINEERS, INC.



*Alan M. McLain*

PROPOSED EASEMENT AREA "B"  
0.764 ACRE

DESCRIPTION OF A 0.764 ACRE TRACT OF LAND  
SITUATED IN THE D. GREGG SURVEY A-283,  
CITY OF HOUSTON, HARRIS COUNTY, TEXAS

BEING a 0.764 acre tract of land situated in the D. Gregg Survey Abstract No. 283, City of Houston, Harris County, Texas and being a part of Lot 22, Shady Nook Addition, to the City of Houston as recorded in Volume 312, Page 269 of the Deed Records of Harris County Texas and further described under H.C.C.F. No. C187279 and a part of a 0.03 acre tract as described in Volume 1105, Page 177 of the Harris County Deed Records and a part of a 0.23 acre tract recorded in Volume 1105, Page 178 of the Harris County Deed Records and a part of a 0.8064 acre tract recorded under H.C.C.F. No. K260191 and a part of Lot 11 and Lot 12, Extension of Burke's 3rd Addition, to the City of Houston as recorded in Volume 855, Page 41 of the Harris County Deed Records and said 0.764 acre tract being more particularly described by metes and bounds as follows:

BEGINNING at a found 5/8" iron rod in the south line of Lot 3, Block 1, Burke Addition 3rd Section recorded in Volume 7, Page 12 of the Harris County Map Records and at the northwest corner of Lot 16, Block 1, Extension of Burke's 3rd Addition recorded in Volume 855, Page 41 of the Harris County Deed Records and at the northeast corner of said 0.8064 acre tract;

THENCE S 22° 54' 16" W, 125.12 feet along the west line of Block 1 of said Extension of Burke's 3rd Addition and the east line of said 0.8064 acre tract to a found 1" iron pipe in the west line of said Extension of Burke's 3rd Addition;

THENCE S 23° 01' 51" W, 42.57 feet along the west line of said Extension of Burke's 3rd Addition to a point in the west line of said Lot 12, Block 4 and from which a found 3/4" iron rod at the northwest corner of Lot 12, bears N 21° 19' 29" E, 4.91 feet;

THENCE South, at 85.85 feet pass through the common north corner of Lots 10 and 11, Block 4 of said Extension of Burke's 3rd Addition and continuing a total distance of 175.85 feet to a found 5/8" iron rod at the southeast corner of said Lot 11 and at the southwest corner of Lot 10 and in the north right-of-way line of Curtis Street (50' width) as shown on said Extension of Burke's 3rd Addition;

THENCE S 88° 44' 13" W, 68.52 feet along the north right-of-way line of said Curtis Street (50' width) and the south line of said Lot 11 to a point and from which a found 1/2" iron rod at the southwest corner of said Lot 11 bears S 88° 44' 13" W, 6.96 feet;

THENCE with the following course and distances:

North, 109.01 feet to a point;

N 89° 32' 13" E, 28.50 feet to a point

North, 86.10 feet to a point;

N 89° 11' 26" W, 144.43 feet to a point in the east line of Lot 21 of said Shady Nook Addition;

THENCE N 41° 58' 14" E, 45.16 feet along the old faint remains of a gully (called Pausky Gully) and the west line of said 0.8064 acre tract to a found 5/8" iron rod at the base of an old "rail road tie" fence post (fence down);

THENCE N 24° 50' 54" E, 93.34 feet along the east line of Lot 20 and 19 of said Shady Nook Addition to a point and from which a found 3/8" iron rod bears S 57° 32' 45" W, 0.65 feet;

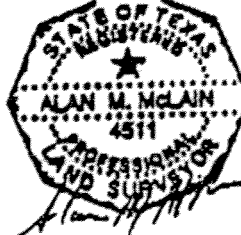
THENCE N 89° 40' 00" E, 114.15 feet to a found 5/8" iron rod at a northern re-entrant corner of said 0.8064 acre tract;

THENCE N 03° 12' 17" E, 15.09 feet to a found 3/8" iron rod in the southeast corner of Lot 1, Block 1 of said Burke Addition 3rd Section;

THENCE N 89° 39' 00" E, 65.35 feet along the south line of said Block 1 and a north line of the said 0.8064 acre tract to the POINT OF BEGINNING and containing 0.764 of an acre of land.

Revised:(9/05/96)

BROWN & GAY ENGINEERS, INC.



**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

District C

Item Creation Date: 10/2/2014

HCD14-96 Catholic Charities of the Archdiocese of Galveston-Houston

Agenda Item#: 20.

**Summary:**

ORDINANCE approving and authorizing first amendment to contract between the City of Houston and **CATHOLIC CHARITIES OF THE ARCHDIOCESE OF GALVESTON-HOUSTON** providing up to \$797,832.45 in Housing Opportunities for Persons With AIDS Funds for the continuing administration and operation of a Tenant-Based Rental Assistance Program, Short-Term Rent, Mortgage, and Utility Assistance Program and the provision of other supportive services

**Background:**

The Housing and Community Development Department (HCDD) recommends approval of a first contract amendment between the City of Houston and Catholic Charities of the Archdiocese of Galveston-Houston (Catholic Charities) to finance the administration and operation of two programs: (1) Tenant-Based Rental Assistance Program with supportive services and (2) Short-Term Rent, Mortgage, and Utility Assistance Program with supportive services.

The City will grant Catholic Charities up to **\$797,832.45** in HOPWA funds. The project's scope of work provides housing assistance and supportive services to approximately 124 low-income households. The agency's AIDS Ministry is a holistic program providing case management, as well as housing and financial assistance for persons infected and/or affected by HIV/AIDS. The agency's other outreach programs include services for refugees, immigrants, juveniles, cancer patients and others. The City provides approximately 96% of the budget for this program, while the remaining 4% is provided by other funding sources.

<b>Category</b>	<b>Total Contract Amount</b>	<b>Percent</b>
Administrative	\$55,848.27	7%
Supportive Services	\$193,264.09	24.22%
Supportive Services - PHP	\$20,061.47	2.51%
Tenant-Based Rental Assistance Program	\$311,327.95	39.02%
Short Term Rent, Mortgage, Utility Program	\$217,330.67	27.25%
<b>Total</b>	<b>\$797,832.45</b>	<b>100.00%</b>

HCDD conducted a Request for Proposals (RFP) for fiscal year 2014 and 2015 HOPWA contracts. Catholic Charities was one of the agencies selected. The RFP was for fiscal year 2014 with a one-year renewal option for fiscal year 2015. This Ordinance will grant the one-year renewal period from December 1, 2014 through November 30, 2015. Catholic Charities has received HOPWA funding through the City of Houston for various contracts since 2003. This item was reviewed by the Housing & Community Affairs Committee on October 21, 2014.

**Prior Council Action:**

1/22/14; 2014-0048

**Amount of Funding:**

\$797,832.45

**Source of Funding:**

Grant Fund

Housing Opportunities for Persons With AIDS (HOPWA)

**Contact Information:**

Stephen Tinnermon  
(713) 868-8448

**ATTACHMENTS:**

Description

Type

- 📁 HCD14-96 Catholic Charities RCA
- 📁 HCD14-96 ord
- 📁 HCD14-96 Catholic Charities Form A and B
- 📁 HCD14-96 Catholic Charities Linebarger
- 📁 HCD14-96 Catholic Charities Finance Docs

- Signed Cover sheet
- Ordinance/Resolution/Motion
- Backup Material
- Backup Material
- Financial Information

**SUBJECT:** An Ordinance authorizing a first contract amendment between the City of Houston and Catholic Charities of the Archdiocese of Galveston-Houston, providing **\$797,832.45** in HOPWA funds for multiple rental assistance programs (with supportive services) for individuals/families affected by HIV/AIDS

Page  
1 of 1

Agenda Item  
#

**FROM:**  
Neal Rackleff, Director  
Housing and Community Development Department

**Origination Date**  
10/02/2014

**Agenda Date**

**DIRECTOR'S SIGNATURE:** *Neal Rackleff*

**Council District affected:**  
District C

**For additional information contact:** Stephen Tinnermon  
Phone: 713-868-8448

**Date and identification of prior authorizing Council action:**  
1/22/2014 ; 2014-0048

**RECOMMENDATION:** Approval of an Ordinance authorizing a first contract amendment between the City of Houston and Catholic Charities of the Archdiocese of Galveston-Houston, providing **\$797,832.45** in HOPWA funds for multiple rental assistance programs (with supportive services) for individuals/families affected by HIV/AIDS

**Amount of Funding:** **\$797,832.45**

**Finance Budget:**

**SOURCE OF FUNDING**       General Fund       Grant Fund       Enterprise Fund

**Housing Opportunities for Persons With AIDS (HOPWA)**

**SPECIFIC EXPLANATION:**

The Housing and Community Development Department (HCDD) recommends approval of a first contract amendment between the City of Houston and Catholic Charities of the Archdiocese of Galveston-Houston (Catholic Charities) to finance the administration and operation of two programs: (1) Tenant-Based Rental Assistance Program with supportive services and (2) Short-Term Rent, Mortgage, and Utility Assistance Program with supportive services.

The City will grant Catholic Charities up to **\$797,832.45** in HOPWA funds. The project's scope of work provides housing assistance and supportive services to approximately 124 low-income households. The agency's AIDS Ministry is a holistic program providing case management, as well as housing and financial assistance for persons infected and/or affected by HIV/AIDS. The agency's other outreach programs include services for refugees, immigrants, juveniles, cancer patients and others. The City provides approximately 96% of the budget for this program, while the remaining 4% is provided by other funding sources.

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<b>Total</b>	<b>\$797,832.45</b>	<b>100.00%</b>

HCDD conducted a Request for Proposals (RFP) for fiscal year 2014 and 2015 HOPWA contracts. Catholic Charities was one of the agencies selected. The RFP was for fiscal year 2014 with a one-year renewal option for fiscal year 2015. This Ordinance will grant the one-year renewal period from December 1, 2014 through November 30, 2015. Catholic Charities has received HOPWA funding through the City of Houston for various contracts since 2003.

This item was reviewed by the Housing & Community Affairs Committee on October 21, 2014.

NR:EP:MNB:KS

cc: Legal Department  
Mayor's Office  
City Secretary  
Finance Department

**REQUIRED AUTHORIZATION**

**Finance Director:** \_\_\_\_\_ **Other Authorization:** \_\_\_\_\_ **Other Authorization:** \_\_\_\_\_

Controller's Office

To the Honorable Mayor and City Council of the City of Houston:

I hereby certify, with respect to the money required for the contracts, agreements, obligation or expenditure contemplated by the ordinance set out below that:

- ( ) Funds have been encumbered out of funds previously appropriated for such purpose.
- ( ) Funds have been certified and designated to be appropriated by separate ordinance to be approved prior to the approval of the ordinance set out below.
- ( ) Funds will be available out of current or general revenue prior to the maturity of any such obligation.
- ( ) No pecuniary obligation is to be incurred as a result of approving the ordinance set out below.
- ( ) That the money required for the expenditure or expenditures specified below is in the treasury, in the fund or funds specified below, and is not appropriated for any purposes.
- ( ) A certificate with respect to the money required for the expenditure or expenditures specified below is attached hereto and incorporated hereby by this reference.
- ( ) Other - Grant Funds Available

Date: \_\_\_\_\_, 2014 City Controller of the City of Houston

FUND REF: \_\_\_\_\_ AMOUNT: \_\_\_\_\_ ENCUMB. NO.: \_\_\_\_\_

City of Houston, Texas, Ordinance No. 2014-\_\_\_\_\_

AN ORDINANCE APPROVING AND AUTHORIZING A FIRST AMENDMENT TO CONTRACT BETWEEN THE CITY OF HOUSTON AND CATHOLIC CHARITIES OF THE ARCHDIOCESE OF GALVESTON-HOUSTON PROVIDING UP TO \$797,832.45 IN HOUSING OPPORTUNITIES FOR PERSONS WITH AIDS ("HOPWA") FUNDS FOR THE CONTINUING ADMINISTRATION AND OPERATION OF A TENANT-BASED RENTAL ASSISTANCE PROGRAM, SHORT-TERM RENT, MORTGAGE, AND UTILITY ASSISTANCE PROGRAM AND THE PROVISION OF OTHER SUPPORTIVE SERVICES; CONTAINING FINDINGS AND PROVISIONS RELATING TO THE FOREGOING SUBJECT; AND DECLARING AN EMERGENCY.

\* \* \* \* \*

**BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF HOUSTON:**

**Section 1.** That the City Council hereby approves and authorizes the contracts, agreements or other undertakings described in the title of this Ordinance, in substantially the form as shown in the document which is attached hereto and incorporated herein by this reference. The Mayor is hereby authorized to execute such document and all related documents on behalf of the City of Houston. The City Secretary is hereby authorized to attest to all such signatures and to affix the seal of the City to all such documents. The City Attorney is hereby authorized to take all action necessary to enforce legal obligations under said contract without further authorization from City Council.

**Section 2.** That there exists a public emergency requiring that this Ordinance be passed finally on the date of its introduction as requested in writing by the Mayor; therefore, this Ordinance shall be passed finally on such date and shall take effect immediately upon its passage and approval by the Mayor; however, in the event that the Mayor fails to sign this Ordinance within five days after its passage and adoption, it shall take effect in accordance with Article VI, Section 6, Houston City Charter.

**PASSED AND ADOPTED** this \_\_\_\_ day of \_\_\_\_\_, 2014.

**ADOPTED** this \_\_\_\_ day of \_\_\_\_\_, 2014.

\_\_\_\_\_  
Mayor of the City of Houston

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is \_\_\_\_\_.

\_\_\_\_\_  
City Secretary

(Prepared by Legal Dept. Barbara J. Pierce *OMP*  
(BJP/TE/10/06/14) Senior Assistant City Attorney  
(Requested by Neal Rackleff, Housing and Community Development Department)  
(L.D. File No. 0291100012004 )  
FUND REF: \$797,832.44  
Grant Fund  
Housing Opportunities for Persons with AIDS (HOPWA)

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## FIRST AMENDMENT

This First Amendment to Contract ("First Amendment") is made and entered into between the **CITY OF HOUSTON** ("City") and **CATHOLIC CHARITIES OF THE ARCHDIOCESE OF GALVESTON-HOUSTON** ("Contractor").

**WHEREAS**, the City, acting pursuant to Ordinance No. 2014-48, passed January 22, 2014, entered into a Contract ("Contract") with the Contractor in the amount of \$700,132.84 to provide for the administration and operation of a Tenant-Based Rental Assistance Program, Short-Term Rent, Mortgage, and Utility Assistance Program and for the provision of other supportive services ("Program"); and

**WHEREAS**, the City and Contractor now desire to amend the Contract to (1) extend its term through November 30, 2015; and (2) increase the funding by \$797,832.45 to cover the extension period; and

**WHEREAS**, Contractor has implemented and performed the services set forth in the Contract and has agreed to continue to do so throughout the term of the Contract; and

**WHEREAS**, the City is acting pursuant to the authority of Chapter 373 and/or 374 of the Local Government Code.

**NOW, THEREFORE**, in consideration of the mutual covenants, agreements and benefits to the City and the Contractor, it is hereby agreed as follows:

### ARTICLE I

That the first sentence of Paragraph 2.1 under Article II of the Contract, entitled "Time of Performance", be amended to read as follows:

"The term of this Contract shall begin on January 1, 2014 and end on November 30, 2015, unless sooner terminated as provided for in the Contract."

## ARTICLE II

That Paragraph 3.1 under Article III of the Contract, entitled "Compensation and Payment", be amended to read as follows:

"For and in consideration of the services performed under this Contract, the City agrees to pay Contractor a sum not to exceed One Million Four Hundred Ninety-Seven Thousand Nine Hundred Sixty-Five and 29/100 Dollars (\$1,497,965.29) as set forth in **EXHIBIT A**, Project Summary, solely for the reimbursement of costs allowable under this Contract and the Grant Agreement with HUD. The aforementioned sum includes the pre-contract services amount of \$58,344.41, set forth under Article XXIV. The City shall not be liable for the reimbursement of any expenses which are not allowable under the terms of this Contract or under the Grant Agreement with HUD.

## ARTICLE III

That Paragraphs IV and V of **EXHIBIT "A"** (Project Summary) to the Contract be amended to read as follows:

- IV. "The period of the Contract is from January 1, 2014 – November 30, 2015, subject to renewal as provided in Article 2.1 hereof and to the availability of federal funds."
- V. "The maximum compensation for eligible activities under the Contract is \$1,497,965.29 in HOPWA funds, which sum includes \$58,344.41 for pre-contract services. Funding for the Contract is subject to the provisions of ARTICLES III, IV, IX, X, XI, XIV, XXIII, and XXIV of the Contract."

## ARTICLE IV

That **EXHIBIT "B"** (Scope of Services) of the Contract is hereby amended to add **EXHIBIT "B-1"**, attached hereto and incorporated herein to apply to the extension period of the Contract (December 1, 2014 – November 30, 2015), and all references to **EXHIBIT "B"** in the Contract shall also refer to **EXHIBIT "B-1"**.

**ARTICLE V**

That **EXHIBIT "C"** (Budget) of the Contract is hereby amended to add **EXHIBIT "C-1"**, attached hereto and incorporated herein to apply to the extension period of the Contract (December 1, 2014 – November 30, 2015), and all references to **EXHIBIT "C"** in the Contract shall also refer to **EXHIBIT "C-1."**

**ARTICLE VI**

Except as specifically provided above, no modifications or amendments to the Contract are made or intended hereby, and the Contract, as amended hereby, remains in full force and effect.

**IN WITNESS WHEREOF**, the City and the Contractor have executed this First Amendment to be effective on December 1, 2014, in multiple originals, each of equal force.

**CATHOLIC CHARITIES OF THE  
ARCHDIOCESE OF GALVESTON-  
HOUSTON**

**CITY OF HOUSTON**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

\_\_\_\_\_  
MAYOR

ATTEST/SEAL

\_\_\_\_\_  
CITY SECRETARY

\_\_\_\_\_  
CORPORATE SECRETARY

COUNTERSIGNED:

DATE OF COUNTERSIGNATURE

\_\_\_\_\_  
CITY CONTROLLER

\_\_\_\_\_

APPROVED:

APPROVED AS TO FORM:

\_\_\_\_\_  
DIRECTOR, HOUSING AND  
COMMUNITY DEVELOPMENT  
DEPARTMENT

\_\_\_\_\_  
SENIOR ASSISTANT CITY ATTORNEY

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**EXHIBIT B-1**

## EXHIBIT B-1

### SCOPE OF SERVICES

#### CATHOLIC CHARITIES OF THE ARCHDIOCESE OF GALVESTON-HOUSTON (CONTRACTOR)

##### A. PROGRAM GOALS:

To provide a minimum of 124, unduplicated households (individuals and family members) affected by HIV/AIDS and who meet the eligibility standards set forth in 24 CFR §574.3, with supportive services such as life skills support groups and case management, and short-term payments of rent, mortgage and utility bills. The supportive services program at Catholic Charities AIDS Ministry is designed to assist clients in accessing services necessary to live a quality life with HIV/AIDS. The mission of Catholic Charities is to extend healing to all persons by providing culturally-sensitive social services to those in need without regard to race, religion, or socioeconomic status. As an advocate for social justice, the Catholic Charities empowers the community through action and education asserting the principle of human dignity.

##### B. PROGRAM OBJECTIVE:

In order to serve its clients and comply with governmental regulations, the Contractor will use its HOPWA funds as follows:

1. To provide housing and supportive services to a minimum of one hundred twenty-four (124) unduplicated households affected by HIV/AIDS by:
  - a. Providing tenant-based rental assistance to thirty-four (34) households as described in 24 CFR §574.300(b)(5) and in accordance with the Budget attached hereto as **Exhibit C**.
  - b. Providing housing assistance to seventy-five (75) households for short-term rent, mortgage, and utility payments to prevent the homelessness of the clients and their family members as described in 24 CFR §574.300(b)(6) and in accordance with the Budget attached hereto as **Exhibit C**.
  - c. Providing permanent housing placement services, such as first month rent and deposit assistance, to fifteen (15) households as described in 24 CFR §574.300(b)(7) and in accordance with the Budget attached hereto as **Exhibit C**.
  - d. Providing case management, life skills, support groups, and other supportive services to one hundred thirty (130) households as described in 24 CFR §574.300(b)(7) and in accordance with the Budget attached hereto as **Exhibit C**.

*Corrected*

## EXHIBIT B-1

### SCOPE OF SERVICES

#### CATHOLIC CHARITIES OF THE ARCHDIOCESE OF GALVESTON-HOUSTON (CONTRACTOR)

##### A. PROGRAM GOALS:

To provide a minimum of 124, unduplicated households (individuals and family members) affected by HIV/AIDS and who meet the eligibility standards set forth in 24 CFR §574.3, with supportive services such as life skills support groups and case management, and short-term payments of rent, mortgage and utility bills. The supportive services program at Catholic Charities AIDS Ministry is designed to assist clients in accessing services necessary to live a quality life with HIV/AIDS. The mission of Catholic Charities is to extend healing to all persons by providing culturally-sensitive social services to those in need without regard to race, religion, or socioeconomic status. As an advocate for social justice, the Catholic Charities empowers the community through action and education asserting the principle of human dignity.

##### B. PROGRAM OBJECTIVE:

In order to serve its clients and comply with governmental regulations, the Contractor will use its HOPWA funds as follows:

1. To provide housing and supportive services to a minimum of one hundred twenty-four (124) unduplicated households affected by HIV/AIDS by:
  - a. Providing tenant-based rental assistance to thirty-four (34) households as described in 24 CFR §574.300(b)(5) and in accordance with the Budget attached hereto as **Exhibit C**.
  - b. Providing housing assistance to seventy-five (75) households for short-term rent, mortgage, and utility payments to prevent the homelessness of the clients and their family members as described in 24 CFR §574.300(b)(6) and in accordance with the Budget attached hereto as **Exhibit C**.
  - c. Providing permanent housing placement services, such as first month rent and deposit assistance, to fifteen (15) households as described in 24 CFR §574.300(b)(7) and in accordance with the Budget attached hereto as **Exhibit C**.
  - d. Providing case management, life skills, support groups, and other supportive services to one hundred twenty-four (124) households as described in 24 CFR §574.300(b)(7) and in accordance with the Budget attached hereto as **Exhibit C**.

2. To provide for administration costs not to exceed 7% of the amount awarded hereunder or any additional amounts that may be awarded, and in accordance with the Budget attached hereto as Exhibit C.
3. To acquire furniture, fixtures and equipment in accordance with Office of Management Budget Circular A-110 for such eligible clients and pursuant to the Budget attached hereto as **Exhibit C**.
4. To operate a tenant-based rental assistance and short-term, rent, mortgage and utility assistance, and permanent housing placement services program pursuant to applicable standards set forth in 24 CFR §574.310 Housing Quality Standards, 24 CFR §574.320 Additional Standards for Rental Assistance, 24 CFR §574.330 Additional Standards for Short-Term Supportive Housing, and 24 CFR §574.340 Additional Standards for Community Residences.
5. To comply with other regulations as may be applicable under 24 CFR §574.310, General Standards for Eligible Housing Activities.
6. To provide for activity delivery costs as may be applicable.

**C. CONTENT AND OPERATIONS:**

1. Catholic Charities will provide tenant-based rental assistance, short-term rent, mortgage, and utility assistance, permanent housing placement services and other supportive services to a minimum of one hundred twenty-four (124) HIV/AIDS infected individuals and their family members.
2. Catholic Charities will provide services to each eligible individual based on his/her needs.
3. Catholic Charities will provide assistance to clients five days a week, Monday through Friday, from 8:00 a.m. until 5:00 p.m. (and outside stated hours as needed), at its location on 2900 Louisiana, Houston, TX 77006.
4. Catholic Charities AIDS Ministry will provide additional supportive services such as counseling, employment assistance, HIV education services and other benefits.

**D. PERFORMANCE MEASURES:**

1. Number of clients served under the HOPWA program.
2. Supportive services provided and the number of clients receiving such services.
3. Number of households provided with tenant-based rental assistance.
4. Number of households provided with short-term rental, mortgage and utility assistance.

5. Number of households provided with permanent housing placement services.
  
6. Progress in achieving HOPWA performance outcomes of 80% or greater. The HOPWA performance outcomes goal is that 80% or greater of the HOPWA assisted households be enabled “to establish and/or better maintain a stable living environment in housing that is safe, decent, and sanitary, per the regulations in 24 CFR §574.310(b), and to reduce the risks of homelessness, and improve access to HIV treatment and other health care and support” through the use of annual resources.

**EXHIBIT C-1**



DETAILED PROJECT BUDGET

HOPMA GRANT PROJECT NAME: Catholic Charities of the Archdiocese of Galveston-Houston  
 TOTAL HOPMA GRANT: \$197,832.44

ACCOUNT DESCRIPTION	FTE	12 Month Amount	Pre-Contract Services	HOPMA %	ADMIN COSTS	SUPPORT SERVICES COSTS	SUPPORT SERVICES COSTS PHP Only	TBRV PBRA COSTS	STRMUA COSTS	Operations COSTS	TOTAL HOPMA GRANT FY2015	TOTAL OTHER FUNDING SOURCES	TOTAL Project Costs (HOPMA+OTHER)	TOTAL COSTS NOT ASSOCIATED WITH PROJECT	TOTAL COSTS	
																\$
Other (Subtotal)		\$0.00	\$0.00	\$0.00												
TOTAL		\$833,110.14	\$0.00	\$0.00	\$55,848.27	\$193,264.09	\$20,061.47	\$311,327.95	\$217,330.67	\$0.00	\$197,832.44	\$0.00	\$833,110.14	\$0.00	\$0.00	

Summary for the HOPMA Grant

HOPMA Activity	12 Mth Amount	Pre-Contract	TOTAL	Percentage
ADMINISTRATION	\$55,848.27	\$0.00	\$55,848.27	7.00%
SUPPORTIVE SERVICES	\$193,264.09	\$0.00	\$193,264.09	24.22%
SUPPORTIVE SERVICES - PHP	\$20,061.47	\$0.00	\$20,061.47	2.51%
HOUSING SUBSIDIES: Tenant Based Rental Assistance Program	\$311,327.95	\$0.00	\$311,327.95	38.02%
HOUSING SUBSIDIES: Short Term Rent, Mortgage, Utility Program	\$217,330.67	\$0.00	\$217,330.67	27.49%
OPERATIONS: Community Residence	\$0.00	\$0.00	\$0.00	0.00%
PROPERTY LEASE	\$0.00	\$0.00	\$0.00	0.00%
TOTAL	\$797,832.44	\$0.00	\$797,832.44	100.00%

Account Description	Amount	Percentage
SUBSIDIZED EXPENSES - PAID WITH RESIDENT RENT PAYMENTS, PRAV WHITE OR OTHER SOURCES	\$33,277.70	4.23%

Approved: \_\_\_\_\_ Date: \_\_\_\_\_  
 CHAIRMAN OF THE BOARD/ Executive Director

Approved: \_\_\_\_\_ Date: \_\_\_\_\_  
 DIRECTOR, HOUSING AND COMMUNITY DEVELOPMENT DEPARTMENT

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

District I

Item Creation Date: 10/2/2014

HCD14-97 SEARCH Homeless Services

Agenda Item#: 21.

**Summary:**

ORDINANCE approving and authorizing first amendment to contract between the City of Houston and **SEARCH HOMELESS SERVICES, (Formerly SERVICE OF THE EMERGENCY AID RESOURCE CENTER FOR THE HOMELESS, INC)** to provide up to \$83,796.00 in Housing Opportunities for Persons With Aids Funds for the continuing administration and operation of a Supportive Services Program offering Childcare for homeless families affected by HIV/AIDS

**Background:**

The Housing and Community Development Department (HCDD) recommends approval of a first contract amendment between the City of Houston and SEARCH Homeless Services to finance the administration and operation of a childcare services program for HIV-positive individuals and their children through SEARCH's House of Tiny Treasures, an early childhood development childcare facility.

The City will grant SEARCH Homeless Services up to **\$83,796** in HOPWA funds. The project's scope of work is to provide early childhood education to 13 homeless children who are affected by HIV. The services enable the families of such children to lead stable and functional lives. Supportive services will include case management, counseling and referral services to support the basic and emotional needs of those infected or affected by HIV/AIDS. The City provides 17% of the budget for this program, while the remaining 83% is provided by other funding sources.

<b>Category</b>	<b>Total Contract Amount</b>	<b>Percent</b>
Administrative	\$3,703.00	4.42%
Supportive Services	\$80,093.00	95.58%
<b>Total</b>	<b>\$83,796.00</b>	<b>100.00%</b>

HCDD conducted a Request for Proposals (RFP) for fiscal year 2014 and 2015 HOPWA contracts. SEARCH Homeless Services was one of the agencies selected. The RFP was for fiscal year 2014 with a one-year renewal option for fiscal year 2015. This Ordinance will grant the one-year renewal period from December 1, 2014 through November 30, 2015. SEARCH Homeless Services has received HOPWA funding through the City of Houston for various contracts since 1996.

This item was reviewed by the Housing & Community Affairs Committee on October 21, 2014.

**Prior Council Action:**

1/22/2014; 2014-0033

**Amount of Funding:**

\$83,796

**Source of Funding:**

Grant Fund

Housing Opportunities for Persons With AIDS (HOPWA)

**Contact Information:**

Stephen Tinnermon

(713) 868-8448

**ATTACHMENTS:**

Description	Type
<input type="checkbox"/> HCD14-97 SEARCH Homeless Services RCA	Signed Cover sheet
<input type="checkbox"/> HCD14-97 SEARCH Homeless Services ord	Ordinance/Resolution/Motion
<input type="checkbox"/> HCD14-97 SEARCH Homeless Services Form A & B	Backup Material
<input type="checkbox"/> HCD14-97 SEARCH Homeless Services Linebarger	Backup Material
<input type="checkbox"/> HCD14-97 SEARCH Homeless Services Finance Docs	Financial Information

TO: Mayor via City Secretary

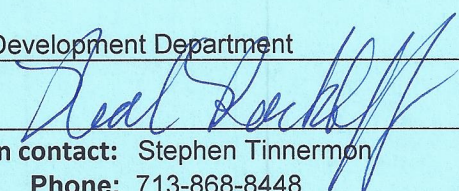
REQUEST FOR COUNCIL ACTION

HCD14-97

15-SEARCH HOMELESS/HOPWA

<b>SUBJECT:</b> An Ordinance authorizing a first contract amendment between the City of Houston and SEARCH Homeless Services, providing \$83,796 in HOPWA funds for a supportive services program offering childcare for homeless families affected by HIV/AIDS	<b>Page</b> 1 of 1	<b>Agenda Item</b> #
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<b>FROM:</b> Neal Rackleff, Director Housing and Community Development Department	<b>Origination Date</b> 10/02/2014	<b>Agenda Date</b>
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<b>DIRECTOR'S SIGNATURE:</b> 	<b>Council District affected:</b> District I	
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<b>For additional information contact:</b> Stephen Tinnermon Phone: 713-868-8448	<b>Date and identification of prior authorizing Council action:</b> 1/22/2014 ; 2014-0033
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**RECOMMENDATION:** Approval of an Ordinance authorizing a first contract amendment between the City of Houston and SEARCH Homeless Services, providing \$83,796 in HOPWA funds for a supportive services program offering childcare for homeless families affected by HIV/AIDS

<b>Amount of Funding:</b>  \$83,796	<b>Finance Budget:</b>
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**SOURCE OF FUNDING**                     General Fund                     Grant Fund                     Enterprise Fund

**Housing Opportunities for Persons With AIDS (HOPWA)**

**SPECIFIC EXPLANATION:**

The Housing and Community Development Department (HCDD) recommends approval of a first contract amendment between the City of Houston and SEARCH Homeless Services to finance the administration and operation of a childcare services program for HIV-positive individuals and their children through SEARCH's House of Tiny Treasures, an early childhood development childcare facility.

The City will grant SEARCH Homeless Services up to \$83,796 in HOPWA funds. The project's scope of work is to provide early childhood education to 13 homeless children who are affected by HIV. The services enable the families of such children to lead stable and functional lives. Supportive services will include case management, counseling and referral services to support the basic and emotional needs of those infected or affected by HIV/AIDS. The City provides 17% of the budget for this program, while the remaining 83% is provided by other funding sources.

Category	Total Contract Amount	Percent
Administrative	\$3,703.00	4.42%
Supportive Services	\$80,093.00	95.58%
<b>Total</b>	<b>\$83,796.00</b>	<b>100.00%</b>

HCDD conducted a Request for Proposals (RFP) for fiscal year 2014 and 2015 HOPWA contracts. SEARCH Homeless Services was one of the agencies selected. The RFP was for fiscal year 2014 with a one-year renewal option for fiscal year 2015. This Ordinance will grant the one-year renewal period from December 1, 2014 through November 30, 2015. SEARCH Homeless Services has received HOPWA funding through the City of Houston for various contracts since 1996.

This item was reviewed by the Housing & Community Affairs Committee on October 21, 2014.

NR:EP:MNB:KS  
cc: Legal Department  
Mayor's Office  
City Secretary  
Finance Department

**REQUIRED AUTHORIZATION**

<b>Finance Director:</b>	<b>Other Authorization:</b>	<b>Other Authorization:</b>
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Controller's Office

To the Honorable Mayor and City Council of the City of Houston:

I hereby certify, with respect to the money required for the contracts, agreements, obligation or expenditure contemplated by the ordinance set out below that:

- ( ) Funds have been encumbered out of funds previously appropriated for such purpose.
- ( ) Funds have been certified and designated to be appropriated by separate ordinance to be approved prior to the approval of the ordinance set out below.
- ( ) Funds will be available out of current or general revenue prior to the maturity of any such obligation.
- ( ) No pecuniary obligation is to be incurred as a result of approving the ordinance set out below.
- ( ) That the money required for the expenditure or expenditures specified below is in the treasury, in the fund or funds specified below, and is not appropriated for any other purposes.
- ( ) A certificate with respect to the money required for the expenditure or expenditures specified below is attached hereto and incorporated hereby by this reference.
- ( ) Other - Grant Funds Available

Date: \_\_\_\_\_, 2014

City Controller of the City of Houston

FUND REF: \_\_\_\_\_ AMOUNT: \_\_\_\_\_ ENCUMB. NO.: \_\_\_\_\_

City of Houston, Texas, Ordinance No. 2014-\_\_\_\_\_

AN ORDINANCE APPROVING AND AUTHORIZING A FIRST AMENDMENT TO CONTRACT BETWEEN THE CITY OF HOUSTON AND SEARCH HOMELESS SERVICES, (FORMERLY SERVICE OF THE EMERGENCY AID RESOURCE CENTER FOR THE HOMELESS, INC.) TO PROVIDE UP TO \$83,796.00 IN HOUSING OPPORTUNITIES FOR PERSONS WITH AIDS ("HOPWA") FUNDS FOR THE CONTINUING ADMINISTRATION AND OPERATION OF A SUPPORTIVE SERVICES PROGRAM OFFERING CHILDCARE FOR HOMELESS FAMILIES AFFECTED BY HIV/AIDS; CONTAINING FINDINGS AND OTHER PROVISIONS RELATING TO THE FOREGOING SUBJECT; AND DECLARING AN EMERGENCY.

\* \* \* \* \*

**BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF HOUSTON:**

**Section 1.** That the City Council hereby adopts the recitals set forth above and hereby approves and authorizes the contracts, agreements or other undertakings described in the title of this Ordinance, in substantially the form as shown in the document which is attached hereto and incorporated herein by this reference. The Mayor is hereby authorized to execute such document and all related documents on behalf of the City of Houston. The City Secretary is hereby authorized to attest to all such signatures and to affix the seal of the City to all such documents. The City Attorney is hereby authorized to take all action necessary to enforce legal obligations under said contract without further authorization from City Council.

**Section 2.** That there exists a public emergency requiring that this Ordinance be passed finally on the date of its introduction as requested in writing by the Mayor; therefore, this Ordinance shall be passed finally on such date and shall take effect immediately upon its passage and approval by the Mayor; however, in the event that the Mayor fails to sign this Ordinance within five days after its passage and adoption, it shall take effect in accordance with Article VI, Section 6, Houston City Charter.

**PASSED AND ADOPTED this \_\_\_\_\_ day of \_\_\_\_\_, 2014.**

**ADOPTED this \_\_\_\_\_ day of \_\_\_\_\_, 2014.**

\_\_\_\_\_  
Mayor of the City of Houston

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is \_\_\_\_\_.

(Prepared by Legal Dept. \_\_\_\_\_  
City Secretary  
*Barbara J. Kilroe* GWJ  
Senior Assistant City Attorney

(Requested by Neal Rackleff, Director, Housing and Community Development Department)  
(L.L. File No. 0291100084003)  
FUND REF: \$83,796.00  
Grant Fund  
Housing Opportunities for Persons with AIDS (HOPWA)

## FIRST AMENDMENT

This First Amendment to Contract ("First Amendment") is made and entered into between the **CITY OF HOUSTON** ("City") and **SEARCH HOMELESS SERVICES** ("Contractor").

**WHEREAS**, the City, acting pursuant to Ordinance No. 2014-33, passed January 22, 2014, entered into a Contract ("Contract") with the Contractor in the amount of \$83,796.00 to assist with the administration and operation of an early childhood development/ child care program for indigent and low income children with HIV/AIDS and their families ("Program"); and

**WHEREAS**, the City and Contractor now desire to amend the Contract to (1) extend its term through November 30, 2015; and (2) increase the funding by \$83,796.00 to cover the extension period; and

**WHEREAS**, Contractor has implemented and performed the services set forth in the Contract and has agreed to continue to do so throughout the term of the Contract; and

**WHEREAS**, the City is acting pursuant to the authority of Chapter 373 and/or 374 of the Local Government Code.

**NOW, THEREFORE**, in consideration of the mutual covenants, agreements and benefits to the City and the Contractor, it is hereby agreed as follows:

### ARTICLE I

That the first sentence of Paragraph 2.1 under Article II of the Contract, entitled "Time of Performance", be amended to read as follows:

"The term of this Contract shall commence on January 1, 2014 and end on November 30, 2015, unless sooner terminated as provided for in the Contract."

## ARTICLE II

That Paragraph 3.1 under Article III of the Contract, entitled "Compensation and Payment", be amended to read as follows:

"For and in consideration of the services performed under this Contract, the City agrees to pay Contractor a sum not to exceed One Hundred Sixty-Seven Thousand Five Hundred Ninety-Two and 00/100 Dollars (\$167,592.00) as set forth in **EXHIBIT A**, Project Summary, solely for the reimbursement of costs allowable under this Contract and the Grant Agreement with HUD. The City shall not be liable for the reimbursement of any expenses which are not allowable under the terms of this Contract or under the Grant Agreement with HUD.

## ARTICLE III

That Paragraphs IV and V of **EXHIBIT "A"** (Project Summary) to the Contract be amended to read as follows:

- IV. "The period of the Contract is from January 1, 2014 – November 30, 2015, subject to the availability of federal funds."
- V. "The maximum compensation for eligible activities under the Contract is \$167,592.00. Funding for the Contract is subject to the provisions of ARTICLES III, IV, IX, X, XI, XIV, XXIII and XXIV of the Contract."

## ARTICLE IV

That **EXHIBIT "B"** (Scope of Services) of the Contract is hereby amended to add **EXHIBIT "B-1"**, attached hereto and incorporated herein to apply to the extension period of the Contract (December 1, 2014 – November 30, 2015), and all references to **EXHIBIT "B"** in the Contract shall also refer to **EXHIBIT "B-1"**.

**ARTICLE V**

That **EXHIBIT "C"** (Budget) of the Contract is hereby amended to add **EXHIBIT "C-1"**, attached hereto and incorporated herein to apply to the extension period of the Contract (December 1, 2014 – November 30, 2015), and all references to **EXHIBIT "C"** in the Contract shall also refer to **EXHIBIT "C-1."**

**ARTICLE VI**

Except as specifically provided above, no modifications or amendments to the Contract are made or intended hereby, and the Contract, as amended hereby, remains in full force and effect.

**IN WITNESS WHEREOF**, the City and the Contractor have executed this First Amendment to be effective on December 1, 2014, in multiple originals, each of equal force.

**SEARCH HOMELESS SERVICES**

**CITY OF HOUSTON**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

\_\_\_\_\_  
MAYOR

ATTEST/SEAL

\_\_\_\_\_  
CITY SECRETARY

\_\_\_\_\_  
CORPORATE SECRETARY

COUNTERSIGNED:  
  
\_\_\_\_\_

DATE OF COUNTERSIGNATURE  
  
\_\_\_\_\_

APPROVED:

\_\_\_\_\_  
DIRECTOR, HOUSING AND  
COMMUNITY DEVELOPMENT  
DEPARTMENT

APPROVED AS TO FORM:

\_\_\_\_\_  
SENIOR ASSISTANT CITY ATTORNEY

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**EXHIBIT B-1**

## EXHIBIT B-1

### SCOPE OF SERVICES

#### SEARCH HOMELESS SERVICES

##### A. PROGRAM GOALS:

Provide supportive services to homeless children between the ages of 22 months and five years, who are infected or affected by HIV and meet the eligibility standards set forth at 24 CFR §574.3. SEARCH will assist the children in leading stable and functional lives by providing early childhood education. Additionally, the program will provide case management and education to parents or caretakers of children enrolled in the program. A major component of this program is parent education which focuses on enhancing the self sufficiency of parents by teaching them how to navigate social service systems, establishing a medical home for family health care and prevention and developing parenting skills. SEARCH will provide supportive services, only, for thirteen (13) unduplicated children and their families.

##### B. PROGRAM OBJECTIVE:

In order to serve its clients and comply with governmental regulations, the Contractor will use its HOPWA funds to provide supportive services as follows and as described at 24 CFR §574.300(b)(7) to thirteen (13) clients and their family members and in accordance with the Budget attached hereto as **Exhibit C**:

1. Provide developmentally appropriate child care services to thirteen (13) unduplicated homeless children infected with HIV or for homeless children whose primary caretaker is infected with HIV. SEARCH will deliver these services at its child care facility, House of Tiny Treasures, as described herein above, and pursuant to the Budget attached to the foregoing contract as **Exhibit C**.
2. Provide case management, counseling and referral services to support the basic and emotional needs of twenty-four (24) parents of homeless children and other family members served by the program or to primary caretakers infected with HIV.
3. Facilitate parenting classes that actively involve parents and caretakers in the appropriate development of their children as well as provide tools (stress management and positive discipline) to foster stabilization of the family.
4. Provide for administrative costs not to exceed 7% of the amount awarded hereunder or any additional amounts that may be awarded, and in accordance with the Budget attached hereto as **Exhibit C**.
5. Provide for activity delivery costs as may be applicable.

**C. CONTENT AND OPERATIONS:**

1. The Contractor will provide a comprehensive array of early care, education and therapeutic services to homeless children infected or affected by HIV at this child care facility, House of Tiny Treasures (HTT), 1529 Lombardy, Houston, TX 77023. The House of Tiny Treasures hours of operation will be from 7:00 a.m. – 5:30 p.m., Monday through Friday. Case managers in SEARCH's programs or other community-based programs refer the children to HTT.

Services will consist of:

- Early childhood education
  - Breakfast, lunch and afternoon snacks
  - Transportation
  - Developmental assessments on a bi-annual basis
  - Individual Learning Plans for children identified to have developmental delays and/or mental health issues
  - Therapeutic services including play, art and speech
2. The Contractor will provide case management services and parenting classes focusing on family support, education and advocacy to parents and primary caretakers of children served by the program. These services will be provided at its child care facility, House of Tiny Treasures, 1529 Lombardy, Houston, TX 77023. The House of Tiny Treasures hours of operations will be from 7:00 a.m. – 5:30 p.m., Monday through Friday.
  3. The Contractor will provide services to each eligible individual based on this or her needs.

**D. PERFORMANCE MEASURES:**

1. Progress in achieving HOPWA performance outcomes of 80% or greater. The HOPWA performance outcomes goals is that 80% or greater of the HOPWA assisted households be enabled "to establish and/or better maintain a stable living environment in housing that is safe, decent and sanitary per the regulations stated in 24 CFR §574.310(b) and to reduce their risks of homelessness, and improve access to HIV treatment and other health care and support" through the use of annual resources.
2. Number of parents and/or households receiving supportive services such as case management, counseling and referral services.
3. Number of children receiving developmentally appropriate child care.
4. Number of days of child care.
5. Number of case management and education sessions.

**EXHIBIT C-1**

# EXHIBIT C

## SEARCH Homeless Services Detailed Project Budget

2014 - 2015 Budget

HOPWA GRANT PROJECT NAME: SEARCH'S House of Tiny Treasures																									
TOTAL HOPWA GRANT:	\$83,796																								
ACCOU ACCOUNT EXPLANATION/ DESCRIF DETAILS	FTE	Annual Amount	HOPWA %	PRE-CONTRACT SERVICES	ANNUAL CONTRACT AMOUNT	TOTAL HOPWA GRANT FY2015	TOTAL OTHER FUNDING SOURCES	TOTAL OTHER FUNDING SOURCES	Public /Private	Name	TOTAL PROJECT COSTS	TOTAL PROJECT COSTS													
<b>1 ADMINISTRATION</b>																									
Payroll and Personnel Expenses																									
Salary and Wages																									
Director of Grants		\$71,000.00	2.25%		1,597.00	\$1,597.00	\$69,403.00	\$0.00			\$0.00	\$71,000.00													
Grants Accountant		\$47,000.00	2.55%		1,198.00	\$1,198.00	\$45,802.00	\$0.00			\$0.00	\$47,000.00													
Position III		\$0.00	0.00%		\$0.00	\$0.00	\$0.00	\$0.00			\$0.00	\$0.00													
Position IV		\$0.00	0.00%		\$0.00	\$0.00	\$0.00	\$0.00			\$0.00	\$0.00													
Position V		\$0.00	0.00%		\$0.00	\$0.00	\$0.00	\$0.00			\$0.00	\$0.00													
<b>Subtotal</b>		<b>\$118,000.00</b>			<b>2,795.00</b>	<b>\$2,795.00</b>	<b>\$115,205.00</b>	<b>\$0.00</b>			<b>\$0.00</b>	<b>\$118,000.00</b>													
Fringe Benefits																									
FICA		\$9,027.00			213.00	\$213.00	\$8,814.00	\$0.00			\$0.00	\$9,027.00													
Worker's Compensation		\$200.00			150.00	\$150.00	\$50.00	\$0.00			\$0.00	\$200.00													
SUI		\$125.00			100.00	\$100.00	\$25.00	\$0.00			\$0.00	\$125.00													
Insurance (Medical, Dental, Life)		\$14,160.00			327.00	\$327.00	\$13,833.00	\$0.00			\$0.00	\$14,160.00													
Other ( Thrift )		\$5,900.00			118.00	\$118.00	\$5,782.00	\$0.00			\$0.00	\$5,900.00													
<b>Subtotal</b>		<b>\$29,412.00</b>			<b>908.00</b>	<b>\$908.00</b>	<b>\$28,504.00</b>	<b>\$0.00</b>			<b>\$0.00</b>	<b>\$29,412.00</b>													
Professional Fees, Contract Services																									
Rent, Lease, and Purchase Equipment		\$0.00			\$0.00	\$0.00	\$0.00	\$0.00			\$0.00	\$0.00													
Travel		\$0.00			\$0.00	\$0.00	\$0.00	\$0.00			\$0.00	\$0.00													
Lease Space		\$0.00			\$0.00	\$0.00	\$0.00	\$0.00			\$0.00	\$0.00													
Utilities		\$0.00			\$0.00	\$0.00	\$0.00	\$0.00			\$0.00	\$0.00													
Consumables and Supplies		\$0.00			\$0.00	\$0.00	\$0.00	\$0.00			\$0.00	\$0.00													
Other		\$0.00			\$0.00	\$0.00	\$0.00	\$0.00			\$0.00	\$0.00													
<b>SUBTOTAL</b>		<b>\$147,412.00</b>			<b>3,703.00</b>	<b>\$3,703.00</b>	<b>\$143,709.00</b>	<b>\$0.00</b>			<b>\$0.00</b>	<b>\$147,412.00</b>													

# EXHIBIT C

## SEARCH Homeless Services Detailed Project Budget

2014 - 2015 Budget

HOPWA GRANT PROJECT NAME: SEARCH's House of Tiny Treasures TOTAL HOPWA GRANT: \$83,796	FTE	Annual Amount	HOPWA %	PRE-CONTRACT SERVICES	ANNUAL CONTRACT AMOUNT	TOTAL HOPWA GRANT FY2015	TOTAL OTHER FUNDING SOURCES Public/Private	TOTAL OTHER FUNDING SOURCES	TOTAL PROJECT COSTS
<b>2 SUPPORTIVE SERVICES</b>									
Payroll and Personnel Expenses									
Salary and Wages									
Program Manager		\$55,000.00	25.00%		\$13,750.00	\$13,750.00	\$41,250.00	\$0.00	\$55,000.00
Family Service Coordinator		\$36,000.00	25.00%		\$9,000.00	\$9,000.00	\$27,000.00	\$0.00	\$36,000.00
Program Coordinator		\$34,000.00	25.00%		\$8,500.00	\$8,500.00	\$25,500.00	\$0.00	\$34,000.00
Teacher		\$21,840.00	25.00%		\$5,460.00	\$5,460.00	\$16,380.00	\$0.00	\$21,840.00
Six Teachers - full-time and substitute		\$98,500.00	25.00%		\$24,625.00	\$24,625.00	\$73,875.00	\$0.00	\$98,500.00
<b>Subtotal</b>		<b>\$245,340.00</b>			<b>\$61,335.00</b>	<b>\$61,335.00</b>	<b>\$184,005.00</b>	<b>\$0.00</b>	<b>\$245,340.00</b>
Fringe Benefits									
FICA		\$18,768.00		\$	4,962.00	\$4,962.00	\$13,806.00	\$0.00	\$18,768.00
Worker's Compensation		\$2,000.00		\$	490.00	\$490.00	\$1,510.00	\$0.00	\$2,000.00
SUI		\$2,000.00		\$	490.00	\$490.00	\$1,510.00	\$0.00	\$2,000.00
Insurance (Medical, Dental, Life)		\$28,725.00		\$	6,525.00	\$6,525.00	\$22,200.00	\$0.00	\$28,725.00
Other ( - Thrift		\$2,393.00		\$	999.00	\$999.00	\$1,394.00	\$0.00	\$2,393.00
<b>Subtotal</b>		<b>\$53,886.00</b>			<b>\$13,466.00</b>	<b>\$13,466.00</b>	<b>\$40,420.00</b>	<b>\$0.00</b>	<b>\$53,886.00</b>
Professional Fees, Contract Services									
Rent, Lease, and Purchase Equipment		\$0.00			\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Travel (Transportation of children by van)		\$0.00			\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Lease Space		\$9,055.00			\$1,700.00	\$1,700.00	\$7,355.00	\$0.00	\$9,055.00
Utilities		\$0.00			\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Consumables and Supplies		\$25,551.00			\$3,002.00	\$3,002.00	\$22,549.00	\$0.00	\$25,551.00
Nutritional Services		\$0.00			\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Permanent Housing Placement		\$0.00			\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Other ( Telephone )		\$3,000.00			\$590.00	\$590.00	\$2,410.00	\$0.00	\$3,000.00
Other ( )		\$0.00			\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Other ( )		\$0.00			\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
<b>SUBTOTAL</b>		<b>\$336,832.00</b>			<b>\$80,093.00</b>	<b>\$80,093.00</b>	<b>\$256,739.00</b>	<b>\$0.00</b>	<b>\$336,832.00</b>
<b>GRAND TOTAL</b>		<b>\$484,244.00</b>			<b>\$83,796.00</b>	<b>\$83,796.00</b>	<b>\$400,448.00</b>	<b>\$0.00</b>	<b>\$484,244.00</b>

# EXHIBIT C

## SEARCH Homeless Services Detailed Project Budget

2014 - 2015 Budget

HOPWA GRANT PROJECT NAME: SEARCH's House of Tiny Treasures  
TOTAL HOPWA GRANT: \$83,796

ACCOUN EXPLANATION/ DESCRIF DETAILS	FTE	Annual Amount	HOPWA %	PRE-CONTRACT SERVICES	ANNUAL CONTRACT AMOUNT	TOTAL HOPWA GRANT FY2015	TOTAL OTHER FUNDING SOURCES	TOTAL OTHER FUNDING SOURCES	Name	Public/Private	TOTAL PROJECT COSTS

HOPWA Activity	Amount	Percentage
ADMINISTRATION	\$3,703.00	4.42%
SUPPORTIVE SERVICES	\$80,093.00	95.58%
<b>TOTAL</b>	<b>\$83,796.00</b>	<b>100.00%</b>

Approved: \_\_\_\_\_ Date: \_\_\_\_\_  
CHAIRMAN OF THE BOARD/ Executive Director

Approved: \_\_\_\_\_ Date: \_\_\_\_\_  
DIRECTOR, HOUSING AND COMMUNITY DEVELOPMENT DEPARTMENT

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014  
District C, District D, District I

Item Creation Date: 11/4/2014

MYR - 2015 FY15 Budget and Fiscal CIP for Reinvestment Zone Two (Midtown Zone)

Agenda Item#: 22.

**Summary:**

ORDINANCE relating to the Fiscal Affairs of the Midtown Redevelopment Authority on behalf of Reinvestment Zone Number Two, City of Houston, Texas (Midtown Zone); approving a waiver and release of a restriction on a certain tract of land located at 3300 Main Street in the Main Street Addition Subdivision, Houston, Harris County, Texas; approving the Fiscal Year 2015 Operating Budget for the Authority and the Fiscal Years 2015-2019 Capital Improvements Budget for the Zone

**Background:**

**SUBJECT:** Ordinance approving the Fiscal Year 2015 Operating Budget for Midtown Redevelopment Authority and the Fiscal Years 2015 - 2019 Capital Improvement Plan (CIP) Budget for Reinvestment Zone Number Two (Midtown Zone). - **DISTRICTS C - COHEN; D - BOYKINS; I - GALLEGOS**

**RECOMMENDATION: (Summary)**

City Council to adopt an ordinance approving the Fiscal Year 2015 Operating Budget for Midtown Redevelopment Authority and the Fiscal Year 2015 - 2019 CIP Budget for Reinvestment Zone Number Two (Midtown Zone).

**SPECIFIC EXPLANATION:**

The Administration has undertaken a comprehensive review of the proposed FY15 TIRZ budgets. The Administration recommends approval of the FY15 Operating Budget for Midtown Redevelopment Authority (the Authority) and the FY15 - FY19 CIP Budget for Reinvestment Zone Number Two (the Zone).

Total Operating Budget for FY15 is \$49,214,060 which includes \$7,287,650 for required fund transfers and \$41,926,410 for Project Costs.

The FY15 - FY19 CIP totals \$93,992,215, and includes provisions for the design and construction of the Midtown Superblock Park, Superblock Parking Garage, Southeast neighborhood street reconstruction and Main Street enhancements.

The FY15 Operating Budget includes \$29,646,929 for capital expenditures and \$943,500 for administration and overhead. The Authority must advise the Chief Development Officer of any budget amendments. Adjustments to the budget that exceed \$400,000 require City Council approval.

The budget includes a municipal services cost payment in FY15 of \$1,274,000 to pay for the incremental cost of providing services to the area.

Attachments: FY15 Operating Budget and FY15 - FY19 CIP Budget.

cc: Marta Crinejo, Agenda Director  
Anna Russell, City Secretary  
David Feldman, City Attorney  
Gary Dzierlenga, Senior Assistant City Attorney

**Prior Council Action:**

**Date and identification of prior authorizing Council Action:**

Ord. No. 2013-0921, 10/16/13

**Amount of Funding:**

No funding required

**Contact Information:**

Gwendolyn Tillotson

**Phone:** (832) 393-0937

**ATTACHMENTS:**

Description	Type
☐ TIRZ 2 FY15 Midtown Budget & CIP RCA	Signed Cover sheet
☐ TIRZ 2 FY15 Midtown Budget & CIP Budget	Backup Material
☐ TIRZ 2 FY14 OP BUDGET & CIP Budget	Backup Material

**REQUEST FOR COUNCIL ACTION**

**TO: Mayor via City Secretary**

**RCA #**

**SUBJECT:** Ordinance approving the Fiscal Year 2015 Operating Budget for Midtown Redevelopment Authority and the Fiscal Years 2015 - 2019 Capital Improvement Plan (CIP) Budget for Reinvestment Zone Number Two (Midtown Zone).

**Category #**

**Page**  
1 of 1

**Agenda Item#**

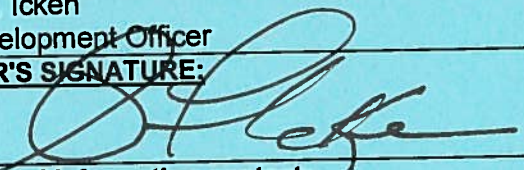
**FROM: (Department or other point of origin):**

Andrew F. Icken  
Chief Development Officer

**Origination Date**

**Agenda Date**

**DIRECTOR'S SIGNATURE:**



**Council Districts affected:**

C, D, I

**For additional information contact:**

Gwen Tillotson

**Phone:** (832) 393-0937

**Date and identification of prior authorizing Council Action:**

Ord. No. 2013-0921, 10/16/13

**RECOMMENDATION: (Summary)**

City Council to adopt an ordinance approving the Fiscal Year 2015 Operating Budget for Midtown Redevelopment Authority and the Fiscal Year 2015 - 2019 CIP Budget for Reinvestment Zone Number Two (Midtown Zone).

**Amount of Funding:** No Funding Required

**SOURCE OF FUNDING:**      General Fund      Grant Fund      Enterprise Fund  
    Other (Specify)

**SPECIFIC EXPLANATION:**

The Administration has undertaken a comprehensive review of the proposed FY15 TIRZ budgets. The Administration recommends approval of the FY15 Operating Budget for Midtown Redevelopment Authority (the Authority) and the FY15 - FY19 CIP Budget for Reinvestment Zone Number Two (the Zone).

- Total Operating Budget for FY15 is \$49,214,060 which includes \$7,287,650 for required fund transfers and \$41,926,410 for Project Costs.
- The FY15 - FY19 CIP totals \$93,992,215, and includes provisions for the design and construction of the Midtown Superblock Park, Superblock Parking Garage, Southeast neighborhood street reconstruction and Main Street enhancements.
- The FY15 Operating Budget includes \$29,646,929 for capital expenditures and \$943,500 for administration and overhead. The Authority must advise the Chief Development Officer of any budget amendments. Adjustments to the budget that exceed \$400,000 require City Council approval.
- The budget includes a municipal services cost payment in FY15 of \$1,274,000 to pay for the incremental cost of providing services to the area.

Attachments: FY15 Operating Budget and FY15 - FY19 CIP Budget.

cc: Marta Crinejo, Agenda Director  
Anna Russell, City Secretary  
David Feldman, City Attorney  
Gary Dzierlenga, Senior Assistant City Attorney

**REQUIRED AUTHORIZATION**

<b>Other Authorization:</b>	<b>Other Authorization:</b>	<b>Other Authorization:</b>
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CITY OF HOUSTON  
ECONOMIC DEVELOPMENT DIVISION  
FISCAL YEAR 2015 BUDGET PROFILE

Fund Summary  
Fund Name: **Midtown Redevelopment Authority**  
TIRZ: **02**  
Fund Number: **7550/50**

<b>P R O F I L E</b>	<b>Base Year:</b>		1995
	<b>Base Year Taxable Value:</b>	\$	99,343,200
	<b>Projected Taxable Value (TY2014):</b>	\$	1,480,988,543
	<b>Current Taxable Value (TY2013):</b>	\$	1,349,058,448
	<b>Acres:</b>		764.52
	<b>Administrator (Contact):</b>		Matt Thibodeaux
	<b>Contact Number:</b>		(713) 526-7577

<b>N A R R A T I V E</b>	<b>Zone Purpose:</b>
	Tax Increment Reinvestment Zone Number Two, City of Houston, Texas was created by the City for the purposes of eliminating urban blight with revitalization providing public right-of-way improvements and enhancements such as: street resurfacing, utilities, street lighting, street art, street furniture, enhanced landscaping, irrigation, and decorative and wider sidewalks.
	<b>Super Block Park and Garage</b> - Design and engineering for the park and underground garage begin in August 2013. The underground garage is anticipated to hold 400+ cars with a 3 arce park above that will include stage, water features, restaurant(s), children's interactive play area, art pieces and festival eares. It is anticipated that permitting for the project will be in May 2014 and garage construction to begin September 2014. Total project to be completed by December 2016 in anticipation of Super Block 2017.
	<b>Bagby Street Reconstruction</b> from St. Joseph to Tuam including two blocks on Pierce Street from Baldwin to Brazos. The project was completed in July 2013 and obtained the Greenroads Silver Certified level.
	<b>Baldwin, Glover &amp; Midtown Parks</b> - All three parks begin rehab construction in second quarter of 2013. Baldwin and Glover parks construction were completed in early 2014. Midtown Park improvements will include dog run, restaurant kiosk, stage and landscaping with an estimated to be completed in May 2014.
	<b>Houston Community College (HCC) Capital Projects</b> - Midtown has partnered with HCC to make improvements to Holman, Alabama and Caroline Streets near its campus. The Holman and Alabama project will be partial funded by a Federal Transit Administration Grant and will improve access for students from the HCC campus. The Caroline Street Reconstruction project is partial funded by as TxDot Grant and will enhance the pedestrian environment and improve vehicular connection in the District. The designs for all 3 projects are almost complete with Holman and Caroline Streets going out for bid in fiscal year 2014.
	<b>Midtown Affordable Housing Land Banking Program</b> has acquired approximately 2,900,000 square feet of land in the Third Ward at an approximate cost of \$27,000,000. In August 2013, the final phase of the affordable housing pilot program under a development and grant agreement with Row House Community Development Corporation was completed. This final phase completes the 30 rental unit project in Third Ward adjacent to the light rail line along Scott Street. To date all units have been leased and occupied.
	<b>Maintenance and Operation</b> - A certain amount of each capital line item may be transferred to a third party to perform capital maintenance, maintenance and operations of Midtown capital projects, per the terms of Midtown's Project Plan.

<b>P R O J E C T P L A N</b>		<b>Total Plan</b>	<b>Cumulative Expenses (to 6/30/14)</b>	<b>Variance</b>
	<b>Capital Projects:</b>			
Streets and Utilities	\$	70,263,856	\$ 13,969,327	\$ 56,294,529
Streetscape and Gateways		40,773,654	1,417,320	\$ 39,356,334
Public Infrastructure		18,000,000	68,500	\$ 17,931,500
Real Property Assembly		25,533,106	6,212,281	\$ 19,320,825
Professional Services		6,966,225	1,277,775	\$ 5,688,450
Historic Preservation		139,992	-	\$ 139,992
Parks and Recreational Facilities		19,903,004	5,278,397	\$ 14,624,607
Safety and Security Infrastructure		1,576,262	-	\$ 1,576,262
Remediation Improvements		4,393,956	-	\$ 4,393,956
Cultural and Public Facilities Improvements		6,633,276	1,141,410	\$ 5,491,866
<b>Total Capital Projects</b>	\$	194,183,331	\$ 29,365,010	\$ 164,818,321
<b>Affordable Housing</b>		129,888,707	13,304,293	116,584,414
<b>School &amp; Education/Cultural Facilities</b>		83,770,000	30,333,241	53,436,759
<b>Financing Costs</b>		60,831,816	6,182,159	54,649,657
<b>Zone Administration</b>		15,948,538	1,208,764	14,739,774
<b>Total Project Plan</b>	\$	484,622,392	\$ 80,393,467	\$ 404,228,925

<b>D E B T</b>	<b>Additional Financial Data</b>	<b>FY2014 Budget</b>	<b>FY2014 Estimate</b>	<b>FY2015 Budget</b>
		<b>Debt Service</b>	\$ 6,076,984	\$ 16,465,950
	Principal	\$ 3,224,122	\$ 14,560,308	\$ 3,150,000
	Interest	\$ 2,852,862	\$ 1,905,642	\$ 3,009,738
		<b>Balance as of 6/30/13</b>	<b>Projected Balance as of 6/30/14</b>	<b>Projected Balance as of 6/30/15</b>
	<b>Year End Outstanding (Principal)</b>			
	Bond Debt	\$ 58,520,000	\$ 77,346,305	\$ 74,196,305
	Bank Loan	\$ 1,853,660	\$ 1,834,538	\$ 1,815,416
	Bank Loan	\$ -	\$ -	\$ -
	Line of Credit	\$ -	\$ -	\$ -
	Developer Agreement	\$ -	\$ -	\$ -
	Other	\$ -	\$ -	\$ -

CITY OF HOUSTON  
ECONOMIC DEVELOPMENT DIVISION  
FISCAL YEAR 2015 BUDGET PROFILE

Fund Summary  
Fund Name: **Midtown Redevelopment Authority**  
TIRZ: **02**  
Fund Number: **7550/50**

TIRZ Budget Line Items	FY2014 Budget	FY2014 Estimate	FY2015 Budget
<b>RESOURCES</b>			
RESTRICTED Funds - Capital Projects	\$ 2,676,084	\$ 2,676,229	\$ 5,700,000
RESTRICTED Funds - Affordable Housing	\$ 3,431,857	\$ 6,201,777	\$ 5,600,000
RESTRICTED Funds - Bond Debt Service	\$ 12,079,706	\$ 13,466,226	\$ 13,466,226
UNRESTRICTED Funds	\$ 14,980,141	\$ 8,442,528	\$ 19,718,460
<b>Beginning Balance</b>	<b>\$ 33,167,788</b>	<b>\$ 30,786,760</b>	<b>\$ 44,484,686</b>
City tax revenue	\$ 7,569,841	\$ 7,060,280	\$ 7,879,181
County tax revenue	\$ 4,283,815	\$ 4,230,857	\$ 4,835,927
ISD tax revenue	\$ 8,824,768	\$ 8,797,172	\$ 9,396,625
ISD tax revenue - Pass Through	\$ 2,328,869	\$ 2,797,312	\$ 2,797,312
Community College tax revenue	\$ 962,634	\$ 858,872	\$ 977,410
<b>Incremental Property Tax Revenue</b>	<b>\$ 23,969,927</b>	<b>\$ 23,744,494</b>	<b>\$ 25,886,456</b>
Midtown Management District Reimbursement	\$ 330,000	\$ 340,656	\$ 350,000
HTC Build-Out Reimbursement	\$ 42,285	\$ 42,285	\$ 42,285
Co-Located Entity Reimbursement	\$ 48,000	\$ 46,600	\$ 48,000
City of Houston	\$ -	\$ -	\$ -
<b>Miscellaneous Revenue</b>	<b>\$ 420,285</b>	<b>\$ 429,541</b>	<b>\$ 440,285</b>
COH TIRZ interest	\$ 23,000	\$ 23,000	\$ 23,000
Interest Income	\$ 50,000	\$ 39,181	\$ 40,000
<b>Other Interest Income</b>	<b>\$ 73,000</b>	<b>\$ 62,181</b>	<b>\$ 63,000</b>
Holman Street FTA Grant			\$ 2,000,000
TxDot Grant 2014 (Caroline Street)	\$ 4,000,000	\$ 4,000,000	\$ -
<b>Grant Proceeds</b>	<b>\$ 4,000,000</b>	<b>\$ 4,000,000</b>	<b>\$ 2,000,000</b>
City of Houston QBEC Bonds			\$ -
Liberty Bank Loan - Block 442	\$ 4,100,000	\$ 1,000,000	
Camden Superblock Parking Garage Loan	\$ 13,000,000	\$ -	\$ 11,510,000
<b>Proceeds from Bank Loan</b>	<b>\$ 17,100,000</b>	<b>\$ 1,000,000</b>	<b>\$ 11,510,000</b>
Sale of 3300 Main	\$ -	\$ -	\$ 6,648,100
<b>Proceeds from Land Sale</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 6,648,100</b>
Bond Series 2013	\$ 15,114,739	\$ 33,386,613	\$ -
<b>Contract Revenue Bond Proceeds</b>	<b>\$ 15,114,739</b>	<b>\$ 33,386,613</b>	<b>\$ -</b>
<b>TOTAL AVAILABLE RESOURCES</b>	<b>\$ 93,845,739</b>	<b>\$ 93,409,589</b>	<b>\$ 91,032,527</b>

CITY OF HOUSTON  
 ECONOMIC DEVELOPMENT DIVISION  
 FISCAL YEAR 2015 BUDGET PROFILE

Fund Summary  
 Fund Name: Midtown Redevelopment Authority  
 TIRZ: 02  
 Fund Number: 7550/50

TIRZ Budget Line Items	FY2014 Budget	FY2014 Estimate	FY2015 Budget
<b>EXPENDITURES</b>			
Accounting	\$ 34,000	\$ 33,577	\$ 46,000
Administration Salaries & Benefits	\$ 275,000	\$ 210,841	\$ 283,000
Auditor	\$ 21,000	\$ 19,550	\$ 21,500
Bond Services/Trustee/Financial Advisor	\$ 30,000	\$ 29,855	\$ 35,000
Insurance	\$ 30,000	\$ 26,625	\$ 33,000
Office Administration	\$ 175,000	\$ 169,688	\$ 175,000
Midtown Management District	\$ 330,000	\$ 340,656	\$ 350,000
<b>TIRZ Administration and Overhead</b>	<b>\$ 895,000</b>	<b>\$ 830,792</b>	<b>\$ 943,500</b>
Engineering Consultants	\$ -	\$ -	\$ -
Legal	\$ 45,000	\$ 45,000	\$ 45,000
Construction Audit	\$ 8,500	\$ 8,100	\$ 8,500
Planning Consultants	\$ -	\$ -	\$ -
<b>Program and Project Consultants</b>	<b>\$ 53,500</b>	<b>\$ 53,100</b>	<b>\$ 53,500</b>
<b>Management Consulting Services</b>	<b>\$ 948,500</b>	<b>\$ 883,892</b>	<b>\$ 997,000</b>
Capital Expenditures (See CIP Schedule)	\$ 35,972,074	\$ 19,205,128	\$ 20,485,615
Affordable Housing	\$ 4,500,000	\$ 3,972,615	\$ 3,780,000
3300 Main - Carrying Costs/Sale Costs	\$ -	\$ -	\$ 5,381,314
<b>TIRZ Capital Expenditures</b>	<b>\$ 40,472,074</b>	<b>\$ 23,177,743</b>	<b>\$ 29,646,929</b>
<b>Special Projects as determined by the City of Houston</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 1,274,787</b>
<b>Developer / Project Reimbursements</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>
Bond Debt Service (Series 2003)			
Principal	\$ 635,000	\$ 7,650,000	\$ -
Interest	\$ 452,186	\$ -	\$ -
Bond Debt Service (Series 2005)			
Principal	\$ 550,000	\$ 3,815,308	\$ -
Interest	\$ 894,475	\$ -	\$ -
Bond Debt Service (Series 2011)			
Principal	\$ 2,020,000	\$ 2,020,000	\$ 2,020,000
Interest	\$ 1,415,388	\$ 1,415,388	\$ 1,415,388
Bond Debt Service (Series 2013)			
Principal	\$ 1,075,000	\$ 1,075,000	\$ 1,130,000
Interest	\$ 490,254	\$ 490,254	\$ 1,594,350
Cost of Issuance	\$ 1,011,810	\$ 1,011,810	\$ -
Loan debt service COH QBEC Bonds	\$ -	\$ -	\$ -
Loan debt service (HMAAC) & (Block 442)			
Principal	\$ 19,122	\$ 19,122	\$ 19,122
Interest	\$ 90,813	\$ 90,813	\$ 128,834
Loan debt service (Camden for Greenberg Property)			
Principal	\$ -	\$ -	\$ 3,500,000
Interest only until 2016	\$ 200,000	\$ 148,000	\$ 200,000
<b>System Debt Service</b>	<b>\$ 8,854,048</b>	<b>\$ 17,735,695</b>	<b>\$ 10,007,694</b>
<b>TOTAL PROJECT COSTS</b>	<b>\$ 50,274,622</b>	<b>\$ 41,797,330</b>	<b>\$ 41,926,410</b>

CITY OF HOUSTON  
 ECONOMIC DEVELOPMENT DIVISION  
 FISCAL YEAR 2015 BUDGET PROFILE

Fund Summary  
 Fund Name: **Midtown Redevelopment Authority**  
 TIRZ: **02**  
 Fund Number: **7550/50**

TIRZ Budget Line Items	FY2014 Budget	FY2014 Estimate	FY2015 Budget
Payment/transfer to ISD - educational facilities	\$ 2,399,192	\$ 2,503,647	\$ 2,592,526
Payment/transfer to ISD - educational facilities (Pass Through)	\$ 1,552,579	\$ 1,864,875	\$ 1,864,875
Administration Fees:			
City	\$ 378,492	\$ 353,014	\$ 393,959
County	\$ 214,191	\$ 211,543	\$ 241,796
ISD	\$ 25,000	\$ 25,000	\$ 25,000
HCC	\$ 25,000	\$ 25,000	\$ 25,000
Affordable Housing:			
City	\$ -	\$ -	\$ -
County	\$ 730,625	\$ 870,493	\$ 870,494
ISD to City of Houston	\$ -	\$ -	\$ -
Municipal Services (Payable to COH)	\$ 1,274,000	\$ 1,274,000	\$ 1,274,000
<b>Total Transfers</b>	<b>\$ 6,599,079</b>	<b>\$ 7,127,572</b>	<b>\$ 7,287,650</b>
<b>Total Budget</b>	<b>\$ 56,873,701</b>	<b>\$ 48,924,902</b>	<b>\$ 49,214,060</b>
RESTRICTED Funds - Capital Projects	\$ 2,676,084	\$ 5,700,000	\$ 5,700,000
RESTRICTED Funds - Affordable Housing	\$ 3,431,857	\$ 5,600,000	\$ 5,600,000
RESTRICTED Funds - Bond Debt Service	\$ 12,435,314	\$ 13,466,226	\$ 12,435,314
UNRESTRICTED Funds	\$ 18,428,783	\$ 19,718,460	\$ 18,083,153
<b>Ending Fund Balance</b>	<b>\$ 36,972,038</b>	<b>\$ 44,484,686</b>	<b>\$ 41,818,467</b>
<b>Total Budget &amp; Ending Fund Balance</b>	<b>\$ 93,845,739</b>	<b>\$ 93,409,589</b>	<b>\$ 91,032,527</b>

Notes:

Gross sales price of 3300 Main is \$6,648,100; the Zone/RDA originally paid \$5M for the property and incurred \$381,314.74 in costs associated with the sale.

Special Projects expenditures will be directed towards Midtown Superblock, General Plan, or other projects as identified.

Council District	CIP No.	Project	Fiscal Year Planned Appropriations										FY16- FY19 Total	Cumulative Total (To Date)
			Through 2013	Projected 2014	2015	2016	2017	2018	2019					
C,D	T-0202	Land Acquisition - Parks	\$ 2,754,797	-	-	-	-	1,500,000	-	-	-	-	1,500,000	4,254,797
C,D	T-0203	Midtown Gateways	\$ 22,365	-	-	-	-	-	-	-	-	-	-	22,365
C,D	T-0204	Enhanced Street Lights	\$ 975,078	8,943	-	-	-	-	-	-	-	-	-	984,021
C,D	T-0206	South East Neighborhood Street Reconstruction	\$ -	-	205,300	1,325,300	2,415,300	1,010,300	-	-	-	-	4,956,200	4,956,200
C,D	T-0210	Main Street Enhancements	\$ 1,712,606	243,565	1,806,498	3,235,900	2,125,900	-	-	-	-	-	7,168,298	9,124,469
C,D	T-0211	(HCC) Academic Walk Holman (FTA)	\$ 627,390	183,580	2,515,500	560,100	-	-	-	-	-	-	3,075,600	3,886,570
C,D	T-0212	Gray Street Enhanced Pathways 500 - 1800 blocks - Brazos to Ham	\$ 1,244,745	181,414	-	-	-	-	-	-	-	-	-	1,426,159
C,D	T-0213	Alabama Street Reconstruction (MRA)	\$ 731,892	-	-	-	-	2,410,100	2,710,100	-	-	-	5,120,200	5,852,092
C,D	T-0214	Caroline Street near HCCS (Elgin to Holman)	\$ 575,459	9,542,922	810,100	810,100	300,000	-	-	-	-	-	1,920,200	12,038,581
C,D	T-0217	Bagby Street Reconstruction	\$ 9,173,533	1,409,853	-	-	-	-	-	-	-	-	-	10,583,386
C,D	T-0220	Affordable Housing Land Banking Program**	\$ 22,395,425	3,972,615	3,780,000	2,780,000	2,780,000	2,780,000	2,780,000	2,780,000	2,780,000	14,900,000	41,268,040	
C,D	T-0221	Midtown Superblock Park	\$ 4,186,197	1,814,221	390,900	9,340,900	5,240,900	-	-	-	-	-	14,972,700	20,973,118
C,D	T-0222	Street Overlay Program (Partnership with City of Houston)	\$ 721,253	-	-	325,000	-	-	-	-	-	-	325,000	1,046,253
C,D	T-0223	Safe Sidewalk Program (Partnership with City of Houston)	\$ -	29,818	260,100	260,100	-	-	-	-	-	-	520,200	550,018
C,D	T-0224	HTC Building Maintenance	\$ -	35,163	50,300	50,300	50,300	50,300	50,300	50,300	50,300	50,300	251,500	286,663
C,D	T-0225	Mobility & Pedestrian Improvements	\$ -	140,295	165,300	155,300	85,300	85,300	85,300	85,300	85,300	85,300	576,500	716,795
C,D	T-0228	Houston Fire Museum Plaza	\$ 32,363	-	-	-	-	-	-	-	-	-	-	32,363
C,D	T-0229	Glover Park	\$ 173,046	95,976	5,000	-	-	-	-	-	-	-	5,000	274,022
C,D	T-0230	Wheeler St. Pedestrian Enhancements	\$ -	-	-	275,600	2,770,600	-	-	-	-	-	3,046,200	3,046,200
C,D	T-0232	Public and Cultural Facilities***	\$ 11,700	735,000	200,000	200,000	100,000	-	-	-	-	-	500,000	1,246,700
C,D	T-0233	Parking Garage Super Block	\$ 68,500	591,750	11,530,100	2,270,100	-	-	-	-	-	-	13,800,200	14,460,450
C,D	T-0234	Parks & Open Spaces	\$ -	8,885	1,065,300	805,300	105,300	105,300	105,300	105,300	105,300	105,300	2,186,500	2,195,385
C,D	T-0235	Public Art	\$ -	-	255,300	255,300	255,300	255,300	255,300	255,300	255,300	255,300	1,276,500	1,276,500
C,D	T-0236	Midtown Park	\$ 486,227	1,172,793	49,000	-	-	-	-	-	-	-	49,000	1,708,020
C,D	T-0237	Baldwin Park Upgrade	\$ 511,740	396,350	5,000	-	-	-	-	-	-	-	5,000	913,090
C,D	T-0238	3300 Main	\$ 40,505	45,115	-	-	-	-	-	-	-	-	-	85,620
C,D	T-0239	Brazos Street Reconstruction	\$ -	433,282	1,121,917	-	1,020,100	6,015,100	10,100	-	-	-	8,167,217	8,600,499
C,D	T-0240	Real Estate Development	\$ -	2,136,203	50,000	50,000	50,000	50,000	-	-	-	-	150,000	2,286,203
C,D	T-0241	Alameda/Crawford	\$ -	-	-	-	-	-	2,040,100	6,040,100	-	-	8,080,200	8,080,200
C,D	T-0242	Webster Street	\$ -	-	-	-	-	20,000	520,000	500,000	500,000	1,040,000	1,040,000	1,040,000
C,D	T-0043	Central Bank Plaza	\$ -	-	-	100,000	100,000	100,000	100,000	100,000	100,000	400,000	400,000	400,000
<b>Totals</b>			\$ 46,444,821	\$ 23,177,743	\$ 24,265,615	\$ 22,523,700	\$ 19,834,100	\$ 18,442,400	\$ 9,925,400	\$ 93,992,215	\$ 163,614,779			

Source of Funds	Fiscal Year Planned Appropriations										Cumulative Total (To Date)
	Through 2013	Projected 2014	2015	2016	2017	2018	2019	FY15 - FY19 Total			
TIRZ Funds	46,444,821	8,775,599	4,813,100	18,523,700	16,834,100	18,442,400	9,926,400	68,539,700	123,760,120		
City of Houston	-	-	-	-	-	-	-	-	-	-	
Grants	-	4,000,000	2,000,000	-	-	-	-	2,000,000	6,000,000		
Other	-	1,000,000	11,510,100	2,000,000	-	-	-	13,510,100	14,510,100		
Bond Proceeds	-	9,402,144	5,942,415	2,000,000	2,000,000	-	-	9,942,415	19,344,559		
<b>Project Total</b>	<b>46,444,821</b>	<b>23,177,743</b>	<b>24,265,615</b>	<b>22,523,700</b>	<b>18,834,100</b>	<b>18,442,400</b>	<b>9,926,400</b>	<b>93,992,215</b>	<b>163,614,779</b>		

Project:		Land Acquisition - Parks		City Council District		Key Map:		WBS.:		
				C.D		494		T-0202		
				C.D		62				
				2015		2016		2017		
				2018		2019		Total		
<b>Description:</b>	Purchase of land for future parks in the northeast and southwest quadrants of the District and on Main Street.	<b>Operating and Maintenance Costs: (\$ Thousands)</b>								
<b>Justification:</b>	Parks and public open space is required to attract high density mixed use development. Midtown Management District will fund O&M Park (future) maintenance costs.	Personnel	-	-	-	-	-	-	\$	
		Supplies	-	-	-	-	-	-	\$	
		Svcs. & Chgs.	-	-	-	-	-	-	\$	
		Capital Outlay	-	-	-	-	-	-	\$	
		<b>Total</b>	\$	\$	\$	\$	\$	\$	\$	
		FTEs	-	-	-	-	-	-	-	
<b>Fiscal Year Planned Expenses</b>										
<b>Project Allocation</b>	<b>Projected Expenses thru 6/30/13</b>	<b>2014 Budget</b>	<b>2014 Estimate</b>	<b>2015</b>	<b>2016</b>	<b>2017</b>	<b>2018</b>	<b>2019</b>	<b>FY15 - FY19 Total</b>	<b>Cumulative Total (To Date)</b>
<b>Phase</b>										
1 Planning	-	-	-	-	-	250,000	-	-	\$ 250,000	\$ 250,000
2 Acquisition	1,560,324	-	-	-	-	1,250,000	-	-	\$ 1,250,000	\$ 2,810,324
3 Design	25,901	-	-	-	-	-	-	-	\$ -	\$ 25,901
4 Construction	1,168,572	-	-	-	-	-	-	-	\$ -	\$ 1,168,572
5 Equipment	-	-	-	-	-	-	-	-	\$ -	\$ -
6 Close-Out	-	-	-	-	-	-	-	-	\$ -	\$ -
7 Other	-	-	-	-	-	-	-	-	\$ -	\$ -
Legal	-	-	-	-	-	-	-	-	\$ -	\$ -
									\$ -	\$ -
									\$ -	\$ -
									\$ -	\$ -
									\$ -	\$ -
<b>Other Sub-Total:</b>									\$ -	\$ -
<b>Total Allocations</b>	\$ 2,754,797	\$ -	\$ -	\$ -	\$ -	\$ 1,500,000	\$ -	\$ -	\$ 1,500,000	\$ 4,254,797
<b>Source of Funds</b>										
TIRZ Funds	2,754,797	-	-	-	-	1,500,000	-	-	\$ 1,500,000	\$ 4,254,797
City of Houston	-	-	-	-	-	-	-	-	\$ -	\$ -
Grant	-	-	-	-	-	-	-	-	\$ -	\$ -
Other	-	-	-	-	-	-	-	-	\$ -	\$ -
Bond Proceeds	-	-	-	-	-	-	-	-	\$ -	\$ -
<b>Total Funds</b>	\$ 2,754,797	\$ -	\$ -	\$ -	\$ -	\$ 1,500,000	\$ -	\$ -	\$ 1,500,000	\$ 4,254,797



Project:		Main Street Enhancements		City Council District		Key Map:		WBS.:					
		Location:	Served:	C.D	C.D	Geo. Ref.:	Neighborhood:						
						494		T-0210					
						62							
Description:		Operating and Maintenance Costs: (\$ Thousands)											
Installation of pedestrian amenities on transit corridor, landscape upgrades.		2015		2016		2017		2018		2019		Total	
		Personnel	-	-	-	-	-	-	-	-	-	-	\$
		Supplies	-	-	-	-	-	-	-	-	-	-	\$
		Svcs. & Chgs.	-	-	-	-	-	-	-	-	-	-	\$
		Capital Outlay	-	-	-	-	-	-	-	-	-	-	\$
		Total	\$	-	\$	-	\$	-	\$	-	\$	-	\$
		FTEs											
Fiscal Year Planned Expenses													
Project Allocation		Projected Expenses thru 6/30/13	2014 Budget	2014 Estimate	2015	2016	2017	2018	2019	FY15 - FY19 Total	Cumulative Total (To Date)		
Phase													
1	Planning	-	80,000	88,465	-	-	-	-	-	\$	88,465		
2	Acquisition	-	-	-	-	-	-	-	-	\$	-		
3	Design	-	120,000	145,000	500,598	-	-	-	-	\$	500,598		
4	Construction & Mgmt.	1,712,606	-	-	1,250,000	3,200,000	2,100,000	-	-	\$	6,550,000		
5	Equipment	-	-	-	-	-	-	-	-	\$	-		
6	Close-Out	-	-	-	-	-	-	-	-	\$	-		
7	Other -	-	-	10,100	55,900	35,900	25,900	-	-	\$	117,700		
Other Sub-Total:		-	-	10,100	55,900	35,900	25,900	-	-	\$	117,700		
Total Allocations		\$ 1,712,606	\$ 200,000	\$ 243,565	\$ 1,806,498	\$ 3,235,900	\$ 2,125,900	\$	\$	\$ 7,168,298	\$ 9,124,469		
Source of Funds													
TIRZ Funds		1,712,606	200,000	243,565	15,000	3,235,900	2,125,900	-	-	\$	5,376,800		
City of Houston		-	-	-	-	-	-	-	-	\$	-		
Grants		-	-	-	-	-	-	-	-	\$	-		
Other		-	-	-	-	-	-	-	-	\$	-		
Bond Proceeds		-	-	-	1,791,498	-	-	-	-	\$	1,791,498		
Total Funds		\$ 1,712,606	\$ 200,000	\$ 243,565	\$ 1,806,498	\$ 3,235,900	\$ 2,125,900	\$	\$	\$ 7,168,298	\$ 9,124,469		

Project:		(HCC) Academic Walk Holman (FTA) 1000-1500 blocks of Holman, Main to Alameda Holman Pedestrian Enhancements (7 Blocks MRA)			City Council District		Key Map:		WBS.:		
Description:		Right-of-way improvements from Main to Alameda. Enhancements will include wider sidewalks, landscaping, street furniture, brick pavers and accessibility ramps. In FY 2015 we combined T-0211 & T0235.			Location: Served:		Geo. Ref.:		T-0211		
Justification:		Major pedestrian corridor between Light Rail/METRO transit system and the HCC Campus. Funded with HCC Increment, FTA Grant Funds & Midtown Increment. Quality of Life Improvements for the community.			2015		2016		2017		
					2018		2019		Total		
					Personnel		-		-		
					Supplies		-		-		
					Svcs. & Chgs.		-		-		
					Capital Outlay		-		-		
					Total		\$		-		
					FTEs						
<b>Fiscal Year Planned Expenses</b>											
<b>Project Allocation</b>		<b>Projected Expenses thru 6/30/13</b>	<b>2014 Budget</b>	<b>2014 Estimate</b>	<b>2015</b>	<b>2016</b>	<b>2017</b>	<b>2018</b>	<b>2019</b>	<b>FY15 - FY19 Total</b>	<b>Cumulative Total (To Date)</b>
<b>Phase</b>											
1	Planning	-	-	-	-	-	-	-	-	\$	\$
2	Acquisition	-	-	-	-	-	-	-	-	\$	\$
3	Design	443,109	250,000	168,080	-	-	-	-	-	\$	\$ 611,189
4	Construction & Mgmt	48,146	1,750,000	-	2,500,000	550,000	-	-	-	\$	\$ 3,098,146
5	Equipment	-	-	-	-	-	-	-	-	\$	\$
6	Close-Out	-	-	-	-	-	-	-	-	\$	\$
7	Other	136,135	-	15,500	15,500	10,100	-	-	-	\$	\$ 177,235
<b>Other Sub-Total:</b>		136,135	-	15,500	15,500	10,100	-	-	-	\$	\$ 177,235
<b>Total Allocations</b>		\$ 627,390	\$ 2,000,000	\$ 183,580	\$ 2,515,500	\$ 560,100	\$ -	\$ -	\$ -	\$ 3,075,600	\$ 3,886,570
<b>Source of Funds</b>											
TIRZ Funds		627,390	2,000,000	176,506	515,500	560,100	-	-	-	\$ 1,075,600	\$ 1,879,496
City of Houston		-	-	-	-	-	-	-	-	\$ -	\$ -
Grants		-	-	-	2,000,000	-	-	-	-	\$ 2,000,000	\$ 2,000,000
Other		-	-	-	-	-	-	-	-	\$ -	\$ -
Bond Proceeds		-	-	7,074	-	-	-	-	-	\$ -	\$ 7,074
<b>Total Funds</b>		\$ 627,390	\$ 2,000,000	\$ 183,580	\$ 2,515,500	\$ 560,100	\$ -	\$ -	\$ -	\$ 3,075,600	\$ 3,886,570

Project:		Alabama Street Reconstruction (MRA) (800 & 900 Blocks)(Travis & Miliam) (1000 - 18000 Blocks - HCC) (Main to Hamilton)			City Council District		Key Map:		WBS.:		T-0213		
Location:		C.D		C.D		2016		2017		2018		2019	
Served:		C,D		C,D		2016		2017		2018		2019	
Description:		Operating and Maintenance Costs: (\$ Thousands)											
Justification:		Operating and Maintenance Costs: (\$ Thousands)											
Street reconstruction including sanitary sewer, water and storm sewer replacements, wider sidewalks, landscaping, street furniture and brick pavers. Combined T-0213 & T-0224 in FY 15.		Personnel	-	-	-	-	-	-	-	-	-	-	-
Major thoroughfare between Midtown and surrounding communities. These two blocks outside of HCC's campus will be reconstructed without HCC funding.		Supplies	-	-	-	-	-	-	-	-	-	-	
		Svcs. & Chgs.	-	-	-	-	-	-	-	-	-	-	
		Capital Outlay	-	-	-	-	-	-	-	-	-	-	
		Total	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	
		FTEs	-	-	-	-	-	-	-	-	-	-	
Fiscal Year Planned Expenses													
Project Allocation		Projected Expenses thru 6/30/13	2014 Budget	2014 Estimate	2015	2016	2017	2018	2019	FY15 - FY19 Total	Cumulative Total (To Date)		
Phase													
1	Planning	-	-	-	-	-	-	-	-	\$	\$		
2	Acquisition	-	-	-	-	-	-	-	-	\$	\$		
3	Design	731,892	-	-	-	-	-	-	-	\$	731,892		
4	Construction & Mngt	-	-	-	-	2,400,000	-	2,700,000	-	\$	5,100,000		
5	Equipment	-	-	-	-	-	-	-	-	\$	\$		
6	Close-Out	-	-	-	-	-	-	-	-	\$	\$		
7	Other	-	-	-	-	10,100	10,100	10,100	-	\$	20,200		
Other Sub-Total:		-	-	-	-	-	10,100	10,100	-	\$	20,200		
Total Allocations		\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	
Source of Funds													
TIRZ Funds		731,892	-	-	-	-	2,410,100	2,710,100	-	\$	5,120,200	\$	
City of Houston		-	-	-	-	-	-	-	-	\$	\$	\$	
Grants		-	-	-	-	-	-	-	-	\$	\$	\$	
Other		-	-	-	-	-	-	-	-	\$	\$	\$	
Bond Proceeds		-	-	-	-	-	-	-	-	\$	\$	\$	
Total Funds		\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	

Project:		Caroline Street near HCCS (Elgin to Holman) (Pierce to Elgin 2000 - 3100 Blocks) (MRA)		City Council District		Key Map:		WBS.:		T-0214	
Description:		Using public right-of-way to create 3 blocks of street reconstruction, utility improvements, enhancement landscaping, wider sidewalks, street furniture, irrigation. \$4,000,000 Grant funds from TxDot. TxDot will bid and run the project. Combined T-0214 & T-0225		Location:		Geo. Ref.:		Neighborhood:		Total	
Justification:		Entrance way to the Houston Community College, gateway to Midtown from Downtown. Funded with HCC Increment & Midtown Increment.		Served:		2015		2016		2017	
				<b>Operating and Maintenance Costs: (\$ Thousands)</b>							
				Personnel		-		-		-	
				Supplies		-		-		-	
				Svcs. & Chgs.		-		-		-	
				Capital Outlay		-		-		-	
				Total		\$ -		\$ -		\$ -	
				FTEs							
<b>Fiscal Year Planned Expenses</b>											
Project Allocation		Projected Expenses thru 6/30/13	2014 Budget	2014 Estimate	2015	2016	2017	2018	2019	FY15 - FY19 Total	Cumulative Total (To Date)
<b>Phase</b>											
1	Planning	35,000	-	-	-	-	-	-	-	\$ -	\$ 35,000
2	Acquisition	-	-	-	-	-	-	-	-	\$ -	\$ -
3	Design	-	200,000	148,065	-	-	-	-	-	\$ -	\$ 148,065
4	Construction & Mgmt	287,284	8,000,000	9,314,757	500,000	650,000	300,000	-	-	\$ 1,450,000	\$ 11,052,041
5	Equipment	-	-	-	-	-	-	-	-	\$ -	\$ -
6	Close-Out	-	-	-	-	-	-	-	-	\$ -	\$ -
7	Other - Legal	253,175	-	80,100	310,100	160,100	-	-	-	\$ 470,200	\$ 803,475
<b>Other Sub-Total:</b>		253,175	-	80,100	310,100	160,100	-	-	-	\$ 470,200	\$ 803,475
<b>Total Allocations</b>		\$ 575,459	\$ 8,200,000	\$ 9,542,922	\$ 810,100	\$ 810,100	\$ 300,000	\$ -	\$ -	\$ 1,920,200	\$ 12,038,581
<b>Source of Funds</b>											
TIRZ Funds		575,459	200,000	228,165	810,100	810,100	300,000	-	-	\$ 1,920,200	\$ 2,723,824
City of Houston		-	-	-	-	-	-	-	-	\$ -	\$ -
Grants		-	4,000,000	4,000,000	-	-	-	-	-	\$ -	\$ 4,000,000
Other		-	-	-	-	-	-	-	-	\$ -	\$ -
Bond Proceeds		-	4,000,000	5,314,757	-	-	-	-	-	\$ -	\$ 5,314,757
<b>Total Funds</b>		\$ 575,459	\$ 8,200,000	\$ 9,542,922	\$ 810,100	\$ 810,100	\$ 300,000	\$ -	\$ -	\$ 1,920,200	\$ 12,038,581

Project: Affordable Housing Land Banking Program**		City Council District		Key Map:		WBS.:				
		Location:	Served:	Geo. Ref.:	Neighborhood:			T-0220		
		C.D	C.D			493	62			
		Operating and Maintenance Costs: (\$ Thousands)								
		2015	2016	2017	2018	2019	Total			
<b>Description:</b>	Midtown Redevelopment Authority's one-third of tax increments is dedicated to their affordable housing program.	Personnel	-	-	-	-	-	\$		
		Supplies	-	-	-	-	-	\$		
		Svcs. & Chgs.	-	-	-	-	-	\$		
		Capital Outlay	-	-	-	-	-	\$		
		<b>Total</b>	\$	\$	\$	\$	\$	\$		
		FTEs								
<b>Fiscal Year Planned Expenses</b>										
Project Allocation	Projected Expenses thru 6/30/13	2014 Budget	2014 Estimate	2015	2016	2017	2018	2019	FY15 - FY19 Total	Cumulative Total (To Date)
<b>Phase</b>										
1 Planning	-	-	-	250,000	-	-	-	-	\$ 250,000	\$ 250,000
2 Acquisition	21,695,593	4,500,000	3,193,426	2,000,000	2,000,000	2,000,000	2,000,000	2,000,000	\$ 10,000,000	\$ 34,889,019
3 Design	-	-	-	750,000	-	-	-	-	\$ 750,000	\$ 750,000
4 Construction	-	-	-	-	-	-	-	-	\$ -	\$ -
5 Equipment	-	-	-	-	-	-	-	-	\$ -	\$ -
6 Close-Out	-	-	-	-	-	-	-	-	\$ -	\$ -
7 Other	699,832	-	779,189	780,000	780,000	780,000	780,000	780,000	\$ 3,900,000	\$ 5,379,021
	-	-	-	-	-	-	-	-	\$ -	\$ -
	-	-	-	-	-	-	-	-	\$ -	\$ -
	-	-	-	-	-	-	-	-	\$ -	\$ -
	-	-	-	-	-	-	-	-	\$ -	\$ -
<b>Other Sub-Total:</b>	699,832	-	779,189	780,000	780,000	780,000	780,000	780,000	\$ 3,900,000	\$ 5,379,021
<b>Total Allocations</b>	\$ 22,395,425	\$ 4,500,000	\$ 3,972,615	\$ 3,780,000	\$ 2,780,000	\$ 2,780,000	\$ 2,780,000	\$ 2,780,000	\$ 14,900,000	\$ 41,268,040
<b>Source of Funds</b>										
TIRZ Funds	22,395,425	-	3,267,030	780,000	780,000	780,000	2,780,000	2,780,000	\$ 7,900,000	\$ 33,562,455
City of Houston	-	-	-	-	-	-	-	-	\$ -	\$ -
Grants	-	-	-	-	-	-	-	-	\$ -	\$ -
Other	-	-	-	-	-	-	-	-	\$ -	\$ -
Bond Proceeds	-	4,500,000	705,585	3,000,000	2,000,000	2,000,000	-	-	\$ 7,000,000	\$ 7,705,585
<b>Total Funds</b>	\$ 22,395,425	\$ 4,500,000	\$ 3,972,615	\$ 3,780,000	\$ 2,780,000	\$ 2,780,000	\$ 2,780,000	\$ 2,780,000	\$ 14,900,000	\$ 41,268,040



Project:		Street Overlay Program (Partnership with City of Houston)			City Council District		Key Map:		WBS.:		T-0222	
					493							
					C.D		Geo. Ref.:					
					C.D		Neighborhood:		62			
Description:		Operating and Maintenance Costs: (\$ Thousands)										
		2015		2016		2017		2018		2019		Total
		Personnel	-	-	-	-	-	-	-	-	-	\$
		Supplies	-	-	-	-	-	-	-	-	-	\$
		Svcs. & Chgs.	-	-	-	-	-	-	-	-	-	\$
		Capital Outlay	-	-	-	-	-	-	-	-	-	\$
		<b>Total</b>	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$
		FTEs										
Fiscal Year Planned Expenses												
Project Allocation		Projected Expenses thru 6/30/13	2014 Budget	2014 Estimate	2015	2016	2017	2018	2019	FY15 - FY19 Total	Cumulative Total (To Date)	
<b>Phase</b>												
1	Planning	-	-	-	-	-	-	-	-	\$	-	\$
2	Acquisition	-	-	-	-	-	-	-	-	\$	-	\$
3	Design	-	-	-	-	-	-	-	-	\$	-	\$
4	Construction	721,253	400,000	-	325,000	-	-	-	-	\$ 325,000	\$ 1,046,253	
5	Equipment	-	-	-	-	-	-	-	-	\$	-	\$
6	Close-Out	-	-	-	-	-	-	-	-	\$	-	\$
7	Other	-	-	-	-	-	-	-	-	\$	-	\$
<b>Other Sub-Total:</b>		-	-	-	-	-	-	-	-	\$	-	\$
<b>Total Allocations</b>		\$ 721,253	\$ 400,000	\$	\$ 325,000	\$	\$	\$	\$	\$ 325,000	\$ 1,046,253	
<b>Source of Funds</b>												
TIRZ Funds		721,253	400,000	-	325,000	-	-	-	-	\$ 325,000	\$ 1,046,253	
City of Houston		-	-	-	-	-	-	-	-	\$	-	\$
Grants		-	-	-	-	-	-	-	-	\$	-	\$
Other		-	-	-	-	-	-	-	-	\$	-	\$
Bond Proceeds		-	-	-	-	-	-	-	-	\$	-	\$
<b>Total Funds</b>		\$ 721,253	\$ 400,000	\$	\$ 325,000	\$	\$	\$	\$	\$ 325,000	\$ 1,046,253	

Project:		Safe Sidewalk Program (Partnership with City of Houston)		City Council District		Key Map:		WBS.:		T-0223	
		Location:		C.D		Geo. Ref.:		Neighborhood:			
Served:		C,D		493		62					
Operating and Maintenance Costs: (\$ Thousands)		2015		2016		2017		2018		2019	
<b>Description:</b> Missing or broken sidewalk replacement throughout the District.		Personnel	-	-	-	-	-	-	-	-	Total
		Supplies	-	-	-	-	-	-	-	-	\$
<b>Justification:</b> Existing conditions are poor. Safe sidewalks will enhance the quality of life for area residents and businesses.		Svcs. & Chgs.	-	-	-	-	-	-	-	-	\$
		Capital Outlay	-	-	-	-	-	-	-	-	\$
		<b>Total</b>	\$	\$	\$	\$	\$	\$	\$	\$	\$
		FTEs									
<b>Fiscal Year Planned Expenses</b>											
Project Allocation		Projected Expenses thru 6/30/13	2014 Budget	2014 Estimate	2015	2016	2017	2018	2019	FY15 - FY19 Total	Cumulative Total (To Date)
<b>Phase</b>											
1	Planning	-	-	-	-	-	-	-	-	\$	\$
2	Acquisition	-	-	-	-	-	-	-	-	\$	\$
3	Design	-	-	-	-	-	-	-	-	\$	\$
4	Construction	-	250,000	7,188	250,000	250,000	-	-	-	\$	507,188
5	Equipment	-	-	-	-	-	-	-	-	\$	\$
6	Close-Out	-	-	-	-	-	-	-	-	\$	\$
7	Other	-	-	22,630	10,100	10,100	-	-	-	\$	42,830
<b>Other Sub-Total:</b>		-	-	22,630	10,100	10,100	-	-	-	\$	42,830
<b>Total Allocations</b>		\$	\$	\$	\$	\$	\$	\$	\$	\$	\$
<b>Source of Funds</b>											
TIRZ Funds		-	250,000	29,818	260,100	260,100	-	-	-	\$	550,018
City of Houston		-	-	-	-	-	-	-	-	\$	\$
Grants		-	-	-	-	-	-	-	-	\$	\$
Other		-	-	-	-	-	-	-	-	\$	\$
Bond Proceeds		-	-	-	-	-	-	-	-	\$	\$
<b>Total Funds</b>		\$	\$	\$	\$	\$	\$	\$	\$	\$	\$

Project: HTC Building Maintenance		City Council District		Key Map:		WBS.:		T-0224			
		Location:	Geo. Ref.:	2017	2018	2019	Total				
Description:		Served:		Operating and Maintenance Costs: (\$ Thousands)							
		2015	2016	2017	2018	2019	Total				
Building is owned by the MRA with HTC as the master lease holder. MRA has the responsibility to fund annual maintenance upkeep of the building. 402 Pierce is approx. 10 years old and 410 Pierce is 8 years old.		Personnel	-	-	-	-	-	-	\$		
Justification:		Supplies	-	-	-	-	-	-	\$		
		Svcs. & Chgs.	-	-	-	-	-	-	\$		
		Capital Outlay	-	-	-	-	-	-	\$		
		Total	\$	\$	\$	\$	\$	\$			
		FTEs									
Fiscal Year Planned Expenses											
Project Allocation	Phase	Projected Expenses thru 6/30/13	2014 Budget	2014 Estimate	2015	2016	2017	2018	2019	FY15 - FY19 Total	Cumulative Total (To Date)
1	Planning	-	-	-	-	-	-	-	-	\$	\$
2	Acquisition	-	-	-	-	-	-	-	-	\$	\$
3	Design	-	-	-	-	-	-	-	-	\$	\$
4	Construction	-	-	-	-	-	-	-	-	\$	\$
5	Equipment	-	-	-	-	-	-	-	-	\$	\$
6	Close-Out	-	-	-	-	-	-	-	-	\$	\$
7	Other	-	-	35,163	50,300	50,300	50,300	50,300	50,300	\$ 251,500	\$ 286,663
Other Sub-Total:		-	-	35,163	50,300	50,300	50,300	50,300	50,300	\$ 251,500	\$ 286,663
Total Allocations		\$	\$	\$ 35,163	\$ 50,300	\$ 50,300	\$ 50,300	\$ 50,300	\$ 50,300	\$ 251,500	\$ 286,663
Source of Funds											
TIRZ Funds		-	-	35,163	50,300	50,300	50,300	50,300	50,300	\$ 251,500	\$ 286,663
City of Houston		-	-	-	-	-	-	-	-	\$	\$
Grants		-	-	-	-	-	-	-	-	\$	\$
Other		-	-	-	-	-	-	-	-	\$	\$
Bond Proceeds		-	-	-	-	-	-	-	-	\$	\$
Total Funds		\$	\$	\$ 35,163	\$ 50,300	\$ 50,300	\$ 50,300	\$ 50,300	\$ 50,300	\$ 251,500	\$ 286,663

Project:	Mobility & Pedestrian Improvements		City Council District		Key Map:		WBS.:		T-0225
	Location:	Served:	C,D	C,D	Geo. Ref.:	Neighborhood:			
							62		
<b>Description:</b>	Operating and Maintenance Costs: (\$ Thousands)								
	2015	2016	2017	2018	2019	Total			
<b>Justification:</b>	Personnel	-	-	-	-	-			
	Supplies	-	-	-	-	-			
	Svcs. & Chgs.	-	-	-	-	-			
	Capital Outlay	-	-	-	-	-			
	<b>Total</b>	\$ -	\$ -	\$ -	\$ -	-			
	FTEs					-			
<b>Fiscal Year Planned Expenses</b>									
Project Allocation	2015	2016	2017	2018	2019	FY15 - FY19 Total	Cumulative Total (To Date)		
<b>Phase</b>									
1 Planning	-	85,000	30,000	30,000	30,000	\$ 260,000	\$ 364,000		
2 Acquisition	-	-	-	-	-	\$ -	\$ -		
3 Design	-	-	-	-	-	\$ -	\$ -		
4 Construction	-	50,000	50,000	50,000	50,000	\$ 250,000	\$ 250,000		
5 Equipment	-	-	-	-	-	\$ -	\$ -		
6 Close-Out	-	-	-	-	-	\$ -	\$ -		
7 Other	36,295	20,300	5,300	5,300	5,300	\$ 66,500	\$ 102,795		
	-	-	-	-	-	\$ -	\$ -		
	-	-	-	-	-	\$ -	\$ -		
	-	-	-	-	-	\$ -	\$ -		
	-	-	-	-	-	\$ -	\$ -		
<b>Other Sub-Total:</b>	30,300	20,300	5,300	5,300	5,300	\$ 66,500	\$ 102,795		
<b>Total Allocations</b>	\$ 140,295	\$ 155,300	\$ 85,300	\$ 85,300	\$ 85,300	\$ 576,500	\$ 716,795		
<b>Source of Funds</b>									
TIRZ Funds	119,404	165,300	85,300	85,300	85,300	\$ 576,500	\$ 695,904		
City of Houston	-	-	-	-	-	\$ -	\$ -		
Grants	-	-	-	-	-	\$ -	\$ -		
Other	-	-	-	-	-	\$ -	\$ -		
Bond Proceeds	20,891	-	-	-	-	\$ -	\$ 20,891		
<b>Total Funds</b>	\$ 140,295	\$ 165,300	\$ 85,300	\$ 85,300	\$ 85,300	\$ 576,500	\$ 716,795		

Project: Glover Park		City Council District		Key Map:		WBS.:		T-0229			
		Location: C.D		Geo. Ref.:							
		Served: C.D		Neighborhood: 62							
<b>Description:</b>		Operating and Maintenance Costs: (\$ Thousands)									
		2015	2016	2017	2018	2019	Total				
Hardscape and softscape improvements to greenspace located at Elgin and Austin Street intersection.		-	-	-	-	-	-				
Personnel		-	-	-	-	-	-				
Supplies		-	-	-	-	-	-				
Svcs. & Chgs.		-	-	-	-	-	-				
Capital Outlay		-	-	-	-	-	-				
<b>Total</b>		\$ -	\$ -	\$ -	\$ -	\$ -	\$ -				
FTEs											
<b>Justification:</b>		City of Houston Parks and Recreation Department request for improvements to recently acquired park land.									
<b>Fiscal Year Planned Expenses</b>											
Project Allocation	Phase	Projected Expenses thru 6/30/13	2014 Budget	2014 Estimate	2015	2016	2017	2018	2019	FY15 - FY19 Total	Cumulative Total (To Date)
1	Planning	-	-	-	-	-	-	-	-	\$ -	\$ -
2	Acquisition	-	-	-	-	-	-	-	-	\$ -	\$ -
3	Design	80,691	13,000	13,278	-	-	-	-	-	\$ -	\$ 93,969
4	Construction	92,355	102,000	77,698	5,000	-	-	-	-	\$ 5,000	\$ 175,053
5	Equipment	-	-	-	-	-	-	-	-	\$ -	\$ -
6	Close-Out	-	-	-	-	-	-	-	-	\$ -	\$ -
7	Other	-	5,000	5,000	-	-	-	-	-	\$ -	\$ 5,000
<b>Other Sub-Total:</b>		-	5,000	5,000	-	-	-	-	-	\$ -	\$ 5,000
<b>Total Allocations</b>		\$ 173,046	\$ 120,000	\$ 95,976	\$ 5,000	\$ -	\$ -	\$ -	\$ -	\$ 5,000	\$ 274,022
<b>Source of Funds</b>											
TIRZ Funds		173,046	120,000	90,369	-	-	-	-	-	\$ -	\$ 263,415
City of Houston		-	-	-	-	-	-	-	-	\$ -	\$ -
Grants		-	-	-	-	-	-	-	-	\$ -	\$ -
Other		-	-	-	-	-	-	-	-	\$ -	\$ -
Bond Proceeds		-	-	5,607	5,000	-	-	-	-	\$ -	\$ 10,607
<b>Total Funds</b>		\$ 173,046	\$ 120,000	\$ 95,976	\$ 5,000	\$ -	\$ -	\$ -	\$ -	\$ 5,000	\$ 274,022

Project:		Wheeler St. Pedestrian Enhancements		City Council District		Key Map:		WBS.:		T-0230	
		Location:		C.D		Geo. Ref.:					
Served:		C.D		62		2016		2017		2018	
Operating and Maintenance Costs: (\$ Thousands)		2015		2016		2017		2018		2019	
<b>Description:</b>	Funding for public transit improvements along METRO light rail alignment including streetscape upgrades, right-of-way acquisition provision for parking.	Personnel	-	-	-	-	-	-	-	-	-
		Supplies	-	-	-	-	-	-	-	-	-
		Svcs. & Chgs.	-	-	-	-	-	-	-	-	-
		Capital Outlay	-	-	-	-	-	-	-	-	-
		<b>Total</b>	\$	\$	\$	\$	\$	\$	\$	\$	\$
		FTEs									
<b>Fiscal Year Planned Expenses</b>											
Project Allocation	Projected Expenses thru 6/30/13	2014 Budget	2014 Estimate	2015	2016	2017	2018	2019	FY15 - FY19 Total	Cumulative Total (To Date)	
<b>Phase</b>											
1 Planning	-	-	-	-	-	-	-	-	\$	\$	
2 Acquisition	-	-	-	-	-	-	-	-	\$	\$	
3 Design	-	-	-	-	-	250,000	-	-	\$ 250,000	\$ 250,000	
4 Construction & Mgmt	-	-	-	-	-	-	2,750,000	-	\$ 2,750,000	\$ 2,750,000	
5 Equipment	-	-	-	-	-	-	-	-	\$	\$	
6 Close-Out	-	-	-	-	-	-	-	-	\$	\$	
7 Other	-	-	-	-	-	25,600	20,600	-	\$ 46,200	\$ 46,200	
									\$	\$	
									\$	\$	
									\$	\$	
									\$	\$	
									\$	\$	
<b>Other Sub-Total:</b>						25,600	20,600		\$ 46,200	\$ 46,200	
<b>Total Allocations</b>	\$	\$	\$	\$	\$	275,600	2,770,600	\$	\$ 3,046,200	\$ 3,046,200	
<b>Source of Funds</b>											
TIRZ Funds	-	-	-	-	-	275,600	2,770,600	-	\$ 3,046,200	\$ 3,046,200	
City of Houston	-	-	-	-	-	-	-	-	\$	\$	
Grants	-	-	-	-	-	-	-	-	\$	\$	
Other	-	-	-	-	-	-	-	-	\$	\$	
Bond Proceeds	-	-	-	-	-	-	-	-	\$	\$	
<b>Total Funds</b>	\$	\$	\$	\$	\$	275,600	2,770,600	\$	\$ 3,046,200	\$ 3,046,200	

Project:		Public and Cultural Facilities***		City Council District		Key Map:		WBS.:					
		Location:	Geo. Ref.:	C.D	C.D	Geo. Ref.:	Neighborhood:	T-0232					
Served:		C,D		C,D		66							
Operating and Maintenance Costs: (\$ Thousands)		2015		2016		2017		2018		2019		Total	
<b>Description:</b>		Funding of projects for use as public and cultural facilities to enhance the quality of life for residents and businesses Buffalo Soldiers Museum, Asia Society & Houston Museum of African American Culture.											
<b>Justification:</b>		Increasing public and cultural facilities for the public to enhance the quality of life for residents and businesses.											
Personnel													
Supplies													
Svcs. & Chgs.													
Capital Outlay													
<b>Total</b>		\$		\$		\$		\$		\$		\$	
FTEs													
Fiscal Year Planned Expenses													
Project Allocation		Projected Expenses thru 6/30/13	2014 Budget	2014 Estimate	2015	2016	2017	2018	2019	FY15 - FY19 Total	Cumulative Total (To Date)		
<b>Phase</b>													
1	Planning	-	-	-	-	-	-	-	-	\$	\$		
2	Acquisition	-	-	-	-	-	-	-	-	\$	\$		
3	Design	11,700	-	-	-	-	-	-	-	\$	\$ 11,700		
4	Construction & Mngt	-	-	-	-	-	-	-	-	\$	\$		
5	Equipment	-	-	-	-	-	-	-	-	\$	\$		
6	Close-Out	-	-	-	-	-	-	-	-	\$	\$		
7	Other	-	550,000	-	200,000	200,000	100,000	-	-	\$	\$ 500,000		
Buffalo Soldiers		-	-	335,000	-	-	-	-	-	\$	\$ 335,000		
MATCH		-	-	400,000	-	-	-	-	-	\$	\$ 400,000		
		-	-	-	-	-	-	-	-	\$	\$		
		-	-	-	-	-	-	-	-	\$	\$		
<b>Other Sub-Total:</b>		-	550,000	735,000	200,000	200,000	100,000	-	-	\$	\$ 1,235,000		
<b>Total Allocations</b>		\$ 11,700	\$ 550,000	\$ 735,000	\$ 200,000	\$ 200,000	\$ 100,000	\$	\$	\$	\$ 1,246,700		
Source of Funds													
TIRZ Funds		11,700	550,000	735,000	200,000	200,000	100,000	-	-	\$	\$ 500,000	\$ 1,246,700	
City of Houston		-	-	-	-	-	-	-	-	\$	\$		
Grants		-	-	-	-	-	-	-	-	\$	\$		
Other		-	-	-	-	-	-	-	-	\$	\$		
Bond Proceeds		-	-	-	-	-	-	-	-	\$	\$		
<b>Total Funds</b>		\$ 11,700	\$ 550,000	\$ 735,000	\$ 200,000	\$ 200,000	\$ 100,000	\$	\$	\$	\$ 1,246,700		

Project:	Parking Garage Super Block		City Council District		Key Map:		WBS.:		T-0233	
	Location:	Served:	C,D	C,D	Geo. Ref.:	Neighborhood:				
								62		
<b>Description:</b>	Operating and Maintenance Costs: (\$ Thousands)									
			2015	2016	2017	2018	2019	Total		
<b>Justification:</b>	Parking underground at the Super Block Park - Midtown will be paying Camden (the contractor) interest only until project complete.									
	Personnel		-	-	-	-	-	-	\$ -	
	Supplies		-	-	-	-	-	-	\$ -	
	Svcs. & Chgs.		-	-	-	-	-	-	\$ -	
	Capital Outlay		-	-	-	-	-	-	\$ -	
	<b>Total</b>		\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
	FTEs								-	
<b>Fiscal Year Planned Expenses</b>										
Project Allocation	Projected Expenses thru 6/30/13	2014 Budget	2014 Estimate	2015	2016	2017	2018	2019	FY15 - FY19 Total	Cumulative Total (To Date)
<b>Phase</b>										
1 Planning	-	-	-	-	-	-	-	-	\$ -	\$ -
2 Acquisition	-	-	-	-	-	-	-	-	\$ -	\$ -
3 Design	68,500	700,000	551,650	150,000	-	-	-	-	\$ 150,000	\$ 770,150
4 Construction & Mngt	-	12,279,000	-	11,000,000	2,000,000	-	-	-	\$ 13,000,000	\$ 13,000,000
5 Equipment	-	-	-	-	-	-	-	-	\$ -	\$ -
6 Close-Out	-	-	-	-	-	-	-	-	\$ -	\$ -
7 Other - Legal	-	21,000	40,100	380,100	270,100	-	-	-	\$ 650,200	\$ 690,300
	-	-	-	-	-	-	-	-	\$ -	\$ -
	-	-	-	-	-	-	-	-	\$ -	\$ -
	-	-	-	-	-	-	-	-	\$ -	\$ -
	-	-	-	-	-	-	-	-	\$ -	\$ -
<b>Other Sub-Total:</b>	-	21,000	40,100	380,100	270,100	-	-	-	\$ 650,200	\$ 690,300
<b>Total Allocations</b>	\$ 68,500	\$ 13,000,000	\$ 591,750	\$ 11,530,100	\$ 2,270,100	\$ -	\$ -	\$ -	\$ 13,800,200	\$ 14,460,450
<b>Source of Funds</b>										
TIRZ Funds	68,500	-	591,750	20,000	270,100	-	-	-	\$ 290,100	\$ 950,350
City of Houston	-	-	-	-	-	-	-	-	\$ -	\$ -
Grants	-	-	-	-	-	-	-	-	\$ -	\$ -
Other	-	13,000,000	-	11,510,100	2,000,000	-	-	-	\$ 13,510,100	\$ 26,510,100
Bond Proceeds	-	-	-	-	-	-	-	-	\$ -	\$ -
<b>Total Funds</b>	\$ 68,500	\$ 13,000,000	\$ 591,750	\$ 11,530,100	\$ 2,270,100	\$ -	\$ -	\$ -	\$ 13,800,200	\$ 27,460,450

Project:	Parks & Open Spaces		City Council District		Key Map:		WBS.:		T-0234	
	Location:	Served:	C.D	C.D	Geo. Ref.:	Neighborhood:				
							62			
<b>Description:</b>	Public Landscape improvements to entry points to create pockets parks/plazas.									
<b>Justification:</b>	Quality of Life improvements for the community.									
<b>Fiscal Year Planned Expenses</b>										
Project Allocation	Projected Expenses thru 6/30/13	2014 Budget	2014 Estimate	2015	2016	2017	2018	2019	FY15 - FY19 Total	Cumulative Total (To Date)
<b>Phase</b>										
1 Planning	-	-	-	50,000	50,000	50,000	50,000	50,000	\$ 250,000	\$ 250,000
2 Acquisition	-	-	-	-	-	-	-	-	\$ -	\$ -
3 Design	-	200,000	8,885	250,000	-	-	-	-	\$ 250,000	\$ 258,885
4 Construction	-	-	-	750,000	750,000	50,000	50,000	50,000	\$ 1,650,000	\$ 1,650,000
5 Equipment	-	-	-	-	-	-	-	-	\$ -	\$ -
6 Close-Out	-	-	-	-	-	-	-	-	\$ -	\$ -
7 Other	-	-	-	15,300	5,300	5,300	5,300	5,300	\$ 36,500	\$ 36,500
	-	-	-	-	-	-	-	-	\$ -	\$ -
	-	-	-	-	-	-	-	-	\$ -	\$ -
	-	-	-	-	-	-	-	-	\$ -	\$ -
	-	-	-	-	-	-	-	-	\$ -	\$ -
<b>Other Sub-Total:</b>	-	-	-	15,300	5,300	5,300	5,300	5,300	\$ 36,500	\$ 36,500
<b>Total Allocations</b>	\$ -	\$ 200,000	\$ 8,885	\$ 1,065,300	\$ 805,300	\$ 105,300	\$ 105,300	\$ 105,300	\$ 2,186,500	\$ 2,195,385
<b>Source of Funds</b>										
TIRZ Funds	-	200,000	8,885	1,065,300	805,300	105,300	105,300	105,300	\$ 2,186,500	\$ 2,195,385
City of Houston	-	-	-	-	-	-	-	-	\$ -	\$ -
Grants	-	-	-	-	-	-	-	-	\$ -	\$ -
Other	-	-	-	-	-	-	-	-	\$ -	\$ -
Bond Proceeds	-	-	-	-	-	-	-	-	\$ -	\$ -
<b>Total Funds</b>	\$ -	\$ 200,000	\$ 8,885	\$ 1,065,300	\$ 805,300	\$ 105,300	\$ 105,300	\$ 105,300	\$ 2,186,500	\$ 2,195,385

Project:		Public Art		City Council District		Key Map:		WBS.:		T-0235		
		Location:	Geo. Ref.:	C.D	C.D	Geo. Ref.:	Neighborhood:					
Description:	Justification:	Operating and Maintenance Costs: (\$ Thousands)										
		2015	2016	2017	2018	2019	2019 Total	Total				
Design and Placement of public art in Midtown designated as an Cultural Art & Entertainment District by the Texas Commission of Arts.	Quality of Life improvements for the community.	Personnel	-	-	-	-	-	-	-	-	-	\$
		Supplies	-	-	-	-	-	-	-	-	-	-
		Svcs. & Chgs.	-	-	-	-	-	-	-	-	-	\$
		Capital Outlay	-	-	-	-	-	-	-	-	-	\$
		<b>Total</b>	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$
		FTEs										
<b>Fiscal Year Planned Expenses</b>												
Project Allocation	Phase	Projected Expenses thru 6/30/13	2014 Budget	2014 Estimate	2015	2016	2017	2018	2019	FY15 - FY19 Total	Cumulative Total (To Date)	
1	Planning	-	-	-	-	-	-	-	-	\$	\$	
2	Acquisition	-	-	-	-	-	-	-	-	\$	\$	
3	Design	-	-	-	50,000	50,000	50,000	50,000	50,000	\$ 250,000	\$ 250,000	
4	Construction	-	-	-	200,000	200,000	200,000	200,000	200,000	\$ 1,000,000	\$ 1,000,000	
5	Equipment	-	-	-	-	-	-	-	-	\$	\$	
6	Close-Out	-	-	-	-	-	-	-	-	\$	\$	
7	Other	-	-	-	-	-	-	-	-	\$	\$	
		-	-	-	5,300	5,300	5,300	5,300	5,300	\$ 26,500	\$ 26,500	
	<b>Other Sub-Total:</b>	-	-	-	5,300	5,300	5,300	5,300	5,300	\$ 26,500	\$ 26,500	
	<b>Total Allocations</b>	\$	\$	\$	255,300	255,300	255,300	255,300	255,300	\$ 1,276,500	\$ 1,276,500	
	<b>Source of Funds</b>											
	TIRZ Funds	-	-	-	255,300	255,300	255,300	255,300	255,300	\$ 1,276,500	\$ 1,276,500	
	City of Houston	-	-	-	-	-	-	-	-	\$	\$	
	Grants	-	-	-	-	-	-	-	-	\$	\$	
	Other	-	-	-	-	-	-	-	-	\$	\$	
	Bond Proceeds	-	-	-	-	-	-	-	-	\$	\$	
	<b>Total Funds</b>	\$	\$	\$	255,300	255,300	255,300	255,300	255,300	\$ 1,276,500	\$ 1,276,500	

Project: Midtown Park		City Council District		Key Map:		WBS.:					
		Location:	C,D	Geo. Ref.:				T-0236			
		Served:	C,D	Neighborhood:	62						
Description:		Operating and Maintenance Costs: (\$ Thousands)									
		2015	2016	2017	2018	2019	Total				
Public Landscape improvements to update Midtown Park		Personnel	-	-	-	-	\$				
		Supplies	-	-	-	-	\$				
		Svcs. & Chgs.	-	-	-	-	\$				
		Capital Outlay	-	-	-	-	\$				
		Total	\$	\$	\$	\$	\$				
		FTEs									
Fiscal Year Planned Expenses											
Project Allocation	Phase	Projected Expenses thru 6/30/13	2014 Budget	2014 Estimate	2015	2016	2017	2018	2019	FY15 - FY19 Total	Cumulative Total (To Date)
1	Planning	-	-	-	-	-	-	-	-	\$	\$
2	Acquisition	-	-	-	-	-	-	-	-	\$	\$
3	Design	281,897	-	56,076	-	-	-	-	-	\$	\$ 337,973
4	Construction & Mngt	204,330	1,050,000	1,020,972	24,000	-	-	-	-	\$	\$ 1,249,302
5	Equipment	-	-	-	-	-	-	-	-	\$	\$
6	Close-Out	-	-	-	-	-	-	-	-	\$	\$
7	Other	-	-	95,745	25,000	-	-	-	-	\$	\$ 120,745
Other Sub-Total:		-	-	95,745	25,000	-	-	-	-	\$	\$ 120,745
Total Allocations		\$ 486,227	\$ 1,050,000	\$ 1,172,793	\$ 49,000	\$	\$	\$	\$	\$	\$ 1,708,020
Source of Funds											
TIRZ Funds		486,227	250,000	169,687	25,000	-	-	-	-	\$	\$ 680,914
City of Houston		-	-	-	-	-	-	-	-	\$	\$
Grants		-	-	-	-	-	-	-	-	\$	\$
Other		-	-	-	-	-	-	-	-	\$	\$
Bond Proceeds		-	800,000	1,003,106	24,000	-	-	-	-	\$	\$ 1,027,106
Total Funds		\$ 486,227	\$ 1,050,000	\$ 1,172,793	\$ 49,000	\$	\$	\$	\$	\$	\$ 1,708,020

Project: Baldwin Park Upgrade		City Council District		Key Map:		WBS.:		T-0237					
		Location: C.D		Geo. Ref.:									
		Served: C.D		Neighborhood: 62									
Description:		2015		2016		2017		2018		2019		Total	
Public Landscape improvements upgrade Baldwin Park to include new lighting, electric outlets and performance stage.													
Justification:		Personnel		-		-		-		-		\$	
Quality of Life improvements for the community.		Supplies		-		-		-		-		\$	
		Svcs. & Chgs.		-		-		-		-		\$	
		Capital Outlay		-		-		-		-		\$	
		Total		\$		-		-		-		\$	
		FTEs											
Fiscal Year Planned Expenses													
Project Allocation		Projected Expenses thru 6/30/13	2014 Budget	2014 Estimate	2015	2016	2017	2018	2019	FY15 - FY19 Total	Cumulative Total (To Date)		
Phase													
1	Planning	-	-	-	-	-	-	-	-	\$	\$		
2	Acquisition	-	-	-	-	-	-	-	-	\$	\$		
3	Design	160,795	-	8,822	-	-	-	-	-	\$	\$	169,617	
4	Construction	350,945	250,000	325,042	5,000	-	-	-	-	\$	\$	5,000	680,987
5	Equipment	-	-	-	-	-	-	-	-	\$	\$		
6	Close-Out	-	-	-	-	-	-	-	-	\$	\$		
7	Other	-	-	62,486	-	-	-	-	-	\$	\$	62,486	
Other Sub-Total:		-	-	62,486	-	-	-	-	-	\$	\$	-	62,486
Total Allocations		\$ 511,740	\$ 250,000	\$ 396,350	\$ 5,000	\$ -	\$ -	\$ -	\$ -	\$ 5,000	\$ 913,090		
Source of Funds													
TIRZ Funds		511,740	250,000	138,307	5,000	-	-	-	-	\$ 5,000	\$ 655,047		
City of Houston		-	-	-	-	-	-	-	-	\$ -	\$ -		
Grants		-	-	-	-	-	-	-	-	\$ -	\$ -		
Other		-	-	-	-	-	-	-	-	\$ -	\$ -		
Bond Proceeds		-	-	258,043	-	-	-	-	-	\$ -	\$ -		
Total Funds		\$ 511,740	\$ 250,000	\$ 396,350	\$ 5,000	\$ -	\$ -	\$ -	\$ -	\$ 5,000	\$ 913,090		

Project:		Brazos Street Reconstruction		City Council District		Key Map:		WBS.:		T-0239		
				C,D		Geo. Ref.:						
				C,D		Neighborhood:		62				
Description:		Operating and Maintenance Costs: (\$ Thousands)										
Street reconstruction including sanitary sewer, water and storm sewer replacements, wider sidewalks, landscaping, street furniture and brick pavers.		2015		2016		2017		2018		2019		Total
		Personnel	-	-	-	-	-	-	-	-	-	\$
		Supplies	-	-	-	-	-	-	-	-	-	\$
		Svcs. & Chgs.	-	-	-	-	-	-	-	-	-	\$
		Capital Outlay	-	-	-	-	-	-	-	-	-	\$
		Total	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$
		FTEs										
Justification:		Major thoroughfare between Midtown and Downtown.										
Fiscal Year Planned Expenses												
Project Allocation	Phase	Projected Expenses thru 6/30/13	2014 Budget	2014 Estimate	2015	2016	2017	2018	2019	FY15 - FY19 Total	Cumulative Total (To Date)	
1	Planning	-	-	-	-	-	-	-	-	\$	\$	
2	Acquisition	-	-	-	-	-	-	-	-	\$	\$	
3	Design	-	500,000	427,982	1,106,817	-	-	-	-	\$ 1,106,817	\$ 1,534,799	
4	Construction & Mngt	-	-	-	-	1,000,000	6,000,000	300,000	-	\$ 7,000,000	\$ 7,000,000	
5	Equipment	-	-	-	-	-	-	-	-	\$	\$	
6	Close-Out	-	-	-	-	-	-	-	-	\$	\$	
7	Other - Legal	-	-	5,300	15,100	20,100	15,100	10,100	-	\$ 60,400	\$ 65,700	
Other Sub-Total:		-	-	5,300	15,100	20,100	15,100	10,100	-	\$ 60,400	\$ 65,700	
Total Allocations		\$	\$ 500,000	\$ 433,282	\$ 1,121,917	\$	\$ 1,020,100	\$ 6,015,100	\$ 10,100	\$ 8,167,217	\$ 8,600,499	
Source of Funds												
TIRZ Funds		-	500,000	105,300	-	-	1,020,100	6,015,100	10,100	\$ 7,045,300	\$ 7,150,600	
City of Houston		-	-	-	-	-	-	-	-	\$	\$	
Grants		-	-	-	-	-	-	-	-	\$	\$	
Other		-	-	-	-	-	-	-	-	\$	\$	
Bond Proceeds		-	-	327,982	1,121,917	-	-	-	-	\$ 1,121,917	\$ 1,449,899	
Total Funds		\$	\$ 500,000	\$ 433,282	\$ 1,121,917	\$	\$ 1,020,100	\$ 6,015,100	\$ 10,100	\$ 8,167,217	\$ 8,600,499	

Project: Real Estate Development		City Council District		Key Map:		WBS.:		T-0240		
		Location:	C,D	Geo. Ref.:						
Served:		C,D		Neighborhood:		62				
Operating and Maintenance Costs: (\$ Thousands)		2015	2016	2017	2018	2019	Total			
<b>Description:</b>	Purchase of land under the 380 economic development plan, as authorized by Chapter 380 of the Texas Local Government Code.									
<b>Justification:</b>	Maintenance and operations line item for new improvements within the District.									
	Personnel	-	-	-	-	-	-	\$		
	Supplies	-	-	-	-	-	-	\$		
	Svcs. & Chgs.	-	-	-	-	-	-	\$		
	Capital Outlay	-	-	-	-	-	-	\$		
	<b>Total</b>	\$	\$	\$	\$	\$	\$	\$		
	FTEs									
<b>Fiscal Year Planned Expenses</b>										
Project Allocation	Projected Expenses thru 6/30/13	2014 Budget	2014 Estimate	2015	2016	2017	2018	2019	FY15 - FY19 Total	Cumulative Total (To Date)
<b>Phase</b>										
1 Planning	-	-	-	-	-	-	-	-	\$	\$
2 Acquisition - Block 442	-	2,500,000	1,970,000	-	-	-	-	-	\$	\$ 1,970,000
3 Design	-	-	-	-	-	-	-	-	\$	\$
4 Construction	-	-	-	-	-	-	-	-	\$	\$
5 Equipment	-	-	-	-	-	-	-	-	\$	\$
6 Close-Out	-	-	-	-	-	-	-	-	\$	\$
7 Other - IDS	-	-	166,203	50,000	50,000	50,000	-	-	\$	\$ 316,203
	-	-	-	-	-	-	-	-	\$	\$
	-	-	-	-	-	-	-	-	\$	\$
	-	-	-	-	-	-	-	-	\$	\$
	-	-	-	-	-	-	-	-	\$	\$
	-	-	-	-	-	-	-	-	\$	\$
<b>Other Sub-Total:</b>	-	-	166,203	50,000	50,000	50,000	-	-	\$	\$ 316,203
<b>Total Allocations</b>	\$	\$ 2,500,000	\$ 2,136,203	\$ 50,000	\$ 50,000	\$ 50,000	\$	\$	\$	\$ 2,286,203
<b>Source of Funds</b>										
TIRZ Funds	-	2,500,000	1,136,203	50,000	50,000	50,000	-	-	\$	\$ 1,286,203
City of Houston	-	-	-	-	-	-	-	-	\$	\$
Grants	-	-	-	-	-	-	-	-	\$	\$
Other	-	-	1,000,000	-	-	-	-	-	\$	\$ 1,000,000
Bond Proceeds	-	-	-	-	-	-	-	-	\$	\$
<b>Total Funds</b>	\$	\$ 2,500,000	\$ 2,136,203	\$ 50,000	\$ 50,000	\$ 50,000	\$	\$	\$	\$ 2,286,203

Project: Alameda/Crawford		City Council District		Key Map:		WBS.:		T-0241		
		Location:	C,D	Geo. Ref.:						
		Served:	C,D	Neighborhood:	62					
Description:	Justification:	Operating and Maintenance Costs: (\$ Thousands)								
		2015	2016	2017	2018	2019	Total			
Street reconstruction including sanitary sewer, water and storm sewer replacements, wider sidewalks, landscaping, street furniture and brick pavers.	Major thoroughfare between Midtown and Downtown.	Personnel	-	-	-	-	-	-	\$	
		Supplies	-	-	-	-	-	-	\$	
		Svcs. & Chgs.	-	-	-	-	-	-	\$	
		Capital Outlay	-	-	-	-	-	-	\$	
		Total	\$	\$	\$	\$	\$	\$	\$	
		FTEs								
Fiscal Year Planned Expenses										
Project Allocation	Projected Expenses thru 6/30/13	2014 Budget	2014 Estimate	2015	2016	2017	2018	2019	FY15 - FY19 Total	Cumulative Total (To Date)
Phase										
1 Planning	-	-	-	-	-	-	200,000	-	\$ 200,000	\$ 200,000
2 Acquisition	-	-	-	-	-	-	-	-	\$	\$
3 Design	-	-	-	-	-	-	800,000	-	\$ 800,000	\$ 800,000
4 Construction & Mngt	-	-	-	-	-	-	1,000,000	6,000,000	\$ 7,000,000	\$ 7,000,000
5 Equipment	-	-	-	-	-	-	-	-	\$	\$
6 Close-Out	-	-	-	-	-	-	-	-	\$	\$
7 Other	-	-	-	-	-	-	40,100	40,100	\$ 80,200	\$ 80,200
	-	-	-	-	-	-	-	-	\$	\$
	-	-	-	-	-	-	-	-	\$	\$
	-	-	-	-	-	-	-	-	\$	\$
	-	-	-	-	-	-	-	-	\$	\$
	-	-	-	-	-	-	-	-	\$	\$
<b>Other Sub-Total:</b>	-	-	-	-	-	-	40,100	40,100	\$ 80,200	\$ 80,200
<b>Total Allocations</b>	\$	\$	\$	\$	\$	\$	2,040,100	6,040,100	\$ 8,080,200	\$ 8,080,200
<b>Source of Funds</b>										
TIRZ Funds	-	-	-	-	-	-	2,040,100	6,040,100	\$ 8,080,200	\$ 8,080,200
City of Houston	-	-	-	-	-	-	-	-	\$	\$
Grants	-	-	-	-	-	-	-	-	\$	\$
Other	-	-	-	-	-	-	-	-	\$	\$
Bond Proceeds	-	-	-	-	-	-	-	-	\$	\$
<b>Total Funds</b>	\$	\$	\$	\$	\$	\$	2,040,100	6,040,100	\$ 8,080,200	\$ 8,080,200

Project: Webster Street		City Council District		Key Map:		WBS.:		T-0242					
		Location:	C,D	Geo. Ref.:	C,D	Neighborhood:	62						
Description:		Street reconstruction including sanitary sewer, water and storm sewer replacements, wider sidewalks, landscaping, street furniture and brick pavers.							Total				
Justification:		Major thoroughfare between Midtown, Third Ward, and Fourth Ward.							Total				
		2015		2016		2017		2018		2019		Total	
		Personnel	-	-	-	-	-	-	-	-	-	-	\$
		Supplies	-	-	-	-	-	-	-	-	-	-	\$
		Svcs. & Chgs.	-	-	-	-	-	-	-	-	-	-	\$
		Capital Outlay	-	-	-	-	-	-	-	-	-	-	\$
		Total	\$	-	\$	-	\$	-	\$	-	\$	-	\$
		FTEs											
<b>Fiscal Year Planned Expenses</b>													
Project Allocation	Phase	Projected Expenses thru 6/30/13	2014 Budget	2014 Estimate	2015	2016	2017	2018	2019	FY15 - FY19 Total	Cumulative Total (To Date)		
1	Planning	-	-	-	-	-	20,000	20,000	-	\$ 40,000	\$ 40,000		
2	Acquisition	-	-	-	-	-	-	-	-	\$ -	\$ -		
3	Design	-	-	-	-	-	-	500,000	500,000	\$ 1,000,000	\$ 1,000,000		
4	Construction	-	-	-	-	-	-	-	-	\$ -	\$ -		
5	Equipment	-	-	-	-	-	-	-	-	\$ -	\$ -		
6	Close-Out	-	-	-	-	-	-	-	-	\$ -	\$ -		
7	Other	-	-	-	-	-	-	-	-	\$ -	\$ -		
Other Sub-Total:		-	-	-	-	-	-	-	-	\$ -	\$ -		
<b>Total Allocations</b>		\$ -	\$ -	\$ -	\$ -	\$ -	\$ 20,000	\$ 520,000	\$ 500,000	\$ 1,040,000	\$ 1,040,000		
<b>Source of Funds</b>													
TIRZ Funds		-	-	-	-	-	20,000	520,000	500,000	\$ 1,040,000	\$ 1,040,000		
City of Houston		-	-	-	-	-	-	-	-	\$ -	\$ -		
Grants		-	-	-	-	-	-	-	-	\$ -	\$ -		
Other		-	-	-	-	-	-	-	-	\$ -	\$ -		
Bond Proceeds		-	-	-	-	-	-	-	-	\$ -	\$ -		
<b>Total Funds</b>		\$ -	\$ -	\$ -	\$ -	\$ -	\$ 20,000	\$ 520,000	\$ 500,000	\$ 1,040,000	\$ 1,040,000		



**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

Item Creation Date: 10/20/2014

MYR - TIRZ Tax Appropriation (HISD)

Agenda Item#: 23.

**Summary:**

ORDINANCE appropriating \$7,292,068.00 out of Tax Increment Funds for Reinvestment Zone Number One, City of Houston, Texas (Lamar Terrace Zone), Reinvestment Zone Number Two, City of Houston, Texas (Midtown Zone), Reinvestment Zone Number Three, City of Houston, Texas (Main Street/Market Square Zone), Reinvestment Zone Number Five, City of Houston, Texas (Memorial Heights Zone), Reinvestment Zone Number Six, City of Houston, Texas (Eastside Zone), Reinvestment Zone Number Seven, City of Houston, Texas (Old Spanish Trail/Almeda Corridors Zone), Reinvestment Zone Number Eight, City of Houston, Texas (Gulfgate Zone), Reinvestment Zone Number Nine, City of Houston, Texas (South Post Oak Zone), Reinvestment Zone Number Twelve, City of Houston, Texas (City Park Zone), and Reinvestment Zone Number Thirteen, City of Houston, Texas (Old Sixth Ward Zone) for affordable housing and payments to Houston Independent School District as provided herein

**Background:**

**SUBJECT:** Ordinance appropriating \$7,292,068 in tax increment revenue payments made by Houston Independent School District ("HISD"), and authorizing the transfer of tax increment revenues to various Tax Increment Reinvestment Zone ("TIRZ") Revenue Funds pursuant to the City's Interlocal Agreement with HISD and the TIRZs.

**RECOMMENDATION: (Summary)**

City Council approve an ordinance appropriating \$7,292,068 in tax increment revenue payments made by HISD and authorizing the transfer of tax increment revenues to the various TIRZ Revenue Funds pursuant to the City's Interlocal Agreements with HISD and the TIRZs.

**SPECIFIC EXPLANATION:**

The appropriation of \$7,292,068 results from tax increment payments received from HISD for transfer to the various TIRZs in which HISD participates. As set forth in the attached spreadsheet, \$193,451 will be transferred to the City's Affordable Housing Fund; \$978,042 will be transferred to Midtown Redevelopment Authority for their affordable housing related projects costs and \$62,682 will be forwarded to the South Post Oak Redevelopment Authority for their affordable housing related project costs. The balance of \$6,057,893 will be paid to HISD for Educational Facilities related projects costs.

cc: Marta Crinejo, Agenda Director  
Anna Russell, City Secretary  
David Feldman, City Attorney  
Gary Dzierlenga, Senior Assistant City Attorney

**Prior Council Action:**

**Date and identification of prior authorizing Council Action:**

Ord. No. 2013-1022, 11/13/13

**Amount of Funding:**

No funding required.

**Source of Funding:**

Other (Specify)

\$7,292,068 to various TIRZ Funds (see attached spreadsheet).

**Contact Information:**

Gwendolyn Tillotson Phone: (832) 393-0937

**ATTACHMENTS:**

Description	Type
<input type="checkbox"/> TIRZ Tax Appropriation (HISD) RCA	Signed Cover sheet
<input type="checkbox"/> TIRZ Tax Appropriation - Prior Council Action	Backup Material
<input type="checkbox"/> TIRZ Tax Appropriation (HISD) Budget Backup	Backup Material

**REQUEST FOR COUNCIL ACTION**

**TO: Mayor via City Secretary**

**RCA #**

**SUBJECT:** Ordinance appropriating \$7,292,068 in tax increment revenue payments made by Houston Independent School District ("HISD"), and authorizing the transfer of tax increment revenues to various Tax Increment Reinvestment Zone ("TIRZ") Revenue Funds pursuant to the City's Interlocal Agreement with HISD and the TIRZs.

**Category #**

**Page**  
1 of 1

**Agenda Item#**

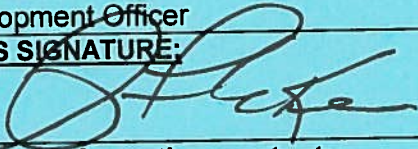
**FROM: (Department or other point of origin):**

Andrew F. Icken  
Chief Development Officer

**Origination Date**

**Agenda Date**

**DIRECTOR'S SIGNATURE:**



**Council Districts affected:**

**For additional information contact:**

Gwen Tillotson

**Phone:** (832) 393-0937

**Date and identification of prior authorizing Council Action:**  
Ord. No. 2013-1022, 11/13/13

**RECOMMENDATION: (Summary)**

City Council approve an ordinance appropriating \$7,292,068 in tax increment revenue payments made by HISD, and authorizing the transfer of tax increment revenues to the various TIRZ Revenue Funds pursuant to the City's Interlocal Agreements with HISD and the TIRZs.

**Amount of Funding:** No Funding Required

**SOURCE OF FUNDING:**      General Fund      Grant Fund      Enterprise Fund  
    Other (Specify) \$7,292,068 to various TIRZ Funds (see attached spreadsheet).

**SPECIFIC EXPLANATION:**

The appropriation of \$7,292,068 results from tax increment payments received from HISD for transfer to the various TIRZs in which HISD participates. As set forth in the attached spreadsheet, \$193,451 will be transferred to the City's Affordable Housing Fund; \$978,042 will be transferred to Midtown Redevelopment Authority for their affordable housing related project costs and \$62,682 will be forwarded to the South Post Oak Redevelopment Authority for their affordable housing related project costs. The balance of \$6,057,893 will be paid to HISD for Educational Facilities related project costs.

cc:   Marta Crinejo, Agenda Director  
      Anna Russell, City Secretary  
      David Feldman, City Attorney  
      Gary Dzierlenga, Senior Assistant City Attorney

**REQUIRED AUTHORIZATION**

**Other Authorization:**

**Other Authorization:**

**Other Authorization:**

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

Item Creation Date: 10/20/2014

MYR - TIRZ Tax Appropriation (HCHD, HCPA & HCC)

Agenda Item#: 24.

**Summary:**

ORDINANCE appropriating \$1,004,116.21 out of Tax Increment Funds for Reinvestment Zone Number Two, City of Houston, Texas (Midtown Zone), and Reinvestment Zone Number Three, City of Houston, Texas (Main Street/Market Square Zone) for administrative expenses and payments to certain redevelopment authorities as provided herein

**Background:**

**SUBJECT:** Ordinance appropriating \$1,004,116.21 in tax increment revenue payments made by Harris County Hospital District ("HCHD"), Harris County Port Authority ("HCPA"), and Houston Community College ("HCC"); and authorizing the transfer of tax increment revenue to various Tax Increment Reinvestment Zone ("TIRZ") Revenue Funds pursuant to the City's Interlocal Agreement with Harris County, Houston Community College and the TIRZs.

**RECOMMENDATION: (Summary)**

City Council approve an ordinance appropriating \$1,004,116.21 in tax increment revenue payments made by HCHD, HCPA, and HCC and authorize the transfer of tax increment revenues to the various TIRZ Revenue Funds pursuant to the City's Interlocal Agreements with Harris County and the TIRZs.

**SPECIFIC EXPLANATION:**

The appropriation of \$1,004,116.21 results from tax increment payments received from the Harris County Hospital District, Harris County Port Authority, and Houston Community College.

The increments payments will be allocated as follows:

Various redevelopment authorities will receive \$971,857.86 pursuant to the Tri-Party Agreements and Interlocal Agreements.

Administrative fees totalling \$32,258.35 will be transferred to the General Fund.

cc: Marta Crinejo, Agenda Director  
Anna Russell, City Secretary  
David Feldman, City Attorney  
Gary Dzierlenga, Senior Assistant City Attorney

**Prior Council Action:**

**Date and identification of prior authorizing Council Action:**

Ord. No. 2013-0618, 6/26/13

**Amount of Funding:**

No Funding Required

**Source of Funding:**

Other (Specify)

\$1,004,116.21 to various TIRZ Funds (see attached spreadsheet).

**Contact Information:**

Gwendolyn Tillotson Phone: (832) 393-0937

**ATTACHMENTS:**

Description	Type
<input type="checkbox"/> TIRZ Tax Appropriation (HCHD, HCPA, HCC) RCA	Signed Cover sheet
<input type="checkbox"/> TIRZ Tax Appropriation - Prior Council Action	Backup Material
<input type="checkbox"/> TIRZ Tax Appropriation (HCHD, HCPA & HCC) Budget Backup	Backup Material

**REQUEST FOR COUNCIL ACTION**

RCA #

**TO: Mayor via City Secretary**

**SUBJECT:** Ordinance appropriating \$1,004,116.21 in tax increment revenue payments made by Harris County Hospital District ("HCHD"), Harris County Port Authority ("HCPA"), and Houston Community College ("HCC"); and authorizing the transfer of tax increment revenue to various Tax Increment Reinvestment Zone ("TIRZ") Revenue Funds pursuant to the City's Interlocal Agreement with Harris County, Houston Community College and the TIRZs.

**Category #**

**Page**  
1 of 1

**Agenda Item#**

**FROM: (Department or other point of origin):**

Andrew F. Icken  
Chief Development Officer

**Origination Date**

**Agenda Date**

**DIRECTOR'S SIGNATURE:**



**Council Districts affected:**

**For additional information contact:**

Gwen Tillotson

**Phone:** (832) 393-0937

**Date and identification of prior authorizing Council Action:**  
Ord. No. 2013-0618, 6/26/13

**RECOMMENDATION: (Summary)**

City Council approve an ordinance appropriating \$1,004,116.21 in tax increment revenue payments made by HCHD, HCPA, and HCC and authorize the transfer of tax increment revenues to the various TIRZ Revenue Funds pursuant to the City's Interlocal Agreements with Harris County and the TIRZs.

**Amount of Funding:** No Funding Required

**SOURCE OF FUNDING:**       General Fund       Grant Fund       Enterprise Fund  
    Other (Specify) \$1,004,116.21 to various TIRZ Funds (see attached spreadsheet).

**SPECIFIC EXPLANATION:**

The appropriation of \$1,004,116.21 results from tax increment payments received from the Harris County Hospital District, Harris County Port Authority, and Houston Community College.

The increment payments will be allocated as follows:

- Various redevelopment authorities will receive \$971,857.86 pursuant to the Tri-Party Agreements and Interlocal Agreements.
- Administrative fees totaling \$32,258.35 will be transferred to the General Fund.

cc:    Marta Crinejo, Agenda Director  
      Anna Russell, City Secretary  
      David Feldman, City Attorney  
      Gary Dzierlenga, Senior Assistant City Attorney

**REQUIRED AUTHORIZATION**

<b>Other Authorization:</b>	<b>Other Authorization:</b>	<b>Other Authorization:</b>
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**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

District G, District J

20RPS50-Maintenance Agree - ROW Improv - Saint George Place Redevelopment Authority

Agenda Item#: 25.

**Summary:**

ORDINANCE approving and authorizing Maintenance Agreement for right-of-way improvements between the City of Houston and the **SAINT GEORGE PLACE REDEVELOPMENT AUTHORITY - DISTRICTS G - PENNINGTON and J - LASTER**

**Background:**

**PROJECT NOTICE/JUSTIFICATION:** On February 11, 1998, City Council passed a Resolution No. 1998-03, approving the creation of the Saint George Place Redevelopment Authority ("Authority") to implement the Project Plan and Reinvestment Zone Financing Plan of Reinvestment Zone Number One, City of Houston, Texas (the "Zone"), and for other governmental purposes, within the Saint George Place area of the City. The Authority plans to develop, construct and install, from time to time, certain improvements and embellishments within City right-of-way in the Zone.

**DESCRIPTION/SCOPE:** The improvements installed by the Authority will include traffic calming devices, special paving, and street signs, as described in Exhibit B of the agreement.

**LOCATION:** The Zone is bounded by Alabama Street to the north, South Rice Avenue to the east, Richmond Avenue to the south and Chimney Rock Road to the west.

**SCOPE OF AGREEMENT:** The City's Code of Ordinances requires abutting property owners to maintain improvements in the public right-of-way including trimming trees, controlling weeds between the private property line and the curb in the right-of-way, repairing sidewalks, curbs and gutters, and maintaining facilities associated with individual vault right easements. The City has agreed to allow the Authority to place improvements within City right-of-way in the Zone with the understanding that the Authority will own and maintain these improvements. The Authority will not assume the maintenance obligations of abutting property owners. This Agreement establishes the respective duties and obligations of the Authority and the City concerning ownership, operation, maintenance, repair and replacement of these improvements.

**Prior Council Action:**

Resolution No. 1998-03, Dated 02-11-98

**Contact Information:**

Richard Smith, P.E., PTOE

**Phone:** (832) 394-9137

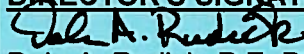

**ATTACHMENTS:**

Description	Type
☐ 20RPS50-Maintenance Agree - ROW Improv - Saint George Place Redevelopment Authority RCA	Signed Cover sheet
☐ Maintenance Agreement	Contract/Exhibit

**REQUEST FOR COUNCIL ACTION**

TO: Mayor via City Secretary

RCA #20RPS50

<b>SUBJECT:</b> Maintenance Agreement for right-of-way improvements between the City of Houston and Saint George Place Redevelopment Authority	<b>Category #</b>	<b>Page</b> 1 of 1	<b>Agenda Item#</b>
<b>FROM: (Department or other point of origin):</b> Public Works and Engineering	<b>Origination Date</b>		<b>Agenda Date</b>
<b>DIRECTOR'S SIGNATURE:</b>  Dale A. Rudick, P.E. Director	<b>Council Districts affected:</b> G, J		
<b>For additional information contact:</b> Richard Smith, P.E., PTOE  <b>Phone:</b> (832) 394-9137	<b>Date and identification of prior authorizing Council Action:</b> Resolution No. 1998-03, Dated 02-11-98		

**RECOMMENDATION: (Summary)**  
 An Ordinance approving and authorizing a Maintenance Agreement for right-of-way improvements between the City of Houston and Saint George Place Redevelopment Authority.

**PROJECT NOTICE/JUSTIFICATION:** On February 11, 1998, City Council passed a Resolution No. 1998-03, approving the creation of the Saint George Place Redevelopment Authority ("Authority") to implement the Project Plan and Reinvestment Zone Financing Plan of Reinvestment Zone Number One, City of Houston, Texas (the "Zone"), and for other governmental purposes, within the Saint George Place area of the City. The Authority plans to develop, construct and install, from time to time, certain improvements and embellishments within City right-of-way in the Zone.

**DESCRIPTION/SCOPE:** The improvements installed by the Authority will include traffic calming devices, special paving, and street signs, as described in Exhibit B of the agreement.

**LOCATION:** The Zone is bounded by Alabama Street to the north, South Rice Avenue to the east, Richmond Avenue to the south and Chimney Rock Road to the west.

**SCOPE OF AGREEMENT:** The City's Code of Ordinances requires abutting property owners to maintain improvements in the public right-of-way including trimming trees, controlling weeds between the private property line and the curb in the right-of-way, repairing sidewalks, curbs and gutters, and maintaining facilities associated with individual vault right easements. The City has agreed to allow the Authority to place improvements within City right-of-way in the Zone with the understanding that the Authority will own and maintain these improvements. The Authority will not assume the maintenance obligations of abutting property owners. This Agreement establishes the respective duties and obligations of the Authority and the City concerning ownership, operation, maintenance, repair and replacement of these improvements.

DAR:MLL:JTL:RPS:cbb

- cc: Marta Crinejo  
 Mark L. Loethen, P.E., PTOE, CFM  
 Deborah McAbee  
 Mary F. Buzak

<b>REQUIRED AUTHORIZATION</b>		<b>CUIC ID 20RPS50</b>
Finance Director:	Other Authorization:	Other Authorization:  Mark L. Loethen, P.E., PTOE, CFM Planning & Development Services

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

District H

Item Creation Date: 10/31/2014

25RB165 - PURCHASE AND SALE AGREEMENT 800-815 DORSETT ST

Agenda Item#: 26.

**Summary:**

ORDINANCE approving and authorizing Purchase and Sale Agreement between the City of Houston, Texas, Seller, and **PABLO CHAVEZ**, Purchaser, for the sale of 19.390 acres of land located at 800 and 815 Dorsett Street, being a part of the John Brown Survey, Abstract Number 8, Houston, Harris County, Texas, for \$3,505,127.35; approving and authorizing a Special Warranty Deed - **DISTRICT H - GONZALEZ**

**Background:**

PURCHASE AND SALE AGREEMENT BETWEEN CITY OF HOUSTON (SELLER), AND PABLO CHAVEZ (BUYER) FOR THE SALE OF 19.390 ACRES OF LAND LOCATED AT 800-815 DORSETT STREET.

On July 9, 2014, Ordinance No. 2014-695, City Council declared **Parcels SY14-127 and SY14-128** surplus, appointed two independent appraisers to determine fair market value, and approved a Real Estate Listing Agreement with Cushman & Wakefield of Texas, Inc. (Cushman & Wakefield) for marketing and sale of the parcels. The parcels consist of 19.390 acres of land located at 800 and 815 Dorsett, Houston, Harris County, Texas. The parcels' highest and best use is considered to be commercial/industrial. Cushman & Wakefield actively marketed the property to developers, investors, and builders. In August, 2014, the property was listed in four commercial multiple-listing services. The listings were followed by letters to the surrounding neighbors as well as an email blast to the local industrial developers. On August 20<sup>th</sup>, September 5<sup>th</sup>, and September 15<sup>th</sup>, Cushman & Wakefield expanded its email blasts to industrial developers and brokers, citywide. The results included strong offers from seven quality purchasers, all for industrial use. Pablo Chavez submitted the highest offer.

Therefore, the General Services Department recommends that City Council approve and authorize a Purchase Agreement with Pablo Chavez for the above-described parcels for a purchase price of \$3,505,127.35, which is above the appraised fair market value. It is further recommended that City Council authorize the Mayor to execute and the City Secretary to attest a Special Warranty Deed conveying the property to Pablo Chavez.

The net sale proceeds will be directed to the General Fund.

**Prior Council Action:**

Ordinance No. 2014-0695, July 9, 2014

**Amount of Funding:**

Revenue

**Contact Information:**

Jacquelyn L. Nisby


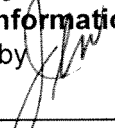

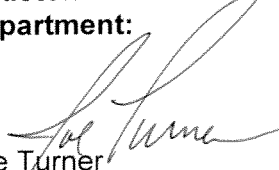
**Phone:** 832-393-8023

**ATTACHMENTS:**

Description	Type
☐ RCA	Signed Cover sheet
☐ 25RB165 - PURCHASE AND SALE AGREEMENT 800-815 DORSETT ST ORD	Ordinance/Resolution/Motion
☐ TOC/SUMMARY	Backup Material
☐ PSA	Contract/Exhibit
☐ MAPS	Backup Material
☐ PRIOR ORD BACKUP	Backup Material

TO: Mayor via City Secretary

REQUEST FOR COUNCIL ACTION

<b>SUBJECT:</b> Purchase Agreement between the City of Houston (Seller) and Pablo Chavez (Buyer) for the sale of 19.390 acres of land located at 800 and 815 Dorsett, Houston, Harris County, Texas ( <b>Parcels SY14-127 and SY14-128</b> ) for the Houston Parks and Recreation Department		<b>Page</b> 1 of 1	<b>Agenda Item</b>
<b>FROM (Department or other point of origin):</b> General Services Department		<b>Origination Date:</b>	<b>Agenda Date:</b>
<b>DIRECTOR'S SIGNATURE:</b> Scott Minnix 		<b>Council District affected:</b> H	
<b>For additional information contact:</b> Jacquelyn L. Nisby  <b>Phone:</b> 832-393-8023		<b>Date and identification of prior authorizing Council action:</b> Ordinance No. 2014-695; July 9, 2014	
<b>RECOMMENDATION:</b> Approve and authorize a Purchase Agreement between the City of Houston (Seller) and Pablo Chavez (Buyer) for the sale of 19.390 acres of land located at 800 and 815 Dorsett, Houston, Harris County, Texas, for a purchase price of \$3,505,127.35 ( <b>Parcels SY14-127 and SY14-128</b> ).			
<b>Amount and Source of Funding:</b> Revenue		<b>Finance Budget:</b>	
<p><b>SPECIFIC EXPLANATION:</b> On July 9, 2014, Ordinance No. 2014-695, City Council declared <b>Parcels SY14-127 and SY14-128</b> surplus, appointed two independent appraisers to determine fair market value, and approved a Real Estate Listing Agreement with Cushman &amp; Wakefield of Texas, Inc. (Cushman &amp; Wakefield) for marketing and sale of the parcels.</p> <p>The parcels consist of 19.390 acres of land located at 800 and 815 Dorsett, Houston, Harris County, Texas. The parcels' highest and best use is considered to be commercial/industrial. Cushman &amp; Wakefield actively marketed the property to developers, investors, and builders. In August, 2014, the property was listed in four commercial multiple-listing services. The listings were followed by letters to the surrounding neighbors as well as an email blast to the local industrial developers. On August 20<sup>th</sup>, September 5<sup>th</sup>, and September 15<sup>th</sup>, Cushman &amp; Wakefield expanded its email blasts to industrial developers and brokers, citywide. The results included strong offers from seven quality purchasers, all for industrial use. Pablo Chavez submitted the highest offer.</p> <p>Therefore, the General Services Department recommends that City Council approve and authorize a Purchase Agreement with Pablo Chavez for the above-described parcels for a purchase price of \$3,505,127.35, which is above the appraised fair market value. It is further recommended that City Council authorize the Mayor to execute and the City Secretary to attest a Special Warranty Deed conveying the property to Pablo Chavez.</p> <p>The net sale proceeds will be directed to the General Fund.</p> <p>SM:HB:JLN:RB:npb xc: Marta Crinejo, Anna Russell, Jacquelyn L. Nisby, Luci Correa, Lisa Johnson</p>			
<b>REQUIRED AUTHORIZATION</b>		CUIC ID# 25 RB 165	
<b>General Services Department:</b>  Humberto Bautista, P.E. Assistant Director		<b>Houston Parks and Recreation Department:</b>  Joe Turner Director	

City of Houston, Texas, Ordinance No. 2014- \_\_\_\_\_

**AN ORDINANCE APPROVING AND AUTHORIZING A PURCHASE AND SALE AGREEMENT BETWEEN THE CITY OF HOUSTON, TEXAS SELLER, AND PABLO CHAVEZ, PURCHASER, FOR THE SALE OF 19.390 ACRES OF LAND LOCATED AT 800 AND 815 DORSETT STREET, BEING A PART OF THE JOHN BROWN SURVEY, ABSTRACT NUMBER 8, HOUSTON, HARRIS COUNTY, TEXAS, FOR \$3,505,127.35; APPROVING AND AUTHORIZING A SPECIAL WARRANTY DEED; CONTAINING FINDINGS AND OTHER PROVISIONS RELATING TO THE FOREGOING SUBJECT; AND DECLARING AN EMERGENCY.**

\* \* \* \* \*

**WHEREAS**, City Council, by Ordinance No. 2014-695, passed and adopted on July 9, 2014, declared Parcels SY14-127 and SY14-128 (the "Property") to be surplus property and authorized the sale of the Property; and

**WHEREAS**, the City determined to market the Property by offering it on multiple-listing services pursuant to Texas Local Government Code Section 253.014; and

**WHEREAS**, City Council, by Ordinance No. 2014-695, passed and adopted on July 9, 2014, approved a Real Estate Listing Agreement with Cushman & Wakefield of Texas, Inc., for the purpose of listing the Property; and

**WHEREAS**, the Property was duly listed on four multiple-listing services; and

**WHEREAS**, Pablo Chavez submitted the highest bid for the Property; and

**WHEREAS**, the City and Pablo Chavez have negotiated a Purchase and Sale Agreement to sell the Property; and

**WHEREAS**, the City Council finds that \$3,505,127.35 is the fair market value of the Property; **NOW, THEREFORE,**

**BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF HOUSTON, TEXAS:**

**Section 1.** That the findings contained in the preamble of this Ordinance are determined to be true and correct and are hereby adopted as part of this Ordinance.

**Section 2.** That the City Council hereby approves and authorizes the contracts, agreements or other undertakings described in the title of this

Ordinance, in substantially the form as shown in the documents that are attached hereto as **EXHIBITS "A" and "B"** and incorporated herein by this reference. The Mayor is hereby authorized to execute such documents and all related documents on behalf of the City of Houston. The Director of the General Services Department or his designee is hereby authorized to execute ministerial or supplementary documents on behalf of the City of Houston. The City Secretary is hereby authorized to attest to all such signatures and to affix the seal of the City to all such documents. The City Attorney is hereby authorized to take all action necessary to enforce all legal obligations under said contracts, agreements or other undertakings without further authorization from Council.

**Section 3.** That there exists a public emergency requiring that this Ordinance be passed finally on the date of its introduction as requested in writing by the Mayor; therefore, this Ordinance shall be passed finally on such date and shall take effect immediately upon its passage and approval by the Mayor; however, in the event that the Mayor fails to sign this Ordinance within five days after its passage and adoption, it shall take effect in accordance with Article VI, Section 6, Houston City Charter.

**PASSED AND ADOPTED** this the \_\_\_\_ day of \_\_\_\_\_, 2014.

**APPROVED** this the \_\_\_\_ day of \_\_\_\_\_, 2014.

\_\_\_\_\_  
Mayor of the City of Houston

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is \_\_\_\_\_.

\_\_\_\_\_  
City Secretary

Prepared by Legal Department

*Mary Buzak GWO*

\_\_\_\_\_  
Mary Frances Buzak  
Senior Assistant City Attorney  
LD No. 0331400025001

Requested by Scott Minnix  
Director, General Services Department

**EXHIBIT "A"**

**PURCHASE AND SALE AGREEMENT**

## PURCHASE AGREEMENT

This Purchase Agreement (this "Agreement") is between **The City of Houston, Texas**, a municipal corporation situated in Harris, Fort Bend and Montgomery Counties, Texas (the "City"), and **Pablo Chavez** ("Buyer"), to be effective as of the Effective Date (as hereinafter defined in Section 24 below).

### RECITALS:

A. As of the Effective Date, the City is the fee title owner of those certain tracts or parcels of land designated as:

1. A tract or parcel containing 5.033 acres (approximately 219,238 square feet) of land out of and a part of the John Brown Survey, Abstract # 8, Harris County, Texas, also being out of and a part of a called 7.06 acre parcel of land conveyed from C.J. McCarty to Eleanor C. Reid by deed dated September 17, 1923, of record in Volume 548, Page 353, Harris County Deed Records, Harris County Texas, and also all of that called 5.03233 acre parcel of land conveyed from G.C.B.S., Inc. to the City of Houston by deed dated March 17, 1986, of record under Harris County Clerk's File Number K473773, Film Code Number 042-75-2263, Official Public Records of Real Property, Harris County, Texas ("Tract 1"); and
2. A tract or parcel containing 14.357 acres (approximately 625,371 square feet) of land out of and a part of the John Brown Survey, Abstract # 8, Harris County, Texas, also being out of and a part of a called 36.517 acre tract of land conveyed from the Estate of C.J. McCarty to Oilfield Salvage Co. by deed dated February 10, 1945, of record in Volume 1367, Page 75, Harris County Deed Records, Harris County, Texas, and also being the residue of a called 16.6450 acre parcel of land conveyed from Cactus Pipe & Supply Co., Inc., to the City of Houston by deed dated May 9, 1986, of record under Harris County Clerk's File Number K583173, Film Code Number 049-68-2182, Official Public Records of Real Property, Harris County, Texas ("Tract 2"),

Tract 1 and Tract 2 being more particularly described by metes and bounds on Exhibit A attached hereto (the "Property").

### AGREEMENTS:

NOW THEREFORE, in consideration of the promises set forth in this Agreement and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the City and Buyer (the "Parties" or a "Party") hereby agree as follows:

1. BINDING AGREEMENT.

This Agreement constitutes a binding agreement between the City and Buyer for the sale and purchase of the Property subject to the terms set forth in this Agreement. Subject to the limitations set forth in this Agreement, this Agreement shall bind and inure to the benefit of the Parties and their respective successors and assigns. This Agreement supersedes all other written or verbal agreements between the Parties concerning the transaction embodied in this Agreement. No claim of waiver or modification concerning the provisions of this Agreement shall be made against a Party unless based upon a written instrument signed by such Party.

2. THE TRANSFER DOCUMENTS.

The Property shall be transferred and conveyed by execution by the City, and delivery by the City to Buyer, of a special warranty deed, a specimen of which is attached hereto as **Exhibit B** (the "Deed"). The Deed and all other documents to be executed and delivered at the Closing (defined below) by a Party are hereinafter collectively referred to as the "Transfer Documents."

3. PURCHASE PRICE

The price to be paid by Buyer to the City for the Property is Three Million Five Hundred Five Thousand One Hundred Twenty-Seven and 35/100 Dollars (\$3,505,127.35) (the "Purchase Price"), which shall be payable by Buyer, at the Closing, by wire transfer to the City or Title Company in "good funds" (as defined in the Texas Insurance Code).

4. FEASIBILITY PERIOD, TITLE COMMITMENT AND SURVEY.

(a) Within three (3) days of the Effective Date, Buyer shall deposit Fifty Thousand and No/100 DOLLARS (\$50,000.00) in the form of cash, check or wire transfer ("Earnest Money") with Charter Title Company, Attn: Leslie Mann, Closer, 800 Town and Country Blvd., Suite 210, Houston, Texas 77024 (the "Title Company"). The Title Company shall hold the Earnest Money as escrow agent. At Closing, or upon the occurrence of a default under this Agreement, the Title Company shall deliver the Earnest Money to the party entitled to it by the other terms of this Agreement.

Provided, however, that One Thousand and No/100 Dollars (\$1,000.00) of the Earnest Money will be held in escrow by the Title Company as the "Independent Consideration". At Closing, the Independent Consideration shall be applied to the Purchase Price. In the event the Closing does not occur, for any reason, the Independent Consideration shall be non-refundable to Buyer.

(b) Commencing at the Effective Date and ending at 5:00 p.m. local time, at the expiration of sixty (60) days from the Effective Date, Buyer shall have a period (the "Feasibility Period") during which Buyer may examine the Property and conduct such

tests and studies as Buyer may desire, including but not limited to environmental and asbestos testing, in order to determine if the Property is suitable for Buyer's purposes. Buyer shall indemnify, defend and hold harmless Seller, its elected officials, officers, directors, agents and employees from any injury or damage incurred in connection with any physical entry onto the Property to perform such testing. Buyer may terminate this Agreement for any reason, or for no reason, during the Feasibility Period. At the end of the Feasibility Period, Buyer shall notify Seller in writing if Buyer desires to terminate this Agreement. If Buyer does not so notify Seller, Buyer shall be deemed to have elected to proceed to Closing, subject to the terms hereof.

## 5. SURVEY AND TITLE COMMITMENT

(a) Within ten (10) days from the Effective Date, the City will provide Buyer with a survey of the Property (the "Survey"). Within fifteen (15) days, the City will provide Buyer with a Commitment for Title Insurance covering the Real Property (the "Title Commitment") prepared by the Title Company. Within ten (10) days from the Effective Date, the City will provide Buyer with copies of any environmental site assessments of the Property in the City's possession. If it desires, Buyer may, at its expense, cause to be prepared (and, if so, delivered to the City, Buyer and the Title Company) an updated Survey certified to the City, Buyer and the Title Company. In addition, Seller may, at its sole cost and expense, shall cause the Title Company to update the Title Commitment and have a copy delivered to the City and Buyer.

(b) Following the receipt by Buyer of the Survey and Title Commitment, Buyer shall have until the end of the Feasibility Period to examine such items and to specify to Seller those items affecting the Property that Buyer finds objectionable (the "Title Objections"). Items shown in the Title Commitment or Survey and not objected to by Buyer in its written objections within the Feasibility Period shall be deemed items subject to which Buyer will accept title to the Property (the "Permitted Encumbrances").

Notwithstanding the foregoing, Buyer understands and agrees that, if it proceeds to Closing, it shall take title to the Property subject to the following restrictions as Permitted Encumbrances:

- (i) Tract 1 is restricted to non-residential, commercial/industrial use pursuant to that certain instrument filed for record on February 10, 2005, under Harris County Clerk's File No. Y252768;
- (ii) Tract 2 shall be restricted to non-residential, commercial/industrial use in the Deed; and
- (iii) The Property shall be subject to the billboard restrictions set forth in the Deed.

(c) If Seller fails or is unwilling to cause any or all of the Title Objections to be removed or cured by the Closing Date to Seller's reasonable satisfaction, or if the Title Commitment or Survey indicates that Seller does not own indefeasible fee simple title to the Property, Buyer shall have the following rights, as its sole and exclusive remedies:

1) Buyer may terminate this Agreement by giving Seller written notice thereof, in which event the Independent Consideration paid to the City and neither party shall thereafter have any further rights, duties, or obligations hereunder; or

2) Buyer may elect to waive the Title Objections not so removed or cured and close the purchase and sale contemplated by this Agreement without any reduction in the Purchase Price in accordance with the remaining terms and provisions, whereupon the Title Objections not so removed or cured shall become Permitted Encumbrances, to be treated in the manner provided herein for Permitted Encumbrances.

6. IRS SECTION 1445

The City shall furnish to the Title Company on or before the Closing Date a sworn affidavit (the "Non-Foreign Affidavit") stating under penalty of perjury that the City is not a "foreign person" as such term is defined in Section 1445 of the Internal Revenue Code of 1986, as amended (the "Code").

7. DELIVERY OF POSSESSION

Provided that Buyer has satisfied its obligations hereunder, the City shall deliver possession of the Property to Buyer at Closing, subject to the Permitted Encumbrances.

8. CONDITIONS PRECEDENT

(a) In addition to all other conditions precedent set forth in this Agreement, Buyer's obligations to perform under this Agreement and to close the transaction contemplated by this Agreement are expressly subject to the following:

1) The delivery by the City to Buyer at Closing of executed originals of the Transfer Documents to be executed by the City (properly notarized where required).

2) The issuance to Buyer of an owner policy of title insurance (the "Owner Title Policy") (or a written commitment therefor) in the amount of the Purchase Price showing Buyer as owner in fee simple of the Property and subject only to the standard printed exceptions contained therein and to the Permitted Exceptions.

3) The delivery by the City to Buyer and the Title Company at Closing of any additional documents as may be reasonably required for the proper consummation of the transaction contemplated by this Agreement or that may be usual and customary in closing similar transactions.

If the foregoing conditions have not been satisfied by Closing, then Buyer shall have the right, as Buyer's sole and exclusive remedy, by giving written notice to the City, to exercise the remedies available to Buyer in Section 12 of this Agreement.

(b) In addition to all other conditions precedent set forth in this Agreement, the City's obligations to perform under this Agreement and to close the transaction contemplated by this Agreement are expressly subject to the following:

- 1) Payment by Buyer of the Purchase Price;
- 2) The delivery by Buyer to the City at Closing of executed originals of the Transfer Documents to be executed by Buyer (properly notarized where required).
- 3) The delivery by Buyer to the City and the Title Company at Closing of any additional documents may be reasonably required for the proper consummation of the transaction contemplated by this Agreement or that may be usual and customary in closing similar transactions.

If the foregoing conditions have not been satisfied by Closing, then the City shall have the right, as the City's sole and exclusive remedy, by giving written notice to Buyer and Escrow Agent, to exercise the remedies available to the City in Section 12 of this Agreement.

#### 9. BROKERAGE

The City shall pay a 3% commission based on the Purchase Price to Cushman & Wakefield of Texas, Inc ("City's Broker"). Other than the preceding, the Parties warrant to one another that they have not dealt with any other finder, broker or Realtor in connection with this Agreement and, if any person, other than the City's Broker, shall assert a claim to a finder's fee or brokerage commission on account of alleged employment as a finder or broker in connection with this Agreement, the Party under whom such person is claiming shall (but, as to the City, only to the extent permitted by law) indemnify and hold the other Party harmless from and against any such claim and all costs, expenses and liabilities incurred in connection with such claim or any action or proceeding brought on such claim, including, but not limited to, counsel and witness fees and court costs in defending against such claim. The indemnification provisions of this Section shall survive termination of this Agreement or the Closing.

#### 10. CLOSING

The consummation of the transactions contemplated by this Agreement (the "Closing") shall occur upon a date (the "Closing Date") that is thirty (30) days after the expiration of the Feasibility Period, unless postponed by mutual agreement of the Parties.

#### 11. ASSIGNMENT

Without the prior written consent of the City, Buyer shall not, directly or indirectly, assign this Agreement or any of its rights hereunder. Any attempted assignment in violation hereof shall, at the election of the City, be of no force or effect and shall constitute a default by Buyer.

## 12. REMEDIES

(a) The City's Breach. If the City shall fail or refuse to consummate the transaction in accordance with the terms of this Agreement (and Buyer is not in breach hereof), Buyer may, at Buyer's sole option and as Buyer's exclusive remedy, by written notice to the City and the Title Company, cancel this Agreement whereupon, except as otherwise provided in this Agreement, neither of the Parties shall have any further liability or obligation hereunder. Buyer specifically waives any and all right to seek any other equitable relief and any and all right to seek actual, consequential, speculative, punitive or other damages.

(b) Buyer's Breach. If Buyer shall fail or refuse to consummate the transaction in accordance with the terms of this Agreement (and the City is not in breach hereof), the City may, at the City's sole option and as the City's exclusive remedies, either (i) by written notice to Buyer and the Title Company, terminate this Agreement whereupon, except as otherwise provided in this Agreement, neither of the Parties shall have any further liability or obligation hereunder, or (ii) seek specific performance against Buyer. The City specifically waives any and all right to seek any other equitable relief and any and all right to seek actual, consequential, speculative, punitive or other damages.

(c) Exclusive Remedies. The City and Buyer agree that, except with respect to the breach of any obligations hereunder that expressly survive the termination of this Agreement or the Closing, the remedies provided in this Section 12 are the exclusive remedies to which the Parties shall be entitled, and the City and Buyer expressly waive and release any other remedies to which they may otherwise be entitled, at law or in equity.

## 13. NOTICES

(a) Addresses. Except as otherwise required by law, any notice required or permitted hereunder shall be in writing and shall be given by personal delivery, or by deposit in the U.S. Mail, certified or registered, return receipt requested, postage prepaid, addressed to the Parties at the addresses set forth below, or at such other address as a Party may designate in writing pursuant hereto, or tested fax number (with a copy to follow by overnight courier) or email address (with a copy to follow by overnight courier), or any express or overnight delivery service (e.g., Federal Express), delivery charges prepaid:

if to the City:

City of Houston, Texas  
Attention: Humberto Bautista  
Assistant Director, Real Estate  
General Services Department  
P. O. Box 61189  
Houston, TX 77208-1189

if to Buyer: Pablo Chavez  
722 McCarty Street, Suite A  
Houston, TX 77029

(b) Effective Date of Notices. Notice shall be deemed to have been given on the date on which notice is delivered, if notice is given by personal delivery, facsimile (with a copy to follow by overnight courier) or email (with a copy to follow by overnight courier), and on the date of deposit in the mail, if mailed or deposited with an overnight carrier. Notice shall be deemed to have been received on the date on which the notice is received, if notice is given by personal delivery, and on the third (3rd) day following deposit in the U.S. Mail, if notice is mailed.

#### 14. CLOSING COSTS

(a) Prorations. All normal and customarily proratable items, including but not limited to real estate and personal property taxes, rents, and utility bills, if any, shall be prorated as of the Closing Date, Seller being charged and credited for all of the same up to such date and Purchaser being charged and credited for all of same on and after such date. If the actual amounts to be prorated are not known at the Closing Date, the prorations shall be made on the basis of the best evidence available, and thereafter, when actual figures are received, a cash settlement will be made between Seller and Purchaser. Seller hereby acknowledges that Purchaser is not subject to ad valorem taxes.

(b) Closing Costs. The City and Buyer agree to pay closing costs as indicated in this Section and in the other Sections of this Agreement. At Closing, the City shall pay (i) the costs of releasing any encumbrances that the City elects to release, (ii) the cost of the issuance of the Owner Title Policy, and (iii) any other costs to be paid by the City under this Agreement. At Closing, Buyer shall pay (i) recording fees related to the Transfer Documents, and (ii) any other costs to be paid by Buyer under this Agreement. Except as otherwise provided for in this Agreement, the City and Buyer will each be solely responsible for and bear all of their own respective expenses, including, without limitation, expenses of legal counsel, accountants, and other advisors incurred at any time in connection with pursuing or consummating the transaction contemplated herein. Any other closing costs not specifically designated as the responsibility of either Party in this Agreement shall be paid by the City and Buyer according to the usual and customary allocation of the same by Title Company.

#### 15. APPROVALS

Concerning all matters in this Agreement requiring the consent or approval of any Party, the Parties agree that any such consent or approval shall not be unreasonably withheld unless otherwise provided in this Agreement. Buyer acknowledges that the

City is not bound to any agreement until an ordinance has been passed by the City Council of the City of Houston.

16. ADDITIONAL ACTS

The Parties agree to execute promptly such other documents and to perform such other acts as may be reasonably necessary to carry out the terms and provisions of this Agreement.

17. GOVERNING LAW; JURISDICTION; VENUE

This Agreement shall be construed and the rights and obligations of the City and Buyer hereunder determined in accordance with the internal laws of the state in which the Property is located without regard to the principles of choice of law or conflicts of law. In recognition of the benefits of having any disputes with respect to this Agreement resolved by an experienced and expert person, the City and Buyer hereby agree that any suit, action, or proceeding, whether claim or counterclaim, brought or instituted by any Party on or with respect to this Agreement or which in any way relates, directly or indirectly, to this Agreement or any event, transaction, or occurrence arising out of or in any way connected with this Agreement or the Property, or the dealings of the Parties with respect thereto, shall be tried only by a court and not by a jury. EACH PARTY HEREBY EXPRESSLY WAIVES ANY RIGHT TO A TRIAL BY JURY IN ANY SUCH SUIT, ACTION, OR PROCEEDING.

18. CONSTRUCTION

The terms and provisions of this Agreement represent the results of negotiations among the Parties, each of which has been represented by counsel of its own choosing, and neither of which has acted under any duress or compulsion, whether legal, economic or otherwise. Consequently, the terms and provisions of this Agreement shall be interpreted and construed in accordance with their usual and customary meanings, and the Parties each hereby waive the application of any rule of law which would otherwise be applicable in connection with the interpretation and construction of this Agreement that ambiguous or conflicting terms or provisions contained in this Agreement shall be interpreted or construed against the Party whose attorney prepared the executed Agreement or any earlier draft of the same.

19. TIME OF ESSENCE

Time is of the essence of this Agreement. However, if this Agreement requires any act to be done or action to be taken on a date which is a Saturday, Sunday or legal holiday, such act or action shall be deemed to have been validly done or taken if done or taken on the next succeeding day which is not a Saturday, Sunday or legal holiday, and the successive periods shall be deemed extended accordingly.

20. INTERPRETATION

If there is any specific and direct conflict between, or any ambiguity resulting from, the terms and provisions of this Agreement and the terms and provisions of any document, instrument or other agreement executed in connection herewith or in furtherance hereof, including any Exhibits hereto, the same shall be consistently interpreted in such manner as to give effect to the general purposes and intention as expressed in this Agreement, which shall be deemed to prevail and control.

21. HEADINGS AND COUNTERPARTS

The headings of this Agreement are for reference only and shall not limit or define the meaning of any provision of this Agreement. This Agreement may be executed in any number of counterparts, each of which shall be an original but all of which shall constitute one and the same instrument.

22. MISCELLANEOUS

All exhibits to this Agreement are fully incorporated herein as though set forth at length herein. "Include", "includes" and "including" as used in this Agreement shall be deemed to be followed by ", but not limited to," whether or not they are in fact followed by such words or words of like import. "Hereof", "herein", "hereunder" and comparable terms refer, unless otherwise expressly indicated, to the entire agreement or instrument in which such terms are used and not to any particular article, section or other subdivision thereof or attachment thereto. References in an instrument to "Article", "Section", "Subsection" or another subdivision or to an attachment are, unless the context otherwise requires, to an article, section, subsection or subdivision of or an attachment to such agreement or instrument.

23. SEVERABILITY

If any provision of this Agreement is unenforceable, the remaining provisions shall nevertheless be kept in effect.

24. EFFECTIVE DATE

The date this Agreement is countersigned by the City Controller of the City of Houston shall be the "Effective Date" of this Agreement.

25. ENTIRE AGREEMENT

This Agreement contains the entire agreement between the Parties and supersedes all prior agreements, oral or written, with respect to the subject matter hereof. The provisions of this Agreement shall be construed as a whole and not strictly for or against any Party.

26. AS-IS; DISCLAIMER

(a) **THE CITY HAS NOT MADE, DOES NOT MAKE AND SPECIFICALLY DISCLAIMS ANY REPRESENTATIONS, WARRANTIES, PROMISES, COVENANTS,**

AGREEMENTS OR GUARANTEES OF ANY KIND OR CHARACTER WHATSOEVER, WHETHER EXPRESS OR IMPLIED, ORAL OR WRITTEN, PAST, PRESENT OR FUTURE, OF, AS TO, CONCERNING OR WITH RESPECT TO: (A) THE NATURE, QUALITY OR CONDITION OF THE PROPERTY, INCLUDING, WITHOUT LIMITATION, THE WATER, SOIL AND GEOLOGY; (B) THE SUITABILITY OF THE PROPERTY FOR ANY AND ALL ACTIVITIES AND USES WHICH BUYER MAY CONDUCT THEREON; (C) THE COMPLIANCE OF OR BY THE PROPERTY OR ITS OPERATION WITH ANY LAWS, RULES, ORDINANCES OR REGULATIONS OF ANY APPLICABLE GOVERNMENTAL AUTHORITY OR BODY; (D) THE HABITABILITY, MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE OF THE PROPERTY; (E) THE PRESENCE OF ANY ENDANGERED OR THREATENED SPECIES ON THE PROPERTY, AS WELL AS THE SUITABILITY OF THE PROPERTY AS HABITAT FOR ANY OF THOSE SPECIES; (F) THE ACCURACY OR COMPLETENESS OF ANY MATERIALS GENERATED BY THIRD PARTIES FOR THE CITY WHICH ARE PROVIDED TO BUYER UNDER THE PROVISIONS OF THIS AGREEMENT OR OTHERWISE; (G) THE ENFORCEABILITY OR EFFECT OF ANY LEGAL, CONTRACTUAL OR OTHER RIGHTS OR OBLIGATIONS PERTAINING TO THE PROPERTY; OR (H) ANY OTHER MATTER WITH RESPECT TO THE PROPERTY. WITHOUT LIMITING THE FOREGOING, THE CITY DOES NOT MAKE AND HAS NOT MADE ANY REPRESENTATION OR WARRANTY REGARDING THE PRESENCE OR ABSENCE OF ANY HAZARDOUS MATERIAL ON, UNDER OR ABOUT THE PROPERTY OR THE COMPLIANCE OR NON-COMPLIANCE OF THE PROPERTY WITH ANY AND ALL FEDERAL, STATE OR LOCAL ENVIRONMENTAL LAWS, ORDINANCES, REGULATIONS, ORDERS, DECREES OR RULES REGULATING, RELATING TO OR IMPOSING LIABILITY OR STANDARDS OF CONDUCT CONCERNING ANY HAZARDOUS MATERIAL.

(b) BUYER HEREBY ACKNOWLEDGES AND AGREES THAT, BEING GIVEN THE OPPORTUNITY TO INSPECT THE PROPERTY, IF THIS TRANSACTION IS CONSUMMATED, BUYER WILL BE PURCHASING THE PROPERTY PURSUANT TO BUYER'S INDEPENDENT EXAMINATION, STUDY, INSPECTION AND KNOWLEDGE OF THE PROPERTY AND BUYER IS RELYING UPON ITS OWN DETERMINATION OF THE VALUE AND CONDITION OF THE PROPERTY AND NOT ON ANY INFORMATION PROVIDED OR TO BE PROVIDED BY THE CITY. BUYER FURTHER ACKNOWLEDGES AND AGREES THAT ANY INFORMATION PROVIDED OR TO BE PROVIDED WITH RESPECT TO THE PROPERTY WAS OR WILL BE OBTAINED FROM A VARIETY OF SOURCES AND THAT THE CITY HAS NOT MADE AND WILL NOT BE OBLIGATED TO MAKE ANY INDEPENDENT INVESTIGATION OR VERIFICATION OF SUCH INFORMATION AND THE CITY MAKES NO REPRESENTATIONS OR WARRANTIES OF ANY KIND AS TO THE ACCURACY OR COMPLETENESS OF SUCH INFORMATION TO THE EXTENT GENERATED BY THIRD PARTIES FOR THE CITY. BUYER FURTHER ACKNOWLEDGES THAT LEAD CONCENTRATIONS EXCEEDING BOTH RESIDENTIAL AND COMMERCIAL/INDUSTRIAL STANDARDS ARE PRESENT AT TRACT 2 OF THE PROPERTY AND ACCEPTS LIABILITY FOR THESE CONDITIONS INCLUDING RESPONSIBILITY FOR COMPLIANCE WITH ANY APPLICABLE RULES AND REGULATIONS OF THE TEXAS COMMISSION ON ENVIRONMENTAL QUALITY TO

ADDRESS THIS CONDITION. BUYER ADDITIONALLY ACKNOWLEDGES THAT A GROUNDWATER CONTAMINATION PLUME FROM A SOURCE OR SOURCES NOT LOCATED ON THE SITE IS PRESENT AT TRACT 2 OF THE PROPERTY. BUYER IS RELYING UPON ITS OWN INSPECTIONS, INVESTIGATIONS, RESEARCH AND ANALYSES IN ENTERING INTO THIS AGREEMENT AND IS NOT RELYING IN ANY WAY UPON ANY REPRESENTATIONS, WARRANTIES, STATEMENTS, PLANS, SPECIFICATIONS, COST ESTIMATES, STUDIES, REPORTS, DESCRIPTIONS, GUIDELINES OR OTHER INFORMATION OR MATERIAL FURNISHED BY THE CITY OR ITS REPRESENTATIVES TO BUYER OR ITS REPRESENTATIVES, WHETHER ORAL OR WRITTEN, EXPRESS OR IMPLIED, OF ANY NATURE WHATSOEVER REGARDING ANY SUCH MATTERS. THE CITY SHALL HAVE NO LIABILITY WITH RESPECT TO THE ACCURACY OR COMPLETENESS OF SUCH DELIVERED INFORMATION.

(c) THE OCCURRENCE OF CLOSING WILL CONSTITUTE AN ACKNOWLEDGEMENT BY BUYER THAT THE PROPERTY WAS ACCEPTED WITHOUT REPRESENTATION OR WARRANTY, STATUTORY, EXPRESS OR IMPLIED, AND OTHERWISE IN AN "AS IS, WHERE IS, AND WITH ALL FAULTS" CONDITION BASED ON BUYER'S OWN INSPECTION THEREOF. BUYER FURTHER ACKNOWLEDGES AND AGREES THAT THERE ARE NO ORAL AGREEMENTS, WARRANTIES OR REPRESENTATIONS COLLATERAL TO OR AFFECTING THE PROPERTY BY THE CITY, ANY AGENT OF THE CITY OR ANY THIRD PARTY. THE CITY IS FURTHER NOT LIABLE OR BOUND IN ANY MANNER BY ANY ORAL OR WRITTEN STATEMENTS, REPRESENTATIONS, OR INFORMATION PERTAINING TO THE PROPERTY FURNISHED BY ANY REAL ESTATE BROKER, AGENT, EMPLOYEE, SERVANT OR OTHER PERSON, UNLESS THE SAME ARE EXPRESSLY SET FORTH OR REFERRED TO HEREIN.

(d) BUYER HEREBY RELEASES THE CITY AND ITS ELECTED OFFICIALS, OFFICERS, AGENTS, REPRESENTATIVES AND EMPLOYEES (TOGETHER WITH THE CITY, THE "CITY RELATED PARTIES") FROM ANY AND ALL CLAIMS, LOSSES, DAMAGES, LIABILITIES, COSTS AND EXPENSES WHICH BUYER OR ANY PARTY RELATED TO OR AFFILIATED WITH BUYER HAS OR MAY HAVE ARISING FROM OR RELATED TO ANY MATTER OR THING RELATED TO THE PROPERTY OR THE PHYSICAL CONDITION OF THE PROPERTY, ANY CONSTRUCTION DEFECTS, ANY ERRORS OR OMISSIONS IN THE DESIGN OR CONSTRUCTION OF THE PROPERTY AND ANY ENVIRONMENTAL CONDITIONS AT, IN, ON OR UNDER THE PROPERTY, AND BUYER WILL NOT LOOK TO ANY OF THE CITY RELATED PARTIES IN CONNECTION WITH THE FOREGOING FOR ANY REDRESS OR RELIEF. THIS RELEASE INCLUDES CLAIMS OF WHICH BUYER IS PRESENTLY UNAWARE OR WHICH BUYER DOES NOT PRESENTLY SUSPECT TO EXIST WHICH, IF KNOWN BY BUYER, WOULD MATERIALLY AFFECT BUYER'S RELEASE TO THE CITY. THIS RELEASE WILL BE GIVEN FULL FORCE AND EFFECT ACCORDING TO EACH OF ITS EXPRESS TERMS AND PROVISIONS, INCLUDING THOSE RELATING TO UNKNOWN AND UNSUSPECTED CLAIMS, DAMAGES AND CAUSES OF ACTION.

(e) TO THE EXTENT REQUIRED TO BE OPERATIVE, THE DISCLAIMERS, RELEASES AND/OR WARRANTIES CONTAINED IN THIS SECTION ARE "CONSPICUOUS" FOR PURPOSES OF ANY APPLICABLE LAW, RULE, REGULATION OR ORDER.

(f) The terms set forth in the foregoing Sections 26(a) through (e) will survive the Closing and will not merge into the Transfer Documents.

*[Execution pages follow]*

**EXECUTED IN MULTIPLE ORIGINAL COUNTERPARTS**, each of which shall be an original, which together shall constitute but one and the same instrument, effective as of the date of countersignature by the City Controller of the City of Houston.

BUYER:

**PABLO CHAVEZ**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

THE CITY:

THE CITY OF HOUSTON, TEXAS

ATTEST:

\_\_\_\_\_  
Anna Russell  
City Secretary

\_\_\_\_\_  
Annise D. Parker  
Mayor of the City of Houston

APPROVED AND RECOMMENDED:

COUNTERSIGNED

\_\_\_\_\_  
Humberto Bautista  
Assistant Director, Real Estate  
General Services Department

\_\_\_\_\_  
Ronald C. Green  
Controller

Countersignature Date:

\_\_\_\_\_  
Scott Minnix  
Director  
General Services Department

\_\_\_\_\_  
Joe Turner, Director  
Houston Parks and Recreation Department

APPROVED AS TO FORM:

\_\_\_\_\_  
Mary Frances Buzak  
Senior Assistant City Attorney  
LD No. 0331400025001

EXHIBIT A

LEGAL DESCRIPTION OF THE REAL PROPERTY

City of Houston  
5.033 Acres of Land Out of and  
A Part of the John Brown Survey,  
Abstract Number 8, Harris County, Texas  
Parcel No. SY14-127

**PROPERTY DESCRIPTION** of 5.033 acres (approximately 219,238 square feet) of land out of and a part of the John Brown Survey, Abstract # 8, Harris County, Texas, also being out of and a part of a called 7.06 acre parcel of land conveyed from C. J. McCarty to Eleanor C. Reid by deed dated September 17, 1923, of record in Volume 548, Page 353 Harris County Deed Records (H. C. D. R.), Harris County, Texas and also all of that called 5.03233 acre parcel of land conveyed from G. C. B. S., Inc. to the City of Houston by deed dated March 17, 1986, of record under Harris County Clerk's File Number (H. C. C. F. #) K473773, Film Code Number (F. C. #) 042-75-2263, Official Public Records of Real Property (O. P. R. R. P.), Harris County, Texas. Said parcel being more particularly described by metes and bounds as follows:

**COMMENCING** at a 1¼-inch iron pipe found marking the intersection of the easterly right-of-way line of Dorsett (formerly Industrial) Street (60-foot wide) conveyed from J. M. McCarty to Harris County by deed dated June 1, 1908, of record in Volume 218, Page 392, H. C. D. R., Harris County, Texas and the southerly right-of-way line of Lyons Street (80 feet wide). Said 1¼-inch iron pipe having grid coordinates of N = 13,848,645.30 and E = 3,146,054.13

**THENCE** South 02° 54' 59" East, a distance of 428.43 feet to a point;

**THENCE** South 87° 03' 33" West a distance of 60.00 feet to a point on the westerly right-of-way line of Dorsett Street for the northeast corner of a called 5.03233 acre parcel of land conveyed by deed dated March 17, 1986 from G. C. B. S., Inc. to the City of Houston, of record under H. C. C. F. # K473773, F. C. # 042-75-2263, O. P. R. R. P., Harris County, Texas, the herein described parcel and the **POINT OF BEGINNING**, said point having grid coordinates of N = 13,848,214.39 and E = 3,146,016.01, from which a found 5/8-inch iron rod bears North 70° 00' 21" East, 0.49 feet;

**THENCE** South 2° 54' 59" East with the westerly right-of-way line of Dorsett Street a distance of 615.66 feet (called 615.90) to a found 2-inch iron pipe marking the southeasterly corner of said called 5.03233 acre parcel, the northeasterly corner of a called 5.03 acre parcel of land conveyed by deed dated August 1, 1945 from Emily McCarty Kehoe to George W. Cleveland, Jr., of record in Volume 1385, Page 544, Harris County Deed Records, Harris County, Texas and the herein described parcel;

**THENCE** South 86° 44' 27" West with the southerly boundary line of said called 5.03233 acre parcel a distance of 520.94 feet to a 5/8-inch iron rod with cap set marking the southwesterly corner of said called 5.03233 acre parcel, said corner being on the easterly boundary line of a called 11.59 acre parcel of land conveyed by deed dated May 20, 1910 from C. J. McCarty to Houston Belt And Terminal Railway Company, of record in Volume 252, Page 305, Harris County Deed Records, Harris County, Texas and also marking the southwesterly corner of the herein described parcel;

PARCEL NO.	5Y14-127
JOB NO.	
DWG NO.	52356


City of Houston  
5.033 Acres of Land Out of and  
A Part of the John Brown Survey,  
Abstract Number 8, Harris County, Texas  
Parcel No. SY14-127

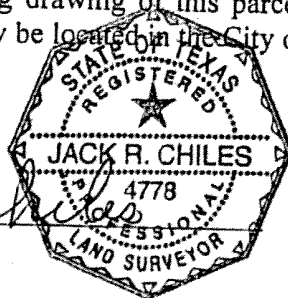
THENCE with the easterly boundary line of said called 11.59 acre parcel, said boundary line being in a curve to the left, said curve having a radius of 2,038.59 feet, an internal angle of 19° 16' 22", a long chord that bears North 22° 03' 33" East, 682.50 feet, said arc distance being 685.73 feet (called 683.71 feet) to an "X" cut in the concrete at the base of a corner fence post marking the northwest corner of said called 5.03233 acre parcel, the residue of the aforementioned 7.06 acre parcel and the herein described parcel, from which a found 1/2-inch iron rod bears South 10° 13' 36" West, 1.95 feet;

THENCE North 87° 03' 33" East with the northerly boundary line of said called 5.03233 acre parcel and the said residue of the called 7.06 acre parcel a distance of 232.76 feet (called 223.63 feet) to the POINT OF BEGINNING, containing 5.033 acres (approximately 219,238 square feet) of land.

NOTES:

1. All coordinates listed herein are expressed in units of U. S. Survey feet. All coordinates listed herein are grid coordinates. All distances shown hereIn are "surface distances". All bearings shown herein are referenced to Grid North as computed by the Texas Coordinate System of 1983, South Central Zone. All coordinates listed herein were derived through GPS observations conducted during the month of April, 2014. The operating NSRS metadata for these observations includes the following: NAD '83 (2011), CORS 96, Epoch 2010.00. To convert coordinates from grid to "surface", apply a scale factor of 0.999894931091.
2. Square footage totals shown herein are based on mathematical closures and do not necessarily represent the positional accuracy of the existing boundary monumentation.
3. A corresponding drawing of this parcel was prepared with this set of metes and bounds, which same may be located in the City of Houston Survey Section Files.

  
Jack R. Chiles, Sr.  
R. P. L. S. # 4778



PARCEL NO.	5719-127
JOB NO.	
DWG NO.	52356

Compiled by 

Date 6/16/14

Checked by 

Approved 

City of Houston  
14.357 Acres of Land Out of and  
A Part of the John Brown Survey,  
Abstract Number 8, Harris County, Texas  
Parcel No. SY14-128

**PROPERTY DESCRIPTION** of 14.357 acres (approximately 625,371 square feet) of land out of and a part of the John Brown Survey, Abstract # 8, Harris County, Texas, also being out of and a part of a called 36.517 acre tract of land conveyed from the Estate of C. J. McCarty to Oilfield Salvage Co. by deed dated February 10, 1945, of record in Volume 1367, Page 75, Harris County Deed Records (H. C. D. R.), Harris County, Texas and also being the residue of a called 16.6450 acre parcel of land conveyed from Cactus Pipe & Supply Co., Inc. to the City of Houston by deed dated May 9, 1986, of record under Harris County Clerk's File Number (H. C. C. F. #) K583173, Film Code Number (F. C. #) 049-68-2182, Official Public Records of Real Property (O. P. R. R. P.), Harris County, Texas. Said parcel being more particularly described by metes and bounds as follows:

**COMMENCING** at a 1¼-inch iron pipe found marking the northwesterly corner of said called 36.517 acre parcel of land, said 1¼-inch iron pipe also being the northwesterly corner of said called 16.6450 acre tract and is at the intersection of the easterly right-of-way line of Dorsett (formerly Industrial) Street (60-foot wide) conveyed from J. M. McCarty to Harris County by deed dated June 1, 1908, of record in Volume 218, Page 392, H. C. D. R., Harris County, Texas and the southerly right-of-way line of Lyons Street (80 feet wide). Said 1¼-inch iron pipe also being the northwesterly corner of a called 1.7051 acre parcel of land conveyed from the City of Houston to Top Properties, Inc., by deed dated June 22, 1995, of record under H. C. C. F. # R536175, F. C # 505-10-0510, O. P. R. R. P., Harris County, Texas. Said 1¼-inch iron pipe having grid coordinates of N = 13,848,645.30 and E = 3,146,054.13;

**THENCE** South 02° 54' 59" East with the easterly right-of-way line of said Dorsett Street, a distance of 328.43 feet to a point for the northwesterly corner of a called 1.082 acre easement conveyed by deed dated September 28, 1949, from Oilfield Salvage Co., Inc. to Houston Lighting and Power Company, of record in Volume 2032, Page 329, H. C. D. R., Harris County, Texas, the southwesterly corner of said called 1.7051 acre parcel, the northwesterly corner of the herein described parcel and the **POINT OF BEGINNING**, said point having grid coordinates of N = 13,848,317.33 and E = 3,146,070.83.

**THENCE** North 87° 03' 33" East with the southerly boundary line of said called 1.7051 acre tract, passing at a distance of 0.33 feet a 1-inch iron pipe found on line and passing at a distance of 226.56 feet (called 226.77 feet) a ¾-inch iron pipe found marking the southeasterly corner of said 1.7501 acre parcel and also marking the southwesterly corner of a called 74,368 square foot parcel of land conveyed by deed dated February 26, 1982 from Geo International Corporation to Cactus Pipe and Supply Co., of record under H. C. C. F. # H948556, O. P. R. R. P., Harris County, Texas and continuing for a total distance of 465.03 feet to a 5/8 inch iron rod found marking the southeasterly corner of said called 74,368 square foot parcel, a northeasterly corner of said called 16.6450 acre parcel and a northeasterly corner of the herein described parcel, said 5/8-inch iron rod also being on the westerly boundary line of a called 5 acre tract conveyed by deed dated June 28, 1948, from Oilfield Salvage Company to G. W. Hunt and recorded in Volume 1791, Page 319, H. C. D. R., Harris County, Texas;

PARCEL NO.	SY14-128
JOB NO.	
DWG NO.	52356

City of Houston  
14.357 Acres of Land Out of and  
A Part of the John Brown Survey,  
Abstract Number 8, Harris County, Texas  
Parcel No. SY14-128

THENCE South 2° 50' 30" East with the westerly boundary line of the said called 5 acre parcel, passing the southwesterly corner of same at a distance of 71.16 feet, said southwesterly corner also being the northwesterly corner of a called 0.364 acre parcel of land conveyed by deed dated September 28, 1949 from Oil Field Salvage Company to Houston Lighting and Power Company, of record in Volume 2032, Page 329 of the H. C. D. R., Harris County, Texas and continuing for a total distance of 100.02 feet to a 5/8-inch iron rod found marking the southwesterly corner of said called 0.364 acre parcel, said 5/8-inch iron rod also being an interior northeasterly corner of said called 16.6450 acre parcel and the herein described parcel;

THENCE North 86° 56' 32" East with the southerly boundary line of said called 0.364 acre tract and the herein described parcel a distance of 87.87 feet to a 5/8-inch iron rod found marking a northeasterly corner of said called 16.645 acre parcel and a northeasterly corner of the herein described parcel;

THENCE South 2° 50' 34" East with the easterly boundary line of said called 16.6450 acre parcel, passing the northwesterly corner of a parcel of land conveyed by deed dated September 25, 1946, from Oilfield Salvage Co. to M. A. Rutis, of record in Volume 1506, Page 006, H. C. D. R., Harris County, Texas, from which a 5/8-inch iron rod bears South 87° 09' 26" West, 0.36 feet and continuing for a total distance of 1,134.58 feet to a 5/8-inch iron rod with cap set marking the southeasterly corner of the herein described parcel, from which a 1/2-inch galvanized iron pipe bears South 2° 50' 34" East, 10.12 feet, said iron rod w/cap being at a perpendicular distance of 10.00 feet from the existing northeasterly right-of-way line of Market Street (60.00 feet width);

THENCE North 84° 06' 32" West parallel to and 10.00 feet from the existing northeasterly right-of-way line of Market Street for a distance of 403.24 feet to a 5/8-inch iron rod with cap set marking the southernmost southwesterly corner of the herein described parcel;

THENCE North 4° 28' 40" East, parallel to and one (1) foot easterly of an existing chain link fence a distance of 158.56 feet to a 5/8-inch iron rod with cap set marking an interior corner of the herein described parcel;

THENCE South 86° 49' 05" West, parallel to and one (1) foot northerly of an existing chain link fence passing a found two (2)-inch iron pipe on line at a distance of 172.65 feet and continuing for a total distance of 173.23 feet to a 5/8-inch iron rod with cap set on the easterly right-of-way line of the aforementioned Dorsett Street and marking the westernmost southwesterly corner of the herein describe parcel;

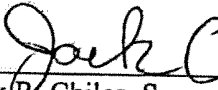
THENCE North 2° 54' 59" West with the easterly right-of-way line of said Dorsett Street a distance of 1,015.98 feet to the POINT OF BEGINNING, containing 14.357 acres (approximately 625,371 square feet) of land.

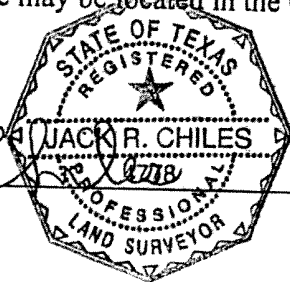
NOTES:

PARCEL NO.	5719-128
JOB NO.	
DWG NO.	53256

City of Houston  
14.357 Acres of Land Out of and  
A Part of the John Brown Survey,  
Abstract Number 8, Harris County, Texas  
Parcel No. SY14-128

1. All coordinates listed herein are expressed in units of U. S. Survey feet. All coordinates listed herein are grid coordinates. All distances shown herein are "surface" distances. All bearings shown herein are referenced to the Grid North that is employed by the Texas Coordinate System of 1983, South Central Zone. All coordinates listed herein were derived through GPS observations conducted during the month of April, 2014. The operating NSRS metadata for these observations includes the following: NAD '83 (2011), CORS 96, Epoch 2010.00. To convert coordinates from grid to "surface", apply a scale factor of 0.999894931091. All coordinates listed herein are expressed in units of U. S. Survey feet.
2. Square footage totals shown herein are based on mathematical closures and do not necessarily represent the positional accuracy of the existing boundary monumentation.
3. A corresponding drawing of this parcel was prepared with this set of metes and bounds, which same may be located in the City of Houston Survey Section Files.

  
Jack R. Chiles, Sr.  
R. P. L. S. # 4778



PARCEL NO.	<u>SY14-128</u>
JOB NO.	_____
DWG NO.	<u>52356</u>

Compiled by JRC

Date 6/16/14

Checked by [Signature]

Approved [Signature]



**EXHIBIT B**

**SPECIAL WARRANTY DEED**

**THE STATE OF TEXAS §**

**COUNTY OF HARRIS §**

**THE CITY OF HOUSTON, TEXAS**, a municipal corporation situated in Harris, Fort Bend and Montgomery Counties, Texas ("Grantor"), whose address is P. O. Box 61189 Houston, TX 77208-1189, for and in consideration of the sum of Ten and No/100 Dollars (\$10.00) paid to Grantor, the reasonable restrictive covenants set forth herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, has, subject to the matters hereinafter set forth, **GRANTED, SOLD, and CONVEYED** and does hereby **GRANT, SELL and CONVEY** unto **Pablo Chavez** ("Grantee"), whose address is 722 McCarty Street, Suite A, Houston, TX 77029, the following tracts of land:

1. A tract or parcel containing 5.033 acres (approximately 219,238 square feet) of land out of and a part of the John Brown Survey, Abstract # 8, Harris County, Texas, also being out of and a part of a called 7.06 acre parcel of land conveyed from C.J. McCarty to Eleanor C. Reid by deed dated September 17, 1923, of record in Volume 548, Page 353, Harris County Deed Records, Harris County Texas, and also all of that called 5.03233 acre parcel of land conveyed from G.C.B.S., Inc. to the City of Houston by deed dated March 17, 1986, of record under Harris County Clerk's File Number K473773, Film Code Number 042-75-2263, Official Public Records of Real Property, Harris County, Texas ("Tract 1"); and
  
2. A tract or parcel containing 14.357 acres (approximately 625,371 square feet) of land out of and a part of the John Brown Survey, Abstract # 8, Harris County, Texas, also being out of and a part of a called 36.517 acre tract of land conveyed from the Estate of C.J. McCarty to Oilfield Salvage Co. by deed dated February 10, 1945, of record in Volume 1367, Page 75, Harris County Deed Records, Harris County, Texas, and also being the residue of a called 16.6450 acre parcel of land conveyed from Cactus Pipe & Supply Co., Inc., to the City of Houston by deed dated May 9, 1986, of record under Harris County Clerk's File Number K583173, Film Code Number 049-68-2182, Official Public Records of Real Property, Harris County, Texas ("Tract 2"),

Tract 1 and Tract 2 being more particularly described on Exhibit "A" attached hereto and made a part hereof, together with all of Grantor's right, title and interest in and to, if

any, (i) all tenements, hereditaments and appurtenances pertaining thereto, (ii) all buildings, structures, fixtures and improvements thereon, (iii) all mineral, water and irrigation rights running with or otherwise pertaining thereto and (iv) that portion of all public ways abutting or adjoining said land up to the centerline thereof (collectively, the "Property").

This deed and conveyance are made and accepted subject to all items listed on **Exhibit "B"** attached hereto and made a part hereof (the "Permitted Encumbrances").

TO HAVE AND TO HOLD the Property, together with all rights and appurtenances pertaining thereto, unto Grantee and Grantee's successors and assigns forever, subject to the Permitted Encumbrances and other matters set forth herein; and, subject to the Permitted Encumbrances and other matters herein set forth, Grantor does hereby bind Grantor and its successors and assigns to warrant and forever defend the Property unto Grantee and Grantee's successors and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof, by, through or under Grantor, but not otherwise.

Grantor and Grantee expressly agree that the Property is being sold by Grantor and purchased by Grantee "**AS IS**" WITH ALL FAULTS OF ANY KIND, INCLUDING ENVIRONMENTAL FAULTS (WHETHER ABOVE, WITHIN, ON OR UNDER THE PROPERTY), AND GRANTOR MAKES NO WARRANTIES, EXPRESSED OR IMPLIED, AS TO THE FITNESS, ENVIRONMENTAL COMPLIANCE, MERCHANTABILITY OR HABITABILITY OF THE PROPERTY, EXCEPT THE WARRANTY OF TITLE SET FORTH HEREIN. GRANTOR SPECIFICALLY DISCLAIMS ANY AND ALL WARRANTIES AND REPRESENTATIONS, EXPRESSED OR IMPLIED, AS TO THE STATE OF THE PROPERTY, AND PERSONAL PROPERTY TO BE CONVEYED THEREWITH, ITS CONDITION, QUALITY, QUANTITY, CHARACTER, SIZE, DESCRIPTION OR SUITABILITY OR FITNESS FOR ANY USE OR PURPOSE, WHETHER EXISTING OR CONTEMPLATED, EXCEPT AS SPECIFICALLY SET FORTH IN THIS DEED.

This instrument may be executed and delivered in any number of counterparts, each of which so executed and delivered shall be deemed to be an original and all of which shall constitute one and the same instrument.

*[Signature page follows]*

IN WITNESS WHEREOF, Grantor has executed this Special Warranty Deed this  
\_\_\_\_ day of \_\_\_\_\_, 2014.

GRANTOR:

**THE CITY OF HOUSTON, TEXAS**

ATTEST:

\_\_\_\_\_  
Anna Russell  
City Secretary

\_\_\_\_\_  
Annise D. Parker  
Mayor of the City of Houston

**THE STATE OF TEXAS §**

**COUNTY OF HARRIS §**

This instrument was acknowledged before me on the \_\_\_\_\_ day of \_\_\_\_\_, 2014, by Annise D. Parker, Mayor of **THE CITY OF HOUSTON, TEXAS**, a municipal corporation situated in Harris, Fort Bend and Montgomery Counties, Texas, on behalf of said corporation.

\_\_\_\_\_  
Notary Public, State of Texas

(Notary Seal)

APPROVED AS TO FORM:

\_\_\_\_\_  
Mary Frances Buzak  
Senior Assistant City Attorney  
LD No. 0331400025001

AFTER RECORDING, RETURN TO:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**Exhibit A**

**Property Description**

City of Houston  
5.033 Acres of Land Out of and  
A Part of the John Brown Survey,  
Abstract Number 8, Harris County, Texas  
Parcel No. SY14-127

**PROPERTY DESCRIPTION** of 5.033 acres (approximately 219,238 square feet) of land out of and a part of the John Brown Survey, Abstract # 8, Harris County, Texas, also being out of and a part of a called 7.06 acre parcel of land conveyed from C. J. McCarty to Eleanor C. Reid by deed dated September 17, 1923, of record in Volume 548, Page 353 Harris County Deed Records (H. C. D. R.), Harris County, Texas and also all of that called 5.03233 acre parcel of land conveyed from G. C. B. S., Inc. to the City of Houston by deed dated March 17, 1986, of record under Harris County Clerk's File Number (H. C. C. F. #) K473773, Film Code Number (F. C. #) 042-75-2263, Official Public Records of Real Property (O. P. R. R. P.), Harris County, Texas. Said parcel being more particularly described by metes and bounds as follows:

**COMMENCING** at a 1¼-inch iron pipe found marking the intersection of the easterly right-of-way line of Dorsett (formerly Industrial) Street (60-feet wide) conveyed from J. M. McCarty to Harris County by deed dated June 1, 1908, of record in Volume 218, Page 392, H. C. D. R., Harris County, Texas and the southerly right-of-way line of Lyons Street (80 feet wide). Said 1¼-inch iron pipe having grid coordinates of N = 13,848,645.30 and E = 3,146,054.13

**THENCE** South 02° 54' 59" East, a distance of 428.43 feet to a point;

**THENCE** South 87° 03' 33" West a distance of 60.00 feet to a point on the westerly right-of-way line of Dorsett Street for the northeast corner of a called 5.03233 acre parcel of land conveyed by deed dated March 17, 1986 from G. C. B. S., Inc. to the City of Houston, of record under H. C. C. F. # K473773, F. C. # 042-75-2263, O. P. R. R. P., Harris County, Texas, the herein described parcel and the **POINT OF BEGINNING**, said point having grid coordinates of N = 13,848,214.39 and E = 3,146,016.01, from which a found 5/8-inch iron rod bears North 70° 00' 21" East, 0.49 feet;

**THENCE** South 2° 54' 59" East with the westerly right-of-way line of Dorsett Street a distance of 615.66 feet (called 615.90) to a found 2-inch iron pipe marking the southeasterly corner of said called 5.03233 acre parcel, the northeasterly corner of a called 5.03 acre parcel of land conveyed by deed dated August 1, 1945 from Emily McCarty Kehoe to George W. Cleveland, Jr., of record in Volume 1385, Page 544, Harris County Deed Records, Harris County, Texas and the herein described parcel;

**THENCE** South 86° 44' 27" West with the southerly boundary line of said called 5.03233 acre parcel a distance of 520.94 feet to a 5/8-inch iron rod with cap set marking the southwesterly corner of said called 5.03233 acre parcel, said corner being on the easterly boundary line of a called 11.59 acre parcel of land conveyed by deed dated May 20, 1910 from C. J. McCarty to Houston Belt And Terminal Railway Company, of record in Volume 252, Page 305, Harris County Deed Records, Harris County, Texas and also marking the southwesterly corner of the herein described parcel;

PARCEL NO.	5114-127
JOB NO.	
DWG NO.	52356

City of Houston  
5.033 Acres of Land Out of and  
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**THENCE** with the easterly boundary line of said called 11.59 acre parcel, said boundary line being in a curve to the left, said curve having a radius of 2,038.59 feet, an internal angle of 19° 16' 22", a long chord that bears North 22° 03' 33" East, 682.50 feet, said arc distance being 685.73 feet (called 683.71 feet) to an "X" cut in the concrete at the base of a corner fence post marking the northwest corner of said called 5.03233 acre parcel, the residue of the aforementioned 7.06 acre parcel and the herein described parcel, from which a found ½-inch iron rod bears South 10° 13' 36" West, 1.95 feet;

**THENCE** North 87° 03' 33" East with the northerly boundary line of said called 5.03233 acre parcel and the said residue of the called 7.06 acre parcel a distance of 232.76 feet (called 223.63 feet) to the **POINT OF BEGINNING**, containing 5.033 acres (approximately 219,238 square feet) of land.

**NOTES:**

1. All coordinates listed herein are expressed in units of U. S. Survey feet. All coordinates listed herein are grid coordinates. All distances shown herein are "surface distances". All bearings shown herein are referenced to Grid North as computed by the Texas Coordinate System of 1983, South Central Zone. All coordinates listed herein were derived through GPS observations conducted during the month of April, 2014. The operating NSRS metadata for these observations includes the following: NAD '83 (2011), CORS 96, Epoch 2010.00. To convert coordinates from grid to "surface", apply a scale factor of 0.999894931091.
2. Square footage totals shown herein are based on mathematical closures and do not necessarily represent the positional accuracy of the existing boundary monumentation.
3. A corresponding drawing of this parcel was prepared with this set of metes and bounds, which same may be located in the City of Houston Survey Section Files.



*Jack R. Chiles*  
Jack R. Chiles, Sr.  
R. P. L. S. # 4778

PARCEL NO.	<u>5419-127</u>
JOB NO.	_____
DWG NO.	<u>52356</u>

Compiled by *JRC*

Date 6/16/14

Checked by *[Signature]*

Approved *[Signature]*

City of Houston  
14.357 Acres of Land Out of and  
A Part of the John Brown Survey,  
Abstract Number 8, Harris County, Texas  
Parcel No. SY14-128

**PROPERTY DESCRIPTION** of 14.357 acres (approximately 625,371 square feet) of land out of and a part of the John Brown Survey, Abstract # 8, Harris County, Texas, also being out of and a part of a called 36.517 acre tract of land conveyed from the Estate of C. J. McCarty to Oilfield Salvage Co. by deed dated February 10, 1945, of record in Volume 1367, Page 75, Harris County Deed Records (H. C. D. R.), Harris County, Texas and also being the residue of a called 16.6450 acre parcel of land conveyed from Cactus Pipe & Supply Co., Inc. to the City of Houston by deed dated May 9, 1986, of record under Harris County Clerk's File Number (H. C. C. F. #) K583173, Film Code Number (F. C. #) 049-68-2182, Official Public Records of Real Property (O. P. R. R. P.), Harris County, Texas. Said parcel being more particularly described by metes and bounds as follows:

**COMMENCING** at a 1/4-inch iron pipe found marking the northwesterly corner of said called 36.517 acre parcel of land, said 1/4-inch iron pipe also being the northwesterly corner of said called 16.6450 acre tract and is at the intersection of the easterly right-of-way line of Dorsett (formerly Industrial) Street (60-foot wide) conveyed from J. M. McCarty to Harris County by deed dated June 1, 1908, of record in Volume 218, Page 392, H. C. D. R., Harris County, Texas and the southerly right-of-way line of Lyons Street (80 feet wide). Said 1/4-inch iron pipe also being the northwesterly corner of a called 1.7051 acre parcel of land conveyed from the City of Houston to Top Properties, Inc., by deed dated June 22, 1995, of record under H. C. C. F. # R536175, F. C # 505-10-0510, O. P. R. R. P., Harris County, Texas. Said 1/4-inch iron pipe having grid coordinates of N = 13,848,645.30 and E = 3,146,054.13;

**THENCE** South 02° 54' 59" East with the easterly right-of-way line of said Dorsett Street, a distance of 328.43 feet to a point for the northwesterly corner of a called 1.082 acre easement conveyed by deed dated September 28, 1949, from Oilfield Salvage Co., Inc. to Houston Lighting and Power Company, of record in Volume 2032, Page 329, H. C. D. R., Harris County, Texas, the southwesterly corner of said called 1.7051 acre parcel, the northwesterly corner of the herein described parcel and the **POINT OF BEGINNING**, said point having grid coordinates of N = 13,848,317.33 and E = 3,146,070.83.

**THENCE** North 87° 03' 33" East with the southerly boundary line of said called 1.7051 acre tract, passing at a distance of 0.33 feet a 1-inch iron pipe found on line and passing at a distance of 226.56 feet (called 226.77 feet) a 3/4-inch iron pipe found marking the southeasterly corner of said 1.7051 acre parcel and also marking the southwesterly corner of a called 74,368 square foot parcel of land conveyed by deed dated February 26, 1982 from Geo International Corporation to Cactus Pipe and Supply Co., of record under H. C. C. F. # H948556, O. P. R. R. P., Harris County, Texas and continuing for a total distance of 465.03 feet to a 5/8 inch iron rod found marking the southeasterly corner of said called 74,368 square foot parcel, a northeasterly corner of said called 16.6450 acre parcel and a northeasterly corner of the herein described parcel, said 5/8-inch iron rod also being on the westerly boundary line of a called 5 acre tract conveyed by deed dated June 28, 1948, from Oilfield Salvage Company to G. W. Hunt and recorded in Volume 1791, Page 319, H. C. D. R., Harris County, Texas;

PARCEL NO.	SY14-128
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City of Houston  
14.357 Acres of Land Out of and  
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**THENCE** South 2° 50' 30" East with the westerly boundary line of the said called 5 acre parcel, passing the southwesterly corner of same at a distance of 71.16 feet, said southwesterly corner also being the northwesterly corner of a called 0.364 acre parcel of land conveyed by deed dated September 28, 1949 from Oil Field Salvage Company to Houston Lighting and Power Company, of record in Volume 2032, Page 329 of the H. C. D. R., Harris County, Texas and continuing for a total distance of 100.02 feet to a 5/8-inch iron rod found marking the southwesterly corner of said called 0.364 acre parcel, said 5/8-inch iron rod also being an interior northeasterly corner of said called 16.6450 acre parcel and the herein described parcel;

**THENCE** North 86° 56' 32" East with the southerly boundary line of said called 0.364 acre tract and the herein described parcel a distance of 87.87 feet to a 5/8-inch iron rod found marking a northeasterly corner of said called 16.645 acre parcel and a northeasterly corner of the herein described parcel;

**THENCE** South 2° 50' 34" East with the easterly boundary line of said called 16.6450 acre parcel, passing the northwesterly corner of a parcel of land conveyed by deed dated September 25, 1946, from Oilfield Salvage Co. to M. A. Rutis, of record in Volume 1506, Page 006, H. C. D. R., Harris County, Texas, from which a 5/8-inch iron rod bears South 87° 09' 26" West, 0.36 feet and continuing for a total distance of 1,134.58 feet to a 5/8-inch iron rod with cap set marking the southeasterly corner of the herein described parcel, from which a 1/2-inch galvanized iron pipe bears South 2° 50' 34" East, 10.12 feet, said iron rod w/cap being at a perpendicular distance of 10.00 feet from the existing northeasterly right-of-way line of Market Street (60.00 feet width);

**THENCE** North 84° 06' 32" West parallel to and 10.00 feet from the existing northeasterly right-of-way line of Market Street for a distance of 403.24 feet to a 5/8-inch iron rod with cap set marking the southernmost southwesterly corner of the herein described parcel;

**THENCE** North 4° 28' 40" East, parallel to and one (1) foot easterly of an existing chain link fence a distance of 158.56 feet to a 5/8-inch iron rod with cap set marking an interior corner of the herein described parcel;

**THENCE** South 86° 49' 05" West, parallel to and one (1) foot northerly of an existing chain link fence passing a found two (2)-inch iron pipe on line at a distance of 172.65 feet and continuing for a total distance of 173.23 feet to a 5/8-inch iron rod with cap set on the easterly right-of-way line of the aforementioned Dorsett Street and marking the westernmost southwesterly corner of the herein describe parcel;

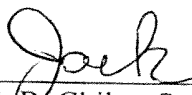
**THENCE** North 2° 54' 59" West with the easterly right-of-way line of said Dorsett Street a distance of 1,015.98 feet to the **POINT OF BEGINNING**, containing 14.357 acres (approximately 625,371 square feet) of land.

NOTES:

PARCEL NO.	5719-128
JOB NO.	
DWG NO.	53256

City of Houston  
14.357 Acres of Land Out of and  
A Part of the John Brown Survey,  
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2. Square footage totals shown herein are based on mathematical closures and do not necessarily represent the positional accuracy of the existing boundary monumentation.
3. A corresponding drawing of this parcel was prepared with this set of metes and bounds, which same may be located in the City of Houston Survey Section Files.

  
Jack R. Chiles, Sr.  
R. P. L. S. # 4778



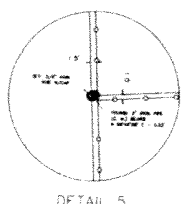
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JOB NO.	_____
DWG NO.	<u>52356</u>

Compiled by JRC

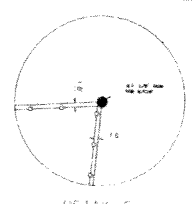
Date 6/16/14

Checked by [Signature]

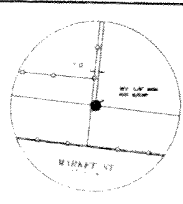
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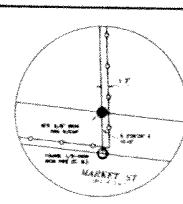
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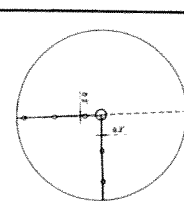
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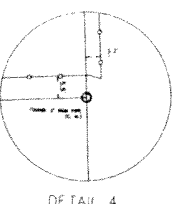
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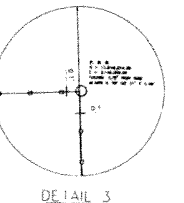
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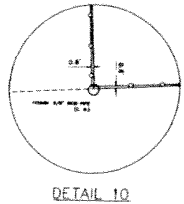
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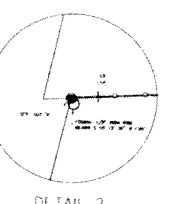
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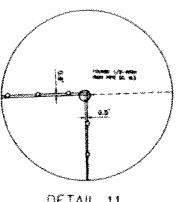
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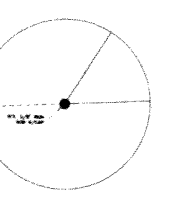
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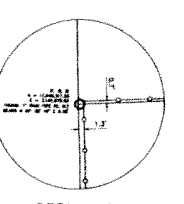
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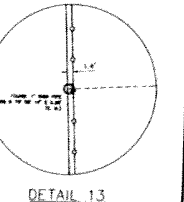
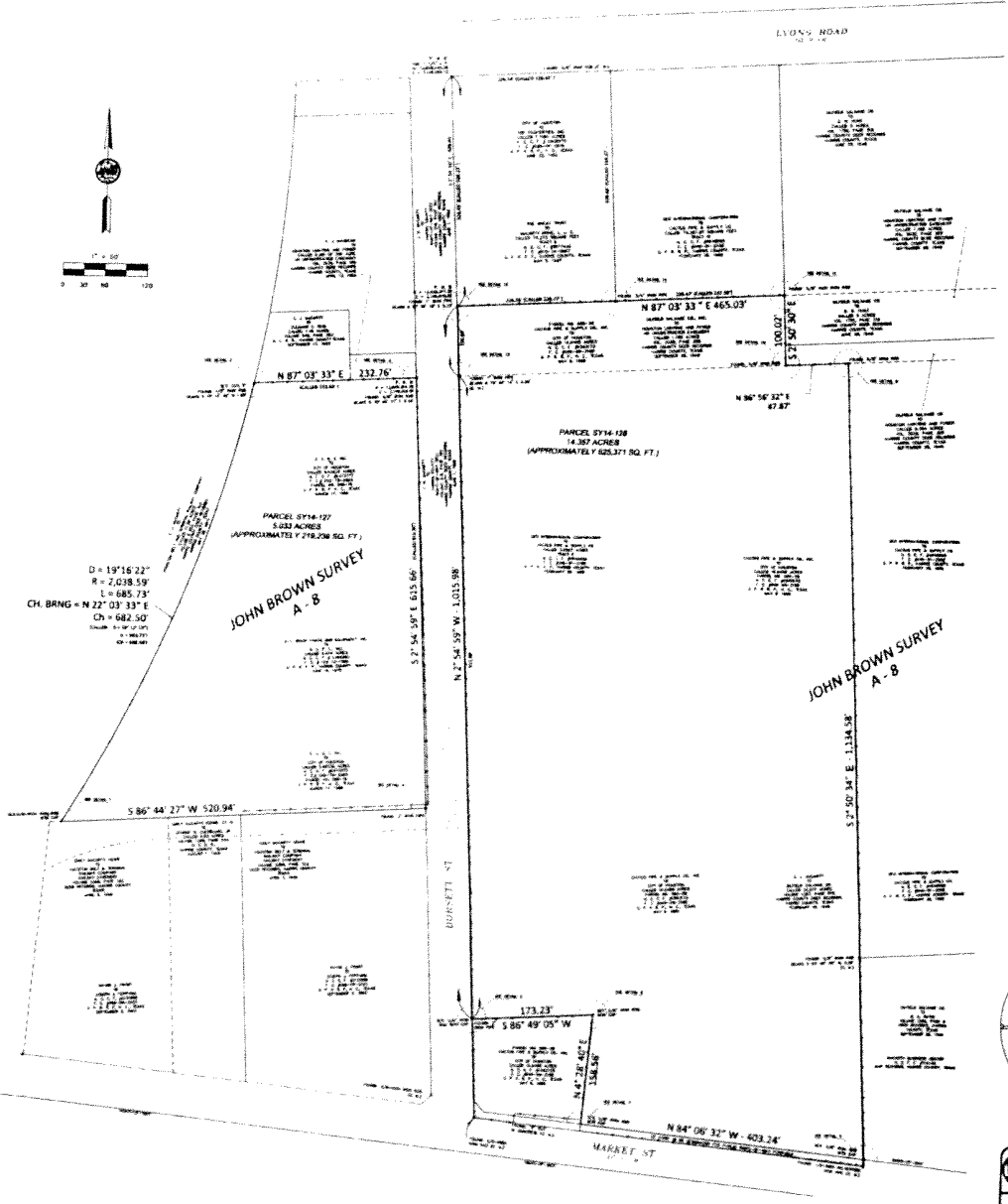
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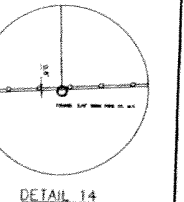
DETAIL 1



DETAIL 12



DETAIL 13



DETAIL 14

LEGEND

M.C.C.#	HARRIS COUNTY CLONY FILE NUMBER
F.T.#	TRAIL FILE NUMBER
S.P.#	SPECIAL PUBLIC RECORD IN FINAL INSTRUMENT
M.C.C.#	HARRIS COUNTY CLONY FILE NUMBER
M.C.C.#	HARRIS COUNTY CLONY FILE NUMBER
C.W.#	CORNER MARKER
R.O.#	RIGHT OF WAY
U.L.#	UNDER LINES

NOTES:  
 1. COORDINATES LISTED HEREIN ARE EXPRESSED IN FEET ON A 5 SURVEY FEET TO A METRE BASIS. ALL OTHER COORDINATES ARE EXPRESSED IN METERS.  
 2. ALL COORDINATES LISTED HEREIN ARE BASED ON THE NAD 83 DATUM.  
 3. ALL COORDINATES LISTED HEREIN ARE BASED ON THE NAD 83 DATUM.  
 4. ALL COORDINATES LISTED HEREIN ARE BASED ON THE NAD 83 DATUM.  
 5. ALL COORDINATES LISTED HEREIN ARE BASED ON THE NAD 83 DATUM.  
 6. ALL COORDINATES LISTED HEREIN ARE BASED ON THE NAD 83 DATUM.  
 7. ALL COORDINATES LISTED HEREIN ARE BASED ON THE NAD 83 DATUM.  
 8. ALL COORDINATES LISTED HEREIN ARE BASED ON THE NAD 83 DATUM.  
 9. ALL COORDINATES LISTED HEREIN ARE BASED ON THE NAD 83 DATUM.  
 10. ALL COORDINATES LISTED HEREIN ARE BASED ON THE NAD 83 DATUM.

I, JAMES H. CHASE, JR., HARRIS COUNTY SURVEYOR, DO HEREBY CERTIFY THAT THIS PLAN CORRECTLY REPRESENTS THE FACTS FOLLOING IN THE DRAWING BY MESELF OR BY THE SURVEYOR'S ASSISTANTS AND THAT THIS SURVEY CONFORMS TO THE CURRENT STANDARDS AND SPECIFICATIONS OF THE PROFESSIONAL LAND SURVEYING BOARD OF HARRIS COUNTY, TEXAS.

JAMES H. CHASE, JR.  
 HARRIS COUNTY SURVEYOR  
 06/10/2014

CITY OF HOUSTON  
 DEPARTMENT OF PUBLIC WORKS AND ENGINEERING  
 PHONE (282) 786-2978

BOUNDARY SURVEY OF 2 PARCELS OF LAND OUT OF AND A PART OF THE JOHN BROWN SURVEY, ABSTRACT 8, HARRIS COUNTY, TEXAS.

REV. MAP NO. 145-E  
 DATE: 06/10/2014  
 SURVEY BY: JHC/JR  
 DRAWN BY: JHC/JR  
 T.A.E. 128  
 06/10/2014

## Exhibit B

### **Permitted Encumbrances**

The conveyance of the Property is made subject and subordinate to the following terms, provisions, conditions and restrictions (collectively, the "Permitted Encumbrances"):

1. Tract 1 is restricted to non-residential, commercial/industrial use only in accordance with the terms and conditions of that certain instrument filed for record on February 10, 2005, under Harris County Clerk's File No. Y252768.
2. Tract 2 is restricted to non-residential, commercial/industrial use only.
3. Neither Grantee nor its successors or assigns shall ever erect, place, use, or maintain any billboard or similar structure on the Property for the display thereupon of any advertising; provided that this covenant shall not prevent the placing upon any building that may be erected thereupon, or upon Property, of appropriate signs advertising the business therein conducted, the products therein sold, or otherwise reasonably incident to the occupancy and use of such building and the Property.

Any violation of the immediately preceding covenant shall give the Grantor herein, its successors and assigns, the right to enter upon the Property and summarily remove any such billboard, sign board, or similar advertising device or structure at the expense of the owner, and such entry and removal shall not be deemed a trespass or conversion, and Grantor, its successors and assigns shall further have the right to enforce the performance of the covenant by the appropriate legal action, and no act or omission upon the part of any of them shall be a waiver of the operation or enforcement of such covenant.

**EXHIBIT "B"**  
**SPECIAL WARRANTY DEED**

**SPECIAL WARRANTY DEED**

THE STATE OF TEXAS §

COUNTY OF HARRIS §

**THE CITY OF HOUSTON, TEXAS**, a municipal corporation situated in Harris, Fort Bend and Montgomery Counties, Texas ("Grantor"), whose address is P. O. Box 61189 Houston, TX 77208-1189, for and in consideration of the sum of Ten and No/100 Dollars (\$10.00) paid to Grantor, the reasonable restrictive covenants set forth herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, has, subject to the matters hereinafter set forth, **GRANTED, SOLD, and CONVEYED** and does hereby **GRANT, SELL and CONVEY** unto **Pablo Chavez** ("Grantee"), whose address is 722 McCarty Street, Suite A, Houston, TX 77029, the following tracts of land:

1. A tract or parcel containing 5.033 acres (approximately 219,238 square feet) of land out of and a part of the John Brown Survey, Abstract # 8, Harris County, Texas, also being out of and a part of a called 7.06 acre parcel of land conveyed from C.J. McCarty to Eleanor C. Reid by deed dated September 17, 1923, of record in Volume 548, Page 353, Harris County Deed Records, Harris County Texas, and also all of that called 5.03233 acre parcel of land conveyed from G.C.B.S., Inc. to the City of Houston by deed dated March 17, 1986, of record under Harris County Clerk's File Number K473773, Film Code Number 042-75-2263, Official Public Records of Real Property, Harris County, Texas ("Tract 1"); and
  
2. A tract or parcel containing 14.357 acres (approximately 625,371 square feet) of land out of and a part of the John Brown Survey, Abstract # 8, Harris County, Texas, also being out of and a part of a called 36.517 acre tract of land conveyed from the Estate of C.J. McCarty to Oilfield Salvage Co. by deed dated February 10, 1945, of record in Volume 1367, Page 75, Harris County Deed Records, Harris County, Texas, and also being the residue of a called 16.6450 acre parcel of land conveyed from Cactus Pipe & Supply Co., Inc., to the City of Houston by deed dated May 9, 1986, of record under Harris County Clerk's File Number K583173, Film Code Number 049-68-2182, Official Public Records of Real Property, Harris County, Texas ("Tract 2").

Tract 1 and Tract 2 being more particularly described on Exhibit "A" attached hereto and made a part hereof, together with all of Grantor's right, title and interest in and to, if any, (i) all tenements, hereditaments and appurtenances pertaining thereto, (ii) all buildings, structures, fixtures and improvements thereon, (iii) all mineral, water and

irrigation rights running with or otherwise pertaining thereto and (iv) that portion of all public ways abutting or adjoining said land up to the centerline thereof (collectively, the "Property".)

This deed and conveyance are made and accepted subject to all items listed on **Exhibit "B"** attached hereto and made a part hereof (the "Permitted Encumbrances").

TO HAVE AND TO HOLD the Property, together with all rights and appurtenances pertaining thereto, unto Grantee and Grantee's successors and assigns forever, subject to the Permitted Encumbrances and other matters set forth herein; and, subject to the Permitted Encumbrances and other matters herein set forth, Grantor does hereby bind Grantor and its successors and assigns to warrant and forever defend the Property unto Grantee and Grantee's successors and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof, by, through or under Grantor, but not otherwise.

Grantor and Grantee expressly agree that the Property is being sold by Grantor and purchased by Grantee "**AS IS**" WITH ALL FAULTS OF ANY KIND, INCLUDING ENVIRONMENTAL FAULTS (WHETHER ABOVE, WITHIN, ON OR UNDER THE PROPERTY), AND GRANTOR MAKES NO WARRANTIES, EXPRESSED OR IMPLIED, AS TO THE FITNESS, ENVIRONMENTAL COMPLIANCE, MERCHANTABILITY OR HABITABILITY OF THE PROPERTY, EXCEPT THE WARRANTY OF TITLE SET FORTH HEREIN. GRANTOR SPECIFICALLY DISCLAIMS ANY AND ALL WARRANTIES AND REPRESENTATIONS, EXPRESSED OR IMPLIED, AS TO THE STATE OF THE PROPERTY, AND PERSONAL PROPERTY TO BE CONVEYED THEREWITH, ITS CONDITION, QUALITY, QUANTITY, CHARACTER, SIZE, DESCRIPTION OR SUITABILITY OR FITNESS FOR ANY USE OR PURPOSE, WHETHER EXISTING OR CONTEMPLATED, EXCEPT AS SPECIFICALLY SET FORTH IN THIS DEED.

This instrument may be executed and delivered in any number of counterparts, each of which so executed and delivered shall be deemed to be an original and all of which shall constitute one and the same instrument.

***[Signature page follows]***

IN WITNESS WHEREOF, Grantor has executed this Special Warranty Deed this \_\_\_\_\_ day of \_\_\_\_\_, 2014.

GRANTOR:

THE CITY OF HOUSTON, TEXAS

ATTEST:

\_\_\_\_\_  
Anna Russell  
City Secretary

\_\_\_\_\_  
Annise D. Parker  
Mayor of the City of Houston

THE STATE OF TEXAS §

COUNTY OF HARRIS §

This instrument was acknowledged before me on the \_\_\_\_\_ day of \_\_\_\_\_, 2014, by Annise D. Parker, Mayor of **THE CITY OF HOUSTON, TEXAS**, a municipal corporation situated in Harris, Fort Bend and Montgomery Counties, Texas, on behalf of said corporation.

\_\_\_\_\_  
Notary Public, State of Texas

(Notary Seal)

APPROVED AS TO FORM:

\_\_\_\_\_  
Mary Frances Buzak  
Senior Assistant City Attorney  
LD No. 0331400025001

AFTER RECORDING, RETURN TO:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**Exhibit A**  
**Property Description**

City of Houston  
5.033 Acres of Land Out of and  
A Part of the John Brown Survey,  
Abstract Number 8, Harris County, Texas  
Parcel No. SY14-127

**PROPERTY DESCRIPTION** of 5.033 acres (approximately 219,238 square feet) of land out of and a part of the John Brown Survey, Abstract # 8, Harris County, Texas, also being out of and a part of a called 7.06 acre parcel of land conveyed from C. J. McCarty to Eleanor C. Reid by deed dated September 17, 1923, of record in Volume 548, Page 353 Harris County Deed Records (H. C. D. R.), Harris County, Texas and also all of that called 5.03233 acre parcel of land conveyed from G. C. B. S., Inc. to the City of Houston by deed dated March 17, 1986, of record under Harris County Clerk's File Number (H. C. C. F. #) K473773, Film Code Number (F. C. #) 042-75-2263, Official Public Records of Real Property (O. P. R. R. P.), Harris County, Texas. Said parcel being more particularly described by metes and bounds as follows:

**COMMENCING** at a 1¼-inch iron pipe found marking the intersection of the easterly right-of-way line of Dorsett (formerly Industrial) Street (60-foot wide) conveyed from J. M. McCarty to Harris County by deed dated June 1, 1908, of record in Volume 218, Page 392, H. C. D. R., Harris County, Texas and the southerly right-of-way line of Lyons Street (80 feet wide). Said 1¼-inch iron pipe having grid coordinates of N = 13,848,645.30 and E = 3,146,054.13

**THENCE** South 02° 54' 59" East, a distance of 428.43 feet to a point;

**THENCE** South 87° 03' 33" West a distance of 60.00 feet to a point on the westerly right-of-way line of Dorsett Street for the northeast corner of a called 5.03233 acre parcel of land conveyed by deed dated March 17, 1986 from G. C. B. S., Inc. to the City of Houston, of record under H. C. C. F. # K473773, F. C. # 042-75-2263, O. P. R. R. P., Harris County, Texas, the herein described parcel and the **POINT OF BEGINNING**, said point having grid coordinates of N = 13,848,214.39 and E = 3,146,016.01, from which a found 5/8-inch iron rod bears North 70° 00' 21" East, 0.49 feet;

**THENCE** South 2° 54' 59" East with the westerly right-of-way line of Dorsett Street a distance of 615.66 feet (called 615.90) to a found 2-inch iron pipe marking the southeasterly corner of said called 5.03233 acre parcel, the northeasterly corner of a called 5.03 acre parcel of land conveyed by deed dated August 1, 1945 from Emily McCarty Kehoe to George W. Cleveland, Jr., of record in Volume 1385, Page 544, Harris County Deed Records, Harris County, Texas and the herein described parcel;

**THENCE** South 86° 44' 27" West with the southerly boundary line of said called 5.03233 acre parcel a distance of 520.94 feet to a 5/8-inch iron rod with cap set marking the southwesterly corner of said called 5.03233 acre parcel, said corner being on the easterly boundary line of a called 11.59 acre parcel of land conveyed by deed dated May 20, 1910 from C. J. McCarty to Houston Belt And Terminal Railway Company, of record in Volume 252, Page 305, Harris County Deed Records, Harris County, Texas and also marking the southwesterly corner of the herein described parcel;

PARCEL NO.	SY14-127
JOB NO.	
DWG NO.	52356

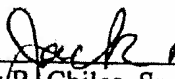
City of Houston  
5.033 Acres of Land Out of and  
A Part of the John Brown Survey,  
Abstract Number 8, Harris County, Texas  
Parcel No. SY14-127

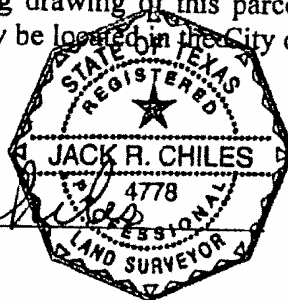
THENCE with the easterly boundary line of said called 11.59 acre parcel, said boundary line being in a curve to the left, said curve having a radius of 2,038.59 feet, an internal angle of 19° 16' 22", a long chord that bears North 22° 03' 33" East, 682.50 feet, said arc distance being 685.73 feet (called 683.71 feet) to an "X" cut in the concrete at the base of a corner fence post marking the northwest corner of said called 5.03233 acre parcel, the residue of the aforementioned 7.06 acre parcel and the herein described parcel, from which a found 1/2-inch iron rod bears South 10° 13' 36" West, 1.95 feet;

THENCE North 87° 03' 33" East with the northerly boundary line of said called 5.03233 acre parcel and the said residue of the called 7.06 acre parcel a distance of 232.76 feet (called 223.63 feet) to the POINT OF BEGINNING, containing 5.033 acres (approximately 219,238 square feet) of land.

NOTES:

1. All coordinates listed herein are expressed in units of U. S. Survey feet. All coordinates listed herein are grid coordinates. All distances shown herein are "surface distances". All bearings shown herein are referenced to Grid North as computed by the Texas Coordinate System of 1983, South Central Zone. All coordinates listed herein were derived through GPS observations conducted during the month of April, 2014. The operating NSRS metadata for these observations includes the following: NAD '83 (2011), CORS 96, Epoch 2010.00. To convert coordinates from grid to "surface", apply a scale factor of 0.999894931091.
2. Square footage totals shown herein are based on mathematical closures and do not necessarily represent the positional accuracy of the existing boundary monumentation.
3. A corresponding drawing of this parcel was prepared with this set of metes and bounds, which same may be located in the City of Houston Survey Section Files.

  
Jack R. Chiles, Sr.  
R. P. L. S. # 4778



PARCEL NO.	5719-127
JOB NO.	
DWG NO.	52356

Compiled by 

Date 6/16/14

Checked by 

Approved 

**City of Houston**  
**14.357 Acres of Land Out of and**  
**A Part of the John Brown Survey,**  
**Abstract Number 8, Harris County, Texas**  
**Parcel No. SY14-128**

**PROPERTY DESCRIPTION** of 14.357 acres (approximately 625,371 square feet) of land out of and a part of the John Brown Survey, Abstract # 8, Harris County, Texas, also being out of and a part of a called 36.517 acre tract of land conveyed from the Estate of C. J. McCarty to Oilfield Salvage Co. by deed dated February 10, 1945, of record in Volume 1367, Page 75, Harris County Deed Records (H. C. D. R.), Harris County, Texas and also being the residue of a called 16.6450 acre parcel of land conveyed from Cactus Pipe & Supply Co., Inc. to the City of Houston by deed dated May 9, 1986, of record under Harris County Clerk's File Number (H. C. C. F. #) K583173, Film Code Number (F. C. #) 049-68-2182, Official Public Records of Real Property (O. P. R. R. P.), Harris County, Texas. Said parcel being more particularly described by metes and bounds as follows:

**COMMENCING** at a 1¼-inch iron pipe found marking the northwesterly corner of said called 36.517 acre parcel of land, said 1¼-inch iron pipe also being the northwesterly corner of said called 16.6450 acre tract and is at the intersection of the easterly right-of-way line of Dorsett (formerly Industrial) Street (60-foot wide) conveyed from J. M. McCarty to Harris County by deed dated June 1, 1908, of record in Volume 218, Page 392, H. C. D. R., Harris County, Texas and the southerly right-of-way line of Lyons Street (80 feet wide). Said 1¼-inch iron pipe also being the northwesterly corner of a called 1.7051 acre parcel of land conveyed from the City of Houston to Top Properties, Inc., by deed dated June 22, 1995, of record under H. C. C. F. # R536175, F. C # 505-10-0510, O. P. R. R. P., Harris County, Texas. Said 1¼-inch iron pipe having grid coordinates of N = 13,848,645.30 and E = 3,146,054.13;

**THENCE** South 02° 54' 59" East with the easterly right-of-way line of said Dorsett Street, a distance of 328.43 feet to a point for the northwesterly corner of a called 1.082 acre easement conveyed by deed dated September 28, 1949, from Oilfield Salvage Co., Inc. to Houston Lighting and Power Company, of record in Volume 2032, Page 329, H. C. D. R., Harris County, Texas, the southwesterly corner of said called 1.7051 acre parcel, the northwesterly corner of the herein described parcel and the **POINT OF BEGINNING**, said point having grid coordinates of N = 13,848,317.33 and E = 3,146,070.83.

**THENCE** North 87° 03' 33" East with the southerly boundary line of said called 1.7051 acre tract, passing at a distance of 0.33 feet a 1-inch iron pipe found on line and passing at a distance of 226.56 feet (called 226.77 feet) a ¾-inch iron pipe found marking the southeasterly corner of said 1.7501 acre parcel and also marking the southwesterly corner of a called 74,368 square foot parcel of land conveyed by deed dated February 26, 1982 from Geo International Corporation to Cactus Pipe and Supply Co., of record under H. C. C. F. # H948556, O. P. R. R. P., Harris County, Texas and continuing for a total distance of 465.03 feet to a 5/8 inch iron rod found marking the southeasterly corner of said called 74,368 square foot parcel, a northeasterly corner of said called 16.6450 acre parcel and a northeasterly corner of the herein described parcel, said 5/8-inch iron rod also being on the westerly boundary line of a called 5 acre tract conveyed by deed dated June 28, 1948, from Oilfield Salvage Company to G. W. Hunt and recorded in Volume 1791, Page 319, H. C. D. R., Harris County, Texas;

PARCEL NO.	SY14-128
JOB NO.	
DWG NO.	52356

City of Houston  
14.357 Acres of Land Out of and  
A Part of the John Brown Survey,  
Abstract Number 8, Harris County, Texas  
Parcel No. SY14-128

**THENCE** South 2° 50' 30" East with the westerly boundary line of the said called 5 acre parcel, passing the southwesterly corner of same at a distance of 71.16 feet, said southwesterly corner also being the northwesterly corner of a called 0.364 acre parcel of land conveyed by deed dated September 28, 1949 from Oil Field Salvage Company to Houston Lighting and Power Company, of record in Volume 2032, Page 329 of the H. C. D. R., Harris County, Texas and continuing for a total distance of 100.02 feet to a 5/8-inch iron rod found marking the southwesterly corner of said called 0.364 acre parcel, said 5/8-inch iron rod also being an interior northeasterly corner of said called 16.6450 acre parcel and the herein described parcel;

**THENCE** North 86° 56' 32" East with the southerly boundary line of said called 0.364 acre tract and the herein described parcel a distance of 87.87 feet to a 5/8-inch iron rod found marking a northeasterly corner of said called 16.645 acre parcel and a northeasterly corner of the herein described parcel;

**THENCE** South 2° 50' 34" East with the easterly boundary line of said called 16.6450 acre parcel, passing the northwesterly corner of a parcel of land conveyed by deed dated September 25, 1946, from Oilfield Salvage Co. to M. A. Rutis, of record in Volume 1506, Page 006, H. C. D. R., Harris County, Texas, from which a 5/8-inch iron rod bears South 87° 09' 26" West, 0.36 feet and continuing for a total distance of 1,134.58 feet to a 5/8-inch iron rod with cap set marking the southeasterly corner of the herein described parcel, from which a 1/2-inch galvanized iron pipe bears South 2° 50' 34" East, 10.12 feet, said iron rod w/cap being at a perpendicular distance of 10.00 feet from the existing northeasterly right-of-way line of Market Street (60.00 feet width);

**THENCE** North 84° 06' 32" West parallel to and 10.00 feet from the existing northeasterly right-of-way line of Market Street for a distance of 403.24 feet to a 5/8-inch iron rod with cap set marking the southernmost southwesterly corner of the herein described parcel;

**THENCE** North 4° 28' 40" East, parallel to and one (1) foot easterly of an existing chain link fence a distance of 158.56 feet to a 5/8-inch iron rod with cap set marking an interior corner of the herein described parcel;

**THENCE** South 86° 49' 05" West, parallel to and one (1) foot northerly of an existing chain link fence passing a found two (2)-inch iron pipe on line at a distance of 172.65 feet and continuing for a total distance of 173.23 feet to a 5/8-inch iron rod with cap set on the easterly right-of-way line of the aforementioned Dorsett Street and marking the westernmost southwesterly corner of the herein describe parcel;

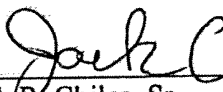
**THENCE** North 2° 54' 59" West with the easterly right-of-way line of said Dorsett Street a distance of 1,015.98 feet to the **POINT OF BEGINNING**, containing 14.357 acres (approximately 625,371 square feet) of land.

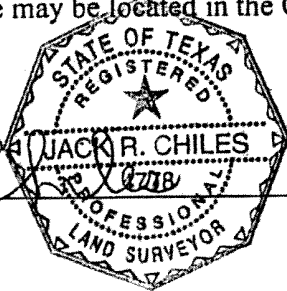
NOTES:

PARCEL NO.	5419-128
JOB NO.	
DWG NO.	53256

City of Houston  
14.357 Acres of Land Out of and  
A Part of the John Brown Survey,  
Abstract Number 8, Harris County, Texas  
Parcel No. SY14-128

1. All coordinates listed herein are expressed in units of U. S. Survey feet. All coordinates listed herein are grid coordinates. All distances shown herein are "surface" distances. All bearings shown herein are referenced to the Grid North that is employed by the Texas Coordinate System of 1983, South Central Zone. All coordinates listed herein were derived through GPS observations conducted during the month of April, 2014. The operating NSRS metadata for these observations includes the following: NAD '83 (2011), CORS 96, Epoch 2010.00. To convert coordinates from grid to "surface", apply a scale factor of 0.999894931091. All coordinates listed herein are expressed in units of U. S. Survey feet.
2. Square footage totals shown herein are based on mathematical closures and do not necessarily represent the positional accuracy of the existing boundary monumentation.
3. A corresponding drawing of this parcel was prepared with this set of metes and bounds, which same may be located in the City of Houston Survey Section Files.

  
Jack R. Chiles, Sr.  
R. P. L. S. # 4778



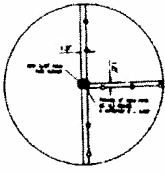
PARCEL NO.	SY14-128
JOB NO.	
DWG NO.	52356

Compiled by JRC

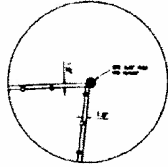
Date 6/16/14

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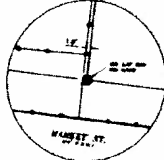
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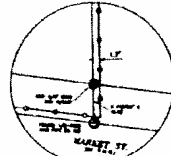
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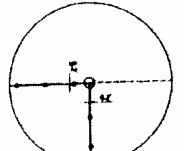
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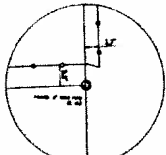
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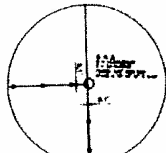
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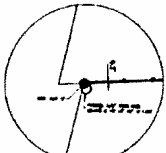
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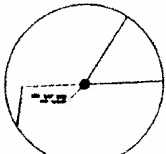
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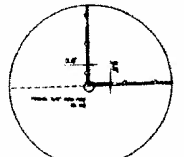
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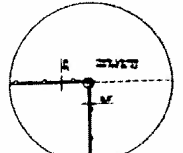
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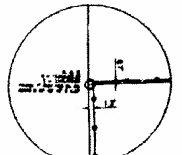
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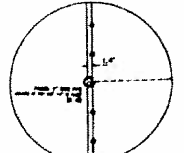
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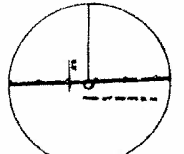
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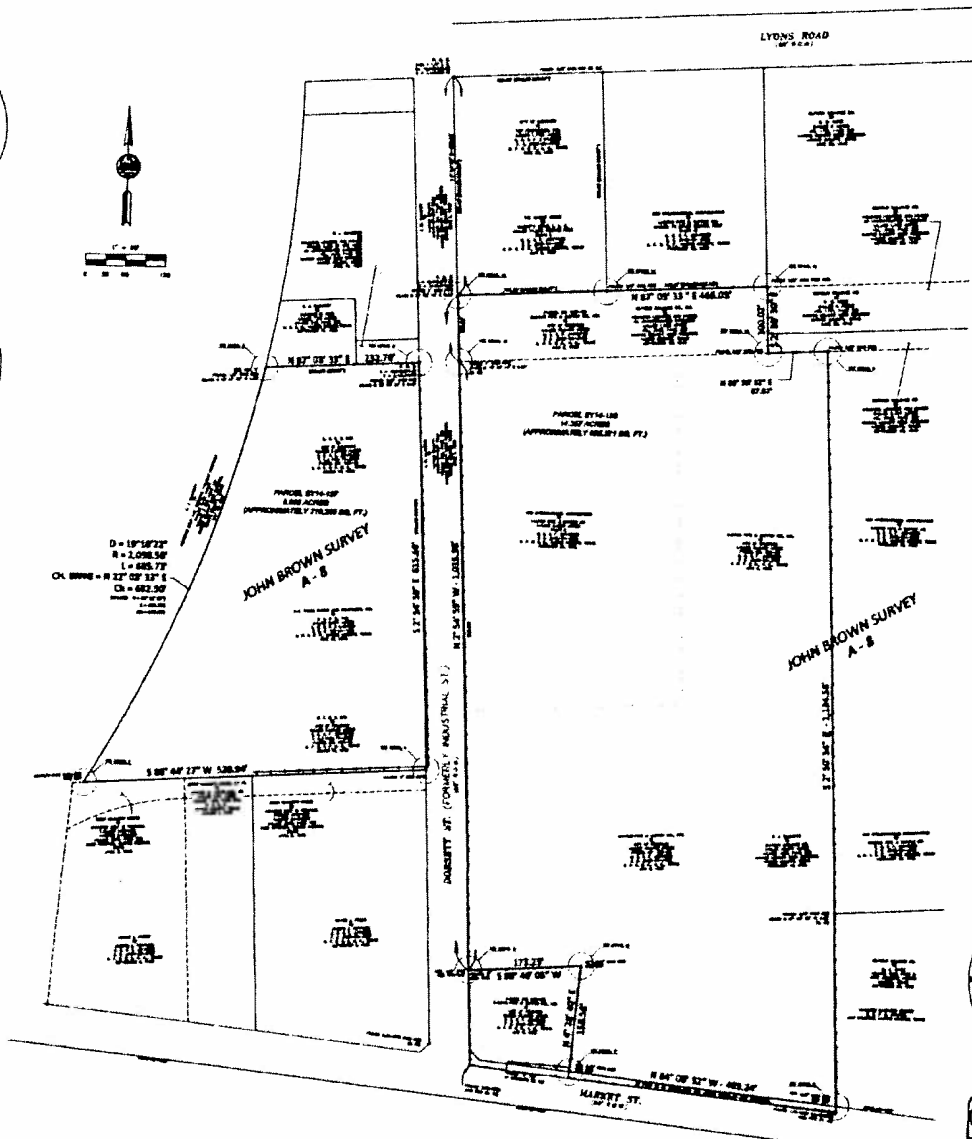
DETAIL 12



DETAIL 13



DETAIL 14



D = 18' 10" 22"  
 S = 1,095.56'  
 L = 685.77'  
 CH BENE = 8' 22" 09' 13" E  
 CH = 682.90'

- LEGEND**
- A.C.P.P. - ADJACENT COUNTY PLAT NUMBER
  - F.S. - FUTURE STATE
  - P.A.P. - PUBLIC AREA PORTION OF A.P. PORTION
  - A.C.P. - ADJACENT COUNTY PLAT NUMBER
  - A.C.P. - ADJACENT COUNTY PLAT NUMBER
  - A.C. - ADJACENT COUNTY
  - A.C. - ADJACENT COUNTY
  - A.C. - ADJACENT COUNTY
  - A.C. - ADJACENT COUNTY
  - A.C. - ADJACENT COUNTY

THE ENGINEER HAS BEEN ADVISED BY THE OWNER THAT THE PLAT IS CORRECT AND THAT THE INFORMATION CONTAINED HEREIN IS TRUE AND CORRECT TO THE BEST OF HIS KNOWLEDGE AND BELIEF.

THIS PLAT IS SUBJECT TO ALL APPLICABLE LAWS, ORDINANCES, AND REGULATIONS OF THE CITY OF BOZORTH, MISSOURI, AND THE STATE OF MISSOURI.

*John*  
 10/10/2010

**CITY OF BOZORTH**  
 DEPARTMENT OF PUBLIC  
 WORKS AND ENGINEERING  
 PUBLIC WORKS DIVISION

REGULATORY REVIEW OF A PORTION OF  
 LAND OUT OF AND A PART OF THE  
 JOHN BROWN SURVEY, BOZORTH &  
 WARD COUNTY, MISSOURI

DATE: 10/10/2010  
 TIME: 10:00 AM  
 BY: [Signature]  
 TITLE: [Title]

## Exhibit B

### **Permitted Encumbrances**

The conveyance of the Property is made subject and subordinate to the following terms, provisions, conditions and restrictions (collectively, the "Permitted Encumbrances"):

1. Tract 1 is restricted to non-residential, commercial/industrial use only in accordance with the terms and conditions of that certain instrument filed for record on February 10, 2005, under Harris County Clerk's File No. Y252768.
2. Tract 2 is restricted to non-residential, commercial/industrial use only.
3. Neither Grantee nor its successors or assigns shall ever erect, place, use, or maintain any billboard or similar structure on the Property for the display thereupon of any advertising; provided that this covenant shall not prevent the placing upon any building that may be erected thereupon, or upon Property, of appropriate signs advertising the business therein conducted, the products therein sold, or otherwise reasonably incident to the occupancy and use of such building and the Property.

Any violation of the immediately preceding covenant shall give the Grantor herein, its successors and assigns, the right to enter upon the Property and summarily remove any such billboard, sign board, or similar advertising device or structure at the expense of the owner, and such entry and removal shall not be deemed a trespass or conversion, and Grantor, its successors and assigns shall further have the right to enforce the performance of the covenant by the appropriate legal action, and no act or omission upon the part of any of them shall be a waiver of the operation or enforcement of such covenant.





**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

ALL

HPD - Appropriation of EAF (Fund 1800) for Purchase of Equipment, Software and Services

Agenda Item#: 27.

**Summary:**

ORDINANCE appropriating \$1,969,000.00 out of Equipment Acquisition Consolidated Fund for Purchase of Equipment, Software and Services for the Houston Police Department

**Background:**

The Chief of Police for the Houston Police Department recommends that City Council approve an ordinance to appropriate \$1,969,000.00 from the Equipment Acquisition Consolidated Fund (Fund 1800). This appropriation is budgeted in the FY 2015 Capital Improvement Plan Budget approved by City Council on July 9, 2014. HPD will purchase equipment, software and services from "Go Direct" vendors through the City's master agreement with the Texas Department of Information Resources (DIR). These purchases will not exceed the spending authority of \$300,000 per vendor as previously approved by City Council.

HPD will follow all procurement policies and procedures when purchasing the items for the projects listed below:

<b>PROJECT</b>	<b>PROJECT NO.</b>	<b>AMOUNT</b>
<b>1. Police Operational Refresh</b>	<b>WBS# X-100007</b>	<b>\$174,000.00</b>
Purchase of equipment, installation, configuration and software updates/upgrades required to meet operational needs and normal data storage growth requirements for the Houston Police Department; this equipment includes servers, Storage Area Network (SAN), professional services and other server related software.		
<b>2. Cyber Security Assessment &amp; Analysis</b>	<b>WBS# X-100015</b>	<b>\$200,000.00</b>
Funds will be utilized to contract with an independent organization to assess HPD's network performance and security to provide and identify and provide recommendations to mitigate risks and vulnerabilities; HPD will collaborate closely with the Houston Information Technology Department in this endeavor.		
<b>3. Learning Management System (LMS)</b>	<b>WBS# X-100016</b>	<b>\$160,000.00</b>
Purchase licensing and infrastructure to implement the current LMS or equivalent system inside HPD's Secured Network, to be administered by the Police Academy and operated by HPD's Technology Services Unit; these costs include software, implementation, and professional services.		
<b>4. Retention of Video Data Servers</b>	<b>WBS# X-100017</b>	<b>\$88,000.00</b>
Procurement, installation, configuration of additional server storage as necessary to keep pace with the demand for ever-increasing video storage. This will purchase 80 terabytes annually with maintenance.		
<b>5. Replace Field Training Officer Laptops</b>	<b>WBS X-100018</b>	<b>\$195,000.00</b>
Replacement of 150 field training laptops that are over seven years old; these laptops are critical to the training of cadets during their time in the Police Academy and their first year as a Probationary Police Officer.		
<b>6. Criminal Justice Information System (CJIS) Compliance</b>	<b>WBS X-100023</b>	<b>\$1,032,000.00</b>
Various system and infrastructure components will reach the end of their useful life in 2015 and must be updated or upgraded to comply with CJIS policies; these funds will procure network equipment, servers and software updates needed to comply with CJIS regulations.		
<b>7. HPD Radio System Disaster Support</b>	<b>WBS X-100024</b>	<b>\$120,000.00</b>
Purchase of additional radios for HPD to provide staff and support to special events or disasters.		

**Amount of Funding:**

\$1,969,000.00 - Equipment Acquisition Consolidated Fund (1800)

**Contact Information:**

Joseph A. Fenninger, CFO & Deputy Director (713) 308-1770  
Clifton Journet III, Senior Staff Analyst (713) 308-1779

**ATTACHMENTS:**

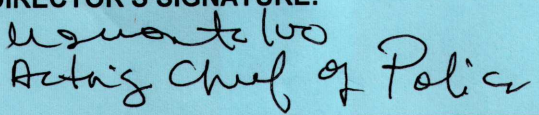
Description	Type
<input type="checkbox"/> RCA and sign-off	Signed Cover sheet
<input type="checkbox"/> HPD-Approp \$1,969,000 - purchase equipment, software and services ORDINANCE	Ordinance/Resolution/Motion

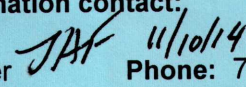
TO: Mayor via City Secretary

REQUEST FOR COUNCIL ACTION

<b>SUBJECT:</b> Approve an Ordinance Authorizing the Appropriation of \$1,969,000.00 out of the Equipment Acquisition Consolidated Fund (Fund 1800) for the purchase of Equipment, Software and Services for the Houston Police Department	Page 1 of 2	Agenda Item #
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<b>FROM: (Department or other point of origin):</b>  Charles A. McClelland, Jr. Chief of Police Houston Police Department	<b>Origination Date:</b>  October 31, 2014	<b>Agenda Date:</b>
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<b>DIRECTOR'S SIGNATURE:</b>  Acting Chief of Police	<b>Council District affected:</b>  All
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<b>For additional information contact:</b>  Joseph A. Fenninger  CFO & Deputy Director Phone: 713-308-1708	<b>Date and identification of prior authorizing Council action:</b>
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**RECOMMENDATION: (Summary)** Approve an ordinance authorizing the appropriation of \$1,969,000.00 out of the Equipment Acquisition Consolidated Fund (Fund1800) for the purchase of Equipment, Software and Services for the Houston Police Department.


**Amount and Source of Funding:**  
\$1,969,000.00 - Equipment Acquisition Consolidated (Fund 1800)

**SPECIFICATION EXPLANATION:**

The Chief of Police for the Houston Police Department recommends that City Council approve an ordinance to appropriate \$1,969,000.00 from the Equipment Acquisition Consolidated Fund (Fund1800). This appropriation is budgeted in the FY2015 Capital Improvement Plan Budget approved by City Council on July 9, 2014. HPD will purchase equipment, software and services from "Go Direct" vendors through the City's master agreement with the Texas Department of Information Resources (DIR). These purchases will not exceed the spending authority of \$300,000 per vendor as previously approved by City Council.

HPD will follow all procurement policies and procedures when purchasing the items for the projects listed below:

<u>PROJECT</u>	<u>PROJECT NO.</u>	<u>AMOUNT</u>
<b>1. Police Operational Refresh</b> Purchase of equipment, installation, configuration and software updates/upgrades required to meet operational needs and normal data storage growth requirements for the Houston Police Department; this equipment includes servers, Storage Area Network (SAN), professional services and other server related software.	<b>WBS# X-100007</b>	<b>\$174,000.00</b>
<b>2. Cyber Security Assessment &amp; Analysis</b> Funds will be utilized to contract with an independent organization to assess HPD's network performance and security to provide and identify and provide recommendations to mitigate risks and vulnerabilities; HPD will collaborate closely with the Houston Information Technology Department in this endeavor.	<b>WBS# X-100015</b>	<b>\$200,000.00</b>
<b>3. Learning Management System (LMS)</b> Purchase licensing and infrastructure to implement the current LMS or equivalent system inside HPD's Secured Network, to be administered by the Police Academy and operated by HPD's Technology Services Unit; these costs include software, implementation, and professional services.	<b>WBS# X-100016</b>	<b>\$160,000.00</b>

REQUIRED AUTHORIZATION		
<b>Finance:</b>	<b>Other Authorization</b>  11/10/14	<b>Other Authorization</b>

<b>Date</b>  <b>10/31/2014</b>	Approve an Ordinance Authorizing the Appropriation of \$1,969,000.00 out of the Equipment Acquisition Consolidated Fund (Fund 1800) for the purchase of Equipment, Software and Services for the Houston Police Department.	<b>Originator's Initials</b> PC	<b>Page 2 of 2</b>
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<u>PROJECT</u>	<u>PROJECT NO.</u>	<u>AMOUNT</u>
<b>4. Retention of Video Data Servers</b> Procurement, installation, configuration of additional server storage as necessary to keep pace with the demand for ever-increasing video storage. This will purchase 80 terabytes annually with maintenance.	<b>WBS X-100017</b>	<b>\$88,000.00</b>
<b>5. Replace Field Training Officer Laptops</b> Replacement of 150 field training laptops that are over seven years old; these laptops are critical to the training of cadets during their time in the Police Academy and their first year as a Probationary Police Officer.	<b>WBS X-100018</b>	<b>\$195,000.00</b>
<b>6. Criminal Justice Information System (CJIS) Compliance</b> Various system and infrastructure components will reach the end of their useful life in 2015 and must be updated or upgraded to comply with CJIS policies; these funds will procure network equipment, servers and software updates needed to comply with CJIS regulations.	<b>WBS X-100023</b>	<b>\$1,032,000.00</b>
<b>7. HPD Radio System Disaster Support</b> Purchase of additional radios for HPD to provide staff and support to special events or disasters.	<b>WBS X-100024</b>	<b>\$120,000.00</b>

TO: Mayor via City Secretary

REQUEST FOR COUNCIL ACTION

<b>SUBJECT:</b> Approve an Ordinance Authorizing the Appropriation of \$1,969,000.00 out of the Equipment Acquisition Consolidated Fund (Fund 1800) for the purchase of Equipment, Software and Services for the Houston Police Department	<b>Page</b> 1 of 2	<b>Agenda Item #</b>
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<b>FROM: (Department or other point of origin):</b> Charles A. McClelland, Jr. Chief of Police Houston Police Department	<b>Origination Date:</b>  October 31, 2014	<b>Agenda Date:</b>
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<b>DIRECTOR'S SIGNATURE:</b>	<b>Council District affected:</b>  All
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<b>For additional information contact:</b>  Joseph A. Fenninger      Phone: 713-308-1708 CFO & Deputy Director	<b>Date and identification of prior authorizing Council action:</b>
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**RECOMMENDATION: (Summary)** Approve an ordinance authorizing the appropriation of \$1,969,000.00 out of the Equipment Acquisition Consolidated Fund (Fund1800) for the purchase of Equipment, Software and Services for the Houston Police Department.

**Amount and Source of Funding:**  
\$1,969,000.00 - Equipment Acquisition Consolidated (Fund 1800)

**SPECIFICATION EXPLANATION:**

The Chief of Police for the Houston Police Department recommends that City Council approve an ordinance to appropriate \$1,969,000.00 from the Equipment Acquisition Consolidated Fund (Fund1800). This appropriation is budgeted in the FY2015 Capital Improvement Plan Budget approved by City Council on July 9, 2014. HPD will purchase equipment, software and services from "Go Direct" vendors through the City's master agreement with the Texas Department of Information Resources (DIR). These purchases will not exceed the spending authority of \$300,000 per vendor as previously approved by City Council.

HPD will follow all procurement policies and procedures when purchasing the items for the projects listed below:

<u>PROJECT</u>	<u>PROJECT NO.</u>	<u>AMOUNT</u>
<b>1. Police Operational Refresh</b> Purchase of equipment, installation, configuration and software updates/upgrades required to meet operational needs and normal data storage growth requirements for the Houston Police Department; this equipment includes servers, Storage Area Network (SAN), professional services and other server related software.	<b>WBS# X-100007</b>	<b>\$174,000.00</b>
<b>2. Cyber Security Assessment &amp; Analysis</b> Funds will be utilized to contract with an independent organization to assess HPD's network performance and security to provide and identify and provide recommendations to mitigate risks and vulnerabilities; HPD will collaborate closely with the Houston Information Technology Department in this endeavor.	<b>WBS# X-100015</b>	<b>\$200,000.00</b>
<b>3. Learning Management System (LMS)</b> Purchase licensing and infrastructure to implement the current LMS or equivalent system inside HPD's Secured Network, to be administered by the Police Academy and operated by HPD's Technology Services Unit; these costs include software, implementation, and professional services.	<b>WBS# X-100016</b>	<b>\$160,000.00</b>

**REQUIRED AUTHORIZATION**

<b>Finance:</b>	<b>Other Authorization</b>	<b>Other Authorization</b>
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*[Handwritten signature]*  
on behalf of  
Paul S. Thompson

<b>Date *</b>  <b>10/31/2014</b>	Approve an Ordinance Authorizing the Appropriation of \$1,969,000.00 out of the Equipment Acquisition Consolidated Fund (Fund 1800) for the purchase of Equipment, Software and Services for the Houston Police Department.	<b>Originator's Initials</b> PC	<b>Page 2 of 2</b>
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**PROJECT**

**PROJECT NO.**

**AMOUNT**

**4. Retention of Video Data Servers**

**WBS X-100017**

**\$88,000.00**

Procurement, installation, configuration of additional server storage as necessary to keep pace with the demand for ever-increasing video storage. This will purchase 80 terabytes annually with maintenance.

**5. Replace Field Training Officer Laptops**

**WBS X-100018**

**\$195,000.00**

Replacement of 150 field training laptops that are over seven years old; these laptops are critical to the training of cadets during their time in the Police Academy and their first year as a Probationary Police Officer.

**6. Criminal Justice Information System (CJIS) Compliance**

**WBS X-100023**

**\$1,032,000.00**

Various system and infrastructure components will reach the end of their useful life in 2015 and must be updated or upgraded to comply with CJIS policies; these funds will procure network equipment, servers and software updates needed to comply with CJIS regulations.

**7. HPD Radio System Disaster Support**

**WBS X-100024**

**\$120,000.00**

Purchase of additional radios for HPD to provide staff and support to special events or disasters.



Section 1. The City Council appropriates the sum of money set out in the title of this Ordinance, out of the funds set out in such title for the purpose set out in such title.

Section 2. There exists a public emergency requiring that this Ordinance be passed finally on the date of its introduction as requested in writing by the Mayor; therefore, this Ordinance shall be passed finally on such date and shall take effect immediately upon its passage and approval by the Mayor; however, in the event that the Mayor fails to sign this Ordinance within five days after its passage and adoption, it shall take effect in accordance with Article VI, Section 6, Houston City Charter.

**PASSED AND ADOPTED** this \_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_.

**APPROVED** this \_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_.

\_\_\_\_\_  
Mayor of the City of Houston

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is \_\_\_\_\_.

\_\_\_\_\_  
City Secretary

(Prepared by Legal Dept. \_\_\_\_\_)  
(MJM\DBB\11\04\14) Senior Assistant City Attorney  
(Requested by Charles A. McClelland, JR., Chief, Houston Police Department)  
(L.D. File No. 0621400302001)  
G:\CONTRACTS\MJM\HPDCAPEQUIPES&S2014ORD.DOC

**CERTIFICATE OF CITY CONTROLLER**

I, Ronald C. Green, City Controller of the City of Houston, Texas, pursuant to Article II, Section 19a of the Charter of the City of Houston, with respect to the sum of **\$1,969,000.00** required for the project referenced in the title of this ordinance, do hereby certify as follows:

To the extent that the sum of **\$1,969,000.00** will be paid by commercial paper proceeds, funds will be received into the treasury and available before the maturity of said obligation, and such anticipated funds have not already been appropriated for any other purpose. Such sum will be received as a cash draw(s) to the City of Houston pursuant to the General Obligation Commercial Paper Program, Series E, Ordinance No. 2002-1122.

\_\_\_\_\_  
City Controller

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

ALL

Item Creation Date: 10/13/2014

HFD-ILA Montgomery County ESD #7

Agenda Item#: 28.

**Summary:**

ORDINANCE approving an Interlocal Agreement between the City of Houston and **MONTGOMERY COUNTY ESD #7** and **MONTGOMERY COUNTY HOSPITAL DISTRICT** for the purpose of providing Fire Protection Services and Emergency Medical Services to Lake Houston Wilderness Park

**Background:**

It is recommended that City Council approve an ordinance authorizing an Interlocal Agreement between the City of Houston and Montgomery County ESD #7 and Montgomery County Hospital District for the purpose of providing fire protection services and emergency medical services to Lake Houston Wilderness Park.

The Lake Houston Wilderness Park is located within the City of Houston and Harris County in part, with most of the Park located in Montgomery County and within the boundaries of Montgomery County ESD # 7 and Montgomery County Hospital District. MCESD #7 provides fire and EMS first responder services in its 66 square miles district which includes a portion of Lake Houston Wilderness Park.

Montgomery County Hospital District is a political subdivision of the State of Texas under the Texas Constitution article IX, § 9; and the Texas Special District Local Laws Code Chapter 1063, which provides emergency and non-emergency ambulance transport for the citizens and visitors of Montgomery County, Texas. Montgomery County Hospital District Emergency Medical Service is the principal emergency ambulance transport for Montgomery County.

It is in the public interest to have Emergency Medical Services and Fire Protection provided within the boundaries of all of Lake Houston Wilderness Park by the nearest Fire Department and Emergency Medical Services in both location and time of travel. The parties to this Agreement desire to enter into this Mutual Aid Agreement wherein the specialized equipment, facilities and trained personnel of MCESD #7 and MCHD are available for assistance to the Lake Houston Wilderness Park on an as needed and as required basis.

**Amount of Funding:**

NONE

**Contact Information:**

Cynthia Vargas - 832.394.6926

Wanda Andrews - 832.394.6608

**ATTACHMENTS:**

Description	Type
<input type="checkbox"/> HFD-ILA Montgomery County ESD #7	Ordinance/Resolution/Motion

City of Houston, Texas Ordinance No. \_\_\_\_\_

**AN ORDINANCE APPROVING AND AUTHORIZING AN INTERLOCAL AGREEMENT BETWEEN THE CITY OF HOUSTON AND MONTGOMERY COUNTY ESD #7 AND MONTGOMERY COUNTY HOSPITAL DISTRICT FOR THE PUPOSE OF PROVIDING FIRE PROTECTION SERVICES AND EMERGENCY MEDICAL SERVICES TO LAKE HOUSTON WILDERNESS PARK; CONTAINING PROVISIONS RELATED TO THE SUBJECT; AND DECLARING AN EMERGENCY.**

\* \* \* \*

**BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF HOUSTON, TEXAS:**

Section 1. That the City Council herby approves and authorizes the contract, agreement or other undertaking described in the title of this Ordinance, in substantially the form as shown in the document which is attached hereto and incorporated herein by this reference. The Mayor is hereby authorized to execute such document and all related documents on behalf of the City of Houston. The City Secretary is hereby authorized to attest to all such signatures and to affix the seal of the City to all such documents.

Section 2. The Mayor is hereby authorized to take all actions necessary to effectuate the City's intent and objectives in approving such agreement, agreements or other undertaking described in the title of this ordinance, in the event of changes circumstances.

Section 3. The City Attorney is hereby authorized to take all action necessary to enforce all legal obligations under said contract without further authorization from Council.

Section 4. There exists a public emergency requiring that this ordinance be passed finally on the date of its introduction as requested in writing by the Mayor; therefore, this ordinance shall be passed finally on such date and shall take effect immediately upon its passage and approval by the Mayor; however, in the event that the Mayor fails to sign this ordinance within five days after its passage and adoption, it shall take effect in accordance with Article VI, Section 6, Houston City Charter.

**PASSED AND ADOPTED this \_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_\_.**

**APPROVED this \_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_\_.**

\_\_\_\_\_  
Mayor of the City of Houston, Texas

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is \_\_\_\_\_.

\_\_\_\_\_  
City Secretary

(Prepared by Legal Dept. \_\_\_\_\_)

(MJM/DBB/11/04/14) Senior Assistant City Attorney

(Requested by Terry A. Garrison, Chief, Houston Fire Department)

(L.D. File No. 0611400079001)

G:\MJM\HFDLAKEHOUSTONWPMONTCO2014ORD.DOC

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

District C

PLN-Special Minimum Lot Size Terrace Drive

Agenda Item#: 29.

**Summary:**

ORDINANCE establishing the west side of the 200-300 block of Terrace Drive, between Memorial Drive and Blossom Street, within the City of Houston as a special minimum lot size block pursuant to Chapter 42 of the Code of Ordinances, Houston, Texas - **DISTRICT C - COHEN**

**Background:**

In accordance with Section 42-197 of the Code of Ordinances, the property owner of Lot 1, Block 4, of the Glen Cove Sec 2 Subdivision initiated an application for the designation of a special minimum lot size block. The application includes written evidence of support from the owners of 58% of the block. Notification was mailed to the fifteen (15) property owners indicating that the special minimum lot size block application had been made. The notification further stated that written protest could be filed with the Planning and Development Department within thirty days of mailing. Since no protests were filed, no action was required by the Houston Planning Commission.

The Planning and Development Department recommends that City Council adopt an ordinance establishing a Special Minimum Lot Size of 19,475 square feet.

**Contact Information:**

Kevin Calfee 713.837.7768

**ATTACHMENTS:**

Description	Type
☐ RCA	Signed Cover sheet
☐ Map	Backup Material

**TO: Mayor via City Secretary    REQUEST FOR COUNCIL ACTION**

<b>SUBJECT:</b> Ordinance designating the 200 - 300 block of Terrace Drive, west side, between Memorial Drive and Blossom Street as a Special Minimum Lot Size Block	<b>Category #</b>	<b>Page 1 of</b> _____	<b>Agenda Item #</b> <div style="text-align: right; font-size: 2em; font-family: cursive;">29</div>
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<b>FROM (Department or other point of origin):</b> Patrick Walsh, P.E. Director Planning and Development Department	<b>Origination Date</b> May 29, 2014	<b>Agenda Date</b> <div style="text-align: center; font-size: 1.2em;">NOV 12 2014</div>
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<b>DIRECTOR'S SIGNATURE:</b> 	<b>Council District affected:</b> C
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<b>For additional information contact:</b> Kevin Calfee Phone: 713.837.7768	<b>Date and identification of prior authorizing Council action:</b> N/A
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**RECOMMENDATION: (Summary)** Approval of an ordinance designating the 200 - 300 block of Terrace Drive, west side, between Memorial Drive and Blossom Street as a Special Minimum Lot Size Block, pursuant to Chapter 42 of the Code of Ordinances, and establishing a 19,475 special lot size .

<b>Amount and Source of Funding:</b>	<b>Finance Budget:</b>
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**SPECIFIC EXPLANATION:** In accordance with Section 42-197 of the Code of Ordinances, the property owner of of Lot 1, Block 4, of the Glen Cove Sec 2 Subdivision initiated an application for the designation of a special minimum lot size block. The application includes written evidence of support from the owners of 58% of the block. Notification was mailed to the fifteen (15) property owners indicating that the special minimum lot size block application had been made. The notification further stated that written protest could be filed with the Planning and Development Department within thirty days of mailing. Since no protests were filed, no action was required by the Houston Planning Commission.

The Planning and Development Department recommends that City Council adopt an ordinance establishing a Special Minimum Lot Size of 19,475 square feet.

Attachments: Planning Director's Approval, Map of the area

- xc: Marta Crinejo, Agenda Director  
 Anna Russell, City Secretary  
 David M. Feldman, City Attorney  
 Gary Dzierlenga, Land Use Division, Legal Department

**REQUIRED AUTHORIZATION**

<b>Finance Director:</b>	<b>Other Authorization:</b>	<b>Other Authorization:</b>
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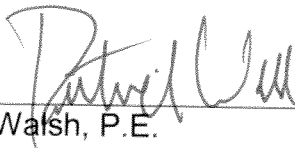
## Special Minimum Lot Size Block No. 395

### Planning Director's Approval

Planning Director Evaluation:

Satisfies	Does Not Satisfy	Criteria
X		<p><i>SMLSB includes all property within at least one block face and no more than two opposing block faces;</i></p> <p><b>The application is for the 200 – 300 block of Terrace Drive, west side.</b></p>
X		<p><i>At least 60% of the proposed SMLSB is developed with or is restricted to not more than two single-family residential (SFR) units per lot;</i></p> <p><b>100% of the proposed application area is developed with not more than two SFR units per property.</b></p>
X		<p><i>Demonstrated sufficient evidence of support;</i></p> <p><b>Petition signed by owners of 58% of the SMLSB.</b></p>
X		<p><i>Establishment of the SMLSB will further the goal of preserving the lot size character of the area; and,</i></p> <p><b>A minimum lot size of 19,475 square feet exists on ten (10) lots in the blockface.</b></p>
X		<p><i>The proposed SMLSB has a lot size character that can be preserved by the establishment of a special minimum lot size, taking into account the age of the neighborhood, the age of structures in the neighborhood, existing evidence of a common plan and scheme of development, and such other factors that the director, commission or city council, respectively as appropriate, may determine relevant to the area.</i></p> <p><b>The subdivision was platted in 1941. Most homes originate from the 2000's. The establishment of a 19,475 square foot minimum lot size will preserve the lot size character of the area.</b></p>
<p><i>The minimum lot size for this application was determined by finding the current lot size that represents a minimum standard for at least 70% of the application area.</i></p> <p><b>Ten (10) out of fifteen (15) lots (representing 70% of the application area) are at least 19,475 square feet in size.</b></p>		

**The Special Minimum Lot Size Block meets the criteria.**

  
 \_\_\_\_\_  
 Patrick Walsh, P.E.  
 Director


5/28/14  
 \_\_\_\_\_  
 Date



**Special Minimum Lot Size**  
**200 - 300 block of Terrace Dr.**  
**west side, between Memorial Dr. and Blossom St.**

Source: Harris County Appraisal District  
 Date: March 14, 2014  
 Reference: MLS395

This map is made available for reference purposes only and should not be substituted for a survey product. The City of Houston will not accept liability of any kind in conjunction with its use.

 Area under consideration



**PLANNING &  
 DEVELOPMENT  
 DEPARTMENT**

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

District A

20TAA132-AFA TxDOT - Utility Relocations - US 290 from East of West Little York

Agenda Item#: 30.

**Summary:**

ORDINANCE appropriating \$547,993.34 out of Water & Sewer System Consolidated Construction Fund; approving and authorizing Advance Funding Agreement between the City of Houston and the **TEXAS DEPARTMENT OF TRANSPORTATION** for Utility Relocations affected by the widening and reconstruction of US 290 from east of West Little York to west of Fairbanks North Houston - **DISTRICT A - STARDIG**

**Background:**

**PROJECT NOTICE/JUSTIFICATION:** Texas Transportation code, Chapters 201, 221, and 361, authorize the State to lay out, construct, maintain, and operate a system of streets, roads and highways that comprise the state Highway System Texas Transportation Commission Minute order Number 113162 authorizes the State to undertake and complete a highway improvement on US-290 (Segment 5B), from East of West Little York to West of Fairbanks North Houston.

**DESCRIPTION/SCOPE:** This project provides for the widening and reconstruction of 5 main lanes with auxiliary lanes and frontage roads including storm sewers, signing and pavement markings, bridges, water lines and sanitary sewer relocations and adjustments.

**LOCATION:** The project is generally bounded by West Little York on the North, Hollister on the East, Hempstead Highway on the South and Fairbanks N. Houston on the West. This project is located in Key Map Grids 410 S,X,T.

**PREVIOUS HISTORY and SCOPE of this AGREEMENT:** The City of Houston and TxDOT agreed to include the relocation of existing water and sewer system utilities into the project. Under the terms of the Advance funding Agreement, TxDOT shall manage the design and construction of the overall project. The City will pay for the design and relocation of the utility facilities during and upon completion of the construction contract.

The City shall advance to TXDOT one hundred percent (100%) of the estimated City's share of the amount of \$421,533.34 for the relocation of the utilities. All change orders increasing the construction cost for the City's utility relocations shall be submitted to the City for review and approval, and the City will be responsible for one hundred percent (100%) of the cost of any authorized overruns. The requested appropriation of \$547,993.34 includes \$84,306.67 for Contingency and \$42,153.33 for CIP cost recovery.

**ACTION RECOMMENDED:** It is recommended that the City Council adopt an ordinance approving and authorizing the Advance Funding Agreement between the City of Houston and **TEXAS DEPARTMENT of TRANSPORTATION** and appropriate funds.

**Amount of Funding:**

\$547,993.34 from Water and Sewer System Consolidated Construction Fund No. 8500.

**Source of Funding:**

Enterprise Fund

**Contact Information:**

Ravi Kaleyatodi, P.E., CPM

Senior Assistant Director

Phone: (832) 395-2326

**ATTACHMENTS:**

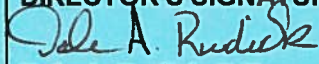
Description


Type

- 20TAA132-AFA TxDOT - Utility Relocations - US 290 from East of West Little York RCA Backup Material
- 20TAA132-AFA TxDOT - Utility Relocations - US 290 from East of West Little York ORD Ordinance/Resolution/Motion
- MAP Backup Material
- Agreement Contract/Exhibit
- US 290 FINANCIAL Financial Information

<b>SUBJECT:</b> Advance Funding Agreement between the City of Houston and Texas Department of Transportation for Utility Relocations affected by the Widening and Reconstruction of US 290 from East of West Little York to West of Fairbanks North Houston WBS Nos. S-000521-0094-7, R-000521-0094-7	<b>Page</b> 1 of 2	<b>Agenda Item</b> #
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<b>FROM (Department or other point of origin):</b>  Department of Public Works and Engineering	<b>Origination Date</b>	<b>Agenda Date</b>
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<b>DIRECTOR'S SIGNATURE:</b>  Dale A. Rudick, P.E.	<b>Council District affected:</b>  A <i>See</i>
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<b>For additional information contact:</b>  Ravi Kaleyatodi, P.E., CPM Phone: (832) 395-2326 Senior Assistant Director	<b>Date and identification of prior authorizing Council action:</b>  N/A
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**RECOMMENDATION: (Summary)**  
 Adopt an ordinance approving and authorizing an Advance Funding Agreement between the City of Houston and Texas Department of Transportation (TxDOT) and appropriate funds.

**Amount and Source of Funding:**  
 \$547,993.34 from Water and Sewer System Consolidated Construction Fund No. 8500 *Now 11/27/2014*

**PROJECT NOTICE/JUSTIFICATION:** Texas Transportation Code, Chapters 201, 221, and 361, authorize the State to lay out, construct, maintain, and operate a system of streets, roads and highways that comprise the State Highway System. Texas Transportation Commission Minute Order Number 113162 authorizes the State to undertake and complete a highway improvement on US-290 (Segment 5B), from East of West Little York to West of Fairbanks North Houston.



**DESCRIPTION/SCOPE:** This project provides for the widening and reconstruction of 5 main lanes with auxiliary lanes and frontage roads including storm sewers, signing and pavement markings, bridges, water line and sanitary sewer relocations and adjustments.

**LOCATION:** The project is generally bounded by West Little York on the North, Hollister on the East, Hempstead Highway on the South and Fairbanks N. Houston on the West. This project is located in Key Map Grids 410 S,X,T.

**PREVIOUS HISTORY AND SCOPE OF THIS AGREEMENT:** The City of Houston and TxDOT agreed to include the relocation of existing water and sanitary sewer utilities into the project. Under the terms of the Advance Funding Agreement, TxDOT shall manage the design and construction of the overall project. The City will pay for the design and construction of City owned water and sanitary utilities. The City and TxDOT will coordinate the maintenance and the relocation of the utility facilities during and upon completion of the construction contract.

The City shall advance to TXDOT one hundred percent (100%) of the estimated City's share in the amount of \$421,533.34 for the relocation of the utilities. All change orders increasing the construction cost for the City's utility relocations shall be submitted to the City for review and approval, and the City will be responsible for one hundred percent (100%) of the cost of any authorized overruns. The requested appropriation of \$547,993.34 includes \$84,306.67 for Contingency and \$42,153.33 for CIP cost recovery.

LTS# 13041 CUIC ID # 20TAA132 *A*

<b>Finance Department:</b>	<b>Other Authorization:</b>  Jun Chang, P.E., D.WRE Deputy Director Public Utilities Division	<b>Other Authorization:</b>  Daniel R. Menendez, P.E. Deputy Director Engineering and Construction Division
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**BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF HOUSTON, TEXAS:**

Section 1. The City Council hereby appropriates the sum or sums of money set out in the title of this Ordinance, out of the respective fund or funds set out in such title for the purpose or purposes set out in such title.

Section 2. The City Council hereby approves and authorizes the contract, agreement or other undertaking described in the title of this Ordinance, in substantially the form as shown in the document which is attached hereto and incorporated herein by this reference. The Mayor is hereby authorized to execute such document and all related documents on behalf of the City of Houston. The City Secretary is hereby authorized to attest to all such signatures and to affix the seal of the City to all such documents.

Section 3. The Mayor is hereby authorized to take all actions necessary to effectuate the City's intent and objectives in approving such agreement, agreements or other undertaking described in the title of this ordinance, in the event of changed circumstances.

Section 4. The City Attorney is hereby authorized to take all action necessary to enforce all legal obligations under said contract without further authorization from Council.

Section 5. There exists a public emergency requiring that this Ordinance be passed finally on the date of its introduction as requested in writing by the Mayor; therefore, this Ordinance shall be passed finally on such date and shall take effect immediately upon its passage and approval by the Mayor; however, in the event that the Mayor fails to sign this Ordinance within five days after its passage and adoption, it shall take effect in accordance with Article VI, Section 6, Houston City Charter.

**PASSED AND ADOPTED this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_\_.**

**APPROVED this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_\_.**

\_\_\_\_\_  
Mayor of the City of Houston, Texas

**FORM 152.M**  
**(APPROP/APPROVE)**

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is \_\_\_\_\_.

\_\_\_\_\_  
City Secretary

(Prepared by Legal Dept. \_\_\_\_\_)

(LAC/dw 11/05/14) Assistant City Attorney

(Requested by Dale A. Rudick, P.E., Director, Department of Public Works & Engineering)

(L.D. File No. 075-1400021-001)

H:\WALLACED.calshare\PWE\LAC ORDS-Apprv.Auth.Approp..AFAs.TXDOT\TX AFA LTS13041.Util.reloc.widening of US290 frm east of west LittleYork to west of Fairbanks No.Houston WBSs0005210094-7.docx

**CERTIFICATE OF CITY CONTROLLER**

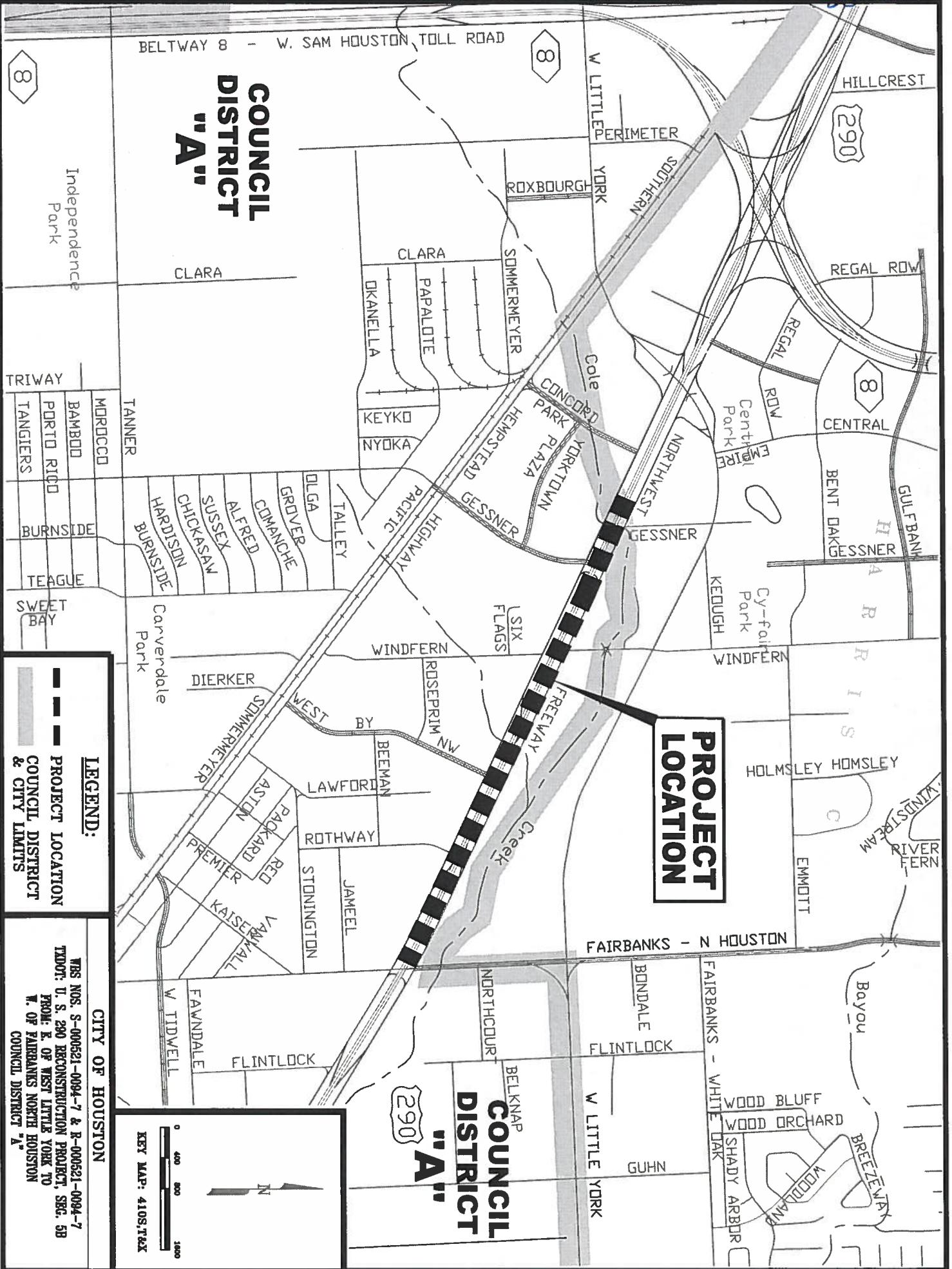
I, Ronald C. Green, City Controller of the City of Houston, Texas, pursuant to Article II, Section 19a of the Charter of the City of Houston, with respect to the sum of **\$547,993.34** required for the project referenced in the title of this ordinance, do hereby certify as follows:

- (1) The sum of **\$547,993.34** will be funded from water and sewer system bond proceeds and/or water and sewer system commercial paper proceeds (first-in-first-out basis) pursuant to Ordinance No. 93-1409 authorizing the creation of the **Water and Sewer System Consolidated Construction Fund**. To the extent that this sum will be paid with bond proceeds, it is in the treasury in the said fund, and is not appropriated for any other purpose.
- (2) To the extent that the **\$547,993.34** will be paid by commercial paper proceeds, funds will be received into the treasury and available before the maturity of said obligation, and such anticipated funds have not already been appropriated for any other purpose. Such sum will be received as a cash draw(s) to the City of Houston pursuant to the Water and Sewer System Commercial Paper Ordinance, Ordinance No. 93-1209.

\_\_\_\_\_  
City Controller

Water.Cer

H:\DESIGN\ACAD\AUTOCAD\WORK\CA\S-000521-0094-7.DWG



**COUNCIL DISTRICT "A"**

**COUNCIL DISTRICT "A"**

**PROJECT LOCATION**

**LEGEND:**

-  PROJECT LOCATION
-  COUNCIL DISTRICT & CITY LIMITS

**CITY OF HOUSTON**

VRS NOS. S-000521-0094-7 & B-000521-0094-7  
 TYPOT: U. S. 290 RECONSTRUCTION PROJECT, SER. 5B  
 FROM: E. OF WEST LITTLE YORK TO  
 W. OF FAIRBANKS NORTH HOUSTON  
 COUNCIL DISTRICT "A"

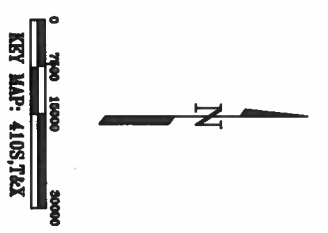
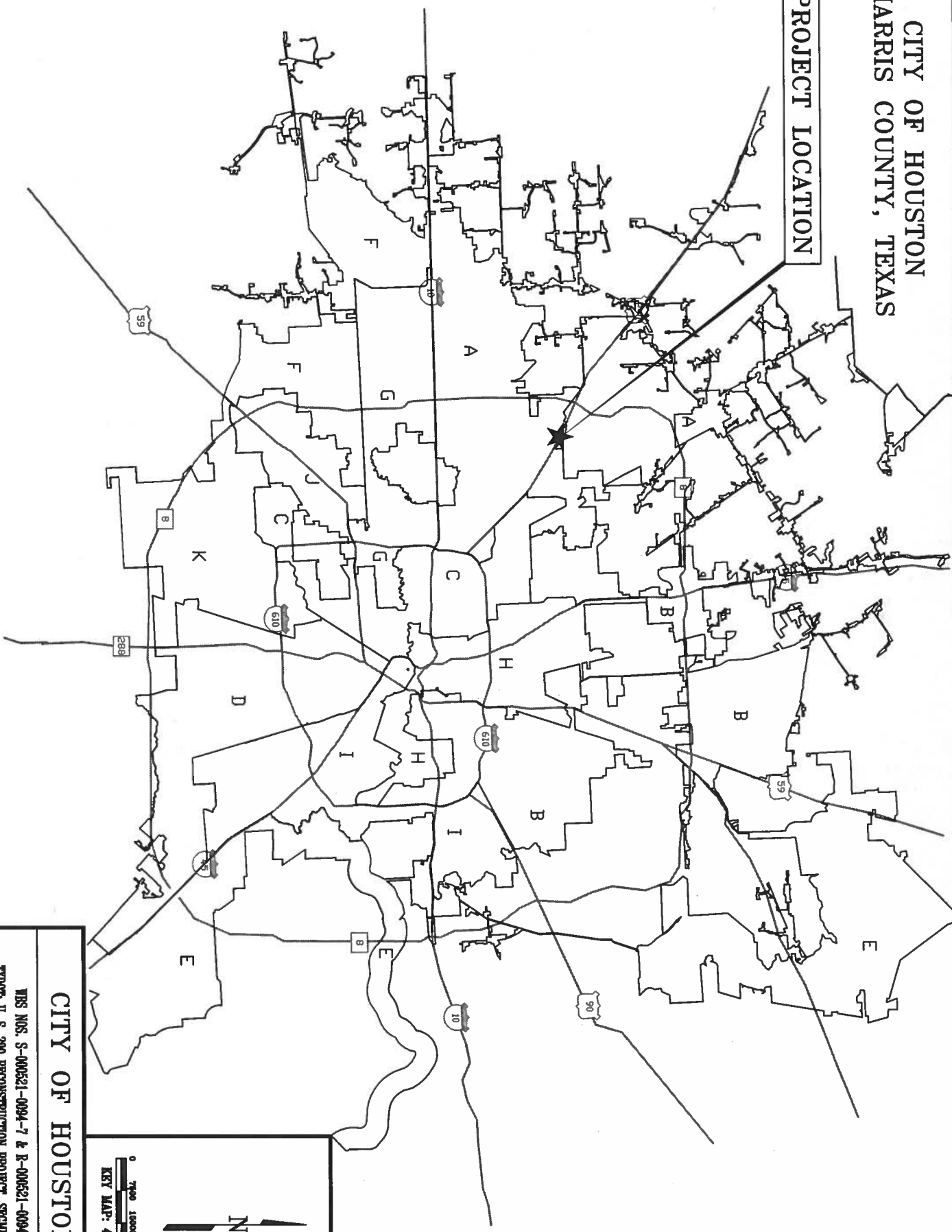
KEY MAP: 410S, T&X



DRAWN BY: A. Watts

CITY OF HOUSTON  
HARRIS COUNTY, TEXAS

PROJECT LOCATION



CITY OF HOUSTON

MSB NOS. S-000521-0094-7 & B-000521-0094-7  
TITLE: U. S. 290 RECONSTRUCTION PROJECT, SEGMENT SB  
FROM: E. OF WEST LITTLE YORK TO W. OF FAIRBANKS NORTH HOUSTON  
COUNCIL DISTRICT "A"

DRAWN BY: AWH/VATTS

S-000521-0094-7T.dwg

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

District B

Item Creation Date: 9/19/2014

HAS - Residential Noise Mitigation Construction Contract

Agenda Item#: 31.

**Summary:**

ORDINANCE appropriating \$115,974.56 out of Houston HAS Airport Improvement Fund; \$463,898.21 out of HAS FAA Grants Fund and awarding construction contract to **KENMAR GENERAL CONTRACTING, LLC** for the Residential Noise Mitigation of eleven (11) homes in the North Hollow Subdivision in the vicinity of George Bush Intercontinental Airport/Houston (Project No. 676); setting a deadline for the bidder's execution of the contract and delivery of all bonds, insurance and other required contract documents to the City

**Background:**

**SPECIFIC EXPLANATION:**

**PROJECT LOCATION:** Near George Bush Intercontinental Airport/Houston (IAH) in vicinity of 59 North and Will Clayton Parkway.

**PROJECT SUMMARY:** The Department of Transportation, Federal Aviation Administration (FAA) has mandated certain actions associated with the August 2000 George Bush Intercontinental Airport/Houston (IAH) Runway 8L-26R Environmental Impact Statement (EIS). This noise mitigation project consists of eleven homes qualified for sound insulation treatments. The improvements to the eleven homes will consist of replacement of windows and doors and providing HVAC treatments, insulation and upgrades to electrical systems.

**BID DATE:** Bids were received on June 19, 2014 as follows:

1. Kenmar General Contracting, LLC \$579,872.79

**ENGINEERING SERVICES TESTING CONTRACT:** No appropriation is required for engineering and testing services for this project.

**DBE PARTICIPATION:** The Disadvantaged Business Enterprise (DBE) goal for this contract is 35%. Kenmar General Contracting, LLC, a certified DBE firm, will self-perform 86.5% (\$501,589.95) of the overall total amount of the contract which will count towards DBE participation. This participation plan was reviewed and approved by the HAS Office of Business Opportunity.

**PAY OR PLAY:** The proposed contract requires compliance with the City's "Pay or Play" ordinance regarding health benefits for employees of City contractors. In this case, the contractor, Kenmar General Contracting, LLC, provides benefits for some employees but will pay into Contractor Responsibility Fund for others, in compliance with City policy.

**FAA/AIP GRANT PROGRAM:** This project is eligible for the FAA AID Discretionary Noise Grant whereby HAS will be responsible for 20% of the costs, and the FAA will cover the additional 80%.

**Prior Council Action:**

03/23/2011 (O) 2011-0218

**Amount of Funding:**

CIP A-0587.02 \$115,974.56 – Airport Improvement Fund (8011)  
\$463,898.21 – FAA Noise Grant 3-48-0111-100-13  
\$579,872.77 – TOTAL

(Previous appropriations: \$2,500,000.00)

**Source of Funding:**

Enterprise Fund

**Contact Information:**

Kathy Elek 281-233-1826

Jeffrey Brown 281-233-1909

**ATTACHMENTS:**

Description	Type
☐ HAS - Residential Noise Mitigation Construction Contract - RCA	Signed Cover sheet
☐ HAS - Residential Noise Mitigation Construction Contract - Ordinance	Ordinance/Resolution/Motion
☐ HAS - Residential Noise Mitigation Construction Contract - DBE Participation, Insurance, Pay or Play	Backup Material
☐ HAS - Residential Noise Mitigation Construction Contract - Form A	Backup Material
☐ HAS - Residential Noise Mitigation Construction Contract - Form B	Backup Material
☐ HAS - Residential Noise Mitigation Construction Contract - Conflict of Interest, Delinquent Tax, Affidavit of Ownership	Backup Material
☐ HAS - Residential Noise Mitigation Construction Contract - Insurance Docs	Backup Material
☐ HAS - Residential Noise Mitigation Construction Contract - Workers Comp	Backup Material

TO: Mayor via City Secretary

**REQUEST FOR COUNCIL ACTION**

<b>SUBJECT:</b> Construction Contract with Kenmar General Contracting, LLC for the Residential Noise Mitigation of Eleven Homes in the North Hollow Subdivision, Project No. 676 (WBS# A-000587-0003-4-01-01)	<b>Category #</b>	<b>Page 1 of 1</b>	<b>Agenda Item #</b>
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<b>FROM (Department or other point of origin):</b> Houston Airport System	<b>Origination Date</b> October 13, 2014	<b>Agenda Date</b>
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<b>DIRECTOR'S SIGNATURE:</b> 	<b>Council District affected:</b> B	
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<b>For additional information contact:</b> Kathy Elek <i>Kael</i> Phone: 281-233-1826 Jeffrey Brown <i>J</i> 281-233-1909	<b>Date and identification of prior authorizing Council action:</b> N/A
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<b>AMOUNT &amp; SOURCE OF FUNDING:</b> CIP A-0587.02 \$115,974.56 – Airport Improvement Fund (8011) \$463,898.21 – FAA Noise Grant 3-48-0111-100-13 \$579,872.77 – TOTAL	<b>Prior appropriations:</b> N/A
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**RECOMMENDATION: (Summary)**  
Enact an ordinance to approve a contract with Kenmar General Contracting, LLC in the amount of \$579,872.77 and appropriate the necessary funds to finance the cost of this project.

**SPECIFIC EXPLANATION:**

**PROJECT LOCATION:** Near George Bush Intercontinental Airport/Houston (IAH) in vicinity of 59 North and Will Clayton Parkway.

**PROJECT SUMMARY:** The Department of Transportation, Federal Aviation Administration (FAA) has mandated certain actions associated with the August 2000 George Bush Intercontinental Airport/Houston (IAH) Runway 8L-26R Environmental Impact Statement (EIS). This noise mitigation project consists of eleven homes qualified for sound insulation treatments. The improvements to the eleven homes will consist of replacement of windows and doors and providing HVAC treatments, insulation and upgrades to electrical systems.

**BID DATE:** Bids were received on June 19, 2014 as follows:

1. Kenmar General Contracting, LLC \$579,872.79

**ENGINEERING SERVICES TESTING CONTRACT:** No appropriation is required for engineering and testing services for this project.

**DBE PARTICIPATION:** The Disadvantaged Business Enterprise (DBE) goal for this contract is 35%. Kenmar General Contracting, LLC, a certified DBE firm, will self-perform 86.5% (\$501,589.95) of the overall total amount of the contract which will count towards DBE participation. This participation plan was reviewed and approved by the HAS Office of Business Opportunity.

**PAY OR PLAY:** The proposed contract requires compliance with the City's "Pay or Play" ordinance regarding health benefits for employees of City contractors. In this case, the contractor, Kenmar General Contracting, LLC, provides benefits for some employees but will pay into Contractor Responsibility Fund for others, in compliance with City policy.

**FAA/AIP GRANT PROGRAM:** This project is eligible for the FAA AID Discretionary Noise Grant whereby HAS will be responsible for 20% of the costs, and the FAA will cover the additional 80%.

**REQUIRED AUTHORIZATION**

<b>Other Authorization:</b>	<b>Other Authorization:</b>	<b>Other Authorization:</b>
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**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

District E

20JWM83-Industrial TX Corporation - EWPPP 3 Sedimentation Basin Clarifier Drives

Agenda Item#: 32.

**Summary:**

ORDINANCE appropriating \$7,241,000.00 out of Water & Sewer System Consolidated Construction Fund, awarding contract to **INDUSTRIAL TX CORPORATION**, for East Water Purification Plant: Plant 3 Sedimentation Basin Clarifier Drives and Mechanisms and Electrical Conduits Replacement; setting a deadline for the bidder's execution of the contract and delivery of all bonds, insurance, and other required contract documents to the City; holding the bidder in default if it fails to meet the deadlines; providing funding for engineering testing, CIP Cost Recovery, and contingencies relating to construction of facilities financed by the Water & Sewer System Consolidated Construction Fund - **DISTRICT E - MARTIN**

**Background:**

**PROJECT NOTICE/JUSTIFICATION:** This project is part of the City's Capital Improvement Program to increase the safety, reliability and the efficiency of operations at the East Water Purification Plant.

**DESCRIPTION/SCOPE:** This project consists of clarifier drives and mechanisms replacement, clarifier electrical conduit replacement and rerouting including the replacement of electrical control panels with associated electrical equipment on all clarifiers at plant 3.

The contract duration for this project is 912 calendar days. This project was designed by AECOM USA Group, Inc.

**LOCATION:** The project is located at 2300 Federal Road in key map grids 496 U and Y.

**BIDS:** This project was advertised for bidding on August 22, 2014. Bids were received on September 18, 2014. The two (2) bids are as follows:

<u>Bidder</u>	<u>Bid Amount</u>
1. Industrial TX Corporation	\$6,424,698.00
2. Pepper-Lawson Waterworks, LLC	\$6,869,000.00

**AWARD:** It is recommended this construction contract be awarded to **INDUSTRIAL TX CORPORATION** with its low bid of \$6,424,698.00 and that Addendum Number 1 be made a part of this contract.

**PROJECT COST:** The total cost of this project is \$1,606,100.00 to be appropriated as follows:

• Bid Amount	\$6,424,698.00
• Contingencies	\$ 321,234.90
• Engineering and Testing Services	\$ 45,000.00
• CIP Cost Recovery	\$ 450,067.10

Engineering and Testing Services will be provided by Tolunay-Wong Engineers, Inc. under a previously approved contract.

**HIRE HOUSTON FIRST:** The proposed contract requires compliance with the City's 'Pay or Play' ordinance that promotes economic opportunity for Houston businesses and supports job creation. In this case, the proposed contractor meets the requirements of Hire Houston First.

**PAY or PLAY PROGRAM:** The proposed contract requires compliance with the City's 'Pay or Play' ordinance regarding health benefits for employees of City contractors. In this case, the contractor provides health benefits to eligible employees in compliance with City policy.

**MBE/WBE PARTICIPATION:** The low bidder has submitted the following proposed program to satisfy the 8%

MBE goal and 3% WBE goal for this project.

<b><u>MBE – Name of Firms</u></b>	<b><u>Work Description</u></b>	<b><u>Amount</u></b>	<b><u>% of Contract</u></b>
1. Medcalf Fabrication, Inc.	Metals Fabrication	\$600,103.00	9.34%
2. Escalante Construction, Inc.	General Construction	\$110,000.00	1.71%
3. Atlantic Petroleum & Mineral Resources, Inc.	Fuel Supplier	\$24,000.0	0.37%
-			
-	<b>MBE TOTAL</b>	<b>\$734,103.00</b>	<b>11.42%</b>
<b><u>WBE – Name of Firms</u></b>	<b><u>Work Description</u></b>	<b><u>Amount</u></b>	<b><u>% of Contract</u></b>
1. Macaulay Controls Company, Inc.	Instrumentation	\$71,000.00	1.11%
2. Fleetcard Inc.	Fuel Management	\$20,000.00	0.31%
3. GeoSolutions, LLC	Surveying	\$13,200.00	0.21%
	<b>WBE TOTAL</b>	<b>\$104,200.00</b>	<b>1.63%</b>
<b><u>SBE – Name of Firms</u></b>	<b><u>Work Description</u></b>	<b><u>Amount</u></b>	<b><u>% of Contract</u></b>
1. F & L Coatings And Concrete, L.L.C.	Protective Coatings	\$635,070.00	9.88%
	<b>SBE TOTAL</b>	<b>\$635,070.00</b>	<b>9.88%</b>

All known rights-of-way, easements and/or right-of-entry required for the project have been acquired.

**Amount of Funding:**

\$7,241,000.00 from Water and Sewer System Consolidated Construction Fund No. 8500.

**Source of Funding:**

Enterprise Fund

**Contact Information:**

Ravi Kaleyatodi, P.E., CPM

Senior Assistant Director

Phone: (832) 395-2326

**ATTACHMENTS:**

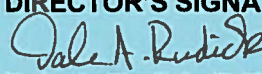

Description	Type
<input type="checkbox"/> RCA	Signed Cover sheet
<input type="checkbox"/> Ordin	Ordinance/Resolution/Motion
<input type="checkbox"/> MAP	Backup Material
<input type="checkbox"/> 20JWM83-Industrial TX Corp - EWPP Plant 3 AFFIDAVIT OF OWNERSHIP	Backup Material
<input type="checkbox"/> DELINQUENT TAX FORM	Backup Material
<input type="checkbox"/> FINANCIAL	Financial Information
<input type="checkbox"/> FORM A	Backup Material
<input type="checkbox"/> MWBE	Backup Material
<input type="checkbox"/> FORM B	Backup Material
<input type="checkbox"/> Play or Pay	Backup Material

TO: Mayor via City Secretary

REQUEST FOR COUNCIL ACTION

<b>SUBJECT:</b> Contract Award for East Water Purification Plant: Plant 3 Sedimentation Basin Clarifier Drives and Mechanisms and Electrical Conduits Replacement WBS Number S-000056-0074-4	<b>Page</b> 1 of 2	<b>Agenda Item #</b>
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<b>FROM: (Department or other point of origin):</b> Department of Public Works and Engineering	<b>Origination Date:</b>	<b>Agenda Date:</b>
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<b>DIRECTOR'S SIGNATURE:</b>  Dale A. Rudick, P.E., Director	<b>Council District affected:</b> E 
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<b>For additional information contact:</b>  Ravi Kaleyatodi, P.E., CPM Senior Assistant Director Phone: (832) 395-2326	<b>Date and identification of prior authorizing Council action:</b>
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**RECOMMENDATION: (Summary)**  
Accept low bid, award construction contract and appropriate funds.

**Amount and Source of Funding:**  
\$7,241,000.00 from the Water and Sewer System Consolidated Construction Fund No. 8500. *W.P. 10/23/2014*

**PROJECT NOTICE/JUSTIFICATION:** This project is part of the City's Capital Improvement Program to increase the safety, reliability and the efficiency of operations at the East Water Purification Plant.

**DESCRIPTION/SCOPE:** The project consists of clarifier drives and mechanisms replacement, clarifier electrical conduit replacement and rerouting including the replacement of electrical control panels with associated electrical equipment on all clarifiers at plant 3.

The contract duration for this project is 912 calendar days. This project was designed by AECOM USA Group, Inc.


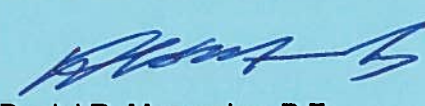
**LOCATION:** This project is located at 2300 Federal Road in key map grids 496 U and Y.


**BIDS:** This project was advertised for bidding on August 22, 2014. Bids were received on September 18, 2014. The two (2) bids are as follows:

<u>Bidder</u>	<u>Bid Amount</u>
1. Industrial TX Corporation	\$6,424,698.00
2. Pepper-Lawson Waterworks, LLC	\$6,869,000.00

**AWARD:** It is recommended that this construction contract be awarded to Industrial TX Corporation with a low bid of \$6,424,698.00 and that Addendum Number 1 be made a part of this contract.

LTS No. 13097 CUIC#20JWM83

<b>Finance Department:</b>	<b>Other Authorization:</b>  Jun Chang, P.E., D.WRE Deputy Director Public Utilities Division	<b>Other Authorization:</b>  Daniel R. Menendez, P.E. Deputy Director Engineering & Construction Division
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<b>Date</b>	<b>Subject</b> Contract Award for East Water Purification Plant: Plant 3 Sedimentation Basin Clarifier Drives and Mechanisms and Electrical Conduits Replacement WBS Number S-000056-0074-4	<b>Originator's Initials</b> 	<b>Page</b> 2 of 2
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**PROJECT COST:** The total cost of this project is \$7,241,000.00 to be appropriated as follows:

• Bid Amount	\$6,424,698.00
• Contingencies	\$321,234.90
• Engineering and Testing Services	\$45,000.00
• CIP Cost Recovery	\$450,067.10

Engineering and Testing Services will be provided by Tolunay-Wong Engineers, Inc. under a previously approved contract.

**HIRE HOUSTON FIRST:** The proposed contract requires compliance with the City's 'Hire Houston First' ordinance that promotes economic opportunity for Houston businesses and supports job creation. In this case, the proposed contractor meets the requirements of Hire Houston First.

**PAY OR PLAY PROGRAM:** The proposed contract requires compliance with the City's 'Pay or Play' ordinance regarding health benefits for employees of City contractors. In this case, the contractor provides health benefits to eligible employees in compliance with City policy.


**M/WBE PARTICIPATION:** The low bidder has submitted the following proposed program to satisfy the 11% MBE goal and 5% WBE goal for this project:

<u>MBE - Name of Firms</u>	<u>Work Description</u>	<u>Amount</u>	<u>% of Contract</u>
1. Medcalf Fabrication, Inc.	Metals Fabrication	\$600,103.00	9.34%
2. Escalante Construction, Inc.	General Construction	\$110,000.00	1.71%
3. Atlantic Petroleum & Mineral Resources, Inc.	Fuel Supplier	\$24,000.00	0.37%
<b>MBE TOTAL</b>		<b>\$734,103.00</b>	<b>11.42%</b>

<u>WBE - Name of Firms</u>	<u>Work Description</u>	<u>Amount</u>	<u>% of Contract</u>
1. Macaulay Controls Company, Inc	Instrumentation	\$71,000.00	1.11%
2. Fleetcard Inc.	Fuel Management	\$20,000.00	0.31%
3. GeoSolutions, LLC	Surveying	\$13,200.00	0.21%
<b>WBE TOTAL</b>		<b>\$104,200.00</b>	<b>1.63%</b>

<u>SBE - Name of Firms</u>	<u>Work Description</u>	<u>Amount</u>	<u>% of Contract</u>
1. F & L Coatings And Concrete, L.L.C.	Protective Coatings	\$635,070.00	9.88%
<b>SBE TOTAL</b>		<b>\$635,070.00</b>	<b>9.88%</b>

All known rights-of-way, easements and/or right-of-entry required for the project have been acquired.

  
 DAR:DRM:RK:HH:SD:JM:kb  
 H:\design\A-WS-DIV\WPDATA\JM\JMS-000056-0074-3\2nd Bid\postbid\RCA\20jwm83.doc  
 c: File No. S-000056-0074-4 (3.7)

**Controller's Office**

**To the Honorable Mayor and City Council of the City of Houston, Texas:**

I hereby certify, with respect to the money required for the contract, agreement, obligation, or expenditure contemplated by the ordinance set out below that:

- ( ) Funds have been encumbered out of funds previously appropriated for such purpose.
- ( ) Funds have been certified and designated to be appropriated by separate ordinance to be approved prior to the approval of the ordinance set out below.
- ( ) Funds will be available out of current or general revenue prior to the maturity of any such obligation.
- ( ) No pecuniary obligation is to be incurred as a result of approving the ordinance set out below.
- ( ) The money required for the expenditure or expenditures specified below is in the treasury, in the fund or funds specified below, and is not appropriated for any other purposes.
- ( ) A certificate with respect to the money required for the expenditure or expenditures specified below is attached hereto and incorporated hereby by this reference.
- ( ) Other - Grant Funds Available

Date: \_\_\_\_, 20\_\_

\_\_\_\_\_  
City Controller of the City of Houston,  
Texas

**FUND REF:                      AMOUNT:                      ENCUMB. NO.:**

City of Houston, Texas Ordinance No. \_\_\_\_\_

**AN ORDINANCE APPROPRIATING THE SUM OF \$7,241,000.00 OUT OF THE WATER AND SEWER SYSTEM CONSOLIDATED CONSTRUCTION FUND, AWARDING A CONTRACT TO INDUSTRIAL TX CORPORATION, FOR EAST WATER PURIFICATION PLANT: PLANT 3 SEDIMENTATION BASIN CLARIFIER DRIVES AND MECHANISMS AND ELECTRICAL CONDUITS REPLACEMENT; SETTING A DEADLINE FOR THE BIDDER'S EXECUTION OF THE CONTRACT AND DELIVERY OF ALL BONDS, INSURANCE, AND OTHER REQUIRED CONTRACT DOCUMENTS TO THE CITY; HOLDING THE BIDDER IN DEFAULT IF IT FAILS TO MEET THE DEADLINES; PROVIDING FUNDING FOR ENGINEERING TESTING, CIP COST RECOVERY, AND CONTINGENCIES RELATING TO CONSTRUCTION OF FACILITIES FINANCED BY THE WATER AND SEWER SYSTEM CONSOLIDATED CONSTRUCTION FUND; AND DECLARING AN EMERGENCY.**

\* \* \* \*

**BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF HOUSTON,  
TEXAS:**

Section 1. The City Council appropriates the sum or sums of money set out in the title of this Ordinance, out of the respective fund or funds set out in such title as follows: The sum of **\$6,745,932.90** is appropriated for construction of the project described in the title, the sum of **\$450,067.10** is appropriated for CIP cost recovery relating to construction of facilities financed by the funds described in such title, the sum of **\$45,000.00** is appropriated for engineering testing under Outline Agreement No. **4600012062**. In the event there are unspent funds remaining in the Construction Appropriation after construction and closeout of the project, such unspent funds are appropriated for CIP cost recovery relating to construction of facilities financed by the fund described in the title.

Section 2. Having duly advertised for and received competitive bids for the work described in the title of this ordinance, the City Council hereby finds and determines that the lowest responsible bid was submitted by the bidder named in the title hereof in the amount of **\$6,424,698.00**. The Contract for said work is hereby awarded to said bidder. The bidder must execute the contract and deliver to the City's Director of the Department of Public Works and Engineering (Director) all required bonds, insurance certificates, MWBE information, and all other contract documents required to be provided in post bid procedures in a form acceptable to the City Attorney within 10 days of the date of passage of this Ordinance by City Council. If the bidder does so, the Mayor is hereby authorized to execute the contract.

Section 3. If bidder fails to comply by the above deadline, it shall be in default. The Director shall give the bidder notice of default. The Director shall give the bidder notice of default and recommend award of the contract to the next lowest bidder. The City Attorney is authorized to forfeit the bid bond of the bidder. The City Council hereby approves and authorizes the construction contract described in the title of this ordinance, in form prepared by the Department of Public Works and Engineering and on file in that Department. Any addenda or modifications to such contract issued by that Department shall be included in the contract. Any alternate bid items recommended for acceptance by that Department shall be included in the contract. The Mayor is hereby authorized to execute such document and all related documents (including any related surety bonds) on behalf of the City of Houston, Texas. The City Secretary is hereby authorized to attest to all such signatures and to affix the seal of the City to all such documents.

Section 4. The Mayor is hereby authorized to take all actions necessary to effectuate the City's intent and objectives in approving such agreement, agreements or other undertaking referenced in the title of this ordinance, in the event of changed circumstances.

Section 5. The City Attorney is hereby authorized to take all action necessary to enforce all legal obligations under said contract without further authorization from Council.

Section 6. There exists a public emergency requiring that this Ordinance be passed finally on the date of its introduction as requested in writing by the Mayor; therefore, this

Ordinance shall be passed finally on such date and shall take effect immediately upon its passage and approval by the Mayor; however, in the event that the Mayor fails to sign this Ordinance within five days after its passage and adoption, it shall take effect in accordance with Article VI, Section 6, Houston City Charter.

**PASSED AND ADOPTED this \_\_\_ day of \_\_\_\_\_, 2014.**

**APPROVED this \_\_\_ day of \_\_\_\_\_, 2014.**

\_\_\_\_\_  
Mayor of the City of Houston, Texas

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is \_\_\_\_\_.

\_\_\_\_\_  
City Secretary

Requested by: Dale A. Rudick, P.E., Director (Contact: John Msigwa, P.E.)  
Dept. of Public Works and Engineering (Phone: (832) 395-2318)

This Ordinance and/or Contract has (have) been reviewed as to form by the undersigned legal assistant and has (have) been found to meet established Legal Department criteria. The Legal Department has not reviewed the content of these documents.

\_\_\_\_\_  
Date

\_\_\_\_\_  
Legal Assistant

## CERTIFICATE OF CITY CONTROLLER

I, Ronald C. Green, Controller of the City of Houston, Texas, pursuant to Article II, Section 19a of the Charter of the City of Houston, Texas, with respect to the sum of **\$7,241,000.00** required for the project referenced in the title of this ordinance, do hereby certify as follows:

1. Water and Sewer System Consolidated Construction Fund:

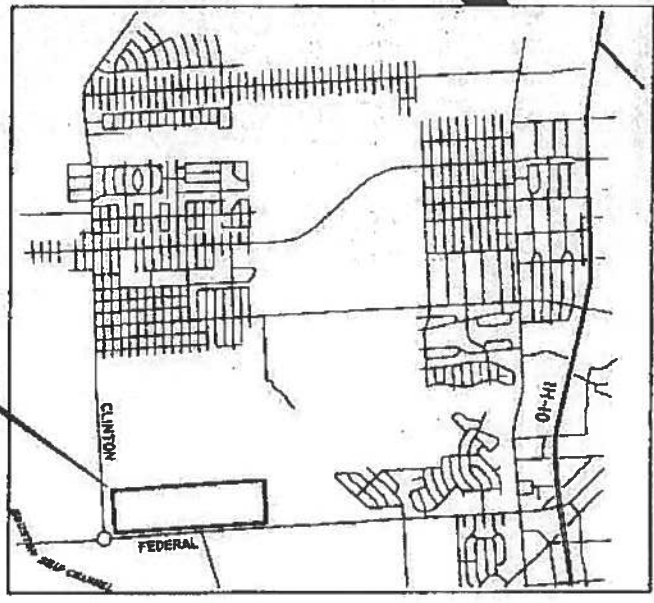
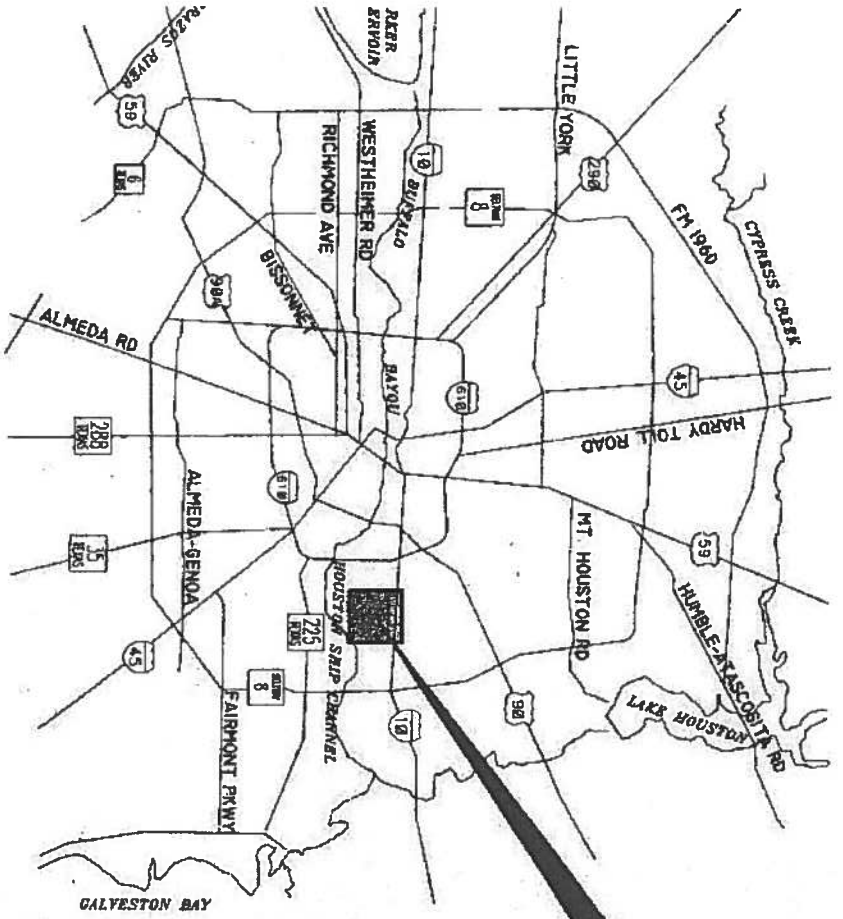
- (a) The sum of **\$7,241,000.00** will be funded from water and sewer system bond proceeds and/or water and sewer system commercial paper proceeds (first-in-first-out basis) pursuant to Ordinance No. 93-1409 authorizing the creation of the Water and Sewer System Consolidated Construction Fund. To the extent that this sum will be paid with bond proceeds, it is in the treasury in the said fund, and is not appropriated for any other purpose.
- (b) To the extent that the **\$7,241,000.00** will be paid by commercial paper proceeds, funds will be received into the treasury and available before the maturity of said obligation, and said anticipated funds have not already been appropriated for any other purpose. Such sum will be received as a cash draw(s) to the City of Houston, Texas pursuant to the Water and Sewer System Commercial Paper Ordinance, Ordinance No. 93-1209.

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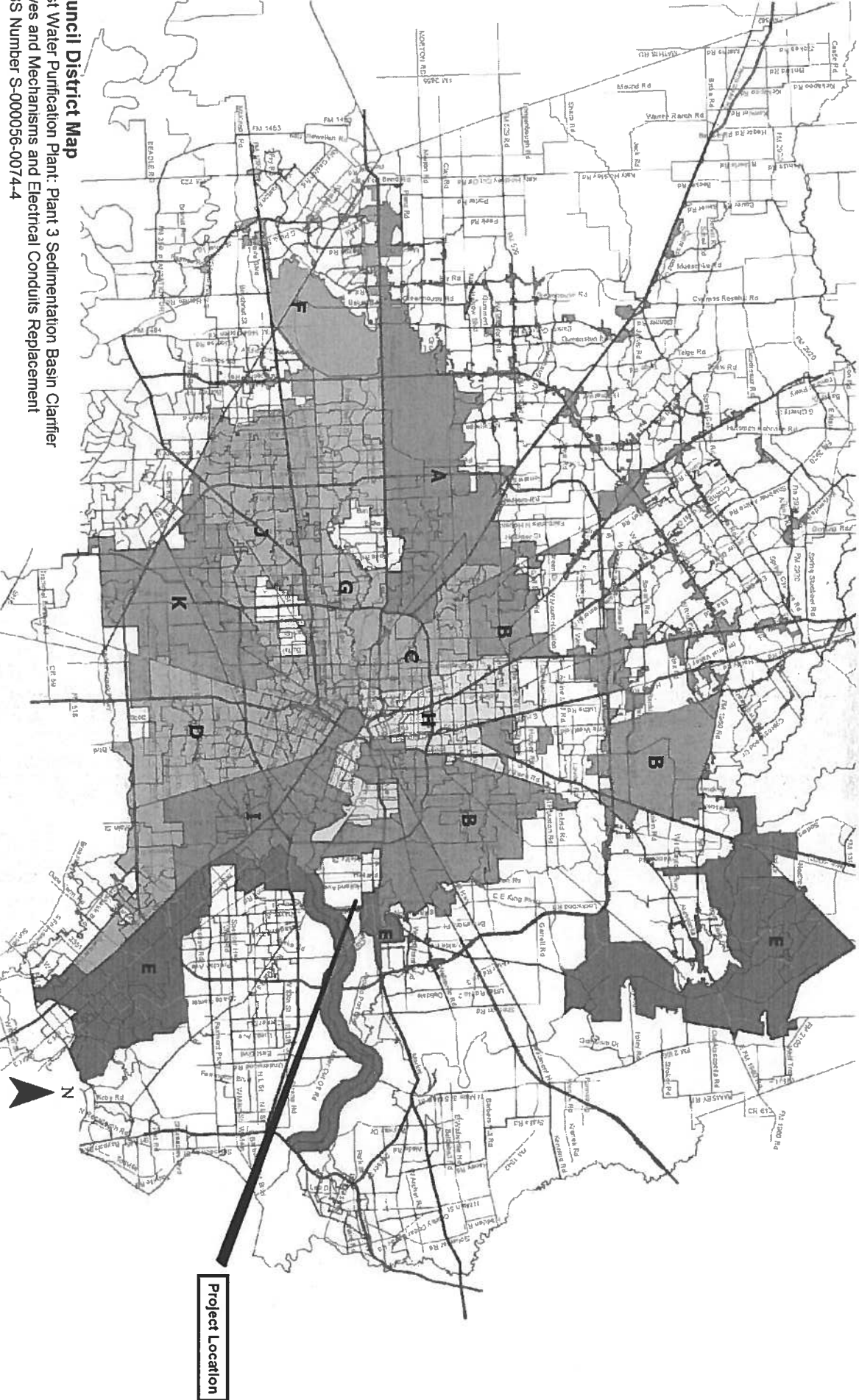
City Controller



**Area Map**  
**East Water Purification Plant: Plant 3 Sedimentation Basin**  
**Clarifier Drives and Mechanisms and Electrical Conduits**  
**Replacement**  
**WBS Number S-000056-0074-4**



**Council District Map**  
East Water Purification Plant: Plant 3 Sedimentation Basin Clarifier  
Drives and Mechanisms and Electrical Conduits Replacement  
WBS Number S-000056-0074-4



**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

District A

20RS139-Alsay Incorporated - Park Ten Water Well No. 5

Agenda Item#: 33.

**Summary:**

ORDINANCE appropriating \$1,606,100.00 out of Water & Sewer System Consolidated Construction Fund; awarding contract to **ALSAY INCORPORATED** for Park Ten Water Well No. 5; setting a deadline for the bidder's execution of the contract and delivery of all bonds, insurance, and other required contract documents to the City; holding the bidder in default if it fails to meet the deadlines; providing funding for engineering testing, CIP Cost Recovery, construction management and contingencies relating to construction of facilities financed by the Water & Sewer System Consolidated Construction Fund - **DISTRICT A - STARDIG**

**Background:**

**PROJECT NOTICE/JUSTIFICATION:** This project is part of the City's program to upgrade and rehabilitate ground water production facilities. It will meet the area's water demand and ensure compliance with the Texas Commission on Environmental Quality regulations.

**DESCRIPTION/SCOPE:** This project consists of providing construction services of a new water well in the Park Ten Area in accordance with the technical specifications, project drawings and contract documents. The contract duration for this project is 365 calendar days. This project was designed by LBG-Guyton Associates.

**LOCATION:** The project is located at 1300 Langham Creek, Key map No. 447 Y and Council District A.

**BIDS:** This project was advertised for bidding on May 23, 2014. Bids were received on June 19, 2014. The three (3) bids are as follows:

**Bidder Bid Amount**

1. Layne Christensen Company \$1,263,592.50 (Non-responsive)
2. Alsay Incorporated \$1,376,000.00
3. Weisinger Incorporated \$1,413,100.00

**AWARD:** The low bid of \$1,263,592.50 was submitted by Layne Christensen Company. The apparent low bidder submitted an improper bid and was rejected. It is recommended that this construction contract be awarded to the second low bidder, **ALSAY INCORPORATED**, with a low bid of \$1,376,000.00 and that addendum No. 1 be made a part of this contract.

**PROJECT COST:** The total cost of this project is \$1,606,100.00 to be appropriated as follows:

- Bid Amount \$1,376,000.00
- Contingencies \$ 68,000.00
- Engineering and Testing Services \$ 21,000.00
- CIP Cost Recovery \$ 41,300.00
- Construction Management \$ 99,000.00

Engineering and Testing Services will be provided by HVJ Associates, Inc. under a previously approved contract.

Construction Management Services will be provided by LBG-Guyton Associates under a previously approved contract.

**HIRE HOUSTON FIRST:** The proposed contract requires compliance with the City's 'Pay or Play' ordinance that promotes economic opportunity for Houston businesses and supports job creation. In this case, the proposed contractor meets the requirements of Hire Houston First.

**PAY or PLAY PROGRAM:** The proposed contract requires compliance with the City's 'Pay or Play' ordinance regarding health benefits for employees of City contractors. In this case, the contractor provides health benefits to eligible employees in compliance with City policy..

**MBE/WBE PARTICIPATION:** The low bidder has submitted the following proposed program to satisfy the 8% MBE goal and 3% WBE goal for this project.

<b><u>MBE – Name of Firms</u></b>	<b><u>Work Description</u></b>	<b><u>Amount</u></b>	<b><u>% of Contract</u></b>
Escalante Construction, Inc.	Concrete Construction	\$231,000.00	16.78%
<b><u>SBE – Name of Firms</u></b>	<b><u>Work Description</u></b>	<b><u>Amount</u></b>	<b><u>% of Contract</u></b>
Pfeiffer & Son, Ltd.	Electrical Work	\$41,280.00	3.00%
	<b>TOTAL</b>	<b>\$272,280.00</b>	<b>19.78%</b>

All known rights-of-way, easements and/or right-of-entry required for the project have been acquired.

**Amount of Funding:**

\$1,606,100.00 from Water and Sewer System Consolidated Construction Fund No. 8500.

**Source of Funding:**

Enterprise Fund

**Contact Information:**

Ravi Kaleyatodi, P.E., CPM  
Senior Assistant Director  
**Phone:** (832) 395-2326

**ATTACHMENTS:**

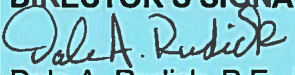

Description	Type
<input type="checkbox"/> RCA	Signed Cover sheet
<input type="checkbox"/> MAP	Backup Material
<input type="checkbox"/> Ordin	Ordinance/Resolution/Motion
<input type="checkbox"/> 20RS139-Alsay Incorporated AFFIDAVIT OF OWNERSHIP.	Backup Material
<input type="checkbox"/> DELINQUENT TAX FORM	Backup Material
<input type="checkbox"/> FINANCIAL	Signed Cover sheet
<input type="checkbox"/> Form A	Backup Material
<input type="checkbox"/> Form B	Backup Material
<input type="checkbox"/> OBO	Backup Material
<input type="checkbox"/> PAY OR PLAY	Backup Material

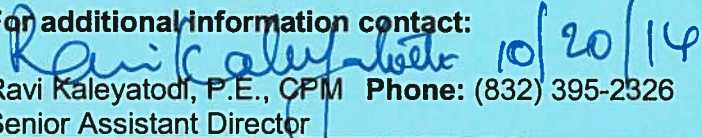
TO: Mayor via City Secretary

REQUEST FOR COUNCIL ACTION

<b>SUBJECT:</b> Contract Award for Park Ten Water Well No. 5. WBS No. S-000100-0018-4.	<b>Page</b> 1 of 2	<b>Agenda Item #</b>
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<b>FROM: (Department or other point of origin):</b> Department of Public Works and Engineering	<b>Origination Date:</b>	<b>Agenda Date:</b>
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<b>DIRECTOR'S SIGNATURE:</b>  Dale A. Rudick, P.E., Director	<b>Council District affected:</b> A 
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<b>For additional information contact:</b>  Ravi Kaleyatodi, P.E., CPM Phone: (832) 395-2326 Senior Assistant Director	<b>Date and identification of prior authorizing Council action:</b>
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**RECOMMENDATION: (Summary)**  
Reject low bid, return bid bond, award construction contract to the next low bidder and appropriate funds.

**Amount and Source of Funding:**  
\$1,606,100.00 from Water and Sewer System Consolidated Construction Fund No. 8500. *U.P. 10/20/2014*

**PROJECT NOTICE/JUSTIFICATION:** This project is part of the City's program to upgrade and rehabilitate ground water production facilities. It will meet the area's water demand and ensure compliance with the Texas Commission on Environmental Quality regulations.

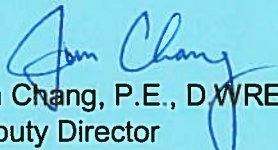

**DESCRIPTION/SCOPE:** This project consists of providing construction services of a new water well in the Park Ten Area in accordance with the technical specifications, project drawings and contract documents. The contract duration for this project is 365 calendar days. This project was designed by LBG-Guyton Associates.


**LOCATION:** The project is located at 1300 Langham Creek, Key Map No. 447 Y and Council District A.

**BIDS:** This project was advertised for bidding on May 23, 2014. Bids were received on June 19, 2014. The three (3) bids are as follows:

<u>Bidder</u>	<u>Bid Amount</u>
1. Layne Christensen Company	\$1,263,592.50 (Non-responsive)
2. Alsay Incorporated	\$1,376,000.00
3. Weisinger Incorporated	\$1,413,100.00

**LTS # 12951** **CUIC ID# 20RS139**

<b>Finance Department</b>	<b>Other Authorization:</b>  Jun Chang, P.E., DWRE Deputy Director Public Utilities Division	<b>Other Authorization:</b>  Daniel R. Menendez, P.E. Deputy Director Engineering and Construction Division
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<b>Date</b>	<b>Subject:</b> Contract Award for Park Ten Water Well No. 5. WBS No. S-000100-0018-4.	<b>Originator's Initials</b> 	<b>Page</b> 2 of 2
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**AWARD:** The low bid of \$1,263,592.50 was submitted by Layne Christensen Company. The apparent low bidder submitted an improper bid and was rejected. It is recommended that this construction contract be awarded to the second low bidder, Alsay Incorporated, with a low bid of \$1,376,000.00 and that addendum No. 1 be made a part of this contract.

**PROJECT COST:** The total cost of this project is \$1,606,100.00 to be appropriated as follows:

- Bid Amount \$1,376,000.00
- Contingencies \$68,800.00
- Engineering and Testing Services \$21,000.00
- CIP Cost Recovery \$41,300.00
- Construction Management \$99,000.00

Engineering and Testing Services will be provided by HVJ Associates, Inc. under a previously approved contract.

Construction Management Services will be provided by LBG-Guyton Associates under a previously approved contract.

**HIRE HOUSTON FIRST:** The proposed contract requires compliance with the City's 'Hire Houston First' ordinance that promotes economic opportunity for Houston businesses and supports job creation. In this case, the proposed contractor meets the requirements of Hire Houston First.

**PAY OR PLAY PROGRAM:** The proposed contract requires compliance with the City's 'Pay or Play' ordinance regarding health benefits for employees of City contractors. In this case, the contractor provides health benefits to eligible employees in compliance with City policy.

**MBE/WBE PARTICIPATION:** The low bidder has submitted the following proposed program to satisfy the 8% MBE goal and 3% WBE goal for this project.

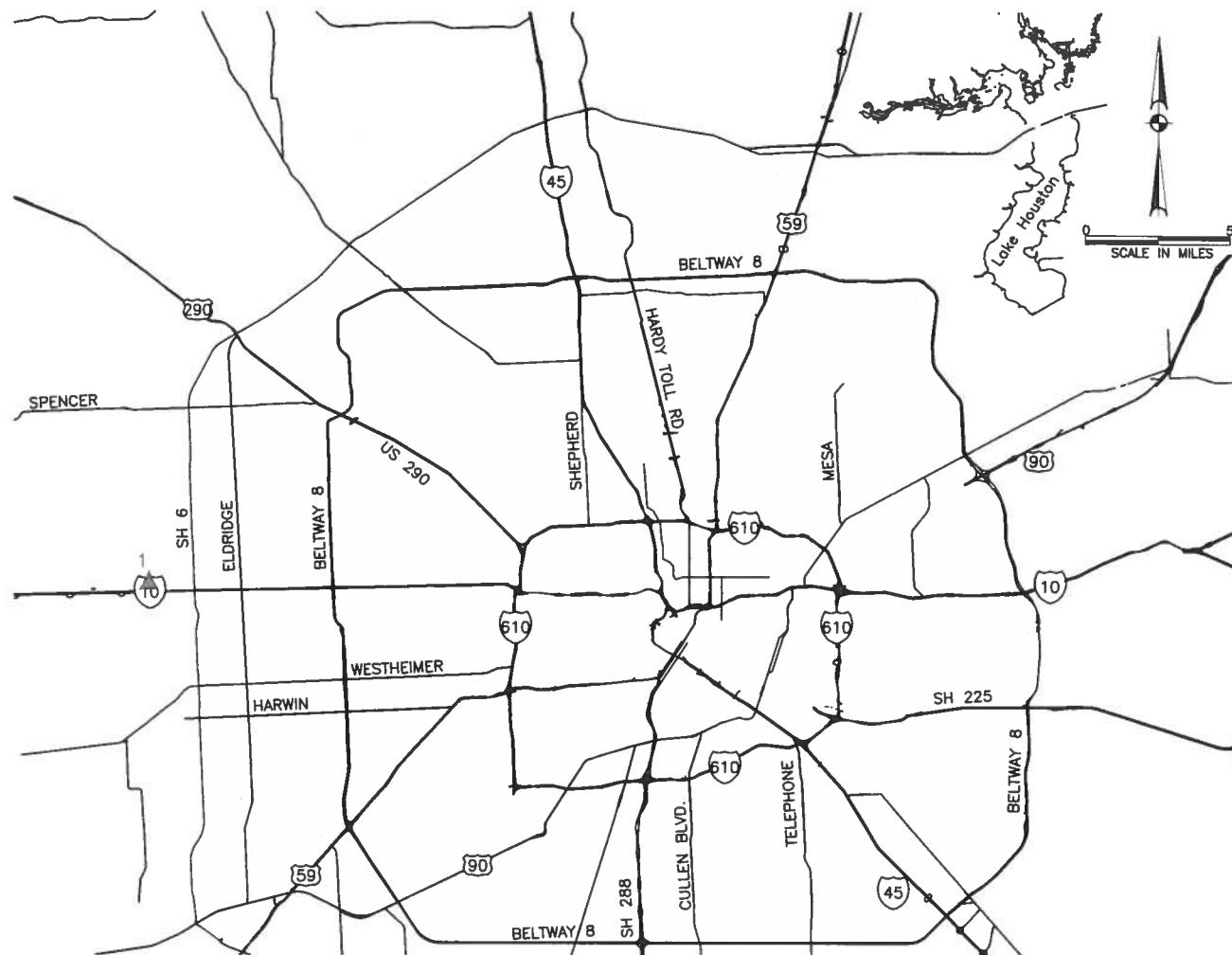
<u>MBE - Name of Firms</u>	<u>Work Description</u>	<u>Amount</u>	<u>% of Contract</u>
Escalante Construction, Inc.	Concrete Construction	\$231,000.00	16.78%
<b>SBE - Name of Firms</b>			
Pfeiffer & Son, Ltd.	Electrical Work	\$41,280.00	3.00%
<b>TOTAL</b>		<b>\$272,280.00</b>	<b>19.78%</b>

All known rights-of-way, easements and/or right-of-entry required for the project have been acquired.

  
DAR:DRM:RK:HH:SD:RS:TT:tt

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File No. S-000100-0018-3 (3.7)



▲ PROJECT SITE

INDEX OF WELLS					
W#	WELL NAME	ADDRESS	KEY MAP	COUNCIL DISTRICT	COUNCIL MEMBER
1	PARK TEN WELL 5	1300 LANGHAM CREEK	447Y	A	BRENDA STARDIG

PARK TEN WATER WELL 5  
WBS NO. S-000100-0018-4

WRS139

Controller's Office

**To the Honorable Mayor and City Council of the City of Houston, Texas:**

I hereby certify, with respect to the money required for the contract, agreement, obligation, or expenditure contemplated by the ordinance set out below that:

- ( ) Funds have been encumbered out of funds previously appropriated for such purpose.
- ( ) Funds have been certified and designated to be appropriated by separate ordinance to be approved prior to the approval of the ordinance set out below.
- ( ) Funds will be available out of current or general revenue prior to the maturity of any such obligation.
- ( ) No pecuniary obligation is to be incurred as a result of approving the ordinance set out below.
- ( ) The money required for the expenditure or expenditures specified below is in the treasury, in the fund or funds specified below, and is not appropriated for any other purposes.
- ( ) A certificate with respect to the money required for the expenditure or expenditures specified below is attached hereto and incorporated hereby by this reference.
- ( ) Other - Grant Funds Available

Date: \_\_\_\_\_, 20\_\_\_\_\_ City Controller of the City of Houston, Texas

**FUND REF: \_\_\_\_\_ AMOUNT: \_\_\_\_\_ ENCUMB. NO.: \_\_\_\_\_**

City of Houston, Texas Ordinance No. \_\_\_\_\_

**AN ORDINANCE APPROPRIATING THE SUM OF \$1,606,100.00 OUT OF THE WATER AND SEWER SYSTEM CONSOLIDATED CONSTRUCTION FUND; AWARDED A CONTRACT TO ALSAY INCORPORATED FOR PARK TEN WATER WELL NO. 5; SETTING A DEADLINE FOR THE BIDDER'S EXECUTION OF THE CONTRACT AND DELIVERY OF ALL BONDS, INSURANCE, AND OTHER REQUIRED CONTRACT DOCUMENTS TO THE CITY; HOLDING THE BIDDER IN DEFAULT IF IT FAILS TO MEET THE DEADLINES; PROVIDING FUNDING FOR ENGINEERING TESTING, CIP COST RECOVERY, CONSTRUCTION MANAGEMENT AND CONTINGENCIES RELATING TO CONSTRUCTION OF FACILITIES FINANCED BY THE WATER AND SEWER SYSTEM CONSOLIDATED CONSTRUCTION FUND; AND DECLARING AN EMERGENCY.**

\* \* \* \*

**BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF HOUSTON, TEXAS:**

Section 1. The City Council appropriates the sum or sums of money set out in the title of this Ordinance, out of the respective fund or funds set out in such title as follows: The sum of **\$1,444,800.00** is appropriated for construction of the project described in the title, the sum of **\$41,300.00** is appropriated for CIP cost recovery relating to construction of facilities financed by the funds described in such title, the sum of **\$21,000.00** is appropriated for engineering testing under Outline Agreement No. **4600012052**, and the sum of **\$99,000.00** is appropriated as funding for construction management under Outline Agreement No. **4600010944**. In the event there are unspent funds remaining in the Construction Appropriation after construction and closeout of the project, such unspent funds are appropriated for CIP Cost Recovery relating to construction of facilities financed by the fund described in the title.

Section 2. Having duly advertised for and received competitive bids for the work described in the title of this ordinance, the City Council hereby finds and determines that the lowest responsible bid was submitted by the bidder named in the title hereof in the amount of **\$1,376,000.00**. The Contract for said work is hereby awarded to said bidder. The bidder must execute the contract and deliver to the City's Director of the Department of Public Works and Engineering (Director) all required bonds, insurance certificates, MWBE information, and all other contract documents required to be provided in post bid procedures in a form acceptable to the City Attorney within 10 days of the date of passage of this Ordinance by City Council. If the bidder does so, the Mayor is hereby authorized to execute the contract.

Section 3. If bidder fails to comply by the above deadline, it shall be in default. The Director shall give the bidder notice of default. The Director shall give the bidder notice of default and recommend award of the contract to the next lowest bidder. The City Attorney is authorized to forfeit the bid bond of the bidder. The City Council hereby approves and authorizes the construction contract described in the title of this ordinance, in form prepared by the Department of Public Works and Engineering and on file in that Department. Any addenda or modifications to such contract issued by that Department shall be included in the contract. Any alternate bid items recommended for acceptance by that Department shall be included in the contract. The Mayor is hereby authorized to execute such document and all related documents (including any related surety bonds) on behalf of the City of Houston, Texas. The City Secretary is hereby authorized to attest to all such signatures and to affix the seal of the City to all such documents.

Section 4. The Mayor is hereby authorized to take all actions necessary to effectuate the City's intent and objectives in approving such agreement, agreements or other undertaking referenced in the title of this ordinance, in the event of changed circumstances.

Section 5. The City Attorney is hereby authorized to take all action necessary to enforce all legal obligations under said contract without further authorization from Council.

Section 6. There exists a public emergency requiring that this Ordinance be passed finally on the date of its introduction as requested in writing by the Mayor; therefore, this Ordinance shall be passed finally on such date and shall take effect immediately upon its passage and approval by the Mayor; however, in the event that the Mayor fails to sign this Ordinance within five days after its passage and adoption, it shall take effect in accordance with Article VI, Section 6, Houston City Charter.

**PASSED AND ADOPTED** this \_\_\_ day of \_\_\_\_\_, 20\_\_.

**APPROVED** this \_\_\_ day of \_\_\_\_\_, 20\_\_.

\_\_\_\_\_  
Mayor of the City of Houston, Texas

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is \_\_\_\_\_.

\_\_\_\_\_  
City Secretary

Requested by: Dale A. Rudick, P.E., Director  
Dept. of Public Works and Engineering

(Contact: Rajinder Singh, P.E.)  
(Phone: 832-395-2321)

This Ordinance and/or Contract has (have) been reviewed as to form by the undersigned legal assistant and has (have) been found to meet established Legal Department criteria. The Legal Department has not reviewed the content of these documents.

\_\_\_\_\_  
Date

\_\_\_\_\_  
Legal Assistant

## CERTIFICATE OF CITY CONTROLLER

I, Ronald C. Green, Controller of the City of Houston, Texas, pursuant to Article II, Section 19a of the Charter of the City of Houston, Texas, with respect to the sum of \$1,606,100.00 required for the project referenced in the title of this ordinance, do hereby certify as follows:

1. Water and Sewer System Consolidated Construction Fund:
  - (a) The sum of \$1,606,100.00 will be funded from water and sewer system bond proceeds and/or water and sewer system commercial paper proceeds (first-in-first-out basis) pursuant to Ordinance No. 93-1409 authorizing the creation of the Water and Sewer System Consolidated Construction Fund. To the extent that this sum will be paid with bond proceeds, it is in the treasury in the said fund, and is not appropriated for any other purpose.
  - (b) To the extent that the \$1,606,100.00 will be paid by commercial paper proceeds, funds will be received into the treasury and available before the maturity of said obligation, and said anticipated funds have not already been appropriated for any other purpose. Such sum will be received as a cash draw(s) to the City of Houston, Texas pursuant to the Water and Sewer System Commercial Paper Ordinance, Ordinance No. 93-1209.

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City Controller

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

District A, District G

Item Creation Date: 11/6/2014

MYR - TIRZ 17 Project Plan / Second Amend (Memorial City Zone)

Agenda Item#: 34.

**Summary:**

**SET A HEARING DATE** for the second amendment to the Project Plan and Reinvestment Zone Financing Plan for **REINVESTMENT ZONE NUMBER NO. 17 (MEMORIAL CITY ZONE) - DISTRICTS A - STARDIG and G - PENNINGTON**

**HEARING DATE - 9:00 A.M. - WEDNESDAY - DECEMBER 3, 2014**

**Background:**

**RECOMMENDATION: (Summary)**

Establish a public hearing date on December 3, 2014 regarding amendments to the Project Plan and Reinvestment Zone Financing Plan for TIRZ No. 17 (Memorial City Zone).

**SPECIFIC EXPLANATION:**

The Board of Directors of TIRZ No. 17 (the "Zone") will approve and submit amendments to the Project Plan and Reinvestment Zone Financing Plan (the "Amended Plan") for City Council consideration prior to the scheduled public meeting. The proposed Amended Plan restates the goals and objectives included in the Original Plan and First Amended Plan including the design and construction of public infrastructure and related public utility system improvements and parks. The Amended Plan provides for an expanded boundary to include existing roadway right of way and easements to allow for the construction of flood remediation infrastructure improvements.

Pursuant to Section 311.011(e) of the Texas Tax Code, a public hearing must be held prior to the adoption of an ordinance approving the Amended Plan. The Administration recommends setting a public hearing for December 3, 2014.

cc: Marta Crinejo, Agenda Director  
Anna Russell, City Secretary  
David Feldman, City Attorney  
Gary Dzierlenga, Senior Assistant City Attorney

**Prior Council Action:**

**Contact Information:**

Gwendolyn Tillotson 832.393.0937

**ATTACHMENTS:**

Description	Type
☐ TIRZ 17 Memorial City Zone PP 2nd Amend RCA	Signed Cover sheet
☐ TIRZ 17 Memorial City Zone PP 1st Amend	Backup Material
☐ TIRZ 17 Memorial City Zone Project Plan	Backup Material
☐ TIRZ 17 Memorial City Zone Creation	Backup Material



**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014  
District C, District D, District I

Item Creation Date: 11/6/2014

MYR-PUB HEARING Midtown Zone - 6th amend Project Plan & Reinvestment Zone Financing Plan

Agenda Item#: 35.

**Summary:**

**SET A HEARING DATE** for the sixth amendment to the Project Plan and Reinvestment Zone Financing Plan for **REINVESTMENT ZONE NUMBER TWO (MIDTOWN ZONE) - DISTRICTS C - COHEN; D - BOYKINS and I - GALLEGOS**  
**HEARING DATE - 9:00 A.M. - WEDNESDAY - DECEMBER 3, 2014**

**Background:**

On October 30, 2014, the board of Directors of the Midtown Redevelopment Authority and the Board of Directors of Reinvestment Zone Number Two ("Zone") supported amendments to the Project Plan and Reinvestment Zone Financing Plan for the Zone and transmitted a proposed Sixth Amended Plant and Reinvestment Zone Financing Plan (the "Amended Plan") to the City for consideration by City Council. The Amended Plan includes expanded boundaries that will enhance the Zone's Cultural and tourism District as well as provide for utility and street and streetscape improvements along certain commercial corridors to enhance pedestrian access, mobility and connectivity to the cultural facilities. The Amended Plan also contemplates a life extension of the Zone.

In accordance with Section 311.01(e) of the Texas Tax Code, a public hearing must be held prior to City Council's consideration of an ordinance approving the Amended Plan. The Administration recommends setting a public hearing for December 3, 2014.

**Prior Council Action:**

Ord. No. 1994-1345, 12/14/94  
Ord. No. 1997-0600, 05/28/97  
Ord. No. 1997-1338, 10/22/97  
Ord. No. 1999-0850, 08/11/99  
Ord. No. 2009-1395, 12/29/09  
Ord. No. 2011-0534, 06/22/11  
Ord No. 2013-0638, 07/10/13

**Contact Information:**

Gwendolyn Tillotson  
**Phone:** (832) 393-0937

**ATTACHMENTS:**

Description	Type
☐ MYR-PUB HEARING Midtown Zone - 6th amend Project Plan & Reinvestment Zone Financing Plan RCA	Signed Cover sheet



**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014  
District D, District E, District I

Item Creation Date: 11/6/2014

MYR-PUB HEARING Gulfgate Zone - 3rd amend Project Plan & Reinvestment Zone Financing Plan

Agenda Item#: 36.

**Summary:**

**SET A HEARING DATE** for the third amendment to the Project Plan and Reinvestment Zone Financing Plan for **REINVESTMENT ZONE NO. 8 (GULFGATE ZONE) DISTRICTS D - BOYKINS; E - MARTIN and I - GALLEGOS**  
**HEARING DATE - 9:00 A.M. - WEDNESDAY - DECEMBER 3, 2014**

**Background:**

On November 5, 2014, the Board of Directors of the Gulfgate Redevelopment authority (the "Authority") and TIRZ No. 8 (the "Zone") supported amendments to the Project Plan and Reinvestment Zone Financing Plan (the "Amended Plan") for the Zone and have transmitted a proposed Third Amended Project Plan for City Council consideration. The Amended Plan provides for an expanded boundary that will include Almeda Mall, William P. Hobby airport, complete reconstruction of Broadway Street, and streetscape improvements along Airport Boulevard and other major thoroughfares. The Amended Plan also contemplates a life extension of the Zone.

Pursuant to Section 311.01(e) of the Texas Tax Code, a public hearing must be held prior to the adoption of an ordinance approving the Amended Plan. The Administration recommends setting a public hearing for December 3, 2014.

**Prior Council Action:**

Ord. 1997-1524, 12/10/97  
Ord. 1997-1572, 12/12/97  
Ord. 199900707, 07/07/99  
Ord 1999-0824, 08/11/99

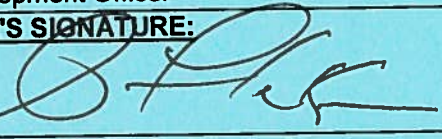
**Contact Information:**

Gwendolyn Tillotson  
**Phone:** (832) 393-0937

**ATTACHMENTS:**

Description	Type
<input type="checkbox"/> MYR-PUB HEARING Gulfgate Zone - 3rd amend Project Plan & Reinvestment Zone Financing Plan RCA	Signed Cover sheet

**REQUEST FOR COUNCIL ACTION**

<b>TO: Mayor via City Secretary</b>		<b>RCA #</b>	
<b>SUBJECT:</b> Motion establishing a public hearing date on December 3, 2014 for a third amendment to the Project Plan and Reinvestment Zone Financing Plan for TIRZ No. 8 (Gulfgate Zone).		<b>Category #</b>	<b>Page</b> 1 of 1
<b>FROM: (Department or other point of origin):</b> Andrew F. Icken Chief Development Officer		<b>Origination Date</b> 11/6/14	<b>Agenda Item#</b>
<b>DIRECTOR'S SIGNATURE:</b> 		<b>Council Districts affected:</b> I, D, E	
<b>For additional information contact:</b> Gwendolyn Tillotson <b>Phone:</b> (832) 393-0937		<b>Date and identification of prior authorizing Council Action:</b> Ord. 1997-1524, 12/10/97; Ord. 1997-1572, 12/17/97; Ord. 1999-0707, 07/07/99; Ord. 1999-0824, 08/11/99;	

**RECOMMENDATION: (Summary)**  
Establish a public hearing date on December 3, 2014 regarding amendments to the Project Plan and Reinvestment Zone Financing Plan for TIRZ No. 8 (Gulfgate Zone).

**Amount of Funding:** No Funding Required      **Finance Budget:**

**SOURCE OF FUNDING:**       General Fund       Grant Fund       Enterprise Fund  
 N/A

**SPECIFIC EXPLANATION:**

On November 5, 2014, the Board of Directors of the Gulfgate Redevelopment Authority (the "Authority") and TIRZ No. 8 (the "Zone") supported amendments to the Project Plan and Reinvestment Zone Financing Plan (the "Amended Plan") for the Zone and have transmitted a proposed Third Amended Project Plan and Financing Plan for City Council consideration. The Amended Plan provides for an expanded boundary that will include Alameda Mall, William P. Hobby airport, complete reconstruction of Broadway Street, and streetscape improvements along Airport Boulevard and other major thoroughfares. The Amended Plan also contemplates a life extension of the Zone.

Pursuant to Section 311.011(e) of the Texas Tax Code, a public hearing must be held prior to the adoption of an ordinance approving the Amended Plan. The Administration recommends setting a public hearing for December 3, 2014.

cc:    Marta Crinejo, Agenda Director  
       Anna Russell, City Secretary  
       David Feldman, City Attorney  
       Gary Dzierlenga, Senior Assistant City Attorney

**REQUIRED AUTHORIZATION**

<b>Finance Director:</b>	<b>Other Authorization:</b>	<b>Other Authorization:</b>
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**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

ALL

Item Creation Date: 10/7/2014

MYR-Reso regarding Houston Civic Events, Inc.

Agenda Item#: 37.

**Summary:**

MOTION by Council Member Stardig/Seconded by Council Member Kubosh that the proposed Resolution authorizing the creation of Houston Civic Events, Inc., A Local Government Corporation, be amended to provide that it be brought back to Council in five years for review

**TAGGED BY COUNCIL MEMBER LASTER**

**This item should be considered prior to consideration of Item 38 below**

**Background:**

The Mayor's Office of Special Events (MOSE) promotes quality family-oriented entertainment for Houston citizens and visitors that enhances the image of the city and highlights Houston's diverse culture.

Houston is one of a handful of cities that recognizes the benefits of an organized Civic Celebration Program. The economic and social benefits of the program include: helping to bond communities through positive social interaction; providing both awareness and revenue to hundreds of local, regional and national non-profit organizations through event fund raising; creating a positive image of the City through regional and national event publicity; uplifting the economy by providing thousands of jobs created by the special event industry; filling hotel rooms, restaurants and bars through numerous destination events; generating parking revenue for the City as well as private industry; providing sales tax revenue; and, cost savings of City services realized through consolidated oversight and process improvement.

The administration believes MOSE can increase operational efficiencies and achieve greater transparency for special events by forming a component unit specifically for the purpose of accepting sponsorship funding and event revenues as identified in Chapter 25 of the Code of Ordinances and the distribution of Hotel Occupancy Tax funds as approved by City Council in December 2013.

Formation of Houston Civic Events Inc. (HCE) results in improved operating efficiencies, cost savings through the elimination of management fees on accounts held in Component Units and retention of interest and investment income

HCE will be a 501(c)3 non-profit, local government corporation and component unit created specifically to support the City's Civic Celebration Program. Under the existing structure, donations and sponsorship revenues received by MOSE are currently housed with two component units, Houston Parks Board, Inc. and Central Houston Civic Improvement, Inc. This change would be codified upon passage of the subsequent item.

It is recommended that City Council take action to approve the resolution authorizing the creation of Houston Civic Events Inc., a local government corporation, including: (1) the approval of a certificate of formation; (2) the initial bylaws of HCE's Board of Directors; (3) the authorization for the creation and development of a centralized depository wherein funds allocated for Civic Events may be accessed strictly for City produced special events; and (4) the confirmation of individuals nominated for appointment to HCE's Board of Directors, including the Board Chair.

The proposed Board of Directors has been selected from a cross section of the Houston community. These talented individuals encompass both the diversity of the city and direct knowledge of the special events industry, including sponsorship, marketing and event production

**Prior Council Action:**

Ord. 2013-1146, December 11, 2013

**Contact Information:**

Susan Christian, Director 832.393.0868

**ATTACHMENTS:**

Description	Type
📎 RCA	Signed Cover sheet
📎 MYR-Reso regarding Houston Civic Events, Inc. RESO	Backup Material

<p><b>SUBJECT:</b> A RESOLUTION AUTHORIZING THE CREATION OF HOUSTON CIVIC EVENTS, INC., A LOCAL GOVERNMENT CORPORATION; APPROVING THE CERTIFICATE OF FORMATION, THE INITIAL BY-LAWS AND A CENTRALIZED DESPOSITORY FOR FUNDS ALLOCATED FOR SPECIAL EVENTS; APPROVE THE INITIAL BOARD OF DIRECTORS AND CHAIR OF THE BOARD; AND, APPROVE OTHER PROVISIONS RELATING TO THE SUBJECT.</p>	<p><b>Category #</b></p>	<p><b>Page</b> 1 of 2</p>	<p><b>Agenda Item #</b></p>
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<p><b>FROM (Department or other point of origin):</b> Susan E. Christian, Director 832-393-0868 Mayor's Office of Special Events</p>	<p><b>Origination Date</b> 10/31/14</p>	<p><b>Agenda Date</b></p>
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<p><b>DIRECTOR'S SIGNATURE:</b> </p>	<p><b>Council District affected:</b>  All</p>
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<p><b>For additional information contact:</b> Rashaad V. Gambrell <b>Phone:</b> 832.393.6439</p>	<p><b>Date and identification of prior authorizing Council action:</b> Ord. 2013-1146, Dec. 11, 2013</p>
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**RECOMMENDATION: (Summary)**  
That City Council approve a resolution authorizing the creation of Houston Civic Events, Inc, a local government corporation, including approval of a certificate of formation, approval of initial bylaws, and approval of Board of Directors.

<p><b>Amount and Source of Funding:</b> N/A</p>	<p><b>Finance Budget:</b> N/A</p>
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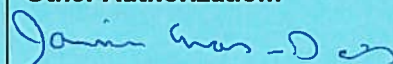
**SPECIFIC EXPLANATION:**

The Mayor's Office of Special Events (MOSE) promotes quality family-oriented entertainment for Houston citizens and visitors that enhances the image of the city and highlights Houston's diverse culture.

Houston is one of a handful of cities that recognizes the benefits of an organized Civic Celebration Program. The economic and social benefits of the program include: helping to bond communities through positive social interaction; providing both awareness and revenue to hundreds of local, regional and national non-profit organizations through event fund raising; creating a positive image of the City through regional and national event publicity; uplifting the economy by providing thousands of jobs created by the special event industry; filling hotel rooms, restaurants and bars through numerous destination events; generating parking revenue for the City as well as private industry; providing sales tax revenue; and, cost savings of City services realized through consolidated oversight and process improvement.

The administration believes MOSE can increase operational efficiencies and achieve greater transparency for special events by forming a component unit specifically for the purpose of accepting sponsorship funding and event revenues as identified in Chapter 25 of the Code of Ordinances and the distribution of Hotel Occupancy Tax funds as approved by City Council in December 2013.

Formation of Houston Civic Events Inc. (HCE) results in improved operating efficiencies, cost savings through the elimination of management fees on accounts held in Component Units and retention of interest and investment income.

<p><b>REQUIRED AUTHORIZATION</b></p>		
<p><b>Finance Director:</b> </p>	<p><b>Other Authorization:</b> </p>	<p><b>Other Authorization:</b></p>

**Subject:** A RESOLUTION AUTHORIZING THE CREATION OF HOUSTON CIVIC EVENTS, INC., A LOCAL GOVERNMENT CORPORATION; APPROVING THE CERTIFICATE OF FORMATION, THE INITIAL BY-LAWS AND A CENTRALIZED DESPOSITORY FOR FUNDS ALLOCATED FOR SPECIAL EVENTS; APPROVE THE INITIAL BOARD OF DIRECTORS AND CHAIR OF THE BOARD; AND, APPROVE OTHER PROVISIONS RELATING TO THE SUBJECT.

**Originator's  
Initials**

**Page  
2 of 2**

HCE will be a 501(c)3 non-profit, local government corporation and component unit created specifically to support the City's Civic Celebration Program. Under the existing structure, donations and sponsorship revenues received by MOSE are currently housed with two component units, Houston Parks Board, Inc. and Central Houston Civic Improvement, Inc. This change would be codified upon passage of the subsequent item.

It is recommended that City Council take action to approve the resolution authorizing the creation of Houston Civic Events Inc., a local government corporation, including: (1) the approval of a certificate of formation; (2) the initial bylaws of HCE's Board of Directors; (3) the authorization for the creation and development of a centralized depository wherein funds allocated for Civic Events may be accessed strictly for City produced special events; and (4) the confirmation of individuals nominated for appointment to HCE's Board of Directors, including the Board Chair.

The proposed Board of Directors has been selected from a cross section of the Houston community. These talented individuals encompass both the diversity of the city and direct knowledge of the special events industry, including sponsorship, marketing and event production, or other experience that would further the mission of the corporation.

**CITY OF HOUSTON RESOLUTION NO. 2014- \_\_\_\_\_**

**A RESOLUTION AUTHORIZING THE CREATION OF HOUSTON CIVIC EVENTS, INC., A LOCAL GOVERNMENT CORPORATION; APPROVING THE CERTIFICATE OF FORMATION; APPROVING THE INITIAL BYLAWS; APPOINTING THE INITIAL BOARD OF DIRECTORS AND CHAIR OF THE BOARD; AND CONTAINING OTHER PROVISIONS RELATING TO THE SUBJECT.**

\* \* \* \* \*

**WHEREAS**, the Texas Transportation Corporation Act, Chapter 431, Texas Transportation Code, as amended (the "Act"), authorizes the creation of a local government corporation to aid and act on behalf of a city to accomplish any governmental purpose of such city; and

**WHEREAS**, the Act requires that a local government corporation be created in accordance with the provisions of Chapter 394, Texas Local Government Code ("Chapter 394"); and

**WHEREAS**, the Act further requires that the local government corporation's Certificate of Formation and bylaws shall be in the form and be approved, executed, and filed in the manner prescribed by Chapter 394; and

**WHEREAS**, Chapter 394 requires, as a condition to the creation of a local government corporation, that at least three (3) or more persons who are residents of the city and are at least eighteen (18) years of age, submit a written application for the incorporation of the local government corporation; and

**WHEREAS**, the City Council of the City of Houston, Texas (the "City"), has determined that the City, through the Mayor's Civic Celebration Program administered by the Mayor's Office of Special Events, has a longstanding tradition of fostering, encouraging, promoting, producing and in some instances, sponsoring civic events in recognition of traditional national, state, and local holidays and other special events unique to the City through the Mayor's Office of Special Events;

**WHEREAS**, the City Council believes the continued growth of civic events in the City and the impact upon the resources of the Mayor's Office of Special Events have created a substantial need for the creation and development of a centralized repository wherein City funds allocated for civic celebrations may be accessed strictly for City produced or sponsored special events; and

**WHEREAS**, the City Council desires, as a governmental purpose of the City, to create a local government corporation to aid and act on behalf of the City to manage funds allocated to the City for use in City produced or sponsored civic events; and

**WHEREAS**, because local government corporations are not subject to City Charter, Article II, Section 17, the City may choose from time to time to enter into long-term contracts with such local government corporation for any length of term it so desires to enable such local government corporation to more fully and efficiently carry out its purposes; and

**WHEREAS**, there has been presented to and filed with City Council an application (the "Application," an accurate copy of which is attached hereto as Exhibit A-1) that meets the requirements of the Act and Chapter 394, requesting the creation of a local government corporation to be known as HOUSTON CIVIC EVENTS, INC., to aid and act on behalf of the City to accomplish such governmental purposes as prescribed in its Certificate of Formation; and

**WHEREAS**, the City Council desires to approve the Application for creation of HOUSTON CIVIC EVENTS, INC., approve its Certificate of Formation (attached hereto as Exhibit A), approve its Bylaws (attached hereto as Exhibit B), confirm the appointment of its Board of Directors and of the Chair of such Board of Directors, and take such other actions as the City Council deems appropriate; **NOW, THEREFORE;**

**BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF HOUSTON, TEXAS:**

**Section 1.**

(a) That the recitals of facts contained in the preamble of this Resolution are hereby found and declared to be true and correct and are adopted as part of this Resolution for all purposes.

(b) That City Council hereby finds, determines, recites and declares that it is wise, expedient, necessary and advisable that a local government corporation, to be named HOUSTON CIVIC EVENTS, INC. (the "Corporation"), be created to aid and act on behalf of the City to accomplish the City's governmental purpose of:

- 1) Managing, soliciting, investing, and overseeing the investment of solicited funds, gifts, donations and bequests for the use and benefit of the City in sponsoring special events and civic celebrations;
- 2) To review requests for and approve the expenditure of City funds for special events and civic celebrations using City funds in depository accounts held and managed by Houston Civic Events, Inc.;
- 3) To enter into contracts with the City upon such terms and conditions as the Board shall deem proper and efficient to carry out the powers and purposes of the Corporation; and
- 4) To contract for financial management and investment services and pay reasonable fees therefor from funds or other assets of the Corporation; and

- 5) To perform other duties as may be authorized by the Certificate of Formation or the Bylaws, if any, of the Corporation as approved by City Council.

(c) That accordingly, the creation and organization of the Corporation under the Act and Chapter 394 is hereby approved.

**Section 2.** That City Council hereby approves the Certificate of Formation of the Corporation in substantially the form attached hereto as Exhibit A and authorizes and directs the incorporators of the Corporation to file the Certificate of Formation with the Secretary of State of the State of Texas in the manner provided by law.

**Section 3.** That a person need not be a resident of the City in order to be appointed to the Board of Directors except that a person who is not a resident of the City may not be appointed to the Board of Directors if the appointment of that person would result in less than a majority of the Board of Directors being residents of the City. The City Council hereby confirms the appointment of the following eight (8) persons, appointed by position, each of whom is at least eighteen (18) years of age and the majority of whom are residents of the City, to serve as the initial members of the Board of Directors of the Corporation, as provided in the Certificate of Formation:

Position	Name	Address
1 (Chair)	Susan Young	1401 Richmond Avenue Houston, Texas 77006
2	Lisa Foronda	1415 California Street Houston, Texas 77006
3	Cyndy Garza Roberts	4301 Windfern Houston, Texas 77041
4	Kym King	1140 West Loop North Houston, Texas 77055
5	Stan Skadall	1200 Louisiana Street Houston, Texas 77002
6	Susan Strong Criner	2323 South Shepherd Houston, Texas 77019
7	Dr. Frazier Wilson	901 Louisiana Street Houston, Texas 77002
8	<i>See footnote</i> <sup>1</sup>	

**Section 4.** That the Director of the Mayor's Office of Special Events shall serve as an ex-officio, non-voting member of the Board.

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<sup>1</sup> Upon City Council's consideration and approval of this Resolution, it had not nominated and confirmed the appointment of an individual to Position 8 on the Board of Directors. City Council will take further action during a future City Council meeting to nominate and confirm the appointment of an individual to position 8 on the Board of Directors in a manner consistent with Rule 19, Section 2-2, of the City of Houston, Texas, Code of Ordinances.

**Section 5.** That the Mayor designates and City Council hereby confirms the appointment of Susan Young as Chair of the Corporation's Board of Directors.

**Section 6.** That City Council hereby approves the Bylaws of the Corporation in substantially the form attached hereto as Exhibit B.

**Section 7.** That City Council hereby directs and declares that the Certificate of Formation and the Bylaws of the Corporation may be amended at any time and from time to time by the Board of Directors of the Corporation with the approval of the City Council, and in accordance with the Act and Chapter 394.

**Section 8.** That City Council hereby directs that all current City funds allocated to special events that are held with a component unit of the city or another entity, including but not limited to the Houston Parks Board, Inc. and Central Houston Civic Improvement, Inc., shall be transferred to and deposited in such banks, trusts companies, or other depositories as the Board may select.

**Section 9.** That City Council hereby directs that the Corporation shall comply with the Open Meetings Act, Chapter 551, Texas Government Code and the Public Information Act, Chapter 552, Texas Government Code.

**Section 10.** That City Council hereby finds, determines and declares that, notwithstanding that the Corporation shall be a governmental unit to aid and act on behalf of the City to accomplish the City's governmental purpose described herein, the Corporation is not intended to be, nor shall it ever be deemed to be, a political subdivision of the State of Texas within the meaning of any constitutional or statutory provision, unless the constitutional or statutory provision specifically provides that a nonprofit local government corporation created pursuant to the Act is to be considered such a political subdivision.

**Section 11.** That Corporation is not a political subdivision or political authority of the State of Texas within the meaning of its Constitution and laws, including, without limitation, Article III, Section 52 of said Constitution, and no agreements, bonds, debts, or obligations of the Corporation are or shall ever be deemed to be the agreements, bonds, debts, or obligations, or the lending of credit, or a grant of public money or thing of value, of or by the City or any other political subdivision or authority or government agency of the State of Texas, or a pledge of the faith and credit of any of them. No action of the Corporation shall be deemed an action of the City or its agent or employee, nor shall this Resolution create a joint enterprise between the City and the Corporation.

**Section 12.** That if any provision, section, subsection, sentence, clause or phrase of this Resolution, or the application of the same to any person or set of circumstances, is for any reason held to be unconstitutional, void or invalid, the validity of the remaining portions of this Resolution or its application to other persons or other circumstances shall not be affected thereby, it being the intent of the City Council that no portion hereof or provision, or regulation contained herein, shall become inoperative or fail by reason of the

unconstitutionally, illegality or other invalidity of any portion hereof, and all provisions of this Resolution are declared to be severable for that purpose.

**Section 13.** That this Resolution shall take effect immediately upon its passage and approval by the Mayor; however, in the event that the Mayor fails to sign this Resolution within five (5) days after its passage and adoption, it shall take effect in accordance with Article VI, Section 6, Houston City Charter.

**PASSED AND APPROVED** this \_\_\_\_\_ day of \_\_\_\_\_, 2014

**ADOPTED** this \_\_\_\_\_ day of \_\_\_\_\_, 2014

\_\_\_\_\_  
Mayor of the City of Houston, Texas

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Resolution is \_\_\_\_\_, 2014.

\_\_\_\_\_  
Anna Russell, City Secretary

Prepared by: \_\_\_\_\_

RVG: 10/30/2014

Senior Assistant City Attorney

Requested by: Susan E. Christian, Director, Mayor's Office of Special Events

L.D. File No. 0421300083001

# **EXHIBIT A-1**



## CITY OF HOUSTON

Legal Department

# Interoffice Memorandum

**To:** Ms. Anna Russell, City Secretary

**From:** Rashaad V. Gambrell RVG  
Senior Assistant City Attorney

**Date:** October 30, 2014

**Subject:** Houston Civic Events, Inc. ("HCE")

Please be advised that the creation of HCE will require the filing of a Certificate of Formation with the Texas Secretary of State. See TEX. BUS. ORG. CODE § 3.001(a). However, as a local government corporation, HCE "may not be formed" unless a "written application" is "filed" with City Council (the "governing body") and City Council adopts a resolution making certain findings and approving the form of the proposed Certificate of Formation. See TEX. LOC. GOV'T CODE § 394.011(b). The statute does not specify the means of the filing or the form of the application.

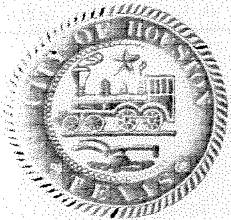
To help ensure compliance with these requirements, I have attached a letter addressed to you in your capacity as "custodian of all the papers and records of the [C]ouncil proceedings." The letter and its enclosures (the proposed Certificate of Formation and proposed Initial Bylaws of the Board of Directors) together constitute the "application" within the meaning of the statute.

The "application" and other related items are scheduled to be placed on the Wednesday, November 4, 2014, City Council Agenda.

As always, I appreciate your assistance. Please call me at 3-6439 if you have any questions.

### Attachments

- Cc: David M. Feldman (w/attachments)  
City Attorney
- Cc: Marta Crinejo (w/attachments)  
Agenda Director
- Cc: Susan E. Christian (w/attachments)  
Director, Mayor's Office of Special Events



# CITY OF HOUSTON

**Annise D. Parker**

Mayor

P.O. Box 1562  
Houston, Texas 77251-1562

Telephone – Dial 311  
[www.houstontx.gov](http://www.houstontx.gov)

October 13, 2014

**BY HAND DELIVERY**

Ms. Anna Russell  
City Secretary

Re: Certificate of Formation and Initial Bylaws for Houston Civic Events, Inc.

Dear Ms. Russell:

We the undersigned are the incorporators of Houston Civic Events, Inc., a local government corporation. In keeping with Section 2-67 of the City of Houston, Texas, Code of Ordinances, please accept for filing the enclosed Certificate of Formation and Initial Bylaws. Together with its enclosure, this letter constitutes an "Application" within the meaning of Section 394.011, Texas Local Government Code (made applicable to this matter by operation of Section 431.102(a), Texas Transportation Code).

We appreciate your assistance.

Very truly yours,

Janice Evans-Davis  
Chief Policy Officer and Director of Communications

Susan E. Christian  
Director, Mayor's Office of Special Events

Steven Kirkland  
Senior Assistant City Attorney

Enclosure

# **EXHIBIT A**

## **CERTIFICATE OF FORMATION FOR HOUSTON CIVIC EVENTS, INC.**

We, the undersigned natural persons of the age of eighteen (18) years or more, and residents of the City of Houston, Texas (the "City") acting as the incorporators of a corporation under the provisions of Subchapter D, Chapter 431 of the Texas Transportation Code, and Chapter 394 of the Texas Local Government Code, do hereby adopt the following Certificate of Formation for such corporation.

### **ARTICLE I. NAME**

The name of the entity is HOUSTON CIVIC EVENTS, INC., (hereinafter referred to as the "Corporation") which is being formed as a public, nonprofit corporation.

### **ARTICLE II. INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The name of the initial registered agent is Susan Christian, an individual resident of the State of Texas and the Director of the City of Houston Mayor's Office of Special Events. The business and registered office address of the initial registered agent is 901 Bagby, 1<sup>st</sup> Floor, Houston, Texas 77002. Ms. Christian has consented to this serve in the capacity as the initial registered agent of the Corporation.

### **ARTICLE III. BOARD OF DIRECTORS**

The management of the affairs of the corporation is vested in the board of directors ("Board"). The Board shall consist of individuals with a background, experience, and/or expertise in special events promotion or production or other experience that would further the mission of the Corporation. The number of Directors constituting the Board shall be eight (8). The Directors shall be appointed to designated positions on the Board. Positions One (1) through Seven (7) on the Board shall be filled by individuals appointed by the Mayor of the City and confirmed by Houston City Council ("City Council"). Position Eight (8) shall be filled by an individual nominated and confirmed by City Council.<sup>1</sup> The Director of the Mayor's Office of Special Events shall serve as an ex-officio, non-voting member of the Board. The names and addresses of the persons appointed by the Mayor and City Council to serve as the initial directors until their successors are elected and qualified are as follows:

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<sup>1</sup> Upon City Council's consideration and approval of this Resolution, it had not nominated and confirmed the appointment of an individual to Position 8 on the Board of Directors. City Council will take further action during a future City Council meeting to nominate and confirm the appointment of an individual to position 8 on the Board of Directors in a manner consistent with Rule 19, Section 2-2, of the City of Houston, Texas, Code of Ordinances.

<b>Position</b>	<b>Name</b>	<b>Address</b>
1 (Chair)	Susan Young	1401 Richmond Avenue Houston, Texas 77006
2	Lisa Foronda	1415 California Street Houston, Texas 77006
3	Cyndy Garza Roberts	4301 Windfern Houston, Texas 77041
4	Kym King	1140 West Loop North Houston, Texas 77055
5	Stan Skadall	1200 Louisiana Street Houston, Texas 77002
6	Susan Strong Criner	2323 South Shepherd Houston, Texas 77019
7	Dr. Frazier Wilson	901 Louisiana Street Houston, Texas 77002
8	See footnote <sup>2</sup> below	

#### **ARTICLE IV. NO MEMBERS; NO STOCK**

The Corporation will have no members and no stock.

The Corporation shall have no capital stock and no part of the net earnings of the Corporation shall inure in whole or in part to the benefit of, or be distributable to, any officer, director, or other individual having a personal or private interest in the activities of the Corporation, or to any person or organization other than an organization which is exempt from federal income taxation under Sections 501(c)(3) of the Code, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered, to make reimbursement for reasonable expense incurred in its behalf, and to make payments and distributions in furtherance of the purposes stated in Article 5 hereof.

#### **ARTICLE V. AUTHORIZED PURPOSES AND ACTIVITIES**

The Corporation is organized and will be operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. The Corporation is incorporated to aid and to act on behalf of the City to accomplish a governmental purpose of the City; namely, to receive and administer sponsorship funds and revenues from special events in support of the City's Civic Celebration Program. Within the scope of the foregoing purpose, the Corporation's more specific purposes are:

<sup>2</sup> See footnote 1 on page 1 of this Certificate of Formation.

1. To manage, solicit, invest, and oversee the investment of solicited funds, gifts, donations and bequests for the use and benefit of the City in sponsoring special events and civic celebrations;
2. To review requests for and approve the expenditure of City funds for special events and civic celebrations using City funds in depository accounts held and managed by Houston Civic Events, Inc.;
3. To enter into contracts with the City upon such terms and conditions as the Board shall deem proper and efficient to carry out the powers and purposes of the Corporation;
4. To contract for financial management and investment services and pay reasonable fees therefor from funds or other assets of the Corporation; and
5. To perform other duties as may be authorized by this Certificate of Formation or the Bylaws, if any, of the Corporation as approved by City Council.

In addition to the foregoing powers, the Board may contract for financial management and investment services and pay reasonable fees therefor from funds or other assets of the Corporation, provided that the Board shall exclude therefrom any solicited funds, gifts, donations or bequests when such payments would be contrary to the conditions of such solicited funds, gifts, donation or bequests. Upon request, the director of the City's Finance Department and the City Controller shall provide financial counseling and guidance to the Board. Additionally, the City Attorney shall provide legal services and representation to the Board.

Notwithstanding any other provision of this Certificate of Formation, the Corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future federal tax code, or by a Corporation the contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code or the corresponding provision of any future federal tax code.

## **ARTICLE VI. TAX MATTERS**

To conduct its affairs, the Corporation shall have and exercise any and all powers granted by the Business Organizations Code and the laws of the State of Texas, which may be necessary or convenient to carry out the purposes for which the Corporation is organized, provided such acts and powers are in furtherance of the charitable purposes of the Corporation and provided further that no substantial part of the activities of the Corporation shall be devoted to attempting to influence legislation by propaganda or otherwise, and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements with respect to) any political belief on behalf of or in opposition to any candidate for public office.

**ARTICLE VII. INCORPORATORS**

The name and addresses of the incorporators are as follows:

Name	Address
Janice Evans-Davis	City of Houston 901 Bagby, Houston, Texas 77002
Susan E. Christian	City of Houston 901 Bagby, Houston, Texas 77002
Steven Kirkland	City of Houston 900 Bagby, Houston, Texas 77002

**ARTICLE VIII. DISSOLUTION**

The Corporation may be dissolved in the manner prescribed by Section 394.026, Texas Local Government Code, provided that no certificate affecting a dissolution of the Corporation shall be executed without the prior consent of the City Council, as evidenced by a resolution approved a majority vote. Additionally, City Council may act to dissolve the Corporation upon a determination, evidenced by a resolution approved by a majority vote that the Corporation has acted in a manner or engaged in activities or conduct inconsistent with or contrary to the specific purpose for which the Corporation is organized and incorporated.

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purpose.

**ARTICLE IX. AMENDMENT**

The Corporation reserves the right to amend, alter, change, or repeal any provision contained in this Certificate of Formation or the Corporation's by-laws by the affirmative vote of a majority of the directors present at a meeting of the Board. However, no amendment to this Certificate of Formation shall be effective without the prior approval of City Council, as evidenced by a resolution approved by a majority vote. An application for an amendment to this Certificate of Formation or the Corporation's by-laws shall not be valid unless it is accompanied by written authorization from City Council approving the proposed amendment.

## ARTICLE X. DURATION

The duration of the Corporation is perpetual.

## ARTICLE XI. SPONSOR

A resolution approving the form of this Certificate of Formation was adopted by the City Council of the City of Houston, Texas on \_\_\_\_\_, 2014.

## ARTICLE XII. EFFECTIVE DATE; AUTHORIZATION TO FILE

This document becomes effective when it is filed by the Secretary of State.

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized to execute the filing instrument.

Date: \_\_\_\_\_

---

Janice Evans-Davis, Incorporator  
Chief Policy Officer and Director of  
Communication  
City of Houston  
901 Bagby  
Houston, Texas 77002

---

Susan E. Christian, Incorporator  
Director, Mayor's Office of Special  
Events  
City of Houston  
901 Bagby  
Houston, Texas 77002

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Steven Kirkland, Incorporator  
Senior Assistant City Attorney  
City of Houston  
900 Bagby  
Houston, Texas 77002

# **EXHIBIT B**

## BYLAWS OF HOUSTON CIVIC EVENTS, INC.

### ARTICLE I OFFICES

The principal office of Houston Civic Events, Inc. ("HCE Inc.") shall be located in Houston, Texas. HCE Inc. may have such offices, within the State of Texas, as it may determine or as the affairs of HCE Inc. require from time to time.

HCE Inc. shall have and continuously maintain, in the State of Texas, a registered office and a registered agent whose office is identical with such registered office, as required by the Texas Business Organizations Code. The registered office may be, but need not be identical with the principal office of HCE Inc. in the State of Texas, and the address of the registered office may be changed from time to time by the Board of Directors ("Board").

### ARTICLE II MEETINGS

**Section 1. Open Meetings.** Notwithstanding any provision to the contrary contained in these bylaws or in the certificate of formation or any amendments thereto, all meetings of HCE Inc.'s Board or any committee thereof, whether regular or special, shall be in conformity with the Texas Open Meetings Act, Chapter 551, Texas Government Code (the "Act").

**Section 2. Regular Quarterly Meeting.** At least one meeting of the Board shall be held in each quarter of the fiscal year, or at such time as designated by the Board. The purpose of the meeting(s) is for the transaction of any business as may come before the Board. If the day fixed for any quarterly meeting shall be on a legal holiday in the State of Texas, such meeting shall be held on the next succeeding business day.

**Section 3. Special Meetings.** Special meetings of the Board may be held at any time when called by any Board Director provided that notice is given to each Director in conformity with the Act.

**Section 4. Place of Meeting.** The Board may designate any place, within the City of Houston, Texas, as the place of meeting for any quarterly meeting of the members provided that such designation complies with the Act. If no designation is made or if a special meeting is otherwise called, the place of meeting shall be the registered office of HCE Inc. in Houston, Texas.

**Section 5. Notice of Meeting.** Notice of each meeting and items to be discussed at such meeting shall be provided in accordance with the Act.

**Section 6. Additional Notice.** Written or printed notice stating the place, day and hour of any meeting shall be delivered, either personally, or by postal or electronic mail, to each Director entitled to vote at such meeting, not less than seventy-two (72) hours nor more than thirty (30) days before the date of such meeting by or at the direction of the President, or the Secretary. If mailed the notice of the meeting shall be deemed to be delivered when deposited in the United States mail addressed to the Director at his/her address as it appears on the records of HCE Inc., with postage thereon prepaid.

**Section 7. Quorum of Directors.** A majority of the voting Directors of the Board shall constitute a quorum for the transaction of business. When a quorum is present at any meeting, a majority vote of the Directors in attendance shall decide any question brought before such meeting in the absence of any express provision to the contrary in these Bylaws.

### **ARTICLE III** **DIRECTORS**

**Section 1. Powers of the Directors.** The Directors of the Board shall have the entire management and control of the business of HCE Inc. In the management and control of the property, business and affairs of HCE Inc., the Board is hereby vested with all of the powers possessed by HCE Inc. itself so far as this delegation of authority is consistent with the laws of the State of Texas, with the certificate of formation of HCE Inc. or with these bylaws.

**Section 2. Number, Tenure and Qualifications.** The Board shall consist of eight (8) voting Directors (Positions 1 through 8). The Directors shall be appointed by the Mayor (Positions 1 through 7) of the City of Houston, Texas (the "City") and City Council (Position 8). Each position shall have a term of office of three years. The initial terms of office for Directors serving in Positions 1, 3, 5, and 7 shall expire on January 1, 2018 and on the same date on each third successive year thereafter. The initial terms of office for Directors serving in Positions 2, 4, 6, and 8 shall expire on January 1, 2019 and on the same date on each third successive year thereafter. Any subsequent appointments or reappointments shall be made by the Mayor and City Council in a manner consistent with the appointment and confirmation process prescribed in the HCE Inc. Certificate of Formation. To be qualified to serve as a Director, a person must be at least eighteen (18) years old. A majority of the Directors must be residents of the City. The Director of the Mayor's Office of Special Events shall serve as an ex-officio, non-voting member of the Board.

**Section 3. Vacancies.** In the event of a vacancy in Positions 1 through 7 on the Board, the Mayor shall appoint a successor who shall serve out the unexpired term of his or her predecessor. In the event of a vacancy in Position 8 on the Board, City Council shall appoint a successor who shall serve out the unexpired term of his or her predecessor.

**Section 4. Removal.** The Mayor may remove any Director serving in Positions 1 through 7 and City Council may remove the Director serving in Position 8 for the following reasons:

1. Four consecutive absences from the regular meetings of the Board;
2. Failure to abstain in votes or activities of HCE Inc., where direct or indirect conflicts of interest are, or may be involved; or
3. For conduct, whether or not resulting in a conviction, which impairs or brings discredit upon the Directors of HCE Inc.

**Section 5. Compensation.** Directors will not be compensated for their services as Directors; however, they will be reimbursed for reasonable and necessary expenses.

#### **ARTICLE IV** **OFFICERS**

**Section 1. Officers.** The officers of HCE Inc. shall consist of the Board Chair, a President, one or more Vice Presidents, a Secretary and a Treasurer. The Board may elect or appoint such other officers as it shall deem necessary and such officers shall have the authority and perform the duties prescribed from time to time by the Board.

**Section 2. Election and Term of Office.** Except for the Board Chair who is appointed by the Mayor, the officers of HCE Inc. shall be elected annually by the Board at the first regular quarterly meeting of the fiscal year of HCE Inc. If the election of officers is not held at such meeting, such election shall be held as soon thereafter as convenient. New offices may be created and filled at any meeting of the Board. Each officer shall hold office until his successor has been duly qualified and elected.

**Section 3. Removal.** Any officer elected by the Board may be removed by a majority vote of the Board whenever in its judgment the best interests of HCE Inc. would be served thereby. The Board Chair may only be removed by the Mayor.

**Section 4. Board Chair.** The Board Chair shall preside at all meetings of the Board. The Board Chair shall have and perform such other duties as may be prescribed by the Board from time to time.

**Section 5. President.** The President shall be the principal executive officer of HCE Inc. and shall in general supervise and control all of the business and affairs of HCE Inc. The President may sign, with the Secretary or any other proper officer of HCE Inc. authorized by the Board, any deeds, mortgages, bonds, contracts or other instruments which the Board has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board or by these bylaws, or by statute to some other officer or agent of HCE Inc.; and in general the President shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board from time to time.

**Section 6. Vice President.** In the absence of the President or in the event of the President's inability or refusal to act, the Vice President shall perform the duties of the President, and when acting shall have all the powers of and be subject to all the restrictions upon the President. The Vice President shall perform such other duties as from time to time may be assigned by the President or the Board.

**Section 7. Secretary.** The Secretary shall keep the minutes of the meetings of the Board in one or more books provided for that purpose; give all notices in accordance with the provisions of these bylaws or as required by law; be custodian of HCE Inc. records; keep a register of the post office address of each Director to be furnished to the Secretary by each Director; and in general, perform all the duties incident to the office of Secretary and the other such duties as from time to time may be assigned by the President or by the Board. The Secretary may delegate their duties to any individual designated as the Secretary's representative to carry out such duties.

**Section 8. Treasurer.** The Treasurer shall have charge and custody of and be responsible for all funds and securities of HCE Inc.; receive and give receipts for monies due and payable to HCE Inc. from any source whatsoever, and deposit all such monies in the name of HCE Inc. in such banks, trust companies, or other depositories as shall be selected in accordance with the provisions of these Bylaws; and in general, perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned by the President or by the Board.

**Section 9. Vacancies.** A vacancy in any office (other than the Board Chair) because of death, resignation, disqualification or otherwise, may be filled by the Board.

#### **ARTICLE V** **ANNUAL ACCOUNTING PERIOD**

The fiscal year of HCE Inc. shall conform to the fiscal year of the City.

#### **ARTICLE VI** **RESIGNATION**

Any Director or Officer may resign at any time. Such resignation shall be made in writing and shall take effect at the time specified therein, or if no time is specified, at the time of its receipt by the President.

#### **ARTICLE VII** **CONTRACTS, CHECKS, DEPOSITS AND FUNDS**

**Section 1. Contracts.** The Board may authorize any officer or officers, agent or agents of HCE Inc., in addition to the officers so authorized by these bylaws, to enter into any contract or execute an instrument in the name of and on behalf of HCE Inc., and such authority may be general or confined to specific instances.

**Section 2. Checks, Drafts, Orders, Notes and other Evidences of Indebtedness.**

All checks, drafts, or orders for the payment of money, notes or other evidences of indebtedness issued in the name of HCE Inc., shall be signed by such officer or officers, agents of HCE Inc. and in such manner as shall from time to time be determined by resolution of the Board. In the absence of such determination by the Board, such instruments shall be signed by two officers of HCE Inc.

**Section 3. Deposits.** All funds of HCE Inc. shall be deposited to the credit of HCE Inc. in such banks, trusts companies or other depositories as the Board may select and shall be held and managed in a manner consistent with Chapter 2256 of the Texas Government Code (the Public Funds Investment Act).

**Section 4. Financial and Accounting Procedures.** All HCE Inc. financial and accounting procedures shall be approved by the Director of the City of Houston Department of Finance ("Finance Director") and comply with the applicable provisions of Administrative Policy 2-10 ("AP 2-10").

**ARTICLE VIII**  
**BOOKS AND RECORDS**

**Section 1. Records.** HCE Inc. shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Board. HCE Inc. shall provide access to its books and records upon request by the Mayor, the Finance Director, or the City Controller in a manner consistent with Section 6.3.2.5 of AP 2-10. All books and records of HCE Inc. shall be available for public inspection in conformity with the Texas Public Information Act, Chapter 552, Texas Government Code.

**Section 2. Reports.** HCE Inc. shall provide an annual financial report to City Council as soon after the close of its fiscal year as practicable but not later than 90 days after the close of the fiscal year.

**Section 3. Audits.** HCE Inc. shall have an independent audit completed at the end of the fiscal year, by an auditor or accounting firm approved by the Board and the Finance Director. All audited financial statements shall be submitted to the City not later than 90 days after the close of the fiscal year.

**Section 4. Money from Private Donors.** If HCE Inc. receives any money from private donors, HCE Inc. shall provide a quarterly report to the Mayor, the Finance Director, or their designees, containing the name of the donor and the amount and purpose of the donation in a manner consistent with Section 6.3.2.8 of AP 2-10.

**Section 5. Assisting the Finance Director.** HCE, Inc. shall take such actions as necessary to enable the Finance Director to perform the duties imposed by Sections 6.4 and 6.5 of AP 2-10.

**Section 6. Cumulative effect.** The provisions of this article shall be cumulative of all applicable laws and City of Houston administrative policies and executive orders regarding generally accepted accounting principles and generally accepted government auditing standards applicable to Texas local government corporations.

**ARTICLE IX**  
**MISCELLANEOUS**

**Section 1. Amendments.** Any of these Bylaws may be altered, amended or repealed, and new Bylaws may be adopted at any regular, annual or special meeting of the Board by the affirmative vote of a majority of the Board; provided, however, that ten (10) days' written notice of such meeting and the proposed amendment must be given to each Director by the Secretary or other officer calling the meeting. Notwithstanding any contrary provision, no amendment to the certificate of formation, bylaws or other corporate instrument shall be effective without the prior approval of the Mayor and the City Council of the City.

**Section 2. Waiver of Notice.** Whenever any notice is required to be given under the provisions of the Texas Non-Profit Corporation Act or under the provisions of the articles of incorporation or the Bylaws of HCE Inc. a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein shall be deemed equivalent to the giving of such notice.

**These Initial Bylaws were approved at a meeting of the Board of Directors on the \_\_\_\_\_ day of \_\_\_\_\_, 2014.**

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

ALL

Item Creation Date: 10/7/2014

MYR-Reso regarding Houston Civic Events, Inc.

Agenda Item#: 38.

**Summary:**

RESOLUTION authorizing the creation of **HOUSTON CIVIC EVENTS, INC**, a Local Government Corporation; approving the Certificate of Formation; approving the initial By-Laws; appointing the initial Board of Directors and Chair of the Board - **TAGGED BY COUNCIL MEMBER LASTER**

This was Item 13 on Agenda of November 5, 2014

**Background:**

The Mayor's Office of Special Events (MOSE) promotes quality family-oriented entertainment for Houston citizens and visitors that enhances the image of the city and highlights Houston's diverse culture.

Houston is one of a handful of cities that recognizes the benefits of an organized Civic Celebration Program. The economic and social benefits of the program include: helping to bond communities through positive social interaction; providing both awareness and revenue to hundreds of local, regional and national non-profit organizations through event fund raising; creating a positive image of the City through regional and national event publicity; uplifting the economy by providing thousands of jobs created by the special event industry; filling hotel rooms, restaurants and bars through numerous destination events; generating parking revenue for the City as well as private industry; providing sales tax revenue; and, cost savings of City services realized through consolidated oversight and process improvement.

The administration believes MOSE can increase operational efficiencies and achieve greater transparency for special events by forming a component unit specifically for the purpose of accepting sponsorship funding and event revenues as identified in Chapter 25 of the Code of Ordinances and the distribution of Hotel Occupancy Tax funds as approved by City Council in December 2013.

Formation of Houston Civic Events Inc. (HCE) results in improved operating efficiencies, cost savings through the elimination of management fees on accounts held in Component Units and retention of interest and investment income

HCE will be a 501(c)3 non-profit, local government corporation and component unit created specifically to support the City's Civic Celebration Program. Under the existing structure, donations and sponsorship revenues received by MOSE are currently housed with two component units, Houston Parks Board, Inc. and Central Houston Civic Improvement, Inc. This change would be codified upon passage of the subsequent item.

It is recommended that City Council take action to approve the resolution authorizing the creation of Houston Civic Events Inc., a local government corporation, including: (1) the approval of a certificate of formation; (2) the initial bylaws of HCE's Board of Directors; (3) the authorization for the creation and development of a centralized depository wherein funds allocated for Civic Events may be accessed strictly for City produced special events; and (4) the confirmation of individuals nominated for appointment to HCE's Board of Directors, including the Board Chair.

The proposed Board of Directors has been selected from a cross section of the Houston community. These talented individuals encompass both the diversity of the city and direct knowledge of the special events industry, including sponsorship, marketing and event production

**Prior Council Action:**

Ord. 2013-1146, December 11,2013

**Contact Information:**

Susan Christian, Director 832.393.0868

**ATTACHMENTS:**

Description	Type
☐ RCA	Signed Cover sheet
☐ MYR-Reso regarding Houston Civic Events, Inc. RESO	Backup Material

<p><b>SUBJECT:</b> A RESOLUTION AUTHORIZING THE CREATION OF HOUSTON CIVIC EVENTS, INC., A LOCAL GOVERNMENT CORPORATION; APPROVING THE CERTIFICATE OF FORMATION, THE INITIAL BY-LAWS AND A CENTRALIZED DESPOSITORY FOR FUNDS ALLOCATED FOR SPECIAL EVENTS; APPROVE THE INITIAL BOARD OF DIRECTORS AND CHAIR OF THE BOARD; AND, APPROVE OTHER PROVISIONS RELATING TO THE SUBJECT.</p>	<p><b>Category #</b></p>	<p><b>Page</b> 1 of 2</p>	<p><b>Agenda Item #</b></p>
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<p><b>FROM (Department or other point of origin):</b> Susan E. Christian, Director 832-393-0868 Mayor's Office of Special Events</p>	<p><b>Origination Date</b> 10/31/14</p>	<p><b>Agenda Date</b></p>
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<p><b>DIRECTOR'S SIGNATURE:</b> </p>	<p><b>Council District affected:</b>  All</p>
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<p><b>For additional information contact:</b> Rashaad V. Gambrell <b>Phone:</b> 832.393.6439</p>	<p><b>Date and identification of prior authorizing Council action:</b> Ord. 2013-1146, Dec. 11, 2013</p>
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**RECOMMENDATION: (Summary)**  
That City Council approve a resolution authorizing the creation of Houston Civic Events, Inc, a local government corporation, including approval of a certificate of formation, approval of initial bylaws, and approval of Board of Directors.

<p><b>Amount and Source of Funding:</b> N/A</p>	<p><b>Finance Budget:</b> N/A</p>
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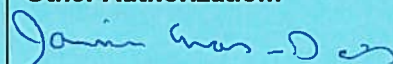
**SPECIFIC EXPLANATION:**

The Mayor's Office of Special Events (MOSE) promotes quality family-oriented entertainment for Houston citizens and visitors that enhances the image of the city and highlights Houston's diverse culture.

Houston is one of a handful of cities that recognizes the benefits of an organized Civic Celebration Program. The economic and social benefits of the program include: helping to bond communities through positive social interaction; providing both awareness and revenue to hundreds of local, regional and national non-profit organizations through event fund raising; creating a positive image of the City through regional and national event publicity; uplifting the economy by providing thousands of jobs created by the special event industry; filling hotel rooms, restaurants and bars through numerous destination events; generating parking revenue for the City as well as private industry; providing sales tax revenue; and, cost savings of City services realized through consolidated oversight and process improvement.

The administration believes MOSE can increase operational efficiencies and achieve greater transparency for special events by forming a component unit specifically for the purpose of accepting sponsorship funding and event revenues as identified in Chapter 25 of the Code of Ordinances and the distribution of Hotel Occupancy Tax funds as approved by City Council in December 2013.

Formation of Houston Civic Events Inc. (HCE) results in improved operating efficiencies, cost savings through the elimination of management fees on accounts held in Component Units and retention of interest and investment income.

<p><b>REQUIRED AUTHORIZATION</b></p>		
<p><b>Finance Director:</b> </p>	<p><b>Other Authorization:</b> </p>	<p><b>Other Authorization:</b></p>

**Subject:** A RESOLUTION AUTHORIZING THE CREATION OF HOUSTON CIVIC EVENTS, INC., A LOCAL GOVERNMENT CORPORATION; APPROVING THE CERTIFICATE OF FORMATION, THE INITIAL BY-LAWS AND A CENTRALIZED DESPOSITORY FOR FUNDS ALLOCATED FOR SPECIAL EVENTS; APPROVE THE INITIAL BOARD OF DIRECTORS AND CHAIR OF THE BOARD; AND, APPROVE OTHER PROVISIONS RELATING TO THE SUBJECT.

**Originator's  
Initials**

**Page  
2 of 2**

HCE will be a 501(c)3 non-profit, local government corporation and component unit created specifically to support the City's Civic Celebration Program. Under the existing structure, donations and sponsorship revenues received by MOSE are currently housed with two component units, Houston Parks Board, Inc. and Central Houston Civic Improvement, Inc. This change would be codified upon passage of the subsequent item.

It is recommended that City Council take action to approve the resolution authorizing the creation of Houston Civic Events Inc., a local government corporation, including: (1) the approval of a certificate of formation; (2) the initial bylaws of HCE's Board of Directors; (3) the authorization for the creation and development of a centralized depository wherein funds allocated for Civic Events may be accessed strictly for City produced special events; and (4) the confirmation of individuals nominated for appointment to HCE's Board of Directors, including the Board Chair.

The proposed Board of Directors has been selected from a cross section of the Houston community. These talented individuals encompass both the diversity of the city and direct knowledge of the special events industry, including sponsorship, marketing and event production, or other experience that would further the mission of the corporation.

**CITY OF HOUSTON RESOLUTION NO. 2014- \_\_\_\_\_**

**A RESOLUTION AUTHORIZING THE CREATION OF HOUSTON CIVIC EVENTS, INC., A LOCAL GOVERNMENT CORPORATION; APPROVING THE CERTIFICATE OF FORMATION; APPROVING THE INITIAL BYLAWS; APPOINTING THE INITIAL BOARD OF DIRECTORS AND CHAIR OF THE BOARD; AND CONTAINING OTHER PROVISIONS RELATING TO THE SUBJECT.**

\* \* \* \* \*

**WHEREAS**, the Texas Transportation Corporation Act, Chapter 431, Texas Transportation Code, as amended (the "Act"), authorizes the creation of a local government corporation to aid and act on behalf of a city to accomplish any governmental purpose of such city; and

**WHEREAS**, the Act requires that a local government corporation be created in accordance with the provisions of Chapter 394, Texas Local Government Code ("Chapter 394"); and

**WHEREAS**, the Act further requires that the local government corporation's Certificate of Formation and bylaws shall be in the form and be approved, executed, and filed in the manner prescribed by Chapter 394; and

**WHEREAS**, Chapter 394 requires, as a condition to the creation of a local government corporation, that at least three (3) or more persons who are residents of the city and are at least eighteen (18) years of age, submit a written application for the incorporation of the local government corporation; and

**WHEREAS**, the City Council of the City of Houston, Texas (the "City"), has determined that the City, through the Mayor's Civic Celebration Program administered by the Mayor's Office of Special Events, has a longstanding tradition of fostering, encouraging, promoting, producing and in some instances, sponsoring civic events in recognition of traditional national, state, and local holidays and other special events unique to the City through the Mayor's Office of Special Events;

**WHEREAS**, the City Council believes the continued growth of civic events in the City and the impact upon the resources of the Mayor's Office of Special Events have created a substantial need for the creation and development of a centralized repository wherein City funds allocated for civic celebrations may be accessed strictly for City produced or sponsored special events; and

**WHEREAS**, the City Council desires, as a governmental purpose of the City, to create a local government corporation to aid and act on behalf of the City to manage funds allocated to the City for use in City produced or sponsored civic events; and

**WHEREAS**, because local government corporations are not subject to City Charter, Article II, Section 17, the City may choose from time to time to enter into long-term contracts with such local government corporation for any length of term it so desires to enable such local government corporation to more fully and efficiently carry out its purposes; and

**WHEREAS**, there has been presented to and filed with City Council an application (the "Application," an accurate copy of which is attached hereto as Exhibit A-1) that meets the requirements of the Act and Chapter 394, requesting the creation of a local government corporation to be known as HOUSTON CIVIC EVENTS, INC., to aid and act on behalf of the City to accomplish such governmental purposes as prescribed in its Certificate of Formation; and

**WHEREAS**, the City Council desires to approve the Application for creation of HOUSTON CIVIC EVENTS, INC., approve its Certificate of Formation (attached hereto as Exhibit A), approve its Bylaws (attached hereto as Exhibit B), confirm the appointment of its Board of Directors and of the Chair of such Board of Directors, and take such other actions as the City Council deems appropriate; **NOW, THEREFORE**;

**BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF HOUSTON, TEXAS:**

**Section 1.**

(a) That the recitals of facts contained in the preamble of this Resolution are hereby found and declared to be true and correct and are adopted as part of this Resolution for all purposes.

(b) That City Council hereby finds, determines, recites and declares that it is wise, expedient, necessary and advisable that a local government corporation, to be named HOUSTON CIVIC EVENTS, INC. (the "Corporation"), be created to aid and act on behalf of the City to accomplish the City's governmental purpose of:

- 1) Managing, soliciting, investing, and overseeing the investment of solicited funds, gifts, donations and bequests for the use and benefit of the City in sponsoring special events and civic celebrations;
- 2) To review requests for and approve the expenditure of City funds for special events and civic celebrations using City funds in depository accounts held and managed by Houston Civic Events, Inc.;
- 3) To enter into contracts with the City upon such terms and conditions as the Board shall deem proper and efficient to carry out the powers and purposes of the Corporation; and
- 4) To contract for financial management and investment services and pay reasonable fees therefor from funds or other assets of the Corporation; and

- 5) To perform other duties as may be authorized by the Certificate of Formation or the Bylaws, if any, of the Corporation as approved by City Council.

(c) That accordingly, the creation and organization of the Corporation under the Act and Chapter 394 is hereby approved.

**Section 2.** That City Council hereby approves the Certificate of Formation of the Corporation in substantially the form attached hereto as Exhibit A and authorizes and directs the incorporators of the Corporation to file the Certificate of Formation with the Secretary of State of the State of Texas in the manner provided by law.

**Section 3.** That a person need not be a resident of the City in order to be appointed to the Board of Directors except that a person who is not a resident of the City may not be appointed to the Board of Directors if the appointment of that person would result in less than a majority of the Board of Directors being residents of the City. The City Council hereby confirms the appointment of the following eight (8) persons, appointed by position, each of whom is at least eighteen (18) years of age and the majority of whom are residents of the City, to serve as the initial members of the Board of Directors of the Corporation, as provided in the Certificate of Formation:

Position	Name	Address
1 (Chair)	Susan Young	1401 Richmond Avenue Houston, Texas 77006
2	Lisa Foronda	1415 California Street Houston, Texas 77006
3	Cyndy Garza Roberts	4301 Windfern Houston, Texas 77041
4	Kym King	1140 West Loop North Houston, Texas 77055
5	Stan Skadall	1200 Louisiana Street Houston, Texas 77002
6	Susan Strong Criner	2323 South Shepherd Houston, Texas 77019
7	Dr. Frazier Wilson	901 Louisiana Street Houston, Texas 77002
8	<i>See footnote</i> <sup>1</sup>	

**Section 4.** That the Director of the Mayor's Office of Special Events shall serve as an ex-officio, non-voting member of the Board.

---

<sup>1</sup> Upon City Council's consideration and approval of this Resolution, it had not nominated and confirmed the appointment of an individual to Position 8 on the Board of Directors. City Council will take further action during a future City Council meeting to nominate and confirm the appointment of an individual to position 8 on the Board of Directors in a manner consistent with Rule 19, Section 2-2, of the City of Houston, Texas, Code of Ordinances.

**Section 5.** That the Mayor designates and City Council hereby confirms the appointment of Susan Young as Chair of the Corporation's Board of Directors.

**Section 6.** That City Council hereby approves the Bylaws of the Corporation in substantially the form attached hereto as Exhibit B.

**Section 7.** That City Council hereby directs and declares that the Certificate of Formation and the Bylaws of the Corporation may be amended at any time and from time to time by the Board of Directors of the Corporation with the approval of the City Council, and in accordance with the Act and Chapter 394.

**Section 8.** That City Council hereby directs that all current City funds allocated to special events that are held with a component unit of the city or another entity, including but not limited to the Houston Parks Board, Inc. and Central Houston Civic Improvement, Inc., shall be transferred to and deposited in such banks, trusts companies, or other depositories as the Board may select.

**Section 9.** That City Council hereby directs that the Corporation shall comply with the Open Meetings Act, Chapter 551, Texas Government Code and the Public Information Act, Chapter 552, Texas Government Code.

**Section 10.** That City Council hereby finds, determines and declares that, notwithstanding that the Corporation shall be a governmental unit to aid and act on behalf of the City to accomplish the City's governmental purpose described herein, the Corporation is not intended to be, nor shall it ever be deemed to be, a political subdivision of the State of Texas within the meaning of any constitutional or statutory provision, unless the constitutional or statutory provision specifically provides that a nonprofit local government corporation created pursuant to the Act is to be considered such a political subdivision.

**Section 11.** That Corporation is not a political subdivision or political authority of the State of Texas within the meaning of its Constitution and laws, including, without limitation, Article III, Section 52 of said Constitution, and no agreements, bonds, debts, or obligations of the Corporation are or shall ever be deemed to be the agreements, bonds, debts, or obligations, or the lending of credit, or a grant of public money or thing of value, of or by the City or any other political subdivision or authority or government agency of the State of Texas, or a pledge of the faith and credit of any of them. No action of the Corporation shall be deemed an action of the City or its agent or employee, nor shall this Resolution create a joint enterprise between the City and the Corporation.

**Section 12.** That if any provision, section, subsection, sentence, clause or phrase of this Resolution, or the application of the same to any person or set of circumstances, is for any reason held to be unconstitutional, void or invalid, the validity of the remaining portions of this Resolution or its application to other persons or other circumstances shall not be affected thereby, it being the intent of the City Council that no portion hereof or provision, or regulation contained herein, shall become inoperative or fail by reason of the

unconstitutionally, illegality or other invalidity of any portion hereof, and all provisions of this Resolution are declared to be severable for that purpose.

**Section 13.** That this Resolution shall take effect immediately upon its passage and approval by the Mayor; however, in the event that the Mayor fails to sign this Resolution within five (5) days after its passage and adoption, it shall take effect in accordance with Article VI, Section 6, Houston City Charter.

**PASSED AND APPROVED** this \_\_\_\_\_ day of \_\_\_\_\_, 2014

**ADOPTED** this \_\_\_\_\_ day of \_\_\_\_\_, 2014

\_\_\_\_\_  
Mayor of the City of Houston, Texas

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Resolution is \_\_\_\_\_, 2014.

\_\_\_\_\_  
Anna Russell, City Secretary

Prepared by: \_\_\_\_\_

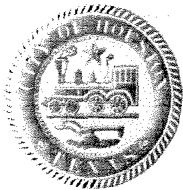
RVG: 10/30/2014

Senior Assistant City Attorney

Requested by: Susan E. Christian, Director, Mayor's Office of Special Events

L.D. File No. 0421300083001

# **EXHIBIT A-1**



## CITY OF HOUSTON

Legal Department

# Interoffice Memorandum

**To:** Ms. Anna Russell, City Secretary

**From:** Rashaad V. Gambrell RVG  
Senior Assistant City Attorney

**Date:** October 30, 2014

**Subject:** Houston Civic Events, Inc. ("HCE")

Please be advised that the creation of HCE will require the filing of a Certificate of Formation with the Texas Secretary of State. See TEX. BUS. ORG. CODE § 3.001(a). However, as a local government corporation, HCE "may not be formed" unless a "written application" is "filed" with City Council (the "governing body") and City Council adopts a resolution making certain findings and approving the form of the proposed Certificate of Formation. See TEX. LOC. GOV'T CODE § 394.011(b). The statute does not specify the means of the filing or the form of the application.

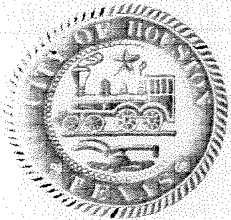
To help ensure compliance with these requirements, I have attached a letter addressed to you in your capacity as "custodian of all the papers and records of the [C]ouncil proceedings." The letter and its enclosures (the proposed Certificate of Formation and proposed Initial Bylaws of the Board of Directors) together constitute the "application" within the meaning of the statute.

The "application" and other related items are scheduled to be placed on the Wednesday, November 4, 2014, City Council Agenda.

As always, I appreciate your assistance. Please call me at 3-6439 if you have any questions.

### Attachments

- Cc: David M. Feldman (w/attachments)  
City Attorney
- Cc: Marta Crinejo (w/attachments)  
Agenda Director
- Cc: Susan E. Christian (w/attachments)  
Director, Mayor's Office of Special Events



# CITY OF HOUSTON

**Annise D. Parker**

Mayor

P.O. Box 1562  
Houston, Texas 77251-1562

Telephone – Dial 311  
[www.houstontx.gov](http://www.houstontx.gov)

October 13, 2014

**BY HAND DELIVERY**

Ms. Anna Russell  
City Secretary

Re: Certificate of Formation and Initial Bylaws for Houston Civic Events, Inc.

Dear Ms. Russell:

We the undersigned are the incorporators of Houston Civic Events, Inc., a local government corporation. In keeping with Section 2-67 of the City of Houston, Texas, Code of Ordinances, please accept for filing the enclosed Certificate of Formation and Initial Bylaws. Together with its enclosure, this letter constitutes an "Application" within the meaning of Section 394.011, Texas Local Government Code (made applicable to this matter by operation of Section 431.102(a), Texas Transportation Code).

We appreciate your assistance.

Very truly yours,

Janice Evans-Davis  
Chief Policy Officer and Director of Communications

Susan E. Christian  
Director, Mayor's Office of Special Events

Steven Kirkland  
Senior Assistant City Attorney

Enclosure

# **EXHIBIT A**

## **CERTIFICATE OF FORMATION FOR HOUSTON CIVIC EVENTS, INC.**

We, the undersigned natural persons of the age of eighteen (18) years or more, and residents of the City of Houston, Texas (the "City") acting as the incorporators of a corporation under the provisions of Subchapter D, Chapter 431 of the Texas Transportation Code, and Chapter 394 of the Texas Local Government Code, do hereby adopt the following Certificate of Formation for such corporation.

### **ARTICLE I. NAME**

The name of the entity is HOUSTON CIVIC EVENTS, INC., (hereinafter referred to as the "Corporation") which is being formed as a public, nonprofit corporation.

### **ARTICLE II. INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The name of the initial registered agent is Susan Christian, an individual resident of the State of Texas and the Director of the City of Houston Mayor's Office of Special Events. The business and registered office address of the initial registered agent is 901 Bagby, 1<sup>st</sup> Floor, Houston, Texas 77002. Ms. Christian has consented to this serve in the capacity as the initial registered agent of the Corporation.

### **ARTICLE III. BOARD OF DIRECTORS**

The management of the affairs of the corporation is vested in the board of directors ("Board"). The Board shall consist of individuals with a background, experience, and/or expertise in special events promotion or production or other experience that would further the mission of the Corporation. The number of Directors constituting the Board shall be eight (8). The Directors shall be appointed to designated positions on the Board. Positions One (1) through Seven (7) on the Board shall be filled by individuals appointed by the Mayor of the City and confirmed by Houston City Council ("City Council"). Position Eight (8) shall be filled by an individual nominated and confirmed by City Council.<sup>1</sup> The Director of the Mayor's Office of Special Events shall serve as an ex-officio, non-voting member of the Board. The names and addresses of the persons appointed by the Mayor and City Council to serve as the initial directors until their successors are elected and qualified are as follows:

---

<sup>1</sup> Upon City Council's consideration and approval of this Resolution, it had not nominated and confirmed the appointment of an individual to Position 8 on the Board of Directors. City Council will take further action during a future City Council meeting to nominate and confirm the appointment of an individual to position 8 on the Board of Directors in a manner consistent with Rule 19, Section 2-2, of the City of Houston, Texas, Code of Ordinances.

<b>Position</b>	<b>Name</b>	<b>Address</b>
1 (Chair)	Susan Young	1401 Richmond Avenue Houston, Texas 77006
2	Lisa Foronda	1415 California Street Houston, Texas 77006
3	Cyndy Garza Roberts	4301 Windfern Houston, Texas 77041
4	Kym King	1140 West Loop North Houston, Texas 77055
5	Stan Skadall	1200 Louisiana Street Houston, Texas 77002
6	Susan Strong Criner	2323 South Shepherd Houston, Texas 77019
7	Dr. Frazier Wilson	901 Louisiana Street Houston, Texas 77002
8	See footnote <sup>2</sup> below	

#### **ARTICLE IV. NO MEMBERS; NO STOCK**

The Corporation will have no members and no stock.

The Corporation shall have no capital stock and no part of the net earnings of the Corporation shall inure in whole or in part to the benefit of, or be distributable to, any officer, director, or other individual having a personal or private interest in the activities of the Corporation, or to any person or organization other than an organization which is exempt from federal income taxation under Sections 501(c)(3) of the Code, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered, to make reimbursement for reasonable expense incurred in its behalf, and to make payments and distributions in furtherance of the purposes stated in Article 5 hereof.

#### **ARTICLE V. AUTHORIZED PURPOSES AND ACTIVITIES**

The Corporation is organized and will be operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. The Corporation is incorporated to aid and to act on behalf of the City to accomplish a governmental purpose of the City; namely, to receive and administer sponsorship funds and revenues from special events in support of the City's Civic Celebration Program. Within the scope of the foregoing purpose, the Corporation's more specific purposes are:

<sup>2</sup> See footnote 1 on page 1 of this Certificate of Formation.

1. To manage, solicit, invest, and oversee the investment of solicited funds, gifts, donations and bequests for the use and benefit of the City in sponsoring special events and civic celebrations;
2. To review requests for and approve the expenditure of City funds for special events and civic celebrations using City funds in depository accounts held and managed by Houston Civic Events, Inc.;
3. To enter into contracts with the City upon such terms and conditions as the Board shall deem proper and efficient to carry out the powers and purposes of the Corporation;
4. To contract for financial management and investment services and pay reasonable fees therefor from funds or other assets of the Corporation; and
5. To perform other duties as may be authorized by this Certificate of Formation or the Bylaws, if any, of the Corporation as approved by City Council.

In addition to the foregoing powers, the Board may contract for financial management and investment services and pay reasonable fees therefor from funds or other assets of the Corporation, provided that the Board shall exclude therefrom any solicited funds, gifts, donations or bequests when such payments would be contrary to the conditions of such solicited funds, gifts, donation or bequests. Upon request, the director of the City's Finance Department and the City Controller shall provide financial counseling and guidance to the Board. Additionally, the City Attorney shall provide legal services and representation to the Board.

Notwithstanding any other provision of this Certificate of Formation, the Corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future federal tax code, or by a Corporation the contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code or the corresponding provision of any future federal tax code.

#### **ARTICLE VI. TAX MATTERS**

To conduct its affairs, the Corporation shall have and exercise any and all powers granted by the Business Organizations Code and the laws of the State of Texas, which may be necessary or convenient to carry out the purposes for which the Corporation is organized, provided such acts and powers are in furtherance of the charitable purposes of the Corporation and provided further that no substantial part of the activities of the Corporation shall be devoted to attempting to influence legislation by propaganda or otherwise, and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements with respect to) any political belief on behalf of or in opposition to any candidate for public office.

**ARTICLE VII. INCORPORATORS**

The name and addresses of the incorporators are as follows:

Name	Address
Janice Evans-Davis	City of Houston 901 Bagby, Houston, Texas 77002
Susan E. Christian	City of Houston 901 Bagby, Houston, Texas 77002
Steven Kirkland	City of Houston 900 Bagby, Houston, Texas 77002

**ARTICLE VIII. DISSOLUTION**

The Corporation may be dissolved in the manner prescribed by Section 394.026, Texas Local Government Code, provided that no certificate affecting a dissolution of the Corporation shall be executed without the prior consent of the City Council, as evidenced by a resolution approved a majority vote. Additionally, City Council may act to dissolve the Corporation upon a determination, evidenced by a resolution approved by a majority vote that the Corporation has acted in a manner or engaged in activities or conduct inconsistent with or contrary to the specific purpose for which the Corporation is organized and incorporated.

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purpose.

**ARTICLE IX. AMENDMENT**

The Corporation reserves the right to amend, alter, change, or repeal any provision contained in this Certificate of Formation or the Corporation's by-laws by the affirmative vote of a majority of the directors present at a meeting of the Board. However, no amendment to this Certificate of Formation shall be effective without the prior approval of City Council, as evidenced by a resolution approved by a majority vote. An application for an amendment to this Certificate of Formation or the Corporation's by-laws shall not be valid unless it is accompanied by written authorization from City Council approving the proposed amendment.

**ARTICLE X. DURATION**

The duration of the Corporation is perpetual.

**ARTICLE XI. SPONSOR**

A resolution approving the form of this Certificate of Formation was adopted by the City Council of the City of Houston, Texas on \_\_\_\_\_, 2014.

**ARTICLE XII. EFFECTIVE DATE; AUTHORIZATION TO FILE**

This document becomes effective when it is filed by the Secretary of State.

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized to execute the filing instrument.

Date: \_\_\_\_\_

\_\_\_\_\_  
Janice Evans-Davis, Incorporator  
Chief Policy Officer and Director of  
Communication  
City of Houston  
901 Bagby  
Houston, Texas 77002

\_\_\_\_\_  
Susan E. Christian, Incorporator  
Director, Mayor's Office of Special  
Events  
City of Houston  
901 Bagby  
Houston, Texas 77002

\_\_\_\_\_  
Steven Kirkland, Incorporator  
Senior Assistant City Attorney  
City of Houston  
900 Bagby  
Houston, Texas 77002

# **EXHIBIT B**

## BYLAWS OF HOUSTON CIVIC EVENTS, INC.

### ARTICLE I OFFICES

The principal office of Houston Civic Events, Inc. ("HCE Inc.") shall be located in Houston, Texas. HCE Inc. may have such offices, within the State of Texas, as it may determine or as the affairs of HCE Inc. require from time to time.

HCE Inc. shall have and continuously maintain, in the State of Texas, a registered office and a registered agent whose office is identical with such registered office, as required by the Texas Business Organizations Code. The registered office may be, but need not be identical with the principal office of HCE Inc. in the State of Texas, and the address of the registered office may be changed from time to time by the Board of Directors ("Board").

### ARTICLE II MEETINGS

**Section 1. Open Meetings.** Notwithstanding any provision to the contrary contained in these bylaws or in the certificate of formation or any amendments thereto, all meetings of HCE Inc.'s Board or any committee thereof, whether regular or special, shall be in conformity with the Texas Open Meetings Act, Chapter 551, Texas Government Code (the "Act").

**Section 2. Regular Quarterly Meeting.** At least one meeting of the Board shall be held in each quarter of the fiscal year, or at such time as designated by the Board. The purpose of the meeting(s) is for the transaction of any business as may come before the Board. If the day fixed for any quarterly meeting shall be on a legal holiday in the State of Texas, such meeting shall be held on the next succeeding business day.

**Section 3. Special Meetings.** Special meetings of the Board may be held at any time when called by any Board Director provided that notice is given to each Director in conformity with the Act.

**Section 4. Place of Meeting.** The Board may designate any place, within the City of Houston, Texas, as the place of meeting for any quarterly meeting of the members provided that such designation complies with the Act. If no designation is made or if a special meeting is otherwise called, the place of meeting shall be the registered office of HCE Inc. in Houston, Texas.

**Section 5. Notice of Meeting.** Notice of each meeting and items to be discussed at such meeting shall be provided in accordance with the Act.

**Section 6. Additional Notice.** Written or printed notice stating the place, day and hour of any meeting shall be delivered, either personally, or by postal or electronic mail, to each Director entitled to vote at such meeting, not less than seventy-two (72) hours nor more than thirty (30) days before the date of such meeting by or at the direction of the President, or the Secretary. If mailed the notice of the meeting shall be deemed to be delivered when deposited in the United States mail addressed to the Director at his/her address as it appears on the records of HCE Inc., with postage thereon prepaid.

**Section 7. Quorum of Directors.** A majority of the voting Directors of the Board shall constitute a quorum for the transaction of business. When a quorum is present at any meeting, a majority vote of the Directors in attendance shall decide any question brought before such meeting in the absence of any express provision to the contrary in these Bylaws.

### **ARTICLE III** **DIRECTORS**

**Section 1. Powers of the Directors.** The Directors of the Board shall have the entire management and control of the business of HCE Inc. In the management and control of the property, business and affairs of HCE Inc., the Board is hereby vested with all of the powers possessed by HCE Inc. itself so far as this delegation of authority is consistent with the laws of the State of Texas, with the certificate of formation of HCE Inc. or with these bylaws.

**Section 2. Number, Tenure and Qualifications.** The Board shall consist of eight (8) voting Directors (Positions 1 through 8). The Directors shall be appointed by the Mayor (Positions 1 through 7) of the City of Houston, Texas (the "City") and City Council (Position 8). Each position shall have a term of office of three years. The initial terms of office for Directors serving in Positions 1, 3, 5, and 7 shall expire on January 1, 2018 and on the same date on each third successive year thereafter. The initial terms of office for Directors serving in Positions 2, 4, 6, and 8 shall expire on January 1, 2019 and on the same date on each third successive year thereafter. Any subsequent appointments or reappointments shall be made by the Mayor and City Council in a manner consistent with the appointment and confirmation process prescribed in the HCE Inc. Certificate of Formation. To be qualified to serve as a Director, a person must be at least eighteen (18) years old. A majority of the Directors must be residents of the City. The Director of the Mayor's Office of Special Events shall serve as an ex-officio, non-voting member of the Board.

**Section 3. Vacancies.** In the event of a vacancy in Positions 1 through 7 on the Board, the Mayor shall appoint a successor who shall serve out the unexpired term of his or her predecessor. In the event of a vacancy in Position 8 on the Board, City Council shall appoint a successor who shall serve out the unexpired term of his or her predecessor.

**Section 4. Removal.** The Mayor may remove any Director serving in Positions 1 through 7 and City Council may remove the Director serving in Position 8 for the following reasons:

1. Four consecutive absences from the regular meetings of the Board;
2. Failure to abstain in votes or activities of HCE Inc., where direct or indirect conflicts of interest are, or may be involved; or
3. For conduct, whether or not resulting in a conviction, which impairs or brings discredit upon the Directors of HCE Inc.

**Section 5. Compensation.** Directors will not be compensated for their services as Directors; however, they will be reimbursed for reasonable and necessary expenses.

#### **ARTICLE IV** **OFFICERS**

**Section 1. Officers.** The officers of HCE Inc. shall consist of the Board Chair, a President, one or more Vice Presidents, a Secretary and a Treasurer. The Board may elect or appoint such other officers as it shall deem necessary and such officers shall have the authority and perform the duties prescribed from time to time by the Board.

**Section 2. Election and Term of Office.** Except for the Board Chair who is appointed by the Mayor, the officers of HCE Inc. shall be elected annually by the Board at the first regular quarterly meeting of the fiscal year of HCE Inc. If the election of officers is not held at such meeting, such election shall be held as soon thereafter as convenient. New offices may be created and filled at any meeting of the Board. Each officer shall hold office until his successor has been duly qualified and elected.

**Section 3. Removal.** Any officer elected by the Board may be removed by a majority vote of the Board whenever in its judgment the best interests of HCE Inc. would be served thereby. The Board Chair may only be removed by the Mayor.

**Section 4. Board Chair.** The Board Chair shall preside at all meetings of the Board. The Board Chair shall have and perform such other duties as may be prescribed by the Board from time to time.

**Section 5. President.** The President shall be the principal executive officer of HCE Inc. and shall in general supervise and control all of the business and affairs of HCE Inc. The President may sign, with the Secretary or any other proper officer of HCE Inc. authorized by the Board, any deeds, mortgages, bonds, contracts or other instruments which the Board has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board or by these bylaws, or by statute to some other officer or agent of HCE Inc.; and in general the President shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board from time to time.

**Section 6. Vice President.** In the absence of the President or in the event of the President's inability or refusal to act, the Vice President shall perform the duties of the President, and when acting shall have all the powers of and be subject to all the restrictions upon the President. The Vice President shall perform such other duties as from time to time may be assigned by the President or the Board.

**Section 7. Secretary.** The Secretary shall keep the minutes of the meetings of the Board in one or more books provided for that purpose; give all notices in accordance with the provisions of these bylaws or as required by law; be custodian of HCE Inc. records; keep a register of the post office address of each Director to be furnished to the Secretary by each Director; and in general, perform all the duties incident to the office of Secretary and the other such duties as from time to time may be assigned by the President or by the Board. The Secretary may delegate their duties to any individual designated as the Secretary's representative to carry out such duties.

**Section 8. Treasurer.** The Treasurer shall have charge and custody of and be responsible for all funds and securities of HCE Inc.; receive and give receipts for monies due and payable to HCE Inc. from any source whatsoever, and deposit all such monies in the name of HCE Inc. in such banks, trust companies, or other depositories as shall be selected in accordance with the provisions of these Bylaws; and in general, perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned by the President or by the Board.

**Section 9. Vacancies.** A vacancy in any office (other than the Board Chair) because of death, resignation, disqualification or otherwise, may be filled by the Board.

#### **ARTICLE V** **ANNUAL ACCOUNTING PERIOD**

The fiscal year of HCE Inc. shall conform to the fiscal year of the City.

#### **ARTICLE VI** **RESIGNATION**

Any Director or Officer may resign at any time. Such resignation shall be made in writing and shall take effect at the time specified therein, or if no time is specified, at the time of its receipt by the President.

#### **ARTICLE VII** **CONTRACTS, CHECKS, DEPOSITS AND FUNDS**

**Section 1. Contracts.** The Board may authorize any officer or officers, agent or agents of HCE Inc., in addition to the officers so authorized by these bylaws, to enter into any contract or execute an instrument in the name of and on behalf of HCE Inc., and such authority may be general or confined to specific instances.

**Section 2. Checks, Drafts, Orders, Notes and other Evidences of Indebtedness.**

All checks, drafts, or orders for the payment of money, notes or other evidences of indebtedness issued in the name of HCE Inc., shall be signed by such officer or officers, agents of HCE Inc. and in such manner as shall from time to time be determined by resolution of the Board. In the absence of such determination by the Board, such instruments shall be signed by two officers of HCE Inc.

**Section 3. Deposits.** All funds of HCE Inc. shall be deposited to the credit of HCE Inc. in such banks, trusts companies or other depositories as the Board may select and shall be held and managed in a manner consistent with Chapter 2256 of the Texas Government Code (the Public Funds Investment Act).

**Section 4. Financial and Accounting Procedures.** All HCE Inc. financial and accounting procedures shall be approved by the Director of the City of Houston Department of Finance ("Finance Director") and comply with the applicable provisions of Administrative Policy 2-10 ("AP 2-10").

**ARTICLE VIII**  
**BOOKS AND RECORDS**

**Section 1. Records.** HCE Inc. shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Board. HCE Inc. shall provide access to its books and records upon request by the Mayor, the Finance Director, or the City Controller in a manner consistent with Section 6.3.2.5 of AP 2-10. All books and records of HCE Inc. shall be available for public inspection in conformity with the Texas Public Information Act, Chapter 552, Texas Government Code.

**Section 2. Reports.** HCE Inc. shall provide an annual financial report to City Council as soon after the close of its fiscal year as practicable but not later than 90 days after the close of the fiscal year.

**Section 3. Audits.** HCE Inc. shall have an independent audit completed at the end of the fiscal year, by an auditor or accounting firm approved by the Board and the Finance Director. All audited financial statements shall be submitted to the City not later than 90 days after the close of the fiscal year.

**Section 4. Money from Private Donors.** If HCE Inc. receives any money from private donors, HCE Inc. shall provide a quarterly report to the Mayor, the Finance Director, or their designees, containing the name of the donor and the amount and purpose of the donation in a manner consistent with Section 6.3.2.8 of AP 2-10.

**Section 5. Assisting the Finance Director.** HCE, Inc. shall take such actions as necessary to enable the Finance Director to perform the duties imposed by Sections 6.4 and 6.5 of AP 2-10.

**Section 6. Cumulative effect.** The provisions of this article shall be cumulative of all applicable laws and City of Houston administrative policies and executive orders regarding generally accepted accounting principles and generally accepted government auditing standards applicable to Texas local government corporations.

**ARTICLE IX**  
**MISCELLANEOUS**

**Section 1. Amendments.** Any of these Bylaws may be altered, amended or repealed, and new Bylaws may be adopted at any regular, annual or special meeting of the Board by the affirmative vote of a majority of the Board; provided, however, that ten (10) days' written notice of such meeting and the proposed amendment must be given to each Director by the Secretary or other officer calling the meeting. Notwithstanding any contrary provision, no amendment to the certificate of formation, bylaws or other corporate instrument shall be effective without the prior approval of the Mayor and the City Council of the City.

**Section 2. Waiver of Notice.** Whenever any notice is required to be given under the provisions of the Texas Non-Profit Corporation Act or under the provisions of the articles of incorporation or the Bylaws of HCE Inc. a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein shall be deemed equivalent to the giving of such notice.

**These Initial Bylaws were approved at a meeting of the Board of Directors on the \_\_\_\_\_ day of \_\_\_\_\_, 2014.**

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

ALL

Item Creation Date: 10/22/2014

MYR-Ordinance amending Section 25-18 of the City Code (Special Events Accounting Practices)

Agenda Item#: 39.

**Summary:**

ORDINANCE **AMENDING SECTION 25-18 OF THE CODE OF ORDINANCES, HOUSTON, TEXAS**, relating to Special Events Accounting Practices; containing findings and other provisions relating to the foregoing subject; providing for severability

**This item should only be considered upon passage of Item 38 above**

**TAGGED BY COUNCIL MEMBER LASTER**

This was Item 14 on Agenda of November 5, 2014

**Background:**

Upon City Council approval of a Resolution authorizing the creation of Houston Civic Events, Inc., a local government corporation, it is recommended that City Council approve minor amendments to Chapter 25-18 of the Code of Ordinances (Special Events Accounting Practices).

Section 25-18 of the Code of Ordinances, Houston, Texas, ("City Code") contains the provisions applicable to the City's special events accounting practices and currently provides, in part, that except where expressly provided otherwise, that the Director of the Mayor's Office of Special Events shall deposit all special event revenues with any component unit related to or associated with the special event.

Section 8 of the Resolution contains express language whereby City Council directed all current City funds allocated to special events held with a component unit of the City or another entity including but not limited to the Houston Parks Board, Inc., and Central Houston Civic Improvement, Inc. be transferred to and deposited into such banks, trust companies or other depositories as the Houston Civic Events, Inc. Board of Directors sees fit.

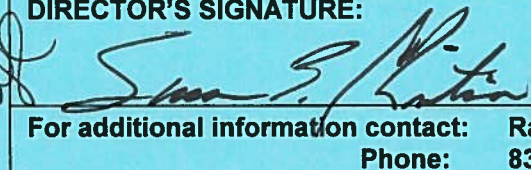


Thus, it is recommended that City Council take action to amend Section 25-18 of the City Code in a manner consistent with the intent of Section 8 of the Resolution to ensure that all City funds allocated to and associated with special events be transferred and deposited in such banks, trust companies or other depositories held and managed by Houston Civic Events, Inc.

**Contact Information:**

Susan Christian, Director 832.393.0868

**ATTACHMENTS:**

Description	Type
☐ RCA	Signed Cover sheet
☐ Ordinance amending Sec. 25-18 of the City Code re: Special Events Accounting Practices	Ordinance/Resolution/Motion

<b>SUBJECT:</b> AN ORDINANCE AMENDING SECTION 25-18 OF THE CODE OF ORDINANCES, HOUSTON, TEXAS RELATING TO SPECIAL EVENTS ACCOUNTING PRACTICES; CONTAINING FINDINGS AND OTHER PROVISIONS RELATING TO THE FOREGOING SUBJECT; PROVIDING FOR SEVERABILITY; AND DECLARING AN EMERGENCY.		<b>Category #</b>	<b>Page</b> 1 of 1	<b>Agenda Item #</b>
<b>FROM (Department or other point of origin):</b> Susan E. Christian, Director 832-393-0868 Mayor's Office of Special Events		<b>Origination Date</b> 10/31/14	<b>Agenda Date</b>	
<b>DIRECTOR'S SIGNATURE:</b> 		<b>Council District affected:</b> All		
<b>For additional information contact:</b> Rashaad V. Gambrell Phone: 832.393.6439		<b>Date and identification of prior authorizing Council action:</b> N/A		
<b>RECOMMENDATION: (Summary)</b>  That City Council approve an ordinance revising Chapter 25 of the Code of Ordinances, Houston, Texas, relating to the management of special events funds.				
<b>Amount and Source of Funding:</b> N/A		<b>Finance Budget:</b> N/A		
<b>SPECIFIC EXPLANATION:</b>  Upon City Council approval of a Resolution authorizing the creation of Houston Civic Events, Inc., a local government corporation, it is recommended that City Council approve minor amendments to Chapter 25-18 of the Code of Ordinances (Special Events Accounting Practices).  Section 25-18 of the Code of Ordinances, Houston, Texas, ("City Code") contains the provisions applicable to the City's special events accounting practices and currently provides, in part, that except where expressly provided otherwise, that the Director of the Mayor's Office of Special Events shall deposit all special event revenues with any component unit related to or associated with the special event.  Section 8 of the Resolution contains express language whereby City Council directed all current City funds allocated to special events held with a component unit of the City or another entity including but not limited to the Houston Parks Board, Inc., and Central Houston Civic Improvement, Inc. be transferred to and deposited into such banks, trust companies or other depositories as the Houston Civic Events, Inc. Board of Directors sees fit.  Thus, it is recommended that City Council take action to amend Section 25-18 of the City Code in a manner consistent with the intent of Section 8 of the Resolution to ensure that all City funds allocated to and associated with special events be transferred and deposited in such banks, trust companies or other depositories held and managed by Houston Civic Events, Inc.				
<b>REQUIRED AUTHORIZATION</b>				
<b>Finance Director:</b> 		<b>Other Authorization:</b> 		<b>Other Authorization:</b>

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

District B, District I

Item Creation Date: 10/30/2014

HAS - Amending Chapter 9 - Houston Code of ORDs - Ground Transportation

Agenda Item#: 40.

**Summary:**

**ORDINANCE AMENDING DIVISION 3 OF ARTICLE II OF CHAPTER 9 OF THE CODE OF ORDINANCES, HOUSTON, TEXAS**, relating to Ground Transportation at City Airports - **TAGGED BY COUNCIL MEMBER MARTIN**

This was Item 15 on Agenda of November 5, 2014

**Background:**

The Houston Airport System (HAS) recommends that City Council approve an ordinance amending Chapter 9 of the City of Houston Code of Ordinances relating to ground transportation.

Chapter 9, Article II, Division 3 provides regulations for ground transport operations at HAS airports. Following City Council's recent approval of revisions to Chapter 46 of the City of Houston Code of Ordinances pertaining to Transportation Network Companies (TNCs), HAS now seeks approval to amend Chapter 9 to allow for the operation of TNCs at George Bush Intercontinental Airport/Houston (IAH) and William P. Hobby Airport (HOU). Highlights of the proposed amendments to Chapter 9 are summarized below.

- TNCs and their drivers and vehicles must be in compliance with Chapter 46 and be approved for a non-transferable airport use permit to operate at HAS airports.
- TNCs shall create and maintain a "geofence" (virtual perimeter) that complies with HAS Operating Instruction to track and report the monthly activity of TNC vehicles at any City airport. A TNC's mobile application technology must not show available vehicles within the geofence boundary surrounding an airport, except in designated TNC commercial vehicle waiting areas. A TNC's mobile application technology must capture vehicle movements into and out of the boundaries to allow for tracking of trips from the airport. Each TNC shall (i) demonstrate to the HAS director that the airport's designated geofenced area has been incorporated into its mobile application technology and (ii) ensure TNC drivers comply with all City and airport requirements.
- TNC drivers waiting for a fare through a TNC's mobile application technology shall wait in the designated geofenced TNC waiting area on airport property or outside the geofence.
- TNC drivers may pick up pre-arranged passengers only at designated TNC pick-up areas at airport terminal commercial curbs.
- TNCs shall pay trip fees in the amount of \$2.75 per departure from IAH and \$1.25 per departure from HOU. Trip fees shall be assessed when entering an airport's designated geofenced area for the purpose of picking up a passenger.
- All commercial business entities and vehicles permitted to access any HAS airport are subject to inspection and audits to ensure compliance with Chapter 9.
- The HAS director may limit either the number of permits or the access afforded to commercial business entities due to limitations in the availability of curbside space or parking and staging in applicable staging lots, garages and holding areas.
- The HAS director may, without cost to a commercial business entity, cause an inspection and audit to be made of the books and records of the commercial business entity to determine the correctness of the computation of fees paid to HAS.

HAS anticipates at least two companies, Uber (operating UberX) and Lyft, will apply for permits to operate at HAS airports.

In developing these amendments, HAS communicated extensively with the

ARA Department, Legal Department and also with taxi drivers, taxi company representatives and TNC representatives.

These amendments were presented to the Transportation, Technology and Infrastructure Committee on October 30, 2014.

**Amount of Funding:**

**Contact Information:**


Kathy Elek                      Phone: 281-233-1826  
Carl Newman                      281-230-3018

**ATTACHMENTS:**

	Description	Type
□	HAS - Amending Chapter 9 - Houston Code of ORDs - Ground Transportation RCA	Signed Cover sheet

TO: Mayor via City Secretary

REQUEST FOR COUNCIL ACTION

<b>SUBJECT:</b> An ordinance amending Chapter 9 of the Houston Code of Ordinances for the Houston Airport System relating to ground transportation		<b>Category #</b>	<b>Page</b> 1 of 2	<b>Agenda Item #</b>
<b>FROM (Department or other point of origin):</b> Houston Airport System		<b>Origination Date</b> October 30, 2014		<b>Agenda Date</b>
<b>DIRECTOR'S SIGNATURE:</b> 		<b>Council District affected:</b> B, I		
<b>For additional information contact:</b> Kathy Elek <i>Kae</i> Phone: 281-233-1826 Carl Newman Phone: 281-230-3018		<b>Date and identification of prior authorizing Council action:</b> N/A		
<b>AMOUNT &amp; SOURCE OF FUNDING:</b> N/A		<b>Prior appropriations:</b> N/A		
<b>RECOMMENDATION: (Summary)</b> Approve an ordinance amending Chapter 9 of the Houston Code of Ordinances for the Houston Airport System relating to ground transportation.				
<b>SPECIFIC EXPLANATION:</b> The Houston Airport System (HAS) recommends that City Council approve an ordinance amending Chapter 9 of the City of Houston Code of Ordinances relating to ground transportation.  Chapter 9, Article II, Division 3 provides regulations for ground transport operations at HAS airports. Following City Council's recent approval of revisions to Chapter 46 of the City of Houston Code of Ordinances pertaining to Transportation Network Companies (TNCs), HAS now seeks approval to amend Chapter 9 to allow for the operation of TNCs at George Bush Intercontinental Airport/Houston (IAH) and William P. Hobby Airport (HOU). Highlights of the proposed amendments to Chapter 9 are summarized below. <ul style="list-style-type: none"><li>• TNCs and their drivers and vehicles must be in compliance with Chapter 46 and be approved for a non-transferable airport use permit to operate at HAS airports.</li><li>• TNCs shall create and maintain a "geofence" (virtual perimeter) that complies with HAS Operating Instruction to track and report the monthly activity of TNC vehicles at any City airport. A TNC's mobile application technology must not show available vehicles within the geofence boundary surrounding an airport, except in designated TNC commercial vehicle waiting areas. A TNC's mobile application technology must capture vehicle movements into and out of the boundaries to allow for tracking of trips from the airport. Each TNC shall (i) demonstrate to the HAS director that the airport's designated geofenced area has been incorporated into its mobile application technology and (ii) ensure TNC drivers comply with all City and airport requirements.</li><li>• TNC drivers waiting for a fare through a TNC's mobile application technology shall wait in the designated geofenced TNC waiting area on airport property or outside the geofence.</li><li>• TNC drivers may pick up pre-arranged passengers only at designated TNC pick-up areas at airport terminal commercial curbs.</li><li>• TNCs shall pay trip fees in the amount of \$2.75 per departure from IAH and \$1.25 per departure from HOU. Trip fees shall be assessed when entering an airport's designated geofenced area for the purpose of picking up a passenger.</li></ul>				
<b>REQUIRED AUTHORIZATION</b>				
<b>Finance Department:</b>		<b>Other Authorization:</b>		<b>Other Authorization:</b>

<b>Date</b> 10/30/14	<b>Subject:</b> An ordinance amending Chapter 9 of the Houston Code of Ordinances for the Houston Airport System relating to ground transportation	<b>Originator's Initials</b>	<b>Page</b> 2 of 2
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- All commercial business entities and vehicles permitted to access any HAS airport are subject to inspection and audits to ensure compliance with Chapter 9.
- The HAS director may limit either the number of permits or the access afforded to commercial business entities due to limitations in the availability of curbside space or parking and staging in applicable staging lots, garages and holding areas.
- The HAS director may, without cost to a commercial business entity, cause an inspection and audit to be made of the books and records of the commercial business entity to determine the correctness of the computation of fees paid to HAS.

HAS anticipates at least two companies, Uber (operating UberX) and Lyft, will apply for permits to operate at HAS airports.

In developing these amendments, HAS communicated extensively with the ARA Department, Legal Department and also with taxi drivers, taxi company representatives and TNC representatives.

These amendments were presented to the Transportation, Technology and Infrastructure Committee on October 30, 2014.

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

ALL

Item Creation Date: 10/29/2014

MYR - Johnson & Johnson

Agenda Item#: 41.

**Summary:**

ORDINANCE approving and authorizing contract between the City of Houston and **JOHNSON & JOHNSON** for representation of the City before the Texas Legislature during the next Legislative Session - 2 Year term - \$757,050.00 - General Fund - **TAGGED BY COUNCIL MEMBER KUBOSH**  
This was Item 17 on Agenda of November 5, 2014

**Background:**

The Mayor's Office of Intergovernmental Relations recommends City Council approve a contract with Johnson & Johnson. Robert E. Johnson, Jr., Managing Partner, will act as "team coordinator" and engage various subcontractors to assist the team coordinator in representing the City of Houston before the Texas Legislature during the next Legislative Session, any special called sessions, before interim committees and State Agencies for a two year period.

Mr. Johnson has extensive experience working with the Texas Legislature and State Agencies in a team leader/coordinator capacity. During the 83rd Session, Mr. Johnson and the Houston team successfully advocated the City's position on numerous pieces of legislation. Mr. Johnson and the team will meet weekly during session with City staff to discuss the upcoming week's activities. They review and track hundreds of bills, amend legislation, contact and meet with legislators, and attend hearings.

Examples of successfully introduced and passed legislation include: providing the City with access to public utility easements for recreational use; strengthening laws to address nuisance properties; and providing necessary guidelines and procedures for the disposition of weapons seized from a person in a mental crisis. As is the case each session, it is anticipated the City will spend the majority of the session defending against legislation that could have an adverse impact on the City.

During the upcoming session, the Legislature will be taking up several critical and time consuming issues, such as transportation funding, infrastructure and water, public education, and budget. The Legislature may also continue to look to local governments to raise revenue and/or serve as a collector.

The City solicited proposals through an RFQ in the fall of 2014. An executive selection committee carefully reviewed the 4 proposals that were received and recommended the selection of Johnson and Johnson.

The proposed contract provides for a two-year term with a maximum contract amount of \$757,050.00. The proposed contract will coincide with the term of the 84th Session as well as any special called sessions and interim activities.

**Amount of Funding:**

\$574,655.00— General Fund—FY15

\$182,395.00— General Fund—FY16 & FY17

**\$757,050.00 - TOTAL**

**Source of Funding:**

General Fund

**Contact Information:**

Kippy Caraway MYR 832-393-0977

Valerie Player-Kaufman SPD 832-393-8749

**ATTACHMENTS:**

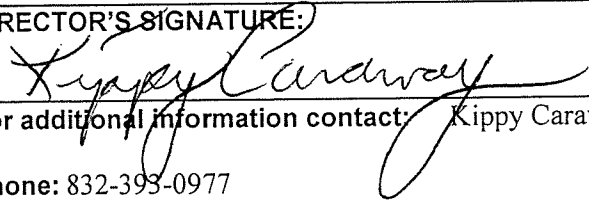

Description

Type

- 📁 RCA MYR
- 📁 MYR - Johnson & Johnson ORDINANCE
- 📁 Form A (Fair Campaign Ord)
- 📁 Form B
- 📁 Tax Report

- Signed Cover sheet
- Ordinance/Resolution/Motion
- Backup Material
- Backup Material
- Backup Material

**TO: Mayor via City Secretary REQUEST FOR COUNCIL ACTION**

<b>SUBJECT:</b> Ordinance Authorizing Johnson & Johnson to Represent the City of Houston before the 84th Session of the Texas Legislature and State Agencies		<b>Category #</b>	<b>Page</b> 1 of 1	<b>Agenda Item #</b>
FROM (Department or other point of origin): Kippy Caraway, Director, Mayor's Office of Intergovernmental Relations and Deputy Chief of Staff		Origination Date	Agenda Date	
<b>DIRECTOR'S SIGNATURE:</b> 		Council District affected: All		
For additional information contact: Kippy Caraway Phone: 832-393-0977		Date and identification of prior authorizing Council action: 11/09/2010 (Ord. No. 2010-0872)		
<b>RECOMMENDATION: (Summary)</b> Approve an ordinance authorizing contract with Johnson & Johnson to represent the City of Houston before the Texas Legislature during the next Legislative Session and to represent the City before State Agencies for two years.				
<b>Amount and Source of Funding:</b> \$574,655.00— General Fund—FY15 \$182,395.00— General Fund—FY16 & FY17		<b>Finance Budget:</b>		
<b>SPECIFIC EXPLANATION:</b> The Mayor's Office of Intergovernmental Relations recommends City Council approve a contract with Johnson & Johnson. Robert E. Johnson, Jr., Managing Partner, will act as "team coordinator" and engage various subcontractors to assist the team coordinator in representing the City of Houston before the Texas Legislature during the next Legislative Session, any special called sessions, before interim committees and State Agencies for a two year period.  Mr. Johnson has extensive experience working with the Texas Legislature and State Agencies in a team leader/coordinator capacity. During the 83rd Session, Mr. Johnson and the Houston team successfully advocated the City's position on numerous pieces of legislation. Mr. Johnson and the team will meet weekly during session with City staff to discuss the upcoming week's activities. They review and track hundreds of bills, amend legislation, contact and meet with legislators, and attend hearings.  Examples of successfully introduced and passed legislation include: providing the City with access to public utility easements for recreational use; strengthening laws to address nuisance properties; and providing necessary guidelines and procedures for the disposition of weapons seized from a person in a mental crisis. As is the case each session, it is anticipated the City will spend the majority of the session defending against legislation that could have an adverse impact on the City.  During the upcoming session, the Legislature will be taking up several critical and time consuming issues, such as transportation funding, infrastructure and water, public education, and budget. The Legislature may also continue to look to local governments to raise revenue and/or serve as a collector.  The City solicited proposals through an RFQ in the fall of 2014. An executive selection committee carefully reviewed the 4 proposals that were received and recommended the selection of Johnson and Johnson.  The proposed contract provides for a two-year term with a maximum contract amount of \$757,050.00. The proposed contract will coincide with the term of the 84th Session as well as any special called sessions and interim activities.				
<b>REQUIRED AUTHORIZATION</b>				
<b>Finance Director:</b>	<b>Other Authorization:</b> 		<b>Other Authorization:</b>	

DRAFT

City of Houston, Texas Ordinance No. \_\_\_\_\_

**AN ORDINANCE APPROVING AND AUTHORIZING A CONTRACT BETWEEN THE CITY OF HOUSTON AND JOHNSON & JOHNSON FOR REPRESENTATION BEFORE THE 84<sup>TH</sup> SESSION OF THE TEXAS LEGISLATURE AND STATE AGENCIES (APPROVED BY ORDINANCE NO. 2010-0872); CONTAINING PROVISIONS RELATING TO THE SUBJECT; AND DECLARING AN EMERGENCY.**

\* \* \* \*

**BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF HOUSTON, TEXAS:**

Section 1. The City Council hereby approves and authorizes the contract, agreement or other undertaking described in the title of this Ordinance, in substantially the form as shown in the document which is attached hereto and incorporated herein by this reference. The Mayor is hereby authorized to execute such document and all related documents on behalf of the City of Houston. The City Secretary is hereby authorized to attest to all such signatures and to affix the seal of the City to all such documents.

Section 2. The Mayor is hereby authorized to take all actions necessary to effectuate the City's intent and objectives in approving such agreement, agreements or other undertaking described in the title of this ordinance, in the event of changed circumstances.

Section 3. The City Attorney is hereby authorized to take all action necessary to enforce all legal obligations under said contract without further authorization from Council.

Section 4. There exists a public emergency requiring that this Ordinance be passed finally on the date of its introduction as requested in writing by the Mayor; therefore, this Ordinance shall be passed finally on such date and shall take effect immediately upon its passage and approval by the Mayor; however, in the event that the Mayor fails to sign this Ordinance within five days after its passage and adoption, it shall take effect in accordance with Article VI, Section 6, Houston City Charter.

**PASSED AND ADOPTED this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_\_.**

**APPROVED this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_\_.**

\_\_\_\_\_  
Mayor of the City of Houston, Texas

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is \_\_\_\_\_.

\_\_\_\_\_  
City Secretary

(Prepared by Legal Dept. \_\_\_\_\_)  
(RR:bt 10/30/14) Senior Assistant City Attorney  
(Requested by Kippy Caraway, Director, Mayor's Office of Intergovernmental)  
(L.D. File No. 0421400104001)

DRAFT

**CITY OF HOUSTON - CITY COUNCIL**

Meeting Date: 11/12/2014

District C

Item Creation Date: 10/16/2014

25RB163-PSA 424 WESTHEIMER-BUYER COH SELLER SYLVIA WANG CUMBERLAND

Agenda Item#: 42.

**Summary:**

ORDINANCE appropriating \$1,177,185.00 out of Parks & Recreation Dedication Fund for Land Purchase and Title Services, for and in connection with the purchase of property consisting of 10,000 square feet of land, located at 424 Westheimer Road, Houston, Harris County, Texas; approving a Purchase and Sale Agreement between Sylvia Wang Cumberland, Seller, and the City of Houston, Texas, Purchaser - **DISTRICT C - COHEN**

**POSTPONED BY MOTION #2014-989, 11/5/14**

This was Item 36 on Agenda of November 5, 2014

**Background:**

PURCHASE AND SALE AGREEMENT BETWEEN SYLVIA WANG CUMBERLAND (SELLER) AND CITY OF HOUSTON (BUYER) FOR 10,000 SQ FT OF LAND LOCATED AT 424 WESTHEIMER RD., HOUSTON, TX 77006

**Prior Council Action:**

N/A

**Amount of Funding:**

\$1,177,185.00

**Source of Funding:**

Other (Specify)

PARKS & RECREATION DEDICATION FUND (4035)

**Contact Information:**


RUPA BHALLA 832-393-8061

**ATTACHMENTS:**

Description	Type
<input type="checkbox"/> RCA	Signed Cover sheet
<input type="checkbox"/> 25RB163-PSA 424 WESTHEIMER-BUYER COH SELLER SYLVIA WANG CUMBERLAND ORD	Ordinance/Resolution/Motion
<input type="checkbox"/> SUMMARY AND MAPS	Backup Material
<input type="checkbox"/> FUNDS RESERVATION FORM	Financial Information
<input type="checkbox"/> PSA	Contract/Exhibit

<b>SUBJECT:</b> Purchase and Sale Agreement between Sylvia Wang Cumberland (Seller) and the City of Houston (Purchaser) and Appropriation of Funds for the purchase of 10,000 square feet of land located at 424 Westheimer Road, Houston, Harris County, Texas for the Houston Parks and Recreation Department. WBS: F-000513-0013-2	<b>Page</b> 1 of 1	<b>Agenda Item</b>
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<b>FROM (Department or other point of origin):</b> General Services Department	<b>Origination Date</b>	<b>Agenda Date</b>
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<b>DIRECTOR'S SIGNATURE:</b> Scott Minnix <i>10/2/14</i> 	<b>Council District affected:</b> C
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<b>For additional information contact:</b> Jacquelyn L. Nisby <i>JLN</i> <b>Phone:</b> 832-393-8023	<b>Date and identification of prior authorizing Council action:</b>
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**RECOMMENDATION:** Approve a Purchase and Sale Agreement between Sylvia Wang Cumberland (Seller), and the City of Houston (Purchaser) for the purchase of 10,000 square feet of land located at 424 Westheimer Road, Houston, Harris County, Texas for the Houston Parks and Recreation Department, and appropriate funds.

<b>Amount and Source Of Funding:</b> <b>\$1,177,185.00</b> Parks & Recreation Dedication Fund (4035)	<b>Finance Budget:</b>
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**SPECIFIC EXPLANATION:** The General Services Department recommends approval of a Purchase and Sale Agreement between Sylvia Wang Cumberland (Seller) and the City of Houston (Purchaser), for the purchase of 10,000 square feet of land located at 424 Westheimer Road, for a purchase price of \$1,166,000.00 plus additional acquisition expenses for the Houston Parks and Recreation Department (HPARD).


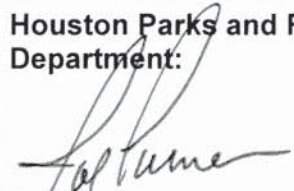
HPARD desires to purchase this property for future development, to conserve green space and increase recreational opportunities in this rapidly developing area.

The following is a breakdown of expected costs:

- \$1,166,000.00 Purchase Price
- \$1,600.00 Survey
- \$2,585.00 Environmental Costs
- \$7,000.00 Estimated Closing Costs
- \$1,177,185.00 Estimated Total**

SM:HB:JLN:RB:npb  
 xc: Marta Crinejo, Jacquelyn L. Nisby, Anna Russell, Lisa Johnson & Luci Correa

<b>REQUIRED AUTHORIZATION</b>	CUIC ID# 25RB163
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<b>General Services Department:</b>   Humberto Bautista, P.E. Assistant Director	<b>Houston Parks and Recreation Department:</b>   Joe Turner Director
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Controller's Office

To the Honorable Mayor and City Council of the City of Houston, Texas:

I hereby certify, with respect to the money required for the contract, agreement, obligation or expenditure contemplated by the Ordinance set out below that:

- ( ) Funds have been encumbered out of funds previously appropriated for such purpose.
- ( ) Funds have been certified and designated to be appropriated by separate ordinance to be approved prior to the approval of the Ordinance set out below.
- ( ) Funds will be available out of current or general revenue prior to the maturity of any such obligation.
- ( ) No pecuniary obligation is to be incurred as a result of approving the ordinance set out below.
- ( ) The money required for the expenditure or expenditures specified below is in the treasury, in the fund or funds specified below, and is not appropriated for any other purposes.
- ( ) A certificate with respect to the money required for the expenditure or expenditures specified below is attached hereto and incorporated hereby by this reference.
- ( ) Other - Grant Funds Available.

Date: \_\_\_\_\_, 2014

City Controller of the City of Houston

FUND REF: \_\_\_\_\_ AMOUNT: \_\_\_\_\_ ENCUMBRANCE NO: \_\_\_\_\_

City of Houston, Texas, Ordinance No. 2014-\_\_\_\_\_

**AN ORDINANCE APPROPRIATING THE SUM OF \$1,177,185.00 OUT OF THE PARKS AND RECREATION DEDICATION FUND FOR LAND PURCHASE AND TITLE SERVICES, FOR AND IN CONNECTION WITH THE PURCHASE OF PROPERTY CONSISTING OF 10,000 SQUARE FEET OF LAND, LOCATED AT 424 WESTHEIMER ROAD, HOUSTON, HARRIS COUNTY, TEXAS; APPROVING A PURCHASE AND SALE AGREEMENT BETWEEN SYLVIA WANG CUMBERLAND, SELLER, AND THE CITY OF HOUSTON, TEXAS, PURCHASER; MAKING VARIOUS FINDINGS RELATED TO THE SUBJECT; AND DECLARING AN EMERGENCY.**

\* \* \* \* \*

**BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF HOUSTON, TEXAS:**

**Section 1.** That the City Council hereby approves and authorizes the agreement described in the title of this Ordinance, in substantially the form as shown in the document that is attached hereto as **"EXHIBIT A"** and incorporated herein by this reference. The Mayor is hereby authorized to execute such document and all related documents on behalf of the City of Houston. The City Secretary is hereby authorized to attest to all such signatures and to affix the seal of the City to all such documents.

**Section 2.** That the City Council hereby appropriates the amount of \$1,177,185.00 from the Parks and Recreation Dedication Fund (4035) to acquire said 10,000 square feet of land, located at 424 Westheimer Road, Houston, Harris County, Texas, and directs that such amount be used for the purchase of the land that is the subject of this ordinance.

**Section 3.** That the Mayor is hereby authorized to take all actions, including but not limited to execution of the purchase and sale agreement and all related documents, necessary to effectuate the City's intent and objectives in approving the undertaking described in the title of this ordinance, in the event of changed circumstances.

**Section 4.** That the City Attorney is hereby authorized to take all action necessary to enforce all legal obligations created under this ordinance without further authorization from Council.

**Section 5.** That there exists a public emergency requiring that this Ordinance be passed finally on the date of its introduction as requested in writing by the Mayor; therefore, this Ordinance shall be passed finally on such date and shall take effect immediately upon its passage and approval by the Mayor; however, in the event that the Mayor fails to sign this Ordinance within five days after its passage and adoption, it shall take effect in accordance with Article VI, Section 6, Houston City Charter.

**PASSED AND ADOPTED** this the \_\_\_\_ day of \_\_\_\_\_, 2014.

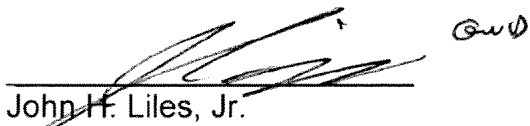
**APPROVED** this the \_\_\_\_ day of \_\_\_\_\_, 2014.

\_\_\_\_\_  
Mayor of the City of Houston

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is \_\_\_\_\_.

\_\_\_\_\_  
City Secretary

APPROVED AS TO FORM:



John H. Liles, Jr.

Senior Assistant City Attorney

G:\REAL ESTATE\LILES\ORDINANCES\PSA424 WESTHEIMER\ORDINANCE

Requested by:

Humberto Bautista, P.E.

Assistant Director, General Services Department

Scott Minnix

Director, General Services Department

Joe Turner

Director, Houston Parks and Recreation Department



**General Services Department**  
**Asset Management and Strategic Planning**  
**Real Estate**

<b>Seller</b>	Sylvia Wang Cumberland
<b>Purchaser – Department</b>	City of Houston – Houston Parks and Recreation Department (HPARD)
<b>Property Address</b>	424 Westheimer Road, Houston, TX 77006
<b>Purchase Price</b>	\$1,166,000.00
<b>Effective Date</b>	Date of Countersignature by the City Controller
<b>Time Line</b>	Within ten (10) days following the Effective Date, Purchaser shall deposit \$100.00 in Independent Consideration with the Title Company.
<b>Feasibility Period</b>	Commencing on the Effective Date and ending ninety (90) days thereafter.
<b>Earnest Money</b>	Upon expiration of the Feasibility Period, Purchaser shall deposit \$1,000.00 in escrow with the Title Company.
<b>Closing Date</b>	Closing shall take place on or before thirty (30) days after the expiration of the Feasibility Period.
<b>Comments</b>	

Presented for Signature:

Rupa Bhalla  
 Presenter

Humberto Bautista, P.E.  
 Approver

Sept 30.14  
 Date

10-2-14  
 Date

424 Westheimer and Abutting Property to the East



