AGENDA

CITY OF HOUSTON ▪ CITY COUNCIL
DECEMBER 2 & 3, 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

I n 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.

Copies of the agenda are available at no charge in the Office of the City Secretary in the City Hall Annex, Public Level. To receive the agenda by mail send check or money order for $52.00 for a one year subscription, made payable to the City of Houston to the attention of the City Secretary, P.O. Box 1562, Houston, Texas 77251. The agenda may also be accessed via the internet at http://www.houstontx.gov.

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 Tuesday, December 2, 2014 - 1:30 PM

CITY HALL CHAMBER

INVOCATION AND PLEDGE OF ALLEGIANCE - Council Member Robinson

1:30 PM - 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

Speakers December 2, 2014

RECESS

RECONVENE

WEDNESDAY - DECEMBER 3, 2014 - 9:00 A. M.

DESCRIPTIONS OR CAPTIONS OF AGENDA ITEMS WILL BE READ BY THE CITY SECRETARY PRIOR TO COMMENCEMENT

HEARINGS

1. **PUBLIC HEARING** for the second amendment to the Project Plan and Reinvestment Zone Financing Plan for **TIRZ NO. 17 (MEMORIAL CITY ZONE)** - **DISTRICTS A - STARDIG and G - PENNINGTON**
2. **PUBLIC HEARING** 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**
3. **PUBLIC HEARING** for the third amendment to the Project Plan and Reinvestment Zone Financing Plan for **TIRZ NO. 8 (GULFGATE ZONE)** - **DISTRICTS D - BOYKINS; E - MARTIN and I - GALLEGOS**

MAYOR'S REPORT

MISCELLANEOUS - NUMBERS 4 through 8

4. REQUEST from Mayor for confirmation of the appointment or reappointment of the following as **FULL-TIME MUNICIPAL COURT JUDGES**, for two year terms:

CHERYL R. BIAS, appointment
MIHOA VO, reappointment
IMELDA REYES-CASTILLO, reappointment
GRANTHAM HARLAN COLEMAN, reappointment
DAVID O. FRAGA, reappointment
ESMERALDA PEÑA GARCIA, reappointment
KATHY K. HAN, reappointment
KIM R. TRUJILLO, reappointment
GORDON G. MARCUM II, reappointment
MEG AHERN OSWALD, reappointment
LEIGH FAORO SAINT-GERMAIN, reappointment
ADAM SILVERMAN, reappointment
J. ELAINE MARSHALL, reappointment
FRANCELIA E. "FRAN" TOTTY, reappointment

5. REQUEST from Mayor for confirmation of the appointment or reappointment of the following as **MUNICIPAL COURT ASSOCIATE JUDGES**, for two year terms:

WALTER A. SCHROEDER, reappointment
FAD WILSON, JR., reappointment
CATHERINE N. WYLIE, reappointment
ANDREW D. MARTIN, reappointment
WARREN M. FITZGERALD, JR., reappointment
TERESA HOANG, appointment
URSULA A. HALL, reappointment
JOELLEN SNOW, reappointment
ARTURO D. DELEON, JR., reappointment
BURHAN NOMANI, reappointment
STEPHAN L. HONORÉ, reappointment
LYDIA D. JOHNSON, reappointment
MIN UN LEE, reappointment
NILE B. COPELAND, reappointment

ROBERT V. ROSENBERG, reappointment

PHYLLIS RANDOLPH FRYE, reappointment

RAUL RODRIGUEZ, reappointment

CHARLES A. SPAIN, reappointment

6. REQUEST from Mayor for confirmation of the reappointment of **MARY MARGARET HANSEN** to Position Two of **REINVESTMENT ZONE NUMBER EIGHT, CITY OF HOUSTON**, **TEXAS (GULFGATE) BOARD OF DIRECTORS**, for a term to expire December 9, 2016

7. REQUEST from Mayor for confirmation of the reappointment of **MARY MARGARET HANSEN** to Position Two of the **GULFGATE REDEVELOPMENT AUTHORITY BOARD OF DIRECTORS**, for terms to expire December 9, 2016

8. RECOMMENDATION from the Mayor's Office of Public Safety and Homeland Security for approval of the **GREATER HARRIS COUNTY 9-1-1 EMERGENCY NETWORK** for 2015 Budget (January 1, 2015 - December 31, 2015)

PROPERTY - NUMBERS 9 and 10

9. RECOMMENDATION from Director Department of Public Works & Engineering, reviewed and approved by the Joint Referral Committee, on request from Michael Hall, Civil-Surv Land Surveying, L.C., on behalf of Menil Foundation, Inc. (John Trahan, Chief Financial Officer), for abandonment and sale of a 10-foot-wide water line easement and two 10-foot-wide prescriptive sanitary sewer easements, and conveyance to the City of a 60-foot-wide right-of-way easement for the extension of West Main Street, from Loretto Drive to Yupon Street; and a ±375-square-foot water meter easement, all located within the 1410 Richmond Avenue Subdivision and/or Block B of the Re-Subdivision of Shively Carlson Addition, out of the Obedience Smith Survey, Abstract 696, Parcels SY14-086A, SY14-086B, SY14-086C, AY15-051 and KY15-073 - **DISTRICT C - COHEN**

10. RECOMMENDATION from Director Department of Public Works & Engineering, reviewed and approved by the Joint Referral Committee, on request from Andrew D. Garza, Terra Associates, on behalf of Morgan Group Brazos/Rosalie, LLC, (Philip Morgan, Vice President), for abandonment and sale of Rosalie Street, from Brazos Street to Smith Street, located in the Fairgrounds Addition, out of the Obedience Smith Survey, Parcels SY14-138, SY15-035 and SY15-036 - **DISTRICT C - COHEN**

PURCHASING AND TABULATION OF BIDS - NUMBERS 11 through 13

11. **DIGITAL SANDBOX, INC** for Software enhancements and Support Services from the General Services Administration Schedule 70 Contract through the Cooperative Purchasing Program for the Mayor's Office of Public Safety and Homeland Security - $174,000.00 - Grant Fund

12. **ASSOCIATED SUPPLY CO. (ASCO)** - $1,620,682.00, **MUSTANG CAT** - $398,992.58 and **DOGGETT HEAVY MACHINERY SERVICES, LLC** - $330,500.00 for Street Maintenance and Earth Moving Equipment through the Interlocal Agreement for Cooperative Purchasing with the Houston-Galveston Area Council for the Department of Public Works & Engineering

13. **AMEND MOTION #2011-58**, **1/26/2011**, **TO INCREASE** spending authority from $1,133,740.95 to $1,417,176.19 for Communication Security Equipment and Components for Various Departments $283,435.24 - Enterprise Fund

ORDINANCES - NUMBERS 14 through 55

14. ORDINANCE amending City of Houston Ordinance No. 2013-1123 relating to the rescheduling or postponement of certain City Council meetings

15. ORDINANCE approving and authorizing second amendment to Ancillary Land Exchange Agreement between the City of Houston and **HOUSTON INDEPENDENT SCHOOL DISTRICT ("HISD")** to provide an additional credit of $1,500.00 to HISD for each property to be acquired by the Land Assemblage Redevelopment Authority pursuant to the Urban Redevelopment Interlocal Agreement, as amended - **DISTRICTS B - DAVIS; D - BOYKINS; H - GONZALEZ and I - GALLEGOS**

16. ORDINANCE approving and authorizing the reinstatement of, and third amendment to, the Urban Redevelopment Interlocal Agreement among the City of Houston, Other Taxing Units, and the **LAND ASSEMBLAGE REDEVELOPMENT AUTHORITY** to extend the term of the agreement until March 12, 2017 and to delete some properties that are subject to the agreement **DISTRICTS B - DAVIS; D - BOYKINS; H - GONZALEZ and I - GONZALEZ**

17. ORDINANCE providing for an ad valorem tax exemption on a historical site located at 1901 North Boulevard in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the

occurrence of stated events; providing for severability - **DISTRICT C - COHEN**

18. ORDINANCE providing for an ad valorem tax exemption on a historical site located at 209 East Woodland Street in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT H - GONZALEZ**

19. ORDINANCE providing for an ad valorem tax exemption on a historical site located at 523 Bayland Avenue in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT H - GONZALEZ**

20. ORDINANCE providing for an ad valorem tax exemption on a historical site located at 1539 Rutland Street in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT C - COHEN**

21. ORDINANCE providing for an ad valorem tax exemption on a historical site located at 1845 Harvard Street in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT C - COHEN**

22. ORDINANCE providing for an ad valorem tax exemption on a historical site located at 101 Parkview Street in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT H - GONZALEZ**

23. ORDINANCE providing for an ad valorem tax exemption on a historical site located at 1433 Allston Street in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT C - COHEN**

24. ORDINANCE providing for an ad valorem tax exemption on a historical site located at 1334 Ashland Street in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT C - COHEN**

25. ORDINANCE providing for an ad valorem tax exemption on a historical site located at 518 Harvard Street in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT C - COHEN**

26. ORDINANCE providing for an ad valorem tax exemption on a historical site located at 419 Euclid Street in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT H - GONZALEZ**

27. ORDINANCE providing for an ad valorem tax exemption on a historical site located at 606 Colquitt Street in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT C - COHEN**

28. ORDINANCE providing for an ad valorem tax exemption on a historical site located at 208 East 8th Street in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT C - COHEN**

29. ORDINANCE providing for an ad valorem tax exemption on a historical site located at 715 Pizer Street in Houston, Texas; containing findings and other provisions relating to the providing for an ad valorem tax exemption on a historical site located at foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT H - GONZALEZ**

30. ORDINANCE appropriating $1,099,250.00 out of Equipment Acquisition Consolidated Fund for purchase of Computers, Peripherals, and related Professional Services for Various Departments for the Houston Information Technology Services Department

31. ORDINANCE determining that the formal taking of competitive bids is not required for the work described herein; and awarding contract to **TIBH INDUSTRIES, INC** for Cleaning & Janitorial Services for the Public Works & Engineering Department and Fleet Management Department 3 Years with two successive one-year terms - $8,260,480.35 - Enterprise and Fleet Management Funds

32. ORDINANCE awarding contract to **WINGO SERVICE COMPANY, INC** for Repair Inspections and Preventive Maintenance Services of Lab Equipment for Various Departments; providing a maximum contract amount - 3 Years with two one-year options - $1,018,402.75 - Enterprise and Laboratory

Services Funds

33. ORDINANCE awarding contract to **HAHN EQUIPMENT COMPANY, INC** for Submersible Pump Repair Services for the Public Works & Engineering Department; providing a maximum contract amount - 3 Years with two one-year options - $5,378,684.00 - Enterprise Fund

34. ORDINANCE appropriating $1,356,811.00 out of Houston Airport System Consolidated 2011AMT Construction Fund and $21,294.00 out of Airports Improvement Fund and approving and authorizing Amendment No. 2 to Construction Manager-At-Risk Agreement between the City of Houston and **HENSEL PHELPS CONSTRUCTION COMPANY/CBIC CONSTRUCTION & DEVELOPMENT, LLC (JOINT VENTURE)** and approving a guaranteed maximum price for Fire Protection and Preconstruction Services at William P. Hobby Airport (Project Nos. 685, 692); providing funding for contingencies relating to construction of facilities financed by such funds and the Civic Art Program - **DISTRICT I - GALLEGOS**

35. ORDINANCE appropriating $287,903.40 out of Fire Consolidated Construction Fund; awarding construction contract to **AIA GENERAL CONTRACTORS, INC** for Remediation, Removal and Installation of Underground Storage Tanks at Fire Station No. 44; 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 materials testing, project management and construction oversight and contingencies relating to construction of facilities financed by the Fire Consolidated Construction Fund - **DISTRICT I - GALLEGOS**

36. ORDINANCE approving and authorizing second amendment to Water Supply Contract between the City of Houston and the **CITY OF HUMBLE** (Approved by Ordinance No. 97-1136 as amended) for the purchase of Treated Water

37. ORDINANCE appropriating $1,794,234.23 out of Water & Sewer System Consolidated Construction Fund; approving and authorizing an 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 west of Fairbanks North Houston to west of Pinemont; providing funding for CIP Cost Recovery relating to construction of facilities financed by the Water & Sewer System Consolidated Construction Fund - **DISTRICT A STARDIG**

38. ORDINANCE approving payment of $21,765.53 to **RESICOM, INC** under construction contract with the City for Safe Sidewalk Project originally authorized by Ordinance No. 2011-0814 **DISTRICTS A - STARDIG; D - BOYKINS; F - NGUYEN and G - PENNINGTON**

39. ORDINANCE appropriating $20,000.00 out of Street & Traffic Control and Storm Drainage DDSRF and $20,000.00 out of Metro Projects Construction DDSRF; approving and authorizing Professional Construction Management and Inspection Services Agreement between the City of Houston and **IDC, INC** for Paving and Drainage Construction Projects

40. ORDINANCE appropriating $40,000.00 out of Water & Sewer System Consolidated Construction Fund; approving and authorizing Professional Construction Management and Inspection Services Agreement between the City of Houston and **BRIONES CONSULTING & ENGINEERING, LTD** for Water and Wastewater Construction Projects

41. ORDINANCE appropriating $987,936.00 out of Water & Sewer System Consolidated Construction Fund; awarding contract to **NERIE CONSTRUCTION, LLC** for Wastewater Collection System Rehabilitation and Renewal (Force Main); 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 and testing, and contingencies relating to construction of facilities financed by the Water & Sewer System Consolidated Construction Fund

42. ORDINANCE approving and authorizing Public Improvements Development Agreement among the City of Houston, Texas, **REINVESTMENT ZONE NUMBER TWENTY THREE**, **CITY OF HOUSTON, TEXAS**, and **EAST END ON THE BAYOU, L.P.** related to the construction of certain public improvements - **DISTRICTS H - GONZALEZ and I - GALLEGOS**

43. ORDINANCE disannexing approximately 896 acres of undeveloped land in in the vicinity of **SPRING CREEK** and **TOWNSEN BOULEVARD** within the municipal boundaries of the City of Houston in Harris and Montgomery Counties, Texas - **DISTRICT E - MARTIN**

44. ORDINANCE consenting to the creation of **MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 118**

45. ORDINANCE consenting to the addition of 21.453 acres of land to **MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 118**, for inclusion in its district

46. ORDINANCE approving and authorizing Strategic Partnership Agreement between the City of Houston and **MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 118**

47. Ordinance annexing to the City of Houston, Texas for limited purposes a certain area located within **MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 118** (the “District”), in Harris and

Montgomery Counties, Texas; containing findings and other provisions relating to the foregoing subject; imposing the sales and use tax of the City of Houston in the area within the district annexed for limited purposes; assigning annexed areas to adjacent district from which district council member is elected until such time as district boundaries may be changed pursuant to the City of Houston Charter

48. ORDINANCE annexing to the City of Houston, Texas for limited purposes a certain area located within **DOWDELL PUBLIC UTILITY DISTRICT** ("the District"), in Harris County, Texas; containing findings and other provisions relating to the foregoing subject; imposing the sales and use tax of the City of Houston in the area within the district annexed for limited purposes; assigning annexed areas to adjacent District from which District Council member is elected until such time as District boundaries may be changed pursuant to the City of Houston Charter - **DISTRICT A - STARDIG**

49. ORDINANCE approving and authorizing the first amended and restated Strategic Partnership Agreement between the City of Houston and **DOWDELL PUBLIC UTILITY DISTRICT DISTRICT A - STARDIG**

50. ORDINANCE annexing to the City of Houston, Texas for limited purposes a certain area located within **FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 30** (the "District"), in Fort Bend County, Texas; containing findings and other provisions relating to the foregoing subject; imposing the sales and use tax of the City of Houston in the area within the district annexed for limited purposes; assigning annexed areas to adjacent District from which District Council member is elected until such time as District boundaries may be changed pursuant to the City of Houston Charter - **DISTRICT F - NGUYEN**

51. ORDINANCE approving and authorizing the second amended and restated Strategic Partnership Agreement between the City of Houston and **FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 30** - **DISTRICT F - NGUYEN**

52. ORDINANCE approving and authorizing first amending and restated Strategic Partnership Agreement between the City of Houston and **HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 62**

53. ORDINANCE annexing to the City of Houston, Texas for limited purposes a certain area located within **WEST HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 2** (the "District"), in Harris County, Texas; containing findings and other provisions relating to the foregoing subject; imposing the sales and use tax of the City of Houston in the area within the district annexed for limited purposes; assigning annexed areas to adjacent District from which District Council member is elected until such time as District boundaries may be changed pursuant to the City of Houston Charter - **DISTRICT A - STARDIG**

54. ORDINANCE approving and authorizing the second amended and restated Strategic Partnership Agreement between the City of Houston and **WEST HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 2** - **DISTRICT A - STARDIG**

55. ORDINANCE approving and authorizing second amendment to Regional Participation Agreement between the City of Houston and **THE WOODLANDS TOWNSHIP**, a political subdivision of the State of Texas and the successor by name change to Town Center Improvement District of Montgomery County, Texas

END OF CONSENT AGENDA

CONSIDERATION OF MATTERS REMOVED FROM CONSENT AGENDA

NON CONSENT AGENDA - NUMBER 56

NON-CONSENT - MISCELLANEOUS

56. RECEIVE nominations for Position 8 of the **BOARD OF DIRECTORS OF THE HOUSTON CIVIC EVENT, INC, CITY OF HOUSTON TEXAS**, for a term to expire January 1, 2016

MATTERS HELD - NUMBERS 57 through 65

57. ORDINANCE providing for an ad valorem tax exemption on a historical site located at 3003 Chevy Chase Drive in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT G - PENNINGTON** - **TAGGED BY COUNCIL MEMBER MARTIN**
This was Item 11 on Agenda of November 19, 2014

58. ORDINANCE providing for an ad valorem tax exemption on a historical site located at 3414 Del Monte Drive in Houston, Texas; containing findings and other provisions relating to the

foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT G - PENNINGTON**
TAGGED BY COUNCIL MEMBER MARTIN
This was Item 12 on Agenda of November 19, 2014

59. ORDINANCE providing for an ad valorem tax exemption on a historical site located at 2910 Lazy Lane Boulevard in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT G - PENNINGTON** - **TAGGED BY COUNCIL MEMBER MARTIN**
This was Item 13 on Agenda of November 19, 2014

60. ORDINANCE providing for an ad valorem tax exemption on a historical site located at 2504 Brentwood Drive in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT G - PENNINGTON**
TAGGED BY COUNCIL MEMBER MARTIN
This was Item 14 on Agenda of November 19, 2014

61. ORDINANCE providing for an ad valorem tax exemption on a historical site located at 2603 Milam Street in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT C - COHEN**
TAGGED BY COUNCIL MEMBER MARTIN
This was Item 15 on Agenda of November 19, 2014

62. ORDINANCE relating to the Fiscal Affairs of the **MEMORIAL CITY REDEVELOPMENT AUTHORITY ON BEHALF OF REINVESTMENT ZONE NUMBER SEVENTEEN**, **CITY OF HOUSTON**, **TEXAS (MEMORIAL CITY ZONE)**; approving the Fiscal Year 2015 Operating Budget for the Authority and the Fiscal Years 2015-2019 Capital Improvements Budget for the Zone - **DISTRICTS A - STARDIG and G - PENNINGTON**
TAGGED BY COUNCIL MEMBER PENNINGTON
This was Item 21 on Agenda of November 19, 2014

63. ORDINANCE appropriating $601,646.00 out of Metro Projects Construction DDSRF Fund; awarding contract to **PFEIFFER & SON, LTD** for Arterial Travel Time System; 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 CIP Cost Recovery and contingencies relating to construction of facilities financed by the Metro Projects Construction DDSRF Fund
TAGGED BY COUNCIL MEMBER GALLEGOS
This was Item 29 on Agenda of November 19, 2014

64. WRITTEN Motion by Council Member Boykins to amend Section 1.13 of Item 65 below of the City of Houston's Financial Policies as follows:

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:

This Item should be considered prior to consideration of Item 65 below

65. ORDINANCE amending and restating the City of Houston's Financial Policies adopted by Ordinance No. 2003-474
DELAYED BY MOTION #2014-1016, 11/19/14
This was Item 31 on Agenda of November 19, 2014

MATTERS TO BE PRESENTED BY COUNCIL MEMBERS - Council Member Laster 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: 12/2/2014

Item Creation Date: 11/26/2014

Speakers December 2, 2014

Agenda Item#:

ATTACHMENTS:

Description	Type
Speakers 12/2/14	Signed Cover sheet

CITY COUNCIL CHAMBER - CITY HALL 2nd FLOOR - TUESDAY
DECEMBER 2, 2014 – 2:00 PM

NON-AGENDA

3MIN 3MIN 3MIN

MR. ROBERT HIGGINS – 5530 Cheltenham – 77096 – 713-723-9588 – City Seal - Out of Date

MS. BARBARA ANN LACOURSE – Homeless – HPD

MR. /COACH R. J. BOBBY TAYLOR - 3107 Sumpter - 77026 - FA34511 – Behavior Coward Conspiracy my born little girl from birth

MR. MARK RODRIGUEZ – 23 Del Mar – 77010 – 832-816-9673 – Having problem with City Inspector

PREVIOUS

1MIN 1MIN 1MIN

MR. JAMES PARTSCH-GALVAN – 1611 Holman – 77004 – 713-528-2607 – Facebook getting corporate welfare from the City of Houston

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District A, District G

Item Creation Date: 11/6/2014

MYR - TIRZ 17 Project Plan / Second Amend (Memorial City Zone)

Agenda Item#: 1.

Summary:
PUBLIC HEARING for the second amendment to the Project Plan and Reinvestment Zone Financing Plan for **TIRZ NO. 17 (MEMORIAL CITY ZONE)** - **DISTRICTS A - STARDIG and G - PENNINGTON**

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

REQUEST FOR COUNCIL ACTION

TO: Mayor via City Secretary | **RCA #**

SUBJECT: Motion establishing a public hearing date on December 3, 2014 for a second amendment to the Project Plan and Reinvestment Zone Financing Plan for TIRZ No. 17 (Memorial City 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:** A, G		
For additional information contact: Gwendolyn Tillotson **Phone:** (832) 393-0937	**Date and identification of prior authorizing Council Action:** Ord. 1999-0759, 07/21/99; Ord. 1999-0852, 08/11/99; Ord. 2011-0728, 08/17/11		

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).

Amount of Funding: No Funding Required	**Finance Budget:**

SOURCE OF FUNDING: **[ ] General Fund** **[ ] Grant Fund** **[ ] Enterprise Fund** **[X] N/A**

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

REQUIRED AUTHORIZATION

Finance Director:	**Other Authorization:**	**Other Authorization:**

Finance 08/29/08

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District C, District D, District I

Item Creation Date: 11/6/2014

MYR - TIRZ 2 Project Plan / Sixth Amend (Midtown Zone)

Agenda Item#: 2.

Summary:
PUBLIC HEARING 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**

Background:
PUBLIC HEARING 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**

Prior Council Action:
Date and identification of prior authorizing 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

Amount of Funding:
No funding required

Contact Information:
Gwendolyn Tillotson **Phone:** (832) 393-0937

ATTACHMENTS:

Description	Type
TIRZ 2 Midtown Zone PP 6th Amend RCA	Ordinance/Resolution/Motion
TIRZ 2 Midtown Zone Creation	Backup Material
TIRZ 2 Midtown Zone Project Plan	Backup Material
TIRZ 2 Midtown Zone PP 1st Amend	Backup Material
TIRZ 2 Midtown Zone PP 2nd Amend	Backup Material
TIRZ 2 Midtown Zone PP 3rd Amend	Backup Material
TIRZ 2 Midtown Zone PP 4th Amend	Backup Material
TIRZ 2 Midtown Zone PP 5th Amend	Backup Material

REQUEST FOR COUNCIL ACTION

TO: Mayor via City Secretary **RCA #**

SUBJECT: Motion establishing a public hearing date on December 3, 2014 for a sixth amendment to the Project Plan and Reinvestment Zone Financing Plan 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: Gwendolyn Tillotson **Phone:** (832) 393-0937	**Date and identification of prior authorizing 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		

RECOMMENDATION: (Summary)
To establish a public hearing date on December 3, 2014 regarding amendments to the Project Plan and Reinvestment Zone Financing Plan for Reinvestment Zone Number Two (Midtown Zone).

Amount of Funding: No Funding Required	**Finance Budget:**

SOURCE OF FUNDING: **[ ] General Fund** **[ ] Grant Fund** **[ ] Enterprise Fund** **[X] N/A**

SPECIFIC EXPLANATION:

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 Project Plan 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 311.011(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.

cc: Marta Crinejo, Agenda Director
Anna Russell, City Secretary
David Feldman, City Attorney
Gary Dzierlenga, Senior Assistant City Attorney

REQUIRED AUTHORIZATION

Finance Director:	**Other Authorization:**	**Other Authorization:**

Finance 08/29/08

City of Houston, Texas, Ordinance No. 94-1345

AN ORDINANCE DESIGNATING A CONTIGUOUS GEOGRAPHIC AREA, GENERALLY BOUNDED BY I-45 ON THE NORTH, HWY. 288 ON THE EAST, U.S. HWY. 59 ON THE SOUTH, AND BAGBY STREET AND SPUR 527 ON THE WEST (MIDTOWN), AS REINVESTMENT ZONE NUMBER TWO, CITY OF HOUSTON, TEXAS; CREATING A BOARD OF DIRECTORS FOR SUCH ZONE; MAKING VARIOUS FINDINGS AND PROVISIONS RELATED TO THE SUBJECT; PROVIDING A SEVERABILITY CLAUSE; AND DECLARING AN EMERGENCY.

* * * * * * *

WHEREAS, the City Council has received a petition, as supplemented (the "Petition"), requesting that a contiguous geographic area in Houston, Texas, generally bounded by I-45 on the North, Hwy. 288 on the East, U.S. Hwy. 59 on the South, and Bagby Street and Spur 527 on the West (Midtown), be designated as a reinvestment zone under the provisions of Chapter 311 of the Texas Tax Code; and

WHEREAS, the Petition was submitted by the owners of property constituting at least fifty percent of the appraised value of the property in the proposed reinvestment zone according to the most recent certified appraisal roll for Harris County, Texas, the county in which the proposed zone is located; and

WHEREAS, the City Council passed Resolution No. 94-24, as amended by Resolution No. 94-31, authorizing the preparation of a preliminary reinvestment zone financing plan and the publication of notice of a public hearing on the creation of the proposed zone; and

WHEREAS, the City has prepared a preliminary reinvestment zone financing plan and has presented the plan to the governing body of each taxing unit that levies taxes on real property in the proposed reinvestment zone; provided notice to each such taxing unit of the

public hearing on the creation of the proposed zone and made a formal presentation to representatives of Harris County and Houston Independent School District pursuant to Section 311.003 of the Texas Tax Code; and

WHEREAS, the preliminary reinvestment zone financing plan provides that City of Houston ad valorem taxes are to be deposited into the tax increment fund, and that taxes of other taxing units may be utilized in the financing of the proposed zone; and

WHEREAS, a notice of the December 7, 1994, public hearing on the creation of the proposed zone was published on November 30, 1994, in the Houston Chronicle and the Houston Post, newspapers of general circulation in the City; and

WHEREAS, Harris County, pursuant to Section 311.003, Texas Tax Code, has waived the Tax Code requirement that it receive sixty (60) days' notice of the public hearing on the creation of the proposed zone by action of its Commissioner's Court on October 25, 1994; and

WHEREAS, the Houston Independent School District, pursuant to Section 311.003, Texas Tax Code, has waived the requirement that it receive sixty (60) days' notice of the public hearing on the creation of the proposed zone by action of its Board of Trustees on November 3, 1994; and

WHEREAS, at the public hearing, interested persons were allowed to speak for or against the creation of the proposed zone, its boundaries, or the concept of tax increment financing; and

WHEREAS, evidence was received and presented at the public hearing in favor of the creation of the proposed zone under the provisions of Chapter 311, Texas Tax Code, and no one appeared or presented evidence in opposition to the creation of the proposed zone;

WHEREAS, no owner of real property in the proposed zone protested the inclusion of his property in the proposed zone; **NOW, THEREFORE,**

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

Section 1. Findings

(a) That the facts and recitations contained in the preamble of this Ordinance are hereby found and declared to be true and correct and are adopted as part of this Ordinance for all purposes.

(b) That the City Council further finds and declares that the proposed improvements in the zone will significantly enhance the value of all the taxable real property in the proposed zone and will be of general benefit to the City.

(c) That the City Council further finds and declares that the proposed reinvestment zone meets the criteria of Section 311.005 of the Texas Tax Code because:

(1) The proposed zone is an area that substantially impairs or arrests the sound growth of the City; retards the provision of housing accommodations; constitutes an economic and social liability and is a menace to the public health, safety, morals and welfare in its present condition and use because of the presence of unsanitary and unsafe conditions; the deterioration of site or other improvements;

the predominance of inadequate sidewalk and street layout; the presence of a substantial number of substandard, deteriorated and deteriorating structures; and the existence of conditions that endanger life or property by fire or other cause; and

(2) The proposed zone is an area described in a petition submitted by the owners of property constituting at least 50 percent of the appraised value of the property in the area requesting that the area be designated as a reinvestment zone;

(d) That the City Council, pursuant to the requirements of Chapter 311, Texas Tax Code, further finds and declares:

(1) That the proposed zone is a contiguous geographic area located wholly within the corporate limits of the City of Houston;

(2) That the total appraised value of taxable real property in the proposed zone, or in existing reinvestment zones, if any, does not exceed fifteen percent of the total appraised value of taxable real property in the City and in industrial districts created by the City;

(3) That the proposed zone does not contain more than fifteen percent of the total appraised value of real property taxable by Harris County or the Houston Independent School District;

(4) That development or redevelopment within the boundaries of the proposed zone will not occur solely through private investment in the reasonably foreseeable future.

Section 2. Designation of the Zone

That the City, acting under the provisions of Chapter 311, Texas Tax Code (the "Act"), including Section 311.005(a)(5), does hereby create and designate a reinvestment zone over the area described in Exhibit "A" and depicted in the map attached hereto as Exhibit "B." The reinvestment zone shall hereafter be identified as Reinvestment Zone Number Two, City of Houston, Texas, (the "Zone"). The City Council specifically declares that the Zone is designated pursuant to Section 311.005(a)(5) of the Texas Tax Code.

Section 3. Board of Directors

That there is hereby created a Board of Directors for the Zone, which shall consist of nine (9) members. Position One on the Board of Directors shall be filled by the State Senator representing the area included within the Zone or his designee. Position Two on the Board shall be filled by the State Representative representing the area included within the Zone or his designee. The Mayor is hereby authorized to nominate and appoint the remaining seven (7) members of the Board to Positions Three through Nine, subject to the consent and approval of the City Council provided, however, that Harris County shall be entitled to appoint a director to Position Nine if Harris County approves the payment of all or part of the tax increment attributable to Harris County; and, that the Houston Independent School District ("HISD") shall

be entitled to appoint a director to Position Eight if HISD approves the payment of all or part of the tax increment attributable to HISD.

The directors or their designees in Position One and Position Two shall be members of the board by operation of law pursuant to Section 311.009(b), Texas Tax Code. The directors appointed to Positions Three, Four and Five shall be appointed for two year terms,beginning January 1, 1995, while the directors appointed to Positions Six, Seven, Eight and Nine shall be appointed to a one year term, beginning January 1, 1995. All subsequent appointments shall be for two-year terms. The member of the Board of Directors appointed to Position Three is hereby designated to serve as the chair of the Board of Directors for a term beginning January 1, 1995, and ending December 31, 1995. Thereafter, the Mayor shall annually nominate and appoint, subject to City Council approval, a member to serve as chair for a term of one year beginning January 1 of the following year. The City Council authorizes the Board of Directors to elect from its members a vice chairman and such other officers as the Board of Directors sees fit.

The Board of Directors shall make recommendations to the City Council concerning the administration of the Zone. The Board of Directors shall prepare or cause to be prepared and adopt a project plan and a reinvestment zone financing plan for the Zone as described in Section 311.011, Texas Tax Code, and shall submit such plans to the City Council for its approval. The City hereby delegates to the Board of Directors all powers necessary to prepare and implement the project plan and reinvestment zone financing plan, subject to approval by the City Council,

including the power to employ any consultants or enter into any reimbursement agreements payable solely from the Tax Increment Fund established pursuant to Section 6 of this Ordinance subject to the approval of the Director of the Finance and Administration Department, that may be reasonably necessary to assist the Board of Directors in the preparation of the project plan and reinvestment zone financing plan and in the issuance of tax increment obligations.

Section 4. Duration of the Zone

That the Zone shall take effect on January 1, 1995, and termination of the operation of the Zone shall occur on December 31, 2025, or at an earlier time designated by subsequent ordinance, or at such time, subsequent to the issuance of tax increment bonds, if any, that all project costs, tax increment bonds, and the interest on the bonds, have been paid in full.

Section 5. Tax Increment Base

That the Tax Increment Base for the Zone is the total appraised value of all real property taxable by the City and located in the Zone, determined as of January 1, 1995, the year in which the Zone was effective and designated as a reinvestment zone (the "Tax Increment Base").

Section 6. Tax Increment Fund

That there is hereby created and established a Tax Increment Fund for the Zone which may be divided into subaccounts as authorized by subsequent ordinances. All Tax Increments, as defined below, shall be deposited in the Tax Increment Fund. The Tax Increment Fund and any subaccounts shall be maintained at the depository bank of the City and shall be secured in the manner prescribed by law for Texas cities. The annual Tax Increment shall equal the

amount by which the then-current appraised value of all taxable real property located in the Zone exceeds the Tax Increment Base of the Zone less any amounts that are to be allocated from the Tax Increment pursuant to the Act. All revenues from the sale of any tax increment bonds or other notes hereafter issued by the City, if any; revenues from the sale of property acquired as part of the tax increment financing plan, if any; and other revenues to be used in the Zone shall be deposited into the Tax Increment Fund. Money shall be disbursed from the Tax Increment Fund only to pay project costs as defined by the Texas Tax Code, for the Zone, or to satisfy the claims of holders of tax increment bonds or notes issued for the Zone. Pursuant to the provisions of Section 311.011(f), Texas Tax Code, one third of the Tax Increment Fund is hereby dedicated to providing low-income housing in the City during the term of the Zone, and shall be set aside in a separate subaccount or fund within the Tax Increment Fund established for that purpose.

Section 7. Severability

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 unconstitutional, void or invalid, the validity of the remaining provisions of this Ordinance or their application to other persons or set of circumstances shall not affected thereby, it being the intent of the City Council in adopting this Ordinance that no portion hereof or regulations contained herein shall become inoperative or fail by reason of any unconstitionality voidness or

invalidity of any portion hereof, and all provisions of this Ordinance are declared severable for that purpose.

Section 8. Open Meetings

It is hereby found, determined and declared that a sufficient written notice of the date, hour, place and subject of the meeting of the City Council at which this Ordinance was adopted was posted at a place convenient and rapidly accessible at all times to the general public at the City Hall of the City for the Time required by law preceding this meeting, as required by the Open Meetings Law, Texas Gov't Code Ann., ch. 551, 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 hereof 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 9. Notices

The contents of the notice of the public hearing, which hearing was held before the City Council on December 7, 1994, and the publication of said notice, is hereby ratified, approved and confirmed.

Section 10. Emergency

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

of its passage and adoption, it shall take effect in accordance with Article VI, Section 6, Houston City Charter.

PASSED AND ADOPTED this 14th day of December, 1994

APPROVED this _____ day of _____, 199__.

Mayor of the City of Houston

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is 12-20-94.

City Secretary

(Prepared by Legal Dept. Mid Anth Moss DFM BEL)
(MAM/mam 12/12/94) Assistant City Attorney
(Requested by Richard Lewis, Director, Finance and Administration Department)
A\MAM\MIDTWN.ORD

CAPTION PUBLISHED IN DAILY COURT REVIEW
DATE: DEC 20 1994

BOUNDARY DESCRIPTION

Midtown Tax Increment Financed District

Being all of the following described property in the Obedience Smith Survey, Abstract No. 696, and the James S. Holman Survey No. 323, City of Houston, Harris County Texas and being more particularly described as follows:

BEGINNING at the intersection of the westerly line of Brazos Street with the northerly line of Webster Avenue;

THENCE in a southeasterly direction along the northerly line of Webster Avenue to its intersection with the easterly line of Main Street;

THENCE in a southwesterly direction along the easterly line of Main Street to its intersection with the northerly line of Dennis Avenue;

THENCE in a southeasterly direction along the northerly line of Dennis Avenue to its intersection with the westerly line of San Jacinto Street;

THENCE in a northeasterly direction along the westerly line of San Jacinto Street to its intersection with the northerly line of McGowen Avenue;

THENCE in a southeasterly direction along the northerly line of McGowen Avenue to its intersection with the westerly line of Austin Street;

THENCE in a northeasterly direction along the westerly line of Austin Street to its intersection with the northerly line of Webster Avenue;

EXHIBIT A

THENCE in a southeasterly direction along the northerly line of Webster Avenue to its intersection with the easterly line of Chenevert Street;

THENCE in a southwesterly direction along the easterly line of Chenevert Street to its intersection with the northerly line of Dennis Avenue;

THENCE in a southeasterly direction along the northerly line of Dennis Avenue to its intersection with the easterly line of Hamilton Street which is adjacent to US Hwy 59/State Highway 288;

THENCE in a southwesterly direction along the easterly line of Hamilton Street to it;s intersection with the southerly line of Stuart Avenue;

THENCE in a northwesterly direction along the southerly line of Stuart Avenue to its intersection with the Easterly line of Crawford Street;

THENCE in a southwesterly direction along the easterly line of Crawford Street to its intersection with the southerly line of Winbern Avenue;

THENCE in a northwesterly direction along the southerly line of Winbern Avenue to its intersection with the easterly line of La Branch Street;

THENCE in a southwesterly direction along the easterly direction along the easterly line of La Branch Street to its intersection with the southerly line of Alabama Avenue;

THENCE in a northwesterly direction along the southerly line of Alabama Avenue to its intersection with the easterly line of San Jacinto Street;

THENCE in a southwesterly direction along the easterly line of San Jacinto Street to its intersection with the southerly line of Cleburne Avenue;

EXHIBIT A

THENCE in a northwesterly direction along the southerly line of Cleburne Avenue to its intersection with the easterly line of Main Street;

THENCE in a southerly direction along the easterly line of Main Street to its intersection with the southerly line of Richmond Avenue;

THENCE northwesterly and westerly along the southerly line of Richmond Avenue to its intersection with the easterly line of Spur 527, a segment of the Southwest Freeway;

THENCE in a northeasterly and northerly direction along said Spur 527 to it's intersection with the easterly line of Milam Street;

THENCE in a northeasterly direction along the easterly line of Milam Street to its intersection with the easterly line of said Spur 527;

THENCE in a northerly and northeasterly direction along the easterly line of said Spur 527 to its intersection with the northerly line of Elgin Avenue;

THENCE in a northwesterly direction along the northerly line of Elgin Avenue to its intersection with the westerly line of Brazos Street;

THENCE in a northeasterly direction along the westerly line of Brazos Street to its intersection with the southerly line if Tuam Avenue;

THENCE in a northwesterly direction along the southerly line of Tuam Avenue to its intersection with the westerly line of Bagby Street;

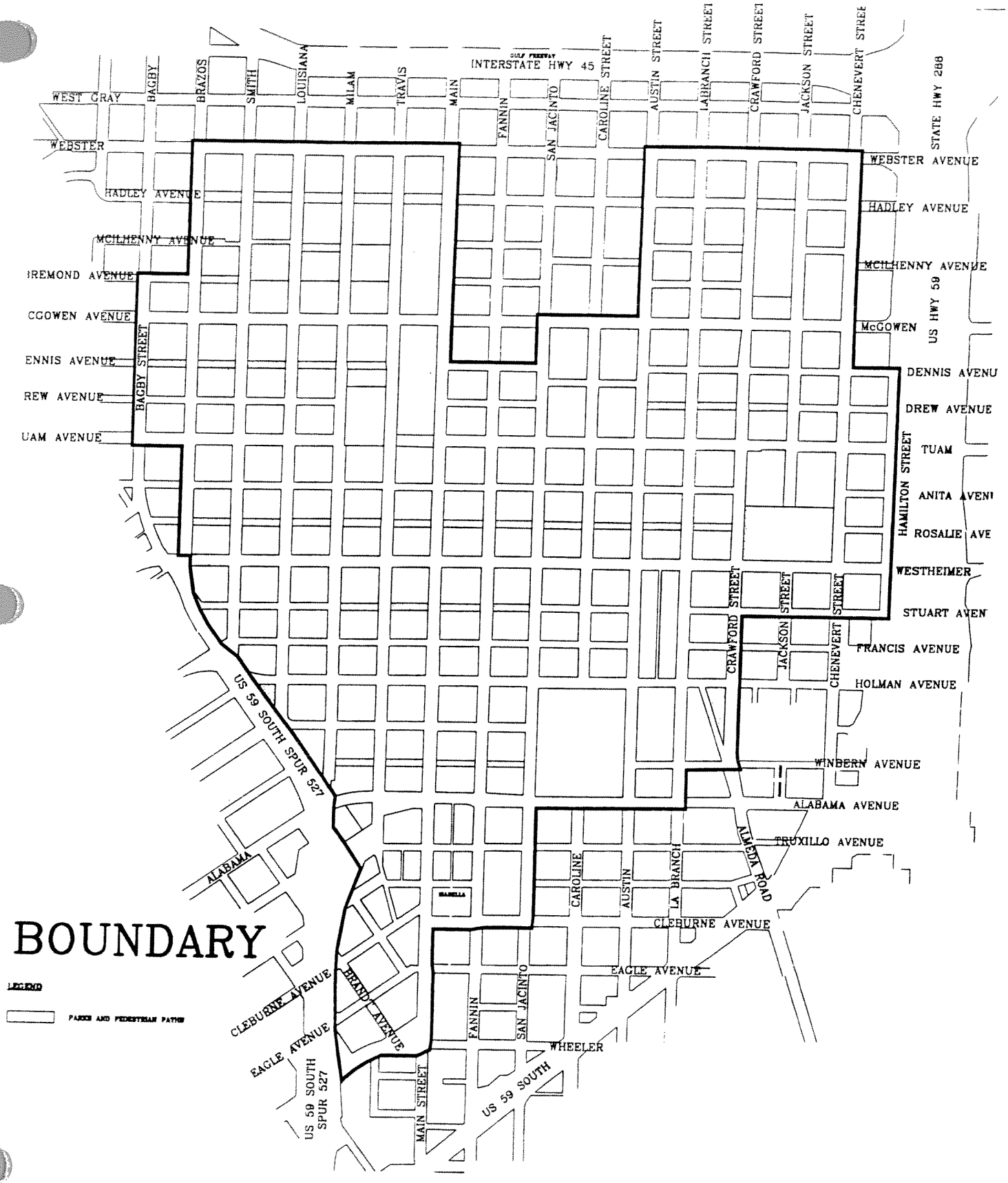
THENCE in a northeasterly direction along the westerly line of Bagby Street to it's intersection with the northerly line of Bremond Street;

EXHIBIT A

THENCE in a southeasterly direction along the northerly line of Bremond Street to its intersection with the westerly line of Brazos Street;

THENCE in a northeasterly direction along the westerly line of Brazos Street to it's intersection with the northerly line of Webster Avenue same being THE PLACE OF BEGINNING of the herein described District.

EXHIBIT A



Carter-Burgess

EXHIBIT B

Original to the City Secretary

REQUEST FOR COUNCIL ACTION

SUBJECT: Ordinance creating a Tax Increment Reinvestment Zone, No. 2, (MIDTOWN) and creating a Board of Directors.	Categ. #	Page 1 of 1	Agenda Item # 55
FROM (Department or other point of origin): Department of Finance and Administration	Origination Date 12/7/94	Agenda Date DEC 14 1994	
DIRECTOR'S SIGNATURE:	Council District Affected: D & I		
For Additional Information Contact: Janice D. Davis Phone: 247-1332	Date and Identification of Prior Authorizing Council Action: 10/19/94 Resolution 94-24 11/16/94 Resolution 94-31		

RECOMMENDATION: (Summary)

Approve an Ordinance creating a Tax Increment Reinvestment Zone, No. 2 (MIDTOWN) and creating a Board of Directors.

Amount and Source of Funding: N/A

94-1345

SPECIFIC EXPLANATION: On September 12, 1994 the City Secretary received a petition signed by owners of over 50% of the total appraised property value within the proposed District. The petition requests the creation of a Tax Increment Reinvestment Zone (aka Tax Increment Financing District) for an area generally bounded by Webster on the north, I-59 on the east and south, and Bagby on the west, known as MIDTOWN.

On October 19, 1994 the City Council passed Resolution 94-24. This Resolution gave the Department authorization to prepare a preliminary reinvestment zone financing plan, to request a waiver of the 60 day notification requirement and established December 21, 1994 as the date for the public hearing. In response to the City's request, the Harris County Commissioners Court approved a waiver of the 60 day notification requirement on October 25, 1994. The Houston Independent School District Board approved a waiver of the 60 day notification requirement on Thursday November 3, 1994.

On November 16, 1994 the City Council passed Resolution 94-31 amending Resolution 94-24 to change the date of the public hearing from December 21 to December 7, 1994, thereby providing City Council more time for consideration. The City Council held a public hearing to receive comments concerning the Zone creation on December 7, 1994.

The Department of Finance and Administration, Legal Department and Planning and Development Department have reviewed the petition and find it in conformance with the City of Houston guidelines. This Ordinance also creates a nine member Board of Directors for the Zone. The statute requires the Board to include the State Representative, State Senator, and up to seven additional members including the Chairman of the Board.

The Department recommends passage of the Ordinance creating the Zone and the Board of Directors.

cc: Richard Lewis
Ben Hall
Donna Kristaponis
Dan Jones

REQUIRED AUTHORIZATION

F&A Budget:	Chief Administrative Officer:	Other Authorization:

F&A 0011.A REV. 1/92 7530-0100403-00

City of Houston, Texas, Ordinance No. 97-600

AN ORDINANCE APPROVING THE PROJECT PLAN AND REINVESTMENT ZONE FINANCING PLAN FOR REINVESTMENT ZONE NUMBER TWO, CITY OF HOUSTON, TEXAS (MIDTOWN); AUTHORIZING THE CITY SECRETARY TO DISTRIBUTE SUCH PLANS; CONTAINING VARIOUS PROVISIONS RELATED TO THE FOREGOING SUBJECT; AND DECLARING AN EMERGENCY.

* * * * * * *

WHEREAS, by City of Houston Ordinance No. 94-1345, dated December 14, 1994, the City created Reinvestment Zone Number Two, City of Houston, Texas (the "Midtown Zone") for the purposes of redevelopment in the area of the City generally bounded by I-45 on the north, Highway 288 on the east, U.S. 59 on the south and Bagby Street and Spur 527 on the west, which is also known as the Midtown area; and

WHEREAS, the City enlarged the boundaries of the Midtown Zone by City of Houston Ordinance No. 95-1322 on December 13, 1995, to include additional areas within the general boundaries of the Midtown area and to the northeast of the Midtown area; and

WHEREAS, Harris County (the "County") has agreed to participate in the Midtown Zone and has authorized 100 percent of its tax increment in the Midtown Zone to be paid into the tax increment fund for the Midtown Zone; and

WHEREAS, Houston Independent School District ("HISD") has agreed to participate in the Midtown Zone and has authorized 100 percent of its tax increment, but not more than $0.96

per $100 of assessed valuation per year on the captured appraised value of the Midtown Zone, to be paid into the tax increment fund for the Midtown Zone; and

WHEREAS, the Project Plan and the Reinvestment Zone Financing Plan reflect the participation of the County and HISD, and;

WHEREAS, the Board of Directors of the Midtown Zone has approved the Project Plan and Reinvestment Zone Financing Plan (the "Proposed Plans") attached hereto for the redevelopment of the Midtown Zone; and

WHEREAS, before the City and the Board of Directors of the Midtown Zone may implement the Proposed Plans, the City Council must approve the Proposed Plans;

WHEREAS, the Proposed Plans provide that at least one-third of the surface area of the Midtown Zone, excluding roads, streets, utility rights-of-way and other public areas exempt from ad valorem, is dedicated to residential housing, and that one-third of the tax increment is dedicated to the provision of low-income housing during the term of the Midtown Zone; **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 declared to be true and correct and are hereby adopted as part of this Ordinance.

Section 2. That the Project Plan and Reinvestment Zone Financing Plan attached hereto for Reinvestment Zone Number Two, City of Houston, Texas, are hereby determined to be feasible and are approved.

Section 3. That the City Secretary is directed to provide copies of the Project Plan and Reinvestment Zone Financing Plan to each taxing unit levying ad valorem taxes in the Zone.

Section 4. That City Council officially finds, determines, recites and declares 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. That City Council further ratifies, approves and confirms such written notice and the contents and posting thereof.

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 28th day of May, 1997.

APPROVED this _____ day of May, 1997.

_____
Mayor of the City of Houston

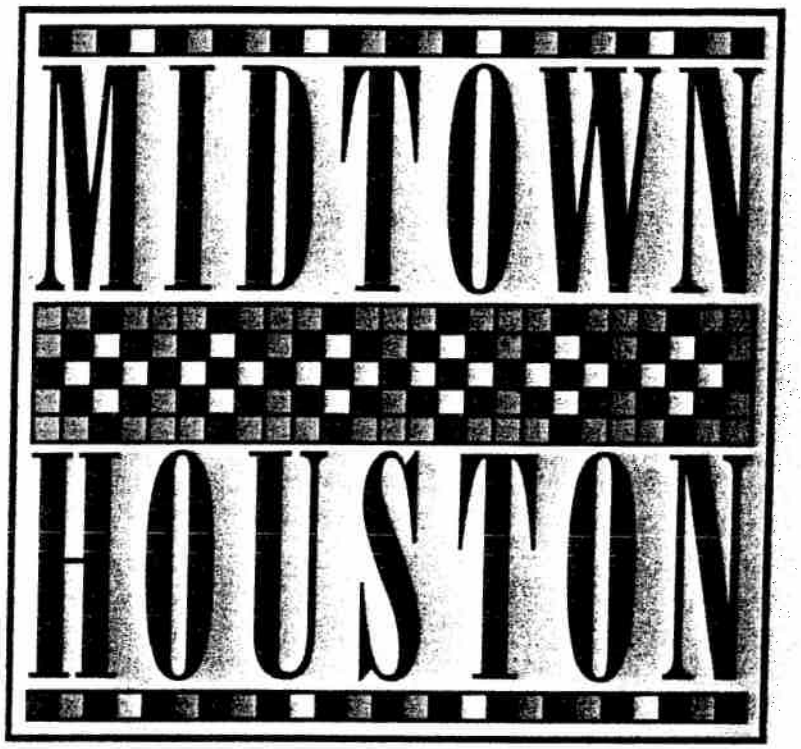
Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is JUN 0 3 1997.

_____
City Secretary

(Prepared by Legal Dept. Deborah F. McAfee)
(DFM/dfm May 20, 1997) Senior Assistant City Attorney
(Requested by Robert M. Litke, Director, Planning and Development)
(L.D. File No. 34-94360-06)

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CAPTION PUBLISHED IN DAILY COURT REVIEW
DATE: JUN 0 3 1997


MIDTOWN
HOUSTON

PROJECT PLAN AND REINVESTMENT ZONE FINANCING PLAN

REINVESTMENT ZONE NUMBER TWO
CITY OF HOUSTON, TEXAS

MIDTOWN

April 1997

REINVESTMENT ZONE NUMBER TWO, CITY OF HOUSTON, TEXAS
MIDTOWN REDEVELOPMENT AUTHORITY

BOARD OF DIRECTORS:

Doug O. Williams, Chairman
Assistant to the Mayor on
Housing and Inner City Revitalization
Appointed by City of Houston

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CITY COUNCIL DISTRICT MAP
CITY COUNCIL DISTRICT BOUNDARY
T.I.R.Z. BOUNDARY
DISTRICT
C COUNCILWOMAN MARTHA WONG
D COUNCILMAN JEW DON BONEY
E COUNCILMAN ROB TODD
I COUNCILMAN JOHN E. CASTILLO
CITY COUNCIL DISTRICT D
CITY COUNCIL DISTRICT I
CITY COUNCIL DISTRICT E
CITY COUNCIL DISTRICT C
Midtown
Houston, Texas
Downtown
Interstate 45
U.S. Highway 59
S.H. 288
Westheimer
Alabama
Richmond
McGowen
Gray
Webster
Bagby
Louisiana
Fannin
San Jacinto
Caroline
Austin
La Branch
Crawford
Jackson
Chenevert
Hamilton
Milam
Travis
Main
Jefferson
Fairview
Pacific
Avondale
Lovett
Hawthorne
Harold
Kipling
Marshall
Greeley
Jack
Carron
Rusk
Sul Ross
Branard
West Main
Colquitt
Cleburne
Woodrow
Main
Blodgett
Wheeler
Almeda
Elgin
Tuam
Rosalie
Bastrop
Downing
St. Charles
Lyon Oak
NORTH


HOUSTON
INDEPENDENT
SCHOOL DISTRICT
DISTRICT MAP
H.I.S.D. DISTRICT BOUNDARY
T.I.R.Z. BOUNDARY
Downtown
DISTRICT
VIII
DISTRICT
IV
Midtown
Houston, Texas
NORTH
West Dallas
West Gray
Westheimer
Alabama
Richmond
Interstate 45
U.S. Highway 59
S.H. 288
McGowen
Tuam
Gray
Webster
Main
Blodgett
Almeda
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Smith
Louisiana
Milam
Travis
Fannin
San Jacinto
Caroline
Austin
La Branch
Crawford
Jackson
Chenevert
Hamilton

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FOREWORD

The plan for revitalizing Midtown Houston envisions reviving the original residential nature of the area with both new construction and the preservation/restoration of historical structures. The goal is to provide convenient, quality housing, vertically integrated with appropriate retail and commercial support facilities for Downtown/Central Business District and Texas Medical Center employees, college and medical students and anyone else who wants to live in the heart of Houston. By bringing the public and private sectors together in a redevelopment partnership, the Midtown T.I.R.Z. seeks to eliminate the urban blight plaguing Midtown Houston and enable the area to again realize its potential. This once vibrant residential area now lies comatose, stripped of its character and much of its usefulness tainted by years of neglect and depressed property values. Desperately in need of renewal, Midtown Houston's unfortunate history prompted developers and lenders to label it a risky venture, preempting previous individual efforts to resuscitate this neighborhood. Trapped in a cycle of deterioration, the area remained abandoned and ignored by most Houstonians. Until the public sector (Houston, Harris County and the Houston Independent School District) made a commitment to join forces with private developers and property owners, it seemed as if Midtown Houston was destined to continue to deteriorate. The creation of the Midtown T.I.R.Z. has awakened interest in the area.

The Midtown T.I.R.Z. is halting this area's cycle of decline by enabling private sector investment and redevelopment management under the Texas Tax Increment Financing Act. Efforts are being made to develop a mid-density, multi-cultural, mixed use residential community centered around a rejuvenated Main Street, thereby generating significant new taxable value in Midtown Houston. The Midtown Reinvestment Zone can provide:

- new capital for any necessary infrastructure
- funding for attractive, security enhancing streetscapes
- new capital for building schools, parks, recreation spaces and hike & bike trails in Midtown
- the ability to adopt land use controls similar to those available to suburban developers
- significant new tax revenues in the future for the City of Houston, the Houston Independent School District and Harris County.

For the government units, there was no down side in creating a Midtown Reinvestment Zone. They will lose no revenue; only the taxes from new improvements spawned by T.I.R.Z. #2 will finance the area's improvements. The tax revenues from the present Midtown property values will continue to flow to their coffers. At the end of the 30-year life of T.I.R.Z. #2, the taxes from the entire value of the rejuvenated Midtown will go to them. Without T.I.R.Z. #2, Midtown's long history of decline would have been its future; new development would have continued to pass over Midtown in favor of suburbia.

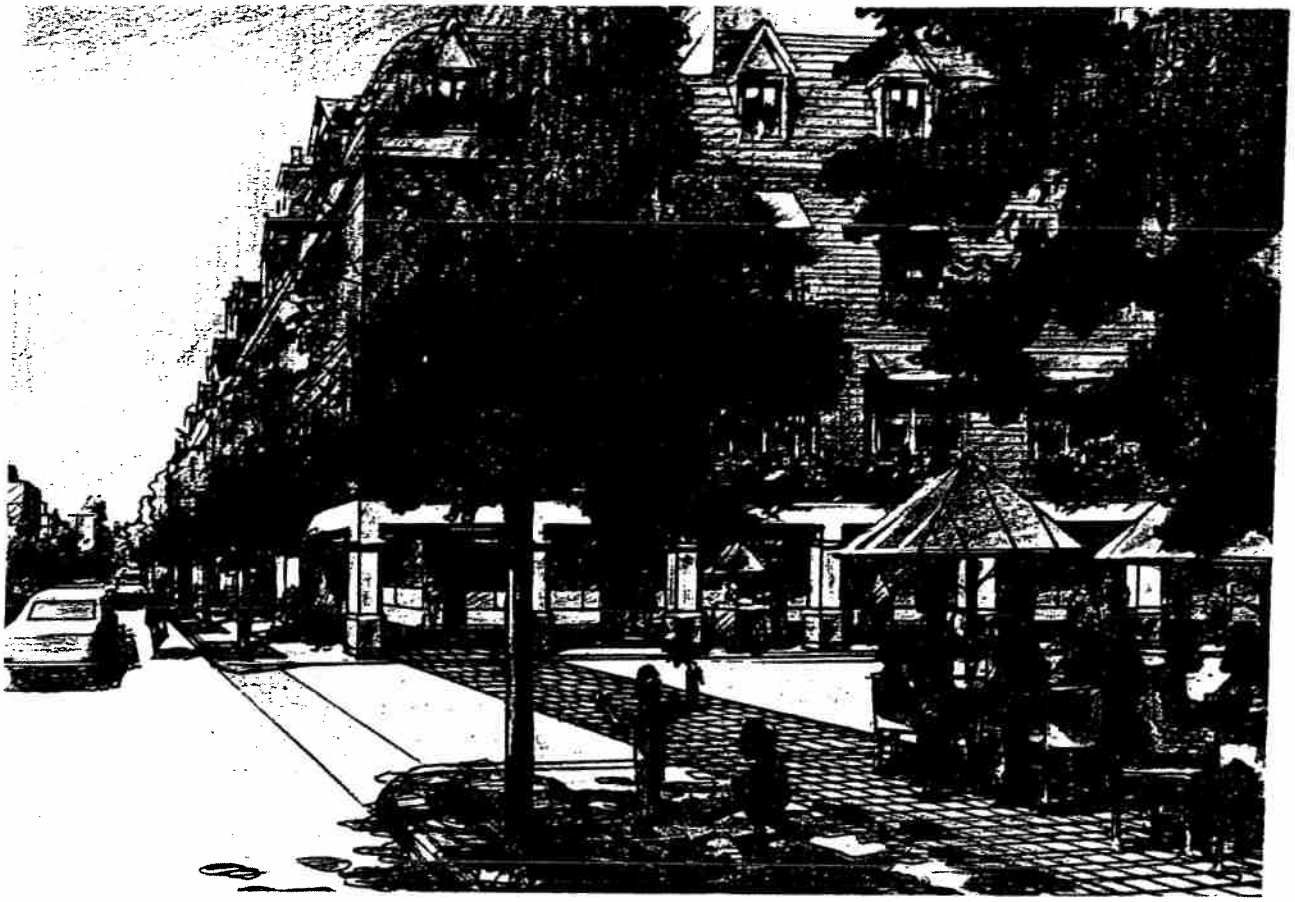
The Board of Midtown T.I.R.Z. believes Midtown Houston deserves a chance to become what it ought to be: a symbol of the spirit that built Houston and a vision of the City's future. The effort to have T.I.R.Z. #2 created was initiated by individual property owners and neighborhood institutions to foster economic development in Midtown Houston. The Midtown plan involves numerous people, many of whom are motivated solely by the desire to see a significant area of their home town improved. Businesses, churches, non-profit institutions, property owners, residents and the media continue to voice their support. All seem to understand that improving Midtown will have a very positive effect on the areas that surround Midtown.

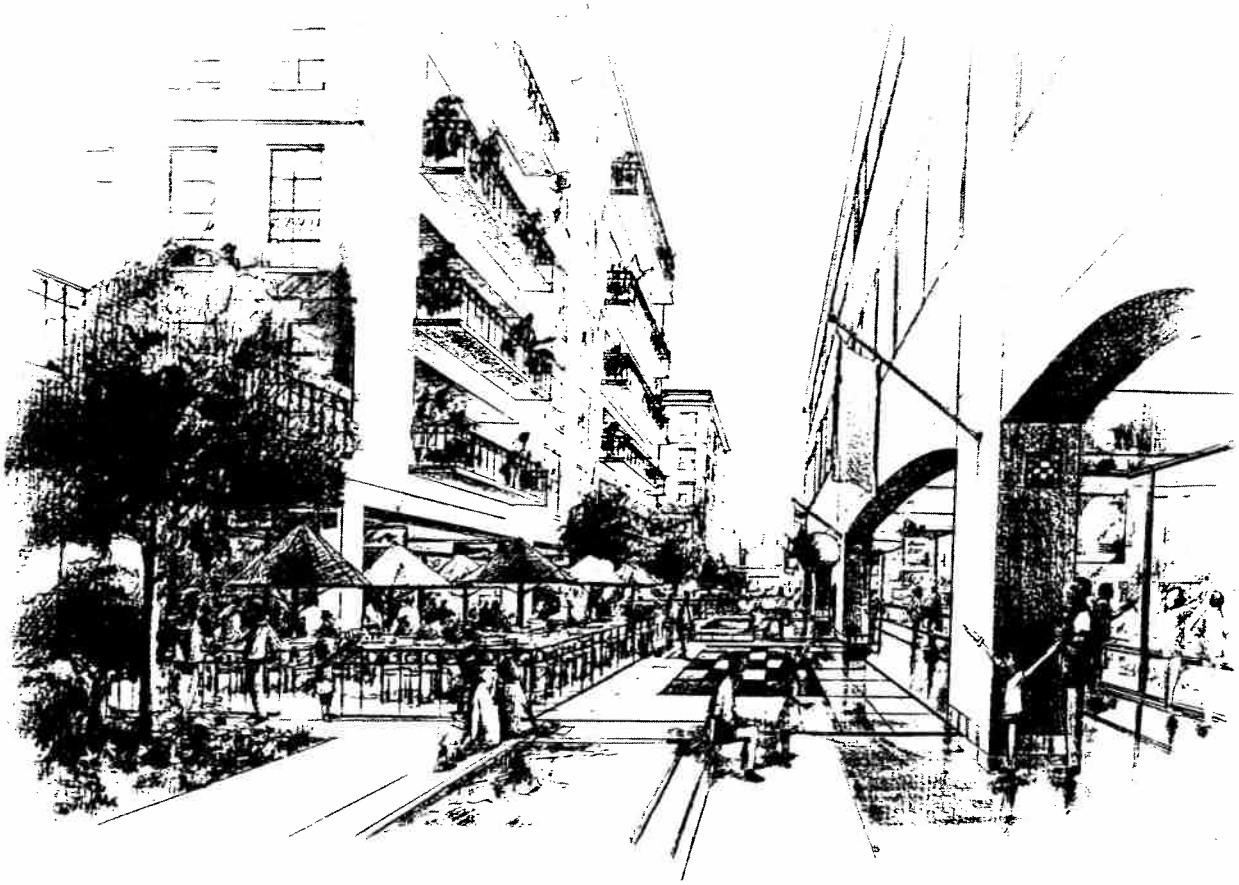
From 1992 to 1994, a private group of property owners worked to have the T.I.R.Z. created by securing petitions from over 700 different property owners, renewing interest in the area with developers, lenders and institutions, holding public town meetings, retaining professional consultants, securing media support, and raising funds to support the grass roots taxpayer initiative. In December of 1994, Houston City Council created Reinvestment Zone Number Two, City of Houston, Texas, in response to all the efforts. Harris County also voted to participate in the T.I.R.Z. on June 6, 1995. H.I.S.D. joined on December 12, 1996.

The Board of Directors of the T.I.R.Z. held its first meeting in April 1995, and has continued to pursue the goal of a rejuvenated Midtown Houston by:

- assisting property owners in negotiations with potential financiers/developers for the creation of new development projects
- working with the City of Houston, Houston Independent School District, Houston Community College, Harris County, the Houston Housing Finance Corporation, the Metropolitan Transit Authority, Texas Department of Transportation, numerous local, state, and federal organizations and institutions, property owners, realtors, builders and developers to provide a responsible, responsive, comprehensive planning environment in Midtown
- establishing an office with a full-time executive director to answer inquiries, solicit new businesses and homes, and coordinate activities in the area
- retaining professional consultants in the fields of finance and accounting, planning, engineering, law, and landscape architecture to prepare a project plan and financing plan for the area and assist with the daily business of running the district and attracting new development
- initiating a program to clean up the area and demolish dangerous buildings, rid the area of illegal businesses, and inform interested parties of the low crime rates
- annexing additional property into the district to come closer to covering the entire area considered to be Midtown Houston
- working with adjacent neighborhoods and the Enhanced Enterprise Zone participants to spread the concern for revitalization to other places in the inner-city to reinforce the effort of all.

Midtown -- once one of Houston's most beloved areas -- has become the most obvious orphan in the city. This neighborhood's plight has touched a nerve. Houstonians want a Midtown they can live in, raise families in, and point to with pride again. They want to breathe life into this community, and they are gratified that all levels of government have joined in helping them do it.





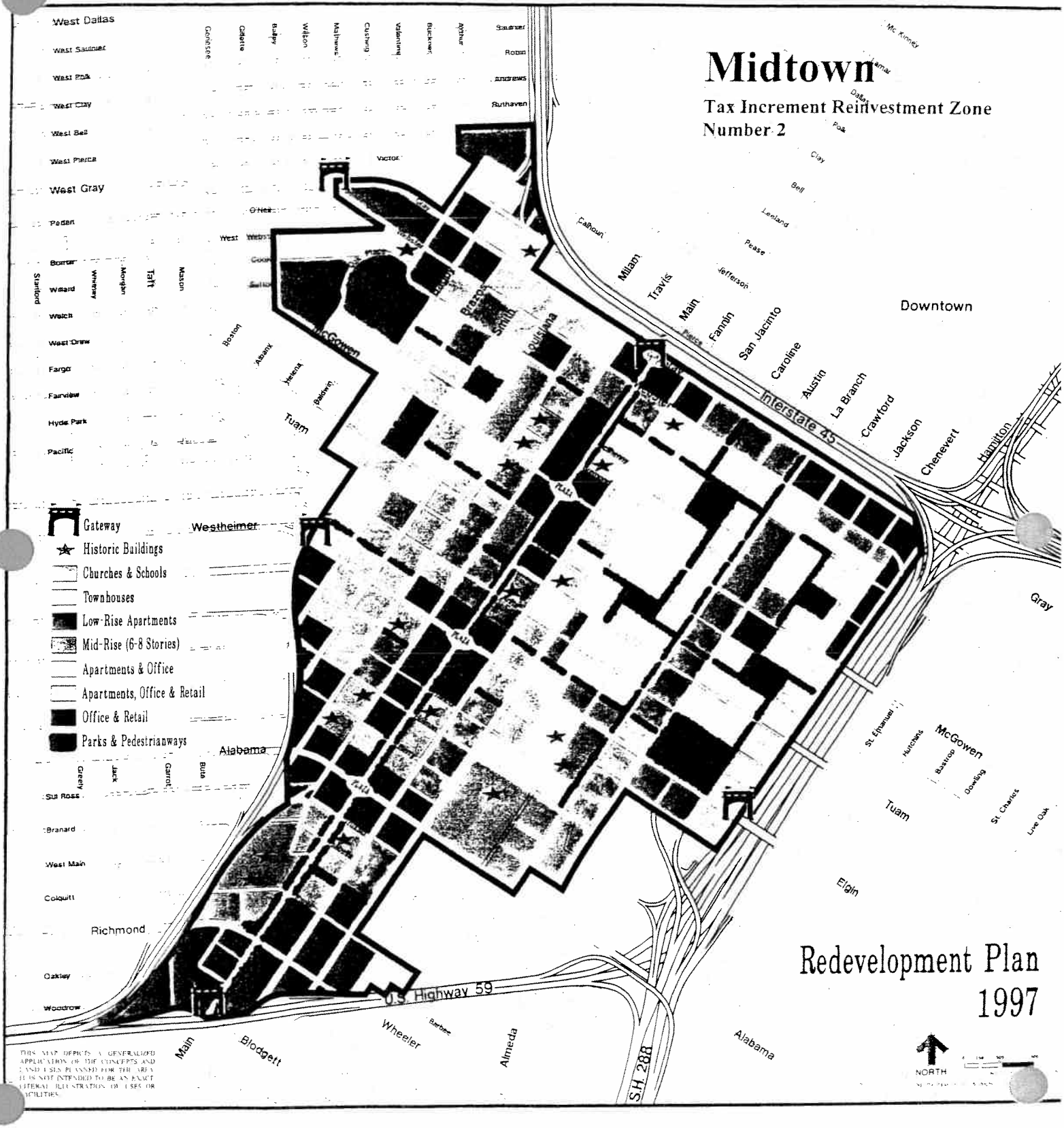

Midtown
Tax Increment Reinvestment Zone
Number 2
Existing Uses
and Conditions : 1997
Office
Retail
Commercial
Industrial
Institutional
Parking
Multi-Family
Single-Family
Parks & Open Space
Vacant Land
Automotive Uses
Historical Structure
Vacant Building
Downtown
Interstate 45
U.S. Highway 59
S.H. 288
Westheimer
Alabama
Richmond
Main
Bloodgett
Wheeler
Almeda
Tuam
McGowen
Elgin
Travis
Main
Fannin
San Jacinto
Caroline
Austin
La Branch
Crawford
Jackson
Chenevert
Hamilton
Milam
Jefferson
Taft
West Dallas
West Gray
NORTH



- **Encourage the use of public transit.** A street-level, pedestrian environment coupled with convenient service from sheltered transit stops will encourage residents to use transit to reach jobs, education, cultural, and recreational opportunities. Higher residential densities mixed with places of employment will increase the number of people available to be transit patrons. An increase in the number of patrons can, in turn, allow greater convenience in scheduling and routing. An increase in convenience promotes an increase in the percentage of people willing to use transit. The location of Midtown close to both downtown and the medical center means a short employment commute to either, and a low likelihood that a transfer will be required. Given the high cost of parking in both of these employment centers, transit usage by Midtown residents for work trips is likely to be the highest in the region.

- **Make Main Street the focus of area activities.** Shopping, services, restaurants, entertainment, and special activities are to be clustered along Main Street, the historic corridor of commercial activity. As the central spine of the area, Main Street is within convenient walking distance for all residents and business people. It is also the continuous link to other areas of the City and the region. Even in its present diminished condition, Main Street remains the symbolic "main street" for Houstonians, and it is appropriate that it should be the center of lively activity for Midtown. Several plazas are planned along Main Street at key intersections. These will be places of visual significance, orientation points for the area. They will have special paving, planting, lighting and seating and may also include statues, fountains, or other art works. The plazas will be places for people to gather on pleasant days, places to hold festivities and celebrations. They will make Main Street special in Midtown and will symbolize to the rest of the city that Midtown is a special place.

  The plazas are indicated on the Plan drawing schematically, as ovals of enlarged right-of-way. While it is the intention to have special paving within the existing right-of-way of each of these intersections, the design of the plazas has not been undertaken beyond that point. Each will be unique; their size, shape and extent will vary with the land available when they are funded.

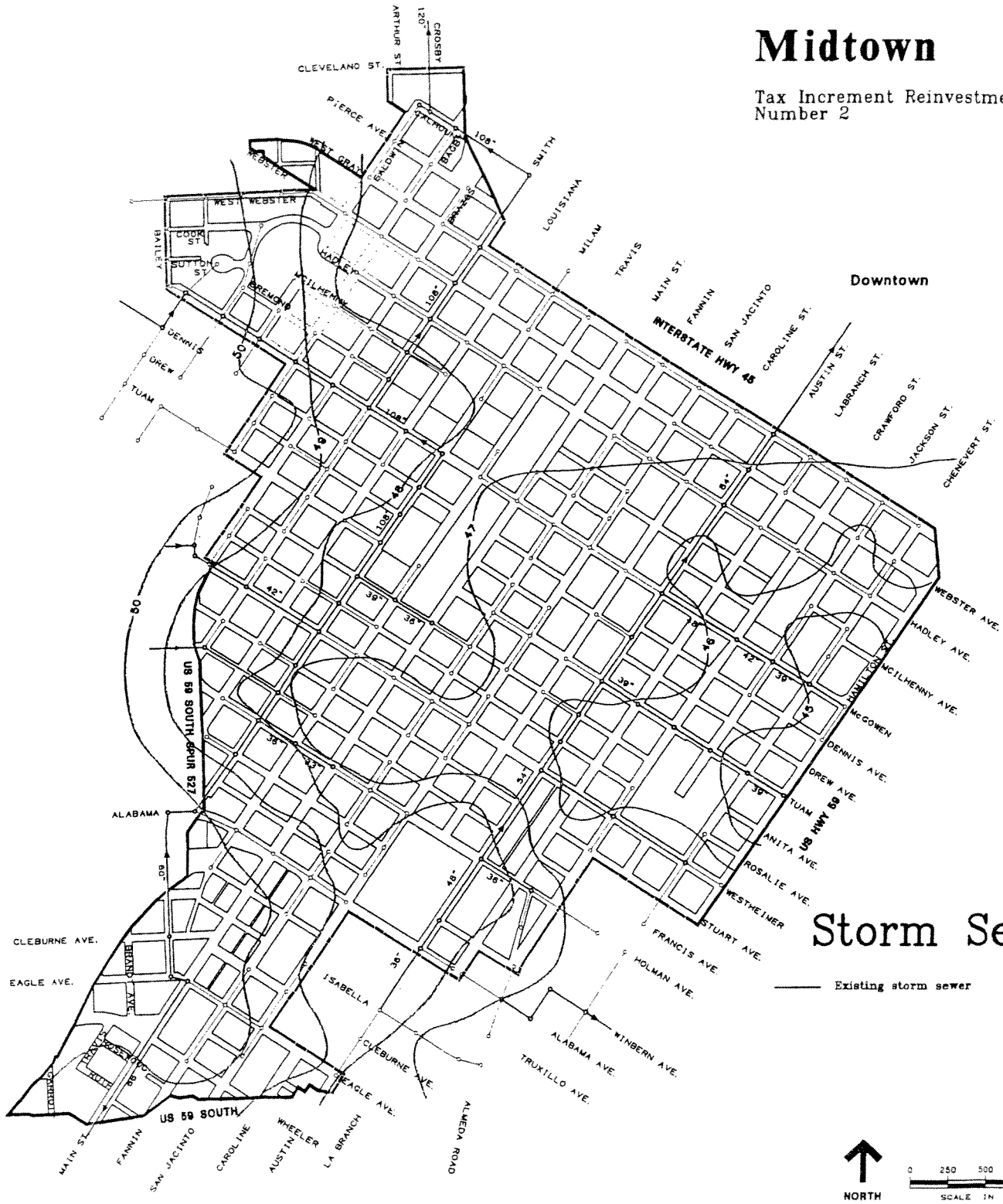

Midtown
Tax Increment Reinvestment Zone
Number 2
Redevelopment Plan
1997
West Dallas
West Gray
Downtown
Westheimer
Alabama
Richmond
Gateway
Historic Buildings
Churches & Schools
Townhouses
Low-Rise Apartments
Mid-Rise (6-8 Stories)
Apartments & Office
Apartments, Office & Retail
Office & Retail
Parks & Pedestrianways
Interstate 45
U.S. Highway 59
S.H. 288
Main
Travis
Fannin
San Jacinto
Caroline
Austin
La Branch
Crawford
Jackson
Chenevert
Hamilton
McKinney
Pease
Leeland
Bell
Clay
Calhoun
Milam
Jefferson
Louisiana
Smith
Brazos
McGowen
Tuam
Gray
Elgin
Wheeler
Blodgett
Almeda
Live Oak
St. Charles
Bastrop
Dowling
Hutchins
St. Emanuel
NORTH


Midtown
Tax Increment Reinvestment Zone
Number 2
Major Street
Express Street
Streets
Downtown
Interstate 45
U.S. Highway 59
S.H. 288
Pierce
Gray
Bagby
Brazos
Smith
Louisiana
Milam
Travis
Main
Fannin
San Jacinto
Caroline
Austin
La Branch
Crawford
Jackson
Chenevert
Hamilton
Webster
McGowen
Labranch
Elgin
Alabama
Tuam
Westheimer
Richmond
West Dallas
West Gray
Taft
Whitney
Morgan
Morton
Stanford
Wilard
Welch
West Drew
Fargo
Fairview
Hyde Park
Pacific
Avondale
Lovell
Hawthorne
Harold
Kipling
Marshall
Sid Ross
Branard
West Main
Colquitt
Oakley
Woodrow
Main
Blodgett
Wheeler
Almeda
Alabama
Elgin
Gray
McGowen
Tuam
NORTH



Midtown

Tax Increment Reinvestment Zone
Number 2



Storm Sewer

—— Existing storm sewer

NORTH

0 250 500 750 1000
SCALE IN FEET

CARTER & BURGESS, INC.

Midtown

Tax Increment Reinvestment Zone
Number 2



Wastewater

—— —— Existing sanitary sewer

—— —— Proposed sanitary sewers contained within Metro Paving Program

—— —— Proposed sanitary sewer by Midtown and City of Houston

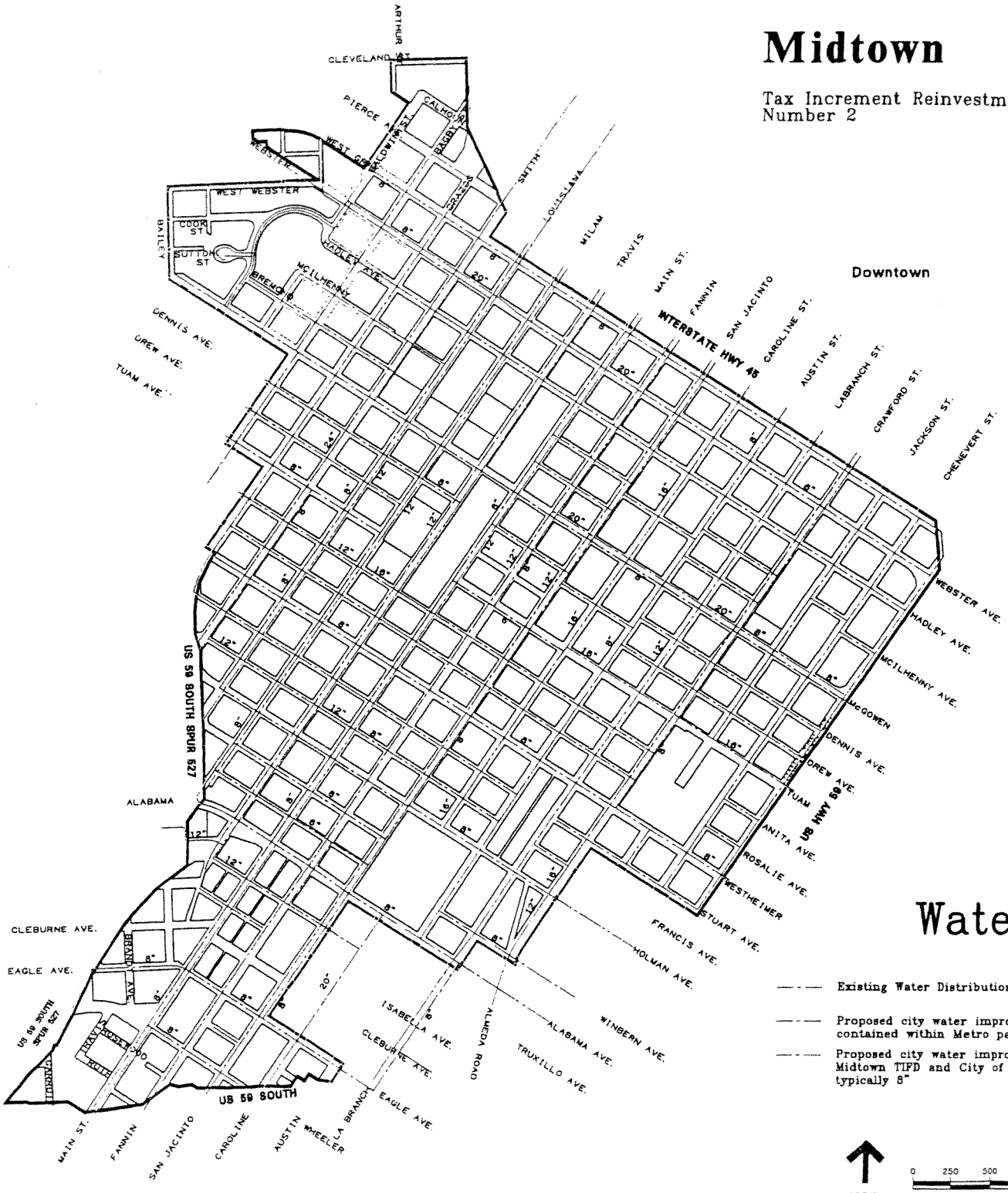
NORTH

0 250 500 750 1000
SCALE IN FEET

CARTER & BURGESS, INC.

Midtown

Tax Increment Reinvestment Zone
Number 2



Water

Existing Water Distribution

Proposed city water improvements contained within Metro paving program

Proposed city water improvements by Midtown TIFD and City of Houston–typically 8"

NORTH

0 250 500 750 1000

SCALE IN FEET

CARTER & BURGESS, INC.

REINVESTMENT ZONE FINANCING PLAN

Summary

Redevelopment of real estate in Midtown will be enabled, facilitated and accelerated by the T.I.R.Z. The participation of the three largest taxing jurisdictions is helping Midtown to "prime the pump" of economic rehabilitation in Houston's inner city. T.I.R.Z. #2 was created for a period of 30 years by Houston City Council. Harris County participation is for the same 30 years. Houston Independent School District participation started in 1997 for a period of 25 years.

Redevelopment Area

The redevelopment area modeled is approximately 356 acres (net of right-of-way) of the area known as Midtown. Of this total, 203 acres (57%) are designated for redevelopment during the life of the proposed T.I.R.Z. Approximately fifty-three acres are planned to remain in their present uses. Of the land area to be redeveloped, 88% is planned for taxable uses, with the remainder planned for tax exempt uses. Redevelopment activity will continue long after the T.I.R.Z. expires. The development plan assumes that some 100 acres will remain to be redeveloped after the T.I.R.Z. has expired.

Revenue Model

The following tables present the assumptions that contributed to the calculation of projected revenue flows to the T.I.R.Z. All assumptions were developed by the Midtown T.I.R.Z., the Midtown Redevelopment Authority and its consultants.

Revenue Model Assumptions

Annual Rates of Change (growth rates):	
Value of Property not yet Redeveloped	1.8%
Redevelopment Costs	1.8%
Value of Redeveloped Property	1.8%

1996 Set Tax Rates:	Rate
City of Houston	$0.66500
Harris County	$0.42768
HISD	$1.38400
T.I.R.Z. Participation by Taxing Jurisdictions:	
City of Houston	100.00%
Harris County	100.00%
HISD (1)	69.33%

Rate dedicated to Midtown:	Rate	Share
City of Houston	$0.66500	32.40%
Harris County	$0.42768	20.84%
HISD	$0.96000	46.77%
Yields Overall Rate (1):	$2.05268	100.00%

(1) Includes HISD participation, which begins in tax year 1997.
Without HISD, the Overall Rate for 1996 is $1.092.

Summary of TIRZ Revenue Projections

All Dollar Values in 000s

Year (1)	Redeveloped Land (Sq.Ft.)	Real Estate Tax Value: Not yet Redeveloped	Real Estate Tax Value: Redeveloped	Total Tax Value	Value Increment	TIRZ Revenue (2)
1995	275,625	$156,257	$0	$156,257	$0	$0
1996	300,000	158,868	529	159,397	3,139	0
1997	450,000	157,322	30,233	187,555	31,298	33
1998	406,250	157,993	53,062	211,055	54,798	623
1999	468,750	157,106	75,658	232,764	76,507	1,091
2000	556,250	157,140	95,060	252,200	95,942	1,523
2001	479,700	155,999	126,765	282,765	126,507	1,910
2002	281,250	153,742	169,052	322,794	166,537	2,519
2003	281,250	151,726	214,515	366,241	209,984	3,316
2004	406,250	151,493	246,306	397,799	241,541	4,181
2005	356,250	151,202	279,171	430,374	274,116	4,809
2006	418,750	148,823	337,539	486,362	330,105	5,458
2007	356,250	146,978	382,106	529,084	372,827	6,573
2008	356,250	144,007	444,549	588,556	432,299	7,423
2009	418,750	141,912	492,440	634,352	478,094	8,607
2010	250,371	139,695	541,910	681,605	525,348	9,519
2011	306,250	136,007	606,904	742,911	586,654	10,460
2012	243,750	134,495	652,782	787,277	631,020	11,681
2013	243,750	131,839	717,573	849,412	693,155	12,564
2014	368,750	130,172	766,251	896,423	740,166	13,801
2015	243,750	128,401	816,450	944,851	788,594	14,737
2016	306,250	124,099	897,372	1,021,471	865,213	15,702
2017	243,750	122,070	951,253	1,073,323	917,065	17,227
2018	243,750	118,717	1,026,364	1,145,081	988,824	18,260
2019	102,024	116,436	1,083,938	1,200,374	1,044,117	19,688
2020	93,750	114,035	1,143,251	1,257,286	1,101,029	20,789
2021	93,750	114,895	1,182,454	1,297,349	1,141,091	21,923
2022	93,750	115,950	1,221,396	1,337,346	1,181,089	22,720
2023	93,750	117,006	1,261,358	1,378,363	1,222,106	12,518
2024	93,750	$118,062	$1,302,362	1,420,424	1,264,166	$12,953
Totals	8,832,720					$282,612

(1) Data in each row is as of January 1 of the year indicated, except for TIRZ Revenue, as explained in Note 2 below.

(2) There is a lag of up to 2 years between the time real estate values increase and the actual receipt of funds by the Midtown TIRZ. This column shows the amounts that are expected actually to be received by Midtown in each year of the projection period. Collections of TIRZ revenues will occur throughout the year, and no costs of collection are assumed.

PROJECT COSTS TO BE PAID BY OTHERS

There are major capital projects essential to the plan for the Midtown area that will be constructed with City of Houston and METRO funds. The METRO funding includes a grant from the U.S. Department of Transportation. The METRO projects include reconstructing the paving and some storm sewers on the following streets: San Jacinto, Fannin, Main, Travis, Milam, Louisiana, and Smith. The METRO projects will also include bus shelters and benches, new sidewalks, and street trees. Bus shelters with adjacent trees will also be built on LaBranch, Crawford, McGowen, Webster and Gray. The Main Street reconstruction will include special pavers at the four intersections designated as future plaza sites in this project plan. At the time of the street reconstruction projects, the City of Houston will be building new water distribution lines on those same streets, and new sanitary sewers along portions of those streets. The program costs are given below:

METRO	$39,400,000
City of Houston	$ 7,500,000

The addition of street light fixtures to replace those removed from Midtown over the years will cost the City of Houston more money for operations. No estimate has been made of this amount because the inventory of existing fixtures is not yet complete.

There are five projects included in the City's current Capital Improvement Plan that are partially located in Midtown. These projects were scheduled before the T.I.R.Z. was created to address existing deficiencies. They include $1.2 million for the installation of lateral sanitary sewers on Elgin and McIlhenny, $4 million in sewer rehabilitation as a part of the Greater Houston Wastewater Program, and $35,000 for bikeways on Caroline, Austin, Holman and LaBranch.

PROJECT COSTS TO BE PAID BY T.I.R.Z. #2

To cover operating and administrative expenses for the first two years, the Midtown Redevelopment Authority borrowed money from the Houston Housing Finance Corporation and from Reliable Life Insurance Company, a property owner in the district. The expenditures have included planning, engineering, legal and other professional expenses associated with preparing the project plan and the financial plan, creation expenses, office and staff costs, accounting expenses, and costs associated with preparing developer reimbursement agreements. The operating agreement between T.I.R.Z. #2 and the City limits these borrowings to $1 million. To date, $750,000 has been borrowed.

The state statue calls for one-third of the tax increment funds (after deducting expenses of creation and operation of the T.I.R.Z.) to be spent on housing for persons and families of low income. "Persons and families of low income" is determined by the Board of the T.I.R.Z. based on family size and income. It is also based on whether an area is an area of chronic economic distress as defined in Section 143 of the Internal Revenue Code or in an Enterprise Zone created under the Texas Enterprise Zone Act. Persons and families of low income will be determined by the T.I.R.Z. Board from time to time according to, among other things, the foregoing factors. At the present time, persons and families of low income according to family size and area are established at 80% of the income limits for Houston Housing Finance Corporation qualified mortgage programs. Housing costs include site acquisition and improvements, building construction, financing, occupancy and maintenance programs. Site improvements can include assessments and clean-up, utilities, grading, paving, landscaping, etc. All forms of housing are eligible: apartments, townhouses, duplexes, single family. The housing may be rental or owner-occupied. The funds can be loans or grants. Preference will be given to programs that will encourage long-term residency in the district. The exception to this policy will be for student housing. Special consideration may be given to people who work in areas adjacent to Midtown: CBD, Medical Center, Colleges and Universities. Large numbers of policemen, firemen, nurses, secretaries and teachers are among the people who would be qualified. T.I.R.Z. assisted housing may be located outside of the district, but the goals of the district will be best served if all or most is within the district. It will be available to all ages, races, and ethnic backgrounds.

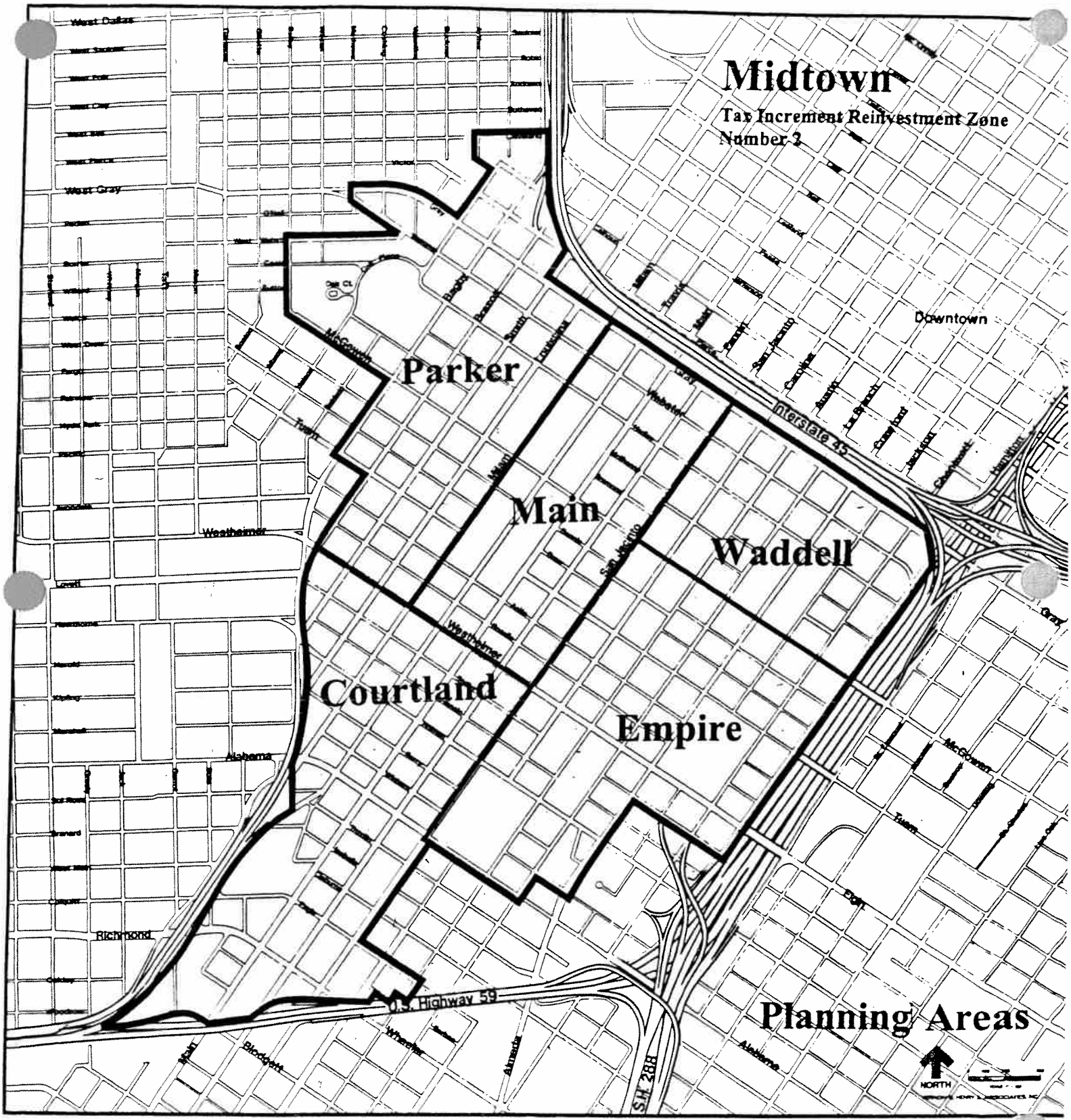
Funds to be spent on housing are not specifically identified as such in the accompanying Pro Forma Cash Flow Estimate table. Rather, the housing amounts are included in the various appropriate project cost items. The project cost itemization follows the categories established in Section 311.02 of the Texas Tax Increment Financing Act. The dollar amounts shown are approximate for budgetary purposes. It is anticipated that most spending will be made in association with much larger expenditures by private developers. T.I.R.Z. #2 will generally be facilitating and reacting to these private proposals, rather than instigating its own development. For that reason, money may be shifted from one category to another; only the total expenditure should be regarded as a fixed amount.

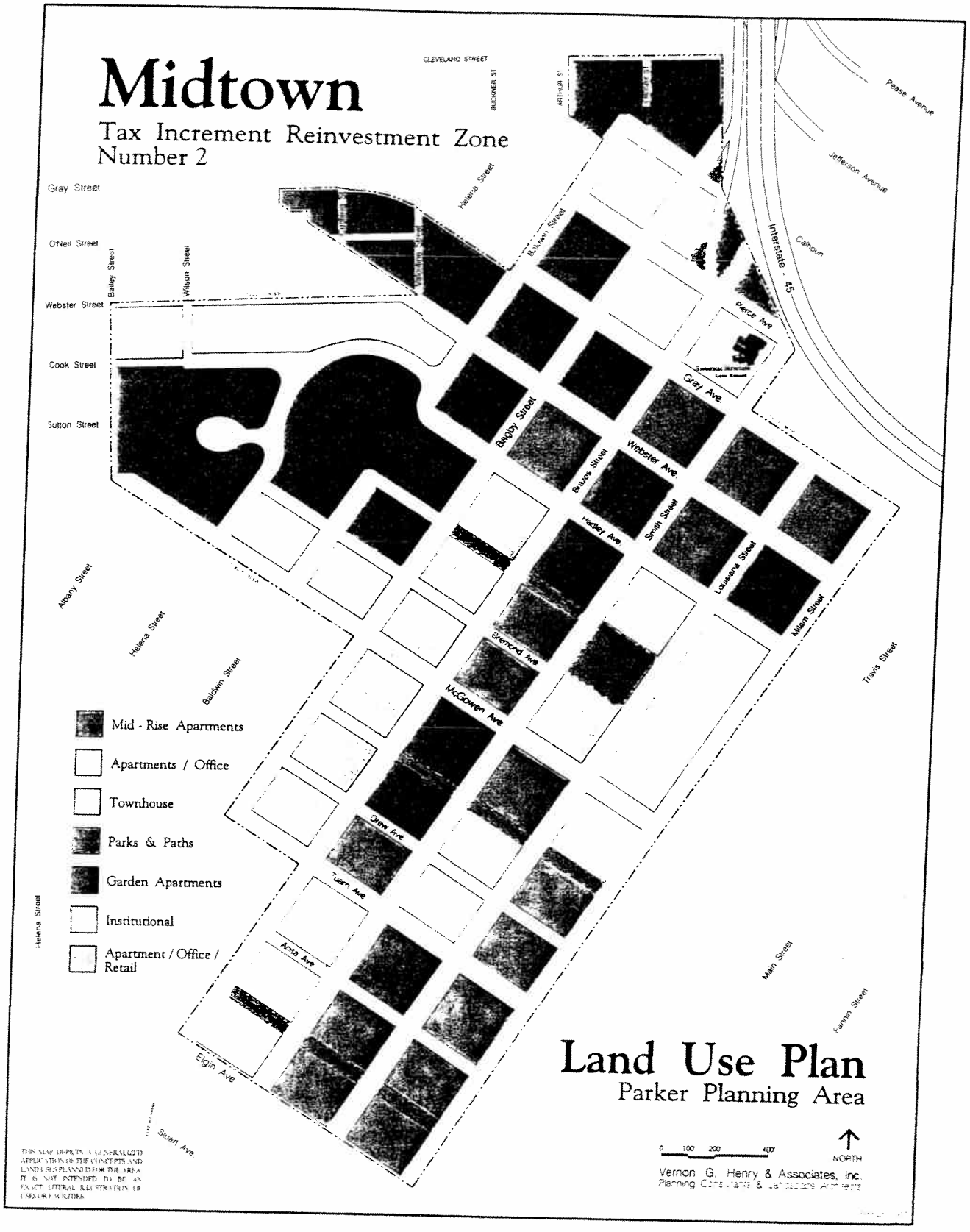
This financial plan will be updated from time to time to match actual development or revised trends or changes in the State laws.

Midtown Pro Forma Cash Flow Estimates

	1997	1998	1999	2000	2001	Cumulative Years 1-5	Years 6-10	Years 11-15	Years 16-20	Years 21-25	Years 26-28	Years 1-28
Capital Program Outlays												
Capital Projects	$3,400,000	$4,300,000	$3,700,000	$4,700,000	$4,600,000	$20,700,000	$28,400,000	$12,000,000	$38,600,000	$75,000,000	$41,400,000	$216,100,000
Educational Facility Expenditures*	$0	$291,443	$510,276	$712,433	$893,415	$2,407,567	$5,978,034	$6,000,000	$6,000,000	$6,000,000	$1,200,000	$27,585,601
Financing Costs	$195,000	$195,000	$180,000	$150,000	$150,000	$870,000	$750,000	$0	$0	$0	$0	$1,620,000
Real Property Assembly	$2,000,000	$2,000,000	$2,000,000	$2,000,000	$2,000,000	$10,000,000	$5,000,000	$5,000,000	$0	$0	$0	$20,000,000
Professional Services	$443,000	$250,000	$250,000	$250,000	$200,000	$1,393,000	$1,000,000	$1,000,000	$1,000,000	$1,000,000	$0	$5,393,000
TOTAL	$6,038,000	$6,745,000	$6,130,000	$7,100,000	$6,950,000	$32,963,000	$35,150,000	$18,000,000	$39,600,000	$76,000,000	$41,400,000	$243,113,000
Operating Expenses												
Creation and Plan Expenses	$260,000	$150,000	$122,300	$0	$0	$532,300	$0	$0	$0	$0	$0	$532,300
Zone Operations	$131,000	$200,000	$300,000	$450,000	$450,000	$1,531,000	$2,250,000	$2,250,000	$2,250,000	$2,250,000	$1,350,000	$11,881,000
TOTAL	$391,000	$350,000	$422,300	$450,000	$450,000	$2,063,300	$2,250,000	$2,250,000	$2,250,000	$2,250,000	$1,350,000	$12,413,300
Existing Short-Term Debt Pmts												
HHFC Note Payments	$265,000					$265,000	$0	$0	$0	$0	$0	$265,000
Reliable Life Note Payments	$40,000	$40,000	$40,000	$125,228	$125,228	$370,456	$375,685	$0	$0	$0	$0	$746,141
TOTAL	$305,000	$40,000	$40,000	$125,228	$125,228	$635,456	$375,685	$0	$0	$0	$0	$1,011,141
Future Borrowing												
Borrowings	$6,500,000	$6,500,000	$6,000,000	$5,000,000	$5,000,000	$29,000,000	$25,000,000	$0	$0	$0	$0	$54,000,000
Payments	($455,000)	($910,000)	($1,330,000)	($1,680,000)	($2,030,000)	($6,405,000)	($19,041,208)	($27,654,817)	($29,644,549)	($19,598,341)	($5,489,731)	($107,833,646)
Borrowed Proceeds Escrow	($910,000)	($910,000)	($840,000)	($700,000)	($700,000)	($700,000)	($700,000)	$-0	$-0	$-0	$-0	$-0
Cash Flow												
Cash Earmarked for Debt Service												
Beginning Cash on Hand	$236,000	$455,000	$455,000	$420,000	$350,000	$236,000	$350,000	$350,000	$0	$0	$0	$236,000
Tax Increment Revenues	$33,275	$623,165	$1,091,077	$1,523,330	$1,910,307	$5,181,154	$20,283,046	$42,583,083	$68,485,614	$97,887,399	$48,191,719	$282,612,016
Sale of Assembled Real Property				$2,000,000	$2,000,000	$4,000,000	$8,000,000	$5,000,000	$3,000,000	$0	$0	$20,000,000
Borrowed Proceeds Escrow	$910,000	$910,000	$840,000	$700,000	$700,000	$4,060,000	$3,500,000	$0	$0	$0	$0	$7,560,000
Available to Repay Borrowings	$1,179,275	$1,988,165	$2,386,077	$4,643,330	$4,960,307	$13,477,154	$32,133,046	$47,933,083	$71,485,614	$97,887,399	$48,191,719	$310,408,016
Repayment of Borrowings	($760,000)	($950,000)	($1,370,000)	($1,805,228)	($2,155,228)	($7,040,456)	($19,416,893)	($27,654,817)	($29,644,549)	($19,598,341)	($5,489,731)	($108,844,787)
Debt Service Coverage Ratio	155%	209%	174%	257%	230%	191%	165%	173%	241%	499%	878%	285%
Cash After Repayments	$419,275	$1,038,165	$1,016,077	$2,838,102	$2,805,078	$6,436,698	$12,716,153	$20,278,266	$41,841,066	$78,289,059	$42,701,988	$201,563,228
Retained in Escrow	($455,000)	($455,000)	($420,000)	($350,000)	($350,000)	($350,000)	($350,000)	$-0	$-0	$-0	$-0	$-0
Cash Flow After Debt Service												
Cash Carried Forward	$0	$35,275	$23,441	$67,218	$5,320	$0	$60,398	$26,551	$54,817	$45,882	$84,941	$0
Cash Available for General Use	($35,725)	$618,441	$619,518	$2,555,320	$2,460,398	$6,086,698	$12,426,551	$20,304,817	$41,895,882	$78,334,941	$42,786,928	$201,563,228
New Borrowings	$6,500,000	$6,500,000	$6,000,000	$5,000,000	$5,000,000	$29,000,000	$25,000,000	$0	$0	$0	$0	$54,000,000
Operating Expenses	($391,000)	($350,000)	($422,300)	($450,000)	($450,000)	($2,063,300)	($2,250,000)	($2,250,000)	($2,250,000)	($2,250,000)	($1,350,000)	($12,413,300)
Capital Program Expenditures	($6,038,000)	($6,745,000)	($6,130,000)	($7,100,000)	($6,950,000)	($32,963,000)	($35,150,000)	($18,000,000)	($39,600,000)	($76,000,000)	($41,400,000)	($243,113,000)
Ending Cash	$35,275	$23,441	$67,218	$5,320	$60,398	$60,398	$26,551	$54,817	$45,882	$84,941	$36,928	$36,928

* Amounts shown are MINIMUM amounts to be dedicated to pay principal and interest for Schools, Educational and Cultural Facilities


Midtown
Tax Increment Reinvestment Zone
Number 2
Parker
Main
Waddell
Courtland
Empire
Planning Areas
Downtown
Interstate 45
U.S. Highway 59
SH 288
West Dallas
West Gray
Westheimer
Alabama
Richmond
McGowen
Gray
Lovett
Travis
Main
Fannin
San Jacinto
Crawford
Jackson
Caroline
Austin
Louisiana
Bagby
Brazos
Smith
Dallas
Blodgett
Almeda
Wheeler
Polk
Pierce
Hamilton
Chartres
NORTH


Midtown
Tax Increment Reinvestment Zone
Number 2
Land Use Plan
Parker Planning Area
Mid - Rise Apartments
Apartments / Office
Townhouse
Parks & Paths
Garden Apartments
Institutional
Apartment / Office / Retail
Gray Street
O'Neil Street
Webster Street
Cook Street
Sutton Street
Bailey Street
Wilson Street
Helena Street
Albany Street
Baldwin Street
Travis Street
Main Street
Fannin Street
Elgin Ave
Stuart Ave
Bagby Street
Brazos Street
Smith Street
Louisiana Street
Milam Street
Webster Ave
Gray Ave
Hadley Ave
Drew Ave
Anita Ave
Interstate - 45
Jefferson Avenue
Pease Avenue
Calhoun
Pierce Ave
NORTH
Vernon G. Henry & Associates, Inc.
Planning Consultants & Landscape Architects

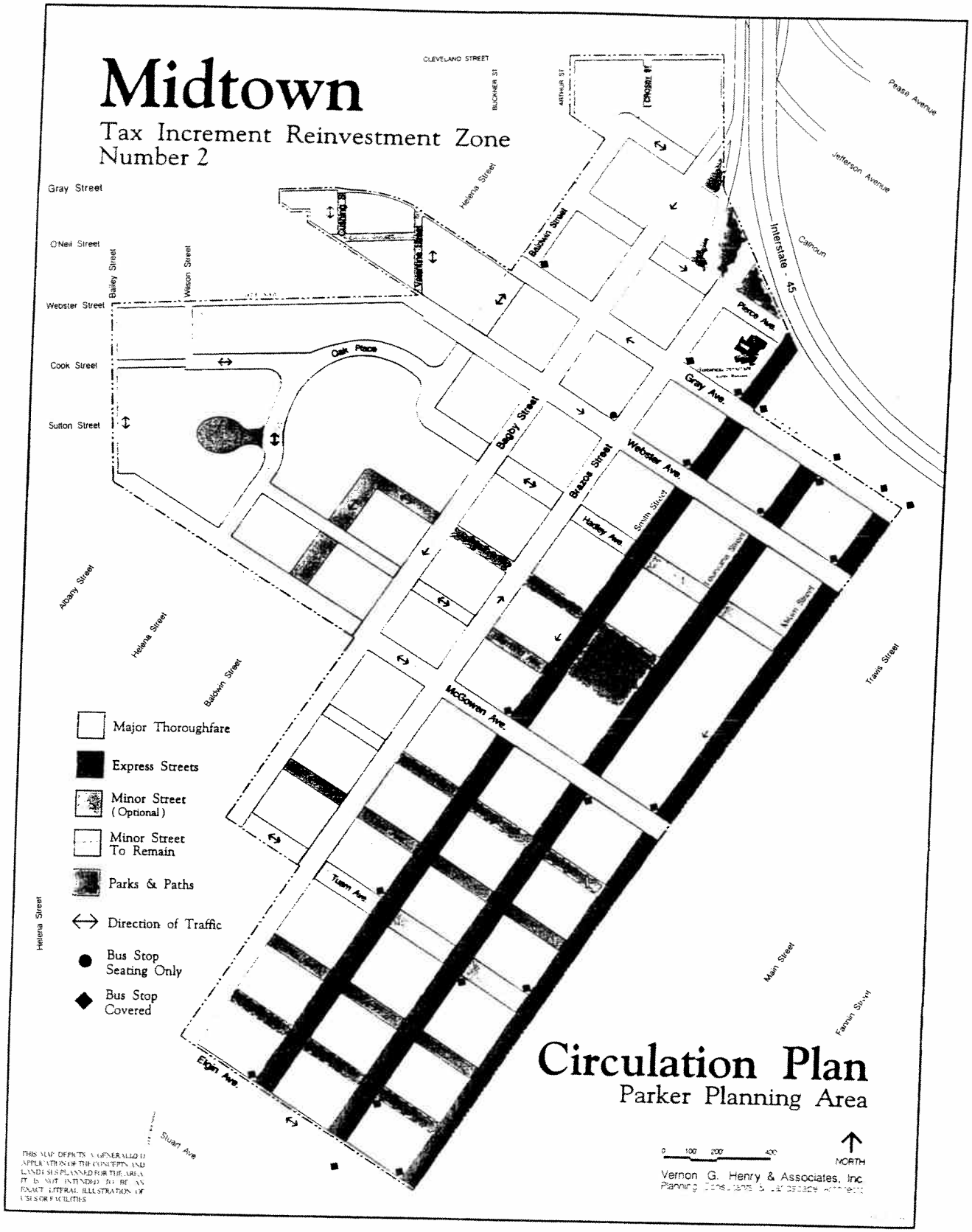
Parker Area
Pedestrian and Vehicle Circulation

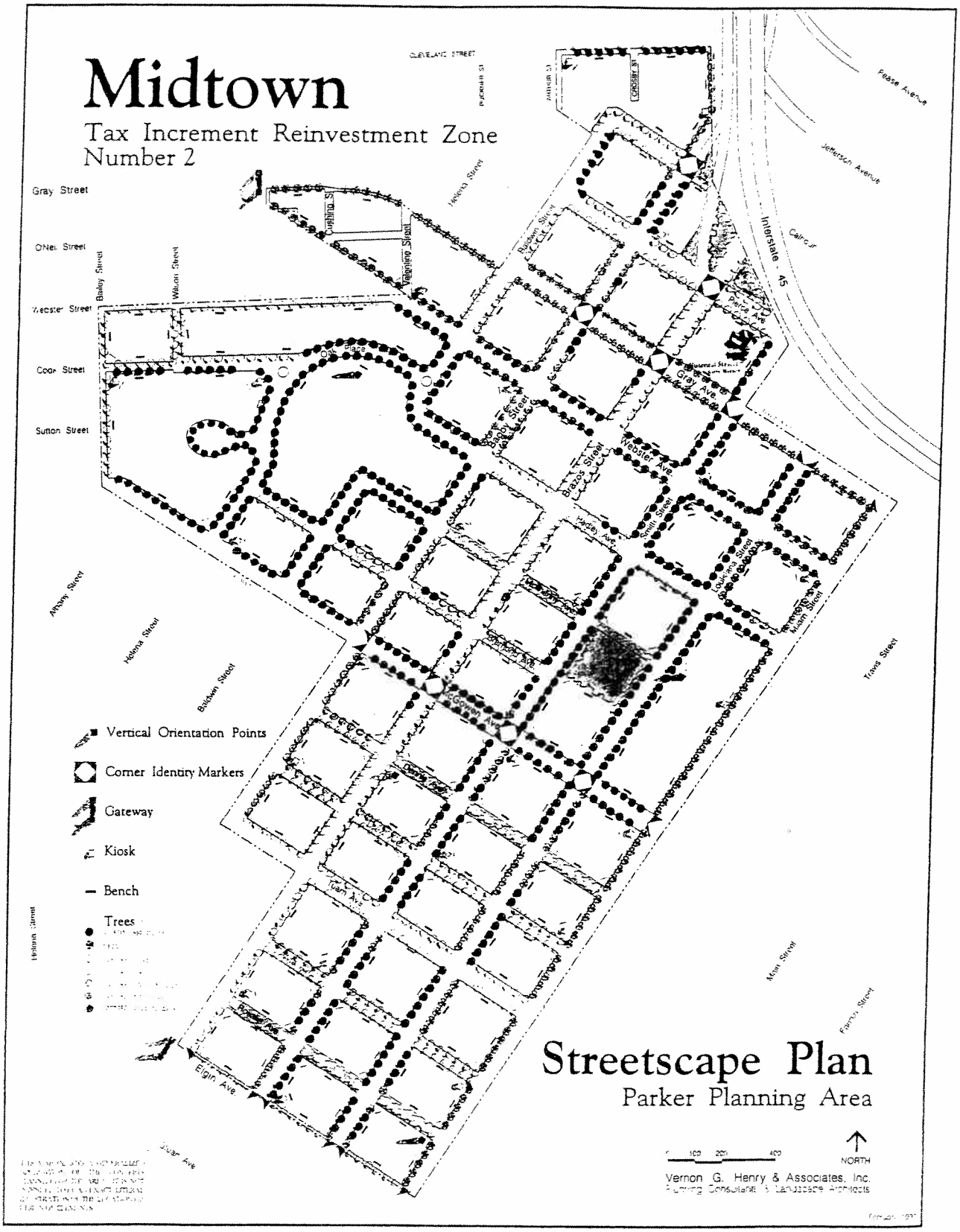
Milam, Louisiana, Smith, Brazos and Bagby are important circulation arteries, running basically north-south and linking downtown Houston with the Southwest Freeway. Only two, Brazos and Bagby, are officially designated as "major thoroughfares" on the City plan, but all perform the same function - a series of one-way pairs with sequenced traffic signalization to expedite traffic into and out of downtown. Traffic counts range between approximately 6,200 and 16,000 vehicles per day and, obviously, concentrated during the morning and evening rush hours during the work week. None, however, can be considered congested. Therefore, they can easily handle additional local traffic as Midtown develops.

Westheimer-Elgin, McGowen, Webster and Gray are designated east-west major thoroughfares. Westheimer-Elgin carries the highest traffic volume, about 10,700 vehicles per day, with McGowen, Webster and Gray, respectively, carrying 3,900, 10,400 and 5,800 vehicles per day. Both McGowen and Westheimer-Elgin are two-way streets. Webster and Gray form a one-way pair funneling traffic to and from the west along the West Gray corridor. Again, additional traffic generated by Midtown development can easily be accommodated on these streets.

As previously mentioned, Milam, Louisiana, Smith, Gray and Webster will be reconstructed under the City-METRO cooperative program.

Minor streets shown in light blue must remain in place because of overall traffic circulation needs. Portions of other existing minor streets as shown in red might be closed to traffic depending upon access needs of adjoining properties. Right-of-way for some might be abandoned entirely.


Midtown
Tax Increment Reinvestment Zone
Number 2
Gray Street
O'Neil Street
Webster Street
Cook Street
Sutton Street
Bailey Street
Wilson Street
Albany Street
Helena Street
Baldwin Street
Elgin Ave.
Stuart Ave
Cleveland Street
Buchner St
Arthur St
Crosby St
Pease Avenue
Jefferson Avenue
Interstate - 45
Capoun
Pierce Ave.
Gray Ave.
Bagby Street
Brazos Street
Webster Ave.
Smith Street
Hadley Ave.
Dallas Street
Main Street
Travis Street
McGowen Ave.
Tuam Ave.
Fannin Street
Major Thoroughfare
Express Streets
Minor Street (Optional)
Minor Street To Remain
Parks & Paths
Direction of Traffic
Bus Stop Seating Only
Bus Stop Covered
Circulation Plan
Parker Planning Area
0 100 200 400
NORTH
Vernon G. Henry & Associates, Inc.


Midtown
Tax Increment Reinvestment Zone
Number 2
Gray Street
O'Neil Street
Webster Street
Coor Street
Sutton Street
Bailey Street
Wilson Street
Turnpike St
Turnpike Street
Helena Street
Baldwin Street
Interstate 45
Pease Avenue
Jefferson Avenue
Calhoun
Braden Street
Bryan Street
Preston Ave
Gray Ave
Bailey Street
Brazos Street
Webster Ave
Hadley Ave
Smith Street
Louisiana Street
Texas Street
Main Street
Capitol Street
Rusk Ave
Elgin Ave
Travis Street
Main Street
Fannin Street
Vertical Orientation Points
Corner Identity Markers
Gateway
Kiosk
Bench
Trees
Streetscape Plan
Parker Planning Area
100
200
400
NORTH
Vernon G. Henry & Associates, Inc.
Planning Consultants & Landscape Architects

MIDTOWN: PARKER PLANNING AREA

STREET TREE PLANTING

Street Name	Selected Trees	Responsibility
Smith	*Quercus polymorpha*, Mexican Oak	Metro
Louisiana	*Ulmus crassifolia*, Cedar Elm	Metro
Milam	*Quercus polymorpha*, Mexican Oak	Metro
Gray	*Taxodium distichum*, Bald Cypress	Metro/Midtown
Webster	*Taxodium distichum*, Bald Cypress	Metro/Midtown
W-Webster	*Quercus virginiana*, Live Oak	Midtown
McGowen	*Taxodium distichum*, Bald Cypress	Metro/Midtown
Bagby	*Magnolia virginiana*, Sweet Bay Magnolia	Midtown
Brazos	*Fraxinus pennsylvanica*, Green Ash	Midtown
Calhoun	*Quercus virginiana*, Live Oak	Midtown
Pierce	*Quercus virginiana*, Live Oak	Midtown
Hadley	*Lagerstroemia X 'Tuscarora'*, Tuscarora Crape Myrtle	Midtown
Bremond	*Quercus virginiana*, Live Oak	Midtown
Dennis	Lagerstroemia X 'Tuscarora',	Midtown
Drew	Lagerstroemia X 'Tuscarora',	Midtown
Tuam	*Quercus virginiana*, Live Oak	Midtown
Anita	Lagerstroemia X 'Tuscarora',	Midtown
Rosalie	*Quercus virginiana*, Live Oak	Midtown
Elgin	*Fraxinus pennsylvanica*, Green Ash	Midtown
Baldwin	*Quercus virginiana*, Live Oak	Existing
Helena	*Quercus virginiana*, Live Oak	Existing
Oak Place	*Quercus virginiana*, Live Oak	Existing
Cook	*Quercus virginiana*, Live Oak	Midtown
Cleveland	*Quercus virginiana*, Live Oak	Existing

HOUSTON CITY COUNCIL

Mayor Bob Lanier

Gracie Saenz, Position 1

Joe Roach, Position 2

Orlando Sanchez, Position 3

Chris Bell, Position 4

Judson Robinson, Position 5

Helen Huey, District A

Michael Yarbrough, District B

Martha Wong, District C

Jew Don Boney, District D

Rob Todd, District E

Ray Driscoll, District F

John Kelley, District G

Felix Fraga, District H

John Castillo, District I

Lloyd E. Kelley, Controller

STATE OFFICIALS

State Senator Rodney Ellis

State Representative Garnet Coleman

HARRIS COUNTY

Judge Robert Eckels

El Franco Lee, Commissioner Precinct 1

Jim Fonteno, Commissioner Precinct 2

Steve Radack, Commissioner Precinct 3

Gerald Eversole, Commissioner Precinct 4

HOUSTON INDEPENDENT SCHOOL DISTRICT

Rod Paige, Superintendent

Paula Arnold, District 1

Carol Mims Galloway, District II

Olga Gallegos, District III

Arthur M. Gaines, Jr., District IV

Don McAdams, District V

Laurie Bricker, District VI

Ron Franklin, District VII

Esther Campos, District VIII

W. Clyde Lemon, District IX

Reinvestment Zone Number Two, City of Houston, Texas, covering Midtown was created by Houston City Council on December 14, 1994, by Ordinance No. 94-1345. The Board of Directors was appointed in April 1995. On June 6, 1995, Harris County Commissioners Court voted to participate in the district. The Board of Houston Independent School District voted to participate in the district on December 12, 1996. The Midtown Redevelopment Authority (MRA) was established as a parallel organization to conduct business for the Reinvestment Zone. The board members are the same for both entities. Five, including the chair, are appointed by the City. One each is appointed by Harris County, the state senator for the area, the state representative for the area, and the Houston Independent School District.

Reinvestment Zone Number Two, City of Houston, Texas, is commonly referred to as T.I.R.Z. #2, the Midtown T.I.R.Z., T.I.R.Z. or, simply, Midtown. These terms are used interchangeably in this document.

This document was approved by Houston City Council on May 28, 1997; Ordinance No. 97-600

City of Houston, Texas, Ordinance No. 97-1338

AN ORDINANCE AMENDING THE PROJECT PLAN AND REINVESTMENT ZONE FINANCING PLAN FOR REINVESTMENT ZONE NUMBER TWO, CITY OF HOUSTON, TEXAS (MIDTOWN); AUTHORIZING THE CITY SECRETARY TO DISTRIBUTE SUCH PLANS; CONTAINING VARIOUS PROVISIONS RELATED TO THE FOREGOING SUBJECT; AND DECLARING AN EMERGENCY.

* * * * * * *

WHEREAS, by City of Houston Ordinance No. 94-1345, dated December 14, 1994, the City created Reinvestment Zone Number Two, City of Houston, Texas (the "Midtown Zone") pursuant to Chapter 311 of the Texas Tax Code (the "Code") for the purposes of redevelopment in the area of the City generally bounded by I-45 on the north, Highway 288 on the east, U.S. 59 on the south and Bagby Street and Spur 527 on the west, which is also known as the Midtown area; and

WHEREAS, the City enlarged the boundaries of the Midtown Zone by City of Houston Ordinance No. 95-1322 on December 13, 1995, to include additional areas within the general boundaries of the Midtown area and to the northeast of the Midtown area; and

WHEREAS, the Board of Directors of the Midtown Zone has adopted and recommended, and the City has approved, by City of Houston Ordinance No. 97-600, dated May 28, 1997, the Project Plan and Reinvestment Zone Financing Plan (the "Plans") for the Midtown Zone; and

WHEREAS, Chapter 311 of the Code authorizes the amendment of the Plans; and

WHEREAS, the Board of Directors of the Midtown Zone, at its October 14, 1997, board meeting, considered and adopted proposed amendments to the Plans (the "Amendments"), and recommended the Amendments for approval by the City Council; and

WHEREAS, before the Board of Directors of the Midtown Zone may implement the Amendments, the City Council must approve the Amendments; and

WHEREAS, the Plans, as amended by the Amendments, continue to provide that at least one-third of the surface area of the Zone, excluding roads, streets, utility rights-of-way and other public areas exempt from ad valorem taxation, are dedicated to residential housing, and that one-third of the tax increment is dedicated to providing low-income housing during the term of the Midtown Zone; and

WHEREAS, the Amendments do not reduce or increase the geographical area of the Midtown Zone; increase the amount of bonded indebtedness to be incurred; increase or decrease the percentage of a tax increment to be contributed by a taxing unit; increase or decrease the total estimated project costs; or designate additional property in the zone to be acquired by the City; and

WHEREAS, no public hearing on the Amendments is required to be held by the provisions of Section 311.011 of the Code; **NOW, THEREFORE,**

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

Section 1. That the facts and recitations contained in the preamble of this Ordinance are hereby found and declared to be true and correct and are hereby adopted as part of this Ordinance.

Section 2. That the Project Plan and the Reinvestment Zone Financing Plan approved by City of Houston Ordinance No. 97-600, passed and adopted on May 28, 1997, are hereby amended as follows:

A. By substituting the Redevelopment Plan 1997 (August1997) and page 14R attached hereto as Exhibit "A" for the Redevelopment Plan 1997 and page 14 in the Plans;

B. By substituting page 18R and sketch (unchanged) attached hereto as Exhibit "B" for page 18 in the Plans;

C. By substituting the Storm Sewer (8/97) and Wastewater (8/97) maps attached hereto as Exhibit "C" for the Storm Sewer and Wastewater maps in the Plans;

D. By substituting the Water map (8/97) and page 22 (unchanged) attached hereto as Exhibit "D" for the Water map and page 22 in the Plans; and

E. By substituting pages 27R and 28R attached hereto as Exhibit "E" for pages 27 and 28 in the Plans.

The Plans as so amended (the "Amended Plans") are hereby determined to be feasible and are approved. The appropriate officials of the City are authorized to take all steps reasonably necessary to implement the Amended Plans.

Section 3. That the City Secretary is directed to provide copies of the Amended Plans to each taxing unit levying ad valorem taxes in the Midtown Zone.

Section 4. That City Council officially finds, determines, recites and declares 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. That City Council further ratifies, approves and confirms such written notice and the contents and posting thereof.

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 22ND **day of** October, **1997.**

APPROVED this _____ **day of** _____, **1997.**

_____
Mayor of the City of Houston

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is OCT 23 1997.

_____
City Secretary

(Prepared by Legal Dept. DEBORAH F. McAfee)
(DFM/dfm 10/09/97) Sr. Assistant City Attorney
(Requested by Robert M. Litke, Director, Planning and Development)
(L.D. File No. 34-94360-14)

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AYE	NO	
✓		MAYOR LANIER
••••	••••	COUNCIL MEMBERS
✓		HUEY
✓		YARBROUGH
✓		WONG
ABSENT		BONEY
✓		TODD
✓		DRISCOLL
✓		KELLEY
✓		FRAGA
✓		CASTILLO
✓		SAENZ
ABSENT-ON PERSONAL BUSINESS		ROACH
✓		SANCHEZ
✓		BELL
✓		ROBINSON
CAPTION	ADOPTED	

MAY 017 REV. 2/97

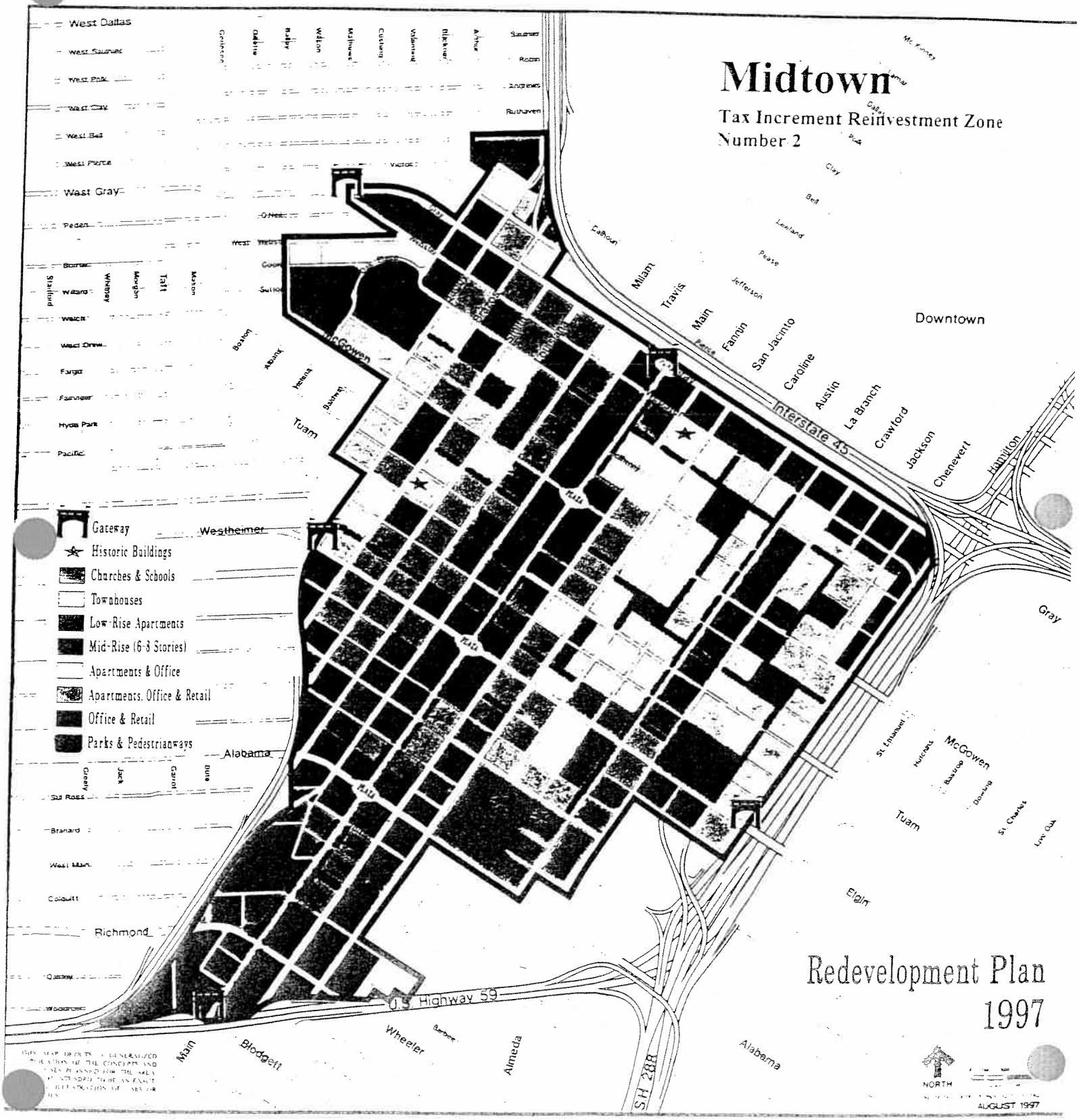

Midtown
Tax Increment Reinvestment Zone
Number 2
Redevelopment Plan
1997
AUGUST 1997
NORTH
Gateway
Historic Buildings
Churches & Schools
Townhouses
Low-Rise Apartments
Mid-Rise (6-8 Stories)
Apartments & Office
Apartments, Office & Retail
Office & Retail
Parks & Pedestrianways
Downtown
Interstate 45
U.S. Highway 59
SH 288
Westheimer
Alabama
Richmond
Gray
Tuam
McGowen
Elgin
Main
Travis
Fannin
San Jacinto
Caroline
Austin
La Branch
Crawford
Jackson
Chenevert
Hamilton
Milam
Wheeler
Almeda
West Dallas
West Gray

EXHIBIT A

DRAINAGE AND UTILITIES

Drainage

The area is presently served by a drainage infrastructure with principal elements that drain to Buffalo Bayou via trunk storm sewers in Austin, Milam, Smith and Crosby Streets. The METRO Street Reconstruction Program will include enhancements to the existing storm sewer systems within Midtown. These enhancements principally consist of new storm sewer inlets and leads. Additional storm sewers will be constructed in portions of the street program where the existing systems are inadequate. Upon completion of the METRO Street Program, certain other portions of the storm sewer system will still need to be replaced or enlarged. In these situations, the T.I.R.Z. and/or the City of Houston will pay for the appropriate share of storm sewer replacement.

Utilities

Water and wastewater treatment facilities are presently available in adequate quantities to serve the needs of Midtown as planned.

Major trunk sanitary sewer lines have been recently constructed. The METRO Street Program will include the construction of additional sanitary sewers which fall within the scope of the street program. Still some elements of the remaining sanitary sewer collection system will be inadequate to serve projected needs. In some locations no sewers presently exist where service may be required. In these situations, the T.I.R.Z. and/or the City of Houston will pay for the appropriate share of the necessary sanitary sewer enhancements.

There is an existing water distribution network presently serving Midtown. Deficiencies identified within the areas covered by the METRO Street Program will be corrected by building new water mains. In some locations the existing network has undersized lines which must be replaced and in others no water mains exist at all. The T.I.R.Z. and/or the City of Houston will pay for the appropriate share to construct additional water system enhancements as required for development.

EXHIBIT B


Midtown
Tax Increment Reinvestment Zone
Number 2
Downtown
Storm Sewer
Existing storm sewer
Proposed storm sewers by
Midtown & City of Houston
CLEVELAND ST.
PEARCE AVE.
WEST WEBSTER
COOK ST.
SUTTON ST.
DENNIS
DREW
TUAM
ALABAMA
CLEBURNE AVE.
EAGLE AVE.
SKABELLA
TRUXILLO AVE.
ALBEMA ROAD
MAIN ST.
FANNIN
SAN JACINTO
CAROLINE
AUSTIN ST.
LA BRANCH
INTERSTATE HWY 45
LOUISIANA
MILAM
TRAVIS
MAIN ST.
FANNIN
SAN JACINTO
CAROLINE ST.
AUSTIN ST.
LABRANCH ST.
CRAWFORD ST.
JACKSON ST.
CHENEVERT ST.
US 59 SOUTH
US HWY 90
WEBSTER AVE.
HADLEY AVE.
MCILHENNY AVE.
McGOWEN
DENNIS AVE.
DREW AVE.
TUAM
ANITA AVE.
ROSALIE AVE.
WESTHEIMER
STUART AVE.
FRANCIS AVE.
HOLMAN AVE.
ALABAMA AVE.
TRUXILLO AVE.
NORTH
0 250 500 750 1000
SCALE IN FEET
CARTER & BURGESS, INC.
6/97

EXHIBIT C

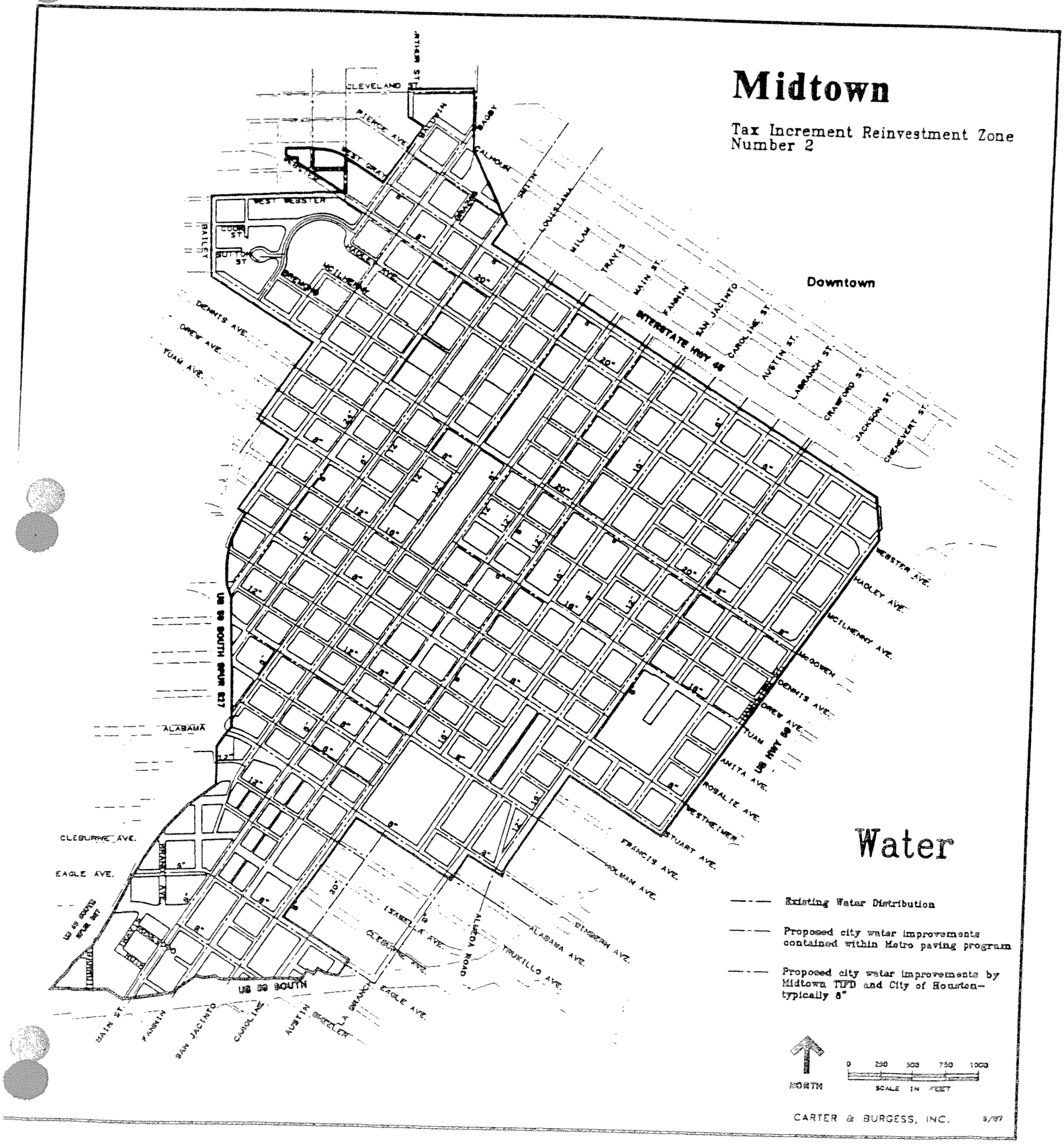

Midtown
Tax Increment Reinvestment Zone
Number 2
Downtown
Water
Existing Water Distribution
Proposed city water improvements contained within Metro paving program
Proposed city water improvements by Midtown TIFD and City of Houston- typically 8"
NORTH
SCALE IN FEET
CARTER & BURGESS, INC.
CLEVELAND ST.
PIERCE AVE.
WEST GRAY
WEST WEBSTER
COOK ST.
SUTTON ST.
HADLEY AVE.
McILHENNY
DENNIS AVE.
DREW AVE.
TUAM AVE.
ALABAMA
CLEBURNE AVE.
EAGLE AVE.
US 59 SOUTH SPUR 527
US 59 SOUTH
MAIN ST.
FANNIN
SAN JACINTO
CAROLINE
AUSTIN
LA BRANCH
CRAWFORD ST.
JACKSON ST.
CHEVERT ST.
INTERSTATE HWY 45
US HWY 59
WEBSTER AVE.
McGOWEN
ANITA AVE.
ROSALIE AVE.
WESTHEIMER
STUART AVE.
FRANCIS AVE.
HOLMAN AVE.
ALABAMA AVE.
TRUXILLO AVE.
ALLEDO ROAD
ISABELLA AVE.
CLEBURNE AVE.
EAGLE AVE.
BAILEY
BALDWIN
CALHOUN
SMITH
LOUISIANA
MILAM
TRAVIS
MAIN ST.
FANNIN
SAN JACINTO
CAROLINE ST.
AUSTIN ST.
LA BRANCH ST.
CRAWFORD ST.
JACKSON ST.
CHEVERT ST.

EXHIBIT D

PROJECT COSTS TO BE PAID BY OTHERS

There are major capital projects essential to the plan for the Midtown area that will be constructed with City of Houston and METRO funds. The METRO funding includes a grant from the U.S. Department of Transportation. The METRO projects include reconstructing the paving and some storm sewers on the following streets: San Jacinto, Fannin, Main, Travis, Milam, Louisiana, and Smith. The METRO projects will also include bus shelters and benches, new sidewalks, and street trees. Bus shelters with adjacent trees will also be built on LaBranch, Crawford, McGowen, Webster and Gray. The Main Street reconstruction will include special pavers at the four intersections designated as future plaza sites in this project plan. At the time of the street reconstruction projects, the City of Houston will be building new water distribution lines on those same streets, and new sanitary sewers along portions of those streets. The program costs are given below:

METRO	$39,400,000
City of Houston	$ 7,500,000

The addition of street light fixtures to replace those removed from Midtown over the years will cost the City of Houston more money for operations. No estimate has been made of this amount because the inventory of existing fixtures is not yet complete.

The City of Houston is funding $1.8 million from the C.I.P. for street reconstruction and utility upgrades east of Bagby between McGowen and West Gray.

There are five projects included in the City's current Capital Improvement Plan that are partially located in Midtown. These projects were scheduled before the T.I.R.Z. was created to address existing deficiencies. They include $1.2 million for the installation of lateral sanitary sewers on Elgin and McIlhenny, $4 million in sewer rehabilitation as a part of the Greater Houston Wastewater Program, and $35,000 for bikeways on Caroline, Austin, Holman and LaBranch. The City of Houston may elect to fund additional improvements in the T.I.R.Z.

PROJECT COSTS TO BE PAID BY T.I.R.Z. #2

To cover operating and administrative expenses for the first two years, the Midtown Redevelopment Authority borrowed money from the Houston Housing Finance Corporation and from Reliable Life Insurance Company, a property owner in the district. The expenditures have included planning, engineering, legal and other professional expenses associated with preparing the project plan and the financial plan, creation expenses, office and staff costs, accounting expenses, and costs associated with preparing developer reimbursement agreements. The operating agreement between T.I.R.Z. #2 and the City limits these borrowings to $1 million. To date, $750,000 has been borrowed.

The state statue calls for one-third of the tax increment funds (after deducting expenses of creation and operation of the T.I.R.Z.) to be spent on housing for persons and families of low income. "Persons and families of low income" is determined by the Board of the T.I.R.Z. based on family size and income. It is also based on whether an area is an area of chronic economic distress as defined in Section 143 of the Internal Revenue Code or in an Enterprise Zone created under the Texas Enterprise Zone Act. Persons and families of low income will be determined by the T.I.R.Z. Board from time to time according to, among other things, the foregoing factors. At the present time, persons and families of low income according to family size and area are established at 80% of the income limits for Houston Housing Finance Corporation qualified mortgage programs. Housing costs include site acquisition and improvements, building construction, financing, occupancy and maintenance programs. Site improvements can include assessments and clean-up, utilities, grading, paving, landscaping, etc. All forms of housing are eligible: apartments, townhouses, duplexes, single family. The housing may be rental or owner-occupied. The funds can be loans or grants. Preference will be given to programs that will encourage long-term residency in the district. The exception to this policy will be for student housing. Special consideration may be given to people who work in areas adjacent to Midtown: CBD, Medical Center, Colleges and Universities. Large numbers of policemen, firemen, nurses, secretaries and teachers are among the people who would be qualified. T.I.R.Z. assisted housing may be located outside of the district, but the goals of the district will be best served if all or most is within the district. It will be available to all ages, races, and ethnic backgrounds.

Funds to be spent on housing are not specifically identified as such in the accompanying Pro Forma Cash Flow Estimate table. Rather, the housing amounts are included in the various appropriate project cost items. The project cost itemization follows the categories established in Section 311.02 of the Texas Tax Increment Financing Act. The dollar amounts shown are approximate for budgetary purposes. It is anticipated that most spending will be made in association with much larger expenditures by private developers. T.I.R.Z. #2 will generally be facilitating and reacting to these private proposals, rather than instigating its own development. For that reason, money may be shifted from one category to another; only the total expenditure should be regarded as a fixed amount.

City of Houston, Texas, Ordinance No. 1999-850

AN ORDINANCE APPROVING THE SECOND AMENDMENT OF THE PROJECT PLAN AND REINVESTMENT ZONE FINANCING PLAN FOR REINVESTMENT ZONE NUMBER TWO, CITY OF HOUSTON, TEXAS (MIDTOWN); AUTHORIZING THE CITY SECRETARY TO DISTRIBUTE SUCH PLANS; CONTAINING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT; PROVIDING FOR SEVERABILITY; AND DECLARING AN EMERGENCY.

* * * * * * *

WHEREAS, by City of Houston Ordinance No. 94-1345, adopted December 14, 1994, the City created Reinvestment Zone Number Two, City of Houston, Texas (the "Midtown Zone"); and

WHEREAS, the Board of Directors of the Midtown Zone has adopted and recommended, and the City has approved, by City of Houston Ordinance No. 97-600, passed May 28, 1997, the Project Plan and Reinvestment Zone Financing Plan for the Midtown Zone; and

WHEREAS, Chapter 311 of the Texas Tax Code authorizes the amendment of the Plans; and

WHEREAS, the Board of Directors of the Midtown Zone has adopted and recommended, and the City has approved, by City of Houston Ordinance No.97-1338, passed October 22, 1997, the First Amendment to the Project Plan and Reinvestment Zone Financing Plan (the "Plans") for the Midtown Zone; and

WHEREAS, the Board of Directors of the Midtown Zone, at its June 24, 1999, and August 6, 1999, board meetings, considered and adopted proposed amendments to the

Plans (the "Amendments"), and recommended the Amendments for approval by the City Council; and

WHEREAS, the Amendments reflect the enlargement of the Midtown Zone by the addition of 6 parcels of land; and

WHEREAS, before the Board of Directors of the Midtown Zone may implement the Amendments, the City Council must approve the Amendments; and

WHEREAS, a public hearing on the Amendments is required to be held by the provisions of Section 311.011 of the Code; and

WHEREAS, the City Council finds that notice of the public hearings was published in a newspaper of general circulation within the City in the time and manner required by law; and

WHEREAS, the City Council conducted a public hearing on the proposed Amendments on July 28, 1999 and August 11, 1999; and

WHEREAS, at the public hearings, interested persons were allowed to speak for or against the proposed Amendments, the enlargement of the boundaries of the Midtown Zone and the concept of tax increment financing; and

WHEREAS, evidence was received and presented at the public hearings in favor of the proposed Amendments, the enlargement of the boundaries of the Midtown Zone and the concept of tax increment financing; **NOW, THEREFORE,**

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

Section 1. That the facts and recitations contained in the preamble of this Ordinance are hereby found and declared to be true and correct and are hereby adopted as part of this Ordinance.

Section 2. That the Project Plan and the Reinvestment Zone Financing Plan approved by City of Houston Ordinance No. 97-1338, passed and adopted on October 22, 1997, are hereby amended as follows:

A. by adding the Second Amendment to the Project Plan and the Reinvestment Zone Financing Plan attached hereto as Exhibit "A" thereto;

B. By substituting page 23Rev99 attached hereto as Exhibit "B" for page 23 in the Plans;

C. By substituting page 25-Rev99 attached hereto as Exhibit "C" for page 25 in the Plans;

D. By substituting page 28Rev99 attached hereto as Exhibit "D" for page 28R in the Plans; and

E. By substituting page 29-Rev99 attached hereto as Exhibit "E" for page 29 in the Plans.

The Plans as so amended (the "Amended Plans") are hereby determined to be feasible and are approved. The appropriate officials of the City are authorized to take all steps reasonably necessary to implement the Amended Plans.

Section 3. That the City Secretary is directed to provide copies of the Amended Plans to each taxing unit levying ad valorem taxes in the Midtown Zone.

Section 4. 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 be held to be unconstitutional, void or invalid, the validity of the remaining provisions of this Ordinance 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 unconstitutionally, voidness or invalidity of any other portion hereof, and all provisions of this Ordinance are declared to be severable for that purpose.

Section 5. That City Council officially finds, determines, recites and declares 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. That City Council further ratifies, approves and confirms such written notice and the contents and posting thereof.

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 11th **day of** August **, 1999.**

APPROVED this _____ day of _____, 1999.

Mayor of the City of Houston

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is AUG 17 1999.

City Secretary

(Prepared by Legal Dept. DEBORAH F. McABEE)
(DFM/dfm August 10, 1999) Sr. Assistant City Attorney
(Requested by Robert M. Litke, Director, Planning and Development)
(L.D. File No. 34-94360-28)

U:\WPFILES\ORD\TIRZ\MIDTOWN\2AMENDPL

AYE	NO	
✓		MAYOR BROWN
••••	••••	COUNCIL MEMBERS
✓		TATRO
✓		YARBROUGH
✓		WONG
✓		BONEY
✓		TODD
✓		DRISCOLL
		KELLEY
ABSENT-ON PERSONAL BUSINESS		FRAGA
✓		CASTILLO
ABSENT OUT OF CITY ON PERSONAL BUSINESS		PARKER
ABSENT-ON PERSONAL BUSINESS		ROACH
ABSENT OUT OF CITY CITY BUSINESS		SANCHEZ
✓		BELL
ABSENT		ROBINSON
CAPTION	ADOPTED	

CAPTION PUBLISHED IN DAILY COURT REVIEW
DATE: AUG 17 1999

EXHIBIT "A"

SECOND AMENDMENT TO
THE PROJECT PLAN AND
REINVESTMENT ZONE FINANCING PLAN FOR
REINVESTMENT ZONE NUMBER TWO,
CITY OF HOUSTON, TEXAS

July 1999

APPLICATION FOR ANNEXATION
(6 PARCELS)
REINVESTMENT ZONE NUMBER TWO
CITY OF HOUSTON, TEXAS
(THE "MIDTOWN TIRZ")

July 1999

ORIGINAL REQUEST SUBMITTED TO THE CITY
OF HOUSTON AUGUST 29, 1994
SUPPLEMENTED SEPTEMBER 12, 1994 TO
INCREASE THE AREA
CREATED BY HOUSTON CITY COUNCIL
DECEMBER 14, 1994
ADDITIONAL AREA AMENDED

PROJECT AND FINANCING PLAN APPROVED BY
CITY COUNCIL MAY 22, 1997
PROJECT PLAN AND FINANCING PLAN
AMENDED OCTOBER, 1997

BOARD OF DIRECTORS:

Position One
William J. Taylor, III
Texas Southern University
Appointed by Senator Rodney Ellis

Position Two
Barron F. Wallace, Chairman
Wickliff & Hall, P.C.
Appointed by Rep. Garnet Coleman

Position Three
Robert D. Sellingsloh
Wulfe & Co.
Appointed by the Mayor

Position Four
Nicole P. Cao, Secretary
Salomon Smith Barney
Appointed by the Mayor

Position Five
Lonnie Blanchard, Assistant Secretary
Central Bancshares
Appointed by the Mayor

Position Six
Alfred Flores, Jr.
Attorney at Law
Appointed by the Mayor

Position Seven
David L. Edwards
United National Insurance Agency
Appointed by the Mayor

Position Eight
Carol Alvarado, Treasurer
Office of the Mayor
Appointed by Houston Independent School District

Position Nine
Kevin H. Hoffman, Vice Chairman
Harris County Public Infrastructure Department
Appointed by Harris County

STAFF:

F. Charles Le Blanc
Executive Director

Kandi Schramm
Executive Assistant

PROFESSIONAL CONSULTANTS:

Financial Advisors
First Southwest Company

Accountants
Lindsey V. McWilliams, CPA

Auditors
Mir Fox & Rodriquez

Civil Engineers
Carter & Burgess, Inc.

Legal Counsel
Vinson & Elkins, L.L.P.
Burney & Foreman

Planners & Landscape Architects
Vernon G. Henry and Associates, Inc.

SECOND AMENDMENT TO THE PROJECT PLAN AND REINVESTMENT ZONE FINANCING PLAN FOR REINVESTMENT ZONE NUMBER TWO, CITY OF HOUSTON, TEXAS

OVERVIEW

The Reinvestment Zone Number Two, City of Houston, Texas (the "Midtown TIRZ") was created by the City of Houston (the "City") on December 14, 1994, by Ordinance No. 94-1345 and enlarged by Ordinance No. 95-1322 (collectively, the "Ordinance") and operates pursuant to the Tax Increment Financing Act, Chapter 311, Texas Tax Code (the "TIF Act") and the Ordinance. The City created the Midtown Zone for the purpose of redevelopment of the area located generally between the central business district of the City and the Texas Medical Center. In accordance with the TIF Act, the Board of Directors of the Midtown TIRZ adopted the final Project Plan and Reinvestment Zone Financing Plan (collectively, as amended in 1997, the "Project and Financing Plan") for the Midtown TIRZ on May 2, 1997. On May 22, 1997, by Ordinance No. 97-600, the City approved the Project and Financing Plan for the Midtown TIRZ. By Ordinance No. 97-1338, adopted on October 22, 1997, the City approved an amendment to the Project and Financing Plan.

The current Midtown TIRZ includes approximately 617 acres of land within its boundaries, all of which are within the City. According to the Project and Financing Plan, there are approximately 365 acres of developable land in the Midtown TIRZ (net of rights-of way and other public areas). Efforts to create the Midtown TIRZ were initiated by petition of individual property owners and neighborhood institutions to foster economic development and revitalize the Midtown area with both new construction and the preservation and restoration of existing structures. The Midtown TIRZ is authorized to provide, among other things, capital for public works and public improvements within its boundaries. The Midtown TIRZ provides the financing and management necessary to alleviate deteriorated site conditions and obsolete platting and to encourage growth of residential, commercial/industrial, retail, and institutional uses. The multi-use nature of the TIRZ is intended to provide new housing

choices as well as employment, education, entertainment, and retail opportunities to residents in the area.

City Resolution No. 95-96 authorized the creation of the Midtown Redevelopment Authority (the "Authority"), a not-for-profit local government corporation formed pursuant to the provisions of Chapter 431, Texas Transportation Code. As a parallel organization to the Midtown TIRZ (the Boards of Directors for the Midtown TIRZ and the Authority consist of the same nine members), the Authority was created to aid, assist, and act on behalf of the City in the performance of the City's governmental functions to promote the common good and general welfare of the Midtown Area and to provide an operating and financing vehicle for implementing the Midtown TIRZ Project and Financing Plan. The Authority is further organized to aid, assist and act on behalf of the City and the Board of Directors of the TIRZ as follows:

1. In the preparation and implementation of a Project Plan and a Financing Plan for the Midtown TIRZ;
2. In the development of an inner-city redevelopment policy, including a policy for the acquisition of land and land use controls;
3. In the development of a policy to finance development and redevelopment of residential and commercial properties in the inner City, and
4. In the development of a policy for disposition of abandoned street rights-of way, street setbacks and code revisions which will encourage inner-city redevelopment.

By Ordinance No. 97-1540, the City has authorized the Authority to issue up to $16,000,000 in bonds and notes. The proceeds of the bonds or notes may be used to pay project costs pursuant to the Project and Financing Plan, including the cost of public works and public improvements, affordable housing, financing costs, professional service costs, administrative costs, organizational costs, and interest. In June 1998, the Authority issued $9,000,000 in Tax Increment Contract Revenue Bonds. A large portion of these bond proceeds was used to repay advances of project costs made by the original six developers pursuant to certain development agreements and to retire $1,000,000 in [illegible]. The Authority has the remaining $6,000,000 in authorized bonds and notes pursuant to Ordinance No. 97-1540.

Harris County has agreed to participate in the Midtown TIRZ and has authorized 100 percent of its tax increment in the Midtown TIRZ be paid into the tax increment fund. The Houston

Independent School District ("HISD") has also authorized 100 percent of its tax increment ($1.459 per $100 of assessed valuation per year on the captured appraised value of the existing Midtown TIRZ and $0.96 per $100 of assessed valuation per year on the captured appraised value of the annexed areas) to be paid into the tax increment fund for the TIRZ.

The intent of the Project and Financing Plan is to revitalize the Midtown area by promoting both new construction and the preservation and restoration of historical and other structures. Midtown in 1999 is well underway in efforts to develop a mid-density, multi-cultural, mixed-use residential community centered around a rejuvenated Main Street. Properties continue to be cleaned up, developers are creating new residential projects and businesses, and residents are seeking to relocate to this inner city neighborhood. Since January 1995, 25 new developments have begun including projects by Gross Investments, Inc.; JPI of Texas, Inc.; Post Properties Trust, R.E.I.T.; Perry Homes; Camden Property Trust, R.E.I.T.; and Levan Interests. Currently, there are 1,480 new apartment units that are either complete or in the final stages of construction. Presently, 425 townhomes are slated for construction in Midtown; 110 have been completed and sold and the remainder are in various stages of construction. Additionally, 210 apartment units are in the final planning stages and construction is scheduled to start in the later part of 1999 on 230 townhome/loft units. Approximately 253,000 square feet of retail/restaurant/entertainment space has been developed. Furthermore, in the past 18 months, construction on 94,000 square feet of new office space has either been completed or is under construction.

The expansion of the 1995 boundaries of the Midtown TIRZ would enable the Board of Directors of the Midtown TIRZ to continue this path toward a redeveloped Midtown. The annexation of the six additional parcels of land as proposed by the Midtown TIRZ Board would add approximately 153 acres to the Midtown TIRZ. The expansion would square up the boundaries of the district to natural barriers (i.e. the Pierce elevated/I-45 on the north, Hwy 288 on the east, and U.S. 59 elevated on the south) and include areas for which property owners have requested annexation. By expanding the boundaries of the existing Midtown TIRZ, the Board of Directors anticipates stimulating new development that otherwise would not occur solely though private means.

The Second Amendment to the Project and Financing Plan (the "Second Amendment") [illegible] (I) the amendment to the Project Plan describing the proposed enlargement, the existing conditions within the annexation area, and the anticipated improvements; (II) the amendment to the Reinvestment Zone Financing Plan which details the proposed public improvements and the financing mechanisms for funding the improvements for the annexed area;

and (III) the Project and Financing Plan as adopted in 1997 which will continue to remain in effect as to the area in the Zone prior to the 1999 annexation.

I. PROJECT PLAN AMENDMENT

The Second Amendment relates to the project costs for the areas added to the Midtown TIRZ by the annexation of six parcels of land, totaling approximately 153 acres that are contiguous to the original zone and in need of redevelopment assistance (see "Map No. 1"). The proposed areas of annexation contain vacant land, various commercial structures and single family detached homes. In their current state, these six parcels constitute a liability for the City's investment in the original Midtown TIRZ. The annexation of these parcels will enable the TIRZ financing mechanisms to encourage the redevelopment of these areas, continue the creation of new value in the Midtown TIRZ, and protect the City's original commitment to the Midtown Area. The Project and Financing Plan provides for reimbursement for the construction and improvement of water, sewer and drainage facilities, paving of public streets, landscaping, irrigation, parks, street lighting, street furniture, street art, and other permissible project costs. The ability to finance public improvements will encourage redevelopment and create a vibrant mixed-use area. Revitalization and redevelopment will occur through the efforts of more than one developer and the proposed annexation will enable guidelines be adhered to that will benefit the TIRZ as a whole.

A. Existing Uses and Conditions [311.011(b)(1)]

(i) The Six Annexation Parcels

Map No. 1 reflects the boundaries of the existing Midtown TIRZ and the proposed six parcels to be annexed, which constitutes approximately 153 acres. Approximately 78 acres of this land is developable (net of rights of way and other public areas). Map No. 2 depicts the existing uses of the land in the proposed annexation areas. The boundary descriptions for the annexation parcels are attached as Exhibit A to this Second Amendment. The following is a description of the existing uses and conditions of the [illegible] TIRZ.

Parcel No. 1 - Freeway Strip

This is a one-block area between the present northern boundary and IH-45 (the Pierce elevated) in addition to the freeway right-of-way. Annexation will cause the Midtown TIRZ boundary to border Reinvestment Zone No. 3, City of Houston, Texas (the "Downtown/Market Square TIRZ"). The only residential property in this area is the high-rise condominiums at 2016 Main; therefore, petitions are not required. There are a number of underutilized tracts, with surface parking or small buildings.

Parcel No.2 - Southeast

This area will expand the TIRZ boundary to U.S. Highway 59, which is the recognized southeast physical boundary of the Midtown Area. This parcel is more than 10% residential and petitions requesting annexation have been filed with the City of Houston. The residents of this area have requested inclusion in the Midtown TIRZ and through their civic association, have distributed and collected petitions representing greater than 50% of the value of the parcel. There are numerous vacant tracts and deteriorated structures in this parcel. (See photographs on pages 9a and 9b.)

Parcel No.3 - Bagby, Tuam, Brazos

This is a three block mixed-use area, including Lovett Square Condominiums and three townhouses under construction. A vacant historic home has been recently moved into the area and is being restored for an unknown use.

Parcel No. 4 - McGowen, Bagby, Tuam

This 12-block area is more than 10% residential. Petitions are required and petitions have been filed with the City of Houston. There are numerous vacant tracts and deteriorated structures in this parcel. (See photographs on pages 9a and 9b.)

Parcel No.5 - Post Triangle

This small triangle was inadvertently omitted from the previous annexation. It is entirely vacant and even though no petition is required, Post Properties has signed a petition. Annexation of this triangle will adjust the Midtown TIRZ boundary to adjoin the proposed Fourth Ward TIRZ. This site will later be improved as a gateway to Midtown.

Parcel No. 6 - Main Street

This parcel encompasses underutilized properties along Main Street between the present southern boundary of Midtown and the Museum/Church area north of Hermann Park. Encouraging the revitalization of this area is important to the "Make Main Street Happen" effort. This area is presently entirely non-residential. Petitions are not required. Many of the properties in this parcel are occupied by obsolete buildings or deteriorated structures. (See photographs on pages 9a and 9b.)

B. Proposed Improvements and Proposed Uses [311.011(b)(1)]

The annexed areas will be revitalized consistent with the existing Midtown Zone and, therefore, the existing Project Plan is applicable to and controls the redevelopment of the annexed areas. Map No. 3 indicates the type of land-use mixture sought in the annexed areas. It is not intended to be an exact representation of uses to be located on each and every block. Instead, it should be regarded as a general guideline of the nature of uses appropriate to an area. Mixed use is encouraged and may be achieved within a block, or from one block to the next. The use designations shown on the Plan also take into account existing uses and structures; a number of these structures are substantial and well-maintained and are likely to remain in place.

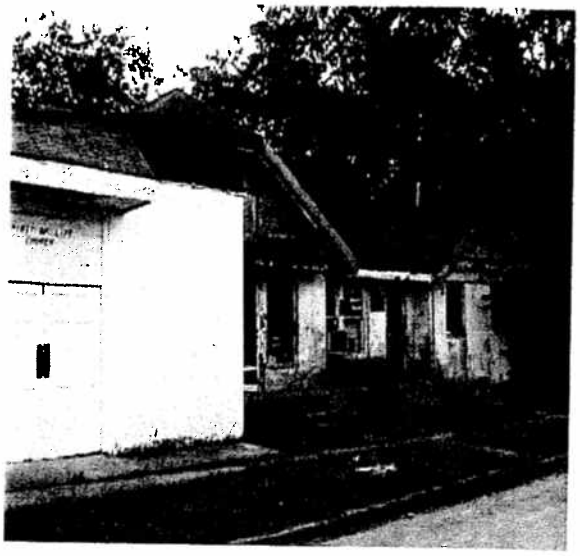
Map No. 4 indicates the streets that will be considered by the Midtown TIRZ for reconstruction or improvement. Map No. 5 shows where water system improvements are proposed. Proposed improvements to the wastewater collection lines are shown on Map No. 6.

One-third of the tax increments attributable to the annexed areas will be used to provide affordable housing as required by Chapter 311 of the Tax Code. As permitted by Chapter 311, Tax Code, the affordable housing improvements may be located inside or outside of the Zone.

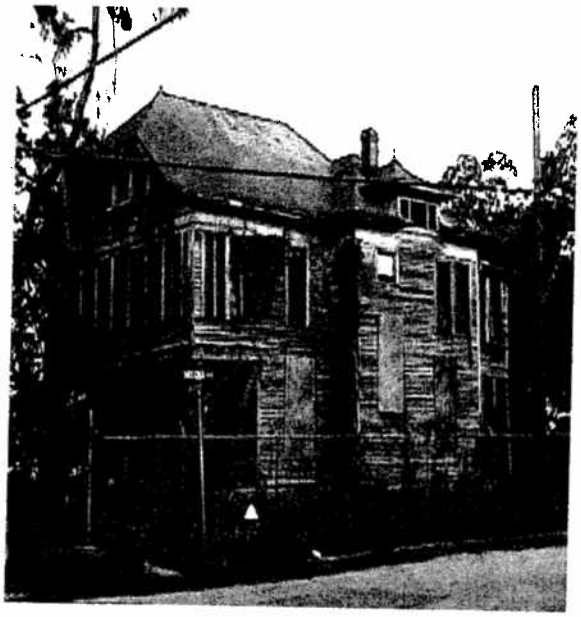
One-third of the tax increments of the Houston Independent School District (HISD) attributable to the annexed areas paid into the Tax Increment Fund and any actual HISD tax increment attributable to the annexed areas in excess of that projected in this Project Plan will be used by HISD or at the direction of HISD to provide educational facilities, as provided in Chapter 311 of the Tax Code and as required by the Interlocal Agreement with HISD.



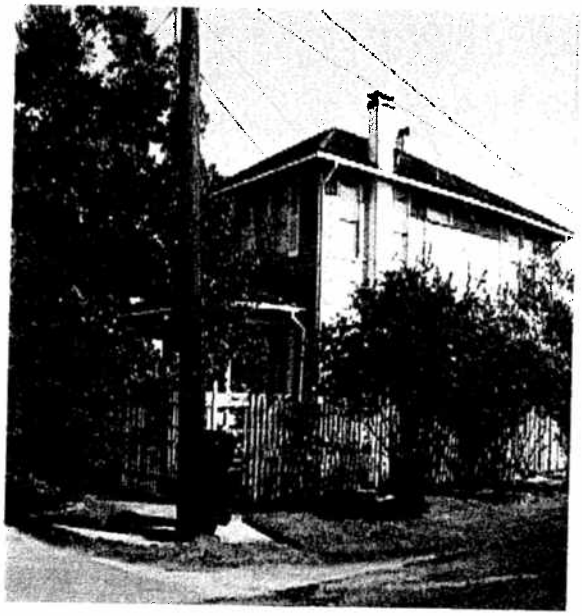
Area 2



Area 2



Area 4



Area 4



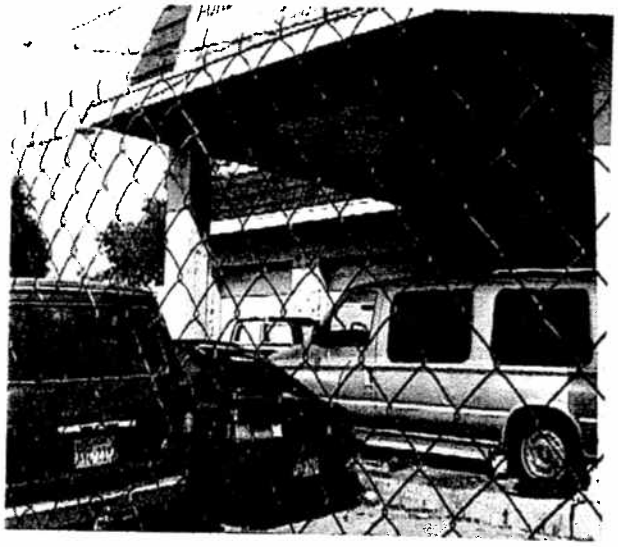
Area 4



Area 2



Area 6



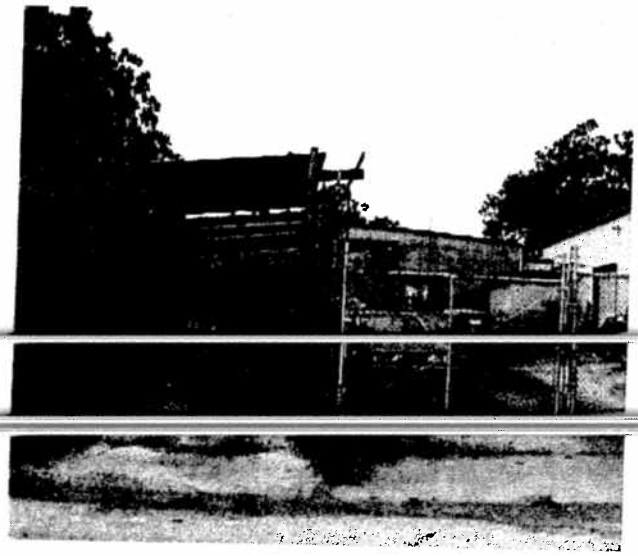
Area 6



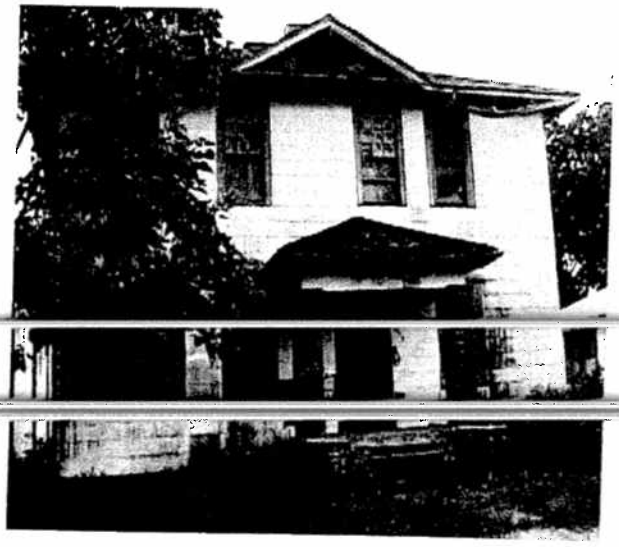
Area 4



Area 2



Area 2



Area 2

C. Proposed Changes of Municipal Ordinances, Master Plan, or Code [311.011 (b)(2)]

Other than the ordinance required for the annexation of the proposed area into the TIRZ and the adoption of this Second Amendment, the expansion of the TIRZ will not require any further changes to other ordinances, plan or codes of the City.

D. Non-Project Cost [311.011 (b)(3)]

The description of Non-Project Costs in the existing Project Plan applies to the annexed areas.

E. Method of Relocating Persons [311.011 (b)(4)]

It is not anticipated that any current resident of Midtown will be relocated as a result of the Project and Financing Plan or this Second Amendment.

II. REINVESTMENT ZONE FINANCING PLAN AMENDMENT

A. Estimated Project Cost (311.011(c)(1))

The estimated project cost for the improvements for the annexed areas, which may be funded by the Zone, will be determined and reviewed by the Board on a project by project basis. The plan below shows the estimated project costs needed to support the various types of development that will be encouraged within the annexed areas. The estimated eligible project costs for projects in the areas to be annexed total approximately $42,716,324 million. Line item amounts may be adjusted with approval of the City and the Midtown TIRZ Board of Directors as long as the total project costs for the annexed areas do not exceed $42,716,324.

ANNEXED AREA

SUMMARY OF PROJECT COSTS
(2000 through 2025)

	Existing Area	Annexed Area	Total Area
Financing Costs	55,714,787	7,154,324	62,869,111
Real Property Assembly	20,000,000	0	20,000,000
Professional Services	5,393,000	370,000	5,763,000
Capital Projects			
* School & Educ./Cultural	77,770,000	6,000,000	83,770,000
* Housing	104,100,000	11,187,000	115,287,000
Historic Preservation	8,000,000	1,500,000	9,500,000
Parks & Paths	14,650,000	1,560,000	16,210,000
Streets & Utilities	55,215,000	7,150,000	62,365,000
Streetscape & Gateways	31,900,000	4,290,000	36,190,000
Security Equip	3,750,000	800,000	4,550,000
Demolition & Cleanup	3,000,000	900,000	3,900,000
Total Capital Projects	298,385,000	33,387,000	331,772,000
Creation and Plan Expenses	[illegible]	25,000	557,300
Zone Operations	11,881,000	1,780,000	13,661,000
TOTAL	[illegible]	[illegible]	[illegible]

* -- Improvements may be constructed inside or outside the boundaries of the Midtown TIRZ.

B. Proposed Public Improvements (311.011(C)(2))

Maps No. 4-6 show street and infrastructure improvements proposed for the annexed areas. As outlined in Section B of the Project Plan, these public improvements will help to revitalize the annexed areas, most specifically by encouraging affordable residential development.

School and educational facility improvements will be as provided in Chapter 311 of the Texas Tax Code, and may be located inside or outside the Zone pursuant thereto.

Affordable housing improvements represent the one-third of the total tax increment of the Zone dedicated to the provision of affordable housing, which may be provided inside or outside the Zone pursuant to Chapter 311 of the Texas Tax Code.

C. Economic Feasibility Study (311.011(c)(3))

The 1993 CDS Market Research Study (the "Study") on housing potential in Downtown Houston indicated a demand for approximately 98,000 housing units in the Downtown/Midtown Area. The March 1999 update of this study conservatively estimated the aggregate demand for housing in Downtown/Midtown at 137,400 households. In addition, the 1999 study revealed the following evidence supporting the potential interest in Downtown or Midtown living, as well as the characteristics of the interested population:[1]

- About 52% of these interested households say they would prefer a Midtown location.
- The 1998 study confirmed the 1993 study's conclusion that renter households that currently pay $750 per month and households with one or more persons employed in Downtown, Midtown or the Texas Medical Center are strong "target markets."
- Interest on the part of both target markets was found to have increased over the past five years and is now twice as high as that found in the general population. 28% of both target markets say they are "very likely" to relocate to Downtown or Midtown Houston if the "right product were available at the right price." This compares to 13% of the general population.
- Demand potential from high-end renter households is estimated at 83,500 units or 61% of all potential. Demand potential from Downtown and Midtown employees is estimated at 55,800 units or 41% of all potential.

[1] Data from this section is taken from the *Market Research Summary Report: Housing Potential in Downtown Houston*, March 1999, prepared by CDS Market Research

- One characteristic that significantly differentiates these two target markets from other interested households is a higher average household income. Prospects from the general population have an average income of $55,600 whereas interested Downtown and Midtown employee households average $72,800 and interested high-end renter households average $86,000. Higher average annual household incomes translate into the ability and willingness to pay more for housing.

- In general, the key target markets prefer a Midtown location rather than a Downtown one by a ratio of about 2:1. Less traffic, fewer crowds, lower density of development and more trees in Midtown make it more appealing to many prospects.

- The target markets' most preferred housing type is townhomes, selected as the first choice by 39% of each target group.

- The median price that all interested households are willing to pay for housing in Downtown or Midtown is $770 per month. Among interested employees, the median monthly price is $840 and high-end renters are willing to pay an average of $1080. One fifth of these high-end renters are willing to pay $1,400 or more for housing in Downtown or Midtown. The most popular price range for both key target markets is $800 - $1,000 per month, accounting for about one third of all prospects.

- Total demand for housing in Downtown and Midtown has increased substantially over the past five years due to a growing number of households in the Houston Metro area. Households in the survey area for this study have increased at an annual compound growth rate of 3.4% since 1993.

- Total demand has also increased because of a growing interest on the part of both the primary target markets for Downtown and Midtown housing. In 1993, 21% of high-end renters and 23% of employees had a strong interest in Downtown or Midtown living. In 1998, these percentages had increased to 28% for both groups.

- While the majority of interested households still desire to own a home in Downtown or Midtown, there has been an increased interest in leasing, from 20% in 1993 to 35% in 1998. This is likely due to the aging of the population and a growing interest in renting among age groups other that the very young.

- Prospects are also less concerned about being close to major shopping facilities and having a sizable lot or yard.

- There is a growing interest on the part of Downtown, Midtown and Medical Center employees to be able to walk to work. In light of the increased traffic congestion on [illegible] surprising.

D. Method of Financing (311.011(c)(6)) and Bond Indebtedness (311.001(c)(4))

Project costs for the annexed areas will be financed in accordance with the Financing Plan for the existing Midtown TIRZ.

E. Current Appraised Value (311.011(c)(7))

The 1998 certified value of the annexed areas serves as our estimate for a 1999 base year value of $45,274,640.

F. Captured Appraised Value (311.011(c)(8))

The captured appraised value in any given year for the annexed areas is the difference between the appraised value in the base year and the appraised value in any subsequent year. Exhibit B illustrates the captured appraised value as estimated in the annexed areas.

G. Time When Related Costs or Monetary Obligations Are To Be Incurred (311.011(c)(5))

Projects in the annexed areas will be financed according to the development schedule shown on the Pro Forma Cash Flow Table (Exhibit D).

H. Duration of the Zone (311.011 (c) (9))

The proposed annexation will not alter the life of the Midtown TIRZ as set forth in the Project and Financing Plan adopted by City Council on May 22, 1997. The duration of the zone is 30 years.

Exhibit A

BOUNDARY DESCRIPTION
Midtown Tax Increment Reimbursement Zone No. 2

5-99 Annexation Parcel No. 1

BEGINNING at the intersection of the northerly line of West Gray Avenue with the easterly line of Smith Street;

THENCE easterly with the northerly line of West Gray Avenue to the westerly line of State Highway 288 and US Highway 59, said point being an easterly corner of a parcel described as Midtown Tax Increment Zone No. 2, North Annexation Parcel;

THENCE in a northerly direction crossing Interstate Highway 45 (Gulf Freeway) to the northerly line thereof;

THENCE northwesterly and northerly along the northerly line of Interstate Highway 45 (Gulf Freeway) to the northerly line of Calhoun Avenue;

THENCE northwesterly along a westerly projection of said Calhoun Avenue, crossing said Interstate Highway 45 to the westerly line thereof;

THENCE in a southeasterly direction along the westerly line of said Interstate Highway 45 to its intersection with the easterly line of Smith Street;

THENCE southerly along the easterly line of Smith Street to the PLACE OF BEGINNING.

5-99 Annexation Parcel No. 2.

BEGINNING at the intersection of the southerly line of Cleburne Avenue with the easterly line of San Jacinto Street;

THENCE in a northerly direction along the easterly line of San Jacinto Street to its intersection with the southerly line of Alabama Avenue;

THENCE in an easterly direction along the southerly line of Alabama Avenue to its intersection with the easterly line of LaBranch Street;

THENCE in a northerly direction along the easterly line of LaBranch Street to its intersection with the southerly line of Winbern Avenue;

THENCE in an easterly direction along the southerly line of Winbern Avenue to the easterly line

THENCE in a northerly direction along the easterly line of Almeda Road and continuing along the easterly line of Crawford Street to its intersection with the southerly line of Stuart Avenue;

THENCE in an easterly direction along the southerly line of Stuart Avenue to its intersection with the easterly line of Hamilton Street which is adjacent to US Highway 59/State Highway 288;

THENCE in a southwesterly and westerly direction along the easterly line of Hamilton Street and westerly line of State Highway 288 and US Highway 59 and continuing along the northerly line of US 59 to its intersection with the easterly line of Austin Street;

THENCE northerly with the easterly line of Austin Street to the northerly line of Eagle Avenue;

THENCE westerly with the northerly line of Eagle Avenue to the easterly line of San Jacinto Street;

THENCE northerly with the easterly line of San Jacinto Street to the southerly line of Cleburne Avenue which is the PLACE OF BEGINNING of the tract herein described.

5-99 Annexation Parcel No. 3

BEGINNING at the intersection of the southerly line of Tuam Avenue with the westerly line of Bagby Street which is also in the westerly line of US 59 South, Spur 527;

THENCE easterly along the southerly line of Tuam Avenue to the westerly line of Brazos Street;

THENCE southerly along the westerly line of Brazos Street to the northerly line of Elgin Avenue, also known as Westheimer Road;

THENCE westerly along the northerly line of Elgin Avenue/Westheimer Road to the west line of US Highway 59 South, Spur 527;

THENCE northerly and northeasterly along the westerly line of US Highway 59 South, Spur 527, to the PLACE OF BEGINNING.

5-99 Annexation Parcel No. 4

BEGINNING at the intersection of the southerly line of Tuam Avenue with the westerly line of Bagby Street;

THENCE northerly with the westerly line of Bagby Street to the southerly line of McGowen Avenue;

THENCE westerly with the southerly line of McGowen Avenue and west line of Bailey Street to the southeast corner of Lot 10, Block 78 of the W.R. Baker Subdivision, Unrecorded;

THENCE westerly along the south line of said W.R. Baker unrecorded subdivision to the westerly line of Boston Street;

THENCE southerly along the westerly line of Boston Street to the east line of Genesee Street;

THENCE southerly along the east line of Genesee Street to the south line of Tuam Avenue;

THENCE easterly along the south line of Tuam Avenue to the PLACE OF BEGINNING.

5-99 Annexation Parcel No. 5

BEGINNING at the intersection of the west line of Cushing Street with the north line of West Webster Avenue;

THENCE easterly with the north line of West Webster Avenue to the northerly line of Webster Avenue;

THENCE northwesterly along the northerly line of Webster Avenue to the west line of Cushing Street;

THENCE southerly with the west line of Cushing Street to the PLACE OF BEGINNING.

5-99 Annexation Parcel No. 6

BEGINNING at the intersection of the easterly line of Fannin Street with the northerly line of US 59 South;

THENCE southerly with the easterly line of Fannin Street to the southerly line of Palm Street;

THENCE westerly with the southerly line of Palm Street to the westerly line of Main Street;

THENCE northerly with the westerly line of Main Street to the south line of Portland Street;

THENCE westerly with the south line of Portland Street to the westerly line of Travis Street;

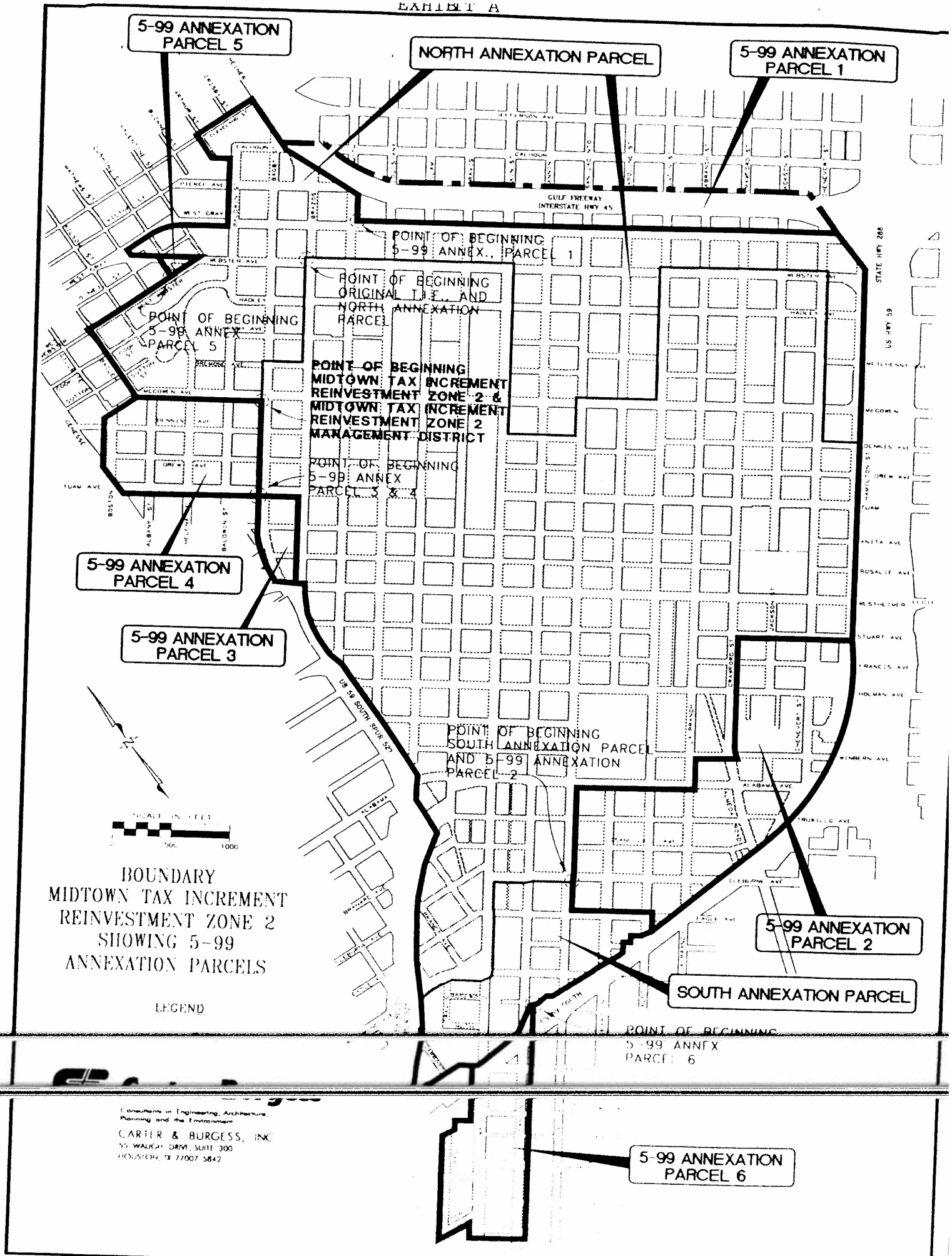
THENCE northerly along the westerly line of Travis Street to the Dead End thereof in the south line of the C.C. Fitze Homestead Addition per plat recorded in Volume 259 Page 163 of the Harris County Deed Records;

THENCE easterly along the south line of said Fitze Addition and north line of Block 1 South End Villa per Volume 1, Page 104 of the Harris county Map Records, to the westerly line of Main Street;

THENCE northerly along the westerly line of Main Street to the northerly line of US 59 South;

THENCE easterly along the northerly line of US 59 South with it meanders to the east line of Fannin Street and PLACE OF BEGINNING.

EXHIBIT A



BOUNDARY
MIDTOWN TAX INCREMENT
REINVESTMENT ZONE 2
SHOWING 5-99
ANNEXATION PARCELS

LEGEND

Consultants in Engineering, Architecture, Planning and the Environment
CARTER & BURGESS, INC.
55 WALDEN DRIVE, SUITE 300
HOUSTON, TX 77007-5842

EXHIBIT B

Midtown Redevelopment Authority
Tax Increment Reinvestment Zone No. 2

ANNEXATION AREA TAX INCREMENT REVENUE PROJECTION
(All Annexed Areas Combined)

Tax Year	Base Value	(1) Increment Value	HISD @ 0.96000	Houston @ 0.66500	Harris Cty 0.41660	Calendar Year	TIRZ Revenue
1999	45,274,640	0	0	0	0	2000	0
2000	45,274,640	6,552,000	62,899	43,571	27,296	2001	133,766
2001	45,274,640	13,232,000	127,027	87,993	55,125	2002	270,145
2002	45,274,640	19,784,000	189,926	131,564	82,420	2003	403,910
2003	45,274,640	26,336,000	252,826	175,134	109,716	2004	537,676
2004	45,274,640	33,328,500	319,954	221,635	138,847	2005	680,435
2005	45,274,640	39,894,500	382,987	265,298	166,200	2006	814,486
2006	45,274,640	46,504,500	446,443	309,255	193,738	2007	949,436
2007	45,274,640	52,921,500	508,046	351,928	220,471	2008	1,080,445
2008	45,274,640	59,485,000	571,056	395,575	247,815	2009	1,214,446
2009	45,274,640	66,048,500	634,066	439,223	275,158	2010	1,348,446
2010	45,274,640	72,612,000	697,075	482,870	302,502	2011	1,482,447
2011	45,274,640	79,175,500	760,085	526,517	329,845	2012	1,616,447
2012	45,274,640	85,739,000	823,094	570,164	357,189	2013	1,750,447
2013	45,274,640	92,302,500	886,104	613,812	384,532	2014	1,884,448
2014	45,274,640	98,866,000	949,114	657,459	411,876	2015	2,018,448
2015	45,274,640	105,429,500	1,012,123	701,106	439,219	2016	2,152,449
2016	45,274,640	111,993,000	1,075,133	744,753	466,563	2017	2,286,449
2017	45,274,640	118,556,500	1,138,142	788,401	493,906	2018	2,420,450
2018	45,274,640	125,116,500	1,201,118	832,025	521,235	2019	2,554,378
2019	45,274,640	131,688,000	1,264,205	875,725	548,612	2020	2,688,542
2020	45,274,640	138,259,500	1,327,291	919,426	575,989	2021	2,822,706
2021	45,274,640	144,831,000	1,390,378	963,126	603,366	2022	2,956,870
2022	45,274,640	151,402,500	1,453,464	1,006,827	630,743	2023	3,091,033
2023	45,274,640	157,963,750	1,516,452	1,050,459	658,077	2024	3,224,988
2024	45,274,640	164,525,000	1,579,440	1,094,091	685,411	2025	3,358,942
			20,568,450	14,247,937	8,925,850		43,742,234

(1) Increment value as provided by Vernon G. Henry and Associates, Inc.

Midtown Redevelopment Authority
Tax Increment Reinvestment Zone No. 2

Pro Forma Cash Flow
(Annexed Areas Only)

	2000	2001	2002	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013
Capital Prog m Outl ys														
Capital Projects	0	530,000	780,000	790,000	920,000	1,020,000	1,080,000	1,040,000	1,070,000	1,050,000	620,000	670,000	760,000	850,000
Financing Costs	0	56,000	63,000	56,000	63,000	63,000	63,000	56,000	56,000	49,000	0	0	0	0
Professional Services	0	25,000	25,000	25,000	25,000	25,000	15,000	15,000	15,000	15,000	15,000	15,000	15,000	15,000
TOTAL	0	611,000	868,000	871,000	1,008,000	1,108,000	1,158,000	1,111,000	1,141,000	1,114,000	635,000	685,000	775,000	865,000
Operating penses														
Creation and Plan Ex ses	0	25,000	0	0	0	0	0	0	0	0	0	0	0	0
Zone Operations	0	85,000	85,000	85,000	85,000	85,000	75,000	75,000	75,000	75,000	75,000	75,000	75,000	75,000
TOTAL	0	110,000	85,000	85,000	85,000	85,000	75,000	75,000	75,000	75,000	75,000	75,000	75,000	75,000
Future Bor wing														
Borrowings	0	800,000	900,000	800,000	900,000	900,000	900,000	800,000	800,000	700,000	0	0	0	0
Reserve Fund Deposit	0	(87,836)	(98,815)	(87,836)	(98,815)	(98,815)	(98,815)	(91,476)	(95,721)	(88,131)	0	0	0	0
Capitalized Interest Ac ant (2yrs	0	(112,000)	(126,000)	(112,000)	(126,000)	(126,000)	(126,000)	(112,000)	(112,000)	(98,000)	0	0	0	0
Cash Fl														
Cash Earmarked for E t Servic														
Beginning Cash on Han	0	0	56,000	63,000	56,000	63,000	63,000	63,000	56,000	56,000	49,000	0	0	0
Tax Increment Revenue	0	133,766	270,145	403,910	537,676	680,435	814,486	949,436	1,080,445	1,214,446	1,348,446	1,482,447	1,616,447	1,750,447
Earnings on DSR & Cap Funds	0	5,753	9,986	13,219	17,452	21,405	25,357	28,736	32,565	35,810	33,850	33,850	33,850	33,850
Capitalized Interest & D Release	0	112,000	126,000	112,000	126,000	126,000	126,000	112,000	112,000	98,000	0	0	0	0
Available to Repay Borr ings	0	251,519	462,131	592,130	737,128	890,839	1,028,843	1,153,172	1,281,010	1,404,256	1,431,297	1,516,297	1,650,297	1,784,298
Repayment of Borrowin (Bond D S)	0	56,000	119,000	175,000	238,000	301,000	395,836	487,651	575,487	660,302	696,117	731,932	767,408	807,129
Future Max Annual Cov ge Test	n/a	1.37	1.30	1.32	1.30	1.30	1.28	1.29	1.28	1.29	n/a	n/a	n/a	n/a
Cash After Repayments	0	195,519	343,131	417,130	499,128	589,839	633,008	665,521	705,524	743,954	735,180	784,365	882,889	977,169
Retained in Capitalized I rest Fun	0	56,000	63,000	56,000	63,000	63,000	63,000	56,000	56,000	49,000	0	0	0	0
Cash Flow After Debt S vice														
Cash Carried Forward	0	0	18,683	20,999	26,293	44,605	53,630	65,822	85,867	111,671	131,494	156,673	181,038	213,928
Cash Available for Gener Use	0	139,519	280,131	361,130	436,128	526,839	570,008	609,521	649,524	694,954	735,180	784,365	882,889	977,169
Borrowings Net of Cap-I d Reserv	0	600,164	675,185	600,164	675,185	675,185	675,185	596,524	592,279	513,869	0	0	0	0
Operating Expenses	0	(110,000)	(85,000)	(85,000)	(85,000)	(85,000)	(75,000)	(75,000)	(75,000)	(75,000)	(75,000)	(75,000)	(75,000)	(75,000)
Capital Program Expendit s	0	(611,000)	(868,000)	(871,000)	(1,008,000)	(1,108,000)	(1,158,000)	(1,111,000)	(1,141,000)	(1,114,000)	(635,000)	(685,000)	(775,000)	(865,000)
Ending Cash	0	18,683	20,999	26,293	44,605	53,630	65,822	85,867	111,671	131,494	156,673	181,038	213,928	251,097

EXHIBIT B

Midtown Redevelopment Authority
Tax Increment Reinvestment Zone No. 2

Pro Forma Cash Flow
(Annexed Areas Only)

	2014	2015	2016	2017	2018	2019	2020	2021	2022	2023	2024	2025	Total for All Years
Capital P gram C tlays													
Capital Projects	950,000	1,080,000	1,220,000	1,360,000	1,490,000	1,630,000	1,840,000	2,060,000	2,280,000	2,510,000	2,740,000	3,047,000	33,387,000
Financing Costs	0	0	0	0	0	0	0	0	0	0	0	0	525,000
Professional Serv s	15,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	370,000
TOTAL	965,000	1,090,000	1,230,000	1,370,000	1,500,000	1,640,000	1,850,000	2,070,000	2,290,000	2,520,000	2,750,000	3,057,000	34,282,000
Operati Exper es													
Creation and Plar xpenses	0	0	0	0	0	0	0	0	0	0	0	0	25,000
Zone Operations	75,000	70,000	70,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	1,780,000
TOTAL	75,000	70,000	70,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	1,805,000
Future orrowi g													
Borrowings	0	0	0	0	0	0	0	0	0	0	0	0	7,500,000
Reserve Fund Dep it	0	0	0	0	0	0	0	0	0	0	0	0	(846,260)
Capitalized Interes ccount Yrs)	0	0	0	0	0	0	0	0	0	0	0	0	(1,050,000)
Cas Flow													
Cash Earmarked r Debt S vice													
Beginning Cash on and	0	0	0	0	0	0	0	0	0	0	0	0	
Tax Increment Rev ues	1,884,448	2,018,448	2,152,449	2,286,449	2,420,450	2,554,378	2,688,542	2,822,706	2,956,870	3,091,033	3,224,988	3,358,942	43,742,234
Earnings on DSR & ap-I Fu ds	33,850	33,850	33,850	33,850	33,850	33,850	30,337	26,384	22,871	18,918	14,966	0	642,265
Capitalized Interes DSR R ease	0	0	0	0	0	0	87,836	98,815	87,836	98,815	98,815	374,143	1,896,260
Available to Repay orrowing	1,918,298	2,052,299	2,186,299	2,320,299	2,454,300	2,588,229	2,806,715	2,947,905	3,067,576	3,208,767	3,338,769	3,733,086	46,280,760
Repayment of Borr ings (Bo d D/S)	846,260	846,260	846,260	846,260	846,260	846,260	846,260	758,424	659,609	571,774	472,958	374,143	14,771,590
Future Max Annual overage est	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a	
Cash After Repaym ts	1,072,038	1,206,039	1,340,039	1,474,039	1,608,040	1,741,969	1,960,455	2,189,481	2,407,967	2,636,993	2,865,810	3,358,942	31,509,170
Retained in Capitali d Interes Fund	0	0	0	0	0	0	0	0	0	0	0	0	
Cash Flow After D t Servic													
Cash Carried Forwa	251,097	283,135	329,174	369,213	413,252	461,292	503,261	553,716	613,197	671,164	728,157	783,968	
Cash Available for eneral Us	1,072,038	1,206,039	1,340,039	1,474,039	1,608,040	1,741,969	1,960,455	2,189,481	2,407,967	2,636,993	2,865,810	3,358,942	31,509,170
Borrowings Net of (-I and R serve	0	0	0	0	0	0	0	0	0	0	0	0	5,603,740
Operating Expenses	(75,000)	(70,000)	(70,000)	(60,000)	(60,000)	(60,000)	(60,000)	(60,000)	(60,000)	(60,000)	(60,000)	(60,000)	(1,805,000)
Capital Program Ex ditures	(965,000)	(1,090,000)	(1,230,000)	(1,370,000)	(1,500,000)	(1,640,000)	(1,850,000)	(2,070,000)	(2,290,000)	(2,520,000)	(2,750,000)	(3,057,000)	(34,282,000)
Ending Cash	283,135	329,174	369,213	413,252	461,292	503,261	553,716	613,197	671,164	728,157	783,968	1,025,910	1,025,910

EXHIBIT B

EXHIBIT B

Midtown Annexation Area
Projected Development by
Land Use Type

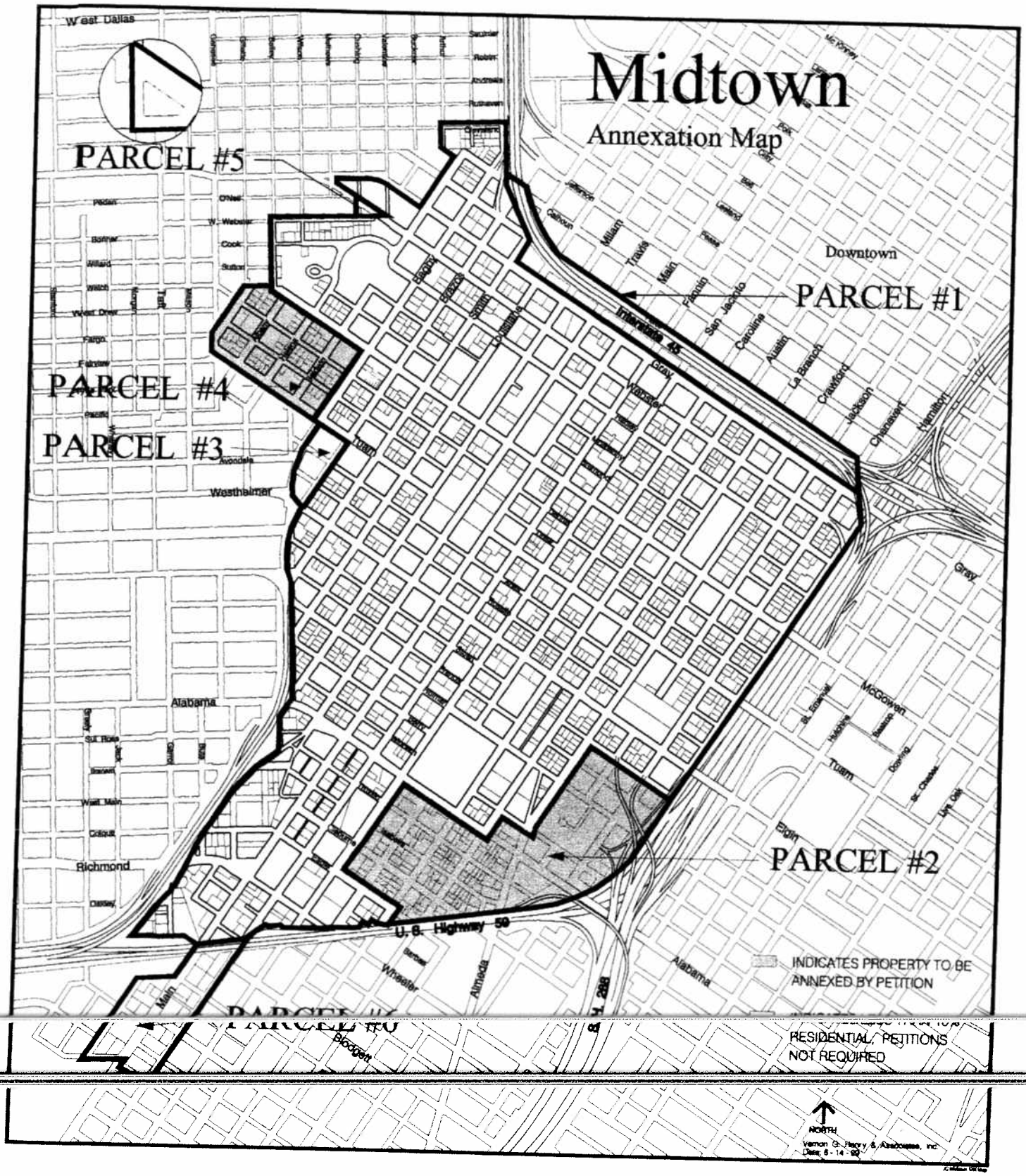
YEAR	AO s/f	AOR s/f	MR s/f	OR s/f	TH s/f	No. Unit	Total Annual s/f
1999					0	0	0
2000					62,400	26	62,400
2001				20,000	36,000	15	56,000
2002					62,400	26	62,400
2003				0	62,400	26	62,400
2004	5,000			30,000	18,500	8	53,500
2005			26,500	0	27,200	11	53,700
2006			26,500	20,000	0	0	46,500
2007		10,000		30,000	5,400	2	45,400
2008				10,000	48,700	20	58,700
2009				10,000	48,700	20	58,700
2010				10,000	48,700	20	58,700
2011				10,000	48,700	20	58,700
2012				10,000	48,700	20	58,700
2013				10,000	48,700	20	58,700
2014				10,000	48,700	20	58,700
2015				10,000	48,700	20	58,700
2016				10,000	48,700	20	58,700
2017				10,000	48,700	20	58,700
2018	11,000			10,000	34,000	14	55,000
2019				20,700	34,000	14	54,700
2020				20,700	34,000	14	54,700
2021				20,700	34,000	14	54,700
2022				20,700	34,000	14	54,700
2023				45,250	0	0	45,250
2024				45,250	0	0	45,250
	16,000	10,000	53,000	383,300	931,300	384	1,393,600

NOTE: Estimated areas of land use types have been rounded off

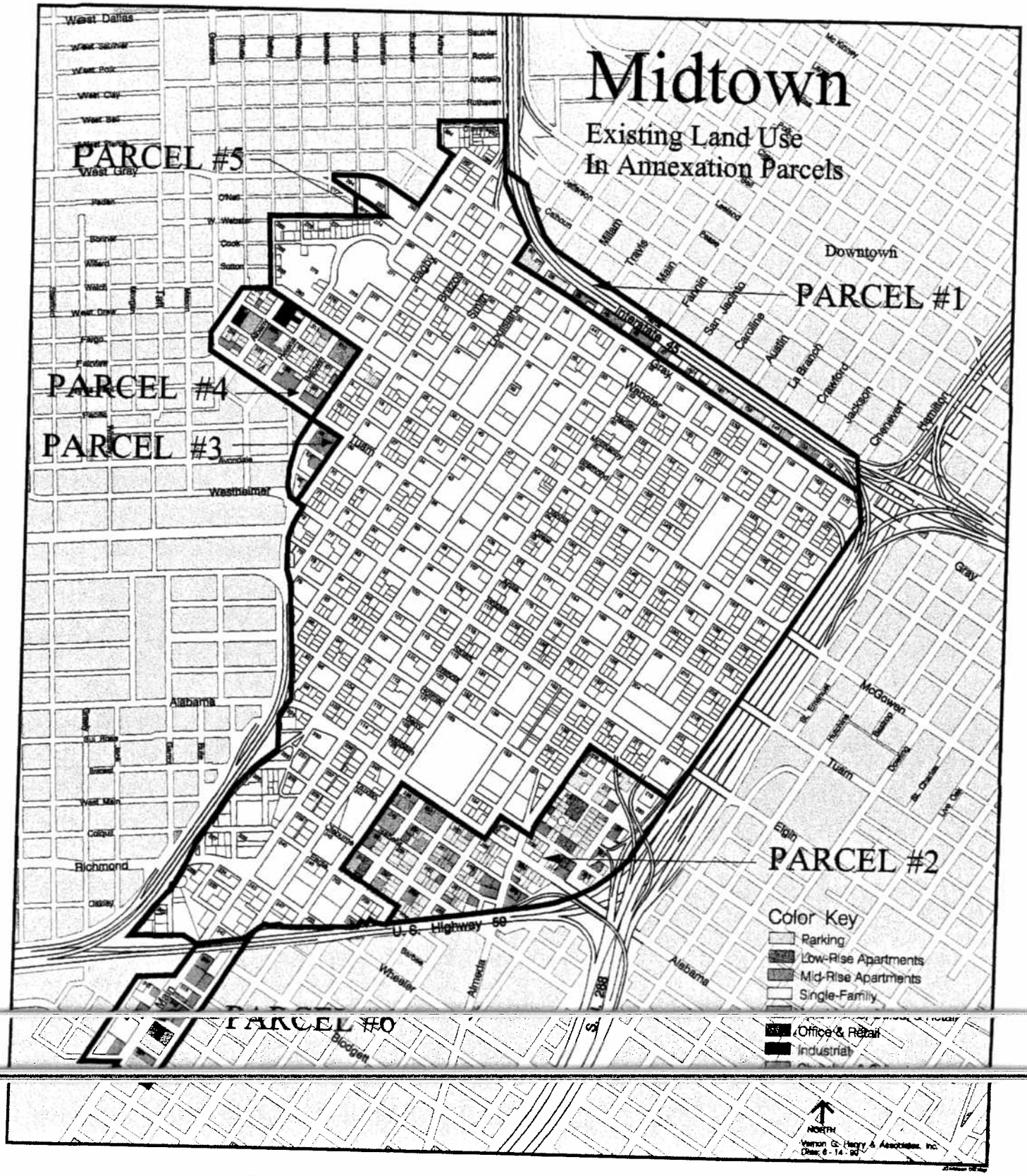
KEY:

AO	Apartments & Office	$/sq ft -	$140
AOR	Apartments, Office, Retail	$/sq ft -	$150
MR	Mid-Rise Apartments	$/sq ft -	$140
OR	Office & Retail	$/sq ft -	$145
TH	Townhouse	$/sq ft -	$105

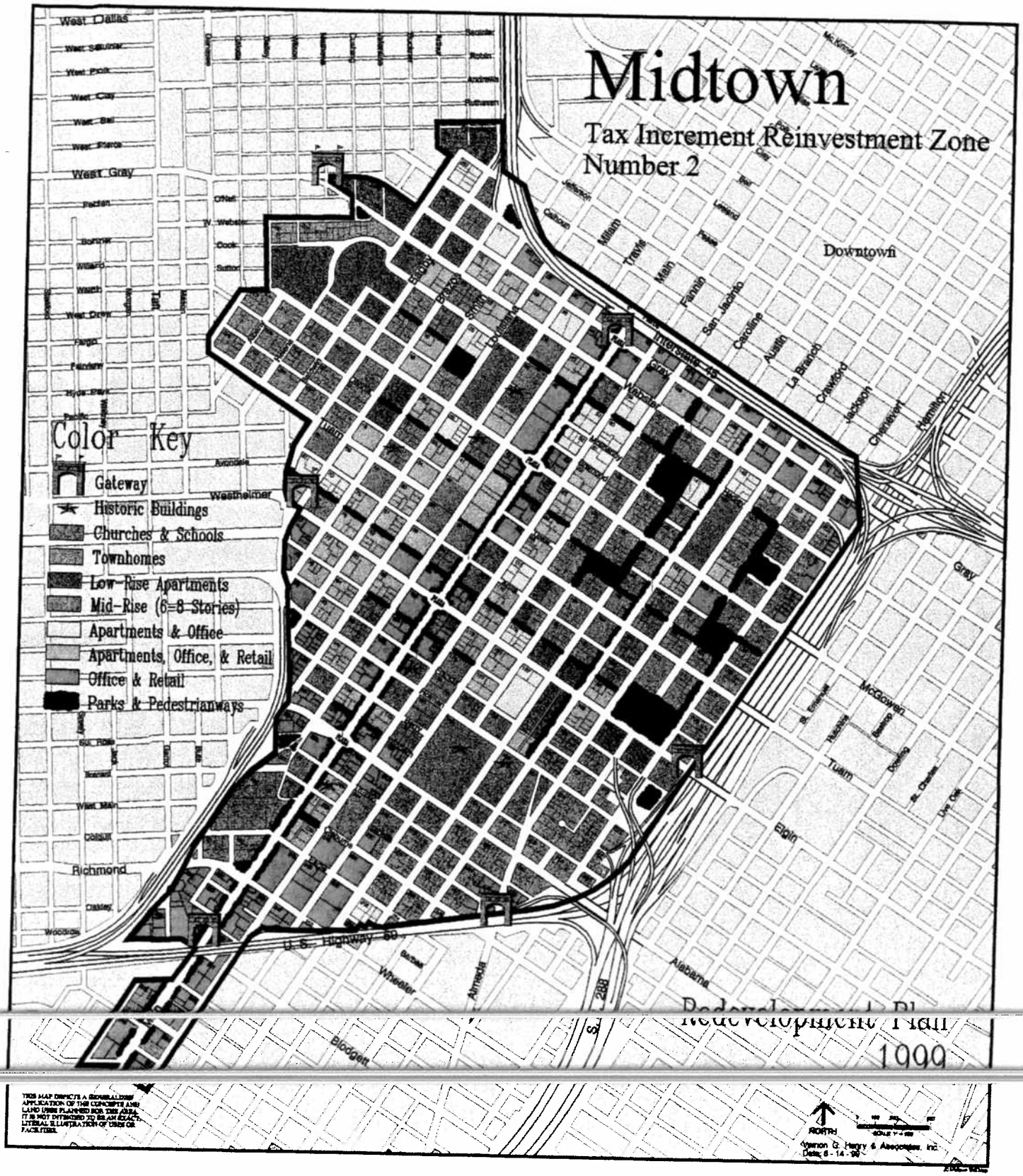
MAP NO. 1


Midtown
Annexation Map
PARCEL #1
PARCEL #2
PARCEL #3
PARCEL #4
PARCEL #5
Downtown
West Dallas
Westheimer
Alabama
Richmond
U.S. Highway 59
Interstate 45
INDICATES PROPERTY TO BE ANNEXED BY PETITION
RESIDENTIAL PETITIONS NOT REQUIRED
NORTH

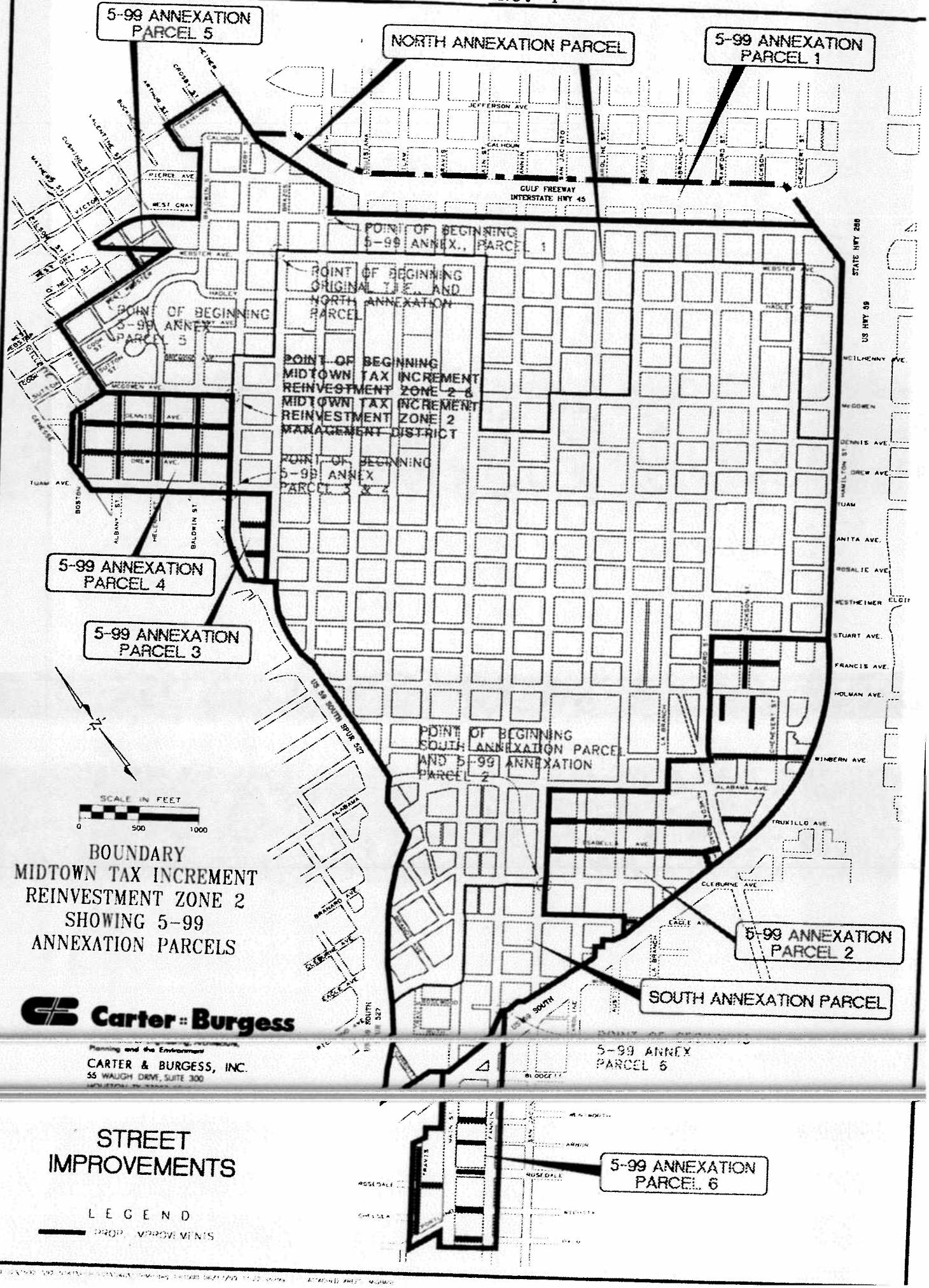
MAP NO. 2


Midtown
Existing Land Use
In Annexation Parcels
PARCEL #5
PARCEL #4
PARCEL #3
PARCEL #1
PARCEL #2
PARCEL #0
Downtown
Interstate 45
U.S. Highway 59
West Dallas
Westheimer
Alabama
Richmond
Gray
Webster
Color Key
Parking
Low-Rise Apartments
Mid-Rise Apartments
Single-Family
Office & Retail
Industrial
NORTH
Vernon G. Henry & Associates, Inc.
Date: 6-14-90

MAP NO. 3


Midtown
Tax Increment Reinvestment Zone
Number 2
Color Key
Gateway
Historic Buildings
Churches & Schools
Townhomes
Low-Rise Apartments
Mid-Rise (6-8 Stories)
Apartments & Office
Apartments, Office, & Retail
Office & Retail
Parks & Pedestrianways
Downtown
Interstate 45
U.S. Highway 59
Richmond
Westheimer
Gray
McGowen
Elgin
Alabama
Redevelopment Plan
1999
NORTH

MAP NO. 4



BOUNDARY
MIDTOWN TAX INCREMENT
REINVESTMENT ZONE 2
SHOWING 5-99
ANNEXATION PARCELS

Carter & Burgess

Planning and the Environment

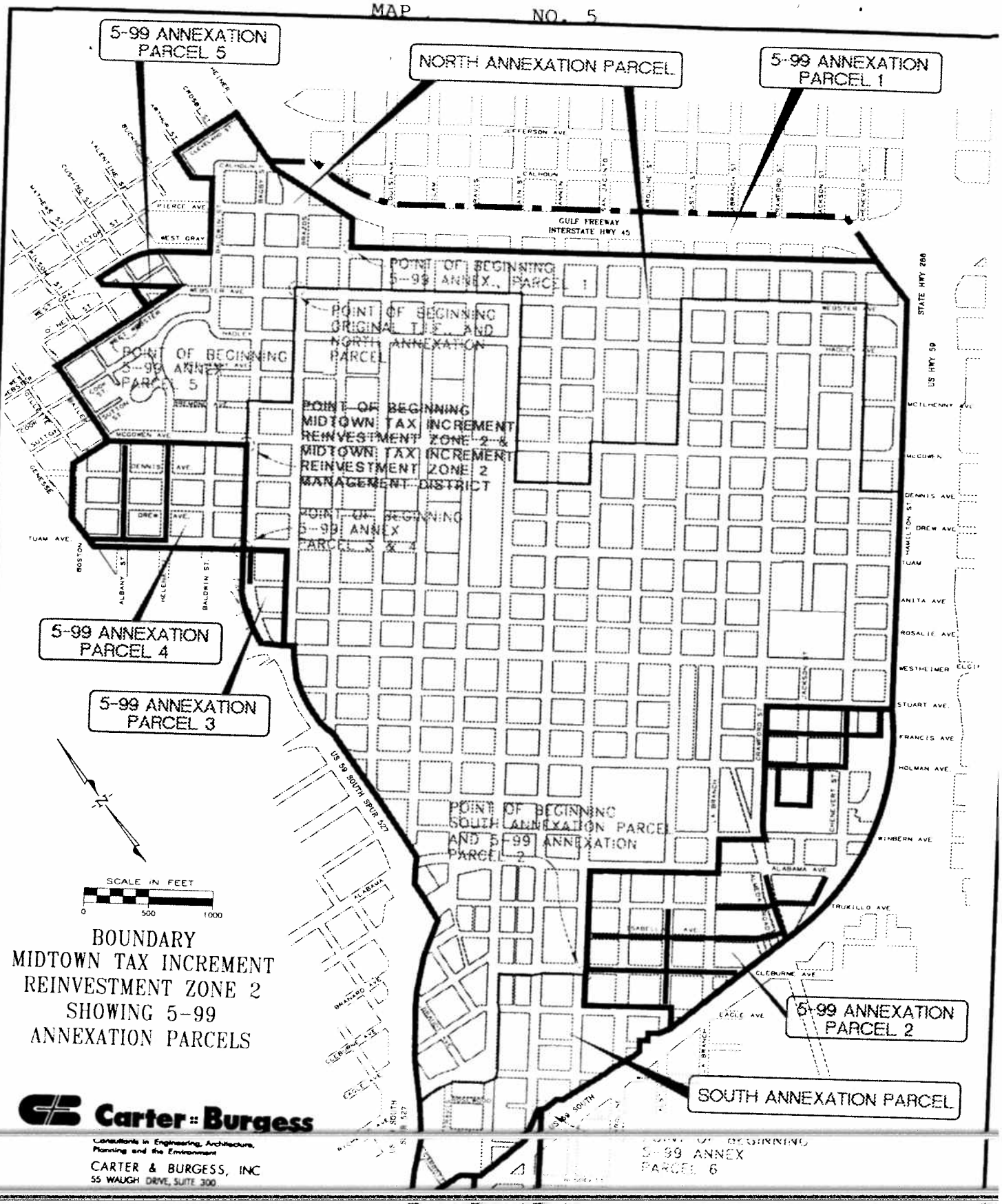
CARTER & BURGESS, INC.
55 WAUGH DRIVE, SUITE 300

STREET IMPROVEMENTS

LEGEND

PROP. IMPROVEMENTS

MAP NO. 5



BOUNDARY
MIDTOWN TAX INCREMENT
REINVESTMENT ZONE 2
SHOWING 5-99
ANNEXATION PARCELS

Carter :: Burgess

Consultants in Engineering, Architecture, Planning and the Environment

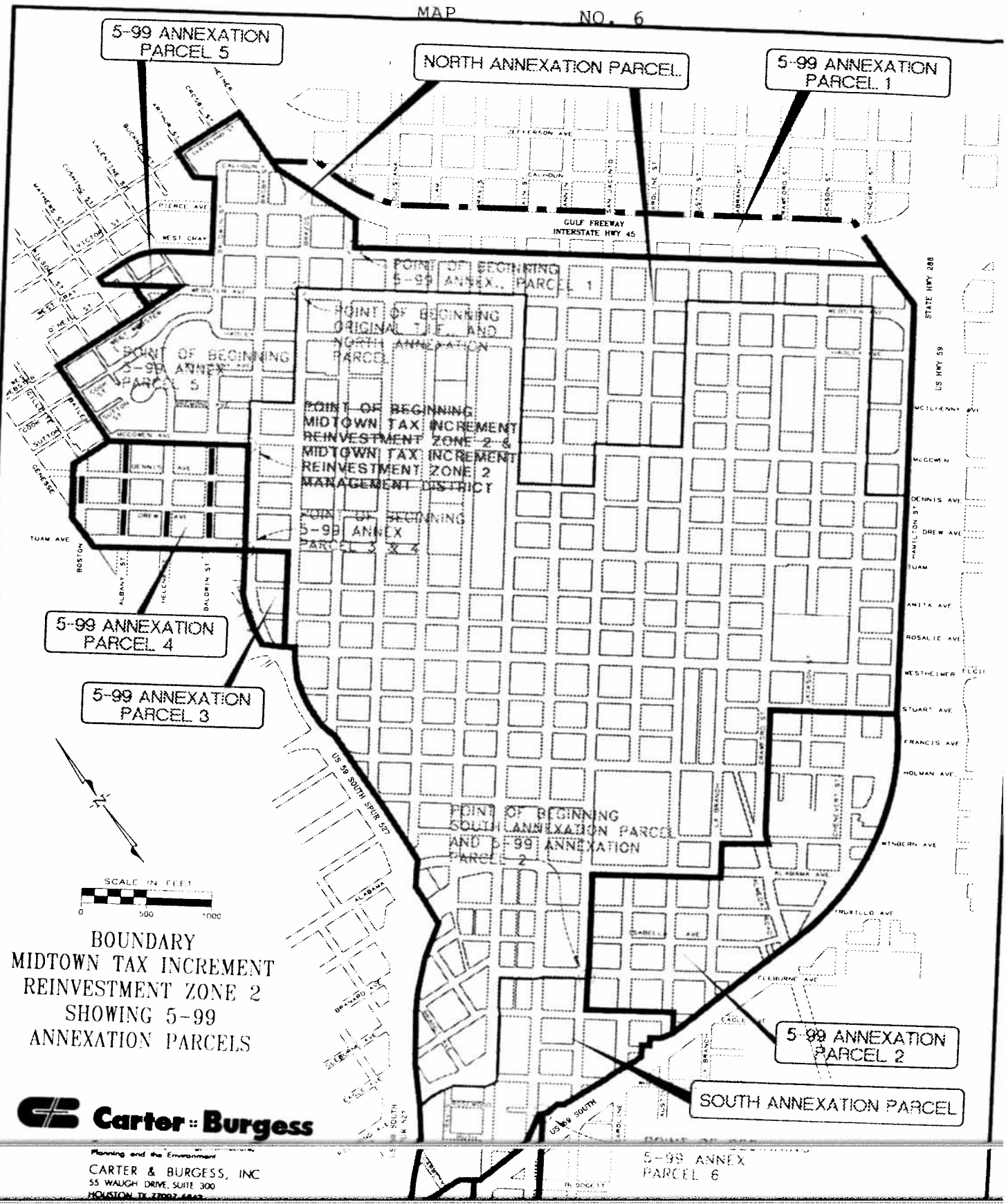
CARTER & BURGESS, INC
55 WAUGH DRIVE, SUITE 300

WATER MAIN
IMPROVEMENTS

LEGEND

PROP. IMPROVEMENTS

MAP NO. 6



BOUNDARY
MIDTOWN TAX INCREMENT
REINVESTMENT ZONE 2
SHOWING 5-99
ANNEXATION PARCELS

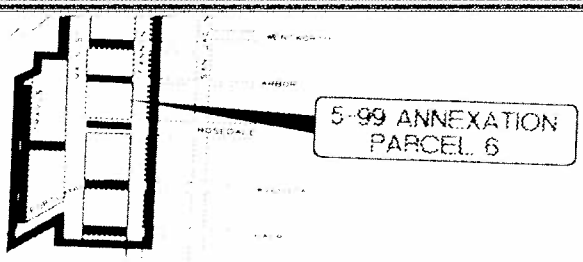
Carter : Burgess

Planning and the Environment

CARTER & BURGESS, INC
55 WAUGH DRIVE, SUITE 300
HOUSTON, TX 77007-4442

WASTEWATER
IMPROVEMENTS

LEGEND



REINVESTMENT ZONE FINANCING PLAN

Summary

Redevelopment of real estate in Midtown will be enabled, facilitated and accelerated by the T.I.R.Z. The participation of the three largest taxing jurisdictions is helping Midtown to "prime the pump" of economic rehabilitation in Houston's inner city. T.I.R.Z. #2 was created for a period of 30 years by Houston City Council. Harris County participation is for the same 30 years. Houston Independent School District participation started in 1997 for a period of 25 years.

Redevelopment Area

The redevelopment area modeled is approximately 356 acres (net of right-of-way) of the area known as Midtown. Of this total, 203 acres (57%) are designated for redevelopment during the life of the proposed T.I.R.Z. Approximately fifty-three acres are planned to remain in their present uses. Of the land area to be redeveloped, 88% is planned for taxable uses, with the remainder planned for tax exempt uses. Redevelopment activity will continue long after the T.I.R.Z. expires. The development plan assumes that some 100 acres will remain to be redeveloped after the T.I.R.Z. has expired.

Revenue Model

The following tables present the assumptions that contributed to the calculation of projected revenue flows to the T.I.R.Z. All assumptions were developed by the Midtown T.I.R.Z., the Midtown Redevelopment Authority and its consultants.

Revenue Model Assumptions

Annual Rates of Change (growth rates):	
Value of Property not yet Redeveloped	1.8%
Redevelopment Costs	1.8%
Value of Redeveloped Property	1.8%

1999 Set Tax Rates:	Rate
City of Houston	$0.66500
Harris County	$0.42768
HISD	$1.45900

T.I.R.Z. Participation by Taxing Jurisdictions: (1)	
City of Houston	100.00%
Harris County	100.00%
HISD	100.00%

Rate dedicated to Midtown:	Rate	Share
City of Houston	$0.66500	26.06%
Harris County	$0.42768	16.76%
HISD (2)	$1.45900	57.18%
Yields Overall Rate :	$2.55168	100.00%

(1) In accordance with the Interlocal Agreements between the City, the Midtown T.I.R.Z. and the Taxing Jurisdictions, each Taxing Jurisdiction participates in the Midtown T.I.R.Z. at 100% of its tax rate. The tax rate of the Taxing Jurisdictions are established annually and may be increased or decreased by the Taxing Jurisdictions in any year.

(2) T.I.R.Z. Revenue assumes HISD participation at .9600 for tax years 1996 through 1998 and participation at 1.4590 for tax years 1999 through 2023. In addition, T.I.R.Z. Revenue assumes a 97% collection rate.

EXHIBIT "B"

Summary of TIRZ Revenue Projections

Tax Year	Increment Value	HISD @ 0.96000	HISD @ 1.45900	HISD Increase	Houston @ 0.66500	Harris Cty @ 0.42768	Calendar Year	TIRZ * Revenue
1996	3,139,000	0		n/a	20,874	13,425	1997	33,2
1997	31,298,000	300,461		n/a	208,132	133,855	1998	623,1
1998	54,798,000	526,061		n/a	364,407	234,360	1999	1,091,08
1999	76,507,000	734,467	1,116,237	381,770	508,772	327,205	2000	1,893,64
2000	95,942,000	921,043	1,399,794	478,751	638,014	410,325	2001	2,374,68
2001	126,507,000	1,214,467	1,845,737	631,270	841,272	541,045	2002	3,131,21
2002	166,537,000	1,598,755	2,429,775	831,020	1,107,471	712,245	2003	4,122,00
2003	209,984,000	2,015,846	3,063,667	1,047,820	1,396,394	898,060	2004	5,197,37
2004	241,541,000	2,318,794	3,524,083	1,205,290	1,606,248	1,033,023	2005	5,978,45
2005	274,116,000	2,631,514	3,999,352	1,367,839	1,822,871	1,172,339	2006	6,784,72
2006	330,105,000	3,169,008	4,816,232	1,647,224	2,195,198	1,411,793	2007	8,170,52
2007	372,827,000	3,579,139	5,439,546	1,860,407	2,479,300	1,594,507	2008	9,227,95
2008	432,299,000	4,150,070	6,307,242	2,157,172	2,874,788	1,848,856	2009	10,699,96
2009	478,094,000	4,589,702	6,975,391	2,385,689	3,179,325	2,044,712	2010	11,833,44
2010	525,348,000	5,043,341	7,664,827	2,621,487	3,493,564	2,246,808	2011	13,003,04
2011	586,654,000	5,631,878	8,559,282	2,927,403	3,901,249	2,509,002	2012	14,520,447
2012	631,020,000	6,057,792	9,206,582	3,148,790	4,196,283	2,698,746	2013	15,618,563
2013	693,155,000	6,654,288	10,113,131	3,458,843	4,609,481	2,964,485	2014	17,156,485
2014	740,166,000	7,105,594	10,799,022	3,693,428	4,922,104	3,165,542	2015	18,320,068
2015	788,594,000	7,570,502	11,505,586	3,935,084	5,244,150	3,372,659	2016	19,518,724
2016	865,213,000	8,306,045	12,623,458	4,317,413	5,753,666	3,700,343	2017	21,415,143
2017	917,065,000	8,803,824	13,379,978	4,576,154	6,098,482	3,922,104	2018	22,698,547
2018	988,824,000	9,492,710	14,426,942	4,934,232	6,575,680	4,229,002	2019	24,474,676
2019	1,044,117,000	10,023,523	15,233,667	5,210,144	6,943,378	4,465,480	2020	25,843,249
2020	1,101,029,000	10,569,878	16,064,013	5,494,135	7,321,843	4,708,881	2021	27,251,895
2021	1,141,091,000	10,954,474	16,648,518	5,694,044	7,588,255	4,880,218	2022	28,243,481
2022	1,181,089,000	11,338,454	17,232,089	5,893,634	7,854,242	5,051,281	2023	29,233,483
2023	1,222,106,000	11,732,218	17,830,527	6,098,309	8,127,005	5,226,703	2024	30,248,707
		147,033,850	222,204,679	75,997,351	101,872,447	65,517,005		378,708,033

* TIRZ Revenue assumes HISD participation at .9600 for tax years 1996 through 1998 and participation at 1.4590 for tax years 1999 through 2023. In addition, TIRZ Revenue assumes a 97% collection rate.

This financial plan will be updated from time to time to match actual development or revised trends or changes in the State laws.

FINANCING COSTS **$55,714,787**

This category of costs includes all interest, legal fees, brokerage charges, transfer or placement charges, premium and fees paid for loans, credit enhancement fees, notes, bonds or other instruments of credit issued to pay for project costs. It also includes any premium paid over the principal amount of any obligations because of redemption before maturity or for late payments.

REAL PROPERTY ASSEMBLY **$20,000,000**

These costs include amounts paid to property owners, commissions or professional fees, closing costs, tax certificate, title registration fees, title insurance, environmental and archaeological assessments, relocation costs, boundary and topographic surveying, signs and advertising, management or maintenance costs and any other costs normally associated with purchasing property, holding property for resale, and the sale of property.

PROFESSIONAL SERVICES **$5,393,000**

These costs include all those that may be incurred for architectural, planning, engineering, legal, landscape architectural, financial, marketing, public relations, management, leasing, bookkeeping, tax roll verification, environmental, archaeological, and other services and advice necessary to the project.

CAPITAL PROJECTS **$298,385,000**

This category includes the costs of the acquisition, construction, demolition, alteration, remodeling, repair, reconstruction, beautification and enhancement, historic preservation, and environmental remediation of the following: existing buildings, structures, and fixtures; housing; parks and plazas; streets and public works; infrastructure, including drainage, storm water control, public and private utilities; pedestrian and bike paths; streetscape enhancements including lighting, signage, and public art; educational facilities, including schools and colleges; parking facilities; security equipment.

School Education & Cultural Facilities	$77,770,000
Housing	104,100,000
Historic Preservation	8,000,000
Parks & Plazas	14,650,000
Streets & Utilities	55,215,000
Streetscape & Gateways	31,900,000
Security Equipment	3,750,000
Demolition & Clean Up	3,000,000

ORGANIZATIONAL EXPENSES

These costs include environmental, archaeological, historical and other impact studies, the cost of publicizing the Zone and its benefits through various media in person and by events, and the cost of implementing the project plan including building plan review, field investigations, project brochures, and office expenses. Organizational Expenses are included in the amounts shown under Professional Services and Zone Operations in the accompanying Pro Forma Cash Flow Estimate table.

CONSTRUCTION INTEREST

This category of costs includes interest, transfer or placement charges, premiums and fees paid for loans, notes or other instruments or credit issued before and during construction of project buildings, facilities or structures and for a period of one year after the completion of construction. Construction Interest is included under Financing Costs in the accompanying table.

ZONE OPERATIONS **$11,881,000**

This category covers the cost of operating the reinvestment zone and project facilities, including office or display, rent, construction or purchase; utilities and office supplies; salary and benefit costs for zone employees; Board operations; fees for conferences and travel; reproduction expenses; equipment; building management or leasing charges.

DISCRETIONARY PAYMENTS

This category covers any cost necessary or convenient to the creation of the zone and the implementation of the project plan that is not covered by the other categories listed and which may or may not be foreseen at the time the financial plan is adopted. It could include costs associated with a unique opportunity or an unusual climatic event such as a hurricane. In the accompanying Pro Forma Cash Flow Estimate table, the amount of Discretionary Payments appears as a part of Zone Operations.

CREATION AND PLAN EXPENSES **$532,300**

These costs include legal, planning and engineering, preparation of plan and engineering analysis, financial feasibility [illegible] bond issuing, establishing and maintaining data bank to create the zone and prepare the project plan and reinvestment zone financing plan.

EXHIBIT "D"

Midtown Pro Forma Cash Flow Estimates

EXHIBIT "E"

	1997	1998	1999	2000	2001	Years 1-5	Years 6-10	Years 11-15	Cumulative Years 16-20	Years 1-25	Years 26-28	All Years 1-28
Capital Program Outlays												
Capital Projects												
Educational Facility Expenditures *	3,400,000	4,300,000	3,700,000	5,000,000	5,100,000	21,500,000	33,300,000	22,400,000	55,300,000	98,80[illegible],000	[illegible]085,000	298,385,000
	0	(194,298)	(340,186)	(721,833)	(905,200)	(2,161,517)	(8,706,378)	(12,901,213)	(17,099,095)	(21,8[illegible]4,077)	[illegible],036,938)	(77,769,218)
Financing Costs	195,000	195,000	180,000	150,000	150,000	870,000	750,000	0	0	0	0	1,620,000
Real Property Assembly	2,000,000	2,000,000	2,000,000	2,000,000	2,000,000	10,000,000	5,000,000	5,000,000	0	0	0	20,000,000
Professional Services	443,000	250,000	250,000	250,000	200,000	1,393,000	1,000,000	1,000,000	1,000,000	1,000[illegible]000	0	5,393,000
TOTAL	6,038,000	6,745,000	6,130,000	7,400,000	7,450,000	33,763,000	40,050,000	28,400,000	56,300,000	99,800[illegible]000	[illegible]85,000	247,628,782
Operating Expenses												
Creation and Plan Expenses	260,000	150,000	122,300	0	0	532,300	0	0	0	0	0	532,300
Zone Operations	131,000	200,000	300,000	450,000	450,000	1,531,000	2,250,000	2,250,000	2,250,000	2,250[illegible]00	[illegible]60,000	11,881,000
TOTAL	391,000	350,000	422,300	450,000	450,000	2,063,300	2,250,000	2,250,000	2,250,000	2,250[illegible]00	[illegible]60,000	12,413,300
Existing Short-Term Debt Payments												
HHFC Note Payments	265,000	0	0	0	0	265,000	0	0	0	0	0	265,000
Reliable Life Note Payments	40,000	40,000	40,000	125,228	125,228	370,456	375,685	0	0	0	0	746,141
TOTAL	305,000	40,000	40,000	125,228	125,228	635,456	375,685	0	0	0	0	1,011,141
Future Borrowing												
Borrowings	6,500,000	6,500,000	6,000,000	5,000,000	5,000,000	29,000,000	25,000,000	0	0	0	0	54,000,000
Payments	(455,000)	(910,000)	(1,330,000)	(1,680,000)	(2,030,000)	(6,405,000)	(19,041,208)	(27,654,817)	(29,644,549)	(19,598,3[illegible]1)	(5,4[illegible],731)	(107,833,646)
Borrowed Proceeds Escrow	(910,000)	(910,000)	(840,000)	(700,000)	(700,000)	(700,000)	(700,000)	0	0	0	0	0
Cash Flow												
Cash Earmarked for Debt Service												
Beginning Cash on Hand	236,000	455,000	455,000	420,000	350,000	236,000	350,000	350,000	0	)	0	236,000
Tax Increment Revenues	33,270	623,174	1,091,083	1,893,647	2,374,689	6,015,864	25,213,774	52,934,928	85,134,285	121,683,50[illegible]	[illegible]672	378,708,033
Sale of Assembled Real Property				2,000,000	2,000,000	4,000,000	8,000,000	5,000,000	3,000,000		0	20,000,000
Borrowed Proceeds Escrow	910,000	910,000	840,000	700,000	700,000	4,060,000	3,500,000	0	0		0	7,560,000
Available to Repay Borrowings	1,179,270	1,988,174	2,386,083	5,013,647	5,424,689	14,311,864	37,063,774	58,284,928	88,134,285	121,683,50[illegible]	[illegible]572	406,504,033
Repayment of Borrowings (Bond D/S)	(760,000)	(950,000)	(1,370,000)	(1,805,228)	(2,155,228)	(7,040,456)	(19,416,893)	(27,654,817)	(29,644,549)	(19,598,34[illegible])	(5,48[illegible],731)	(108,844,787)
Debt Service Coverage Ratio	155%	209%	174%	278%	252%	203%	191%	211%	297%	621[illegible]%	[illegible]28%	373%
Cash After Repayments	419,270	1,038,174	1,016,083	3,208,419	3,269,461	7,271,408	17,646,881	30,630,111	58,489,736	102,085,16[illegible]	[illegible]941	515,348,820
Retained in Escrow	(455,000)	(455,000)	(420,000)	(350,000)	(350,000)	(350,000)	(350,000)	0	0		0	0
Cash Flow After Debt Service												
Cash Carried Forward	0	35,270	23,445	67,227	75,647	0	95,108	91,989	72,100	11,836	[illegible]05	0
Cash Available for General Use	(35,730)	618,445	619,527	2,925,647	2,995,108	6,921,408	17,391,989	30,722,100	58,561,836	102,097,00[illegible]	[illegible]46	297,659,246
New Borrowings	6,500,000	6,500,000	6,000,000	5,000,000	5,000,000	29,000,000	25,000,000	0	0	0	0	54,000,000
Operating Expenses	(391,000)	(350,000)	(422,300)	(450,000)	(450,000)	(2,063,300)	(2,250,000)	(2,250,000)	(2,250,000)	(2,250,000	[illegible]00)	(12,413,300)
Capital Program Expenditures	(6,038,000)	(6,745,000)	(6,130,000)	(7,400,000)	(7,450,000)	(33,763,000)	(40,050,000)	(28,400,000)	(56,300,000)	(99,800,000	[illegible]00)	(325,398,000)
Ending Cash	35,270	23,445	67,227	75,647	95,108	95,108	91,989	72,100	11,836	47,005	[illegible]96	13,847,946

* Amounts shown are minimum amounts to be dedicated to pay principal and interest for Schools, Educational and Cultural Facilities. They are included in the amounts shown for Capital Pro[illegible]ects

8/10/99

City of Houston, Texas, Ordinance No. 2009-1395

AN ORDINANCE APPROVING THE THIRD AMENDMENT TO THE PROJECT PLAN AND REINVESTMENT ZONE FINANCING PLAN FOR REINVESTMENT ZONE NUMBER TWO, CITY OF HOUSTON, TEXAS (MIDTOWN ZONE); AUTHORIZING THE CITY SECRETARY TO DISTRIBUTE SUCH PLANS; CONTAINING VARIOUS PROVISIONS RELATED TO THE FOREGOING SUBJECT; AND DECLARING AN EMERGENCY.

* * * * * * *

By Ordinance No. 94-1345 adopted December 14, 1994, the City Council of the City of Houston, Texas (the "City") created Reinvestment Zone Number Two, City of Houston, Texas (the "Zone") pursuant to Chapter 311 of the Texas Tax Code, as amended (the "Code") for the purposes of development and redevelopment in the area of the City generally referred to as the Midtown area; and

WHEREAS, by Ordinance No. 97-600 on May 28, 1997, the Board of Directors of the Zone adopted, and the City approved, the Project Plan and Reinvestment Zone Financing Plan for the Zone (the "Plans"); and

WHEREAS, Chapter 311 of the Code authorizes the Board of Directors of the Zone to adopt an amendment to the Plans, which amendment becomes effective upon approval by the City Council; and

WHEREAS, the Board of Directors of the Zone adopted and recommended the first amendments to the Plans which the City Council approved by Ordinance No. 97-1338 on October 22, 1997; and

WHEREAS, the Board of Directors of the Zone adopted and recommended the Second Amendment to the Plans which the City Council approved by Ordinance No. 1999-850 on August 11, 1999 (the "Second Amendment"); and

WHEREAS, the Board of Directors of the Zone, at its November 30, 2009 board meeting, considered and adopted another set of proposed amendments to the Plans (the "Third Amendment"), and recommended the Third Amendment for approval by the City Council; and

WHEREAS, before the Board of Directors of the Zone may implement the Third Amendment, the City Council must approve the Third Amendment; and

WHEREAS, a public hearing on the Third Amendment is required to be held in accordance with the provisions of Section 311.011 of the Code; and

WHEREAS, the City Council finds that notice of the public hearing was published in a newspaper of general circulation within the City in the time and manner required by law; and

WHEREAS, the City Council conducted a public hearing on the proposed Third Amendment on December 16, 2009; and

WHEREAS, at the public hearing, interested persons were allowed to speak for or against the proposed Third Amendment and the concept of tax increment financing; and

WHEREAS, evidence was received and presented at the public hearing in favor of the proposed Third Amendment and the concept of tax increment financing; and

WHEREAS, the City desires to approve the Third Amendment; **NOW, THEREFORE,**

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

Section 1. Findings. That the facts and recitals contained in the preamble of this Ordinance are hereby found and declared to be true and correct and are hereby adopted as part of this Ordinance.

Section 2. Approval of the Amendment. That the Plans are hereby amended by adding "Part D," attached to this Ordinance as Exhibit "A." The Third Amendment is hereby determined to be feasible and is approved. The appropriate officials of the City are authorized to take all steps reasonably necessary to implement the Third Amendment.

Section 3. Distribution to Taxing Units. That the City Secretary is directed to provide copies of the Third Amendment to each taxing unit levying ad valorem taxes in the Zone.

Section 4. Severability. 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 unconstitutional, void, or invalid, the validity of the remaining provisions of this Ordinance 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 5. That City Council officially finds, determines, recites, and declares that 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, TEX. GOV'T CODE (Vernon's 2009), as amended, 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. That City Council further ratifies, approves, and confirms such written notice and the contents and posting thereof.

Section 6. 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 29th **day of** December**, 20**09.

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 JAN 0 4 2009.

_____
City Secretary

CAPTION PUBLISHED IN DAILY COURT REVIEW
DATE: JAN 0 4 2009

(Prepared by Legal Department Donna Capps DFA)
(DRC:drc December 14, 2009) Assistant City Attorney
(Requested by Michelle Mitchell, Director, Finance Department)
(L. D. File No. 0610800104006)
G:\LAND\TIRZ\TIRZ 2 Midtown\Project Plans\ORD Third Amendment to Project Plan Midtown 12-14-09.doc

AYE	NO	
✓		MAYOR WHITE
••••	••••	COUNCIL MEMBERS
✓		LAWRENCE
✓		JOHNSON
✓		CLUTTERBUCK
✓		ADAMS
✓		SULLIVAN
✓		KHAN
✓		HOLM
✓		GONZALEZ
✓		RODRIGUEZ
✓		BROWN
✓		LOVELL
✓		NORIEGA
✓		GREEN
✓		JONES
CAPTION	ADOPTED	

EXHIBIT "A"

PART D – THIRD AMENDMENT TO THE PROJECT PLAN AND REINVESTMENT ZONE FINANCING PLAN FOR MIDTOWN

TAX INCREMENT REINVESTMENT ZONE NUMBER TWO
CITY OF HOUSTON

MIDTOWN ZONE

Third Amendment
Project Plan and Reinvestment Zone Financing Plan

Amended November 30, 2009

REINVESTMENT ZONE NUMBER TWO, CITY OF HOUSTON, TEXAS
MIDTOWN ZONE
Part D – Amending the Project Plan and Reinvestment Zone Financing Plan

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TAX INCREMENT REINVESTMENT ZONE NUMBER TWO
MIDTOWN REINVESTMENT ZONE
PART D – THIRD AMENDMENT TO THE PROJECT PLAN AND REINVESTMENT ZONE FINANCING PLAN

Amended November 30, 2009

Part D: Third Amendment to Project Plan and Reinvestment Zone Financing Plan, Reinvestment Zone Number Two, City of Houston, Texas

Overview

Reinvestment Zone Number Two, City of Houston, Texas ("Midtown Zone" or "Zone") was created by Ordinance No. 94-1345 adopted December 14, 1994 for the purposes of development and redevelopment in a portion of the City generally referred to as Midtown.

The City Council adopted a Project Plan and Reinvestment Zone Financing Plan by Ordinance No. 97-600 on May 28, 1997 (the "Part A Plan"). The Zone was created to facilitate the revitalization of Midtown from a blighted and deteriorated neighborhood into a viable residential community with supporting commercial development. Improvements would address existing conditions consisting of substandard or deteriorating structures; inadequate or deteriorated streets, utilities and sidewalks; faulty or obsolete lot layouts; safety issues; and school improvements. The Part A Plan was amended subsequently by Ordinance No. 97-1338 on October 22, 1997 (the "Part B Plan"), and again by Ordinance No. 1999-850 on August 11, 1999 (the "Part C Plan").

This Third Amended Plan (the "Part D Plan") together with Part A Plan, Part B Plan and the Part C Plan, the "Project Plan") approved by the Board of Directors of both the Midtown Redevelopment Authority and the Midtown Zone provides for the enlargement of the Zone by the addition of tracts of land immediately adjacent to the existing Zone that share many of the same characteristics as land in the present Zone.

Third Amendment to the Project Plan

To continue and enhance the Midtown Zone's efforts to revitalize the Zone, this Third Amendment designates a Cultural and Tourism District (the "Cultural District"), comprising the existing boundaries of the Zone (the "Original Zone") and the area being annexed into the Zone described in Map 3 (the "Annexed Area") hereto. The Cultural District contains many existing cultural facilities, including museums, theaters, and other arts and entertainment venues that attract residents and visitors to the Zone and enhance other commercial enterprises in the Zone and in the City. These cultural facilities provide a unique convergence of cultural enterprises that are a vital element to the City's tourism industry and urban core commercial and residential economy. Additionally, these cultural facilities provide valuable contributions to the Zone through the preservation of cultural artifacts, collection of fine arts, teaching and promotion of history, cultural heritage, and the arts and sciences. The designation of the Cultural District will

enhance and ensure the continued vitality of the existing cultural facilities, as well as promote the creation and sustainability of new cultural facilities that would add to the economic impact of the cultural facilities within the Cultural District. The primary goal of this Third Amendment is to facilitate further progress towards implementing the goals of the Midtown Zone through the development of cultural facilities including the Asia House, the Buffalo Soldiers National Museum and Heritage Center, and the Houston Museum of African American Culture.

In addition to the expenditures listed in the Project Plan, the Midtown Zone's Board of Directors, in order to enhance, encourage, and promote cultural facilities within the Cultural District, may expend tax increment funds for the establishment, administration and operation of one or more economic development programs for the public purposes of developing and diversifying the economy of the Midtown Zone, and developing or expanding transportation, business, and commercial activities in the Midtown Zone ("Economic Development Programs"). Authorized Economic Development Programs include making grants and loans from the tax increment fund for public infrastructure improvements, parking facilities, and the establishment or promotion of public or private facilities that demonstrate public benefit and enhance the economic development of the Zone through increased business, commerce and tourism. Pursuant to Section 311.010(h) of the Texas Tax Code, Chapter 311, Tax Increment Financing Act, the Midtown Zone will develop and submit for approval its Economic Development Programs.

Other Project Plan Provisions:

Project Plan:

Existing and Proposed Land Uses Within the Zone: Map 1 attached hereto depicts the existing land uses in the Original Zone and Annexed Area. Map 2 attached hereto depicts the proposed land uses in both the Original Zone and Annexed Area.

List of Estimated Non-Project Costs: The Economic Development Programs will be funded from the existing estimated budget for "Capital Projects" as described in the Project Plan.

Proposed Changes to Zoning Ordinances, the Master Plan of the Municipality, Building Codes of Other Municipal Ordinances: No such changes to any of the aforementioned are contemplated by this Third Amendment.

Method of Relocating Persons: It is not anticipated that any current resident of Midtown will be relocated as a result of the Project Plan as amended by this Third Amendment.

Reinvestment Zone Financing Plan:

Estimated Project Costs and Proposed Public Improvements: The Economic Development Programs discussed herein describe generally the kind and location of improvements contemplated by this Third Amendment. The number of improvements will be determined by the implementation of the Economic Development Programs authorized by the City.

Method of Financing: Project Costs for the Annexed Area will be financed in accordance with the Reinvestment Zone Financing Plan for the existing Midtown Zone.

Time When Related Costs or Monetary Obligations Are to be Incurred: Costs will be incurred to implement this Third Amendment as qualifying projects are funded from available revenues.

Bond Indebtedness to be Incurred: No bond indebtedness will be incurred with the annexation under this Third Amendment.

Economic Feasibility: Exhibits 2 thru 6 attached hereto are updated revenue estimates for both the Original Zone and the Annexed Area. These estsindetail the total appraised value, the captured appraised value, and the net revenue from each taxing entity participating in the Midtown Zone over remaining life of the Zone.

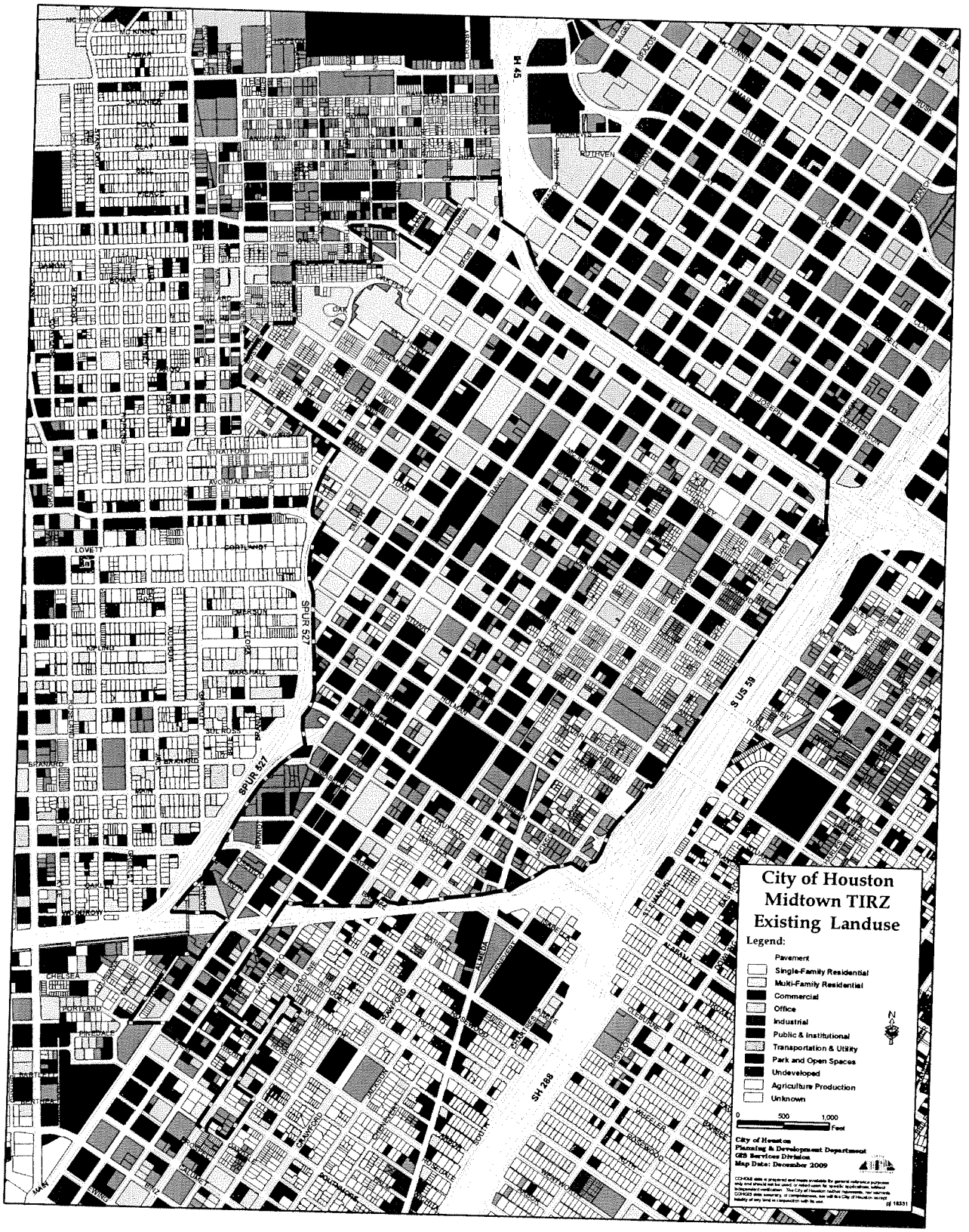
Current Total Appraised Value of Taxable Real Property: The taxable value of land added to the Zone by the Annexed Area is shown in Exhibit 3 hereto.

Estimated Captured Appraised Value: No new captured appraised value will be added to the Zone as a result of this Third Amendment.

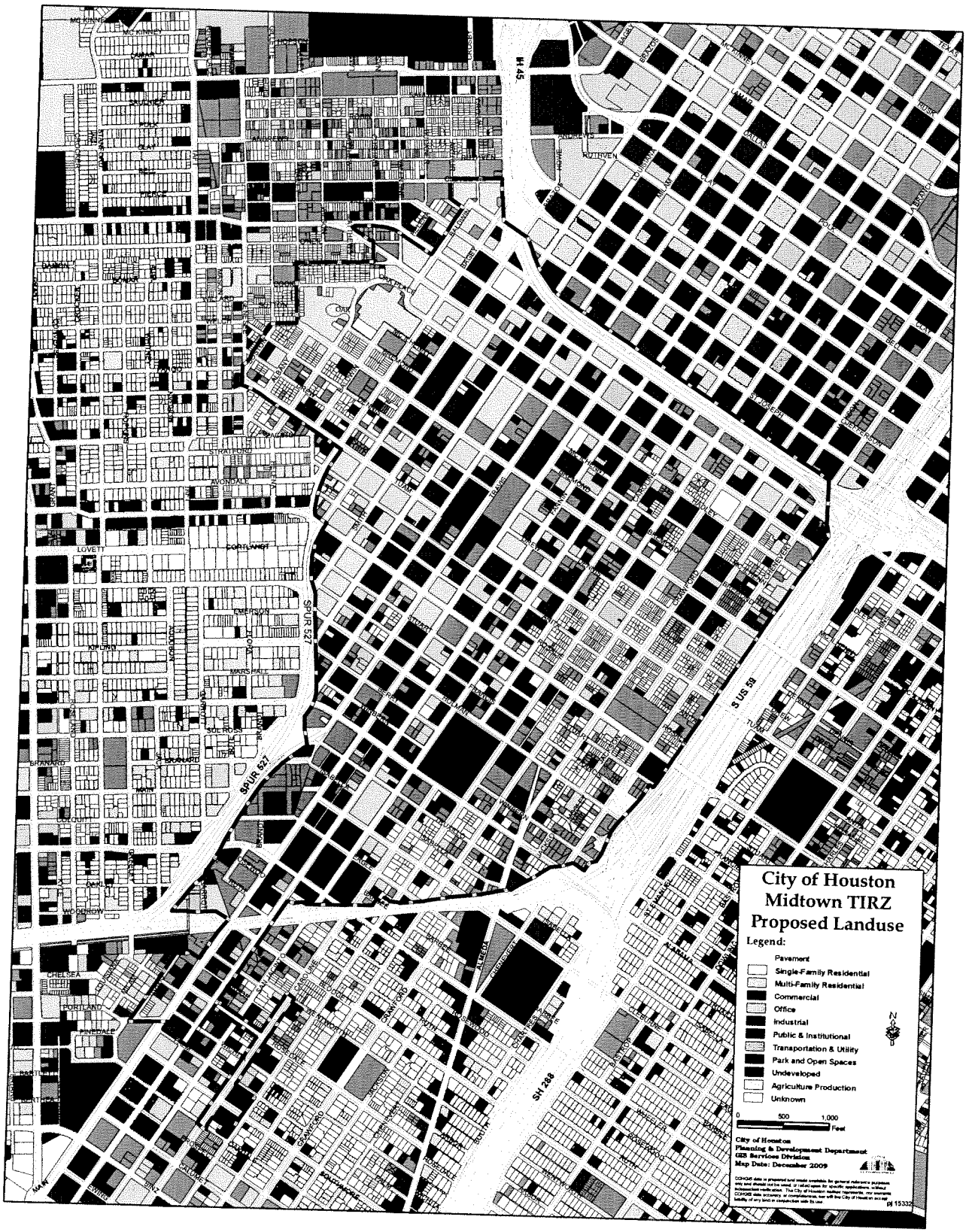
Duration of the Zone: The Zone duration remains unchanged. The Zone will expire December 31, 2025.

EXHIBITS

Map 1 – Map of Existing Land Uses in the Zone



Map 2 – Map of Proposed Land Uses in the Zone



Map 3 – Map of 2009 Annexed Area/Zone Boundaries

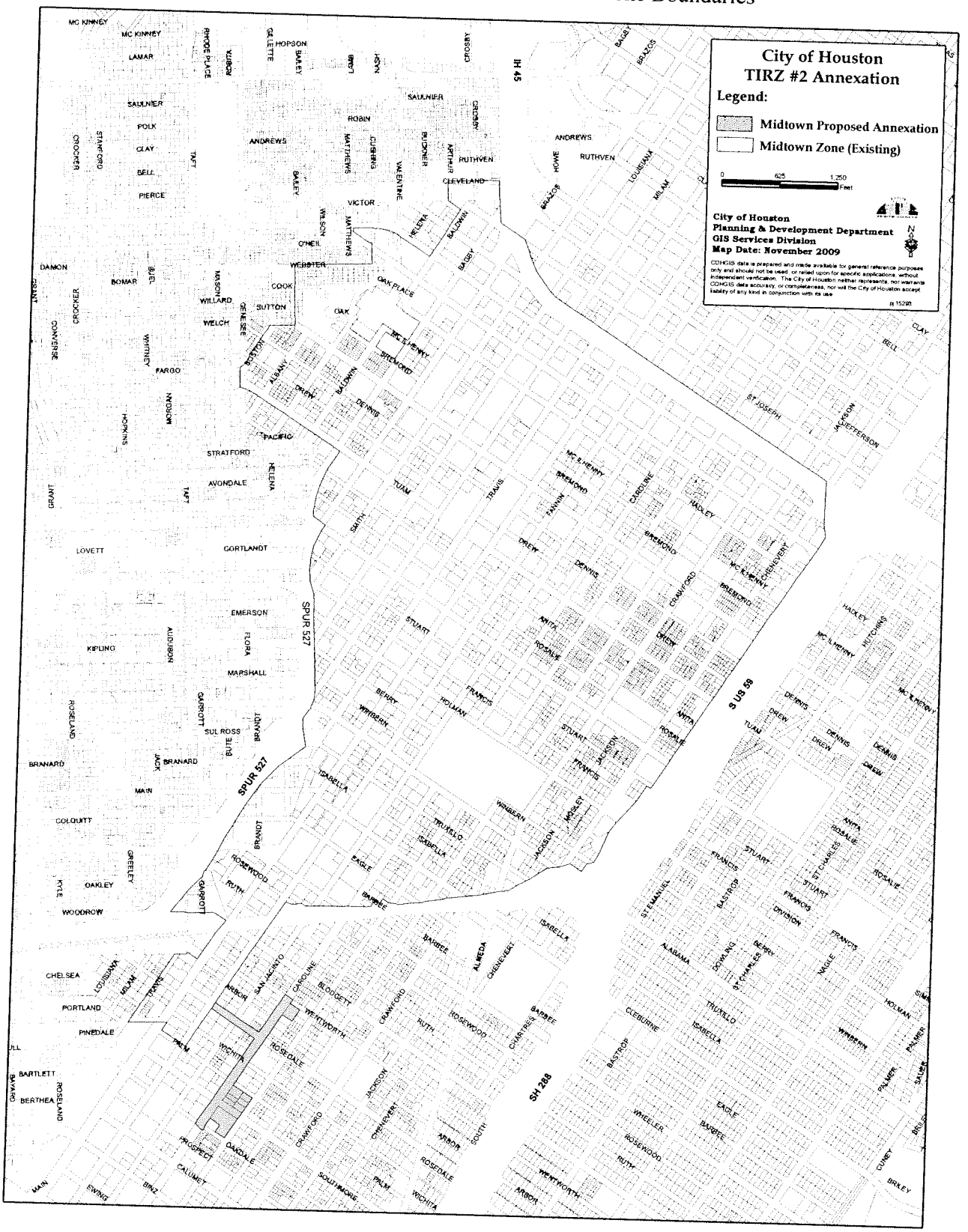


Exhibit 1 – Part D Project Cost Schedule

Exhibit 1 - Part D Project Costs Schedule

Non-Educational Project Costs	1997/1999 Plan Estimated Costs	2009 Plan Estimated Costs	Total Plan	Costs through 06/30/09	Remaining Costs
Infrastructure Improvements:					
Roadway and Utility System Improvements					
Streets and Utilities	$ 62,365,000	$ -	$ 62,365,000	$ 9,273,151	$ 53,091,849
Total Roadway and Utility System Improvements - Part A, C & D	**$ 62,365,000**	**$ -**	**$ 62,365,000**	**$ 9,273,151**	**$ 53,091,849**
Streetscapes and Gateways improvements					
Streetscapes and Gateways	$ 36,190,000	$ -	$ 36,190,000	$ 14,035,466	$ 22,154,534
Total Traffic Mobility Improvements- Part A, C & D	**$ 36,190,000**	**$ -**	**$ 36,190,000**	**$ 14,035,466**	**$ 22,154,534**
Total Infrastructure Improvements - Part A, C & D	**$ 98,555,000**	**$ -**	**$ 98,555,000**	**$ 23,308,617**	**$ 75,246,383**
Other Project Costs:					
Real Property Assembly Improvements					
Real Property Assembly	$ 20,000,000	$ -	$ 20,000,000	$ 8,070,370	$ 11,929,630
Total Real Property Assembly Improvements - Part A, C & D	**$ 20,000,000**	**$ -**	**$ 20,000,000**	**$ 8,070,370**	**$ 11,929,630**
Professional Services Improvements					
Professional Services	$ 5,763,000	$ -	$ 5,763,000	$ 2,284,295	$ 3,478,705
Total Professional Services Improvements - Part A, C & D	**$ 5,763,000**	**$ -**	**$ 5,763,000**	**$ 2,284,295**	**$ 3,478,705**
Historic Preservation Improvements					
Historic Preservation	$ 9,500,000	$ -	$ 9,500,000	$ 139,992	$ 9,360,008
Total Historic Preservation Improvements - Part A, C & D	**$ 9,500,000**	**$ -**	**$ 9,500,000**	**$ 139,992**	**$ 9,360,008**
Parks and Recreational Facilities Improvements					
Parks and Paths	$ 16,210,000	$ -	$ 16,210,000	$ 6,178,085	$ 10,031,915
Total Parks and Recreational Facilities Improvements - Part A, C & D	**$ 16,210,000**	**$ -**	**$ 16,210,000**	**$ 6,178,085**	**$ 10,031,915**
Safety & Security Infrastructure Improvements					
Security Equipment	$ 4,550,000	$ -	$ 4,550,000	$ -	$ 4,550,000
Total Safety & Security Improvements - Part A, C & D	**$ 4,550,000**	**$ -**	**$ 4,550,000**	**$ -**	**$ 4,550,000**
Remediation Improvements					
Demolition and Cleanup	$ 3,900,000	$ -	$ 3,900,000	$ -	$ 3,900,000
Total Remediation Improvements - Part A, C & D	**$ 3,900,000**	**$ -**	**$ 3,900,000**	**$ -**	**$ 3,900,000**
Cultural and Public Facilities Improvements					
Cultural and Places of Public Assembly Facilities	$ -	$ 5,000,000	$ 5,000,000	$ -	$ 5,000,000
Total Cultural and Public Facilities Improvements - Part A, C & D	**$ -**	**$ 5,000,000**	**$ 5,000,000**	**$ -**	**$ 5,000,000**
Total Other Project Costs - Part A, C & D	**$ 59,923,000**	**$ 5,000,000**	**$ 64,923,000**	**$ 16,672,742**	**$ 48,250,258**
Affordable Housing Improvements					
Affordable Housing	$ 115,287,000	$ -	$ 115,287,000	$ 27,909,525	$ 87,377,475
Total Affordable Housing Improvements - Part A, C & D	**$ 115,287,000**	**$ -**	**$ 115,287,000**	**$ 27,909,525**	**$ 87,377,475**
Financing Cost:					
Financing Cost	$ 62,869,111	$ -	$ 62,869,111	$ 24,270,430	$ 38,598,681
Total Financing Costs - Part A, C & D	**$ 62,869,111**	**$ -**	**$ 62,869,111**	**$ 24,270,430**	**$ 38,598,681**
Zone Administration:					
Operations for Duration of Zone	$ 13,661,000	$ -	$ 13,661,000	$ 7,547,491	$ 6,113,509
Zone Creation	$ 557,300	$ -	$ 557,300	$ 557,300	$ -
Total Zone Administration Costs - Part A, C & D	**$ 14,218,300**	**$ -**	**$ 14,218,300**	**$ 8,104,791**	**$ 6,113,509**
Total Non- Educational Project Costs - Part A, C & D	**$ 240,115,411**	**$ 5,000,000**	**$ 245,115,411**	**$ 72,356,580**	**$ 172,758,831**
Education Project Costs					
Cost Associated with the construction/reconstruction of Educational Facilities	$ 83,770,000	$ -	$ 83,770,000	$ 17,928,999	$ 65,841,001
Total Education Project Costs - Part A, C & D	**$ 83,770,000**	**$ -**	**$ 83,770,000**	**$ 17,928,999**	**$ 65,841,001**
PROJECT PLAN TOTAL	**$ 434,622,411**	**$ 5,000,000**	**$ 439,622,411**	**$ 118,195,104**	**$ 321,427,307**

Exhibit 2 – Part D Plan Revenue Schedule – Net Revenue

EXHIBIT 2: TIRZ 2 Midtown Revenue Schedule
2009 Third Amended Project Plan and Reinvestment Zone Financing Plan (Part D Plan)

TY	Increment Revenue				Net Revenue (Total Increment Revenue Less Transfers)
	Original	First and Second Annexed Areas	2009 Annexation(1)	Total Increment Revenue	
2009	$ 12,027,351	$ 1,564,203	$ -	$ 13,591,554	$ 6,347,089
2010	$ 13,147,565	$ 1,727,856	$ -	$ 14,875,420	$ 7,010,561
2011	$ 14,038,577	$ 1,823,851	$ -	$ 15,862,428	$ 7,507,438
2012	$ 14,748,875	$ 1,920,749	$ -	$ 16,669,625	$ 7,940,686
2013	$ 15,660,001	$ 2,018,574	$ -	$ 17,678,575	$ 8,447,637
2014	$ 16,410,642	$ 2,117,348	$ -	$ 18,527,990	$ 8,911,306
2015	$ 17,182,706	$ 2,217,094	$ -	$ 19,399,800	$ 9,387,537
2016	$ 18,270,548	$ 2,317,838	$ -	$ 20,588,386	$ 10,039,215
2017	$ 19,092,382	$ 2,419,604	$ -	$ 21,511,986	$ 10,544,457
2018	$ 20,139,268	$ 2,522,386	$ -	$ 22,661,654	$ 11,174,974
2019	$ 21,011,674	$ 2,626,346	$ -	$ 23,638,020	$ 11,709,769
2020	$ 21,908,491	$ 2,731,407	$ -	$ 24,639,898	$ 12,258,873
2021	$ 22,626,935	$ 2,837,597	$ -	$ 25,464,531	$ 12,710,108
2022	$ 23,351,631	$ 2,944,942	$ -	$ 26,296,573	$ 13,165,645
2023	$ 24,094,653	$ 3,053,380	$ -	$ 27,148,033	$ 13,632,155
2024	$ 24,856,445	$ 3,163,032	$ -	$ 28,019,477	$ 14,109,937
	$ 298,567,743	**$ 38,006,207**		**$ 336,573,950**	**$ 164,897,387**

Notes:

(1) Property Annexed in 2009 encompasses tax-exempt properties, the Museum of African American Culture and Asia House.

Exhibit 3 – Part D Plan Revenue Schedule City of Houston

EXHIBIT 3: TIRZ 2 Midtown Revenue Schedule
City of Houston
2009 Third Amended Project Plan and Reinvestment Zone Financing Plan (Part D Plan)

Tax Year(1)	Base Values (2)				Projected Value				Captured Appraised Value				Collection Rate (3)	Tax Rate
	Original	Annexation 1995	Annexation 1999	Annexation 2009	Original	Annexation 1995	Annexation 1999	Annexation 2009	Original	Annexation 1995	Annexation 1999	Annexation 2009		
2009	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 1,046,661	$ 635,169,927	$ 381,606,148	$ 202,300,119	$ 1,046,661	$ 535,826,727	$ 323,867,808	$ 147,605,769	$ -	91.96%	0.63875
2010	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 651,049,175	$ 391,146,302	$ 207,357,622	$ -	$ 551,705,975	$ 333,407,962	$ 152,663,272	$ -	95.00%	0.63875
2011	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 667,325,405	$ 400,924,959	$ 212,541,563	$ -	$ 567,982,205	$ 343,186,619	$ 157,847,213	$ -	95.00%	0.63875
2012	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 684,008,540	$ 410,948,083	$ 217,855,102	$ -	$ 584,665,340	$ 353,209,743	$ 163,160,752	$ -	95.00%	0.63875
2013	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 701,108,753	$ 421,221,785	$ 223,301,479	$ -	$ 601,765,553	$ 363,483,445	$ 168,607,129	$ -	95.00%	0.63875
2014	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 718,636,472	$ 431,752,330	$ 228,884,016	$ -	$ 619,293,272	$ 374,013,990	$ 174,189,666	$ -	95.00%	0.63875
2015	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 736,602,384	$ 442,546,138	$ 234,606,117	$ -	$ 637,259,184	$ 384,807,798	$ 179,911,767	$ -	95.00%	0.63875
2016	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 755,017,443	$ 453,609,792	$ 240,471,269	$ -	$ 655,674,243	$ 395,871,452	$ 185,776,919	$ -	95.00%	0.63875
2017	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 773,892,879	$ 464,950,036	$ 246,483,051	$ -	$ 674,549,679	$ 407,211,696	$ 191,788,701	$ -	95.00%	0.63875
2018	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 793,240,201	$ 476,573,787	$ 252,645,127	$ -	$ 693,897,001	$ 418,835,447	$ 197,950,777	$ -	95.00%	0.63875
2019	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 813,071,206	$ 488,488,132	$ 258,961,256	$ -	$ 713,728,006	$ 430,749,792	$ 204,266,906	$ -	95.00%	0.63875
2020	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 833,397,987	$ 500,700,335	$ 265,435,287	$ -	$ 734,054,787	$ 442,961,995	$ 210,740,937	$ -	95.00%	0.63875
2021	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 854,232,936	$ 513,217,844	$ 272,071,169	$ -	$ 754,889,736	$ 455,479,504	$ 217,376,819	$ -	95.00%	0.63875
2022	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 875,588,760	$ 526,048,290	$ 278,872,948	$ -	$ 776,245,560	$ 468,309,950	$ 224,178,598	$ -	95.00%	0.63875
2023	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 897,478,479	$ 539,199,497	$ 285,844,772	$ -	$ 798,135,279	$ 481,461,157	$ 231,150,422	$ -	95.00%	0.63875
2024	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 919,915,441	$ 552,679,484	$ 292,990,891	$ -	$ 820,572,241	$ 494,941,144	$ 238,296,541	$ -	95.00%	0.63875
	$ 1,589,491,200	$ 923,813,440	$ 875,109,600	$ 1,046,661	$ 12,309,735,988	$ 7,395,612,943	$ 3,920,621,789	$ 1,046,661	$ 10,720,244,788	$ 6,471,799,503	$ 3,045,512,189	$ -		

Tax Year(1)	Increment Revenue					Affordable Housing (4)	City Admin (5%)	Net Revenue(Less Transfers and AH)
	Original	Annexation 1995	Annexation 1999	Annexation 2009	Total			
2009	$ 3,147,531	$ 1,902,451	$ 867,060	$ -	$ 5,917,041	$ 1,972,347	$ 295,852	$ 3,648,842
2010	$ 3,347,821	$ 2,023,161	$ 926,380	$ -	$ 6,297,362	$ 2,099,121	$ 314,868	$ 3,883,373
2011	$ 3,446,587	$ 2,082,499	$ 957,837	$ -	$ 6,486,923	$ 2,162,308	$ 324,346	$ 4,000,269
2012	$ 3,547,822	$ 2,143,321	$ 990,080	$ -	$ 6,681,223	$ 2,227,074	$ 334,061	$ 4,120,088
2013	$ 3,651,589	$ 2,205,663	$ 1,023,129	$ -	$ 6,880,381	$ 2,293,460	$ 344,019	$ 4,242,901
2014	$ 3,757,949	$ 2,269,564	$ 1,057,005	$ -	$ 7,084,517	$ 2,361,506	$ 354,226	$ 4,368,786
2015	$ 3,866,968	$ 2,335,062	$ 1,091,727	$ -	$ 7,293,757	$ 2,431,252	$ 364,688	$ 4,497,817
2016	$ 3,978,713	$ 2,402,197	$ 1,127,318	$ -	$ 7,508,228	$ 2,502,743	$ 375,411	$ 4,630,074
2017	$ 4,093,252	$ 2,471,011	$ 1,163,798	$ -	$ 7,728,061	$ 2,576,020	$ 386,403	$ 4,765,638
2018	$ 4,210,654	$ 2,541,546	$ 1,201,190	$ -	$ 7,953,390	$ 2,651,130	$ 397,669	$ 4,904,590
2019	$ 4,330,991	$ 2,613,844	$ 1,239,517	$ -	$ 8,184,351	$ 2,728,117	$ 409,218	$ 5,047,017
2020	$ 4,454,336	$ 2,687,949	$ 1,278,802	$ -	$ 8,421,087	$ 2,807,029	$ 421,054	$ 5,193,004
2021	$ 4,580,765	$ 2,763,907	$ 1,319,070	$ -	$ 8,663,742	$ 2,887,914	$ 433,187	$ 5,342,641
2022	$ 4,710,355	$ 2,841,763	$ 1,360,344	$ -	$ 8,912,462	$ 2,970,821	$ 445,623	$ 5,496,018
2023	$ 4,843,185	$ 2,921,566	$ 1,402,650	$ -	$ 9,167,401	$ 3,055,800	$ 458,370	$ 5,653,230
2024	$ 4,979,335	$ 3,003,365	$ 1,446,013	$ -	$ 9,428,713	$ 3,142,904	$ 471,436	$ 5,814,373
	$ 64,947,853	$ 39,208,869	$ 18,451,918	$ -	$ 122,608,639	$ 40,869,546	$ 6,130,432	$ 75,608,661

Notes:

(1) Tax Increment Reinvestment Zone Number Two, City of Houston, Texas expires in Tax Year 2024

(2) Base Year is Tax Year 1995

(3) Collection Rate for Tax Year 2009 uses the average collection rate in Tax Year 2008; Tax Year 2010 to Tax Year 2024 uses 95%

(4) City distributes Total Increment less Admin Costs to the Redevelopment Authority; Redevelopment Authority is responsible for the Affordable Housing component

Exhibit 4 – Part D Plan Revenue Schedule Houston Independent School District

EXHIBIT 4: TIRZ 2 Midtown Revenue Schedule
Houston Independent School District
2009 Third Amended Project Plan and Reinvestment Zone Financing Plan (Part D Plan)

Tax Year(1)	Base Values (2)		Lesser of:				Collection Rate (4)	Tax Rate		Tax Year(1)	Increment Revenue			Affordable Housing (5)	Educational Transfers	HISD Admin	Net Revenue (Less AH, Transfers, & Admin)
			Captured Appraised Value		Project Plan Value (3)												
	Original	Annexation 1999	Original	Annexation 1999	Original	Annexation 1999		Original	Annex. 1999		Original	Annexation 1999	Total				
2009	$ 156,591,480	$ 53,013,840	$ 849,676,276	$ 147,334,840	**$ 478,094,000**	**$ 66,048,500**	89.84%	1.1567	0.96	2009	$ 5,032,127	$ 562,344	$ 5,594,470	$ 1,864,823	$ 1,957,933	$ 25,000	$ 1,746,714
2010	$ 156,591,480	$ 53,013,840	$ 874,832,970	$ 152,343,557	**$ 525,348,000**	**$ 72,612,000**	95.00%	1.1567	0.96	2010	$ 5,772,865	$ 662,221	$ 6,435,087	$ 2,145,029	$ 2,075,202	$ 25,000	$ 2,189,856
2011	$ 156,591,480	$ 53,013,840	$ 900,618,581	$ 157,477,492	**$ 586,654,000**	**$ 79,175,500**	95.00%	1.1567	0.96	2011	$ 6,446,535	$ 722,081	$ 7,168,616	$ 2,389,539	$ 2,171,528	$ 25,000	$ 2,582,550
2012	$ 156,591,480	$ 53,013,840	$ 927,048,833	$ 162,739,775	**$ 631,020,000**	**$ 85,739,000**	95.00%	1.1567	0.96	2012	$ 6,934,058	$ 781,940	$ 7,715,998	$ 2,571,999	$ 2,246,750	$ 25,000	$ 2,872,248
2013	$ 156,591,480	$ 53,013,840	$ 954,139,840	$ 168,133,616	**$ 693,155,000**	**$ 92,302,500**	95.00%	1.1567	0.96	2013	$ 7,616,838	$ 841,799	$ 8,458,636	$ 2,819,545	$ 2,344,109	$ 25,000	$ 3,269,982
2014	$ 156,591,480	$ 53,013,840	$ 981,908,124	$ 173,662,302	**$ 740,186,000**	**$ 98,866,000**	95.00%	1.1567	0.96	2014	$ 8,133,425	$ 901,658	$ 9,035,083	$ 3,011,694	$ 2,422,627	$ 25,000	$ 3,575,762
2015	$ 156,591,480	$ 53,013,840	$ 1,010,370,614	$ 179,329,206	**$ 788,594,000**	**$ 105,429,500**	95.00%	1.1567	0.96	2015	$ 8,665,583	$ 961,517	$ 9,627,100	$ 3,209,033	$ 2,502,910	$ 25,000	$ 3,890,157
2016	$ 156,591,480	$ 53,013,840	$ 1,039,544,666	$ 185,137,782	**$ 865,213,000**	**$ 111,993,000**	95.00%	1.1567	0.96	2016	$ 9,507,523	$ 1,021,376	$ 10,528,899	$ 3,509,633	$ 2,618,312	$ 25,000	$ 4,375,954
2017	$ 156,591,480	$ 53,013,840	$ 1,069,448,070	$ 191,091,572	**$ 917,065,000**	**$ 118,556,500**	95.00%	1.1567	0.96	2017	$ 10,077,306	$ 1,081,235	$ 11,158,542	$ 3,719,514	$ 2,702,861	$ 25,000	$ 4,711,167
2018	$ 156,591,480	$ 53,013,840	$ 1,100,099,058	$ 197,194,208	**$ 968,824,000**	**$ 125,116,500**	95.00%	1.1567	0.96	2018	$ 10,865,841	$ 1,141,062	$ 12,006,903	$ 4,002,301	$ 2,812,198	$ 25,000	$ 5,167,404
2019	$ 156,591,480	$ 53,013,840	$ 1,131,516,322	$ 203,449,409	**$ 1,044,117,000**	**$ 131,688,000**	95.00%	1.1567	0.96	2019	$ 11,473,436	$ 1,200,995	$ 12,674,431	$ 4,224,810	$ 2,901,058	$ 25,000	$ 5,523,563
2020	$ 156,591,480	$ 53,013,840	$ 1,163,719,017	$ 209,860,990	**$ 1,101,029,000**	**$ 138,259,500**	95.00%	1.1567	0.96	2020	$ 12,098,822	$ 1,260,927	$ 13,359,749	$ 4,453,250	$ 2,991,934	$ 25,000	$ 5,889,565
2021	$ 156,591,480	$ 53,013,840	$ 1,196,726,779	$ 216,432,861	**$ 1,141,091,000**	**$ 144,831,000**	95.00%	1.1567	0.96	2021	$ 12,539,050	$ 1,320,859	$ 13,859,908	$ 4,619,969	$ 3,061,819	$ 25,000	$ 6,153,120
2022	$ 156,591,480	$ 53,013,840	$ 1,230,559,736	$ 223,169,028	**$ 1,181,089,000**	**$ 151,402,500**	95.00%	1.1567	0.96	2022	$ 12,978,574	$ 1,380,791	$ 14,359,364	$ 4,786,455	$ 3,131,625	$ 25,000	$ 6,416,285
2023	$ 156,591,480	$ 53,013,840	$ 1,265,238,516	$ 230,073,600	**$ 1,222,106,000**	**$ 157,963,750**	95.00%	1.1567	0.96	2023	$ 13,429,295	$ 1,440,629	$ 14,869,924	$ 4,956,641	$ 3,202,669	$ 25,000	$ 6,685,614
2024	$ 156,591,480	$ 53,013,840	$ 1,300,784,266	$ 237,150,786	**$ 1,264,166,000**	**$ 164,525,000**	95.00%	1.1567	0.96	2024	$ 13,891,478	$ 1,500,468	$ 15,391,946	$ 5,130,649	$ 3,275,012	$ 25,000	$ 6,961,285
	$ 2,505,463,680	$ 848,221,440	$ 16,996,231,667	$ 3,034,581,022	$ 14,167,731,000	$ 1,844,508,750					$ 155,462,756	$ 16,781,901	$ 172,244,658	$ 57,414,886	$ 42,418,545	$ 400,000	$ 72,011,227

Notes:

(1) Tax Increment Reinvestment Zone Number Two, City of Houston, Texas expires in Tax Year 2024

(2) Base Year is Tax Year 1995; HISD includes area created by Ord. 94-1345 and enlarged by Ord. 95-1322 as part of 'Original' Area for determining tax year payments to the City of Houston per Ord. 97-119

(3) Increment Revenue based on lesser of Captured Appraised Value or Project Plan Value

(4) Collection Rate for Tax Year 2009 uses the average collection rate in Tax Year 2008; Tax Year 2010 to Tax Year 2024 uses 95%

(5) City distributes Total Increment less Educational Transfer and Admin Costs to the Redevelopment Authority; Redevelopment Authority is responsible for the Affordable Housing component

Exhibit 5 – Part D Plan Revenue Schedule – Harris County

EXHIBIT 5: TIRZ 2 Midtown Revenue Schedule
Harris County
2009 Third Amended Project Plan and Reinvestment Zone Financing Plan (Part D Plan)

Tax Year(1)	Base Values (2)		Captured Appraised Value		Collection Rate (4)	Tax Rate	Tax Year(1)	Increment Revenue			Affordable Housing (5)	County Admin 5%	Net Revenue (Less AH & Admin)
	Original Area	Annexation 1995	Original Area	Annexation 1995				Original Area	Annexation 1995	Total			
2009	$ 99,476,590	$ 57,654,830	$ 533,433,042	$ 323,133,744	92.70%	0.42146	2009	$ 2,132,293	$ 1,233,394	$ 3,365,687	$ 634,115	$ 168,284	$ 2,563,288
2010	$ 99,476,590	$ 57,654,830	$ 549,255,783	$ 332,653,458	95.00%	0.42146	2010	$ 2,199,149	$ 1,331,901	$ 3,531,050	$ 694,155	$ 176,552	$ 2,660,343
2011	$ 99,476,590	$ 57,654,830	$ 565,474,092	$ 342,411,166	95.00%	0.42146	2011	$ 2,264,085	$ 1,370,970	$ 3,635,055	$ 756,290	$ 181,753	$ 2,697,012
2012	$ 99,476,590	$ 57,654,830	$ 582,097,859	$ 352,412,815	95.00%	0.42146	2012	$ 2,330,644	$ 1,411,015	$ 3,741,659	$ 783,217	$ 187,083	$ 2,771,359
2013	$ 99,476,590	$ 57,654,830	$ 599,137,220	$ 362,664,507	95.00%	0.42146	2013	$ 2,398,868	$ 1,452,062	$ 3,850,929	$ 848,738	$ 192,546	$ 2,809,644
2014	$ 99,476,590	$ 57,654,830	$ 616,602,566	$ 373,172,490	95.00%	0.42146	2014	$ 2,468,797	$ 1,494,134	$ 3,962,931	$ 869,957	$ 198,147	$ 2,894,827
2015	$ 99,476,590	$ 57,654,830	$ 634,504,545	$ 383,943,173	95.00%	0.42146	2015	$ 2,540,474	$ 1,537,259	$ 4,077,732	$ 891,706	$ 203,887	$ 2,982,140
2016	$ 99,476,590	$ 57,654,830	$ 652,854,073	$ 394,983,123	95.00%	0.42146	2016	$ 2,613,943	$ 1,581,461	$ 4,195,404	$ 913,998	$ 209,770	$ 3,071,636
2017	$ 99,476,590	$ 57,654,830	$ 671,662,339	$ 406,299,072	95.00%	0.42146	2017	$ 2,689,249	$ 1,626,769	$ 4,316,017	$ 936,848	$ 215,801	$ 3,163,368
2018	$ 99,476,590	$ 57,654,830	$ 690,940,813	$ 417,897,919	95.00%	0.42146	2018	$ 2,766,437	$ 1,673,209	$ 4,439,646	$ 960,269	$ 221,982	$ 3,257,394
2019	$ 99,476,590	$ 57,654,830	$ 710,701,248	$ 429,786,738	95.00%	0.42146	2019	$ 2,845,555	$ 1,720,810	$ 4,566,366	$ 984,276	$ 228,318	$ 3,353,771
2020	$ 99,476,590	$ 57,654,830	$ 730,955,694	$ 441,972,777	95.00%	0.42146	2020	$ 2,926,652	$ 1,769,602	$ 4,696,253	$ 1,008,883	$ 234,813	$ 3,452,557
2021	$ 99,476,590	$ 57,654,830	$ 751,716,501	$ 454,463,468	95.00%	0.42146	2021	$ 3,009,775	$ 1,819,613	$ 4,829,388	$ 1,034,105	$ 241,469	$ 3,553,813
2022	$ 99,476,590	$ 57,654,830	$ 772,996,328	$ 467,266,425	95.00%	0.42146	2022	$ 3,094,977	$ 1,870,874	$ 4,965,851	$ 1,059,958	$ 248,293	$ 3,657,601
2023	$ 99,476,590	$ 57,654,830	$ 794,808,151	$ 480,389,456	95.00%	0.42146	2023	$ 3,182,309	$ 1,923,417	$ 5,105,725	$ 1,086,457	$ 255,286	$ 3,763,983
2024	$ 99,476,590	$ 57,654,830	$ 817,165,270	$ 493,840,564	95.00%	0.42146	2024	$ 3,271,824	$ 1,977,273	$ 5,249,097	$ 1,113,618	$ 262,455	$ 3,873,024
	$ 1,591,625,440	$ 922,477,280	$ 10,674,305,523	$ 6,457,290,895				$ 42,735,028	$ 25,793,762	$ 68,528,790	$ 14,576,590	$ 3,426,439	$ 50,525,761

Notes:

(1) Tax Increment Reinvestment Zone Number Two, City of Houston, Texas expires in Tax Year 2024
(2) Base Year is Tax Year 1995
(3) Increment Revenue based on lesser of Captured Appraised Value or Project Plan Value
(4) Collection Rate for Tax Year 2009 uses the average collection rate in Tax Year 2008; Tax Year 2010 to Tax Year 2024 uses 95%
(5) City distributes Total Increment less Admin Costs to the Redevelopment Authority; Redevelopment Authority is responsible for the Affordable Housing component; Affordable Housing from Tax Year 2009 to Tax Year 2013 is total increment revenue less one-third of admin overhead less affordable housing bond debt service multiplied by 19%; Tax Year 2014 and beyond applies 2.5% growth rate to the previous year

Exhibit 6 – Part D Plan Revenue Schedule – Houston Community College

EXHIBIT 6: TIRZ 2 Midtown Revenue Schedule
Houston Community College
2009 Third Amended Project Plan and Reinvestment Zone Financing Plan (Part D Plan)

Tax Year(1)	Base Values (2)			Projected Value			Captured Appraised Value			Collection Rate (3)	Tax Rate
	Original	Annexation 1995	Annexation 1999	Original	Annexation 1995	Annexation 1999	Original	Annexation 1995	Annexation 1999		
2009	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 649,072,557	$ 384,523,215	$ 208,433,347	$ 549,729,357	$ 326,784,875	$ 153,738,997	95.08%	0.09222
2010	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 665,299,371	$ 394,136,295	$ 213,644,181	$ 565,956,171	$ 336,397,955	$ 158,949,831	95.00%	0.09222
2011	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 681,931,855	$ 403,989,703	$ 218,985,285	$ 582,588,655	$ 346,251,363	$ 164,290,935	95.00%	0.09222
2012	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 698,980,152	$ 414,089,445	$ 224,459,917	$ 599,636,952	$ 356,351,105	$ 169,765,567	95.00%	0.09222
2013	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 716,454,655	$ 424,441,681	$ 230,071,415	$ 617,111,455	$ 366,703,341	$ 175,377,065	95.00%	0.09222
2014	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 734,366,022	$ 435,052,723	$ 235,823,201	$ 635,022,822	$ 377,314,383	$ 181,128,851	95.00%	0.09222
2015	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 752,725,172	$ 445,929,042	$ 241,718,781	$ 653,381,972	$ 388,190,702	$ 187,024,431	95.00%	0.09222
2016	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 771,543,302	$ 457,077,268	$ 247,761,750	$ 672,200,102	$ 399,338,928	$ 193,067,400	95.00%	0.09222
2017	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 790,831,884	$ 468,504,199	$ 253,955,794	$ 691,488,684	$ 410,765,859	$ 199,261,444	95.00%	0.09222
2018	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 810,602,681	$ 480,216,804	$ 260,304,689	$ 711,259,481	$ 422,478,464	$ 205,610,339	95.00%	0.09222
2019	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 830,867,748	$ 492,222,224	$ 266,812,306	$ 731,524,548	$ 434,483,884	$ 212,117,956	95.00%	0.09222
2020	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 851,639,442	$ 504,527,780	$ 273,482,614	$ 752,296,242	$ 446,789,440	$ 218,788,264	95.00%	0.09222
2021	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 872,930,428	$ 517,140,975	$ 280,319,679	$ 773,587,228	$ 459,402,635	$ 225,625,329	95.00%	0.09222
2022	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 894,753,689	$ 530,069,499	$ 287,327,671	$ 795,410,489	$ 472,331,159	$ 232,633,321	95.00%	0.09222
2023	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 917,122,531	$ 543,321,236	$ 294,510,863	$ 817,779,331	$ 485,582,896	$ 239,816,513	95.00%	0.09222
2024	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 940,050,594	$ 556,904,267	$ 301,873,634	$ 840,707,394	$ 499,165,927	$ 247,179,284	95.00%	0.09222
	$ 1,589,491,200	$ 923,813,440	$ 875,109,600	$ 12,579,172,083	$ 7,452,146,358	$ 4,039,485,126	$ 10,989,680,883	$ 6,528,332,918	$ 3,164,375,526		

Tax Year(1)	Increment Revenue				Affordable Housing (4)	HCC Admin	Net Revenue (Less Transfers and AH)
	Original	Annexation 1995	Annexation 1999	Total			
2009	$ 482,007	$ 286,527	$ 134,800	$ 903,334	$ 301,111	$ 25,000	$ 577,222
2010	$ 495,829	$ 294,715	$ 139,254	$ 929,798	$ 309,933	$ 25,000	$ 594,865
2011	$ 510,400	$ 303,347	$ 143,934	$ 957,681	$ 319,227	$ 25,000	$ 613,454
2012	$ 525,336	$ 312,196	$ 148,730	$ 986,261	$ 328,754	$ 25,000	$ 632,508
2013	$ 540,645	$ 321,265	$ 153,646	$ 1,015,556	$ 338,519	$ 25,000	$ 652,038
2014	$ 556,337	$ 330,561	$ 158,685	$ 1,045,584	$ 348,528	$ 25,000	$ 672,056
2015	$ 572,421	$ 340,090	$ 163,850	$ 1,076,362	$ 358,787	$ 25,000	$ 692,574
2016	$ 588,908	$ 349,857	$ 169,144	$ 1,107,909	$ 369,303	$ 25,000	$ 713,606
2017	$ 605,806	$ 359,868	$ 174,571	$ 1,140,245	$ 380,082	$ 25,000	$ 735,163
2018	$ 623,127	$ 370,129	$ 180,133	$ 1,173,390	$ 391,130	$ 25,000	$ 757,260
2019	$ 640,881	$ 380,647	$ 185,834	$ 1,207,363	$ 402,454	$ 25,000	$ 779,908
2020	$ 659,079	$ 391,428	$ 191,678	$ 1,242,185	$ 414,062	$ 25,000	$ 803,123
2021	$ 677,732	$ 402,478	$ 197,668	$ 1,277,878	$ 425,959	$ 25,000	$ 826,919
2022	$ 696,851	$ 413,805	$ 203,808	$ 1,314,464	$ 438,155	$ 25,000	$ 851,309
2023	$ 716,448	$ 425,414	$ 210,101	$ 1,351,963	$ 450,654	$ 25,000	$ 876,309
2024	$ 736,535	$ 437,314	$ 216,551	$ 1,390,401	$ 463,467	$ 25,000	$ 901,934
	$ 9,628,344	$ 5,719,642	$ 2,772,388	$ 18,120,374	$ 6,040,125	$ 400,000	$ 11,680,249

Notes:
(1) Tax Increment Reinvestment Zone Number Two, City of Houston, Texas expires in Tax Year 2024
(2) Base Year is Tax Year 1995
(3) Collection Rate for Tax Year 2009 uses the average collection rate in Tax Year 2008; Tax Year 2010 to Tax Year 2024 uses 95%
(4) City distributes Total Increment less Admin Costs to the Redevelopment Authority; Redevelopment Authority is responsible for the Affordable Housing component

City of Houston, Texas, Ordinance No. 2011-534

AN ORDINANCE APPROVING THE FOURTH AMENDMENT TO THE PROJECT PLAN AND REINVESTMENT ZONE FINANCING PLAN FOR REINVESTMENT ZONE NUMBER TWO, CITY OF HOUSTON, TEXAS (MIDTOWN ZONE); AUTHORIZING THE CITY SECRETARY TO DISTRIBUTE SUCH PLANS; CONTAINING FINDINGS AND OTHER PROVISIONS RELATED TO THE FOREGOING SUBJECT; AND DECLARING AN EMERGENCY.

* * * * * * *

WHEREAS, by Ordinance No. 1994-1345, adopted on December 14, 1994, the City Council of the City of Houston, Texas ("City") created Reinvestment Zone Number Two, City of Houston, Texas ("Zone"), pursuant to Chapter 311 of the Texas Tax Code, as amended ("Code"), for the purposes of development and redevelopment in the area of the City generally referred to as the Midtown area; and

WHEREAS, by Ordinance No. 1997-600, adopted on May 28, 1997, the City approved the Project Plan and Reinvestment Zone Financing Plan for the Zone, as adopted and recommended by the Board of Directors of the Zone ("Plans"); and

WHEREAS, the Code authorizes the Board of Directors of the Zone to adopt an amendment to the Plans, which amendment becomes effective upon approval by the City Council; and

WHEREAS, the Board of Directors of the Zone adopted and recommended the first amendment to the Plans which the City Council approved by Ordinance No. 1997-1338 on October 22, 1997; and

WHEREAS, the Board of Directors of the Zone adopted and recommended the second amendment to the Plans which the City Council approved by Ordinance No. 1999-850 on August 11, 1999; and

WHEREAS, the Board of Directors of the Zone adopted and recommended the third amendment to the Plans which City Council approved by Ordinance No. 2009-1395 on December 29, 2009; and

WHEREAS, the Board of Directors of the Zone, at its April 28, 2011 board meeting, considered and adopted another set of proposed amendments to the Plans ("Fourth Amendment"), and has recommended the Fourth Amendment for approval by the City Council; and

WHEREAS, before the Board of Directors of the Zone may implement the Fourth Amendment, the City Council must approve the Fourth Amendment; and

WHEREAS, a public hearing on the Fourth Amendment is required to be held in accordance with the provisions of Section 311.011 of the Code; and

WHEREAS, the City Council finds that notice of the public hearing was published in a newspaper of general circulation within the City in the time and manner required by law; and

WHEREAS, the City Council conducted a public hearing on the proposed Fourth Amendment on June 15, 2011; and

WHEREAS, at the public hearing, interested persons were allowed to speak for or against the proposed Fourth Amendment and the concept of tax increment financing; and

WHEREAS, evidence was received and presented at the public hearing in favor of the proposed Fourth Amendment and the concept of tax increment financing; and

WHEREAS, the City desires to approve the Fourth Amendment; **NOW, THEREFORE,**

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

Section 1. Findings. That the facts and recitals contained in the preamble of this Ordinance are hereby found and declared to be true and correct and are hereby adopted as part of this Ordinance.

Section 2. Approval of the Amendment. That the Plans are hereby amended by adding "Part E," attached to this Ordinance as Exhibit "A." The Fourth Amendment is hereby determined to be feasible and is approved. The appropriate officials of the City are authorized to take all steps reasonably necessary to implement the Fourth Amendment.

Section 3. Distribution to Taxing Units. That the City Secretary is directed to provide copies of the Fourth Amendment to each taxing unit levying ad valorem taxes in the Zone.

Section 4. Severability. 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 unconstitutional, void, or invalid, the validity of the remaining provisions of this Ordinance 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 5. That City Council officially finds, determines, recites, and declares that 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 Act, Tex. Gov't Code Ann., Ch. 551, as amended, 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. That City Council further ratifies, approves, and confirms such written notice and the contents and posting thereof.

Section 6. 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 22nd **day of** June **, 2011.**

APPROVED this _____ day of _____, 2011.

_____
Mayor of the City of Houston

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is JUN 28 2011.

City Secretary

(Prepared by Legal Department DFM)
(MFC:mfc June 7, 2011) Assistant City Attorney
(Requested by Andrew F. Icken, Chief Development Officer, Office of the Mayor)
(L. D. File No. 0610800104012)
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AYE	NO	
✓		MAYOR PARKER
....	....	COUNCIL MEMBERS
✓		STARDIG
✓		Johnson
	✓	CLUTTERBUCK
✓		ADAMS
	ABSENT	SULLIVAN
✓		HOANG
✓		PENNINGTON
✓		GONZALEZ
	ABSENT	RODRIGUEZ
✓		COSTELLO
✓		LOVELL
✓		NORIEGA
✓		BRADFORD
✓		JONES
CAPTION	ADOPTED	

CAPTION PUBLISHED IN DAILY COURT REVIEW
DATE: JUN 28 2011

MAY 017 Rev. 12/09

EXHIBIT "A"

PART E – FOURTH AMENDMENT TO THE PROJECT PLAN AND REINVESTMENT ZONE FINANCING PLAN FOR MIDTOWN

TAX INCREMENT REINVESTMENT ZONE NUMBER TWO
CITY OF HOUSTON, TEXAS

MIDTOWN ZONE

Fourth Amendment
Project Plan and Reinvestment Zone Financing Plan

April 28, 2011

REINVESTMENT ZONE NUMBER TWO, CITY OF HOUSTON, TEXAS
MIDTOWN ZONE
Part E – Fourth Amendment to the Project Plan and Reinvestment Zone Financing Plan

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REINVESTMENT ZONE NUMBER TWO, CITY OF HOUSTON, TEXAS
MIDTOWN ZONE – Fourth Amendment to Project Plan and Reinvestment Zone Financing Plan

Overview

Reinvestment Zone Number Two, City of Houston, Texas ("Midtown Zone" or "Zone"), was created by City Ordinance No. 94-1345, adopted December 14, 1994, for the purposes of development and redevelopment in a portion of the City generally referred to as Midtown. The primary goal was to revitalize Midtown from a blighted and deteriorated neighborhood into a viable residential community with supporting commercial development over a 30-year period beginning January 1, 1995 and initially terminating December 31, 2025.

The City Council adopted a Project Plan and Reinvestment Zone Financing Plan for the Zone by Ordinance No. 97-600 on May 28, 1997 (the "Part A Plan"). The public improvements detailed in the Part A Plan addressed conditions such as substandard or deteriorating structures, inadequate or deteriorated streets, utilities and sidewalks, faulty or obsolete lot layouts, safety issues, and school improvements. The Part A Plan was amended subsequently by Ordinance No. 97-1338 on October 22, 1997 (the "Part B Plan"), and by Ordinance No. 1999-850 on August 11, 1999 (the "Part C Plan"), and by Ordinance 2009-1395 on December 29, 2009 (the "Part D Plan").

This Fourth Amendment to the Plan (the "Part E Plan," and, collectively with the Part A Plan, Part B Plan, Part C Plan, and the Part D Plan, the "Plan"), approved by the Board of Directors of the Midtown Redevelopment Authority ("Authority") and the Zone, (i) extends the duration of the Zone for an additional eight years to December 31, 2033, (ii) updates the revenue schedules to reflect the Zone extension and the participation of Houston Community College in the Zone. The Part E Plan increases the project costs consistent with estimates of additional increment based on the eight-year extension of the Zone's duration.

Project Plan and Reinvestment Zone Financing Plan for the Zone.

A. Project Plan

Existing and Proposed Uses of Land (Texas Tax Code §311.011(b)(1)): Map 1 attached hereto depicts the existing land uses in the Original and Annexed Areas of the Zone. Map 2 attached hereto depicts the proposed land uses in both the Original and Annexed Areas of the Zone.

Proposed Changes of Zoning Ordinances, Master Plan of Municipality, Building Codes, and other Municipal Ordinances (Texas Tax Code §311.011(b)(2)): All construction will be performed in conformance with the City's existing rules and regulations. There are no proposed changes to any City ordinance, master plan, or building code.

Estimated Non-Project Cost Items (§311.011(b)(3)) It is estimated that the Midtown Management District will generate approximately $1,375,740 in 2011 of annual revenues, a portion of which will be expended within the TIRZ to fund public safety, beautification, public right of way maintenance, branding and other quality of life programs.

Method of Relocating Persons to be Displaced as a Result of Implementing the Plan (Texas Tax Code §311.011(b)(4)): It is not anticipated that any residents will be displaced by any of the projects to be undertaken in the Zone.

B. Reinvestment Zone Financing Plan

Estimated Project Costs (Texas Tax Code §311.011(c)(1)): Exhibit 1 (attached) details the proposed public improvement and administrative project costs. The dollar amounts are approximate and the projects may be amended from time to time by the Board of Directors of the Zone with approval of the City Council. The financing costs are a function of project financing needs and will vary with market conditions from the estimates shown on Exhibit 1.

Kind, Number, and Location of all Proposed Public Works or Public Improvements in the Zone (Texas Tax Code §311.011(c)(2)): These details are stated throughout the Plan.

Economic Feasibility Study (Texas Tax Code §311.011(c)(3)): An economic feasibility study was completed for the Downtown/Midtown area in 1993 by CDS Market Research and was subsequently updated in 1999. The study documents the economic potential in the Zone. Exhibits 2 through 6 constitute incremental revenue estimates for the Zone. The incremental revenue estimates are projected to be sufficient to cover the costs of the proposed redevelopment and infrastructure improvements in the Zone. The Plan estimates total project costs of $484,089,911.

Estimated Amount of Bond Indebtedness; Time When Related Costs or Monetary Obligations Incurred (Texas Tax Code §311.011(c)(4), §311.011(c)(5)): Issuance of notes and bonds by the Zone will occur as tax increment revenues allow. The value and timing of the issuance of notes or bonds will correlate to debt capacity as derived from the attached revenue and project schedules, as well as actual market conditions for the issue and sale of such notes and bonds.

Methods and Sources of Financing Project Costs and Percentage of Increment from Taxing Units (Texas Tax Code §311.011(c)(6)): Methods and sources of financing include the issuance of notes and bonds, as well as collaboration with developers and other entities for grant funding and partnerships. Tax Year 1995 was the base year for the Zone, and with the extension in duration of the Zone, Tax Year 2033 is the scheduled termination year. As outlined in Exhibits 2 through 6, at least $429 million of increment is estimated to be generated by the Zone for use in funding project costs. This figure is calculated using an estimated collection rate of 95% and a City contribution of $0.63875/$100 of assessed valuation, a Harris County contribution of $0.41728/$100 of assessed valuation, a Houston Independent School District contribution of $1.15670/$100 of assessed valuation in the Original and 1995 Annexed Areas and $.9600/$100 of assessed valuation in the 1999 Annexed Area, and a Houston Community College contribution of $.0922/$100 of assessed valuation..

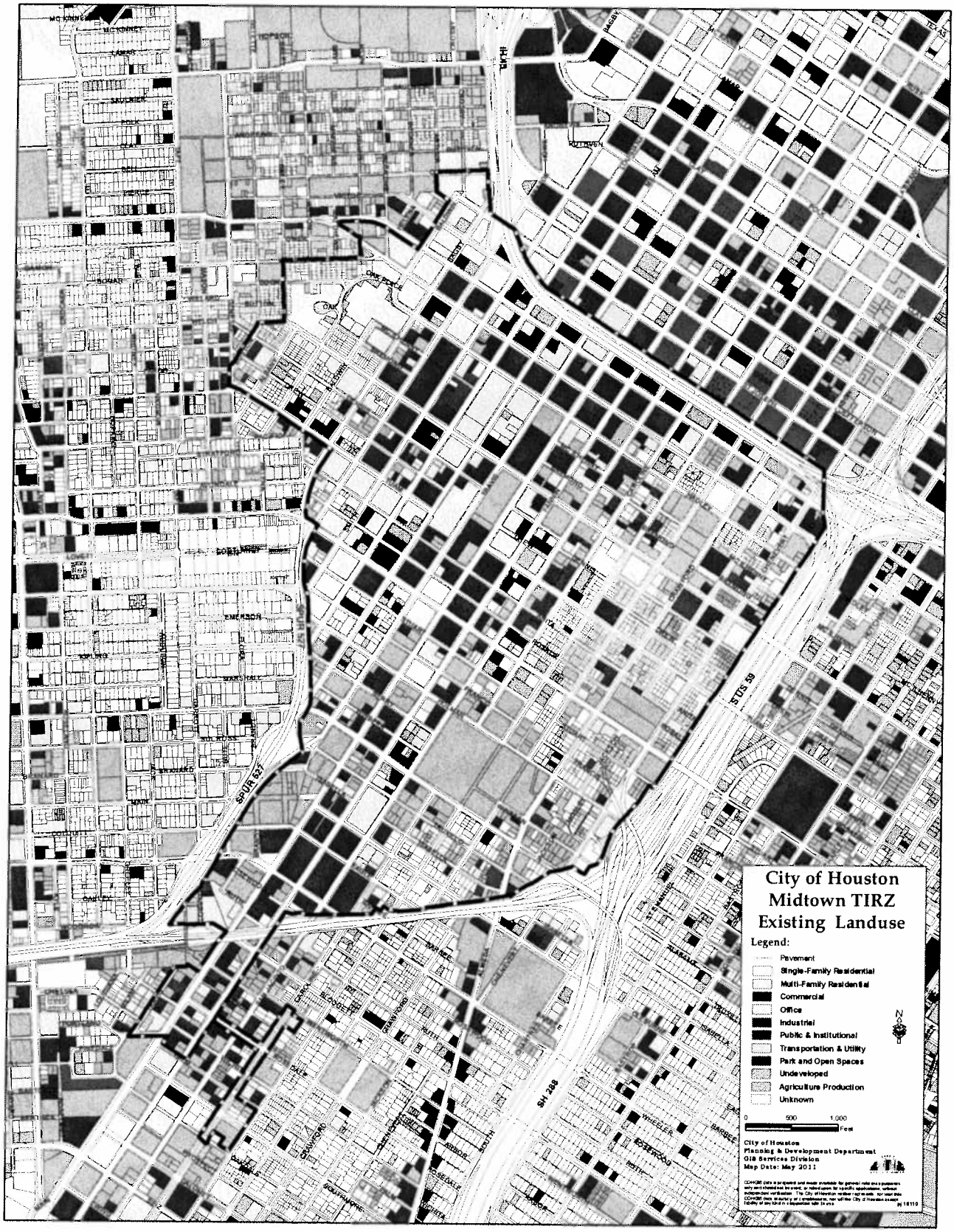
Current Total Appraised Value of Taxable Real Property (Texas Tax Code §311.011(c)(7)): The current total appraised value of taxable real property in the Zone is $1,113,227,225.

Estimated Captured Appraised Value of Zone During Each Year of Existence (Texas Tax Code §311.011(c)(8)): The estimated captured appraised value of the Zone during each year of its 38-year duration is set forth in Exhibit 2.

Zone Duration (Texas Tax Code §311.011(c)(9)): When the Zone was initially created by City Council on December 14, 1994, its duration was established at 30 years. Due to the magnitude of mixed-use development within and adjacent to the Zone, an increased demand continues to be placed on the already-distressed infrastructure. The proposed improvements extending beyond 2025 are included in the Part A, Part B, Part C Plan, and Part D Plans, as well as those needed to adequately address future intermodal mobility systems and quality of life issues resulting from current and projected densities. It is recommended that the duration of the Zone be extended to December 31, 2033, as part of the Part E Plan.

MAPS AND EXHIBITS

Map 1 – Map of Existing Land Uses in the Zone



Map 2 – Map of Proposed Land Uses in the Zone

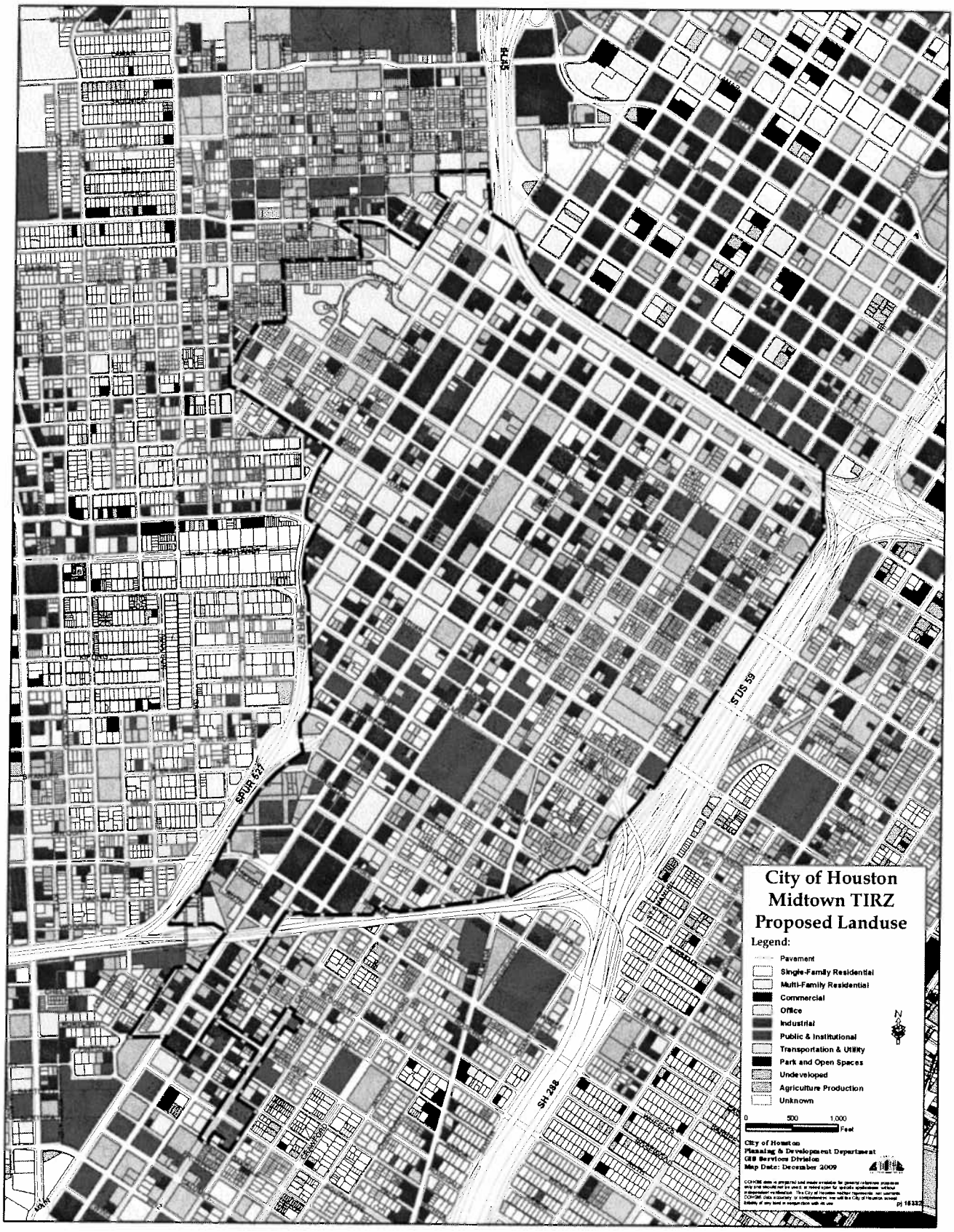


Exhibit 1 – Part E Project Cost Schedule

	1997/1999 Plan Estimated Costs	2009 Plan Estimated Costs	2011 Plan Estimated Costs	Total Plan	Costs through 06/30/10	Remaining Costs
Non-Educational Project Costs						
Infrastructure Improvements:						
Roadway and Utility System Improvements						
Streets and Utilities	$ 62,365,000	$ -	$ 7,898,856	$ 70,263,856	$ 11,623,374	$ 58,640,482
Total Roadway and Utility System Improvements - Part A, C, D & E	**$ 62,365,000**	**$ -**	**$ 7,898,856**	**$ 70,263,856**	**$ 11,623,374**	**$ 58,640,482**
Streetscapes and Gateways improvements						
Streetscapes and Gateways	$ 36,190,000	$ -	$ 4,583,654	$ 40,773,654	$ 14,035,466	$ 26,738,188
Total Traffic Mobility Improvements- Part A, C, D & E	**$ 36,190,000**	**$ -**	**$ 4,583,654**	**$ 40,773,654**	**$ 14,035,466**	**$ 26,738,188**
Total Infrastructure Improvements - Part A, C, D & E	**$ 98,555,000**	**$ -**	**$ 12,482,510**	**$ 111,037,510**	**$ 25,658,840**	**$ 85,378,670**
Other Project Costs:						
Real Property Assembly Improvements						
Real Property Assembly	$ 20,000,000	$ -	$ 2,533,106	$ 22,533,106	$ 8,070,370	$ 14,462,736
Total Real Property Assembly Improvements - Part A, C, D & E	**$ 20,000,000**	**$ -**	**$ 2,533,106**	**$ 22,533,106**	**$ 8,070,370**	**$ 14,462,736**
Professional Services Improvements						
Professional Services	$ 5,763,000	$ -	$ 1,203,225	$ 6,966,225	$ 2,542,233	$ 4,423,992
Total Professional Services Improvements - Part A, C, D & E	**$ 5,763,000**	**$ -**	**$ 1,203,225**	**$ 6,966,225**	**$ 2,542,233**	**$ 4,423,992**
Historic Preservation Improvements						
Historic Preservation	$ 9,500,000	$ -	$ 729,914	$ 10,229,914	$ 139,992	$ 10,089,922
Total Historic Preservation Improvements -Part A, C, D & E	**$ 9,500,000**	**$ -**	**$ 729,914**	**$ 10,229,914**	**$ 139,992**	**$ 10,089,922**
Parks and Recreational Facilities Improvements						
Parks and Paths	$ 16,210,000	$ -	$ 2,053,082	$ 18,263,082	$ 7,243,459	$ 11,019,623
Total Parks and Recreational Facilities Improvements - Part A, C, D & E	**$ 16,210,000**	**$ -**	**$ 2,053,082**	**$ 18,263,082**	**$ 7,243,459**	**$ 11,019,623**
Safety & Security Infrastructure Improvements						
Security Equipment	$ 4,550,000	$ -	$ 576,282	$ 5,126,282	$ -	$ 5,126,282
Total Safety & Security Improvements - Part A, C, D & E	**$ 4,550,000**	**$ -**	**$ 576,282**	**$ 5,126,282**	**$ -**	**$ 5,126,282**
Remediation Improvements						
Demolition and Cleanup	$ 3,900,000	$ -	$ 493,956	$ 4,393,956	$ -	$ 4,393,956
Total Remediation Improvements - Part A, C, D & E	**$ 3,900,000**	**$ -**	**$ 493,956**	**$ 4,393,956**	**$ -**	**$ 4,393,956**
Cultural and Public Facilities Improvements						
Cultural and Places of Public Assembly Facilities	$ -	$ 5,000,000	$ 633,276	$ 5,633,276	$ -	$ 5,633,276
Total Cultural and Public Facilities Improvements - Part A, C, D & E	**$ -**	**$ 5,000,000**	**$ 633,276**	**$ 5,633,276**	**$ -**	**$ 5,633,276**
Total Other Project Costs - Part A, C, D & E	**$ 59,923,000**	**$ 5,000,000**	**$ 8,222,841**	**$ 73,145,841**	**$ 17,996,054**	**$ 55,149,787**
Affordable Housing Improvements						
Affordable Housing	$ 115,287,000	$ -	$ 14,601,707	$ 129,888,707	$ 32,782,889	$ 97,105,818
Total Affordable Housing Improvements - Part A, C, D & E	**$ 115,287,000**	**$ -**	**$ 14,601,707**	**$ 129,888,707**	**$ 32,782,889**	**$ 97,105,818**
Financing Cost:						
Financing Cost	$ 62,869,111	$ -	$ 7,962,705	$ 70,831,816	$ 26,808,816	$ 44,023,000
Total Financing Costs - Part A, C, D & E	**$ 62,869,111**	**$ -**	**$ 7,962,705**	**$ 70,831,816**	**$ 26,808,816**	**$ 44,023,000**
Zone Administration:						
Operations for Duration of Zone	$ 13,661,000	$ -	$ 1,730,238	$ 15,391,238	$ 8,400,011	$ 6,991,227
Zone Creation	$ 557,300	$ -	$ -	$ 557,300	$ 557,300	$ -
Total Zone Administration Costs - Part A, C, D & E	**$ 14,218,300**	**$ -**	**$ 1,730,238**	**$ 15,948,538**	**$ 8,957,311**	**$ 6,991,227**
Total Non- Educational Project Costs - Part A, C, D & E	**$ 240,115,411**	**$ 5,000,000**	**$ 30,974,576**	**$ 276,089,987**	**$ 79,421,021**	**$ 196,668,966**
Education Project Costs						
Cost Associated with the construction/reconstruction of Educational Facilities	$ 83,770,000	$ -	$ -	$ 83,770,000	$ 19,981,646	$ 63,788,354
Total Education Project Costs -Part A, C, D & E	**$ 83,770,000**	**$ -**	**$ -**	**$ 83,770,000**	**$ 19,981,646**	**$ 63,788,354**
PROJECT PLAN TOTAL	**$ 434,622,411**	**$ 5,000,000**	**$ 45,000,001**	**$ 484,622,412**	**$ 132,185,556**	**$ 352,436,856**

Exhibit 2 – Part E Plan Revenue Schedule – Net Revenue

TY	Increment Revenue				Net Revenue (Total Increment Revenue Less Transfers)
	Original Area and Annexation 1995	Annexation 1999	Annexation 2009(1)	Total Increment Revenue	
2011	$ 15,568,244	$ 1,766,985	$ 1,867	$ 17,337,096	$ 9,277,956
2012	$ 16,326,652	$ 1,862,462	$ 2,073	$ 18,191,186	$ 9,773,460
2013	$ 17,287,089	$ 1,958,829	$ 2,283	$ 19,248,202	$ 10,382,145
2014	$ 18,088,275	$ 2,056,109	$ 2,499	$ 20,146,884	$ 10,904,149
2015	$ 18,912,148	$ 2,154,325	$ 2,720	$ 21,069,193	$ 11,440,175
2016	$ 20,053,094	$ 2,253,499	$ 2,947	$ 22,309,540	$ 12,153,142
2017	$ 20,929,359	$ 2,353,657	$ 3,180	$ 23,286,195	$ 12,721,206
2018	$ 22,032,037	$ 2,454,790	$ 3,418	$ 24,490,245	$ 13,416,115
2019	$ 22,961,630	$ 2,557,060	$ 3,662	$ 25,522,353	$ 14,016,912
2020	$ 23,917,064	$ 2,660,389	$ 3,913	$ 26,581,365	$ 14,633,668
2021	$ 24,695,590	$ 2,764,803	$ 4,169	$ 27,464,562	$ 15,154,246
2022	$ 25,481,870	$ 2,870,329	$ 4,432	$ 28,356,631	$ 15,680,860
2023	$ 26,288,016	$ 2,976,901	$ 4,702	$ 29,269,619	$ 16,220,224
2024	$ 27,114,509	$ 3,084,642	$ 4,978	$ 30,204,129	$ 16,772,681
2025	$ 7,561,869	$ 1,420,015	$ 5,261	$ 8,987,146	$ 5,542,073
2026	$ 7,774,746	$ 1,463,813	$ 5,552	$ 9,244,110	$ 5,700,535
2027	$ 7,992,944	$ 1,508,705	$ 5,849	$ 9,507,499	$ 5,862,958
2028	$ 8,216,598	$ 1,554,720	$ 6,154	$ 9,777,472	$ 6,029,441
2029	$ 8,445,842	$ 1,601,885	$ 6,467	$ 10,054,195	$ 6,200,087
2030	$ 8,680,818	$ 1,650,230	$ 6,787	$ 10,337,835	$ 6,374,999
2031	$ 8,921,668	$ 1,699,783	$ 7,116	$ 10,628,567	$ 6,554,283
2032	$ 9,168,540	$ 1,750,575	$ 7,452	$ 10,926,567	$ 6,738,050
	$ 366,418,603	**$ 46,424,507**	**$ 97,483**	**$ 412,940,593**	**$ 231,549,363**

Notes:

(1) Property Annexed in 2009 encompasses tax-exempt properties, Museum of African American Culture and Asia House

Exhibit 2A – Part E Transfer Schedule

Tax Year (1)	Increment Revenue													Transfers (5)				Net Revenue (Total Increment Revenue less Total Transfers)
	Original Area and Annexation 1995 (2)					Annexation 1999 (3)					Annexation 2009(4)		Total					
	City	HISD	County	HCC	Total	City	HISD	County	HCC	Total	City	Total		Affordable Housing	HISD Educational Transfer	Admin	Total	
2011	$ 5,073,149	$ 6,446,535	$ 3,300,276	$ 748,284	$ 15,568,244	$ 907,980	$ 722,081	$ -	$ 136,924	$ 1,766,985	$ 1,867	$ 1,867	$ 17,337,096	$ 5,373,449	$ 2,171,528	$ 514,164	$ 8,059,140	$ 9,277,956
2012	$ 5,223,807	$ 6,934,058	$ 3,398,355	$ 770,431	$ 16,326,652	$ 938,977	$ 781,940	$ -	$ 141,545	$ 1,862,462	$ 2,073	$ 2,073	$ 18,191,186	$ 5,642,816	$ 2,246,750	$ 528,161	$ 8,417,727	$ 9,773,460
2013	$ 5,378,232	$ 7,616,838	$ 3,498,887	$ 793,132	$ 17,287,089	$ 970,749	$ 841,799	$ -	$ 146,282	$ 1,958,829	$ 2,283	$ 2,283	$ 19,248,202	$ 5,979,440	$ 2,344,109	$ 542,508	$ 8,866,057	$ 10,382,145
2014	$ 5,536,518	$ 8,133,425	$ 3,601,931	$ 816,401	$ 18,088,275	$ 1,003,315	$ 901,658	$ -	$ 151,137	$ 2,056,109	$ 2,499	$ 2,499	$ 20,146,884	$ 6,262,895	$ 2,422,627	$ 557,213	$ 9,242,735	$ 10,904,149
2015	$ 5,698,761	$ 8,665,583	$ 3,707,552	$ 840,252	$ 18,912,148	$ 1,036,695	$ 961,517	$ -	$ 156,113	$ 2,154,325	$ 2,720	$ 2,720	$ 21,069,193	$ 6,553,822	$ 2,502,910	$ 572,286	$ 9,629,018	$ 11,440,175
2016	$ 5,865,059	$ 9,507,523	$ 3,815,813	$ 864,698	$ 20,053,094	$ 1,070,910	$ 1,021,376	$ -	$ 161,214	$ 2,253,499	$ 2,947	$ 2,947	$ 22,309,540	$ 6,950,349	$ 2,618,312	$ 587,736	$ 10,156,398	$ 12,153,142
2017	$ 6,035,516	$ 10,077,306	$ 3,926,781	$ 889,756	$ 20,929,359	$ 1,105,980	$ 1,081,235	$ -	$ 166,442	$ 2,353,657	$ 3,180	$ 3,180	$ 23,286,195	$ 7,258,556	$ 2,702,861	$ 603,573	$ 10,564,990	$ 12,721,206
2018	$ 6,210,233	$ 10,865,841	$ 4,040,523	$ 915,441	$ 22,032,037	$ 1,141,926	$ 1,141,062	$ -	$ 171,801	$ 2,454,790	$ 3,418	$ 3,418	$ 24,490,245	$ 7,642,127	$ 2,812,198	$ 619,805	$ 11,074,131	$ 13,416,115
2019	$ 6,389,319	$ 11,473,436	$ 4,157,108	$ 941,767	$ 22,961,630	$ 1,178,772	$ 1,200,995	$ -	$ 177,294	$ 2,557,060	$ 3,662	$ 3,662	$ 25,522,353	$ 7,967,940	$ 2,901,058	$ 636,443	$ 11,505,441	$ 14,016,912
2020	$ 6,572,882	$ 12,098,822	$ 4,276,608	$ 968,752	$ 23,917,064	$ 1,216,538	$ 1,260,927	$ -	$ 182,924	$ 2,660,389	$ 3,913	$ 3,913	$ 26,581,365	$ 8,302,266	$ 2,991,934	$ 653,497	$ 11,947,697	$ 14,633,668
2021	$ 6,761,034	$ 12,539,050	$ 4,399,096	$ 996,411	$ 24,695,590	$ 1,255,249	$ 1,320,859	$ -	$ 188,695	$ 2,764,803	$ 4,169	$ 4,169	$ 27,464,562	$ 8,577,519	$ 3,061,819	$ 670,977	$ 12,310,316	$ 15,154,246
2022	$ 6,953,889	$ 12,978,574	$ 4,524,645	$ 1,024,762	$ 25,481,870	$ 1,294,928	$ 1,380,791	$ -	$ 194,611	$ 2,870,329	$ 4,432	$ 4,432	$ 28,356,631	$ 8,855,252	$ 3,131,625	$ 688,895	$ 12,675,771	$ 15,680,860
2023	$ 7,151,566	$ 13,429,295	$ 4,653,334	$ 1,053,821	$ 26,288,016	$ 1,335,598	$ 1,440,629	$ -	$ 200,674	$ 2,976,901	$ 4,702	$ 4,702	$ 29,269,619	$ 9,139,466	$ 3,202,669	$ 707,260	$ 13,049,395	$ 16,220,224
2024	$ 7,354,185	$ 13,891,478	$ 4,785,239	$ 1,083,607	$ 27,114,509	$ 1,377,286	$ 1,500,468	$ -	$ 206,889	$ 3,084,642	$ 4,978	$ 4,978	$ 30,204,129	$ 9,430,352	$ 3,275,012	$ 726,084	$ 13,431,448	$ 16,772,681
2025	$ 7,561,869	$ -	$ -	$ -	$ 7,561,869	$ 1,420,015	$ -	$ -	$ -	$ 1,420,015	$ 5,261	$ 5,261	$ 8,987,146	$ 2,995,715	$ -	$ 449,357	$ 3,445,073	$ 5,542,073
2026	$ 7,774,746	$ -	$ -	$ -	$ 7,774,746	$ 1,463,813	$ -	$ -	$ -	$ 1,463,813	$ 5,552	$ 5,552	$ 9,244,110	$ 3,081,370	$ -	$ 462,206	$ 3,543,576	$ 5,700,535
2027	$ 7,992,944	$ -	$ -	$ -	$ 7,992,944	$ 1,508,705	$ -	$ -	$ -	$ 1,508,705	$ 5,849	$ 5,849	$ 9,507,499	$ 3,169,166	$ -	$ 475,375	$ 3,644,541	$ 5,862,958
2028	$ 8,216,598	$ -	$ -	$ -	$ 8,216,598	$ 1,554,720	$ -	$ -	$ -	$ 1,554,720	$ 6,154	$ 6,154	$ 9,777,472	$ 3,259,157	$ -	$ 488,874	$ 3,748,031	$ 6,029,441
2029	$ 8,445,842	$ -	$ -	$ -	$ 8,445,842	$ 1,601,885	$ -	$ -	$ -	$ 1,601,885	$ 6,467	$ 6,467	$ 10,054,195	$ 3,351,398	$ -	$ 502,710	$ 3,854,108	$ 6,200,087
2030	$ 8,680,818	$ -	$ -	$ -	$ 8,680,818	$ 1,650,230	$ -	$ -	$ -	$ 1,650,230	$ 6,787	$ 6,787	$ 10,337,835	$ 3,445,945	$ -	$ 516,892	$ 3,962,837	$ 6,374,999
2031	$ 8,921,668	$ -	$ -	$ -	$ 8,921,668	$ 1,699,783	$ -	$ -	$ -	$ 1,699,783	$ 7,116	$ 7,116	$ 10,628,567	$ 3,542,856	$ -	$ 531,428	$ 4,074,284	$ 6,554,283
2032	$ 9,168,540	$ -	$ -	$ -	$ 9,168,540	$ 1,750,575	$ -	$ -	$ -	$ 1,750,575	$ 7,452	$ 7,452	$ 10,926,567	$ 3,642,189	$ -	$ 546,328	$ 4,188,517	$ 6,738,050
	$ 152,967,177	$ 144,657,764	$ 56,086,147	$ 12,707,514	$ 366,418,603	$ 28,484,628	$ 15,557,336	$ -	$ 2,382,543	$ 46,424,507	$ 97,483	$ 97,483	$ 412,940,593	$ 130,424,047	$ 38,385,411	$ 12,581,772	$ 181,391,230	$ 231,549,363

Notes:

(1) TIRZ 2 Expires in Tax Year 2032; Harris County, Houston ISD, and Houston Community College Participation ends in 2024

(2) City, Harris County, Houston Independent School District, and Houston Community College participate in the 1994 Original Area and 1995 Annexed Area

(3) City, Houston Independent School District, and Houston Community College participate in the 1999 Annexed Area; County does not

(4) Only City of Houston participates in 2009 Annexation

(5) Transfer categories Affordable Housing and Admin include all four jurisdictions, HISD Educational Transfer represents Houston Independent School District Only

Exhibit 3 – Part E Plan Revenue Schedule City of Houston

Tax Year(1)	Base Values (2)				Projected Value				Captured Appraised Value				Collection Rate (3)	Tax Rate
	Original	Annexation 1995	Annexation 1999	Annexation 2009	Original	Annexation 1995	Annexation 1999	Annexation 2009	Original	Annexation 1995	Annexation 1999	Annexation 2009		
2011	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 1,046,661	$ 629,166,218	$ 363,927,703	$ 204,325,438	$ 1,354,381	$ 529,843,018	$ 306,189,363	$ 149,631,088	$ 307,720	95.00%	0.63875
2012	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 1,046,661	$ 644,915,874	$ 373,025,896	$ 209,433,574	$ 1,388,240	$ 545,572,674	$ 315,287,556	$ 154,739,224	$ 341,579	95.00%	0.63875
2013	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 1,046,661	$ 661,038,771	$ 382,351,543	$ 214,669,414	$ 1,422,946	$ 561,695,571	$ 324,613,203	$ 159,975,064	$ 376,285	95.00%	0.63875
2014	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 1,046,661	$ 677,564,740	$ 391,910,332	$ 220,036,149	$ 1,458,520	$ 578,221,540	$ 334,171,992	$ 165,341,799	$ 411,859	95.00%	0.63875
2015	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 1,046,661	$ 694,503,858	$ 401,708,090	$ 225,537,053	$ 1,494,983	$ 595,160,658	$ 343,969,750	$ 170,842,703	$ 448,322	95.00%	0.63875
2016	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 1,046,661	$ 711,866,455	$ 411,750,793	$ 231,175,479	$ 1,532,357	$ 612,523,255	$ 354,012,453	$ 176,481,129	$ 485,696	95.00%	0.63875
2017	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 1,046,661	$ 729,663,116	$ 422,044,562	$ 236,954,866	$ 1,570,666	$ 630,319,916	$ 364,306,222	$ 182,260,516	$ 524,005	95.00%	0.63875
2018	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 1,046,661	$ 747,904,694	$ 432,595,676	$ 242,878,736	$ 1,609,933	$ 648,561,494	$ 374,857,336	$ 188,184,388	$ 563,272	95.00%	0.63875
2019	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 1,046,661	$ 766,602,311	$ 443,410,568	$ 248,950,706	$ 1,650,181	$ 667,259,111	$ 385,672,228	$ 194,256,356	$ 603,520	95.00%	0.63875
2020	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 1,046,661	$ 785,767,369	$ 454,495,833	$ 255,174,474	$ 1,691,436	$ 686,424,169	$ 396,757,493	$ 200,480,124	$ 644,775	95.00%	0.63875
2021	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 1,046,661	$ 805,411,553	$ 465,858,228	$ 261,553,836	$ 1,733,722	$ 706,068,353	$ 408,119,888	$ 206,859,486	$ 687,061	95.00%	0.63875
2022	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 1,046,661	$ 825,546,842	$ 477,504,684	$ 268,092,681	$ 1,777,065	$ 726,203,642	$ 419,766,344	$ 213,398,331	$ 730,404	95.00%	0.63875
2023	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 1,046,661	$ 846,185,513	$ 489,442,301	$ 274,794,998	$ 1,821,491	$ 746,842,313	$ 431,703,961	$ 220,100,648	$ 774,830	95.00%	0.63875
2024	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 1,046,661	$ 867,340,151	$ 501,678,359	$ 281,664,673	$ 1,867,029	$ 767,996,951	$ 443,940,019	$ 226,970,523	$ 820,368	95.00%	0.63875
2025	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 1,046,661	$ 889,023,655	$ 514,220,318	$ 288,706,495	$ 1,913,704	$ 789,680,455	$ 456,481,978	$ 234,012,145	$ 867,043	95.00%	0.63875
2026	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 1,046,661	$ 911,249,246	$ 527,075,826	$ 295,924,158	$ 1,961,547	$ 811,906,046	$ 469,337,486	$ 241,229,808	$ 914,886	95.00%	0.63875
2027	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 1,046,661	$ 934,030,478	$ 540,252,721	$ 303,322,262	$ 2,010,586	$ 834,687,278	$ 482,514,381	$ 248,627,912	$ 963,925	95.00%	0.63875
2028	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 1,046,661	$ 957,381,239	$ 553,759,039	$ 310,905,318	$ 2,060,850	$ 858,038,039	$ 496,020,699	$ 256,210,968	$ 1,014,189	95.00%	0.63875
2029	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 1,046,661	$ 981,315,770	$ 567,603,015	$ 318,677,951	$ 2,112,372	$ 881,972,570	$ 509,864,675	$ 263,983,601	$ 1,065,711	95.00%	0.63875
2030	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 1,046,661	$ 1,005,848,665	$ 581,793,091	$ 326,644,900	$ 2,165,181	$ 906,505,465	$ 524,054,751	$ 271,950,550	$ 1,118,520	95.00%	0.63875
2031	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 1,046,661	$ 1,030,994,881	$ 596,337,918	$ 334,811,022	$ 2,219,310	$ 931,651,681	$ 538,599,578	$ 280,116,672	$ 1,172,649	95.00%	0.63875
2032	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 1,046,661	$ 1,056,769,753	$ 611,246,366	$ 343,181,298	$ 2,274,793	$ 957,426,553	$ 553,508,026	$ 288,486,948	$ 1,228,132	95.00%	0.63875

Tax Year(1)	Increment Revenue					Affordable Housing (4)	City Admin (5%)	Net Revenue(Less Transfers and AH)
	Original	Annexation 1995	Annexation 1999	Annexation 2009	Total			
2011	$ 3,215,154	$ 1,857,995	$ 907,980	$ 1,857	$ 5,982,996	$ 1,994,332	$ 299,150	$ 3,689,514
2012	$ 3,310,603	$ 1,913,204	$ 938,977	$ 2,073	$ 6,164,857	$ 2,054,952	$ 308,243	$ 3,801,662
2013	$ 3,408,439	$ 1,969,793	$ 970,749	$ 2,283	$ 6,351,264	$ 2,117,088	$ 317,563	$ 3,916,613
2014	$ 3,508,721	$ 2,027,797	$ 1,003,315	$ 2,499	$ 6,542,332	$ 2,180,777	$ 327,117	$ 4,034,438
2015	$ 3,611,509	$ 2,087,251	$ 1,036,695	$ 2,720	$ 6,738,176	$ 2,246,059	$ 336,909	$ 4,155,209
2016	$ 3,716,868	$ 2,148,192	$ 1,070,910	$ 2,947	$ 6,938,916	$ 2,312,972	$ 346,946	$ 4,278,998
2017	$ 3,824,860	$ 2,210,656	$ 1,105,980	$ 3,180	$ 7,144,675	$ 2,381,558	$ 357,234	$ 4,405,883
2018	$ 3,935,552	$ 2,274,681	$ 1,141,926	$ 3,418	$ 7,355,578	$ 2,451,859	$ 367,779	$ 4,535,940
2019	$ 4,049,012	$ 2,340,307	$ 1,178,772	$ 3,662	$ 7,571,753	$ 2,523,918	$ 378,588	$ 4,669,248
2020	$ 4,165,308	$ 2,407,574	$ 1,216,538	$ 3,913	$ 7,793,333	$ 2,597,778	$ 389,667	$ 4,805,889
2021	$ 4,284,511	$ 2,476,522	$ 1,255,249	$ 4,169	$ 8,020,452	$ 2,673,484	$ 401,023	$ 4,945,945
2022	$ 4,406,694	$ 2,547,195	$ 1,294,928	$ 4,432	$ 8,253,249	$ 2,751,083	$ 412,662	$ 5,089,504
2023	$ 4,531,933	$ 2,619,634	$ 1,335,598	$ 4,702	$ 8,491,866	$ 2,830,622	$ 424,593	$ 5,236,651
2024	$ 4,660,301	$ 2,693,884	$ 1,377,286	$ 4,978	$ 8,736,449	$ 2,912,150	$ 436,822	$ 5,387,477
2025	$ 4,791,880	$ 2,769,990	$ 1,420,015	$ 5,261	$ 8,987,146	$ 2,995,715	$ 449,357	$ 5,542,073
2026	$ 4,926,747	$ 2,847,999	$ 1,463,813	$ 5,552	$ 9,244,110	$ 3,081,370	$ 462,206	$ 5,700,535
2027	$ 5,064,987	$ 2,927,958	$ 1,508,705	$ 5,849	$ 9,507,499	$ 3,169,166	$ 475,375	$ 5,862,958
2028	$ 5,206,682	$ 3,009,916	$ 1,554,720	$ 6,154	$ 9,777,472	$ 3,259,157	$ 488,874	$ 6,029,441
2029	$ 5,351,920	$ 3,093,923	$ 1,601,885	$ 6,467	$ 10,054,195	$ 3,351,398	$ 502,710	$ 6,200,087
2030	$ 5,500,788	$ 3,180,030	$ 1,650,230	$ 6,787	$ 10,337,835	$ 3,445,945	$ 516,892	$ 6,374,999
2031	$ 5,653,379	$ 3,268,290	$ 1,699,783	$ 7,116	$ 10,628,567	$ 3,542,856	$ 531,428	$ 6,554,283
2032	$ 5,809,784	$ 3,358,756	$ 1,750,575	$ 7,452	$ 10,926,567	$ 3,642,189	$ 546,328	$ 6,738,050
	$ 96,935,631	$ 56,031,545	$ 28,484,628	$ 97,483	$ 181,549,288	$ 60,516,429	$ 9,077,464	$ 111,955,394

Notes

(1) TIRZ 2 Expires in Tax Year 2032

(2) Original Area Tax Year 1994, Annexations in Tax Years 1995, 1999, and 2009

(3) Collection Rate 95%

(4) City distributes Total Increment less Admin Costs to the Redevelopment Authority, Redevelopment Authority is responsible for the Affordable Housing component

Exhibit 4 – Part E Plan Revenue Schedule Houston Independent School District

Tax Year(1)	Base Values (2)		Lesser of:				Collection Rate (4)	Tax Rate	
			Captured Appraised Value		Project Plan Value (3)				
	Original	Annexation 1999	Original	Annexation 1999	Original	Annexation 1999		Original	Annex. 1999
2011	$ 156,591,480	$ 53,013,840	$ 825,127,931	$ 149,358,060	**$ 586,654,000**	**$ 79,176,500**	95.00%	1.1567	0.96
2012	$ 156,591,480	$ 53,013,840	$ 849,670,916	$ 154,417,358	**$ 631,020,000**	**$ 86,739,000**	95.00%	1.1567	0.96
2013	$ 156,591,480	$ 53,013,840	$ 874,827,476	$ 159,603,137	**$ 693,156,000**	**$ 92,302,500**	95.00%	1.1567	0.96
2014	$ 156,591,480	$ 53,013,840	$ 900,612,950	$ 164,918,562	**$ 740,166,000**	**$ 98,866,000**	95.00%	1.1567	0.96
2015	$ 156,591,480	$ 53,013,840	$ 927,043,061	$ 170,366,872	**$ 788,694,000**	**$ 105,429,500**	95.00%	1.1567	0.96
2016	$ 156,591,480	$ 53,013,840	$ 954,133,924	$ 175,951,390	**$ 865,213,000**	**$ 111,993,000**	95.00%	1.1567	0.96
2017	$ 156,591,480	$ 53,013,840	$ 981,902,059	$ 181,675,520	**$ 917,065,000**	**$ 118,556,500**	95.00%	1.1567	0.96
2018	$ 156,591,480	$ 53,013,840	$ 1,010,364,398	$ 187,542,754	**$ 988,824,000**	**$ 125,116,500**	95.00%	1.1567	0.96
2019	$ 156,591,480	$ 53,013,840	$ 1,039,538,295	$ 193,556,669	**$ 1,044,117,000**	**$ 131,688,000**	95.00%	1.1567	0.96
2020	$ 156,591,480	$ 53,013,840	$ 1,069,441,539	$ 199,720,932	**$ 1,101,029,000**	**$ 138,259,500**	95.00%	1.1567	0.96
2021	$ 156,591,480	$ 53,013,840	$ 1,100,092,365	$ 206,039,301	**$ 1,141,091,000**	**$ 144,831,000**	95.00%	1.1567	0.96
2022	$ 156,591,480	$ 53,013,840	$ 1,131,509,461	$ 212,515,630	**$ 1,181,089,000**	**$ 151,402,500**	95.00%	1.1567	0.96
2023	$ 156,591,480	$ 53,013,840	$ 1,163,711,984	$ 219,153,867	**$ 1,222,106,000**	**$ 157,963,750**	95.00%	1.1567	0.96
2024	$ 156,591,480	$ 53,013,840	$ 1,196,719,571	$ 225,958,059	**$ 1,264,166,000**	**$ 164,526,000**	95.00%	1.1567	0.96

Tax Year(1)	Increment Revenue			Affordable Housing (5)	Educational Transfers	HISD Admin	Net Revenue(Less AH, Transfers, & Admin)
	Original	Annexation 1999	Total				
2011	$ 6,446,535	$ 722,081	$ 7,168,616	$ 2,389,539	$ 2,171,528	$ 25,000	$ 2,582,550
2012	$ 6,934,058	$ 781,940	$ 7,715,998	$ 2,571,999	$ 2,246,750	$ 25,000	$ 2,872,248
2013	$ 7,616,838	$ 841,799	$ 8,458,636	$ 2,819,545	$ 2,344,109	$ 25,000	$ 3,269,982
2014	$ 8,133,425	$ 901,658	$ 9,035,083	$ 3,011,694	$ 2,422,627	$ 25,000	$ 3,575,762
2015	$ 8,665,583	$ 961,517	$ 9,627,100	$ 3,209,033	$ 2,502,910	$ 25,000	$ 3,890,157
2016	$ 9,507,523	$ 1,021,376	$ 10,528,899	$ 3,509,633	$ 2,618,312	$ 25,000	$ 4,375,954
2017	$ 10,077,306	$ 1,081,235	$ 11,158,542	$ 3,719,514	$ 2,702,861	$ 25,000	$ 4,711,167
2018	$ 10,865,841	$ 1,141,062	$ 12,006,903	$ 4,002,301	$ 2,812,198	$ 25,000	$ 5,167,404
2019	$ 11,473,436	$ 1,200,995	$ 12,674,431	$ 4,224,810	$ 2,901,058	$ 25,000	$ 5,523,563
2020	$ 12,098,822	$ 1,260,927	$ 13,359,749	$ 4,453,250	$ 2,991,934	$ 25,000	$ 5,889,565
2021	$ 12,539,050	$ 1,320,859	$ 13,859,908	$ 4,619,969	$ 3,061,819	$ 25,000	$ 6,153,120
2022	$ 12,978,574	$ 1,380,791	$ 14,359,364	$ 4,786,455	$ 3,131,625	$ 25,000	$ 6,416,285
2023	$ 13,429,295	$ 1,440,629	$ 14,869,924	$ 4,956,641	$ 3,202,669	$ 25,000	$ 6,685,614
2024	$ 13,891,478	$ 1,500,468	$ 15,391,946	$ 5,130,649	$ 3,275,012	$ 25,000	$ 6,961,285
	$ 144,657,764	$ 15,557,336	$ 160,215,100	$ 53,405,033	$ 38,385,411	$ 350,000	$ 68,074,656

Notes:

(1) Houston Independent School District participation ends in Tax Year 2024; TIRZ 2 Expires in Tax Year 2032

(2) Base Year is Tax Year 1995; HISD includes area created by Ord. 94-1345 and enlarged by Ord. 95-1322 as part of 'Original' Area for determining tax year payments to the City of Houston per Ord. 97-119

(3) Tax Year 2011 Projected Property Values; Tax Years 2012 to 2024 increase at an annual rate of growth of 2.5%

(4) Collection Rate 95%

(5) City distributes Total Increment less Educational Transfer and Admin Costs to the Redevelopment Authority; Redevelopment Authority is responsible for the Affordable Housing component

Exhibit 5 – Part E Plan Revenue Schedule – Harris County

Tax Year(1)	Base Values (2)		Captured Appraised Value		Collection Rate (4)	Tax Rate
	Original Area	Annexation 1995	Original Area	Annexation 1995		
2011	$ 99,476,590	$ 57,654,830	$ 527,079,810	$ 305,448,686	95.00%	0.41728
2012	$ 99,476,590	$ 57,654,830	$ 542,743,720	$ 314,526,274	95.00%	0.41728
2013	$ 99,476,590	$ 57,654,830	$ 558,799,228	$ 323,830,802	95.00%	0.41728
2014	$ 99,476,590	$ 57,654,830	$ 575,256,124	$ 333,367,943	95.00%	0.41728
2015	$ 99,476,590	$ 57,654,830	$ 592,124,441	$ 343,143,512	95.00%	0.41728
2016	$ 99,476,590	$ 57,654,830	$ 609,414,467	$ 353,163,470	95.00%	0.41728
2017	$ 99,476,590	$ 57,654,830	$ 627,136,744	$ 363,433,928	95.00%	0.41728
2018	$ 99,476,590	$ 57,654,830	$ 645,302,077	$ 373,961,147	95.00%	0.41728
2019	$ 99,476,590	$ 57,654,830	$ 663,921,544	$ 384,751,546	95.00%	0.41728
2020	$ 99,476,590	$ 57,654,830	$ 683,006,497	$ 395,811,706	95.00%	0.41728
2021	$ 99,476,590	$ 57,654,830	$ 702,568,574	$ 407,148,369	95.00%	0.41728
2022	$ 99,476,590	$ 57,654,830	$ 722,619,703	$ 418,768,449	95.00%	0.41728
2023	$ 99,476,590	$ 57,654,830	$ 743,172,111	$ 430,679,031	95.00%	0.41728
2024	$ 99,476,590	$ 57,654,830	$ 764,238,328	$ 442,887,378	95.00%	0.41728

Tax Year(1)	Increment Revenue			Affordable Housing (5)	County Admin 5%	Net Revenue(Less AH & Admin)
	Original Area	Annexation 1995	Total			
2011	$ 2,089,429	$ 1,210,847	$ 3,300,276	$ 694,509	$ 165,014	$ 2,440,753
2012	$ 2,151,523	$ 1,246,832	$ 3,398,355	$ 711,872	$ 169,918	$ 2,516,566
2013	$ 2,215,170	$ 1,283,717	$ 3,498,887	$ 729,669	$ 174,944	$ 2,594,274
2014	$ 2,280,407	$ 1,321,524	$ 3,601,931	$ 747,911	$ 180,097	$ 2,673,924
2015	$ 2,347,276	$ 1,360,276	$ 3,707,552	$ 766,608	$ 185,378	$ 2,755,566
2016	$ 2,415,816	$ 1,399,997	$ 3,815,813	$ 785,773	$ 190,791	$ 2,839,249
2017	$ 2,486,070	$ 1,440,710	$ 3,926,781	$ 805,418	$ 196,339	$ 2,925,024
2018	$ 2,558,081	$ 1,482,442	$ 4,040,523	$ 825,553	$ 202,026	$ 3,012,943
2019	$ 2,631,891	$ 1,525,217	$ 4,157,108	$ 846,192	$ 207,855	$ 3,103,060
2020	$ 2,707,547	$ 1,569,061	$ 4,276,608	$ 867,347	$ 213,830	$ 3,195,431
2021	$ 2,785,094	$ 1,614,001	$ 4,399,096	$ 889,031	$ 219,955	$ 3,290,110
2022	$ 2,864,580	$ 1,660,065	$ 4,524,645	$ 911,256	$ 226,232	$ 3,387,157
2023	$ 2,946,053	$ 1,707,281	$ 4,653,334	$ 934,038	$ 232,667	$ 3,486,629
2024	$ 3,029,563	$ 1,755,676	$ 4,785,239	$ 957,389	$ 239,262	$ 3,588,589
	$ 35,508,501	$ 20,577,646	$ 56,086,147	$ 11,472,566	$ 2,804,307	$ 41,809,274

Notes:

(1) Harris County participation ends in Tax Year 2024, TIRZ 2 Expires in Tax Year 2032

(2) Base Year is Tax Year 1994 for the Original Area, Tax Year 1995 for Annexed Area

(3) Tax Year 2011 Projected Property Values; Tax Years 2012 to 2024 increase at an annual rate of growth of 2.5%

(4) Collection Rate 95%

(5) City distributes Total Increment less Admin Costs to the Redevelopment Authority; Redevelopment Authority is responsible for the Affordable Housing component; Affordable Housing for Tax Year 2010 is revenue less one-third of admin overhead less affordable housing bond debt service multiplied by 19%; Tax Year 2011 and beyond applies 2.5% to the previous years Affordable Housing

Exhibit 6 – Part E Plan Revenue Schedule – Houston Community College

Tax Year(1)	Base Values (2)			Projected Value			Captured Appraised Value			Collection Rate (3)	Tax Rate
	Original	Annexation 1995	Annexation 1999	Original	Annexation 1995	Annexation 1999	Original	Annexation 1995	Annexation 1999		
2011	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 643,893,325	$ 367,305,516	$ 210,984,295	$ 544,550,125	$ 309,567,176	$ 156,289,945	95.00%	0.09222
2012	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 659,990,658	$ 376,488,154	$ 216,258,903	$ 560,647,458	$ 318,749,814	$ 161,564,553	95.00%	0.09222
2013	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 676,490,425	$ 385,900,358	$ 221,665,375	$ 577,147,225	$ 328,162,018	$ 166,971,025	95.00%	0.09222
2014	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 693,402,685	$ 395,547,867	$ 227,207,010	$ 594,059,485	$ 337,809,527	$ 172,512,660	95.00%	0.09222
2015	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 710,737,753	$ 405,436,563	$ 232,887,185	$ 611,394,553	$ 347,698,223	$ 178,192,835	95.00%	0.09222
2016	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 728,506,196	$ 415,572,478	$ 238,709,365	$ 629,162,996	$ 357,834,138	$ 184,015,015	95.00%	0.09222
2017	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 746,718,851	$ 425,961,790	$ 244,677,099	$ 647,375,651	$ 368,223,450	$ 189,982,749	95.00%	0.09222
2018	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 765,386,823	$ 436,610,834	$ 250,794,026	$ 666,043,623	$ 378,872,494	$ 196,099,676	95.00%	0.09222
2019	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 784,521,493	$ 447,526,105	$ 257,063,877	$ 685,178,293	$ 389,787,765	$ 202,369,527	95.00%	0.09222
2020	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 804,134,531	$ 458,714,258	$ 263,490,474	$ 704,791,331	$ 400,975,918	$ 208,796,124	95.00%	0.09222
2021	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 824,237,894	$ 470,182,114	$ 270,077,736	$ 724,894,694	$ 412,443,774	$ 215,383,386	95.00%	0.09222
2022	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 844,843,841	$ 481,936,667	$ 276,829,679	$ 745,500,641	$ 424,198,327	$ 222,135,329	95.00%	0.09222
2023	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 865,964,937	$ 493,985,084	$ 283,750,421	$ 766,621,737	$ 436,246,744	$ 229,056,071	95.00%	0.09222
2024	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 887,614,061	$ 506,334,711	$ 290,844,182	$ 788,270,861	$ 448,596,371	$ 236,149,832	95.00%	0.09222

Tax Year(1)	Increment Revenue				Affordable Housing (4)	HCC Admin	Net Revenue(Less Transfers and AH)
	Original	Annexation 1995	Annexation 1999	Total			
2011	$ 477,075	$ 271,209	$ 136,924	$ 885,208	$ 295,069	$ 25,000	$ 565,138
2012	$ 491,178	$ 279,254	$ 141,545	$ 911,976	$ 303,992	$ 25,000	$ 582,984
2013	$ 505,633	$ 287,499	$ 146,282	$ 939,414	$ 313,138	$ 25,000	$ 601,276
2014	$ 520,450	$ 295,952	$ 151,137	$ 967,538	$ 322,513	$ 25,000	$ 620,025
2015	$ 535,637	$ 304,615	$ 156,113	$ 996,365	$ 332,122	$ 25,000	$ 639,243
2016	$ 551,203	$ 313,495	$ 161,214	$ 1,025,912	$ 341,971	$ 25,000	$ 658,941
2017	$ 567,159	$ 322,597	$ 166,442	$ 1,056,198	$ 352,066	$ 25,000	$ 679,132
2018	$ 583,514	$ 331,926	$ 171,801	$ 1,087,242	$ 362,414	$ 25,000	$ 699,828
2019	$ 600,278	$ 341,489	$ 177,294	$ 1,119,061	$ 373,020	$ 25,000	$ 721,041
2020	$ 617,461	$ 351,291	$ 182,924	$ 1,151,676	$ 383,892	$ 25,000	$ 742,784
2021	$ 635,073	$ 361,338	$ 188,695	$ 1,185,106	$ 395,035	$ 25,000	$ 765,071
2022	$ 653,126	$ 371,636	$ 194,611	$ 1,219,372	$ 406,457	$ 25,000	$ 787,915
2023	$ 671,630	$ 382,191	$ 200,674	$ 1,254,495	$ 418,165	$ 25,000	$ 811,330
2024	$ 690,596	$ 393,011	$ 206,889	$ 1,290,496	$ 430,165	$ 25,000	$ 835,330
	$ 8,100,012	$ 4,607,503	$ 2,382,543	$ 15,090,057	$ 5,030,019	$ 350,000	$ 9,710,038

Notes:

(1) Houston Community College participation ends in Tax Year 2024, TIRZ 2 Expires in Tax Year 2032

(2) Base Year is Tax Year 1995

(3) Collection Rate 95%

(4) City distributes Total Increment less Admin Costs to the Redevelopment Authority; Redevelopment Authority is responsible for the Affordable Housing component

City of Houston, Texas, Ordinance No. 2013-638

AN ORDINANCE APPROVING THE FIFTH AMENDMENT TO THE PROJECT PLAN AND REINVESTMENT ZONE FINANCING PLAN FOR REINVESTMENT ZONE NUMBER TWO, CITY OF HOUSTON, TEXAS (MIDTOWN ZONE); CONTAINING FINDINGS AND OTHER PROVISIONS RELATED TO THE FOREGOING SUBJECT; AND DECLARING AN EMERGENCY.

* * * * * * *

WHEREAS, by Ordinance No. 1994-1345, adopted on December 14, 1994, the City Council of the City of Houston, Texas ("City"), created Reinvestment Zone Number Two, City of Houston, Texas ("Zone"), pursuant to Chapter 311 of the Texas Tax Code, as amended ("Code"), for the purposes of development and redevelopment in the area of the City generally referred to as the Midtown area; and

WHEREAS, by Ordinance No. 1997-600, adopted on May 28, 1997, the City approved the Project Plan and Reinvestment Zone Financing Plan for the Zone, as adopted and recommended by the Board of Directors of the Zone ("Plan"); and

WHEREAS, the Code authorizes the Board of Directors of the Zone to adopt an amendment to the Plan, which amendment becomes effective upon approval by the City Council; and

WHEREAS, the Board of Directors of the Zone adopted and recommended the first amendment to the Plan which the City Council approved by Ordinance No. 1997-1338 on October 22, 1997; and

WHEREAS, the Board of Directors of the Zone adopted and recommended the second amendment to the Plan which the City Council approved by Ordinance No. 1999-850 on August 11, 1999; and

WHEREAS, the Board of Directors of the Zone adopted and recommended the third amendment to the Plan which the City Council approved by Ordinance No. 2009-1395 on December 29, 2009; and

WHEREAS, the Board of Directors of the Zone adopted and recommended the fourth amendment to the Plan which the City Council approved by Ordinance No. 2011-534 on June 22, 2011; and

WHEREAS, the Board of Directors of the Zone, at its November 29, 2012 board meeting, considered and adopted another set of proposed amendments to the Plan ("Fifth Amendment"), and has recommended the Fifth Amendment to the Plan for approval by the City Council; and

WHEREAS, before the Board of Directors of the Zone may implement the Fifth Amendment to the Plan, the City Council must approve the Fifth Amendment to the Plan; and

WHEREAS, the City Council desires to approve the Fifth Amendment to the Plan; **NOW, THEREFORE,**

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

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

Section 2. That the Plan is hereby amended by adding "Part F," attached to this Ordinance as Exhibit "A." The Fifth Amendment to the Plan is hereby determined to be feasible and is approved. The appropriate officials of the City are authorized to take all steps reasonably necessary to implement the Fifth Amendment to the Plan.

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 10th day of July, 2013.

APPROVED this _____ day of _____, 2013.

_____
Mayor of the City of Houston

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is JUL 16 2013.

_____
City Secretary

(Prepared by Legal Department _____)
(MFB:mfb April 24, 2013) Assistant City Attorney
(Requested by Andrew F. Icken, Chief Development Officer, Office of the Mayor)
(L. D. File No.0421300012001)
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CAPTION PUBLISHED IN DAILY COURT REVIEW
DATE: JUL 16 2013

AYE	NO	
✓		**MAYOR PARKER**
• • • •	• • • •	**COUNCIL MEMBERS**
✓		BROWN
✓		DAVIS
✓		COHEN
✓		ADAMS
✓		MARTIN
✓		HOANG
✓		PENNINGTON
✓		GONZALEZ
	ABSENT-ON PERSONAL BUSINESS	RODRIGUEZ
✓		LASTER
✓		GREEN
✓		COSTELLO
✓		BURKS
✓		NORIEGA
	ABSENT-OUT OF CITY ON PERSONAL BUSINESS	BRADFORD
✓		CHRISTIE
CAPTION	ADOPTED	

MAY 017 Rev. 12/12

EXHIBIT "A"

PART F – FIFTH AMENDMENT TO THE PROJECT PLAN
AND REINVESTMENT ZONE FINANCING PLAN FOR REINVESTMENT ZONE
NUMBER TWO (MIDTOWN ZONE)

TAX INCREMENT REINVESTMENT ZONE NUMBER TWO
CITY OF HOUSTON, TEXAS

FIFTH AMENDED
PROJECT PLAN AND REINVESTMENT ZONE FINANCING PLAN

November 29, 2012

REINVESTMENT ZONE NUMBER TWO, CITY OF HOUSTON, TEXAS

Part F – Fifth Amended Project Plan and Reinvestment Zone Financing Plan

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REINVESTMENT ZONE NUMBER TWO, CITY OF HOUSTON, TEXAS
Fifth Amended Project Plan and Reinvestment Zone Financing Plan

Introduction

The Reinvestment Zone Number Two, City of Houston, Texas, ("T.I.R.Z. #2," "Midtown," or "Zone") was created by the City Council of the City of Houston, Texas ("City") on December 14, 1994, by Ordinance No. 94-1345 and enlarged by Ordinance No. 95-1322 and subsequent ordinances. The primary goals of the Zone are to provide a source of funding through tax increments generated by redevelopment to eliminate the blight and substandard conditions existing and provide a way to remediate unsafe and unsanitary conditions in the Zone, and encourage the sound growth of the residential, retail, and commercial sectors in the Zone through the design and construction of improved streetscape enhancements, pedestrian amenities, public utility system upgrades, parkland improvements, and historic preservation of the various buildings designated as historic structures.

Section One

The Part A Plan and the Part B Plan

In May 1997 the City approved Midtown's first Project Plan and Reinvestment Zone Financing Plan by Ordinance No. 97-600 (Part A Plan), as amended on October 22, 1997, by Ordinance No. 97-1338 (Part B Plan). The Part A Plan and the Part B Plan collectively consisted of a comprehensive plan for redevelopment in the Zone with project costs consisting of the following categories: housing; historic preservation; park acquisition; park and gateway development; existing park development; bike paths; streets, alleys and utilities; plazas along Main Street; demolition; security enhancements; pedestrian pathways; streetscapes along major streets, including Westheimer/Elgin and Alabama; and Main Street improvements.

The Part C Plan

In August 1999, the City approved the second amendment to the Project Plan and Reinvestment Zone Financing Plan (Part C Plan) by Ordinance No. 99-850. The Part C Plan addressed the addition of approximately 153 acres to the Zone and increased the project costs of the Zone to $434,622,411. The Part C Plan restated the goals and objectives included in the Part A Plan and the Part B Plan.

The Part D Plan

In December 2009, the City approved a third amendment to the Project Plan and Reinvestment Zone Financing Plan (Part D Plan) by Ordinance No. 2009-1395, which approved the Part D Plan, and approved the enlargement of the Zone by Ordinance No. 2009-1396. The Part D Plan designated a Cultural and Tourism District, composed of the then-existing boundaries of the Zone and addressed the annexation of additional acres to the south of the Zone. The Part D Plan authorized use of Chapter 380, Texas Local Government Code, to provide grants (Chapter 380 Grants) to cultural facilities to enhance and continue vitality of existing cultural facilities in the Zone and promote the creation of new cultural facilities. The Part D Plan also authorized

creation of additional economic development programs for developing or expanding growth of the Zone's tax base, transportation, business, commerce and tourism activities that would provide for public infrastructure improvements, parking facilities, and the establishment or promotion of public facilities.

The Part E Plan

In June 2011, the City approved the fourth amendment to the Project Plan and Reinvestment Zone Financing Plan (Part E Plan) by Ordinance No. 2011-534. The Part E Plan extended the duration of the Zone to December 31, 2033, and updated the revenue schedule and project costs to reflect the extended duration and the participation of the Houston Community College in the Zone.

Section Two

The Part F Plan

The Zone and the City now propose the fifth amendment to the Project Plan and Reinvestment Zone Financing Plan (Part F Plan). The Part F Plan consists of (i) a summary of the redevelopment efforts of the Zone, (ii) a restatement of the Zone's redevelopment goals for the Zone, (iii) the redesignation of the Zone's project cost categories and allocations to align with current goals, and (iv) the anticipated use of expenditures for the cost of operating Zone and project facilities.

A. Summary of Redevelopment Efforts

Significant redevelopment and reinvestment has occurred in Midtown since its inception. With the increased demand for urban living, especially along mass transit corridors and near centers of employment, Midtown is continuing to see positive private investment, primarily of multi-family housing and mixed use development. To date for every $1.00 of capital improvements spent, the private development market has invested $47.00.

While the initial wave of development in Midtown occurred in the northwest quadrant and east central quadrant of the Zone (just outside of a common 5-minute walking distance from mass transit), new development opportunities are emerging around the McGowen Station and HCC/Ensemble Station areas. As capital improvements are focused on key corridors and destinations within the Zone, redevelopment efforts will continue to grow. The link between capital improvements and redevelopment opportunities is evidenced by both the building of mid-rise construction around areas of existing and proposed capital improvements and the demand and lease rates that give rise to development patterns that extend beyond standard "stick built" multi-family housing.

As Midtown continues to create a place of enhanced quality of life, public improvements are focusing on creating pedestrian-oriented and walkable complete streets, utility and infrastructure, parks and plaza spaces, cultural resources, district portals, parking, and overall safety and comfort in the public domain. Improving these valuable elements will assist in making Midtown a premier area in the City for redevelopment and reinvestment.

B. Redevelopment Plan Concepts and Goals

The redevelopment concepts and goals of the Part F Plan restate the prior redevelopment concepts and goals, updated based on the results of the Zone's redevelopment efforts. To the extent that prior statements of redevelopment concepts conflict with the concepts and goals articulated in the Part F Plan, the concepts and goals outlined below control.

Targeted real estate acquisitions of blighted properties in certain areas of the Zone, including Main Street Corridor, in order to catalyze development throughout the Zone and utilize the benefits of mass transit.

Targeted real estate acquisitions of blighted properties catalyze redevelopment in the Zone. The Part A Plan envisioned Main Street as the focus area of activities. In practice, however, since Main Street itself is limited by the practicalities of on-street light rail and the limited availability of parking, the streets intersecting and parallel to Main Street have benefitted. The Main Street Corridor, consisting of not only Main Street itself but Travis Street and Fannin Street running parallel thereto, is a vital set of arteries through the Zone with various development efforts planned. The Zone has acquired material tracts along the Main Street Corridor, including the parcels of land that will soon comprise Superblock Park, which will be a focal point for the Main Street Corridor and consist of a 3-acre urban park with restaurant pads and a subterranean parking garage. The Zone also acquired the land and improvements that constitute 3300 Main, which represents approximately 50,000 square feet of property along the Main Street Corridor. The Zone is in the planning stages of potential targeted acquisitions on the northern and southern portions of the Main Street Corridor, both of which are to be evaluated in light of the effects of surrounding redevelopment.

The Zone will continue to work to develop the central, northern and southern nodes of the Main Street Corridor by utilizing already-owned properties, targeted acquisitions of additional property or inducing other complimentary projects all of which will be linked by the light rail and other amenities. Increased residential density and commercial uses serving such residents along the Main Street Corridor promote increased access to the light rail and in turn ridership. Accordingly, the Zone plans to leverage federal transportation grants to improve public infrastructure in and around the Main Street Corridor and for development of parking facilities for light rail users. Additionally, property acquisition in and around the Main Street Corridor will enable the design and construction of walkable sidewalks, allowing pedestrians to more easily access to mass transit and encouraging the expansion of rail, bus and shuttle services.

Development of open green space, parks, plazas, public squares, and other similar improvements within the Zone.

The Zone's continued development of new green space and redevelopment of existing green spaces is vital for the creation of cohesive and vibrant communities within the Zone as well as attracting residents from surrounding communities. As the Part A Plan articulated, there continues to be a need for public open spaces in contrast to limited private outdoor space today, and the Zone's public improvements consisting of parks,

plazas, public squares and landscaping in public right-of-way (as further described in Section Two, A. Summary of Redevelopment Efforts above) carry out the vision for creating community with open spaces, connectivity and mixed uses along its corridors. Parks and plazas help foster social interactions that define the public realm and urban culture. In addition to the Superblock Park, which is currently under design, the Zone anticipates completion of major renovations to Midtown Park, Baldwin Park and Glover Park. Additionally, the Zone owns and controls certain green spaces adjacent to existing developments which may be redeveloped in the future. The Zone expects the development of plazas and public squares to compliment cultural facilities in the Zone. Since many of the Zone's key cultural institutions are located along the Main Street Corridor, the development of such amenities must be consistent with those institutions and keep pace with increased residential density throughout the Zone and the evolution of amenities desired by such residents.

Enhancement of public infrastructure within the Zone to proactively facilitate redevelopment.

As described in Summary of Redevelopment Efforts herein, the Zone has upgraded significant portions of the streetscape, sidewalks and utilities throughout the Zone. The Zone has expedited capital improvement projects in the Zone by managing the projects and using tax increment to finance them. Map 1, attached hereto, depicts completed public infrastructure improvement projects and planned future projects. The Zone will continue to enhance public infrastructure in the Zone in order to keep pace with expanding demands that have resulted in part because of the Zone's own successful redevelopment efforts.

Implementation of development guidelines relating to public infrastructure and amenities to promote diverse mixed use neighborhoods and communities within the Zone.

The Zone expects to develop and implement development guidelines for public infrastructure that induces and supports private development, public access, walkable sidewalks, connectivity and sustainable construction. As indicated on page 10 of the Part A Plan, one of the Zone's major concepts is the development of streetscape and buildings that acknowledge and respect the perspective and needs of pedestrians using the sidewalks and other pathways. The development guidelines will serve as a guidepost to both private developers for how such projects interact with public space and the Zone or other public entities for public improvements in and around private developments. The Zone expects to work closely with the City to accomplish these guidelines and to ensure that they work in harmony with all existing policy directives of the City. The goal is to elevate the standard for livability in the Zone and cohesion among the diverse mixed use neighborhoods and commercial uses and is tailored to promote connectivity among these areas.

It is not currently anticipated that land use restrictions will be implemented as contemplated in Chapter 311 of the Texas Tax Code.

Creation and inducement of expanded parking facilities within the Zone and the acquisition of real estate therefor.

There is a significant need for parking facilities in the Zone due to its location between two of the City's main workforce areas (Downtown and the Texas Medical Center), access to mass transit and the mixed use development of retail, single family and multi-family housing, and cultural and entertainment venues that attract visitors to the Zone. The Zone intends to evaluate the need and identify strategic locations for the construction or inducement of such facilities that will constitute public infrastructure under the Part F Plan. The Zone may develop and/or construct parking facilities with a management contract in place or partner with or provide subsidy to other entities for parking facilities. Enhanced parking options along the light rail present opportunities for additional visitors to the Zone and would enhance retail and commercial facilities in and around the parking and light rail stops within the Zone. Additionally, some parking facilities may qualify for federal grants, allowing the Zone to leverage tax increment and use such increment for other redevelopment efforts.

Acquisition and development of mass transit-accessible and sustainable affordable housing.

The Zone has assembled property within the limits of the City to be developed for sustainable affordable housing to serve the two major workplaces within the City's core. The expansion of light rail within the area presents additional opportunities to develop housing for residents of this community. As the Zone continues to focus on development of sustainable affordable housing with community partners, the land acquisition and redevelopment efforts will further focus on acquiring land along the expanded mass transit lines in the City's historic Third Ward and developing projects that have a nexus with mass transit and public facilities like libraries, schools, recreational facilities and hike and bike trails. Additionally, in order to maximize use of the Zone's affordable housing holdings, the Zone will consider partnering with private developers of mixed income residential housing in circumstances that make sense given community dynamics and in some instances participating in multi-party contracts with community development corporations and private developers.

Award of selective cultural facility grants to support cultural facilities in the Zone.

The Zone was designated by the Texas Commission on the Arts as a Cultural District and contains approximately 31 cultural education facilities. This blue ribbon award from the state of Texas is anticipated to galvanize the growing number of cultural facilities in the Zone. The Zone has made grants of tax increment, as directed by the City and consistent with its Project Plan and Chapter 380 Grants, to various cultural facilities in the Zone for portions of both construction and land costs. The Zone anticipates continuing to provide selective grants to new, existing and emerging cultural facilities in the Zone that serve to strengthen the Cultural District and that through location, or the attraction of visitors to such facility, are catalysts for redevelopment and support retail uses to complement the visitors' experience in the Zone. The Zone will adopt a policy for criteria and evaluation of such cultural facilities and has set aside herein certain project costs for grants to cultural facilities in the Zone.

C. Authorized Projects and Project Costs

The amended and restated project costs are detailed below. Additionally, attached hereto as Exhibit 1 is a schedule of Zone's project costs, details of adjustments in the project costs from Plan A to Plan E and amounts remaining under each project costs category as of June 30, 2012. The dollar amounts for each category are approximate and may be amended from time to time by the Board of Directors of the Zone with approval of the City Council.

Summary of Project Costs[1]

Financing Costs	$	60,831,816
Real Property Assembly	$	25,533,106
Professional Services	$	6,966,225
Capital Projects		
School & Educ./Cultural	$	83,770,000
Housing	$	129,888,707
Cultural and Places of Public Assembly Facilities	$	6,633,276
Historic Preservation	$	139,992
Parks and Paths	$	19,903,004
Public Infrastructure[2]	$	18,000,000
Streets and Utilities	$	70,263,856
Streetscape and Gateways	$	40,773,654
Security Equip	$	1,576,282
Demolition and Cleanup	$	4,393,956
Total Capital Projects	$	468,673,874
Creation and Plan Expenses	$	557,300
Zone Operation	$	15,391,238
TOTAL	$	484,622,412

[1] Pursuant to Section Two, E. Operation of Zone and Project Facilities hereof, up to 5% of all project costs for the Zone may be used for operation of Zone and project facilitiesregardless of project cost category.

[2] Public Infrastructure includes parking facilities within the Zone.

D. Chapter 380 Economic Development Programs.

As an alternative to direct investment in capital improvements to public infrastructure or investment in public infrastructure to stimulate private investment, the Zone may fund an economic development program to incentivize private enterprise in the Zone and serve as a catalyst for other business developments ("380 Programs"). The 380 Programs would induce private development paired with public investment to (i) support appropriate operation and maintenance of public infrastructure and facilities, including parks and recreational facilities, and (ii) develop and diversify the economy of the Zone, eliminate unemployment and underemployment in the Zone, and develop or expand transportation, business, and commercial activity in the Zone. The 380 Programs may also be paired with other financing mechanisms such as new market tax credits and related programs. The Zone may adopt a more formal program to address future conditions, and the 380 Programs outlined in this Part F Plan shall constitute an economic development program of the Zone.

E. Operation of Zone and Project Facilities

As a direct consequence of an expanding list of projects, particularly park and public space projects, the Zone must provide for operation of the Zone's existing and planned facilities in the near term and in years to come beyond the duration of the Zone. In order to adequately provide for the operation of those facilities, operation expenditures are included in the project costs in Exhibit 1 attached hereto in an amount of up to 5% of total project costs for the Zone regardless of project cost category.

F. Project Plan

Existing and Proposed Uses of Land (Texas Tax Code § 311.011(b)(1)): Map 2, attached hereto, depicts the existing land uses in the original and annexed areas of the Zone, and Map 3, attached hereto, depicts the proposed land uses. The existing and proposed land uses include multi-family and single family residential, commercial, office, public and institutional, transportation, park and open spaces, and undeveloped land uses. It also provides key infrastructure improvements and infrastructure needs.

Proposed Changes of Zoning Ordinances, Master Plan of Municipality, Building Codes, and Other Municipal Ordinances (Texas Tax Code § 311.011(b)(2)): All construction will be performed in conformance with the City's existing rules and regulations. There are no proposed changes to any City ordinance, master plan, or building code.

Estimated Non-Project Costs (Texas Tax Code § 311.011(b)(3)): The project costs included herein are inclusive of projects costs to be incurred by the Zone only. The costs that would otherwise be project costs but are derived from other parties, such as the U.S. Department of Transportation, are non-project costs and account for $2.5 million as of June 30, 2012, and are estimated to total $10 million for the life of the Zone.

Method of Relocating Persons to be Displaced, if any, as a Result of Implementing the Plan (Texas Tax Code § 311.011(b)(4)): It is not anticipated that any residents will be displaced or relocated as a result of the Part F Plan.

G. Reinvestment Zone Financing Plan

Estimated Project Costs (Texas Tax Code § 311.011(c)(1)): Exhibit 1 details the proposed public improvement and administrative project costs. As set forth in the Part C Plan, the dollar amounts are approximate and may be amended from time to time by the Board of Directors of the Zone with approval of the City Council. The financing costs are a function of project financing needs and will vary with market conditions from the estimates shown on Exhibit 1. The project categories describe generally the kind of improvements contemplated by this Part F Plan.

Proposed Kind, Number, and Location of all Proposed Public Works or Public Improvements to be Financed in the Zone (Texas Tax Code § 311.011(c)(2)): These details are described throughout the Part F Plan, including but not limited to those presented in Map 1.

Economic Feasibility (Texas Tax Code § 311.011(c)(3)): An economic feasibility study was completed for the Downtown/Midtown area in 1993 by CDS Market Research and was subsequently updated in 1999. The study documents the economic potential in the Zone. Exhibits 2 thru 6 constitute updated incremental revenue estimates for the remaining years of the Zone. The incremental revenue estimates are projected to be sufficient to cover the costs of the proposed redevelopment and infrastructure improvements in the Zone for the remainder of the Zone. The Part F Plan estimates total project costs of $484,622,412, of which $175,356,652 has already been expended during the life of the Zone through June 30, 2012, leaving $309,265,760 in remaining project costs. The increment revenue estimate for the remaining years of the Zone inclusive of all Zone participations is $373,893,068. The Zone and the City find and determine that the Part A Plan, Part B Plan, Part C Plan, Part D Plan, Part E Plan, and Part F Plan are economically feasible.

Estimated Amount of Bond Indebtedness; Estimated Time When Related Costs or Monetary Obligations Incurred (Texas Tax Code § 311.011(c)(4), § 311.011(c)(5)): Issuance of notes and bonds by the Zone will occur as tax increment revenues allow. The value and timing of the issuance of notes or bonds will correlate to debt capacity as derived from the attached revenue and project schedules, as well as actual market conditions for the issue and sale of such notes and bonds.

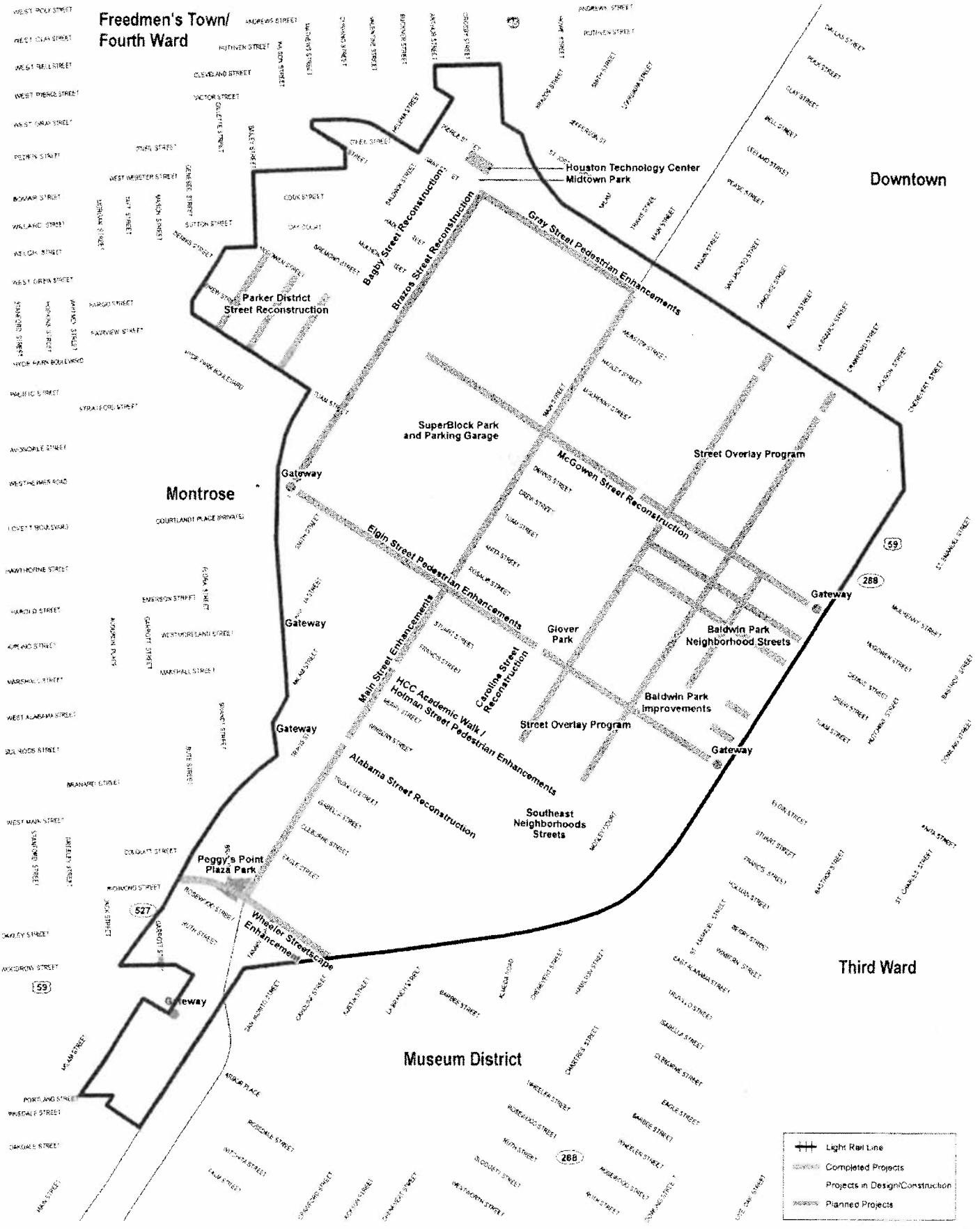
Methods and Sources of Financing Project Costs and Percentage of Increment from Taxing Units Anticipated to Contribute Tax Increment to the Zone (Texas Tax Code § 311.011(c)(6)): Methods and sources of financing include the issuance of notes and bonds, as well as collaboration with developers and other entities for grant funding and partnerships. Tax Year 1995 was the base year for the Zone, including the extension in duration of the Zone to Tax Year 2033. As outlined in Exhibits 2 through 6, approximately $384.5 million of increment is estimated to be generated by the Zone for use in funding project costs. This figure is calculated using an estimated collection rate of 97% and a City contribution of $0.63875/$100 of assessed valuation, a Harris County contribution of $0.41728/$100 of assessed valuation, a Houston Independent School District contribution of $1.15670/$100 of assessed valuation in the Original and 1995 Annexed Areas and $.9600/$100 of assessed valuation in the 1999 Annexed Area, and a Houston Community College contribution of $.0922/$100 of assessed valuation.

Current Total Appraised Value of Taxable Real Property (Texas Tax Code § 311.011(c)(7)): The current projected appraised value of taxable real property in the Zone, as of September 12, 2012, is $1,263,527,024.

Estimated Captured Appraised Value of Zone During Each Year of Existence (Texas Tax Code § 311.011(c)(8)): The estimated captured appraised value for the remaining duration of the Zone is set forth in Exhibit 2.

Zone Duration (Texas Tax Code § 311.011(c)(9)): The Zone will terminate on December 31, 2033; however, increments received during 2033 shall be used to pay project costs or other obligations of the Zone.

MAP 1
Public Infrastructure Projects



midtown

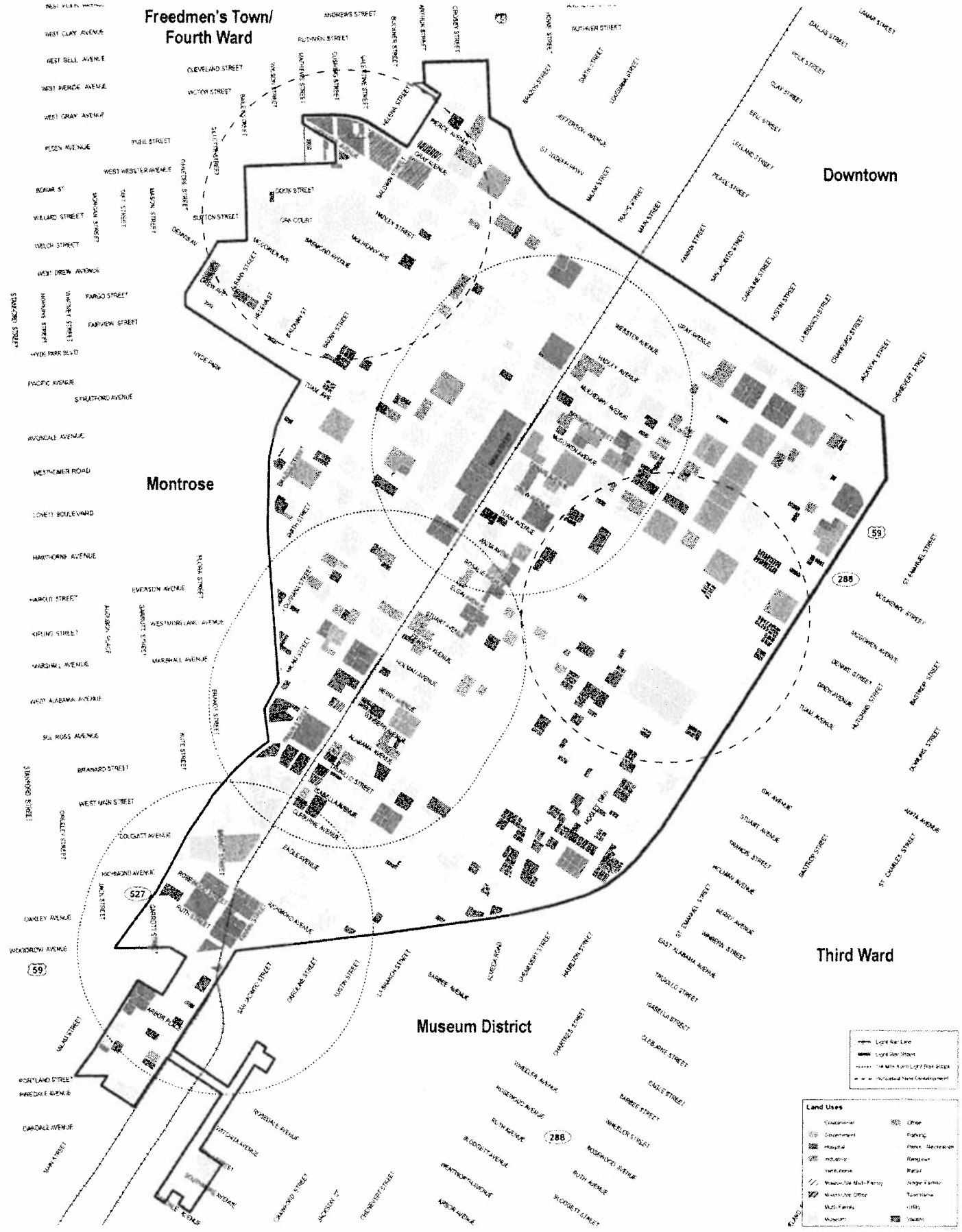
Proposed Capital Improvement Projects

Midtown Redevelopment Authority

October 12, 2012

DESIGNWORKSHOP WALTER P MOORE

MAP 2
Land Use



Existing Land Use

Midtown Redevelopment Authority

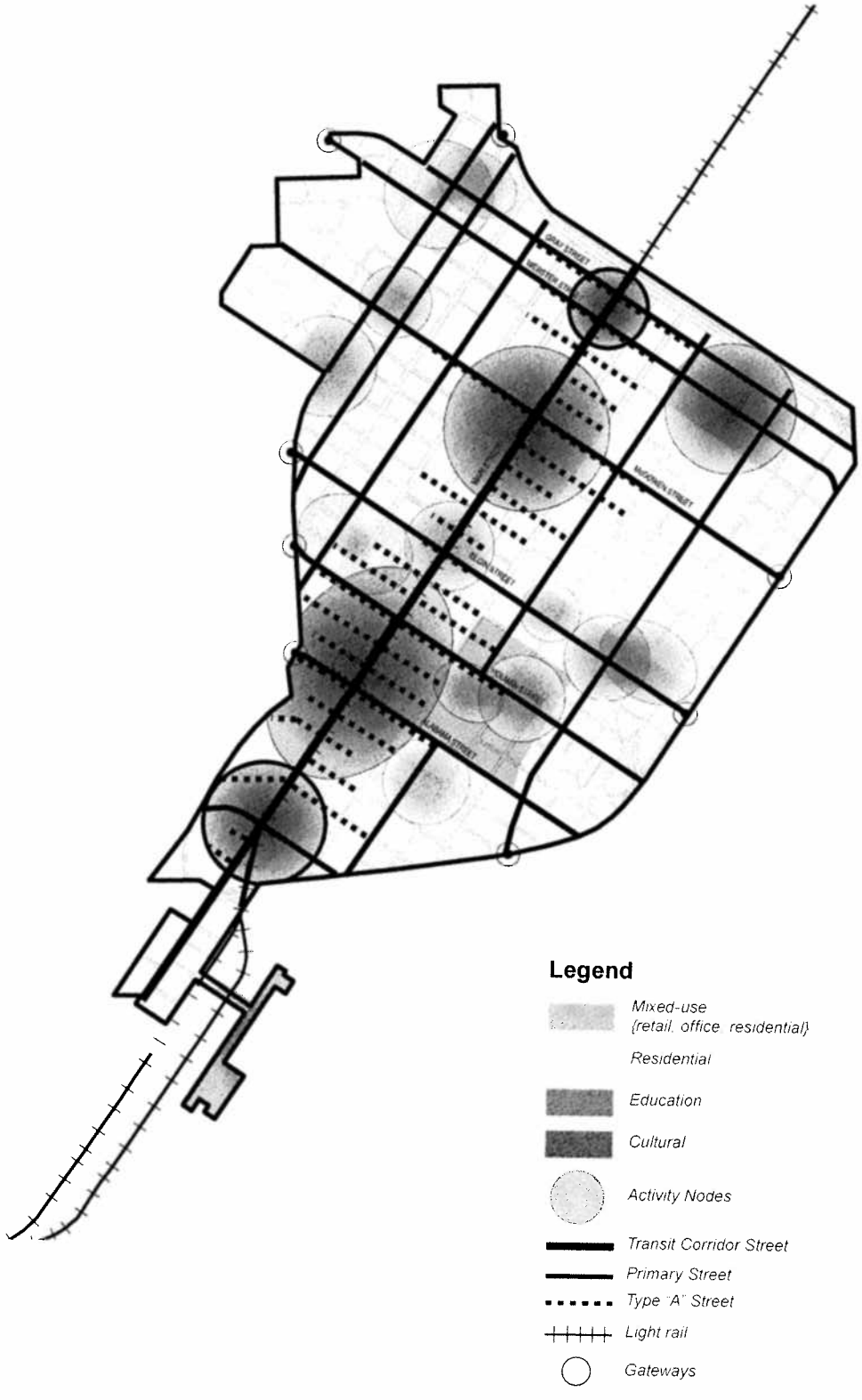
February 27, 2012

midtown

DESIGNWORKSHOP WALTER P MOORE

MAP 3
Proposed Land Uses

Proposed Land Uses



Midtown District Houston, Texas

Midtown Redevelopment Authority

1"=1,000'
0 500 1,000 2,000

NORTH

DESIGNWORKSHOP
WALTER P MOORE

January 2013

Exhibit 1 - Part F Project Costs Schedule

	1997/1999 Plan Estimated Costs	2009 Plan Estimated Costs	2011 Plan Estimated Costs	2013 Plan Estimated Costs	Total Plan	Costs through 06/30/12	Remaining Costs
Non-Educational Project Costs							
Infrastructure Improvements:							
Roadway and Utility System Improvements							
Streets and Utilities	$ 62,365,000	$ -	$ 7,898,856	$ -	$ 70,263,856	$ 11,623,374	$ 58,640,482
Streetscapes and Gateways improvements							
Streetscapes and Gateways	$ 36,190,000	$ -	$ 4,583,654	$ -	$ 40,773,654	$ 21,639,623	$ 19,134,031
Pubic Infrastructure							
Public Infrastructure	$ -	$ -	$ -	$ 18,000,000	$ 18,000,000	$ -	$ 18,000,000
Total Infrastructure Improvement	**$ 98,555,000**	**$ -**	**$ 12,482,510**	**$ 18,000,000**	**$ 129,037,510**	**$ 33,262,997**	**$ 95,774,513**
Other Project Costs:							
Real Property Assembly Improvements							
Real Property Assembly	$ 20,000,000	$ -	$ 2,533,106	$ 3,000,000	$ 25,533,106	$ 13,222,886	$ 12,310,220
Total Real Property Assembly Improvements	**$ 20,000,000**	**$ -**	**$ 2,533,106**	**$ 3,000,000**	**$ 22,533,106**	**$ 13,222,886**	**$ 12,310,220**
Professional Services Improvements							
Professional Services	$ 5,763,000	$ -	$ 1,203,225	$ -	$ 6,966,225	$ 3,682,900	$ 3,283,325
Total Professional Services Improvements	**$ 5,763,000**	**$ -**	**$ 1,203,225**	**$ -**	**$ 6,966,225**	**$ 3,682,900**	**$ 3,283,325**
Historic Preservation Improvements							
Historic Preservation	$ 9,500,000	$ -	$ 729,914	$ (10,089,922)	$ 139,992	$ 139,992	$ -
Total Historic Preservation Improvements	**$ 9,500,000**	**$ -**	**$ 729,914**	**$ (10,089,922)**	**$ 10,229,914**	**$ 139,992**	**$ -**
Parks and Recreational Facilities Improvements							
Parks and Paths	$ 16,210,000	$ -	$ 2,053,082	$ 1,639,922	$ 19,903,004	$ 8,014,130	$ 11,888,874
Total Parks and Recreational Facilities Improvements	**$ 16,210,000**	**$ -**	**$ 2,053,082**	**$ 1,639,922**	**$ 18,263,082**	**$ 8,014,130**	**$ 11,888,874**
Safety & Security Infrastructure Improvements							
Security Equipment	$ 4,550,000	$ -	$ 576,282	$ (3,550,000)	$ 1,576,282	$ -	$ 1,576,282
Total Safety & Security Improvements	**$ 4,550,000**	**$ -**	**$ 576,282**	**$ (3,550,000)**	**$ 1,576,282**	**$ -**	**$ 1,576,282**
Remediation Improvements							
Demolition and Cleanup	$ 3,900,000	$ -	$ 493,956	$ -	$ 4,393,956	$ -	$ 4,393,956
Total Remediation Improvements	**$ 3,900,000**	**$ -**	**$ 493,956**	**$ -**	**$ 4,393,956**	**$ -**	**$ 4,393,956**
Cultural and Public Facilities Improvements							
Cultural and Places of Public Assembly Facilities	$ -	$ 5,000,000	$ 633,276	$ 1,000,000	$ 6,633,276	$ 3,433,321	$ 3,199,955
Total Cultural and Public Facilities Improvements	**$ -**	**$ 5,000,000**	**$ 633,276**	**$ 1,000,000**	$ 6,633,276	**$ 3,433,321**	**$ 3,199,955**
Total Other Project Costs	**$ 59,923,000**	**$ 5,000,000**	**$ 8,222,841**	**$ (8,000,000)**	**$ 65,145,841**	**$ 28,493,229**	**$ 36,652,612**
Affordable Housing Improvements							
Affordable Housing	$ 115,287,000	$ -	$ 14,601,707	$ -	$ 129,888,707	$ 43,577,589	$ 86,311,118
Total Affordable Housing Improvements	**$ 115,287,000**	**$ -**	**$ 14,601,707**	**$ -**	**$ 129,888,707**	**$ 43,577,589**	**$ 86,311,118**
Financing Cost:							
Financing Cost	$ 62,869,111	$ -	$ 7,962,705	$ (10,000,000)	$ 60,831,816	$ 33,080,563	$ 27,751,253
Total Financing Costs	**$ 62,869,111**	**$ -**	**$ 7,962,705**	**$ (10,000,000)**	**$ 60,831,816**	**$ 33,080,563**	**$ 27,751,253**
Zone Administration:							
Operations for Duration of Zone	$ 13,661,000	$ -	$ 1,730,238	$ -	$ 15,391,238	$ 10,450,274	$ 4,940,964
Zone Creation	$ 557,300	$ -	$ -	$ -	$ 557,300	$ 557,300	$ -
Total Zone Administration Costs	**$ 14,218,300**	**$ -**	**$ 1,730,238**	**$ -**	$ 15,948,538	**$ 11,007,574**	**$ 4,940,964**
Total Non- Educational Project Costs	**$ 240,115,411**	**$ 5,000,000**	**$ 30,974,576**	**$ (3,550,000)**	**$ 276,089,987**	**$ 105,844,363**	**$ 166,695,624**
Education Project Costs							
Cost Associated with the construction/reconstruction of Educational Facilities	$ 83,770,000	$ -	$ -	$ -	$ 83,770,000	$ 25,934,700	$ 57,835,300
Total Education Project Costs	**$ 83,770,000**	**$ -**	**$ -**	**$ -**	**$ 83,770,000**	**$ 25,934,700**	**$ 57,835,300**
PROJECT PLAN TOTAL	**$ 434,622,411**	**$ 5,000,000**	**$ 45,000,001**	**$ -**	**$ 484,622,412**	**$ 175,356,652**	**$ 309,265,760**

Notes:.

Pursuant to Section Two, E. Operation of Zone and Project Facilities hereof, up to 5% of all project costs for the Zone may be used for operation of Zone and project facilties. costs regardless of project cost.

Public Infrastructure includes parking facilities within the Zone.

For informational purposes only. These costs are taken from an audited supplement to the most recent financial audit of the Midtown Redevelopment Authority and may be supplemented, revised, and amended as determined to be accurate by the Authority based on actual expendures of funds.

EXHIBIT 2
Net Revenue Schedule – All Entities

TY	Increment Revenue				Net Revenue (Total Increment Revenue Less Transfers)
	Original Area and Annexation 1995	Annexation 1999	Annexation 2009(1)	Total Increment Revenue	
2012	$ 16,978,055	$ 1,929,669	$ -	$ 18,907,723	$ 9,778,190
2013	$ 17,966,488	$ 2,028,648	$ -	$ 19,995,135	$ 10,388,563
2014	$ 18,792,511	$ 2,128,573	$ -	$ 20,921,085	$ 10,910,152
2015	$ 19,641,898	$ 2,229,469	$ -	$ 21,871,367	$ 11,445,773
2016	$ 20,815,238	$ 2,331,359	$ -	$ 23,146,597	$ 12,161,768
2017	$ 21,718,534	$ 2,434,269	$ -	$ 24,152,803	$ 12,729,509
2018	$ 22,853,224	$ 2,538,190	$ -	$ 25,391,415	$ 13,426,458
2019	$ 20,969,204	$ 2,643,290	$ -	$ 23,612,494	$ 12,274,309
2020	$ 20,183,749	$ 2,749,487	$ -	$ 22,933,237	$ 11,799,173
2021	$ 20,790,183	$ 2,856,810	$ -	$ 23,646,992	$ 12,235,980
2022	$ 21,381,369	$ 2,965,285	$ -	$ 24,346,655	$ 12,676,583
2023	$ 21,987,336	$ 3,074,847	$ -	$ 25,062,183	$ 13,127,778
2024	$ 22,608,451	$ 3,185,621	$ -	$ 25,794,072	$ 13,589,852
2025	$ 9,003,762	$ 1,704,481	$ -	$ 10,708,244	$ 6,641,339
2026	$ 8,171,030	$ 1,547,824	$ -	$ 9,718,854	$ 5,993,293
2027	$ 8,399,637	$ 1,594,992	$ -	$ 9,994,629	$ 6,163,354
2028	$ 8,633,959	$ 1,643,339	$ -	$ 10,277,298	$ 6,337,667
2029	$ 8,874,140	$ 1,692,894	$ -	$ 10,567,034	$ 6,516,338
2030	$ 9,120,325	$ 1,743,689	$ -	$ 10,864,013	$ 6,699,475
2031	$ 9,372,664	$ 1,795,753	$ -	$ 11,168,417	$ 6,887,190
2032	$ 9,631,312	$ 1,849,119	$ -	$ 11,480,431	$ 7,079,599
	$ 337,893,068	**$ 46,667,609**	**$ -**	**$ 384,560,677**	**$ 208,862,344**

EXHIBIT 2A
Transfer Schedule – All Entities

Tax Year (1)	Increment Revenue													Transfers (5)				Net Revenue (Total Increment Revenue less Total Transfers)
	Original Area and Annexation 1995 (2)					Annexation 1999 (3)					Annexation 2009(4)		Total					
	City	HISD	County	HCC	Total	City	HISD	County	HCC	Total	City	Total		Affordable Housing	HISD Educational Transfer	Admin	Total	
2012	$ 5,498,403	$ 7,080,038	$ 3,668,633	$ 730,981	$ 16,978,055	$ 996,392	$ 798,402	$ -	$ 134,875	$ 1,929,669	$ -	$ -	$ 18,907,723	$ 6,302,574	$ 2,268,787	$ 558,171	$ 9,129,533	$ 9,778,190
2013	$ 5,660,195	$ 7,777,192	$ 3,776,669	$ 752,432	$ 17,966,488	$ 1,029,774	$ 859,521	$ -	$ 139,353	$ 2,028,648	$ -	$ -	$ 19,995,135	$ 6,665,045	$ 2,368,195	$ 573,332	$ 9,606,572	$ 10,388,563
2014	$ 5,826,031	$ 8,304,655	$ 3,887,406	$ 774,420	$ 18,792,511	$ 1,063,990	$ 920,640	$ -	$ 143,943	$ 2,128,573	$ -	$ -	$ 20,921,085	$ 6,973,695	$ 2,448,366	$ 588,871	$ 10,010,933	$ 10,910,152
2015	$ 5,996,013	$ 8,848,017	$ 4,000,911	$ 796,957	$ 19,641,898	$ 1,099,062	$ 981,760	$ -	$ 148,648	$ 2,229,469	$ -	$ -	$ 21,871,367	$ 7,290,456	$ 2,530,339	$ 604,799	$ 10,425,594	$ 11,445,773
2016	$ 6,170,245	$ 9,707,681	$ 4,117,254	$ 820,058	$ 20,815,238	$ 1,135,011	$ 1,042,879	$ -	$ 153,470	$ 2,331,359	$ -	$ -	$ 23,146,597	$ 7,715,532	$ 2,648,171	$ 621,125	$ 10,984,829	$ 12,161,768
2017	$ 6,348,833	$ 10,289,460	$ 4,236,505	$ 843,736	$ 21,718,534	$ 1,171,858	$ 1,103,998	$ -	$ 158,413	$ 2,434,269	$ -	$ -	$ 24,152,803	$ 8,050,934	$ 2,734,500	$ 637,860	$ 11,423,294	$ 12,729,509
2018	$ 6,531,885	$ 11,094,595	$ 4,358,738	$ 868,006	$ 22,853,224	$ 1,209,626	$ 1,165,085	$ -	$ 163,479	$ 2,538,190	$ -	$ -	$ 25,391,415	$ 8,463,805	$ 2,846,139	$ 655,012	$ 11,964,957	$ 13,426,458
2019	$ 6,719,513	$ 11,714,982	$ 1,641,825	$ 892,883	$ 20,969,204	$ 1,248,339	$ 1,226,279	$ -	$ 168,672	$ 2,643,290	$ -	$ -	$ 23,612,494	$ 7,870,831	$ 2,936,869	$ 530,484	$ 11,338,185	$ 12,274,309
2020	$ 6,911,833	$ 12,353,534	$ -	$ 918,382	$ 20,183,749	$ 1,288,019	$ 1,287,472	$ -	$ 173,995	$ 2,749,487	$ -	$ -	$ 22,933,237	$ 7,644,412	$ 3,029,659	$ 459,993	$ 11,134,064	$ 11,799,173
2021	$ 7,108,960	$ 12,736,704	$ -	$ 944,519	$ 20,790,183	$ 1,328,692	$ 1,348,666	$ -	$ 179,451	$ 2,856,810	$ -	$ -	$ 23,646,992	$ 7,882,331	$ 3,056,799	$ 471,883	$ 11,411,012	$ 12,235,980
2022	$ 7,311,015	$ 13,099,046	$ -	$ 971,309	$ 21,381,369	$ 1,370,381	$ 1,409,860	$ -	$ 185,044	$ 2,965,285	$ -	$ -	$ 24,346,655	$ 8,115,552	$ 3,070,450	$ 484,070	$ 11,670,071	$ 12,676,583
2023	$ 7,518,122	$ 13,470,446	$ -	$ 998,768	$ 21,987,336	$ 1,413,113	$ 1,470,958	$ -	$ 190,776	$ 3,074,847	$ -	$ -	$ 25,062,183	$ 8,354,061	$ 3,083,782	$ 496,562	$ 11,934,405	$ 13,127,778
2024	$ 7,730,407	$ 13,851,131	$ -	$ 1,026,914	$ 22,608,451	$ 1,456,912	$ 1,532,057	$ -	$ 196,652	$ 3,185,621	$ -	$ -	$ 25,794,072	$ 8,598,024	$ 3,096,830	$ 509,366	$ 12,204,220	$ 13,589,852
2025	$ 7,947,998	$ -	$ -	$ 1,055,764	$ 9,003,762	$ 1,501,807	$ -	$ -	$ 202,674	$ 1,704,481	$ -	$ -	$ 10,708,244	$ 3,569,415	$ -	$ 497,490	$ 4,066,905	$ 6,641,339
2026	$ 8,171,030	$ -	$ -	$ -	$ 8,171,030	$ 1,547,824	$ -	$ -	$ -	$ 1,547,824	$ -	$ -	$ 9,718,854	$ 3,239,618	$ -	$ 485,943	$ 3,725,561	$ 5,993,293
2027	$ 8,399,637	$ -	$ -	$ -	$ 8,399,637	$ 1,594,992	$ -	$ -	$ -	$ 1,594,992	$ -	$ -	$ 9,994,629	$ 3,331,543	$ -	$ 499,731	$ 3,831,274	$ 6,163,354
2028	$ 8,633,959	$ -	$ -	$ -	$ 8,633,959	$ 1,643,339	$ -	$ -	$ -	$ 1,643,339	$ -	$ -	$ 10,277,298	$ 3,425,766	$ -	$ 513,865	$ 3,939,631	$ 6,337,667
2029	$ 8,874,140	$ -	$ -	$ -	$ 8,874,140	$ 1,692,894	$ -	$ -	$ -	$ 1,692,894	$ -	$ -	$ 10,567,034	$ 3,522,345	$ -	$ 528,352	$ 4,050,696	$ 6,516,338
2030	$ 9,120,325	$ -	$ -	$ -	$ 9,120,325	$ 1,743,689	$ -	$ -	$ -	$ 1,743,689	$ -	$ -	$ 10,864,013	$ 3,621,338	$ -	$ 543,201	$ 4,164,538	$ 6,699,475
2031	$ 9,372,664	$ -	$ -	$ -	$ 9,372,664	$ 1,795,753	$ -	$ -	$ -	$ 1,795,753	$ -	$ -	$ 11,168,417	$ 3,722,806	$ -	$ 558,421	$ 4,281,226	$ 6,887,190
2032	$ 9,631,312	$ -	$ -	$ -	$ 9,631,312	$ 1,849,119	$ -	$ -	$ -	$ 1,849,119	$ -	$ -	$ 11,480,431	$ 3,826,810	$ -	$ 574,022	$ 4,400,832	$ 7,079,599
	$ 155,482,519	$ 140,327,481	$ 29,687,939	$ 12,395,128	$ 337,893,068	$ 29,180,587	$ 15,147,577	$ -	$ 2,339,445	$ 46,667,609	$ -	$ -	$ 384,560,677	$ 128,186,892	$ 36,118,888	$ 11,392,552	$ 175,698,333	$ 208,862,344

EXHIBIT 3
Master Revenue Schedule – City of Houston

Tax Year(1)	Base Values (2)				Projected Value				Captured Appraised Value				Collection Rate (3)	Tax Rate
	Original	Annexation 1995	Annexation 1999	Annexation 2009	Original	Annexation 1995	Annexation 1999	Annexation 2009	Original	Annexation 1995	Annexation 1999	Annexation 2009		
2012	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 656,028,652	$ 388,482,540	$ 215,509,769	$ -	$ 556,685,452	$ 330,744,200	$ 160,815,419	$ -	97.00%	0.63875
2013	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 672,429,368	$ 398,194,604	$ 220,897,513	$ -	$ 573,086,168	$ 340,456,264	$ 166,203,163	$ -	97.00%	0.63875
2014	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 689,240,103	$ 408,149,469	$ 226,419,951	$ -	$ 589,896,903	$ 350,411,129	$ 171,725,601	$ -	97.00%	0.63875
2015	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 706,471,105	$ 418,353,205	$ 232,080,450	$ -	$ 607,127,905	$ 360,614,865	$ 177,386,100	$ -	97.00%	0.63875
2016	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 724,132,883	$ 428,812,035	$ 237,882,461	$ -	$ 624,789,683	$ 371,073,695	$ 183,188,111	$ -	97.00%	0.63875
2017	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 742,236,205	$ 439,532,336	$ 243,829,523	$ -	$ 642,893,005	$ 381,793,996	$ 189,135,173	$ -	97.00%	0.63875
2018	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 760,792,110	$ 450,520,645	$ 249,925,261	$ -	$ 661,448,910	$ 392,782,305	$ 195,230,911	$ -	97.00%	0.63875
2019	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 779,811,913	$ 461,783,661	$ 256,173,392	$ -	$ 680,468,713	$ 404,045,321	$ 201,479,042	$ -	97.00%	0.63875
2020	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 799,307,210	$ 473,328,252	$ 262,577,727	$ -	$ 699,964,010	$ 415,589,912	$ 207,883,377	$ -	97.00%	0.63875
2021	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 819,289,891	$ 485,161,459	$ 269,142,170	$ -	$ 719,946,691	$ 427,423,119	$ 214,447,820	$ -	97.00%	0.63875
2022	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 839,772,138	$ 497,290,495	$ 275,870,724	$ -	$ 740,428,938	$ 439,552,155	$ 221,176,374	$ -	97.00%	0.63875
2023	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 860,766,441	$ 509,722,758	$ 282,767,493	$ -	$ 761,423,241	$ 451,984,418	$ 228,073,143	$ -	97.00%	0.63875
2024	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 882,285,602	$ 522,465,826	$ 289,836,680	$ -	$ 782,942,402	$ 464,727,486	$ 235,142,330	$ -	97.00%	0.63875
2025	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 904,342,743	$ 535,527,472	$ 297,082,597	$ -	$ 804,999,543	$ 477,789,132	$ 242,388,247	$ -	97.00%	0.63875
2026	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 926,951,311	$ 548,915,659	$ 304,509,662	$ -	$ 827,608,111	$ 491,177,319	$ 249,815,312	$ -	97.00%	0.63875
2027	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 950,125,094	$ 562,638,550	$ 312,122,403	$ -	$ 850,781,894	$ 504,900,210	$ 257,428,053	$ -	97.00%	0.63875
2028	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 973,878,221	$ 576,704,514	$ 319,925,463	$ -	$ 874,535,021	$ 518,966,174	$ 265,231,113	$ -	97.00%	0.63875
2029	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 998,225,177	$ 591,122,127	$ 327,923,600	$ -	$ 898,881,977	$ 533,383,787	$ 273,229,250	$ -	97.00%	0.63875
2030	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 1,023,180,806	$ 605,900,180	$ 336,121,690	$ -	$ 923,837,606	$ 548,161,840	$ 281,427,340	$ -	97.00%	0.63875
2031	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 1,048,760,326	$ 621,047,685	$ 344,524,732	$ -	$ 949,417,126	$ 563,309,345	$ 289,830,382	$ -	97.00%	0.63875
2032	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ -	$ 1,074,979,334	$ 636,573,877	$ 353,137,851	$ -	$ 975,636,134	$ 578,835,537	$ 298,443,501	$ -	97.00%	0.63875

Tax Year(1)	Increment Revenue					Affordable Housing (4)	City Admin (5%)	Net Revenue(Less Transfers and AH)
	Original	Annexation 1995	Annexation 1999	Annexation 2009	Total			
2012	$ 3,449,153	$ 2,049,250	$ 996,392	$ -	$ 6,494,795	$ 2,164,932	$ 324,740	$ 4,005,124
2013	$ 3,550,770	$ 2,109,424	$ 1,029,774	$ -	$ 6,689,969	$ 2,229,990	$ 334,498	$ 4,125,481
2014	$ 3,654,927	$ 2,171,104	$ 1,063,990	$ -	$ 6,890,021	$ 2,296,674	$ 344,501	$ 4,248,847
2015	$ 3,761,689	$ 2,234,325	$ 1,099,062	$ -	$ 7,095,075	$ 2,365,025	$ 354,754	$ 4,375,296
2016	$ 3,871,119	$ 2,299,126	$ 1,135,011	$ -	$ 7,305,256	$ 2,435,085	$ 365,263	$ 4,504,908
2017	$ 3,983,285	$ 2,365,548	$ 1,171,858	$ -	$ 7,520,690	$ 2,506,897	$ 376,035	$ 4,637,759
2018	$ 4,098,255	$ 2,433,630	$ 1,209,626	$ -	$ 7,741,511	$ 2,580,504	$ 387,076	$ 4,773,932
2019	$ 4,216,099	$ 2,503,414	$ 1,248,339	$ -	$ 7,967,852	$ 2,655,951	$ 398,393	$ 4,913,509
2020	$ 4,336,890	$ 2,574,943	$ 1,288,019	$ -	$ 8,199,852	$ 2,733,284	$ 409,993	$ 5,056,575
2021	$ 4,460,700	$ 2,648,260	$ 1,328,692	$ -	$ 8,437,652	$ 2,812,551	$ 421,883	$ 5,203,219
2022	$ 4,587,605	$ 2,723,410	$ 1,370,381	$ -	$ 8,681,397	$ 2,893,799	$ 434,070	$ 5,353,528
2023	$ 4,717,683	$ 2,800,439	$ 1,413,113	$ -	$ 8,931,235	$ 2,977,078	$ 446,562	$ 5,507,595
2024	$ 4,851,013	$ 2,879,393	$ 1,456,912	$ -	$ 9,187,319	$ 3,062,440	$ 459,366	$ 5,665,513
2025	$ 4,987,677	$ 2,960,322	$ 1,501,807	$ -	$ 9,449,806	$ 3,149,935	$ 472,490	$ 5,827,380
2026	$ 5,127,756	$ 3,043,273	$ 1,547,824	$ -	$ 9,718,854	$ 3,239,618	$ 485,943	$ 5,993,293
2027	$ 5,271,338	$ 3,128,299	$ 1,594,992	$ -	$ 9,994,629	$ 3,331,543	$ 499,731	$ 6,163,354
2028	$ 5,418,510	$ 3,215,450	$ 1,643,339	$ -	$ 10,277,298	$ 3,425,766	$ 513,865	$ 6,337,667
2029	$ 5,569,360	$ 3,304,779	$ 1,692,894	$ -	$ 10,567,034	$ 3,522,345	$ 528,352	$ 6,516,338
2030	$ 5,723,982	$ 3,396,342	$ 1,743,689	$ -	$ 10,864,013	$ 3,621,338	$ 543,201	$ 6,699,475
2031	$ 5,882,470	$ 3,490,194	$ 1,795,753	$ -	$ 11,168,417	$ 3,722,806	$ 558,421	$ 6,887,190
2032	$ 6,044,920	$ 3,586,393	$ 1,849,119	$ -	$ 11,480,431	$ 3,826,810	$ 574,022	$ 7,079,599
	$ 97,565,201	$ 57,917,318	$ 29,180,587	$ -	$ 184,663,106	$ 61,554,369	$ 9,233,155	$ 113,875,582

EXHIBIT 3A
Revenue Schedule – City of Houston (Original Area)

Tax Year	Fiscal Year	Base Value (1)	Projected Value (2)	Captured Appraised Value	Collection Rate (3)	Tax Rate	Increment Revenue
2012	2013	$ 99,343,200	$ 656,028,652	$ 556,685,452	97.00%	0.63875	$ 3,449,153
2013	2014	$ 99,343,200	$ 672,429,368	$ 573,086,168	97.00%	0.63875	$ 3,550,770
2014	2015	$ 99,343,200	$ 689,240,103	$ 589,896,903	97.00%	0.63875	$ 3,654,927
2015	2016	$ 99,343,200	$ 706,471,105	$ 607,127,905	97.00%	0.63875	$ 3,761,689
2016	2017	$ 99,343,200	$ 724,132,883	$ 624,789,683	97.00%	0.63875	$ 3,871,119
2017	2018	$ 99,343,200	$ 742,236,205	$ 642,893,005	97.00%	0.63875	$ 3,983,285
2018	2019	$ 99,343,200	$ 760,792,110	$ 661,448,910	97.00%	0.63875	$ 4,098,255
2019	2020	$ 99,343,200	$ 779,811,913	$ 680,468,713	97.00%	0.63875	$ 4,216,099
2020	2021	$ 99,343,200	$ 799,307,210	$ 699,964,010	97.00%	0.63875	$ 4,336,890
2021	2022	$ 99,343,200	$ 819,289,891	$ 719,946,691	97.00%	0.63875	$ 4,460,700
2022	2023	$ 99,343,200	$ 839,772,138	$ 740,428,938	97.00%	0.63875	$ 4,587,605
2023	2024	$ 99,343,200	$ 860,766,441	$ 761,423,241	97.00%	0.63875	$ 4,717,683
2024	2025	$ 99,343,200	$ 882,285,602	$ 782,942,402	97.00%	0.63875	$ 4,851,013
2025	2026	$ 99,343,200	$ 904,342,743	$ 804,999,543	97.00%	0.63875	$ 4,987,677
2026	2027	$ 99,343,200	$ 926,951,311	$ 827,608,111	97.00%	0.63875	$ 5,127,756
2027	2028	$ 99,343,200	$ 950,125,094	$ 850,781,894	97.00%	0.63875	$ 5,271,338
2028	2029	$ 99,343,200	$ 973,878,221	$ 874,535,021	97.00%	0.63875	$ 5,418,510
2029	2030	$ 99,343,200	$ 998,225,177	$ 898,881,977	97.00%	0.63875	$ 5,569,360
2030	2031	$ 99,343,200	$ 1,023,180,806	$ 923,837,606	97.00%	0.63875	$ 5,723,982
2031	2032	$ 99,343,200	$ 1,048,760,326	$ 949,417,126	97.00%	0.63875	$ 5,882,470
2032	2033	$ 99,343,200	$ 1,074,979,334	$ 975,636,134	97.00%	0.63875	$ 6,044,920
							$ 97,565,201

EXHIBIT 3B
Revenue Schedule – City of Houston (1995 Annexed Area)

Tax Year(1)	Fiscal Year	Base Value(2)	Projected Value (3)	Captured Appraised Value	Collection Rate (4)	Tax Rate	Increment Revenue
2012	2013	$ 57,738,340	$ 388,482,540	$ 330,744,200	97.00%	0.63875	$ 2,049,250
2013	2014	$ 57,738,340	$ 398,194,604	$ 340,456,264	97.00%	0.63875	$ 2,109,424
2014	2015	$ 57,738,340	$ 408,149,469	$ 350,411,129	97.00%	0.63875	$ 2,171,104
2015	2016	$ 57,738,340	$ 418,353,205	$ 360,614,865	97.00%	0.63875	$ 2,234,325
2016	2017	$ 57,738,340	$ 428,812,035	$ 371,073,695	97.00%	0.63875	$ 2,299,126
2017	2018	$ 57,738,340	$ 439,532,336	$ 381,793,996	97.00%	0.63875	$ 2,365,548
2018	2019	$ 57,738,340	$ 450,520,645	$ 392,782,305	97.00%	0.63875	$ 2,433,630
2019	2020	$ 57,738,340	$ 461,783,661	$ 404,045,321	97.00%	0.63875	$ 2,503,414
2020	2021	$ 57,738,340	$ 473,328,252	$ 415,589,912	97.00%	0.63875	$ 2,574,943
2021	2022	$ 57,738,340	$ 485,161,459	$ 427,423,119	97.00%	0.63875	$ 2,648,260
2022	2023	$ 57,738,340	$ 497,290,495	$ 439,552,155	97.00%	0.63875	$ 2,723,410
2023	2024	$ 57,738,340	$ 509,722,758	$ 451,984,418	97.00%	0.63875	$ 2,800,439
2024	2025	$ 57,738,340	$ 522,465,826	$ 464,727,486	97.00%	0.63875	$ 2,879,393
2025	2026	$ 57,738,340	$ 535,527,472	$ 477,789,132	97.00%	0.63875	$ 2,960,322
2026	2027	$ 57,738,340	$ 548,915,659	$ 491,177,319	97.00%	0.63875	$ 3,043,273
2027	2028	$ 57,738,340	$ 562,638,550	$ 504,900,210	97.00%	0.63875	$ 3,128,299
2028	2029	$ 57,738,340	$ 576,704,514	$ 518,966,174	97.00%	0.63875	$ 3,215,450
2029	2030	$ 57,738,340	$ 591,122,127	$ 533,383,787	97.00%	0.63875	$ 3,304,779
2030	2031	$ 57,738,340	$ 605,900,180	$ 548,161,840	97.00%	0.63875	$ 3,396,342
2031	2032	$ 57,738,340	$ 621,047,685	$ 563,309,345	97.00%	0.63875	$ 3,490,194
2032	2033	$ 57,738,340	$ 636,573,877	$ 578,835,537	97.00%	0.63875	$ 3,586,393
							$ 57,917,318

EXHIBIT 3C
Revenue Schedule – City of Houston (1999 Annexed Area)

Tax Year(1)	Fiscal Year	Base Value(2)	Projected Value (3)	Captured Appraised Value	Collection Rate (4)	Tax Rate	Increment Revenue
2012	2013	$ 54,694,350	$ 215,509,769	$ 160,815,419	97.00%	0.63875	$ 996,392
2013	2014	$ 54,694,350	$ 220,897,513	$ 166,203,163	97.00%	0.63875	$ 1,029,774
2014	2015	$ 54,694,350	$ 226,419,951	$ 171,725,601	97.00%	0.63875	$ 1,063,990
2015	2016	$ 54,694,350	$ 232,080,450	$ 177,386,100	97.00%	0.63875	$ 1,099,062
2016	2017	$ 54,694,350	$ 237,882,461	$ 183,188,111	97.00%	0.63875	$ 1,135,011
2017	2018	$ 54,694,350	$ 243,829,523	$ 189,135,173	97.00%	0.63875	$ 1,171,858
2018	2019	$ 54,694,350	$ 249,925,261	$ 195,230,911	97.00%	0.63875	$ 1,209,626
2019	2020	$ 54,694,350	$ 256,173,392	$ 201,479,042	97.00%	0.63875	$ 1,248,339
2020	2021	$ 54,694,350	$ 262,577,727	$ 207,883,377	97.00%	0.63875	$ 1,288,019
2021	2022	$ 54,694,350	$ 269,142,170	$ 214,447,820	97.00%	0.63875	$ 1,328,692
2022	2023	$ 54,694,350	$ 275,870,724	$ 221,176,374	97.00%	0.63875	$ 1,370,381
2023	2024	$ 54,694,350	$ 282,767,493	$ 228,073,143	97.00%	0.63875	$ 1,413,113
2024	2025	$ 54,694,350	$ 289,836,680	$ 235,142,330	97.00%	0.63875	$ 1,456,912
2025	2026	$ 54,694,350	$ 297,082,597	$ 242,388,247	97.00%	0.63875	$ 1,501,807
2026	2027	$ 54,694,350	$ 304,509,662	$ 249,815,312	97.00%	0.63875	$ 1,547,824
2027	2028	$ 54,694,350	$ 312,122,403	$ 257,428,053	97.00%	0.63875	$ 1,594,992
2028	2029	$ 54,694,350	$ 319,925,463	$ 265,231,113	97.00%	0.63875	$ 1,643,339
2029	2030	$ 54,694,350	$ 327,923,600	$ 273,229,250	97.00%	0.63875	$ 1,692,894
2030	2031	$ 54,694,350	$ 336,121,690	$ 281,427,340	97.00%	0.63875	$ 1,743,689
2031	2032	$ 54,694,350	$ 344,524,732	$ 289,830,382	97.00%	0.63875	$ 1,795,753
2032	2033	$ 54,694,350	$ 353,137,851	$ 298,443,501	97.00%	0.63875	$ 1,849,119
							$ 29,180,587

EXHIBIT 3D
Revenue Schedule – City of Houston (2009 Annexed Area)

Tax Year(1)	Fiscal Year	Base Value(2)	Projected Value (3)	Captured Appraised Value	Collection Rate (4)	Tax Rate	Increment Revenue
2012	2013	$ -	$ -	$ -	97.00%	0.63875	$ -
2013	2014	$ -	$ -	$ -	97.00%	0.63875	$ -
2014	2015	$ -	$ -	$ -	97.00%	0.63875	$ -
2015	2016	$ -	$ -	$ -	97.00%	0.63875	$ -
2016	2017	$ -	$ -	$ -	97.00%	0.63875	$ -
2017	2018	$ -	$ -	$ -	97.00%	0.63875	$ -
2018	2019	$ -	$ -	$ -	97.00%	0.63875	$ -
2019	2020	$ -	$ -	$ -	97.00%	0.63875	$ -
2020	2021	$ -	$ -	$ -	97.00%	0.63875	$ -
2021	2022	$ -	$ -	$ -	97.00%	0.63875	$ -
2022	2023	$ -	$ -	$ -	97.00%	0.63875	$ -
2023	2024	$ -	$ -	$ -	97.00%	0.63875	$ -
2024	2025	$ -	$ -	$ -	97.00%	0.63875	$ -
2025	2026	$ -	$ -	$ -	97.00%	0.63875	$ -
2026	2027	$ -	$ -	$ -	97.00%	0.63875	$ -
2027	2028	$ -	$ -	$ -	97.00%	0.63875	$ -
2028	2029	$ -	$ -	$ -	97.00%	0.63875	$ -
2029	2030	$ -	$ -	$ -	97.00%	0.63875	$ -
2030	2031	$ -	$ -	$ -	97.00%	0.63875	$ -
2031	2032	$ -	$ -	$ -	97.00%	0.63875	$ -
2032	2033	$ -	$ -	$ -	97.00%	0.63875	$ -
							$ -

EXHIBIT 4
Master Revenue Schedule – Houston Independent School District

Tax Year(1)	Base Values (2)		Lesser of: Captured Appraised Value		Lesser of: Project Plan Value (3)		Collection Rate (4)	Tax Rate	
	Original	Annexation 1999	Original	Annexation 1999	Original	Annexation 1999		Original	Annex. 1999
2012	$ 156,591,480	$ 53,013,840	$ 877,766,283	$ 160,832,354	$ 631,020,000	$ 85,739,000	97.00%	1.1567	0.96
2013	$ 156,591,480	$ 53,013,840	$ 903,625,227	$ 166,178,509	$ 693,155,000	$ 92,302,500	97.00%	1.1567	0.96
2014	$ 156,591,480	$ 53,013,840	$ 930,130,645	$ 171,658,318	$ 740,166,000	$ 98,866,000	97.00%	1.1567	0.96
2015	$ 156,591,480	$ 53,013,840	$ 957,298,698	$ 177,275,122	$ 788,594,000	$ 105,429,500	97.00%	1.1567	0.96
2016	$ 156,591,480	$ 53,013,840	$ 985,145,952	$ 183,032,346	$ 865,213,000	$ 111,993,000	97.00%	1.1567	0.96
2017	$ 156,591,480	$ 53,013,840	$ 1,013,689,388	$ 188,933,500	$ 917,065,000	$ 118,556,500	97.00%	1.1567	0.96
2018	$ 156,591,480	$ 53,013,840	$ 1,042,946,410	$ 194,982,184	$ 988,824,000	$ 125,116,500	97.00%	1.1567	0.96
2019	$ 156,591,480	$ 53,013,840	$ 1,072,934,857	$ 201,182,084	$ 1,044,117,000	$ 131,688,000	97.00%	1.1567	0.96
2020	$ 156,591,480	$ 53,013,840	$ 1,103,673,016	$ 207,536,982	$ 1,101,029,000	$ 138,259,500	97.00%	1.1567	0.96
2021	$ 156,591,480	$ 53,013,840	$ 1,135,179,628	$ 214,050,753	$ 1,141,091,000	$ 144,831,000	97.00%	1.1567	0.96
2022	$ 156,591,480	$ 53,013,840	$ 1,167,473,906	$ 220,727,368	$ 1,181,089,000	$ 151,402,500	97.00%	1.1567	0.96
2023	$ 156,591,480	$ 53,013,840	$ 1,200,575,540	$ 227,570,898	$ 1,222,106,000	$ 157,963,750	97.00%	1.1567	0.96
2024	$ 156,591,480	$ 53,013,840	$ 1,234,504,716	$ 234,585,516	$ 1,264,166,000	$ 164,525,000	97.00%	1.1567	0.96

Tax Year(1)	Increment Revenue			Affordable Housing (5)	Educational Transfers	HISD Admin	Net Revenue(Less AH, Transfers, & Admin)
	Original	Annexation 1999	Total				
2012	$ 7,080,038	$ 798,402	$ 7,878,440	$ 2,626,147	$ 2,268,787	$ 25,000	$ 2,958,506
2013	$ 7,777,192	$ 859,521	$ 8,636,713	$ 2,878,904	$ 2,368,195	$ 25,000	$ 3,364,613
2014	$ 8,304,655	$ 920,640	$ 9,225,295	$ 3,075,098	$ 2,448,366	$ 25,000	$ 3,676,831
2015	$ 8,848,017	$ 981,760	$ 9,829,776	$ 3,276,592	$ 2,530,339	$ 25,000	$ 3,997,845
2016	$ 9,707,681	$ 1,042,879	$ 10,750,560	$ 3,583,520	$ 2,648,171	$ 25,000	$ 4,493,869
2017	$ 10,289,460	$ 1,103,998	$ 11,393,458	$ 3,797,819	$ 2,734,500	$ 25,000	$ 4,836,139
2018	$ 11,094,595	$ 1,165,085	$ 12,259,680	$ 4,086,560	$ 2,846,139	$ 25,000	$ 5,301,981
2019	$ 11,714,982	$ 1,226,279	$ 12,941,261	$ 4,313,754	$ 2,936,869	$ 25,000	$ 5,665,638
2020	$ 12,353,534	$ 1,287,472	$ 13,641,007	$ 4,547,002	$ 3,029,659	$ 25,000	$ 6,039,346
2021	$ 12,736,704	$ 1,348,666	$ 14,085,370	$ 4,695,123	$ 3,056,799	$ 25,000	$ 6,308,448
2022	$ 13,099,046	$ 1,409,860	$ 14,508,906	$ 4,836,302	$ 3,070,450	$ 25,000	$ 6,577,154
2023	$ 13,470,446	$ 1,470,958	$ 14,941,404	$ 4,980,468	$ 3,083,782	$ 25,000	$ 6,852,154
2024	$ 13,851,131	$ 1,532,057	$ 15,383,187	$ 5,127,729	$ 3,096,830	$ 25,000	$ 7,133,628
	$ 140,327,481	$ 15,147,577	$ 155,475,058	$ 51,825,019	$ 36,118,888	$ 325,000	$ 67,206,150

EXHIBIT 4A
Revenue Schedule – Houston Independent School District (Original Area)

Tax Year	Fiscal Year	Base Value (1)	Projected Value (2)	Lesser of:		Collection Rate (4)	Tax Rate	Increment Revenue
				Captured Appraised Value	Project Plan			
2012	2013	$ 156,591,480	$ 1,034,357,763	$ 877,766,283	**$ 631,020,000**	97.00%	1.15670	$ 7,080,038
2013	2014	$ 156,591,480	$ 1,060,216,707	$ 903,625,227	**$ 693,155,000**	97.00%	1.15670	$ 7,777,192
2014	2015	$ 156,591,480	$ 1,086,722,125	$ 930,130,645	**$ 740,166,000**	97.00%	1.15670	$ 8,304,655
2015	2016	$ 156,591,480	$ 1,113,890,178	$ 957,298,698	**$ 788,594,000**	97.00%	1.15670	$ 8,848,017
2016	2017	$ 156,591,480	$ 1,141,737,432	$ 985,145,952	**$ 865,213,000**	97.00%	1.15670	$ 9,707,681
2017	2018	$ 156,591,480	$ 1,170,280,868	$ 1,013,689,388	**$ 917,065,000**	97.00%	1.15670	$ 10,289,460
2018	2019	$ 156,591,480	$ 1,199,537,890	$ 1,042,946,410	**$ 988,824,000**	97.00%	1.15670	$ 11,094,595
2019	2020	$ 156,591,480	$ 1,229,526,337	$ 1,072,934,857	**$ 1,044,117,000**	97.00%	1.15670	$ 11,714,982
2020	2021	$ 156,591,480	$ 1,260,264,496	$ 1,103,673,016	**$ 1,101,029,000**	97.00%	1.15670	$ 12,353,534
2021	2022	$ 156,591,480	$ 1,291,771,108	$ 1,135,179,628	**$ 1,141,091,000**	97.00%	1.15670	$ 12,736,704
2022	2023	$ 156,591,480	$ 1,324,065,386	$ 1,167,473,906	**$ 1,181,089,000**	97.00%	1.15670	$ 13,099,046
2023	2024	$ 156,591,480	$ 1,357,167,020	$ 1,200,575,540	**$ 1,222,106,000**	97.00%	1.15670	$ 13,470,446
2024	2025	$ 156,591,480	$ 1,391,096,196	$ 1,234,504,716	**$ 1,264,166,000**	97.00%	1.15670	$ 13,851,131
								$ 140,327,481

EXHIBIT 4B
Revenue Schedule – Houston Independent School District (1999 Annexed Area)

Tax Year(1)	Fiscal Year	Base Value (2)	Projected Value (3)	Lesser of:		Collection Rate (4)	Tax Rate	Increment Revenue
				Captured Appraised Value	Project Plan			
2012	2013	$ 53,013,840	$ 213,846,194	$ 160,832,354	**$ 85,739,000**	97.00%	0.96000	$ 798,402
2013	2014	$ 53,013,840	$ 219,192,349	$ 166,178,509	**$ 92,302,500**	97.00%	0.96000	$ 859,521
2014	2015	$ 53,013,840	$ 224,672,158	$ 171,658,318	**$ 98,866,000**	97.00%	0.96000	$ 920,640
2015	2016	$ 53,013,840	$ 230,288,962	$ 177,275,122	**$ 105,429,500**	97.00%	0.96000	$ 981,760
2016	2017	$ 53,013,840	$ 236,046,186	$ 183,032,346	**$ 111,993,000**	97.00%	0.96000	$ 1,042,879
2017	2018	$ 53,013,840	$ 241,947,340	$ 188,933,500	**$ 118,556,500**	97.00%	0.96000	$ 1,103,998
2018	2019	$ 53,013,840	$ 247,996,024	$ 194,982,184	**$ 125,116,500**	97.00%	0.96000	$ 1,165,085
2019	2020	$ 53,013,840	$ 254,195,924	$ 201,182,084	**$ 131,688,000**	97.00%	0.96000	$ 1,226,279
2020	2021	$ 53,013,840	$ 260,550,822	$ 207,536,982	**$ 138,259,500**	97.00%	0.96000	$ 1,287,472
2021	2022	$ 53,013,840	$ 267,064,593	$ 214,050,753	**$ 144,831,000**	97.00%	0.96000	$ 1,348,666
2022	2023	$ 53,013,840	$ 273,741,208	$ 220,727,368	**$ 151,402,500**	97.00%	0.96000	$ 1,409,860
2023	2024	$ 53,013,840	$ 280,584,738	$ 227,570,898	**$ 157,963,750**	97.00%	0.96000	$ 1,470,958
2024	2025	$ 53,013,840	$ 287,599,356	$ 234,585,516	**$ 164,525,000**	97.00%	0.96000	$ 1,532,057
								$ 15,147,577

EXHIBIT 5
Master Revenue Schedule – Harris County

Tax Year(1)	Base Values (2)		Captured Appraised Value		Collection Rate (4)	Tax Rate
	Original Area	Annexation 1995	Original Area	Annexation 1995		
2012	$ 99,476,590	$ 57,654,830	$ 553,366,885	$ 329,681,365	97.00%	0.42830
2013	$ 99,476,590	$ 57,654,830	$ 569,687,972	$ 339,364,770	97.00%	0.42830
2014	$ 99,476,590	$ 57,654,830	$ 586,417,086	$ 349,290,260	97.00%	0.42830
2015	$ 99,476,590	$ 57,654,830	$ 603,564,428	$ 359,463,887	97.00%	0.42830
2016	$ 99,476,590	$ 57,654,830	$ 621,140,453	$ 369,891,855	97.00%	0.42830
2017	$ 99,476,590	$ 57,654,830	$ 639,155,879	$ 380,580,522	97.00%	0.42830
2018	$ 99,476,590	$ 57,654,830	$ 657,621,691	$ 391,536,406	97.00%	0.42830
2019	$ 99,476,590	$ 57,654,830	$ 676,549,148	$ 402,766,187	97.00%	0.42830
2020	$ 99,476,590	$ 57,654,830	$ 695,949,792	$ 414,276,712	97.00%	0.42830
2021	$ 99,476,590	$ 57,654,830	$ 715,835,451	$ 426,075,001	97.00%	0.42830
2022	$ 99,476,590	$ 57,654,830	$ 736,218,252	$ 438,168,247	97.00%	0.42830
2023	$ 99,476,590	$ 57,654,830	$ 757,110,623	$ 450,563,824	97.00%	0.42830
2024	$ 99,476,590	$ 57,654,830	$ 778,525,304	$ 463,269,290	97.00%	0.42830

Tax Year(1)	Increment Revenue			Affordable Housing (5)	County Admin 5%	Net Revenue(Less AH & Admin)
	Original Area	Annexation 1995	Total			
2012	$ 2,298,968	$ 1,369,665	$ 3,668,633	$ 1,222,878	$ 183,432	$ 2,262,324
2013	$ 2,366,774	$ 1,409,894	$ 3,776,669	$ 1,258,890	$ 188,833	$ 2,328,946
2014	$ 2,436,276	$ 1,451,130	$ 3,887,406	$ 1,295,802	$ 194,370	$ 2,397,233
2015	$ 2,507,514	$ 1,493,396	$ 4,000,911	$ 1,333,637	$ 200,046	$ 2,467,228
2016	$ 2,580,534	$ 1,536,719	$ 4,117,254	$ 1,372,418	$ 205,863	$ 2,538,973
2017	$ 2,655,379	$ 1,581,126	$ 4,236,505	$ 1,412,168	$ 211,825	$ 2,612,511
2018	$ 2,732,096	$ 1,626,642	$ 4,358,738	$ 1,452,913	$ 217,937	$ 2,687,888
2019	$ 2,810,730	$ 1,673,296	$ 1,641,825	$ 547,275	$ 82,091	$ 1,012,459
2020	$ -	$ -	$ -		$ -	$ -
2021	$ -	$ -	$ -		$ -	$ -
2022	$ -	$ -	$ -		$ -	$ -
2023	$ -	$ -	$ -		$ -	$ -
2024	$ -	$ -	$ -		$ -	$ -
	$ 20,388,273	$ 12,141,868	$ 29,687,939	$ 9,895,980	$ 1,484,397	$ 18,307,562

EXHIBIT 5A
Revenue Schedule – Harris County (Original Area)

Tax Year(1)	Fiscal Year	Base Value (2)	Projected Value (3)	Captured Appraised Value	Collection Rate (4)	Tax Rate	Increment Revenue
2012	2013	$ 99,476,590	$ 652,843,475	$ 553,366,885	97.00%	0.42830	$ 2,298,968
2013	2014	$ 99,476,590	$ 669,164,562	$ 569,687,972	97.00%	0.42830	$ 2,366,774
2014	2015	$ 99,476,590	$ 685,893,676	$ 586,417,086	97.00%	0.42830	$ 2,436,276
2015	2016	$ 99,476,590	$ 703,041,018	$ 603,564,428	97.00%	0.42830	$ 2,507,514
2016	2017	$ 99,476,590	$ 720,617,043	$ 621,140,453	97.00%	0.42830	$ 2,580,534
2017	2018	$ 99,476,590	$ 738,632,469	$ 639,155,879	97.00%	0.42830	$ 2,655,379
2018	2019	$ 99,476,590	$ 757,098,281	$ 657,621,691	97.00%	0.42830	$ 2,732,096
2019	2020	$ 99,476,590	$ 776,025,738	$ 676,549,148	97.00%	0.42830	$ 2,810,730
2020	2021	$ 99,476,590	$ 795,426,382	$ 695,949,792	97.00%	0.42830	
2021	2022	$ 99,476,590	$ 815,312,041	$ 715,835,451	97.00%	0.42830	
2022	2023	$ 99,476,590	$ 835,694,842	$ 736,218,252	97.00%	0.42830	
2023	2024	$ 99,476,590	$ 856,587,213	$ 757,110,623	97.00%	0.42830	
2024	2025	$ 99,476,590	$ 878,001,894	$ 778,525,304	97.00%	0.42830	
							$ 20,388,273

EXHIBIT 5B
Revenue Schedule – Harris County (Annexed Area)

Tax Year(1)	Fiscal Year	Base Value (2)	Projected Value (3)	Captured Appraised Value	Collection Rate (4)	Tax Rate	Increment Revenue
2012	2013	$ 57,654,830	$ 387,336,195	$ 329,681,365	97.00%	0.42830	$ 1,369,665
2013	2014	$ 57,654,830	$ 397,019,600	$ 339,364,770	97.00%	0.42830	$ 1,409,894
2014	2015	$ 57,654,830	$ 406,945,090	$ 349,290,260	97.00%	0.42830	$ 1,451,130
2015	2016	$ 57,654,830	$ 417,118,717	$ 359,463,887	97.00%	0.42830	$ 1,493,396
2016	2017	$ 57,654,830	$ 427,546,685	$ 369,891,855	97.00%	0.42830	$ 1,536,719
2017	2018	$ 57,654,830	$ 438,235,352	$ 380,580,522	97.00%	0.42830	$ 1,581,126
2018	2019	$ 57,654,830	$ 449,191,236	$ 391,536,406	97.00%	0.42830	$ 1,626,642
2019	2020	$ 57,654,830	$ 460,421,017	$ 402,766,187	97.00%	0.42830	$ 1,673,296
2020	2021	$ 57,654,830	$ 471,931,542	$ 414,276,712	97.00%	0.42830	
2021	2022	$ 57,654,830	$ 483,729,831	$ 426,075,001	97.00%	0.42830	
2022	2023	$ 57,654,830	$ 495,823,077	$ 438,168,247	97.00%	0.42830	
2023	2024	$ 57,654,830	$ 508,218,654	$ 450,563,824	97.00%	0.42830	
2024	2025	$ 57,654,830	$ 520,924,120	$ 463,269,290	97.00%	0.42830	
							$ 12,141,868

EXHIBIT 6
Master Revenue Schedule – Houston Community College

Tax Year(1)	Base Values (2)			Projected Value			Captured Appraised Value			Collection Rate (3)	Tax Rate
	Original	Annexation 1995	Annexation 1999	Original	Annexation 1995	Annexation 1999	Original	Annexation 1995	Annexation 1999		
2012	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 669,340,962	$ 391,334,462	$ 221,418,481	$ 569,997,762	$ 333,596,122	$ 166,724,131	97.00%	0.083399
2013	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 686,074,486	$ 401,117,824	$ 226,953,943	$ 586,731,286	$ 343,379,484	$ 172,259,593	97.00%	0.083399
2014	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 703,226,348	$ 411,145,769	$ 232,627,792	$ 603,883,148	$ 353,407,429	$ 177,933,442	97.00%	0.083399
2015	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 720,807,007	$ 421,424,413	$ 238,443,486	$ 621,463,807	$ 363,686,073	$ 183,749,136	97.00%	0.083399
2016	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 738,827,182	$ 431,960,024	$ 244,404,574	$ 639,483,982	$ 374,221,684	$ 189,710,224	97.00%	0.083399
2017	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 757,297,862	$ 442,759,024	$ 250,514,688	$ 657,954,662	$ 385,020,684	$ 195,820,338	97.00%	0.083399
2018	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 776,230,308	$ 453,828,000	$ 256,777,555	$ 676,887,108	$ 396,089,660	$ 202,083,205	97.00%	0.083399
2019	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 795,636,066	$ 465,173,700	$ 263,196,994	$ 696,292,866	$ 407,435,360	$ 208,502,644	97.00%	0.083399
2020	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 815,526,968	$ 476,803,042	$ 269,776,919	$ 716,183,768	$ 419,064,702	$ 215,082,569	97.00%	0.083399
2021	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 835,915,142	$ 488,723,118	$ 276,521,342	$ 736,571,942	$ 430,984,778	$ 221,826,992	97.00%	0.083399
2022	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 856,813,020	$ 500,941,196	$ 283,434,375	$ 757,469,820	$ 443,202,856	$ 228,740,025	97.00%	0.083399
2023	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 878,233,346	$ 513,464,726	$ 290,520,235	$ 778,890,146	$ 455,726,386	$ 235,825,885	97.00%	0.083399
2024	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 900,189,179	$ 526,301,344	$ 297,783,241	$ 800,845,979	$ 468,563,004	$ 243,088,891	97.00%	0.083399
2025	$ 99,343,200	$ 57,738,340	$ 54,694,350	$ 922,693,909	$ 539,458,878	$ 305,227,822	$ 823,350,709	$ 481,720,538	$ 250,533,472	97.00%	0.083399

Tax Year(1)	Increment Revenue				Affordable Housing (4)	HCC Admin	Net Revenue(Less Transfers and AH)
	Original	Annexation 1995	Annexation 1999	Total			
2012	$ 461,111	$ 269,869	$ 134,875	$ 865,855	$ 288,618	$ 25,000	$ 552,237
2013	$ 474,648	$ 277,784	$ 139,353	$ 891,785	$ 297,262	$ 25,000	$ 569,523
2014	$ 488,524	$ 285,896	$ 143,943	$ 918,363	$ 306,121	$ 25,000	$ 587,242
2015	$ 502,746	$ 294,211	$ 148,648	$ 945,605	$ 315,202	$ 25,000	$ 605,403
2016	$ 517,324	$ 302,734	$ 153,470	$ 973,528	$ 324,509	$ 25,000	$ 624,018
2017	$ 532,266	$ 311,470	$ 158,413	$ 1,002,149	$ 334,050	$ 25,000	$ 643,099
2018	$ 547,582	$ 320,425	$ 163,479	$ 1,031,486	$ 343,829	$ 25,000	$ 662,657
2019	$ 563,280	$ 329,603	$ 168,672	$ 1,061,556	$ 353,852	$ 25,000	$ 682,704
2020	$ 579,371	$ 339,011	$ 173,995	$ 1,092,378	$ 364,126	$ 25,000	$ 703,252
2021	$ 595,865	$ 348,654	$ 179,451	$ 1,123,970	$ 374,657	$ 25,000	$ 724,313
2022	$ 612,771	$ 358,538	$ 185,044	$ 1,156,352	$ 385,451	$ 25,000	$ 745,902
2023	$ 630,099	$ 368,669	$ 190,776	$ 1,189,544	$ 396,515	$ 25,000	$ 768,029
2024	$ 647,861	$ 379,054	$ 196,652	$ 1,223,566	$ 407,855	$ 25,000	$ 790,711
2025	$ 666,066	$ 389,698	$ 202,674	$ 1,258,438	$ 419,479	$ 25,000	$ 813,959
	$ 7,819,513	$ 4,575,616	$ 2,339,445	$ 14,734,574	$ 4,911,525	$ 350,000	$ 9,473,049

EXHIBIT 6A

Revenue Schedule – Houston Community College (Original Area)

Tax Year(1)	Fiscal Year	Base Value (2)	Projected Value (3)	Captured Appraised Value	Collection Rate (4)	Tax Rate(5)	Increment Revenue
2012	2013	$ 99,343,200	$ 669,340,962	$ 569,997,762	97.00%	0.083399	$ 461,111
2013	2014	$ 99,343,200	$ 686,074,486	$ 586,731,286	97.00%	0.083399	$ 474,648
2014	2015	$ 99,343,200	$ 703,226,348	$ 603,883,148	97.00%	0.083399	$ 488,524
2015	2016	$ 99,343,200	$ 720,807,007	$ 621,463,807	97.00%	0.083399	$ 502,746
2016	2017	$ 99,343,200	$ 738,827,182	$ 639,483,982	97.00%	0.083399	$ 517,324
2017	2018	$ 99,343,200	$ 757,297,862	$ 657,954,662	97.00%	0.083399	$ 532,266
2018	2019	$ 99,343,200	$ 776,230,308	$ 676,887,108	97.00%	0.083399	$ 547,582
2019	2020	$ 99,343,200	$ 795,636,066	$ 696,292,866	97.00%	0.083399	$ 563,280
2020	2021	$ 99,343,200	$ 815,526,968	$ 716,183,768	97.00%	0.083399	$ 579,371
2021	2022	$ 99,343,200	$ 835,915,142	$ 736,571,942	97.00%	0.083399	$ 595,865
2022	2023	$ 99,343,200	$ 856,813,020	$ 757,469,820	97.00%	0.083399	$ 612,771
2023	2024	$ 99,343,200	$ 878,233,346	$ 778,890,146	97.00%	0.083399	$ 630,099
2024	2025	$ 99,343,200	$ 900,189,179	$ 800,845,979	97.00%	0.083399	$ 647,861
2025	2026	$ 99,343,200	$ 922,693,909	$ 823,350,709	97.00%	0.083399	$ 666,066
							$ 7,819,513

EXHIBIT 6B
Revenue Schedule – Houston Community College (1995 Annexed Area)

Tax Year(1)	Fiscal Year	Base Value (2)	Projected Value (3)	Captured Appraised Value	Collection Rate (4)	Tax Rate(5)	Increment Revenue
2012	2013	$ 57,738,340	$ 391,334,462	$ 333,596,122	97.00%	0.083399	$ 269,869
2013	2014	$ 57,738,340	$ 401,117,824	$ 343,379,484	97.00%	0.083399	$ 277,784
2014	2015	$ 57,738,340	$ 411,145,769	$ 353,407,429	97.00%	0.083399	$ 285,896
2015	2016	$ 57,738,340	$ 421,424,413	$ 363,686,073	97.00%	0.083399	$ 294,211
2016	2017	$ 57,738,340	$ 431,960,024	$ 374,221,684	97.00%	0.083399	$ 302,734
2017	2018	$ 57,738,340	$ 442,759,024	$ 385,020,684	97.00%	0.083399	$ 311,470
2018	2019	$ 57,738,340	$ 453,828,000	$ 396,089,660	97.00%	0.083399	$ 320,425
2019	2020	$ 57,738,340	$ 465,173,700	$ 407,435,360	97.00%	0.083399	$ 329,603
2020	2021	$ 57,738,340	$ 476,803,042	$ 419,064,702	97.00%	0.083399	$ 339,011
2021	2022	$ 57,738,340	$ 488,723,118	$ 430,984,778	97.00%	0.083399	$ 348,654
2022	2023	$ 57,738,340	$ 500,941,196	$ 443,202,856	97.00%	0.083399	$ 358,538
2023	2024	$ 57,738,340	$ 513,464,726	$ 455,726,386	97.00%	0.083399	$ 368,669
2024	2025	$ 57,738,340	$ 526,301,344	$ 468,563,004	97.00%	0.083399	$ 379,054
2025	2026	$ 57,738,340	$ 539,458,878	$ 481,720,538	97.00%	0.083399	$ 389,698
							$ 4,575,616

EXHIBIT 6C
Revenue Schedule – Houston Community College (1999 Annexed Area)

Tax Year(1)	Fiscal Year	Base Value (2)	Projected Value (3)	Captured Appraised Value	Collection Rate (4)	Tax Rate (5)	Increment Revenue
2012	2013	$ 54,694,350	$ 221,418,481	$ 166,724,131	97.00%	0.083399	$ 134,875
2013	2014	$ 54,694,350	$ 226,953,943	$ 172,259,593	97.00%	0.083399	$ 139,353
2014	2015	$ 54,694,350	$ 232,627,792	$ 177,933,442	97.00%	0.083399	$ 143,943
2015	2016	$ 54,694,350	$ 238,443,486	$ 183,749,136	97.00%	0.083399	$ 148,648
2016	2017	$ 54,694,350	$ 244,404,574	$ 189,710,224	97.00%	0.083399	$ 153,470
2017	2018	$ 54,694,350	$ 250,514,688	$ 195,820,338	97.00%	0.083399	$ 158,413
2018	2019	$ 54,694,350	$ 256,777,555	$ 202,083,205	97.00%	0.083399	$ 163,479
2019	2020	$ 54,694,350	$ 263,196,994	$ 208,502,644	97.00%	0.083399	$ 168,672
2020	2021	$ 54,694,350	$ 269,776,919	$ 215,082,569	97.00%	0.083399	$ 173,995
2021	2022	$ 54,694,350	$ 276,521,342	$ 221,826,992	97.00%	0.083399	$ 179,451
2022	2023	$ 54,694,350	$ 283,434,375	$ 228,740,025	97.00%	0.083399	$ 185,044
2023	2024	$ 54,694,350	$ 290,520,235	$ 235,825,885	97.00%	0.083399	$ 190,776
2024	2025	$ 54,694,350	$ 297,783,241	$ 243,088,891	97.00%	0.083399	$ 196,652
2025	2026	$ 54,694,350	$ 305,227,822	$ 250,533,472	97.00%	0.083399	$ 202,674
							$ 2,339,445

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District D, District E, District I

Item Creation Date: 11/6/2014

MYR - TIRZ 8 Project Plan / Third Amend (Gulfgate Zone)

Agenda Item#: 3.

Summary:
PUBLIC HEARING for the third amendment to the Project Plan and Reinvestment Zone Financing Plan for **TIRZ NO. 8 (GULFGATE ZONE)** - **DISTRICTS D - BOYKINS; E - MARTIN and I - GALLEGOS**

Background:
SUBJECT:
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). **DISTRICT D - BOYKINS; E - MARTIN; I - GALLEGOS**

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).

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 boudary 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 311.011(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:
Date and identification of prior authorizing Council Action:
Ord. 1997-1524, 12/10/97; Ord. 1997-1572, 12/17/97; Ord. 1999-0707, 07/07/99; Ord. 1999-0824, 08/11/99;

Amount of Funding:
No funding required

Contact Information:
Gwendolyn Tillotson **Phone:** (832) 393-0937

ATTACHMENTS:

	Description	Type
	TIRZ 8 Project Plan / Third Amend (Gulfgate Zone) RCA	Ordinance/Resolution/Motion
	TIRZ 8 Gulfgate Zone Creation	Backup Material
	TIRZ 8 Gulfgate Zone Project Plan	Backup Material
	TIRZ 8 Gulfgate PP 1st Amend	Backup Material
	TIRZ 8 Gulfgate PP 2nd Amend	Backup Material

REQUEST FOR COUNCIL ACTION

TO: Mayor via City Secretary **RCA #**

SUBJECT: 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).	**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:** I, D, E		
For additional information contact: Gwendolyn Tillotson **Phone:** (832) 393-0937	**Date and identification of prior authorizing Council Action:** 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** **[X] 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 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 311.011(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

Finance Director:	**Other Authorization:**	**Other Authorization:**

City of Houston, Texas, Ordinance No. 97-1524

AN ORDINANCE DESIGNATING A CONTIGUOUS GEOGRAPHIC AREA WITHIN CITY OF HOUSTON GENERALLY BOUNDED BY THE GULF FREEWAY (I.H. 45) ON THE NORTH, EVERGREEN STREET ON THE EAST, I.H. 610 SOUTH LOOP AND THE SOUTHERN PROPERTY LINE OF GENERAL CINEMA ON THE SOUTH AND WOODRIDGE DRIVE ON THE WEST (GULFGATE AREA) AS A REINVESTMENT ZONE FOR TAX INCREMENT FINANCING PURPOSES PURSUANT TO CHAPTER 311 OF THE TEXAS TAX CODE; CREATING A BOARD OF DIRECTORS FOR SUCH ZONE; CONTAINING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT; PROVIDING A SEVERABILITY CLAUSE; AND DECLARING AN EMERGENCY.

* * * * * * *

WHEREAS, pursuant to Chapter 311 of the Texas Tax Code, the City may designate a contiguous geographic area within the City as a reinvestment zone if the area satisfies the requirements of certain sections of Chapter 311 of the Texas Tax Code; and

WHEREAS, the City has prepared a preliminary reinvestment zone financing plan, which provides that certain City of Houston ad valorem taxes are to be deposited into the tax increment fund, and that taxes of other taxing units may be utilized in the financing of the proposed zone; and

WHEREAS, the City provided written notice of the public hearing on the creation of the proposed zone, complying with the requirements of Chapter 311, Texas Tax Code, to the governing bodies of all other taxing units levying taxes on property within the proposed; and

WHEREAS, a notice of the December 10, 1997, public hearing on the creation of the proposed zone was published on December 3, 1997, in the Houston Chronicle, a newspaper of general circulation in the City; and

WHEREAS, Harris County, pursuant to Section 311.003, Texas Tax Code, has waived any applicable Texas Tax Code requirements that it received sixty (60) days' notice of the public hearing on the creation of the proposed zone; and

WHEREAS, the Houston Independent School District, pursuant to Section 311.003, Texas Tax Code, has waived any applicable Texas Tax Code requirement that it receive sixty (60) days' notice of the public hearing on the creation of the proposed zone; and

WHEREAS, at the public hearing on December 10, 1997, interested persons were allowed to speak for or against the creation of the proposed zone, its boundaries, or the concept of tax increment financing, and owners of property in the proposed zone were given a reasonable opportunity to protest the inclusion of their property in the proposed zone; and

WHEREAS, evidence was received and presented at the public hearing in favor of the creation of the proposed zone under the provisions of Chapter 311, Texas Tax Code; and

WHEREAS, no owner of real property in the proposed zone protested the inclusion of his property in the proposed zone; and

WHEREAS, the City has provided all information and all presentations, given all notices and all other things required by Chapter 311, Texas Tax Code, or other law; and

WHEREAS, the total appraised value of taxable real property in the City and in the industrial districts created by the City exceeds $55,000,000,000; and

WHEREAS, the total appraised value of taxable real property taxable by Harris County, in which the proposed zone is located, is approximately $96,085,732,000; and

WHEREAS, the total appraised value of real property taxable by the Houston Independent School District, in which the proposed zone is located, is $34,186,024,000; and

WHEREAS, the total area within the proposed zone is approximately 57 acres, excluding property that is publicly owned; and

WHEREAS, all of the area in the proposed zone is located within the boundaries of an enterprise zone created under the provisions of Chapter 2303, Texas Government Code; and

WHEREAS, less than ten percent (10%) of the property in the proposed zone is currently used for residential purposes, within the meaning of Section 311.006(d) of the Texas Tax Code;

NOW, THEREFORE,

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

Section 1. Findings

(a) That the facts and recitations contained in the preamble of this Ordinance are hereby found and declared to be true and correct and are adopted as part of this Ordinance for all purposes.

(b) That the City Council further finds and declares that the proposed improvements in the zone will significantly enhance the value of all the taxable real property in the proposed zone and will be of general benefit to the City.

(b) That the City Council further finds and declares that the proposed improvements in the zone will significantly enhance the value of all the taxable real property in the proposed zone and will be of general benefit to the City.

(c) That the City Council further finds and declares that the proposed reinvestment zone meets the requirements and criteria of Section 311.0031 of the Texas Tax Code because the area is within an enterprise zone created and designated under the provisions of Chapter 2303, Texas Government Code, and meets the criteria of Section 311.005 of the Texas Tax Code because the proposed zone is an area that substantially arrests or impairs the sound growth of the City; retards the provision of housing accommodations; constitutes an economic and social liability and is a menace to the public health, safety, morals and welfare in its present condition and use because of the presence of:

(1) a substantial number of substandard, slum, deteriorated, or deteriorating structures;

(2) the predominance of defective or inadequate sidewalk and street layout;

(3) unsanitary or unsafe conditions;

(4) the deterioration of site or other improvements; and

(5) the existence of conditions that endanger life or property by fire or other cause.

(d) That the City Council, pursuant to the requirements of Chapter 311, Texas Tax Code, further finds and declares:

(1) That the proposed zone is a contiguous geographic area located wholly within the corporate limits of the City of Houston;

(2) That less than ten percent of the property in the proposed zone is used for residential purposes within the meaning of Section 311.006(d),Texas Tax Code.

(3) That the total appraised value of taxable real property in the proposed zone, and in existing reinvestment zones does not exceed fifteen percent of the total appraised value of taxable real property in the City and in industrial districts created by the City;

(4) That the proposed zone does not contain more than fifteen percent of the total appraised value of real property taxable by Harris County or by Houston Independent School District;

(5) That development or redevelopment within the boundaries of the proposed zone will not occur solely through private investment in the reasonably foreseeable future.

Section 2. Exception to Guidelines

That the City hereby excepts the proposed zone from compliance with any City tax increment reinvestment zone guidelines established by the City pursuant to Resolution No. 90-203 that are applicable to the proposed zone and that the zone does not satisfy. Section 1 of Resolution No. 90-203 specifically authorizes the City Council to grant exceptions on a zone-by-zone basis.

Section 3. Designation of the Zone

That the City, acting under the provisions of Chapter 311, Texas Tax Code (the "Act"), including Section 311.005(a) and Section 311.0031, does hereby designate as a reinvestment zone, and create and designate a reinvestment zone over, the area described in Exhibit "A" and depicted in the map attached hereto as Exhibit "B" to promote the redevelopment of the area. The reinvestment zone shall hereafter be named for identification as Reinvestment Zone Number __ Eight, City of Houston, Texas, (the "Zone").

Section 4. Board of Directors

That there is hereby created a Board of Directors for the Zone, which shall consist of seven (7) members. Positions One through Five on the Board of Directors shall be reserved for the City. Positions Six and Seven shall be reserved for other taxing units levying taxes within the Zone, each of whom may appoint one director. Any taxing unit that appoints a director shall be assigned a Board position number in the order the appointment is received by the City. Failure of a taxing unit to appoint a director by January 1, 1999, shall be deemed a waiver of the right to appoint a director, and the City shall be entitled to appoint persons to the position, which shall be filled as provided below. If more than two taxing units levying taxes within the Zone appoint a director, the number of directors on the Board of Directors shall be increased by one for each taxing unit above two that appoints a director to the board, provided, if more than four taxing units levying taxes within the Zone appoint a director, the number of directors on the Board of

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* Sequential number of Reinvestment Zone to be inserted by City Secretary upon adoption of ordinance in accordance with Chapter 311, Texas Tax Code.

Directors shall be increased by two for each taxing unit above four that appoints a director to the board, provided, further, that the maximum number of directors shall not exceed fifteen (15). The City shall be entitled to appoint a person to one position of each of the two positions created as a result of more than four taxing units appointing directors, which position shall be filled as provided below.

The Mayor is hereby authorized to nominate and appoint the directors to any position unfilled on January 1, 1999, and any City position created by the appointment of a director by more than two taxing units levying taxes within the Zone, subject to the consent and approval of the City Council.

The following persons are hereby appointed as initial directors to the Board of Directors of the Zone in the position specified below:

Position	Name
1	Leroy Hermes
2	Mary M. Hansen
3	Johnny C. Soto
4	Michael A. Marquez
5	Frederico Mendoza

Directors appointed to odd-numbered positions shall be appointed for two-year terms beginning on the effective date of this Ordinance, while the directors appointed to even-numbered positions shall be appointed for one-year terms beginning on the effective date of this Ordinance.

All subsequent appointments shall be for two-year terms. The member of the Board of Directors appointed to Position One is hereby designated to serve as the chair of the Board of Directors for a one-year term beginning on the effective date of this Ordinance. Thereafter, the Mayor shall annually nominate and appoint, subject to City Council approval, the member to serve as chair for a term of one year beginning on the anniversary of the effective date of this Ordinance. The City Council authorizes the Board of Directors to elect from its members a vice chairman and such other officers as the Board of Directors sees fit.

The Board of Directors shall make recommendations to the City Council concerning the administration of the Zone. The Board of Directors shall prepare or cause to be prepared and adopt a project plan and a reinvestment zone financing plan for the Zone as described in Section 311.011, Texas Tax Code, and shall submit such plans to the City Council for its approval. The City hereby delegates to the Board of Directors all powers necessary to prepare and implement the project plan and reinvestment zone financing plan, subject to approval by the City Council, including the power to employ any consultants or enter into any reimbursement agreements payable solely from the Tax Increment Fund established pursuant to Section 7 of this Ordinance, subject to the approval of the Director of the Finance and Administration Department, that may be reasonably necessary or convenient to assist the Board of Directors in the preparation and implementation of the project plan and reinvestment zone financing plan and in the issuance of tax increment obligations.

Section 5. Duration of the Zone

That the Zone shall take effect on January 1, 1998, for the deposit of tax increments into the Tax Increment Fund created pursuant to Section 7 of this Ordinance, and termination of the operation of the Zone shall occur on December 31, 2027, or at an earlier time designated by subsequent ordinance, or at such time, subsequent to the time that all project costs, tax increment bonds, notes and other obligations of the zone, and the interest thereon, have been paid in full.

Section 6. Tax Increment Base

That the Tax Increment Base of the City or any other taxing unit participating in the Zone for the Zone is the total appraised value of all real property taxable by the City or other taxing unit participating in the Zone and located in the Zone, determined as of January 1, 1997, the year in which the Zone was designated as a reinvestment zone (the "Tax Increment Base").

Section 7. Tax Increment Fund

That there is hereby created and established a Tax Increment Fund for the Zone which may be divided into subaccounts as authorized by subsequent ordinances. All Tax Increments, as defined below, shall be deposited in the Tax Increment Fund. The Tax Increment Fund and any subaccount shall be maintained at the depository bank of the City and shall be secured in the manner prescribed by law for funds of Texas cities. The annual Tax Increment shall equal the property taxes levied by the City and any other taxing unit participating in the Zone for that year on the captured appraised value, as defined by the Act, of real property located in Zone that is taxable by the City or any other taxing unit participating in the Zone, less any amounts that are

to be allocated from the Tax Increment pursuant to the Act. All revenues from the sale of any tax increment bonds, notes or other obligations hereafter issued by the City, if any; revenues from the sale of property acquired as part of the project plan and reinvestment zone financing plan, if any; and other revenues to be used in the Zone shall be deposited into the Tax Increment Fund. Prior to the termination of the Zone, money shall be disbursed from the Tax Increment Fund only to pay project costs, as defined by the Texas Tax Code, for the Zone, to satisfy the claims of holders of tax increments bonds or notes issued for the Zone, or to pay obligations incurred pursuant to agreements entered into to implement the project plan and reinvestment zone financing plan and achieve their purpose pursuant to Section 311.010(b) of the Texas Tax Code.

Section 8. Severability

If any provision, section, subsection, sentence, clause or phrase of this Ordinance, or the application of same to any person to set circumstances, is for any reason held to be unconstitutional, void or invalid, the validity of the remaining provisions of this Ordinance or their application to other persons or set of circumstances shall not be affected thereby, it being the intent of the City Council in adopting this Ordinance that no portion hereof or regulations connected herein shall become operative or fail by reason of any unconstitutionality, voidness or invalidity of any portion hereof, and all provisions of this Ordinance are declared severable for that purpose.

Section 9. Open Meetings

It is hereby found, determined and declared that a sufficient written notice of the date, hour, place and subject of the meeting of the City Council at which this Ordinance was adopted as posted at a place convenient and rapidly accessible at all times to the general public at the City Hall of the City for the Time required by law preceding its meeting, as required by the Open Meetings Law, Texas Government Code, ch. 551, 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 hereof 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 10. Notices

The contents of the notice of the public hearing, which hearing was held before the City Council on December 10, 1997, and the publication of said notice, are hereby ratified, approved and confirmed.

Section 11. Emergency

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.

PASSED APPROVED this 10th day of December, 1997.

Bob Lanier

Mayor of the City of Houston

(Prepared by Legal Dep't DEBORAH F. McAGEE)
(DFM/dfm December 9, 1997 Senior Assistant City Attorney)
(Requested by Robert Litke, Director, Planning and Development Department)
L.D. No. 61-97066-01

LEGAL DESCRIPTION
PROPOSED GULFGATE TIRZ

BEGINNING AT A POINT located at the intersection of the south right-of-way line of Interstate 45 ("I-45") South Frontage Road and east right-of-way line of Woodridge in Houston, Harris County, Texas;

Thence, along the south right-of-way line of I-45 Frontage Road a distance of approximately 3,800 feet in a southeasterly direction to the west right-of-way line of Evergreen Street;

Thence, along the west right-of-way line of Evergreen Street a distance of approximately 1,720 feet in a southerly direction to a point located in the western right-of-way line of Evergreen Street 125 feet north of the northern right-of-way of Arnim Street;

Thence, westerly along the north boundary line of Sturman Park Subdivision a distance of approximately 1,950 feet to the south right-of-way line of Interstate Highway 610 South ("Loop 610");

Thence, westerly along the south right-of-way of Loop 610 a distance of approximately 635 feet to its intersection with the western right-of-way line of Woodridge;

Thence, northerly along the west right-of-way line of Woodridge a distance of approximately 500 feet to its intersection with the north right-of-way line of Loop 610 South;

Thence, westerly along the north right-of-way line of Loop 610 South a distance of approximately 350 feet to the southwest corner of that certain 3.295 acre tract of land out of that certain 7.005 acre tract conveyed to Theodore W. Berenson by deed dated December 24, 1953 from Myles G. Shutte, et al, recorded in Volume 2706, Page 30, et seq. of the Deed Records of Harris County, Texas and being out of the Jacob Thomas Survey , A-762, in Houston, Harris County, Texas;

Thence, northerly along the western boundary line of said 3.295 acre tract a distance of approximately 572 feet to a railroad spike set at the northwesterly corner of said 3.295 acre tract;

Thence, easterly along the northern boundary line of said 3.295 acre tract a distance of approximately 629 feet to the point of intersection with the east right-of-way line of Woodridge;

Thence, northerly a distance of approximately 1,575 feet to southeast corner of that certain 2,250 square foot tract of land conveyed to Woodridge Baptist Church by Houston

Freeway Land Co., et al, by exchange deed and agreement recorded under Harris County Clerk File No. L 380965 of the Real Property Records of Harris County, Texas;

Thence, easterly a distance of 300 feet to a corner point marked by a 5/8 inch iron rod set;

Thence, north along a distance of 512 feet to the north right-of-way line of Winkler Drive;

Thence, westerly a distance of 590 feet to a point of intersection with the east right-of-way line of Woodridge;

Thence, northerly a distance of 600 feet to THE POINT OF BEGINNING.

EXHIBIT B
Page 1 Of 1

TO: Mayor via City Secretary REQUEST FOR COUNCIL ACTIC

SUBJECT: Ordinance Designating a Contiguous area of the City as the Gulfgate Reinvestment Zone for tax increment financing purposes.	Category #	Page 1 of ____	Agenda Ite #

FROM (Department or other point of origin):	Origination Date	Agenda Date
Planning and Development Department	12/5/97	

DIRECTOR'S SIGNATURE:	Council District affected:
	District I - John Castillo
For additional information contact: Robert M. Litke Phone: 754-0008	Date and identification of prior authorizing Council action:

RECOMMENDATION: (Summary)

Adopt an ordinance designating a contiguous geographic area within the City of Houston generally bounded by the Gulf Freeway (I.H. 45) on the north; Evergreen Street on the east; I.H. 610 South Loop and the southern property line of General Cinema on the south; and, Woodridge Drive on the west (Gulfgate area) as a Reinvestment Zone for tax increment financing purposes pursuant to Chapter 311 of the Texas Tax Code.

Amount of Funding:	F&A Budget:

SOURCE OF FUNDING: [ ] General Fund [ ] Grant Fund [ ] Enterprise Fund

[ ] Other (Specify)

SPECIFIC EXPLANATION:

Consistent with legal requirements, City Council conducted a public hearing regarding the designation of a reinvestment zone known as the Gulfgate Reinvestment Zone for tax increment financing purposes on December 10, 1997. The proposed zone is approximately 69 acres and includes the Gulfgate Mall site.

The ordinance establishes a thirty-year zone effective January 1, 1998; creates a board of directors for the zone and appoints the initial directors; provides for the zone to expire December 31, 2027; establishes a tax increment fund for the zone; finds the zone's projected improvements to be of general benefit to the City; and finds the project to meet the statutory criteria for a reinvestment zone. Attached is a list of the proposed Board of Directors.

RML:pp

cc: Dan Jones, Agenda Director
Richard Lewis, F&A Director
✓ Gene Locke, City Attorney
Anna Russell, City Secretary
Jimmie Schindewolf, Chief of Staff

REQUIRED AUTHORIZATION

F&A Director:	Other Authorization:	Other Authorization:

F&A 011.A REV. 12/94
7530-0100403-00

The initial Chairperson shall be Leroy Hermes and the Mayor of the City shall designate each subsequent Chairperson of the Board.

ARTICLE VIII

The number of Directors initially constituting the Board is five (5). The names, addresses, and positions of the five (5) of the initial Directors, each of whom resides within the City, are:

POS.	NAME	ADDRESS
1	Leroy Hermes	1205 Archley Drive, Houston, TX 77055
2	Mary M. Hansen	6655 Rockbridge Lane, Houston, TX 77023
3	Johnny C. Soto	4126 Duval, Houston, TX 77087
4	Michael A. Marquez	5823 Green Falls Drive, Houston, TX 77088
5	Frederico J. Mendoza	9115 Weymouth, Houston, TX 77031

City of Houston, Texas, Ordinance No. 97-1572

AN ORDINANCE APPROVING THE PROJECT PLAN AND REINVESTMENT ZONE FINANCING PLAN FOR REINVESTMENT ZONE NUMBER EIGHT, CITY OF HOUSTON, TEXAS (GULFGATE); AUTHORIZING THE CITY SECRETARY TO DISTRIBUTE SUCH PLANS; CONTAINING VARIOUS PROVISIONS RELATED TO THE FOREGOING SUBJECT; AND DECLARING AN EMERGENCY.

* * * * * * *

WHEREAS, by City of Houston Ordinance No. 97-1524, adopted December 10, 1997, the City created Reinvestment Zone Number Eight, City of Houston, Texas (the "Gulfgate Zone") for the purposes of development and redevelopment within the area of the City generally (the "Gulfgate area"); and

WHEREAS, the Board of Directors of the Gulfgate Zone has approved the Project Plan and Reinvestment Zone Financing Plan attached hereto for the development and redevelopment of the Gulfgate Zone; and

WHEREAS, the City Council must approve the Project Plan and Reinvestment Zone Financing Plan; **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 declared to be true and correct and are hereby adopted as part of this Ordinance.

Section 2. That the Project Plan and Reinvestment Zone Financing Plan attached hereto for Reinvestment Zone Number Eight, City of Houston, Texas, are hereby determined to be feasible and are approved.

Section 3. That the City Secretary is directed to provide copies of the Project Plan and Reinvestment Zone Financing Plan to each taxing unit levying ad valorem taxes in the Zone.

Section 4. That City Council officially finds, determines, recites and declares 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. That City Council further ratifies, approves and confirms such written notice and the contents and posting thereof.

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 17th **day of** December, **19**97.

APPROVED this _____ **day of** _____, **19**____.

_____
Mayor of the City of Houston

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is DEC 2 3 1997.

_____
City Secretary

(Prepared by Legal Dep't Deborah F. McDuff)
(DFM/dfm December 16, 1997) Senior Assistant City Attorney
(Requested by Robert M. Litke, Director, Planning and Development)
(L.D. File No. 34-97066-04)

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REINVESTMENT ZONE NUMBER EIGHT, CITY OF HOUSTON, TEXAS GULFGATE REINVESTMENT ZONE PROJECT PLAN AND REINVESTMENT ZONE FINANCING PLAN

December 17, 1997

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I. Overview Summary/Facts

1. The Gulfgate Shopping Center ("Shopping Center") area, located at the northwest corner of the intersection of Interstate Highway 45 South ("Gulf Freeway") and South Loop 610 Freeway, Houston, Texas, and the surrounding area has been in severe decline for two decades, suffering significant blight and deterioration during the last ten years. Reinvestment Zone Number Eight, City of Houston, Texas - Gulfgate ("TIRZ") encompasses approximately 67.58 acres; the Shopping Center property contains approximately 51.00 acres, 12.68 acres are public rights-of-way and 3.90 acres are peripheral properties.

Due to the increasing vacancy within the existing Shopping Center and the increasing deterioration of the immediate area in general, the assessed value of the Shopping Center has declined from approximately $13.00 million to $8.06 million over the last five years, a decline of 38% which is ongoing. The Shopping Center has experienced and is continuing to experience a loss of major and local tenants. For example, Dillard's Department Store closed in January 1997, General Cinema closed in May 1997 and Service Merchandise closed in July 1997. Sales tax collections from the Shopping Center have declined materially. The current occupancy of the Shopping Center is approximately 30% and the area surrounding it has experienced similar deterioration and property devaluation.

2. The Developer, Edmond D. Wulfe, Trustee ("Wulfe") or an entity in which he will be principal, proposes to acquire and demolish all or most of the Shopping Center and construct a new approximately 550,000 square foot regional retail power center and attendant facilities. Due to the extraordinary circumstances involved in the redevelopment of the Shopping Center, including the financing shortfall, infrastructure improvements, and the overwhelming deterioration of this area, this landmark high profile project will not occur at any point within a reasonable time frame "but for" the creation and participation in the Zone by all jurisdictions.

3. The Shopping Center site has been on the market for several years and was previously under contract to a different purchaser for almost one year, but the project was abandoned by the prospective purchaser after concluding that redevelopment of the center was not feasible. The structure's layout is obsolete and not marketable for today's retail environment. Upgrading it to meet today's building code is cost prohibitive. Environmental conditions, particularly the need to abate asbestos in the existing structure and to fill a dangerous underground tunnel system, only exacerbate the cost-prohibitive problems.

4. The overall development cost of the Shopping Center, including the site acquisition cost, is estimated at $50,000,000. Wulfe will endeavor to secure acquisition, construction and permanent financing for the project. A not-for-profit corporation created by the City known as the Gulfgate Redevelopment Authority will acquire the project and long-term lease it to a Joint Venture, which will be owned 50% by Wulfe and 50% by the Houston Redevelopment Authority (HRA), an existing not-for-profit corporation. The HRA is a subsidiary of the Houston Housing Finance Corporation.

The project plan for the Shopping Center includes the development of a new 550,000 square foot regional retail power center located at one of Houston's busiest intersections with over 320,000 cars per day passing the site. The anticipated major retail tenant mix will include:

Home Improvement Center	Sporting Goods Store	Hobby & Crafts Store
Supermarket	Restaurants (3)	Major Bridal Store
Discount Department Store	Fast Food Restaurants (4)	Drug Store
Electronics Store	Cafeteria	Video Rental Store
Apparel Retail (2)	Pet Supply Store	Automotive Center
Movie Theater	Office Supply Store	

The new Shopping Center will target the substantial and ever-increasing Hispanic market in east Houston. Wulfe commissioned a feasibility/market study by CDS Research of Houston to quantify the depth of this Hispanic market (see Appendices). The tenant mix of the new

Shopping Center will also focus on this dominant market segment and address its unique purchasing demands.

5. Construction of the new Shopping Center is estimated to be completed by 2001; it will be open for business in November, 1999. It is anticipated that the new Shopping Center will be the catalyst for a renaissance of the immediate area. The Meyerland Shopping Center renovation, in which Wulfe was the Developer, provides a good current example of the potential for area redevelopment demand based on a successful new project.

6. When completed, the redevelopment by itself will add an estimated $42,000,000 of captured assessed valuation from the Gulfgate Shopping Center. Significant redevelopment of the surrounding property in the TIRZ is also anticipated. CDS Research estimates potential sales subject to sales tax collection at $117,800,000 based on market surveys, which would generate approximately $1,178,000 in sales tax revenue to the City.

7. It is estimated that the new Shopping Center will create approximately 1,300 new permanent jobs over and above the jobs which will be created during the construction of the complex.

8. The TIRZ will seek HISD and Harris County participation.

II. Reinvestment Zone Number Eight, City of Houston, Texas (Gulfgate) Project Plan

A. Summary

Gulfgate Shopping Center, Houston's first enclosed shopping center, was developed and opened in 1956. It is located at the key intersection of Interstate 45 South ("Gulf Freeway") and the 610 Loop South ("South Loop 610"). The redevelopment of the Shopping Center requires TIRZ financing of an estimated $6.5 million, of which $5.25 million will be used for the acquisition of the Shopping Center. The TIRZ financing is required due to the substantial costs associated with the redevelopment of the site including the demolition, site work and environmental abatement which are attendant to the redevelopment of a 40-year old blighted project. Further, without participation by the TIRZ Plan this project will not occur. The use of a TIRZ will unite this important public/private partnership to rehabilitate this important area of the City.

Exhibit A, an airphoto, illustrates the existing land uses comprised of a blighted shopping center, vacant movie theaters, a vacant gas station and vacant land. Exhibit B illustrates the existing conditions of the real property within the Zone.

Exhibit C illustrates the proposed site plan layout of the Shopping Center. The existing Shopping Center will be demolished and a new 550,000 square foot center will be constructed.

B. Municipal Ordinances

The proposed redevelopment of the Shopping Center does not propose any changes to City of Houston ordinances of building codes.

C. TIRZ Non-Project Costs

Total TIRZ non-project costs are estimated at $42,800,000. The Developer will provide construction and permanent financing for the development through a third party lender.

D. Relocation

No residents will be displaced.

Exhibit A - Existing Uses/Airphoto

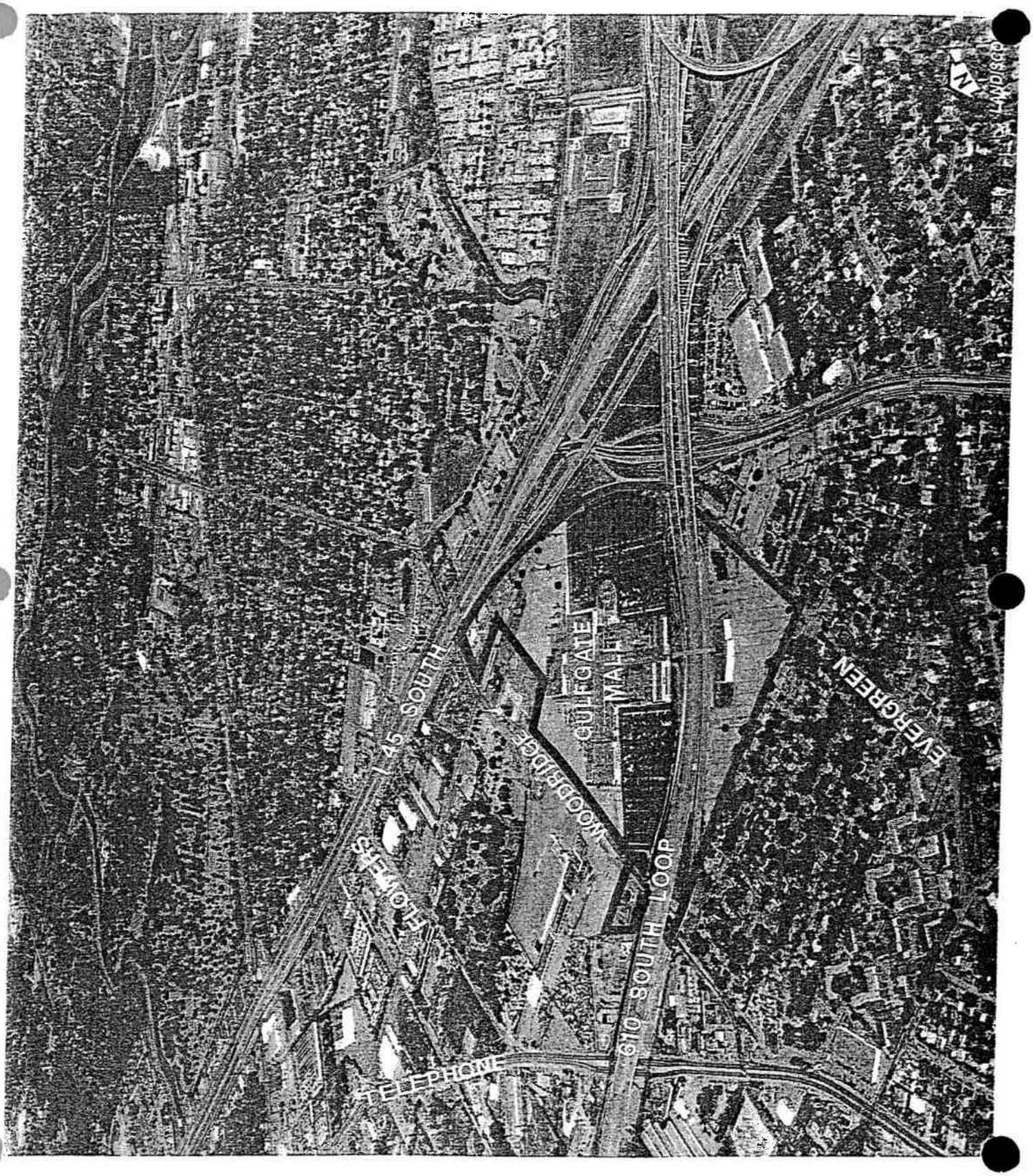
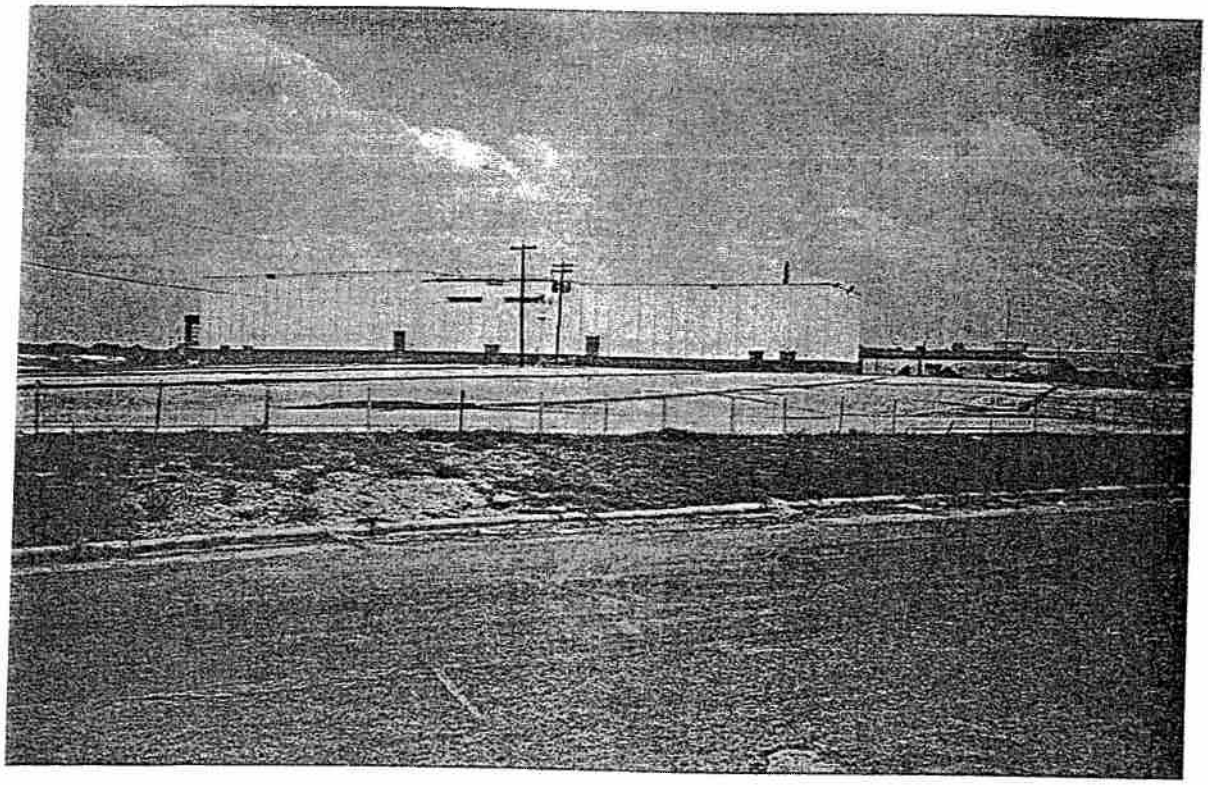
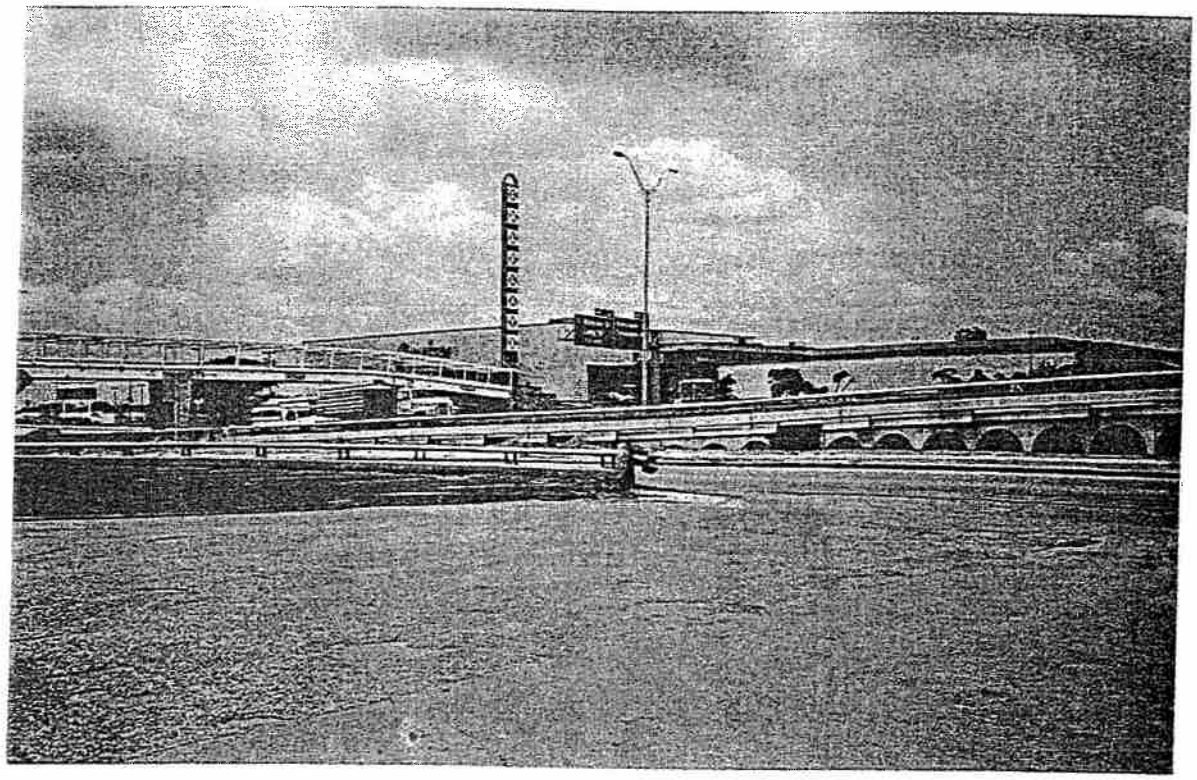

N
LAWDALE
EVERGREEN
GULFGATE MALL
45 SOUTH
WOODRIDGE
FLOWERS
TELEPHONE
610 SOUTH LOOP

Exhibit B - Property Conditions







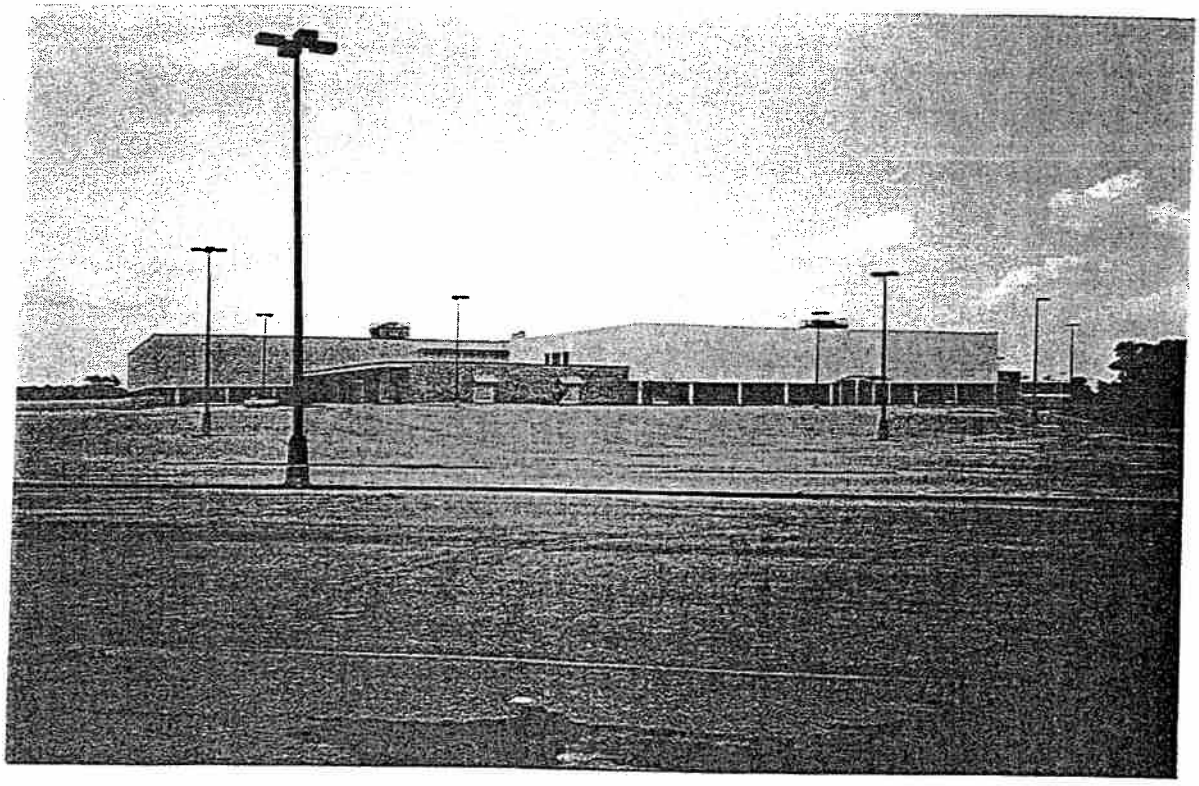
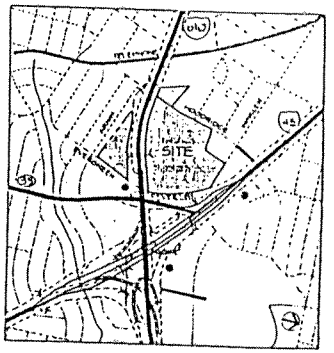


Exhibit C - Proposed Site Plan

GULFGATE SHOPPING CENTER



SITE LOCATION MAP

WULFE & Co.

713/621-1700

1 / S10 SITE PLAN

SCALE: 1" = 120'-0"

0 200 400

DEVELOPMENT SYNOPSIS

PARCEL	LAND AREA	BLDG. AREA	PARKING PROVIDED	PARKING RATIO	DENSITY
A	18.14 AC. 790,032 S.F.	311,041 S.F.	574 CARS	5.1 /1000	39.3 %
B	32.23 AC. 1,403,826 S.F.	350,744 S.F.	1042 CARS	3.1 /1000	25.0 %
C	9.81 AC. 342,476 S.F.	42,984 S.F.	163 CARS	3.79 /1000	12.5 %
D	9.38 AC. 408,548 S.F.	- S.F.	- CARS	- /1000	- %
TOTAL	69.61 AC. 3,031,676 S.F.	912,445 S.F.	3109 CARS	4.2 /1000	30.1 %

GULFGATE MALL

JOB # : 9719.01

DATE : 07-07-97

REVISED : 04-22-97

HERMES REED ARCHITECTS

III. Reinvestment Zone Number Eight (Gulfgate) Final Financing Plan

A. Estimated Project Cost Description

The estimated project cost for the Zone is $6.5 million of which $5.25 million will be used by the Gulfgate Redevelopment Authority for the acquisition of the Shopping Center and related expenses. The Gulfgate Redevelopment Authority will execute a long-term (30 year) lease back, with a purchase option, to a Joint Venture which will redevelop it. The Joint Venture or Limited Partnership (the "Joint Venture") will be composed of a Wulfe-controlled entity and the Houston Redevelopment Authority ("HRA"), a not-for-profit corporation.

HRA and Wulfe will each furnish $1,950,000 to the Venture as their initial equity contributions. Each Venturing Partner will make an additional equity contribution of approximately $565,000 at a later date. Upon substantial completion of the redevelopment, equity contributions from the Venturing Partners will equal approximately $2,515,000 each.
In lieu of paying the additional $565,000 in cash, the HRA may make its contribution in the form of capital improvements, provided by the City, to the extent that such capital improvements are included in the construction budget for the Shopping Center. The specific items eligible for credit against the equity contribution will be subject to approval by the City through the Development Agreement.

The total cost of the project, which includes acquisition, demolition and development of the new Shopping Center containing approximately 550,000 square feet is estimated at approximately $50 million. The estimated budget for TIRZ reimbursement is $6.5 million, which includes the acquisition cost, bond issuance cost and related professional fees, plus interest. The estimated interest on the $6.5 million in bonds or notes is approximately $8.251 million. Exhibit D illustrates the annual estimated debt service requirements to support the $6.5 million in bonds or notes, based on a 9.5% interest rate. In addition, the administrative expenses for operating the Zone will also be paid from Zone revenues. The cost of administration over the life of the Zone is approximately $740,000 and is illustrated as annual payments on Exhibit E. The proposed duration of the Zone is 30 years.

have a right-of-first refusal if either Partner wants to sell. The Joint Venture will assume the existing outstanding mortgage without recourse. Wulfe Gulfgate, Inc. will serve as Managing Partner or General Partner. On behalf of the Joint Venture, Wulfe will endeavor to secure third party financing for the balance of the acquisition, payment of the initial assumable loan, construction and related development costs in the amount of approximately $40,000,000. During the life of the Joint Venture, each Venturing Partner will share in all new revenues generated by the Shopping Center in proportion to its ownership interest. If additional capital beyond the projected $2,515,000 each is required, either party may provide it and be repaid before the Venturing Partners receive any distribution.

The Gulfgate Redevelopment Authority will issue bonds or notes in an amount required to pay the estimated $6.5 million, plus capitalized interest and related TIRZ expenses. The TIRZ, the City and the Redevelopment Authority will enter into a contract pursuant to which the City and TIRZ will pay the tax increments to the Redevelopment Authority. The Redevelopment Authority will use these tax increment payments to secure the repayment of the bonds or notes. Wulfe will not commence any construction phase for the new Shopping Center until leases are in place to generate a cash flow sufficient to service any construction and related development loans.

Exhibit D: Amortized Schedule of Estimated Bonded Indebtedness To Be Incurred

EXHIBIT D

GULFGATE MALL

AMORTIZED DEBT SCHEDULE OF BONDED INDEBTEDNESS TO BE INCURRED

TWENTY YEAR PAYMENT SCHEDULE

ON PROPOSED 71.55 ACRE PROJECT

Year	1998
Principal Amount	6,500,000
Interest-One Year	617,500
Payment	737,600
Criteria	9.5%

DATE	PRINCIPAL PAYMENT	INTEREST PAYMENT	TOTAL PAYMENT	BALANCE OWING	NET TIRZ REVENUES	CUMULATIVE TIRZ REVENUE	NET CASH AVAILABLE	DEBT (NET) COVERAGE	DEBT (CUM) COVERAGE
9/15/98	0	0	0	0					
9/15/99	0	0	0	0	0	0	0		
9/15/00	0	0	0	0	17,434	17,434	17,434		
9/15/01	0	0	0	6,500,000	293,204	310,638	310,638		
9/15/02	120,100	617,500	737,600	6,379,900	643,004	216,042	216,042	0.872	0.293
9/15/03	131,510	606,091	737,600	6,248,391	652,613	131,055	131,055	0.885	0.178
9/15/04	144,003	593,597	737,600	6,104,388	695,258	88,713	88,713	0.943	0.120
9/15/05	157,683	579,917	737,600	5,946,704	754,875	105,988	105,988	1.023	0.144
9/15/06	172,663	564,937	737,600	5,774,041	848,128	216,516	216,516	1.150	0.294
9/15/07	189,066	548,534	737,600	5,584,975	860,198	339,114	339,114	1.166	0.460
9/15/08	207,027	530,573	737,600	5,377,948	872,413	473,927	473,927	1.183	0.643
9/15/09	226,695	510,905	737,600	5,151,253	884,775	621,102	621,102	1.200	0.842
9/15/10	248,231	489,369	737,600	4,903,022	897,285	780,787	780,787	1.216	1.059
9/15/11	271,813	465,787	737,600	4,631,209	909,945	953,132	953,132	1.234	1.292
9/15/12	297,635	439,965	737,600	4,333,574	922,757	1,138,289	1,138,289	1.251	1.543
9/15/13	325,910	411,690	737,600	4,007,663	935,723	1,336,412	1,336,412	1.269	1.812
9/15/14	356,872	380,728	737,600	3,650,792	948,844	1,547,656	1,547,656	1.286	2.098
9/15/15	390,775	346,825	737,600	3,260,017	962,123	1,772,179	1,772,179	1.304	2.403
9/15/16	427,898	309,702	737,600	2,832,118	975,561	2,010,140	2,010,140	1.323	2.725
9/15/17	468,549	269,051	737,600	2,363,570	989,160	2,261,700	2,261,700	1.341	3.066
9/15/18	513,061	224,539	737,600	1,850,509	1,002,923	2,527,023	2,527,023	1.360	3.426
9/15/19	561,802	175,798	737,600	1,288,707	1,016,851	2,806,274	2,806,274	1.379	3.805
9/15/20	615,173	122,427	737,600	673,534	1,030,945	3,099,619	3,099,619	1.398	4.202
9/15/21	673,614	63,986	737,600	(80)	1,045,209	3,407,228	3,407,228	1.417	4.619
TOTAL	6,500,000	8,251,920	14,752,000		18,159,228				

Notes:
Assumes 9.5% interest rate.
Assumes twenty year estimated debt schedule.
Assumes loan paid off in 2021.
Assumes a possible balloon payment in 2018.
Assumes growth rate at 1.2%.

B. Economic Feasibility

A marketing survey prepared by CDS Research confirms the extent of this burgeoning market (see Appendices). CDS concluded that a redeveloped Shopping Center has an annual sales potential of $113,900,000 to $121,700,000 in 1997 dollars for a 550,000 square foot super community shopping center or power center. As much as 30% of the support for the Shopping Center could come from outside the City of Houston, providing a direct boost to City sales tax revenues. The CDS analysis was conservative in that it relied completely on the buying power of Trade Area Hispanic households to reach a conclusion about viability.

C. Project Financing Information for Bonded Indebtedness, Monetary Obligation Duration, and Method of Financing

All of the $6.5 million must be available no later than commencement of demolition or site work. To repay the estimated $6.5 million bonds or notes, it will be critical to obtain participation from the all three principal taxing jurisdictions. Exhibit E illustrates the projected tax increment revenues (captured appraised value) estimated to be generated on the incremental value over the life of the TIRZ. It is projected using current tax rates, that the annual TIRZ increment would average $800,000. Debt service payments are estimated at $737,000 annually calculated with a 9.5% interest rate over a 20-year debt schedule with an annual inflation rate of 1.2%. The financing does not require a tax rate increase.

D. Impact of City's Participation

The estimated total appraised value of the Zone is $8.5 million. The projected value of the new center within the proposed TIRZ is approximately $50 million. The City portion of the increment calculated on a $50 million valuation is estimated at approximately $315,000 annually, based on current tax rates with a ninety-five percent (95%) tax collection rate. During the life of the Zone, the estimated captured appraised value on the City of Houston portion is

Exhibit E: Captured Appraised Value

EXHIBIT E

GULFGATE MALL
CAPTURED APPRAISED VALUE
ON PROPOSED 71.55 ACRE PROJECT

NEW TAX INCREMENT CREATED FROM PROPOSED DEVELOPMENT

TAX YEAR	TOTAL TAXABLE VALUE	TAX INCREMENT
1997	8,063,000	BASE YEAR
1998	8,063,000	0
1999	12,159,756	4,096,756
2000	28,305,673	20,242,673
2001	48,645,341	40,582,341
2002	49,229,085	41,166,085
2003	51,819,834	43,756,834
2004	55,441,672	47,378,672
2005	61,106,972	53,043,972
2006	61,840,256	53,777,256
2007	62,582,339	54,519,339
2008	63,333,327	55,270,327
2009	64,093,327	56,030,327
2010	64,862,447	56,799,447
2011	65,640,796	57,577,796
2012	66,428,486	58,365,486
2013	67,225,628	59,162,628
2014	68,032,335	59,969,335
2015	68,848,723	60,785,723
2016	69,674,908	61,611,908
2017	70,511,007	62,448,007
2018	71,357,139	63,294,139
2019	72,213,425	64,150,425
2020	73,079,986	65,016,986
2021	73,956,946	65,893,946
2022	74,844,429	66,781,429
2023	75,742,562	67,679,562
2024	76,651,473	68,588,473
2025	77,571,290	69,508,290
2026	78,502,146	70,439,146
2027	79,444,172	71,381,172
TOTAL		

PROJECTED TIRZ FUNDS AVAILABLE

COLLECTION YEAR	CITY TAX INCREMENTAL REV @ $0.6650	COUNTY TAX INCREMENTAL REV @ 0.42768	HISD TAX INCREMENTAL REV @ $0.64	TIRZ ADMIN EXPENSE	NET REVENUE	NET CUMULATIVE REVENUE	HISD REV $0.32
1998							
1999	0	0	0	0	0	0	0
2000	25,881	16,645	24,908	(50,000)	17,434	17,434	12,454
2001	127,883	82,245	123,075	(40,000)	293,204	310,638	61,538
2002	256,379	164,884	246,741	(25,000)	643,004	953,642	123,370
2003	260,067	167,256	250,290	(25,000)	652,613	1,606,255	125,145
2004	276,434	177,782	266,042	(25,000)	695,258	2,301,513	133,021
2005	299,315	192,498	288,062	(25,000)	754,875	3,056,387	144,031
2006	335,105	215,516	322,507	(25,000)	848,128	3,904,515	161,254
2007	339,738	218,495	326,966	(25,000)	860,198	4,764,714	163,483
2008	344,426	221,510	331,478	(25,000)	872,413	5,637,127	165,739
2009	349,170	224,561	336,044	(25,000)	884,775	6,521,902	168,022
2010	353,972	227,649	340,664	(25,000)	897,285	7,419,187	170,332
2011	358,831	230,774	345,341	(25,000)	909,945	8,329,132	172,670
2012	363,748	233,936	350,073	(25,000)	922,757	9,251,889	175,037
2013	368,724	237,137	354,862	(25,000)	935,723	10,187,612	177,431
2014	373,760	240,375	359,709	(25,000)	948,844	11,136,456	179,854
2015	378,856	243,653	364,614	(25,000)	962,123	12,098,579	182,307
2016	384,014	246,970	369,577	(25,000)	975,561	13,074,140	184,789
2017	389,233	250,327	374,600	(25,000)	989,160	14,063,300	187,300
2018	394,515	253,724	379,684	(25,000)	1,002,923	15,066,223	189,842
2019	399,861	257,162	384,828	(25,000)	1,016,851	16,083,074	192,414
2020	405,270	260,641	390,035	(25,000)	1,030,945	17,114,019	195,017
2021	410,745	264,161	395,303	(25,000)	1,045,209	18,159,229	197,652
2022	416,285	267,724	400,635	(25,000)	1,059,645	19,218,873	200,318
2023	421,892	271,330	406,031	(25,000)	1,074,253	20,293,126	203,016
2024	427,566	274,979	411,492	(25,000)	1,089,037	21,382,163	205,746
2025	433,308	278,672	417,018	(25,000)	1,103,998	22,486,161	208,509
2026	439,119	282,409	422,610	(25,000)	1,119,138	23,605,299	211,305
2027	444,999	286,191	428,270	(25,000)	1,134,461	24,739,760	214,135
	9,779,094	6,289,207	9,411,459	(740,000)	24,739,760		4,705,729

Assumes base year as shown on 1997 tax rolls for 51 acres which reflects a lower assessed value.
Assumes a 95% collection rate.
Assumes 1.2% growth rate.
Assumes total City increment dedicated to the TIRZ.
Assumes HISD at $0.64 to the TIRZ - remaing $0.32 to HISD.
Assumes first three years TIRZ administration included in the project debt.
Assumes the TIRZ will be used to repay the estimated $6.5MM shortfall. Estimated payout 20 years or 2018.
(TIRZ proceeds can then be returned to the jurisdictions.)
Assumes preliminary study as of 12/12/97 - subject to revision per project financing

$9,779,094. In addition, the new Shopping Center is projected to generate initially an estimated $825,000 annually in net sales tax revenue to the City. Over the life of the TIRZ, an estimated $1,274,000 in franchise fees and $2,796,000 in water and sewer fees will be generated to the City. Exhibit F illustrates these City revenues over the life of the TIRZ and the estimated captured appraised value. However, repayment on the notes or bonds is projected to take 20 years, or until 2018.

E. Impact of All Participating Jurisdictions

Upon completion of the new Shopping Center, after TIRZ reimbursement has been satisfied, the project will generate incremental revenue of approximately $429,000 annually to HISD, based on a $0.64/$100 participation, and approximately $287,000 annually to Harris County, based on a $0.42768/$100 participation.

Exhibit F: Projected City Revenues

EXHIBIT F

GULFGATE
PROJECTED CITY REVENUES
ON PROPOSED 71.55 ACRE PROJECT

TAX YEAR	TOTAL TAXABLE VALUE	TAX INCREMENT	(Note 1) CITY PROPERTY TAX BASE	CITY PROPERTY TAX INCREMENT	CITY PROPERTY TAX TOTAL	ADDITIONAL CITY REVENUES (Note 2) 1% CITY SALES TAX	(Note 3) FRANCHISE FEES	(Note 4) WTR/SWR REVENUES	ADDITIONAL CITY REVENUES TOTAL	(Note 5) 1% SALES TAX CDS STUDY
1997	8,063,000	BASE YEAR	50,938	0	50,938					1,178,000
1998	8,063,000	0	50,938	0	50,938	65,934	38,562	84,610	189,106	1,192,136
1999	12,159,756	4,096,756	50,938	25,881	76,819	329,670	39,024	85,625	454,320	1,206,442
2000	28,305,673	20,242,673	50,938	127,883	178,821	659,340	39,493	86,653	785,486	1,220,919
2001	48,645,341	40,582,341	50,938	256,379	307,317	659,340	39,967	87,693	786,999	1,235,570
2002	49,229,085	41,166,085	50,938	260,067	311,005	692,307	40,446	88,745	821,498	1,250,397
2003	51,819,834	43,756,834	50,938	276,434	327,372	741,758	40,931	89,810	872,499	1,265,402
2004	55,441,672	47,378,672	50,938	299,315	350,253	824,175	41,423	90,888	956,485	1,280,586
2005	61,106,972	53,043,972	50,938	335,105	386,043	824,175	41,920	91,978	958,073	1,295,953
2006	61,840,256	53,777,256	50,938	339,738	390,676	824,175	42,423	93,082	959,680	1,311,505
2007	62,582,339	54,519,339	50,938	344,426	395,364	824,175	42,932	94,199	961,306	1,327,243
2008	63,333,327	55,270,327	50,938	349,170	400,108	824,175	43,447	95,330	962,952	1,343,170
2009	64,093,327	56,030,327	50,938	353,972	404,910	824,175	43,968	96,473	964,617	1,359,288
2010	64,862,447	56,799,447	50,938	358,831	409,769	824,175	44,496	97,631	966,302	1,375,599
2011	65,640,796	57,577,796	50,938	363,748	414,686	824,175	45,030	98,803	968,008	1,392,107
2012	66,428,486	58,365,486	50,938	368,724	419,662	824,175	45,570	99,988	969,734	1,408,812
2013	67,225,628	59,162,628	50,938	373,760	424,698	824,175	46,117	101,188	971,480	1,425,718
2014	68,032,335	59,969,335	50,938	378,856	429,794	824,175	46,671	102,402	973,248	1,442,826
2015	68,848,723	60,785,723	50,938	384,014	434,952	824,175	47,231	103,631	975,037	1,460,140
2016	69,674,908	61,611,908	50,938	389,233	440,171	824,175	47,797	104,875	976,847	1,477,662
2017	70,511,007	62,448,007	50,938	394,515	445,453	824,175	48,371	106,133	978,679	1,495,394
2018	71,357,139	63,294,139	50,938	399,861	450,799	824,175	48,951	107,407	980,533	1,513,338
2019	72,213,425	64,150,425	50,938	405,270	456,208	824,175	49,539	108,696	982,410	1,531,498
2020	73,079,986	65,016,986	50,938	410,745	461,683	824,175	50,133	110,000	984,309	1,549,876
2021	73,956,946	65,893,946	50,938	416,285	467,223	824,175	50,735	111,320	986,230	1,568,475
2022	74,844,429	66,781,429	50,938	421,892	472,830	824,175	51,344	112,656	988,175	1,587,297
2023	75,742,562	67,679,562	50,938	427,566	478,504	824,175	51,960	114,008	990,143	1,606,344
2024	76,651,473	68,588,473	50,938	433,308	484,246	824,175	52,583	115,376	992,134	1,625,620
2025	77,571,290	69,508,290	50,938	439,119	490,057	824,175	53,214	116,761	994,150	
2026	78,502,146	70,439,146	50,938	444,999	495,937					38,927,316
2027	79,444,172	71,381,172								
TOTAL			1,528,140	9,779,094	11,205,358	21,280,199	1,274,278	2,795,963	25,350,439	

ASSUMPTIONS:

Note 1: Assumes 95% collection rate.

Note 2: Assumes sales tax estimate based on square feet at $1.50.

Note 3: Assumes City of Houston formula for franchise fees based on type and amount of usage. (.008*313*10*.04*550,000*.07)

Note 4: Assumes water/sewer revenues based on City of Houston formula. (550,000*.000223*315*365/1000*6)

Note 5: Assumes CDS sales tax revenue based on CDS Market and Economic Study with 30% of the revenue generated from outside the City of Houston. However, for the purpose of this analysis, the more conservative revenue streams were calculated.

Assumes 1.2% growth rate and a lower assessed value.

Assumes preliminary study as of 12/12/97 - subject to revision per project financing.

IV. Proposed Schedule of Improvements

The Shopping Center improvements are proposed to be completed by 2001. Below is an outline of the projected schedule for construction and installation of improvements:

A. Year One to Year Five - January 1, 1998 to December 31, 2002

Years One through Five of this Plan will commence on January 1 in 1998, 1999, 2000, 2001 and 2002 and will terminate December 31, in each year. Activities shall include: construction of water, sanitary sewer, storm water detention, drainage, paving, demolition, environmental abatement, other construction activities and related professional activities to serve the development as proposed and budgeted.

In addition, the administration of the TIRZ shall be directed by the Board of Directors of the TIRZ and funded through the TIRZ under the provisions of Chapter 311, Tax Code. The Board will provide for TIRZ Administration, Legal Counsel, Finance and Administration, Engineering, etc.

B. Year Six to Year Ten - January 1, 2003 to December 31, 2007

Years six through ten of this Plan will commence on January 1 of each year in the years 2003 through 2007, and terminate on December 31 of each of those years. Activities shall include any necessary construction activities and related services, other appropriate consultant services, and administrative services related to the implementation of the Project Plan.

In addition, the administration of the TIRZ shall be directed by the Board of Directors of the TIRZ and funded through the TIRZ under the provisions of Chapter 311, Tax Code. The Board will provide for TIRZ Administration, Legal Counsel, Finance and Administration, Engineering, etc.

C. Year Eleven to Year Thirty - January 1, 2008 - December 31, 2027

Years eleven through thirty of this Plan will commence on January 1 of each year in the years 2008 through 2027, and terminate on December 31 of each of those years. Activities shall include any necessary construction activities and related services, other appropriate consultant services, and administrative services related to the implementation of the Project Plan.

In addition, the administration of the TIRZ shall be directed by the Board of Directors of the TIRZ and funded through the TIRZ under the provisions of Section 311, Tax Code. The Board will provide for TIRZ Administration, Legal Counsel, Finance and Administration, Engineering, etc.

APPENDICES TO TIRZ PROJECT AND FINANCING PLAN

Appendix 1: Legal Description

LEGAL DESCRIPTION
GULFGATE TIRZ

BEGINNING AT A POINT located at the intersection of the south right-of-way line of Interstate 45 ("I-45") South Frontage Road and east right-of-way line of Woodridge in Houston, Harris County, Texas;

Thence, along the south right-of-way line of I-45 Frontage Road a distance of approximately 3,800 feet in a southeasterly direction to the west right-of-way line of Evergreen Street;

Thence, along the west right-of-way line of Evergreen Street a distance of approximately 1,720 feet in a southerly direction to a point located in the western right-of-way line of Evergreen Street 125 feet north of the northern right-of-way of Arnim Street;

Thence, westerly along the north boundary line of Sturman Park Subdivision a distance of approximately 1,950 feet to the south right-of-way line of Interstate Highway 610 South ("Loop 610");

Thence, westerly along the south right-of-way of Loop 610 a distance of approximately 635 feet to its intersection with the western right-of-way line of Woodridge;

Thence, northerly along the west right-of-way line of Woodridge a distance of approximately 500 feet to its intersection with the north right-of-way line of Loop 610 South;

Thence, westerly along the north right-of-way line of Loop 610 South a distance of approximately 350 feet to the southwest corner of that certain 3.295 acre tract of land out of that certain 7.005 acre tract conveyed to Theodore W. Berenson by deed dated December 24, 1953 from Myles G. Shutte, et al, recorded in Volume 2706, Page 30, et seq. of the Deed Records of Harris County, Texas and being out of the Jacob Thomas Survey , A-762, in Houston, Harris County, Texas;

Thence, northerly along the western boundary line of said 3.295 acre tract a distance of approximately 572 feet to a railroad spike set at the northwesterly corner of said 3.295 acre tract;

Thence, easterly along the northern boundary line of said 3.295 acre tract a distance of approximately 629 feet to the point of intersection with the east right-of-way line of Woodridge;

Thence, northerly a distance of approximately 1,575 feet to southeast corner of that certain 2,250 square foot tract of land conveyed to Woodridge Baptist Church by Houston

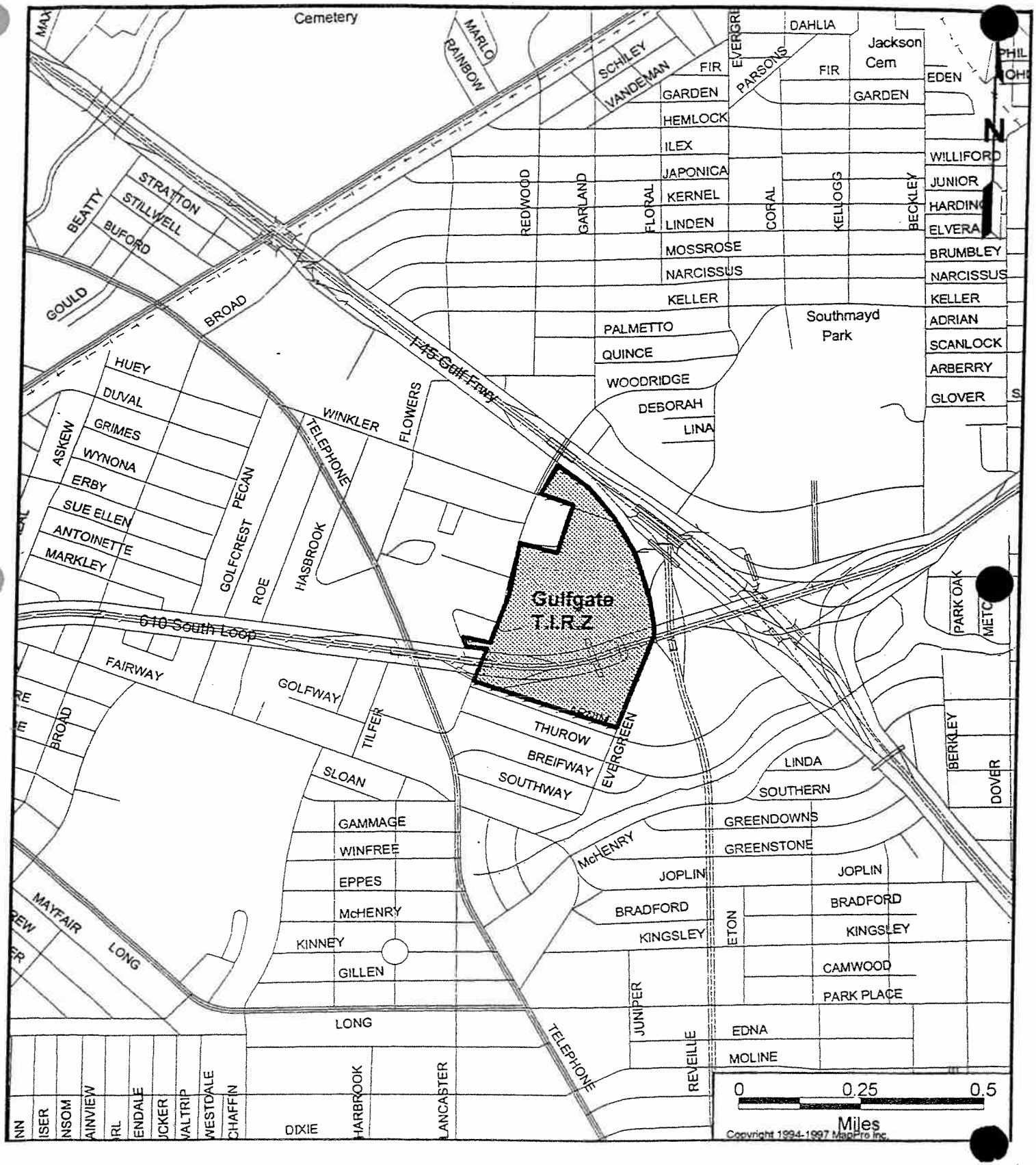
Freeway Land Co., et al, by exchange deed and agreement recorded under Harris County Clerk File No. L 380965 of the Real Property Records of Harris County, Texas;

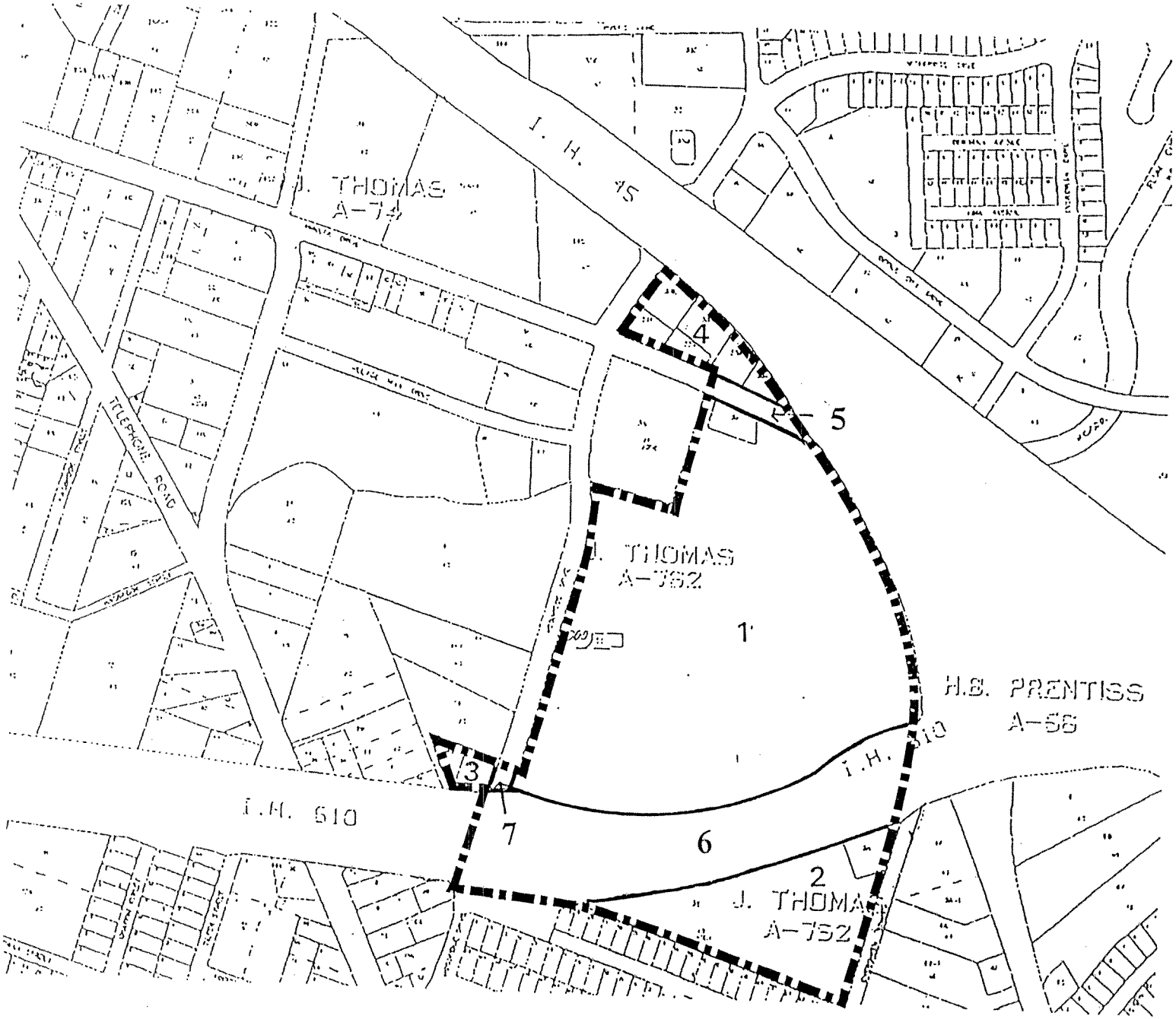
Thence, easterly a distance of 300 feet to a corner point marked by a 5/8 inch iron rod set;

Thence, north along a distance of 512 feet to the north right-of-way line of Winkler Drive;

Thence, westerly a distance of 590 feet to a point of intersection with the east right-of-way line of Woodridge;

Thence, northerly a distance of 600 feet to THE POINT OF BEGINNING.


Cemetery
MARLO
RAINBOW
SCHILEY
VANDEMAN
EVERGREEN
PARSONS
DAHLIA
Jackson Cem
FIR
GARDEN
HEMLOCK
ILEX
JAPONICA
KERNEL
LINDEN
MOSSROSE
NARCISSUS
KELLER
PALMETTO
QUINCE
WOODRIDGE
DEBORAH
LINA
EDEN
WILLIFORD
JUNIOR
HARDING
ELVERA
BRUMBLEY
NARCISSUS
KELLER
ADRIAN
SCANLOCK
ARBERRY
GLOVER
Southmayd Park
REDWOOD
GARLAND
FLORAL
CORAL
KELLOGG
BECKLEY
BEATTY
STRATTON
STILLWELL
BUFORD
GOULD
BROAD
I-45 Gulf Frwy
HUEY
DUVAL
GRIMES
WYNONA
ERBY
SUE ELLEN
ANTOINETTE
MARKLEY
ASKEW
GOLFCREST
PECAN
ROE
HASBROOK
TELEPHONE
WINKLER
FLOWERS
Gulfgate T.I.R.Z
610 South Loop
FAIRWAY
GOLFWAY
TILFER
SLOAN
THUROW
BREIFWAY
SOUTHWAY
EVERGREEN
LINDA
SOUTHERN
GREENDOWNS
GREENSTONE
JOPLIN
BRADFORD
KINGSLEY
ETON
CAMWOOD
PARK PLACE
EDNA
MOLINE
REVEILLE
JUNIPER
McHENRY
GAMMAGE
WINFREE
EPPES
KINNEY
GILLEN
LONG
MAYFAIR
DIXIE
HARBROOK
LANCASTER
PARK OAK
BERKLEY
DOVER
N
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Miles
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J. THOMAS
A-74
J. H. 45
4
5
J. THOMAS
A-752
1
H.B. PRENTISS
A-56
I.H. 610
3
7
6
2
J. THOMAS
A-752
I.H. 610
TELEPHONE ROAD

TRACT 1

Being 42.374 acres (1,845,805 square feet) of land out of said 58.147 acre tract and all of said 9050 square foot tract being more particularly described by metes and bounds as follows:

BEGINNING at a point marked by a 5/8 inch iron rod on the South right-of-way line of Winkler Drive, said point being the Northeast corner of that certain 4.449 acre tract conveyed to Woodridge Baptist Church by D. Eric Japhet, et al, by deed recorded in Volume 1822, Page 68, of the Deed Records of Harris County, Texas;

THENCE in a Southeasterly direction along the South right-of-way line of Winkler Drive, with a curve to the right whose radius is 4394.57 feet and central angle is 7° 25' 10" and whose chord bears South 63° 36' 00" East, a distance, measured along the arc of said curve, of 569.09 feet to a point for corner marked by a 5/8 inch iron rod on the Southwesterly right-of-way line of Reveille Road;

THENCE South 29° 05' 00" East, along the Southwesterly right-of-way line of Reveille Road, a distance of 433.01 feet to a point on a curve marked by a 5/8 inch iron rod;

THENCE in a Southeasterly direction continuing along the Southwesterly right-of-way line of Reveille Road, with a curve to the right whose radius is 1114.75 feet and central angle is 22° 28' 00", and whose chord bears South 17° 45' 00" East, a distance, measured along the arc of said curve, of 437.11 feet to a point marked by a 5/8 inch iron rod at the end of said curve;

THENCE south 2° 49' 00" East, continuing along the Westerly right-of-way lien of Reveille Road, a distance of 154.70 feet to an angle point marked by a 5/8 inch iron rod;

THENCE South 6° 31' 00" East, continuing along the Westerly right-of-way line of Reveille Road, a distance of 65.63 feet to a point for corner marked by a 5/8 inch iron rod on the Northwesterly right-of-way line of IH 610 South Loop, same being the Northwesterly line of that certain 25 foot Roadway Easement granted to City of Houston by Deed recorded in Volume 2929, Page 721, of the Deed Records of Harris County, Texas;

THENCE South 60° 05' 00" West, along the Northwesterly right-of-way of IH 610 South Loop, same being the Northwesterly line of said 23 foot Roadway Easement, a distance of 238.27 feet to a point of curve marked by a 5/8 inch iron rod;

THENCE in a Southwesterly direction continuing along the Northwesterly right-of-way line of IH 610 South Loop, same being the Northwesterly line of said 25 foot Roadway Easement, with a curve to the left whose radius is 1532.39 feet and central angle is 4° 36'01" a distance of 123.04 feet to a point of tangent marked by a Railroad Spike;

TRACT 1

(cont.)

THENCE South 35° 28' 39" West, continuing along the Northwesterly right-of-way line of IH 610 South Loop, same being the Northwesterly line of said 25 foot Roadway Easement, a distance of 1.31 feet to a point of curve marked by a Railroad Spike;

THENCE in a Southwesterly and Westerly direction continuing along the Northwesterly right-of-way line of IH 610 South Loop, same being the Northwesterly line of said 25 foot Roadway Easement, with a curve to the right whose radius is 1332.39 feet and central angle is 51° 24' 33", a distance of 1195.63 feet to a point of reverse curve marked by a 5/8 inch iron rod;

THENCE in a Westerly direction continuing along the Northwesterly right-of-way line of IH 610 South Loop, same being the Northwesterly line of said 25 foot Roadway Easement, with a curve to the left whose radius is 1532.39 feet and central angle is 9° 09' 02", a distance of 244.73 feet to a point for corner marked by an "X" cut in concrete on the Southeasterly right-of-way line of Woodridge Drive, 80 feet wide;

THENCE North 19° 38' 30" East, along the Southeasterly right-of-way line of Woodridge Drive, a distance of 970.17 feet to a point of curve marked by a 5/8 inch iron rod;

THENCE in a northerly direction continuing along the Easterly right-of-way line of Woodridge Drive, with a curve to the left, whose radius is 908.33 feet and central angle is 19° 20' 48", a distance of 306.71 feet to a point for corner marked by a 5/8 inch iron rod, said point being the Southwest corner of a 2250 square foot tract of land conveyed to Woodridge Baptist Church by Houston Freeway Land Co., et al, by exchange deed and agreement recorded under Harris County Clerk File No. 1380965 of the Official Public Records of Real Property of Harris County, Texas;

THENCE South 77° 40' 00" East, along the Southerly line of said 2250 square foot tract and continuing along the Northerly line of said 9050 square foot tract, a distance of 299.82 feet to a point for corner marked by a 5/8 inch iron rod on the Southeasterly line of said 4.449 acre tract, said point being the Northeast corner of said 9050 square foot tract.

THENCE North 19° 54' 00" East, along the Southeasterly line of said 4.449 acre tract, a distance of 452 feet to the PLACE OF BEGINNING and containing 42.374 acres (1,845, 505 square feet) of land.

TRACT 2

Being 9.010 acres (392.480 square feet) of land out of said 58.147 acre tract and being more particularly described by metes and bounds as follows:

BEGINNING at a point marked by a 3/4 inch iron pipe on the Northwesterly right-of-way line of Evergreen Street, 60 feet wide, said point being the Northeast corner of Lot 25, Block 4, of Sturman Park, Section 1 as recorded in Volume 22, Page 24 of the Map Records of Harris County, Texas;

THENCE North 69° 08' 00" West, along the Northeasterly line of said Block 4, a distance of 1113.07 feet to a point marked by a T.H.D. monument on the Northeasterly line of Lot 7 of said Block 4, said point being on the Southeasterly right-of-way line of IH 610 South Loop, same being the Southeasterly line of that certain 2.6984 acre tract conveyed to the State of Texas by Gulfgate Joint Venture by deed recorded in Volume 7132, Page 154 of the Deed Records of Harris County, Texas;

THENCE North 21° 12' 14" East, continuing along the Southeasterly right-of-way line of IH 610 South Loop, same being the Southeasterly line of said 2.6984 acre tract, a distance of 28.00 feet to a point for corner marked by a T.H.D. monument;

THENCE North 73° 27' 00" East, continuing along the Southeasterly right-of-way line of IH 610 South sloop, same being the Southeasterly line of said 2.6984 acre tract, a distance of 108.22 feet to an angle point marked by a T.H.D. monument;

THENCE North 85° 26' 18" East , continuing along the Southeasterly right-of-way line of IH 610 South Loop, same being the Southeasterly Line of said 2.6984 acre tract, a distance of 393.67 feet to an angle point marked by a Railroad Spike;

THENCE 84° 02' 07" East, continuing along the Southeasterly right-of-way line of IH 610 South Loop, same being the Southeasterly Line of said 2.6984 acre tract, a distance of 101.95 feet to an angle point marked by a T.H.D. monument;

THENCE North 77° 36' 32" East, continuing along the Southeasterly right-of-way line of IH 610 South Loop, same being the Southeasterly line of said 2.6984 acre tract, a distance of 100.05 feet to an angle point marked by a T.H.D. monument;

THENCE North 71° 49' 12" East, continuing along the Southeasterly right-of-way line of IH 610 South Loop, same being the Southeasterly line of said 2.6984 acre tract, a distance of 100.03 feet to an angle point marked by a 1/2 inch iron rod;

THENCE North 75° 4' 13" East, continuing along the Southeasterly right-of-way line of IH 610 South Loop, same being the Southeasterly line of said 2.6984 acre tract, a distance of 99.93 feet to an angle point marked by a T.H.D monument;

THENCE North 74° 02' 00" East, continuing along the Southeasterly right-of-way line of IH 610 South Loop, same being the Southeasterly line of said 2.6984 acre tract, and another tract containing 15.140 square feet deeded to the State of Texas by instrument recorded in Volume 6918 Page 150 Harris County Deed Records, a distance of 408.30 feet to an angle point marked by a T.H.D. monument on the Northwesterly right-of-way line of Evergreen Street;

THENCE South 19° 59' 00" West, along the Northwesterly right-of-way line of Evergreen Street, as distance of 730 feet to the PLACE OF BEGINNING and containing 9.010 acres (392,480 square feet) of land.

TRACT 4

BEGINNING AT A POINT located at the intersection of the south right-of-way line of Interstate 45 ("I-45") South and east right-of-way line of Woodridge Street in Houston Harris County, Texas;

Thence, in a southeasterly direction along the south right-of-way line of I-45 a distance of approximately 825 feet to the north right-of-way line of Winkler Drive;

Thence, in a northwesterly direction along the north right-of-way line of Winkler Drive, a distance of approximately 825 feet to the intersection of the east right-of-way line of Woodridge;

Thence, in a northeasterly direction along the east right-of-way line of Woodridge Street distance of approximately 325 feet, to the POINT OF BEGINNING.

TRACT 5

BEGINNING at the southeast corner of Tract 4 and proceeding in a southerly direction approximately 110 feet to the southern right-of-way line of Winkler Drive;

Thence, westerly along the southern right-of-way line of Winkler Drive a distance of approximately 550 feet to the northwest corner of Tract 1;

Thence, in a northerly direction approximately 60 feet to the northern right-of-way line of Winkler Drive;

Thence in an easterly direction along the northern right-of-way line of Winkler Drive a distance of approximately 450 feet to the POINT OF BEGINNING.

TRACT 6

BEGINNING at the southeast corner of Tract 1 and proceeding in a southerly direction a distance of approximately 450 feet to the intersection of the south right-of-way line of Interstate Highway Loop 610 South and the west right-of-way line of Evergreen Street;

Thence, in a westerly direction along the southern right-of-way line of Interstate Loop 610 South a distance of approximately 1,750 feet to the intersection of the west right-of-way line of Woodridge and the south right-of-way line of Interstate Loop 610 South;

Thence, in a northerly direction a distance of approximately 350 feet to the intersection of the west right-of-way line of Woodridge and the north right-of-way line of Interstate Loop 610 South;

Thence, in an easterly direction a distance of approximately 1,800 feet along the northern right-of-way line of Interstate Loop 610 South to the POINT OF BEGINNING.

TRACT 7

BEGINNING in the southeast corner of Tract 3 at the west right-of-way line of Woodridge, thence easterly along the north right-of-way line of Interstate Loop 610 South a distance of approximately 85 feet to the intersection of the east right-of-way line of Woodridge and the north right-of-way line of Interstate Loop 610 South;

Thence, northerly along the east right-of-way line of Woodridge a distance of approximately 70 feet;

Thence, westerly a distance of approximately 80 feet to the northeast corner of Tract 3 and the west right-of-way line of Woodridge;

Thence southerly along the west right-of-way line of Woodridge a distance of approximately 85 feet to the POINT OF BEGINNING.

Appendix 2: Development Assumptions

PRELIMINARY
GULFGATE MALL
DEVELOPMENT ASSUMPTIONS
ASSESSED VALUE
ON PROPOSED 71.55 ACRE PROJECT

DESCRIPTION	1997	1998	1999	2000	2001	2002	2003	2004	2005
Raw Land Value		0	0	0	0	0	0	0	
Commercial	0	0	4,000,000	16,000,000	20,000,000	0	2,000,000	3,000,000	5,000,000
Inflation @ 1.2%		0	102,000	151,224	345,039	589,179	596,249	627,404	670,933
Total Value		0	4,102,000	16,151,224	20,345,039	589,179	2,596,249	3,627,404	5,670,933
Cumulative Value	**8,500,000**	**8,500,000**	**12,602,000**	**28,753,224**	**49,098,263**	**49,687,442**	**52,283,691**	**55,911,095**	**61,582,029**

DESCRIPTION	2006	2007	2008	2009	2010	2011	2012	2013
Raw Land Value	0	0	0	0	0	0	0	0
Commercial	0	0	0	0	0	0	0	0
Inflation @ 1.2%	738,984	747,852	756,826	765,908	775,099	784,400	793,813	803,339
Total Value	738,984	747,852	756,826	765,908	775,099	784,400	793,813	803,339
Cumulative Value	**62,321,013**	**63,068,865**	**63,825,691**	**64,591,600**	**65,366,699**	**66,151,099**	**66,944,913**	**67,748,251**

Assumptions:

Assumes base year on shown on 1997 tax rolls for acres.

Assumes a 1.2% growth rate.

Assumes additional value:

1999-Mall Improvements	4,000,000
2000-Mall Improvements	16,000,000
2001-Mall Improvements	20,000,000
2003-Additional Commercial Development	2,000,000
2004-Additional Commercial Development	3,000,000
2005-Additional Commercial Development	5,000,000
Total	50,000,000

Appendix 3: Economic Feasibility

MARKET AND ECONOMIC FEASIBILITY STUDY
GULFGATE TAX INCREMENT REINVESTMENT ZONE
HOUSTON, TEXAS
OCTOBER 1997

Prepared for:

WULFE & COMPANY
11 East Greenway Plaza
Houston, Texas 77046

Prepared by:

CDS RESEARCH
9225 Katy Freeway
Suite 322
Houston, Texas 77024

REINVESTMENT ZONE NUMBER EIGHT

CITY OF HOUSTON, TEXAS

(GULFGATE TIRZ)

Amended
Project Plan & Reinvestment Zone
Financing Plan

June 25, 1999

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OVERVIEW

The Reinvestment Zone Number Eight, City of Houston, Texas (the "Zone") was created by the City of Houston (the "City"), Ordinance No. 97-1524, dated December 10, 1997. The Project Plan and Reinvestment Zone Financing Plan (the "Final Plan") was adopted by the Board of Directors (the "Board") of the Zone on December 15, 1997 and approved by the City Council on December 17, 1997. The Zone as originally designated contained 67.58 acres which included approximately 51.00 acres comprised of Gulfgate Mall (the "Mall"), 3.90 acres of property peripheral to the Mall, and 12.68 acres of public rights-of-way. The Mall is owned and being redeveloped by a limited partnership composed of the Houston Redevelopment Authority, a not-for-profit corporation, Houston Gulfgate Partners, L.P., a Texas Limited Partnership, as its limited partners, and Wulfe Gulfgate, Inc., as its general partner (collectively the "Developer"). The TIRZ helped establish a financing mechanism for acquiring the blighted Mall and implementing the project plan.

In addition to creating the Zone, by adoption of Resolution 97-66, the City concurrently created the Gulfgate Redevelopment Authority (the "Gulfgate RDA") a local government corporation, formed pursuant to the provisions of Chapter 394 of the Texas Local Government Code, to aid, assist, and act on behalf of the City and the Zone.

The Project and Reinvestment Zone Financing Plan estimated the total Project Cost for the Zone at $6.5 million to enable the purchase, demolition and reconstruction of the Mall. The Zone secured the participation of Harris County. The Houston Independent School District ("HISD") also agreed to participate subject to the annexation of Park Place Elementary School into the Zone.

Wulfe & Co., Edmond D. Wulfe or other Wulfe-controlled entities (collectively "Wulfe") have acquired, or are in the process of pursuing the acquisition of adjacent blighted properties as part of an overall redevelopment plan for the Gulfgate area. To date, these entities own 8.46 acres adjacent to the Mall. Following a strategy similar to the successful Meyerland redevelopment, Wulfe is negotiating to acquire additional properties and to list other properties adjacent to Gulfgate Shopping Center to promote the redevelopment of the larger area.

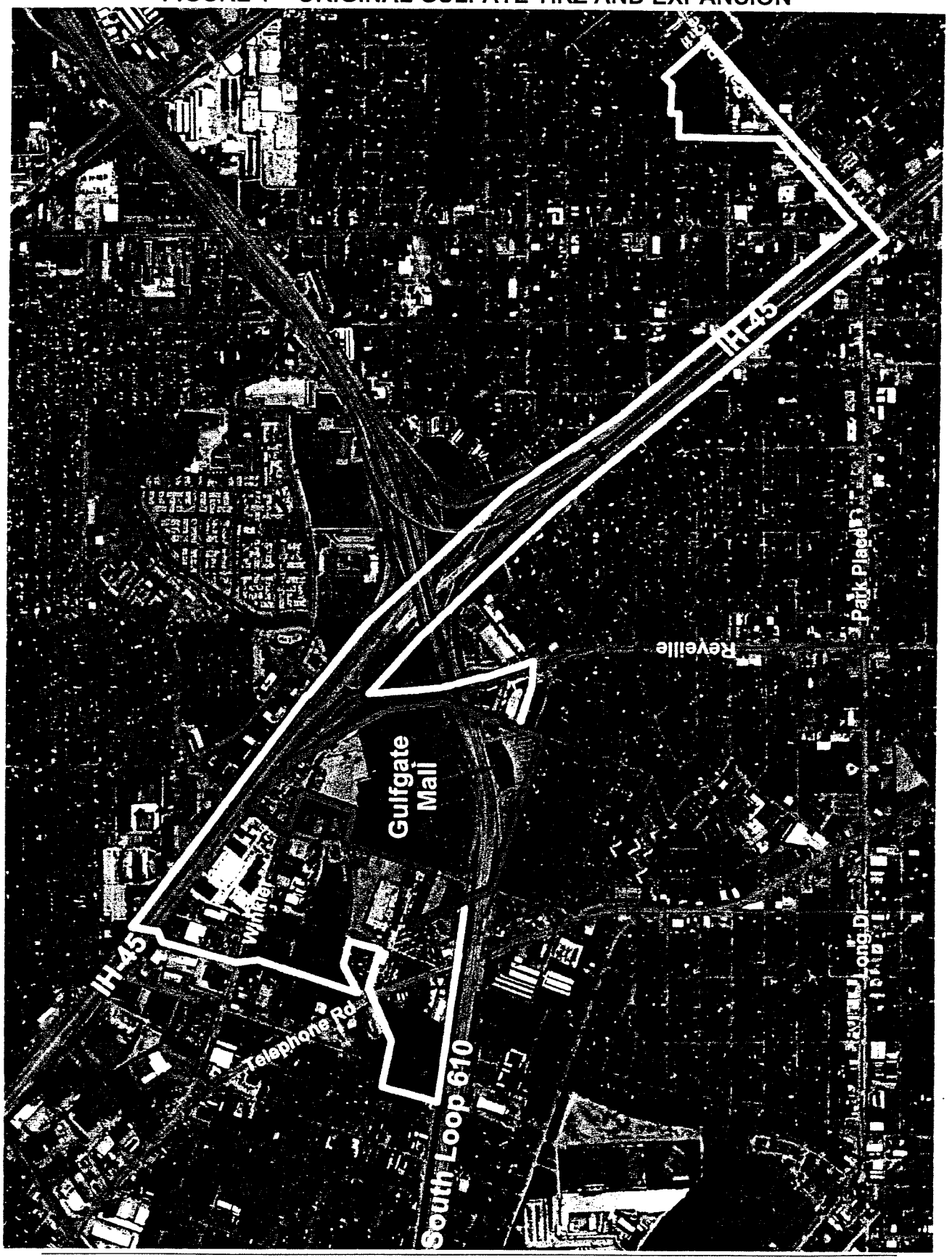
The Gulfgate Center redevelopment has become the catalyst for revitalization efforts in the area. Construction of Gulfgate Court, the East End's first new major center in two decades began in 1998. However, significant public improvements are needed to sustain these efforts.

Wulfe and the original Zone Developer propose a 185-acre expansion of the TIRZ to facilitate the redevelopment of the surrounding blighted commercial properties by funding public improvements that will support new development. Figure 1 on the following page shows the original Zone boundary and the proposed expansion. The land adjacent to the Mall, if not redeveloped, could negatively impact Gulfgate Shopping Center and the City's investment in the original Zone because of its condition and land uses. Current land uses within the expansion area include auto salvage lots, vacant and boarded-up structures, and vacant lots littered with foundations of demolished apartments.

Much of the vacant and under-utilized property along Village Way and Winkler was originally platted as single family residential. The residential street infrastructure and traffic control system is in many cases inadequate for the commercial redevelopment being considered. Furthermore, an aging box culvert and drainage easement bisects the expansion area and a key 21-acre development site. The culvert and easement effectively split a major development site across from the Mall, which impedes the development of big-box retail, the highest and best use of the site.

Enlargement of the original Zone boundary will result in the Zone expanding to 259 acres, including rights-of-way. The proposed enlargement will enable the redevelopment of commercial areas surrounding the Mall by providing a financing mechanism to fund necessary public improvements. It will also ensure HISD participation in the entire Zone by including Park Place Elementary in the expansion.

FIGURE 1 – ORIGINAL GULFATE TIRZ AND EXPANSION



PART A: AMENDED TIRZ PLAN (EXPANSION AREA)

I. PROJECT PLAN AMENDMENT

A. Existing Uses and Conditions (311.011(b)(1))

The proposed 185-acre expansion encompasses approximately 89 acres of public rights-of-way and 11 acres of educational facilities (Park Place Elementary). The inclusion of Park Place Elementary school is a condition to HISD's participation in the Zone per HISD School Board action of December 17, 1998. Approximately 84 acres of the 185-acre enlargement provide opportunities for redevelopment. Figure 2 (page 6) illustrates current land uses within the proposed expansion area.

The existing conditions in the expansion area impair the sound growth of the area and City, and meets the criteria for reinvestment zone status described in Sec. 311.005 of the Texas Tax Code based on the presence of the following conditions:

- *Faulty lot layout in relation to accessibility and usefulness*

  Faulty lot layouts resulting from an aging and obsolete storm drainage box culvert limit the usefulness of 21 acres across from Gulfgate Center on Woodridge and impede redevelopment. Commercial redevelopment of these key parcels will require the removal and relocation of the existing public drainage easement and aging box culvert that divide tracts and reduce possible building envelope size.

- *Obsolete platting and the predominance of defective street layout*

  Obsolete platting based on the area's original residential and low-intensity commercial development pattern has resulted in a traffic circulation and drainage system that is undersized for a major commercial development. Intersections along Woodridge do not have adequate traffic control devices to serve the new commercial development. Access to the area and circulation between individual commercial developments must also be improved.

- *A substantial number of substandard and deteriorating structures*

  The 84 acres of privately owned property are generally under-utilized and blighted and have a substantial number of deteriorating structures. Vacant parcels suffer from poor drainage and many still have the foundations from demolished apartment buildings. These site and structure conditions threaten the success of the Gulfgate Shopping Center project and impede further redevelopment of the area. Examples of these conditions are illustrated on Figures 3A through 3J (pages 7-11).

FIGURE 2

Gulfgate TIRZ Expansion
Existing Land Uses

- Single-Family
- Multi-Family
- Parks
- Institutional
- Commercial/Office
- Industrial
- Undeveloped
- Utility
- Expansion Area
- Original Zone

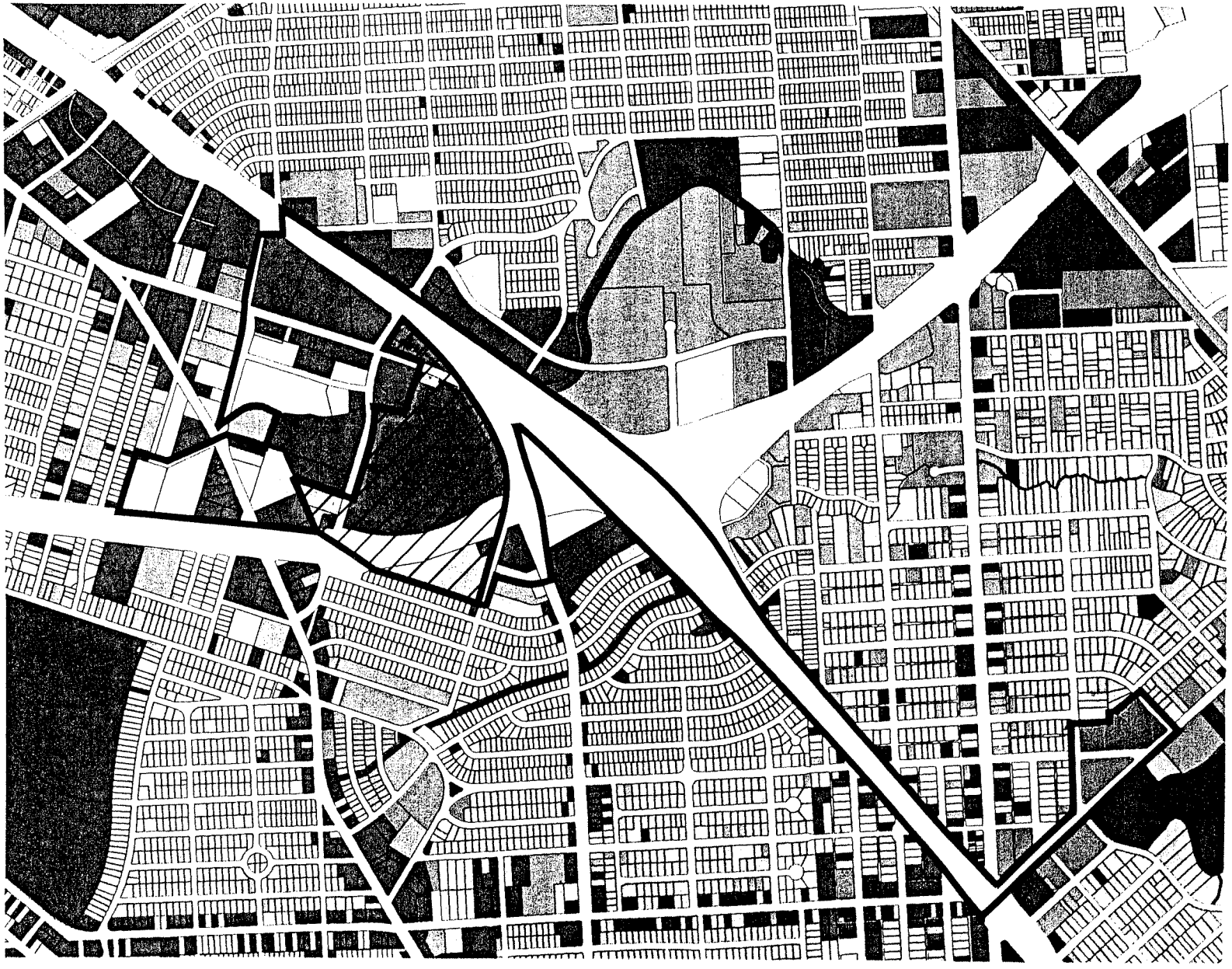




Figure 3A: 7000 Block Village Way – Indicative of vacant, unsanitary conditions, deteriorating streets, and poor street layout



Figure 3B: 6800 Block Gulf Freeway – Vacant, boarded-up, deteriorating structures



Figure 3C: Village Way Drive – Abandoned and deteriorated streets along Village Way



Figure 3D: Woodridge at Loop 610 South – Vacant, poorly drained site



Figure 3E: Woodridge at Loop 610 South – Vacant, unsanitary conditions

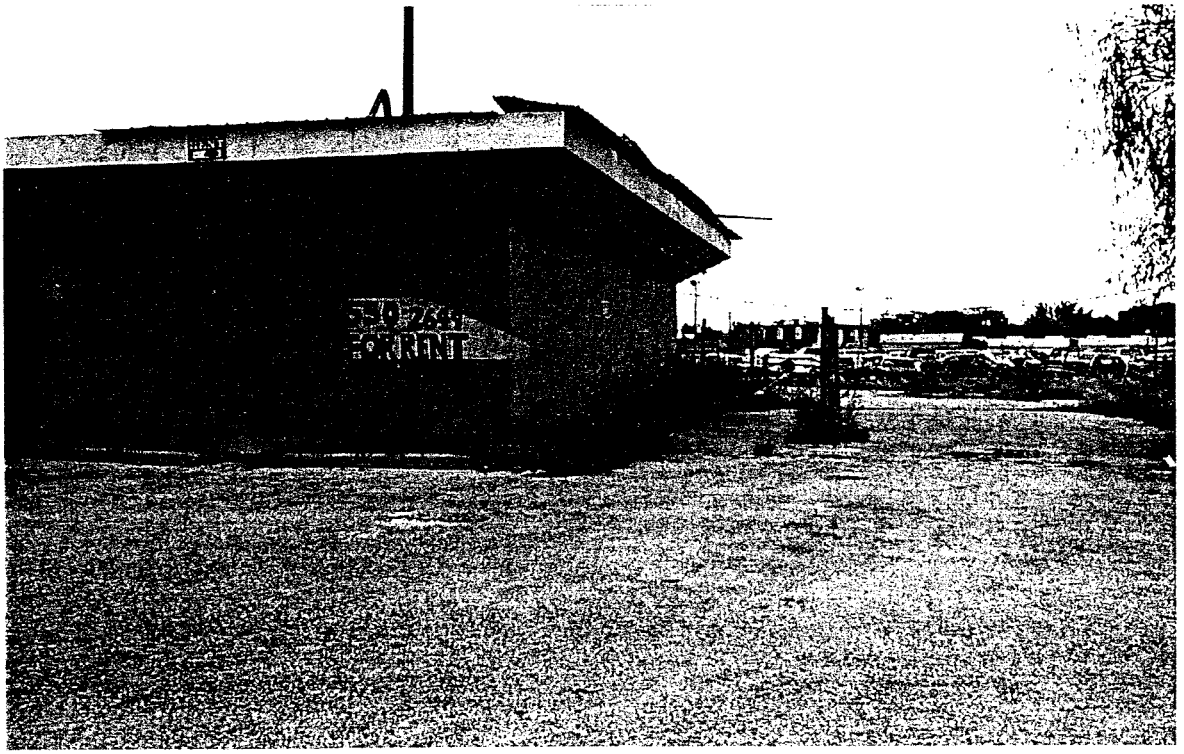


Figure 3F: 7201 South Loop East - Vacant, boarded-up, deteriorating structure



Figure 3G: 4500 Block Telephone Road – Auto and boat storage and deteriorating street

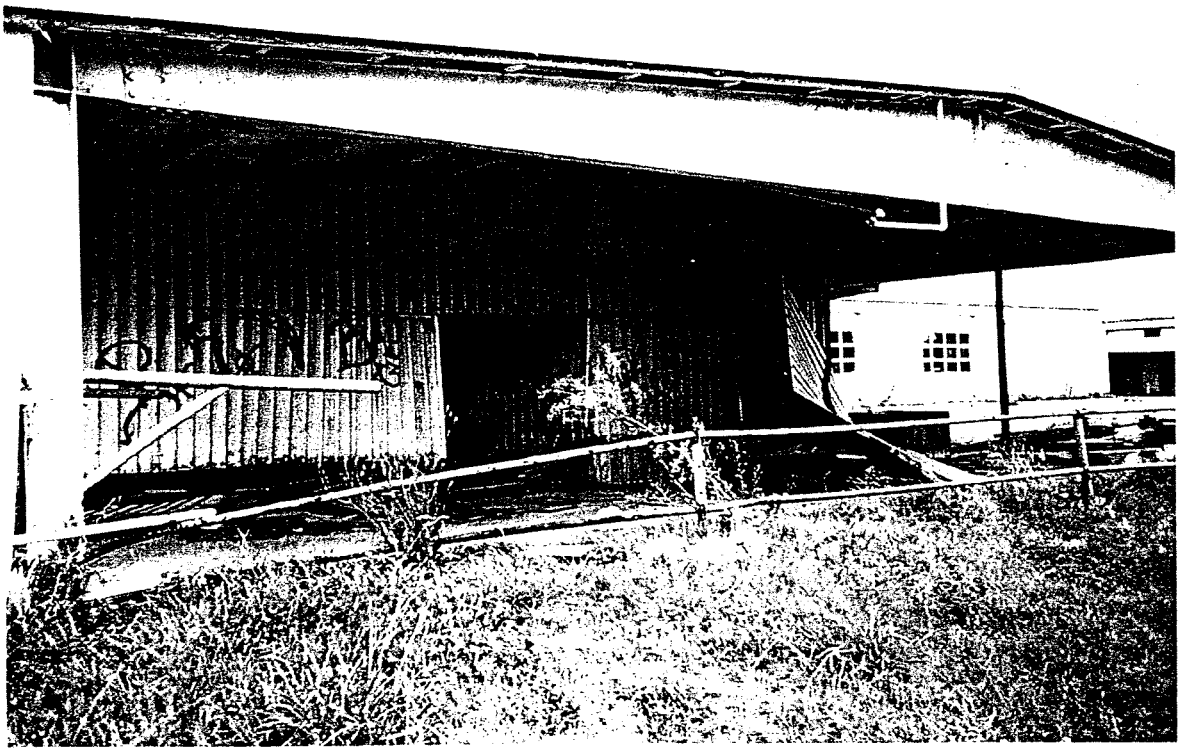


Figure 3H: 400 Block Winkler Drive – Vacant and deteriorating site

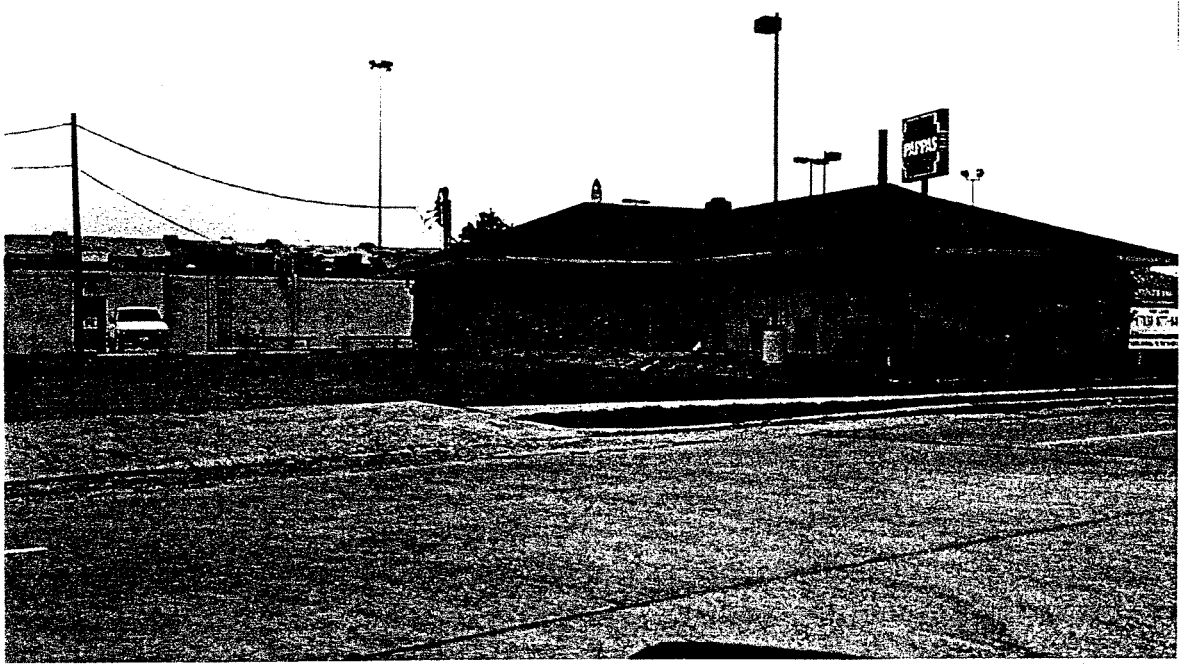


Figure 3I: 400 Block Winkler – Vacant, boarded-up, deteriorating structure that attracts transients



Figure 3J: 4400 Block Telephone Road – Deteriorating structures, lack of sidewalks

B. Proposed Improvements and Proposed Uses (311.011(b)(1))

The Final Plan for the Zone envisioned that the redevelopment of Gulfgate Shopping Center would act as a catalyst for the revitalization of the surrounding area. The proposed zone enlargement will facilitate the redevelopment of areas adjacent to the Gulfgate Shopping Center while enhancing the viability of the original Mall site. A major underground drainage channel currently bisects and impedes planned redevelopment of major parcels adjacent to the Mall. Today's development standards and national retail chain stores limit construction on top of such facilities, effectively splitting the building envelope in half and limiting its use. It is necessary to reconstruct the Plum Creek box culvert, a major public drainage channel, and relocate its easement to allow orderly development of the presently vacant and under-used properties. Proposed TIRZ improvements also include traffic improvements, such as traffic signals and right turn lanes that are necessary to improve mobility within and access to the area. The Zone is also proposing to fund landscaping within the public rights-of-way.

Figure 6 (page 20) illustrates the locations of the proposed public improvements that are necessary to facilitate the redevelopment of the area. Once made developable through improved drainage and access, the area surrounding the new Gulfgate Shopping Center will be a logical target area for retail and commercial services seeking proximity to a major retail destination. This is beginning to occur along the I-45 frontage road, but additional improvements are needed to open up the interior of the area along Woodridge for redevelopment. The Zone expansion will enable the development of a full spectrum of retail and commercial services adjacent to the mall similar to the development that occurred in and around Meyerland, which has seen a 400% increase in sales since redevelopment. Anticipated development is shown on Figure 4 (page 13). The potential uses being marketed by Wulfe are shown on Figure 5 (page 14) and include:

- Large Home Improvement Centers
- National Wholesale Super Discount Retail Store
- National Discount Department Store
- National Warehouse Club
- National Supermarket
- National Theater Chain

Figure 4 – Anticipated Commercial Development

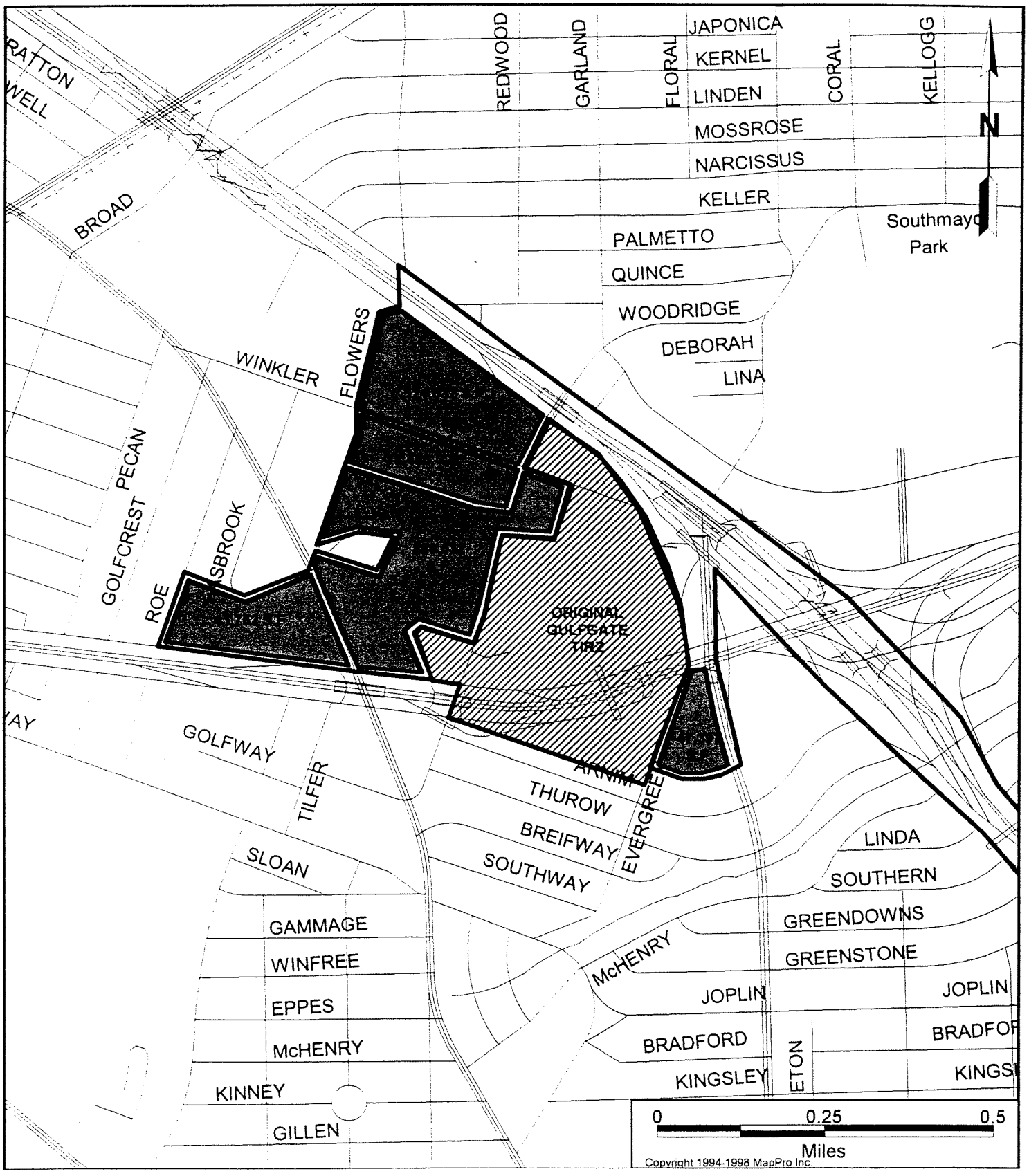
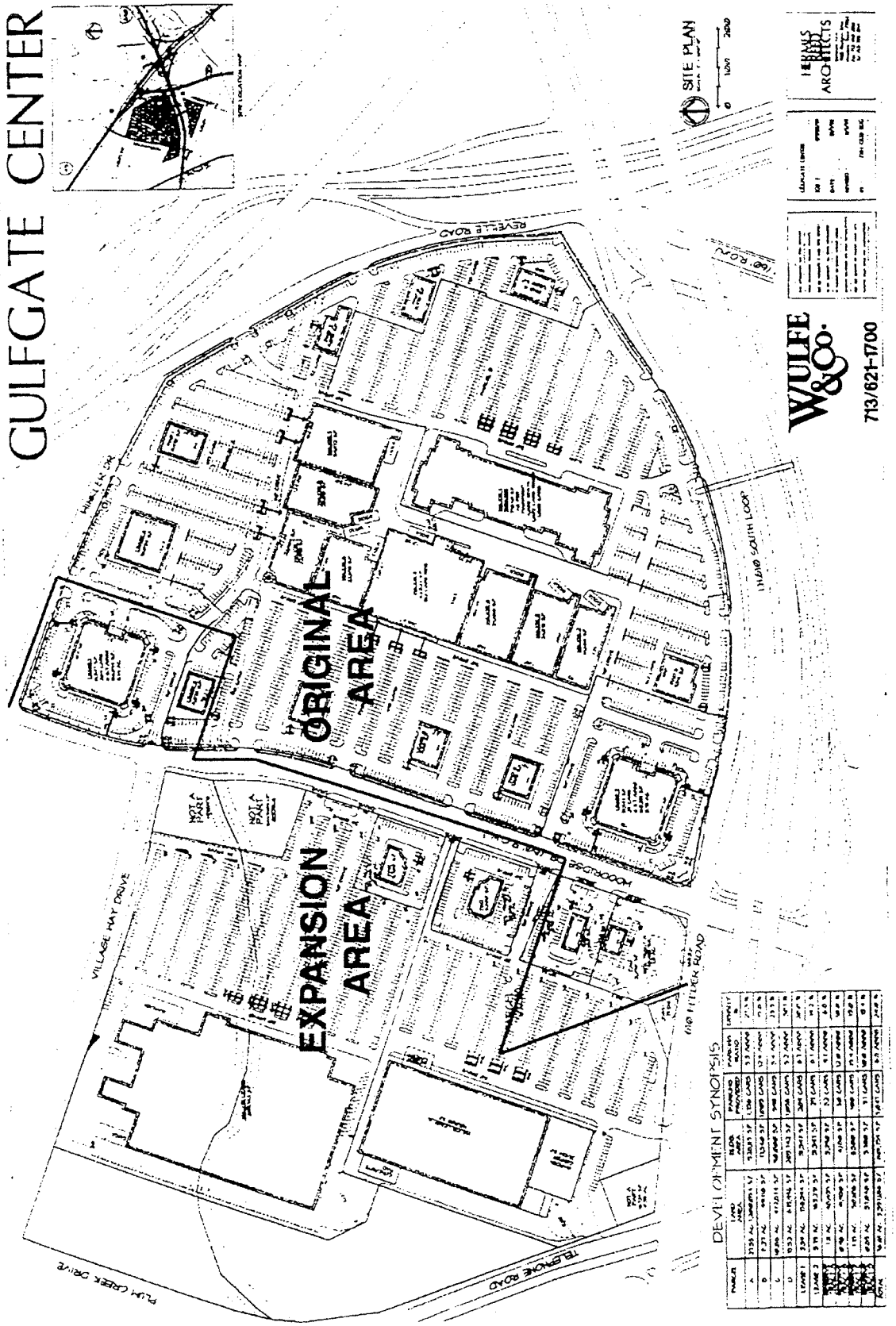


Figure 5 – Gulfgate Center Preliminary Site Plan



In addition, the commercial nature of the Zone is intended to provide employment and training opportunities to the residents of nearby neighborhoods. The revitalization of this additional area will increase and intensify the economic use of property surrounding the redeveloped Gulfgate Shopping Center, increasing its customer base and creating synergistic and compatible commercial uses. In addition to enhancing the viability of the retail redevelopment, the revitalization of this significant and highly visible area will contribute to the continuing economic revitalization of the Greater East End. Sales tax revenue expected to be generated by this commercial retail development in the expansion area is reflected on the chart below.

GULFGATE ANNEXATION
PROJECTED SUPPLEMENTAL REVENUES

YEAR	(1) ANNUAL SQ FOOT	CUMULATIVE SQ FOOT	(2) SALES/SQ FT $150	ANNUAL (3) SALES TAX REV COLLECTED
1999	0	0	0	0
2000	109,744	109,744	16,461,600	0
2001	246,489	356,233	53,434,950	164,616
2002	251,253	607,486	91,122,900	534,350
2003	0	607,486	91,122,900	911,229
2004	141,092	748,578	112,286,700	911,229
2005	21,987	770,565	115,584,750	1,122,867
2006	28345	798,910	119,836,500	1,155,848
2007	14,580	813,490	122,023,500	1,198,365
2008	13,568	827,058	124,058,700	1,220,235
2009		827,058	124,058,700	1,240,587
2010		827,058	124,058,700	1,240,587
2011		827,058	124,058,700	1,240,587
2012		827,058	124,058,700	1,240,587
2013		827,058	124,058,700	1,240,587
2014		827,058	124,058,700	1,240,587
2015		827,058	124,058,700	1,240,587
2016		827,058	124,058,700	1,240,587
2017		827,058	124,058,700	1,240,587
2018		827,058	124,058,700	1,240,587
2019		827,058	124,058,700	1,240,587
2020		827,058	124,058,700	1,240,587
2021		827,058	124,058,700	1,240,587
2022		827,058	124,058,700	1,240,587
2023		827,058	124,058,700	1,240,587
2024		827,058	124,058,700	1,240,587
2025		827,058	124,058,700	1,240,587
2026		827,058	124,058,700	1,240,587
2027		827,058	124,058,700	1,240,587
TOTAL	827,058			30,789,891

(1) Annual square footage estimates obtained from Gulfgate Development. Assumes incremental sq ft values only for the proposed annexed area. Does not include existing development.
(2) Annual gross sales per square footage calculated at $150/sq foot per the City of Houston.
(3) Sales Tax Revenues calculated at 1% of total gross sales. Revenues collected in the year following the Gross Sales.
Source: Gulfgate Development

The foregoing estimate of sales tax revenue is based upon an estimate of $1.50 of sales tax revenue being generated per square foot of retail for approximately 827,058 square feet to be built in the expansion area. As described in the Feasibility Study section of this amended plan, gross annual sales can be expected to reach approximately $170 million at full build-out of the Gulfgate Shopping Center, much of which is in the original Zone area. Of the gross annual sales, a portion will be exempt, and not all sales will be retail.

C. Proposed Changes of Municipal Ordinances, Master Plan, or Codes (311.011(b)(2))

Other than the ordinance required for the expansion of the proposed area into the Zone and this First Amendment to the Plan, the expansion of the Zone is not anticipated to require any change to other ordinances, plans or codes of the City.

D. Non-Project Cost (311.011(b)(3))

The non-project costs for the original Zone as created in 1997 were $42.8 million for the redevelopment of the Mall site. The total non-project cost for the expanded area is approximately **$50,500,000**. Non-project costs within the proposed annexation area include Wulfe investment for construction of new retail space, other commercial space (shell), private upgrades to utilities serving these commercial sites and current CIP projects:

Large Home Improvement Center	$11.23 million (132,176 sq. feet)
National Wholesale Super Discount Retail Store	$17.33 million (203,856 sq. feet)
Restaurant pad space	$ 2.55 million (30,000 sq. feet)
New/Replacement commercial space (shell)	$16.20 million (381,282 sq. feet)
Upgrades to existing commercial space	$ 1.99 million (79,744 sq. feet)
Reconstruction of Woodridge (City CIP)	$ 1.20 million

There will be additional Non-Project Costs attributed to the recently created East End Management District, which will fund initiatives such as beautification, crime prevention, transportation planning, and workforce training. The District efforts will complement the public infrastructure improvements proposed for this area by the Gulfgate TIRZ.

E. Method of Relocating Persons (311.011(b)(4))

There is no existing residential development within the boundary of the expanded Zone. No relocation will be required.

II. REINVESTMENT ZONE FINANCING PLAN AMENDMENT

A. Estimated Project Cost (311.011(c)(1)) and Proposed Public Improvements (311.011 (c)(2))

The Project Costs, as defined in Chapter 311.011, being requested in connection with the expansion area for reimbursement are estimated at **$4,587,685**. These improvements include:

- Relocation and reconstruction of a major public underground drainage channel
- Traffic improvements that include turn lanes and traffic signalization
- Landscaping of public rights-of-way
- Renovation of the existing pedestrian crosswalk that bridges Loop 610 and connects neighborhoods and disconnected TIRZ tracts to the south with Gulfgate Shopping Center

The proposed location of these public improvements is shown on Figures 6 and 7 (pages 20-21). The budget on the following page reflects the original zone Project Costs and the estimated Project Costs for the expansion area.

GULFGATE
AMENDED BUDGET AND ESTIMATED EXPENSES

ORIGINAL ZONE PROJECT COSTS		
Property Acquisition	$	5,250,000
Related Cost and Creation Fees	$	1,250,000
Financing Cost	$	8,251,920
Total Original Zone Project Costs	$	14,751,920

PROPOSED ANNEXATION PROJECT COSTS		
Box Culvert Removal (1015 LF), Replacement & Realignment (1154 LF)	$	2,116,150
Contengency @ 10%	$	211,615
Engineering @ 15%	$	349,165
Subtotal	$	2,676,930
Right Turn Lane Additions - I-610 & I-45 frontage roads to Woodridge & Convert Left Turn Lane to Esplanade - Woodridge from I45 to Winkler	$	100,000
Traffic Signalization (5) - New or modernized signals at I-45 and Woodridge, Winkler and Woodridge, Gulfgate Center Drive and Woodridge, I-610 and Woodridge, Telephone and Woodridge	$	500,000
Contingency @ 10%	$	60,000
Engineering @ 15%	$	99,000
Subtotal	$	759,000
Refurbished Crosswalk - Loop 610 between Evergreen and Woodridge (1)	$	100,000
Landscaping & Irrigation - along Woodridge and Winkler ROWs	$	127,870
Contingency @ 10% (2)	$	12,787
Engineering @ 15% (2)	$	21,099
Subtotal	$	261,756
TIRZ Annexation - Professional and Legal Fees	$	210,000
Related Costs & Interest Carry (3)	$	680,000
Subtotal	$	890,000
Total Proposed Annexation Project Costs	$	4,587,685

Annexation Projects Financing Cost (4)	$	6,230,033

TOTAL AMENDED PROJECT COSTS	25,569,638

(1) Includes concrete replacement; painting; safety compliance; beautification.
(2) Contingency & Engineering applied to Landscaping & Irrigation only.
(3) Estimate-based on two years interest carry on $3.4 million. May not include all financing costs.
(4) Estimated interest calculated on bonds at 6.5%, inclusive of capitalized interest & debt reserve
Source: Cobourn Linseisen & Ratcliff, Inc., Traffic Engineers, Inc., McDugald-Steele and information provided by the Developer.

FIGURE 6 – LOCATION OF PROPOSED PUBLIC IMPROVEMENTS

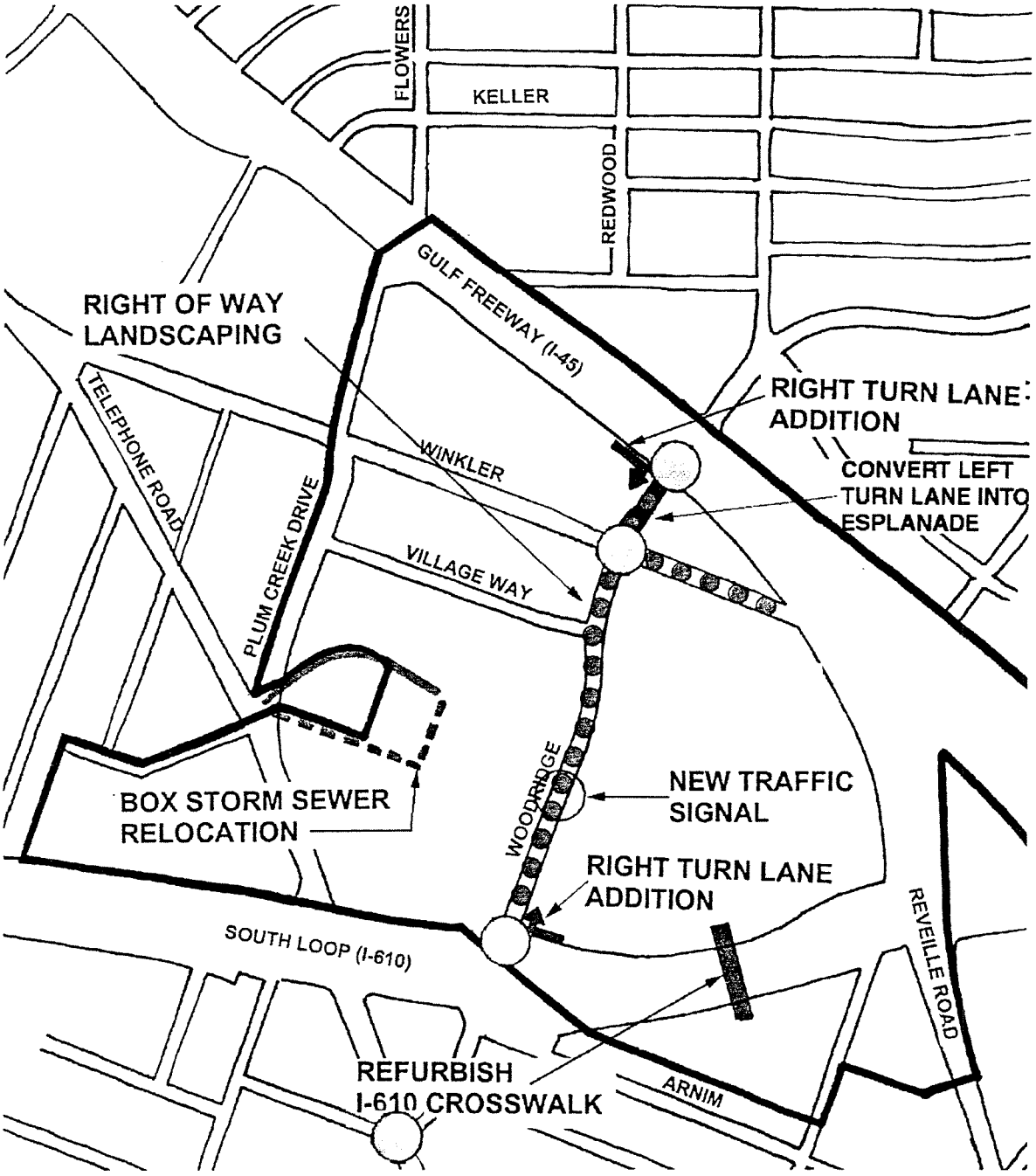
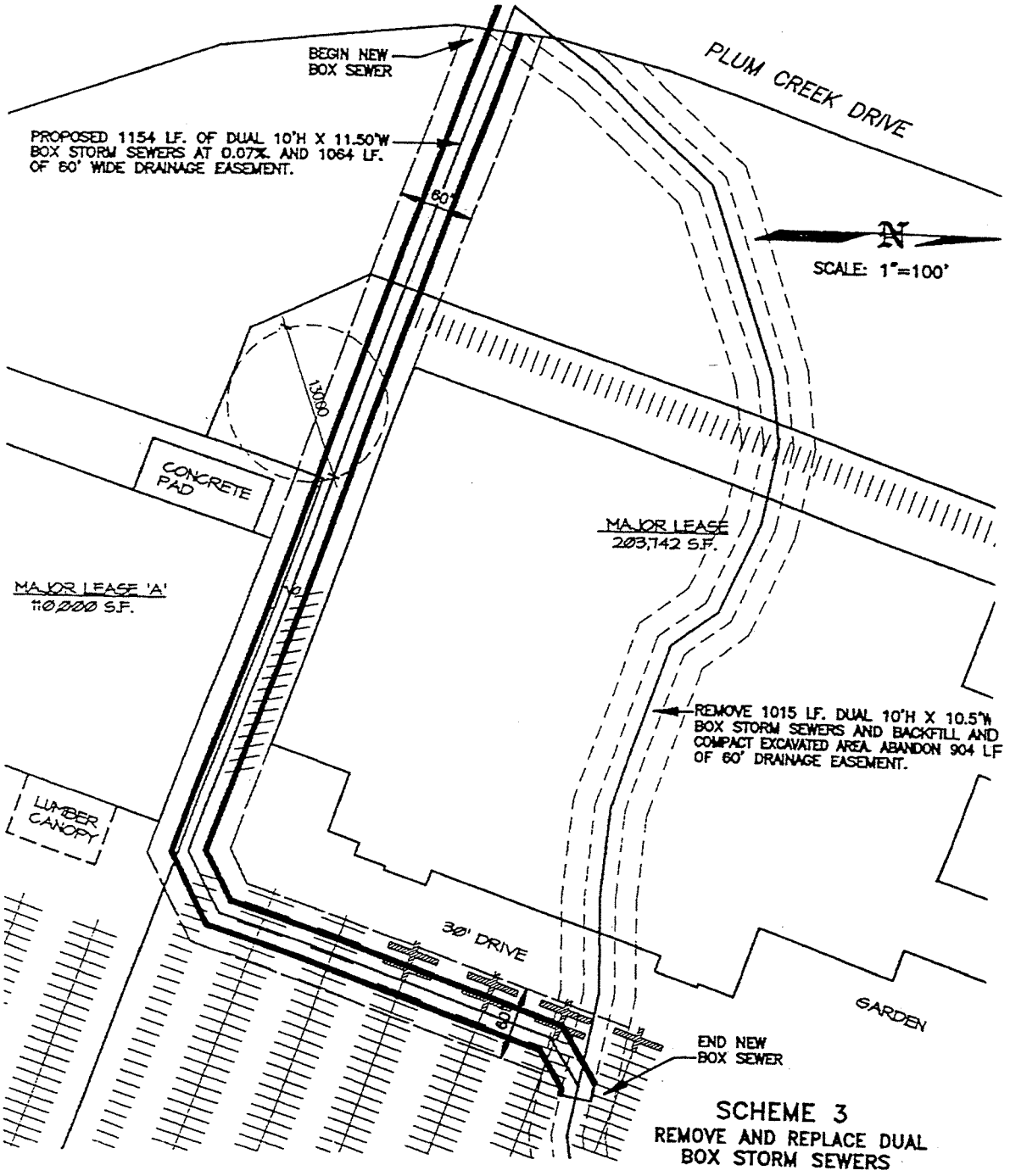


FIGURE 7 – BOX STORM SEWER RELOCATION DETAIL



B. Economic Feasibility Study (311.011(c)(3))

The original CDS Market Research Study performed in conjunction with creation of the Zone and a subsequent study of the proposed expansion (the "Study") confirm the significant and growing Hispanic influence and purchasing power in and around the Gulfgate area. The Study suggests that Hispanic households in the trade area could support $185.5 million in retail sales from conventional retailers, including department stores, home improvement stores and discount retailers. Additionally the area could be expected to support approximately $67.3 million in apparel and accessory sales, $41.6 million in furniture sales and approximately $34.4 million in computers and records/tapes sales.

According to the Study, the $417.2 million comparison goods buying power of Hispanic households in the trade area can support 2.49 million square feet of ***comparison goods*** retail space (including discount and conventional dept. stores, home improvement, apparel, furniture, electronics). Subtracting the existing supply leaves 996,600 square feet of demanded comparison goods retail space. Redevelopment in the entire TIRZ will provide approximately 555,000 square feet of residual comparison goods space that will comprise 22 percent of the trade area total. According to CDS Research, at least 246,500 square feet of ***convenience*** retail space and other retail/service space, such as food stores, drug stores, and movie theaters can be supported, bringing the total to 801,500 square feet.

The Study anticipates that the Wulfe development will produce approximately $170.3 million in gross annual sales, at build-out. It is estimated that 60% of the support for this retail space will come from Houston residents that reside in the trade area. Another 30% will come from visitors or residents of other cities, which equates to an inflow of approximately $51.1 million in retail sales annually.

Redevelopment of other sites within the expansion area is anticipated to result in an additional 461,026 of upgraded or new commercial space. Since much of this anticipated development will replace existing marginal retail and commercial service space, it is felt that the trade area market will easily absorb it.

C. Estimate of Bonded Indebtedness to be Incurred (311.011(c)(4))

Wulfe will advance funds (from equity or loans) for the improvements and will be reimbursed as detailed in Developer Reimbursement Agreements and other documentation between Wulfe, the City and the TIRZ. Wulfe is requesting reimbursement for the Project Costs in the expansion area as listed in the amended budget above. Pursuant to the Developer Reimbursement Agreements, bonds, secured by a pledge of the tax increment revenue, may be issued by the Gulfgate Redevelopment Authority to reimburse Project Costs as listed in the amended budget above.

D. Time When Related Costs or Monetary Obligations Are To Be Incurred (311.011(c)(5))

The Zone will incur monetary obligations for public improvements only after completion, inspection and acceptance by the City of the eligible public improvements. The schedule below reflects the currently projected timing for construction of the proposed public drainage improvements and eligible project costs in the expansion:

PROPOSED BUDGET PHASING

Expansion Area Only

DESCRIPTION	1999	2000 (1)	2001 (2)	2002	TOTAL
Culvert Removal, Replacement & Realignment	0	1,058,075	1,058,075	0	2,116,150
Contingency @ 10%	0	105,808	105,808	0	211,615
Engineering @ 15%	0	174,582	174,582	0	349,165
Right Turn Lane Additions	0	0	0	70,000	70,000
Convert Left Turn Lane	0	0	0	30,000	30,000
Traffic Signalization	0	0	0	500,000	500,000
Contingency @ 10%	0	0	0	89,000	89,000
Engineering @ 15%	0	0	0	146,850	146,850
Refurbished Crosswalk - Loop 610	0	0	0	100,000	100,000
Landscaping & Irrigation	0	0	0	127,870	127,870
Contingency @ 10%	0	0	0	12,787	12,787
Engineering @ 15%	0	0	0	21,099	21,099
TIRZ Annexation - Legal/Professional Fees	210,000	0	0	0	210,000
Related Costs & Interest Carry	680,000	0	0	0	680,000
TOTAL	890,000	1,338,465	1,338,465	1,020,756	4,587,685

(1) Culvert Removal, Replacement & Realignment begins construction end of 2000.
(2) Culvert Realignment will be completed the first quarter of 2001.

E. Method of Financing (311.011(c)(6))

The Public improvements within the expansion area will be initially funded by Wulfe and will be reimbursed from the proceeds of tax increments generated by the new or re-developed projects within the expansion area. Once all financial obligations related to public improvements in the expansion area are met, revenue from the added area can be used for the benefit of the original zone.

Incremental revenue will be generated from the participation of the City, Harris County and Houston ISD. Participation is being requested from those jurisdictions in the amounts and percentages shown:

Jurisdiction	Requested Participation	% of 1998 Total Tax Rate	% of Expansion Area Increment
City of Houston	$0.665/$100	100%	38.6%
Harris County	$0.4166/$100	64%	24.2%
Houston ISD	$0.96/$100	66%	37.2%

Houston ISD will retain $0.32/$100 of its participation to fund school and educational facilities. This retainage is projected to total approximately $3,823,437 in the expansion area and $4,705,729 in the original Zone area.

F. Current Appraised Value (311.011(c)(7))

According to the Harris County Appraisal District, the appraised value as of January 1, 1998, the base year for the added property, is $11,918,330.

G. Captured Appraised Value (311.011(c)(8))

The captured appraised value is the difference between the appraised value in the base year and the appraised value resulting from the proposed new development. The captured appraised value projected to be generated in the added area is expected to increase to **$49,310,790** over the life of the zone. A detailed account of projected future values and annual revenue within the added area is located on the following page.

GULFGATE ANNEXATION
PROJECTED TIRZ REVENUES

YEAR	TOTAL (1) TAXABLE VALUE	TOTAL (2) TAX INCREMENT	CITY TAX (3) INCREMENTAL REV @ $0.665	COUNTY TAX (4) INCREMENTAL REV @ $0.41660	HISD TAX (5) INCREMENTAL REV @ $0.64	ANNUAL TIRZ REVENUES	CUMULATIVE TIRZ REVENUES	HISD (6) INCREMENTAL 1/3 REV $0.32
1999	11,918,330	BASE YEAR	BASE YEAR	BASE YEAR	BASE YEAR	BASE YEAR	BASE YEAR	0
2000	16,461,930	4,543,600	0	0	0	0	0	0
2001	32,555,193	20,636,863	29,308	18,361	28,207	75,876	75,876	14,103
2002	51,897,310	39,978,980	133,118	83,394	128,114	344,626	420,502	64,057
2003	51,897,310	39,978,980	257,884	161,556	248,190	667,630	1,088,131	124,095
2004	57,893,720	45,975,390	257,884	161,556	248,190	667,630	1,755,761	124,095
2005	58,828,167	46,909,837	296,564	185,787	285,415	767,767	2,523,528	142,708
2006	60,032,830	48,114,500	302,592	189,564	291,216	783,372	3,306,900	145,608
2007	60,652,480	48,734,150	310,363	194,432	298,695	803,489	4,110,389	149,347
2008	61,229,120	49,310,790	314,360	196,936	302,542	813,837	4,924,226	151,271
2009	61,229,120	49,310,790	318,079	199,266	306,121	823,467	5,747,692	153,061
2010	61,229,120	49,310,790	318,079	199,266	306,121	823,467	6,571,159	153,061
2011	61,229,120	49,310,790	318,079	199,266	306,121	823,467	7,394,625	153,061
2012	61,229,120	49,310,790	318,079	199,266	306,121	823,467	8,218,092	153,061
2013	61,229,120	49,310,790	318,079	199,266	306,121	823,467	9,041,558	153,061
2014	61,229,120	49,310,790	318,079	199,266	306,121	823,467	9,865,025	153,061
2015	61,229,120	49,310,790	318,079	199,266	306,121	823,467	10,688,491	153,061
2016	61,229,120	49,310,790	318,079	199,266	306,121	823,467	11,511,958	153,061
2017	61,229,120	49,310,790	318,079	199,266	306,121	823,467	12,335,425	153,061
2018	61,229,120	49,310,790	318,079	199,266	306,121	823,467	13,158,891	153,061
2019	61,229,120	49,310,790	318,079	199,266	306,121	823,467	13,982,358	153,061
2020	61,229,120	49,310,790	318,079	199,266	306,121	823,467	14,805,824	153,061
2021	61,229,120	49,310,790	318,079	199,266	306,121	823,467	15,629,291	153,061
2022	61,229,120	49,310,790	318,079	199,266	306,121	823,467	16,452,757	153,061
2023	61,229,120	49,310,790	318,079	199,266	306,121	823,467	17,276,224	153,061
2024	61,229,120	49,310,790	318,079	199,266	306,121	823,467	18,099,690	153,061
2025	61,229,120	49,310,790	318,079	199,266	306,121	823,467	18,923,157	153,061
2026	61,229,120	49,310,790	318,079	199,266	306,121	823,467	19,746,623	153,061
2027	61,229,120	49,310,790	318,079	199,266	306,121	823,467	20,570,090	153,061
TOTAL			7,945,579	4,977,637	7,646,873	20,570,090		3,823,437

(1) Assumes 0% growth rate for Gulfgate Annexed Area.
(2) Assumes a 97% collection rate for all jurisdictions.
(3) Assumes City of Houston participation at 100% of $0.665.
(4) Assumes Harris County Zone participation at 64% of $0.6478.
(5) Assumes HISD participation at $0.64 of 1998 tax rate ($1.459).
(6) HISD 1/3 Incremental revenues calculated at $0.32 on Incremental Values.
(7) Assumes revenues collected the year following the tax levy.

H. Duration of the Zone (311.011(c)(9))

The proposed enlargement will not alter the life of the Zone as set forth in the Final Plan, dated December 17, 1997, as adopted by Council. The duration of the entire Zone remains thirty (30) years and terminates on December 31, 2027.

PART B: ORIGINAL TIRZ PLAN (ADOPTED DECEMBER 12, 1997)

I. Overview Summary/Facts

1. The Gulfgate Shopping Center ("Shopping Center") area, located at the northwest corner of the intersection of Interstate Highway 45 South ("Gulf Freeway") and South Loop 610 Freeway, Houston, Texas, and the surrounding area has been in severe decline for two decades, suffering significant blight and deterioration during the last ten years. Reinvestment Zone Number Eight, City of Houston, Texas - Gulfgate ("TIRZ") encompasses approximately 67.58 acres; the Shopping Center property contains approximately 51.00 acres, 12.68 acres are public rights-of-way and 3.90 acres are peripheral properties.

Due to the increasing vacancy within the existing Shopping Center and the increasing deterioration of the immediate area in general, the assessed value of the Shopping Center has declined from approximately $13.00 million to $8.06 million over the last five years, a decline of 38% which is ongoing. The Shopping Center has experienced and is continuing to experience a loss of major and local tenants. For example, Dillard's Department Store closed in January 1997, General Cinema closed in May 1997 and Service Merchandise closed in July 1997. Sales tax collections from the Shopping Center have declined materially. The current occupancy of the Shopping Center is approximately 30% and the area surrounding it has experienced similar deterioration and property devaluation.

2. The Developer, Edmond D. Wulfe, Trustee ("Wulfe") or an entity in which he will be principal, proposes to acquire and demolish all or most of the Shopping Center and construct a new approximately 550,000 square foot regional retail power center and attendant facilities. Due to the extraordinary circumstances involved in the redevelopment of the Shopping Center, including the financing shortfall, infrastructure improvements, and the overwhelming deterioration of this area, this landmark high profile project will not occur at any point within a reasonable time frame "but for" the creation and participation in the Zone by all jurisdictions.

3. The Shopping Center site has been on the market for several years and was previously under contract to a different purchaser for almost one year, but the project was abandoned by the prospective purchaser after concluding that redevelopment of the center was not feasible. The structure's layout is obsolete and not marketable for today's retail environment. Upgrading it to meet today's building code is cost prohibitive. Environmental conditions, particularly the need to abate asbestos in the existing structure and to fill a dangerous underground tunnel system, only exacerbate the cost-prohibitive problems.

4. The overall development cost of the Shopping Center, including the site acquisition cost, is estimated at $50,000,000. Wulfe will endeavor to secure acquisition, construction and permanent financing for the project. A not-for-profit corporation created by the City known as the Gulfgate Redevelopment Authority will acquire the project and long-term lease it to a Joint Venture, which will be owned 50% by Wulfe and 50% by the Houston Redevelopment Authority (HRA), an existing not-for-profit corporation. The HRA is a subsidiary of the Houston Housing Finance Corporation.

The project plan for the Shopping Center includes the development of a new 550,000 square foot regional retail power center located at one of Houston's busiest intersections with over 320,000 cars per day passing the site. The anticipated major retail tenant mix will include:

Home Improvement Center	Sporting Goods Store	Hobby & Crafts Store
Supermarket	Restaurants (3)	Major Bridal Store
Discount Department Store	Fast Food Restaurants (4)	Drug Store
Electronics Store	Cafeteria	Video Rental Store
Apparel Retail (2)	Pet Supply Store	Automotive Center
Movie Theater	Office Supply Store	

The new Shopping Center will target the substantial and ever-increasing Hispanic market in east Houston. Wulfe commissioned a feasibility/market study by CDS Research of Houston to quantify the depth of this Hispanic market (see Appendices). The tenant mix of the new

Shopping Center will also focus on this dominant market segment and address its unique purchasing demands.

5. Construction of the new Shopping Center is estimated to be completed by 2001; it will be open for business in November, 1999. It is anticipated that the new Shopping Center will be the catalyst for a renaissance of the immediate area. The Meyerland Shopping Center renovation, in which Wulfe was the Developer, provides a good current example of the potential for area redevelopment demand based on a successful new project.

6. When completed, the redevelopment by itself will add an estimated $42,000,000 of captured assessed valuation from the Gulfgate Shopping Center. Significant redevelopment of the surrounding property in the TIRZ is also anticipated. CDS Research estimates potential sales subject to sales tax collection at $117,800,000 based on market surveys, which would generate approximately $1,178,000 in sales tax revenue to the City.

7. It is estimated that the new Shopping Center will create approximately 1,300 new permanent jobs over and above the jobs which will be created during the construction of the complex.

8. The TIRZ will seek HISD and Harris County participation.

II. Reinvestment Zone Number Eight, City of Houston, Texas (Gulfgate) Project Plan

A. Summary

Gulfgate Shopping Center, Houston's first enclosed shopping center, was developed and opened in 1956. It is located at the key intersection of Interstate 45 South ("Gulf Freeway") and the 610 Loop South ("South Loop 610"). The redevelopment of the Shopping Center requires TIRZ financing of an estimated $6.5 million, of which $5.25 million will be used for the acquisition of the Shopping Center. The TIRZ financing is required due to the substantial costs associated with the redevelopment of the site including the demolition, site work and environmental abatement which are attendant to the redevelopment of a 40-year old blighted project. Further, without participation by the TIRZ Plan this project will not occur. The use of a TIRZ will unite this important public/private partnership to rehabilitate this important area of the City.

Exhibit A, an airphoto, illustrates the existing land uses comprised of a blighted shopping center, vacant movie theaters, a vacant gas station and vacant land. Exhibit B illustrates the existing conditions of the real property within the Zone.

Exhibit C illustrates the proposed site plan layout of the Shopping Center. The existing Shopping Center will be demolished and a new 550,000 square foot center will be constructed.

B. Municipal Ordinances

The proposed redevelopment of the Shopping Center does not propose any changes to City of Houston ordinances of building codes.

C. TIRZ Non-Project Costs

Total TIRZ non-project costs are estimated at $42,800,000. The Developer will provide construction and permanent financing for the development through a third party lender.

D. Relocation

No residents will be displaced.

Exhibit A – Existing Uses/Air Photo

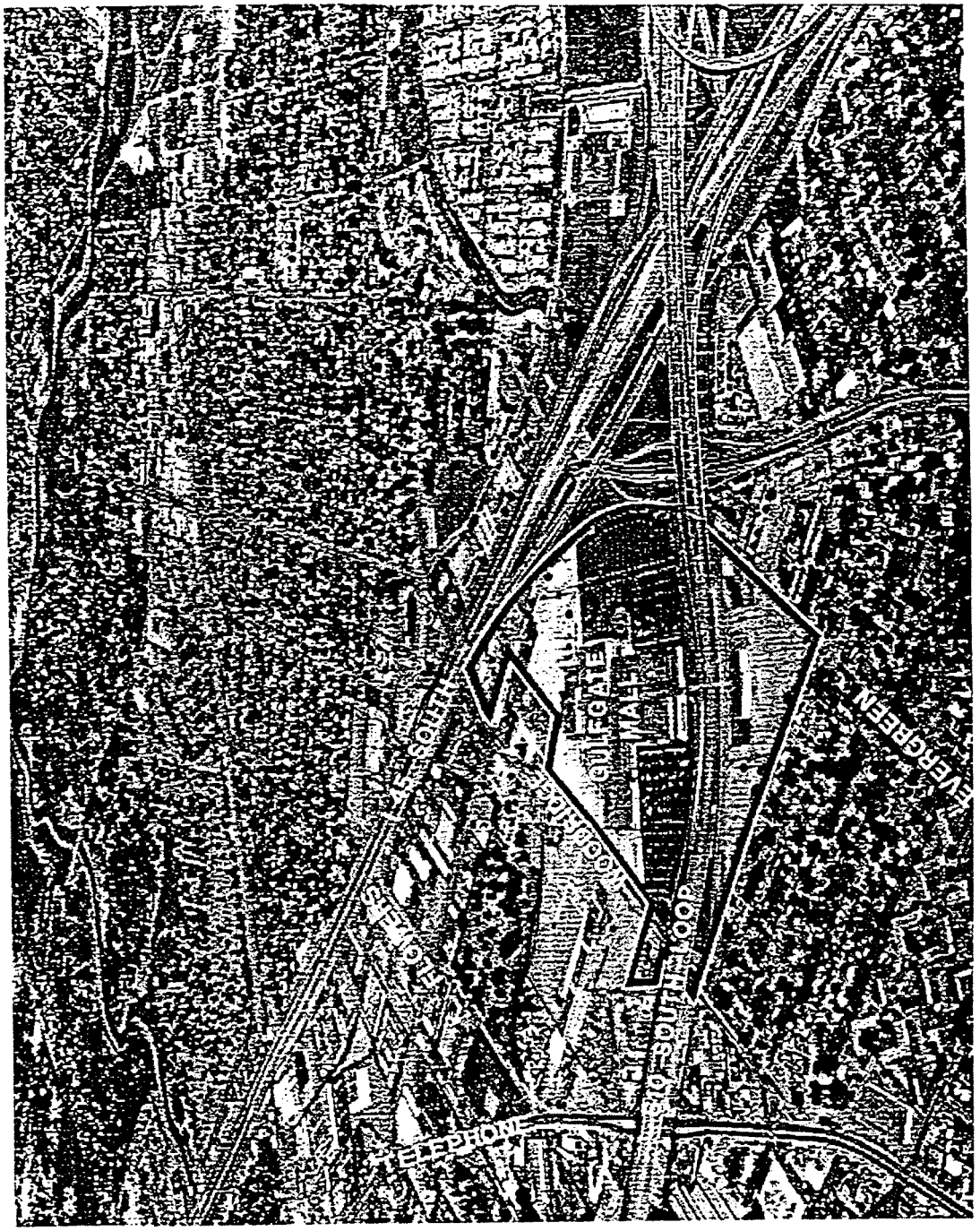
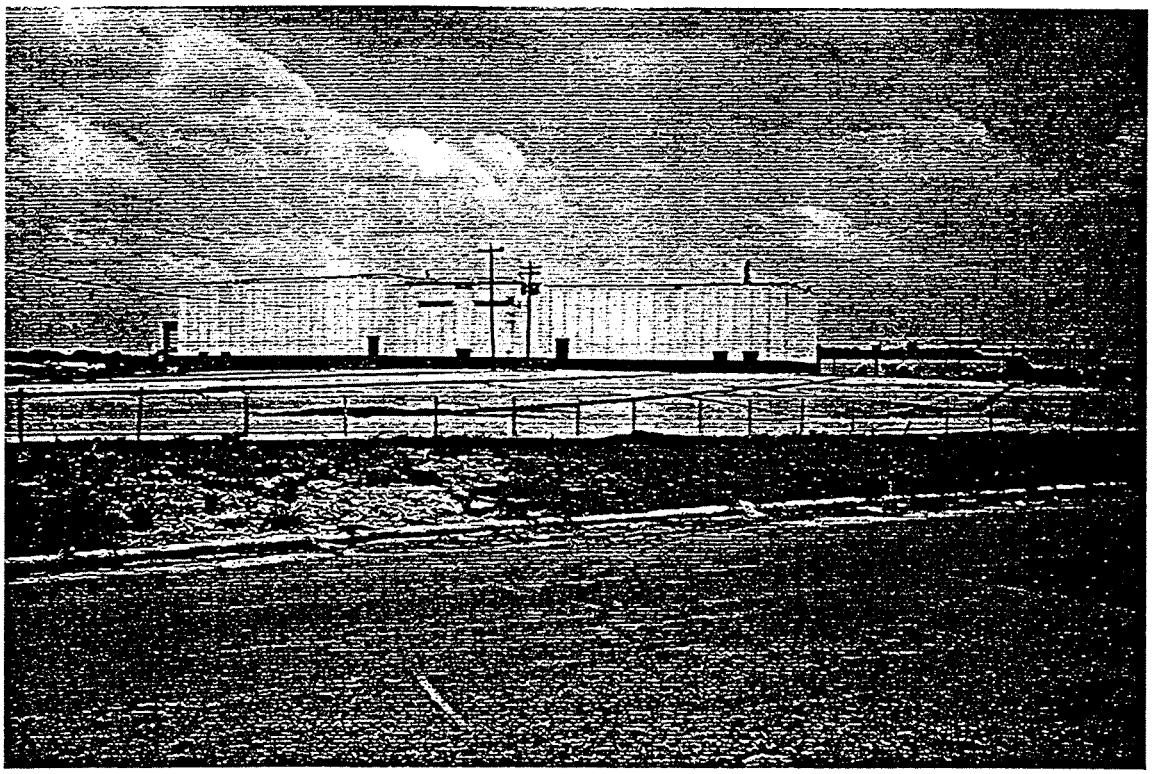


Exhibit B – Property Conditions





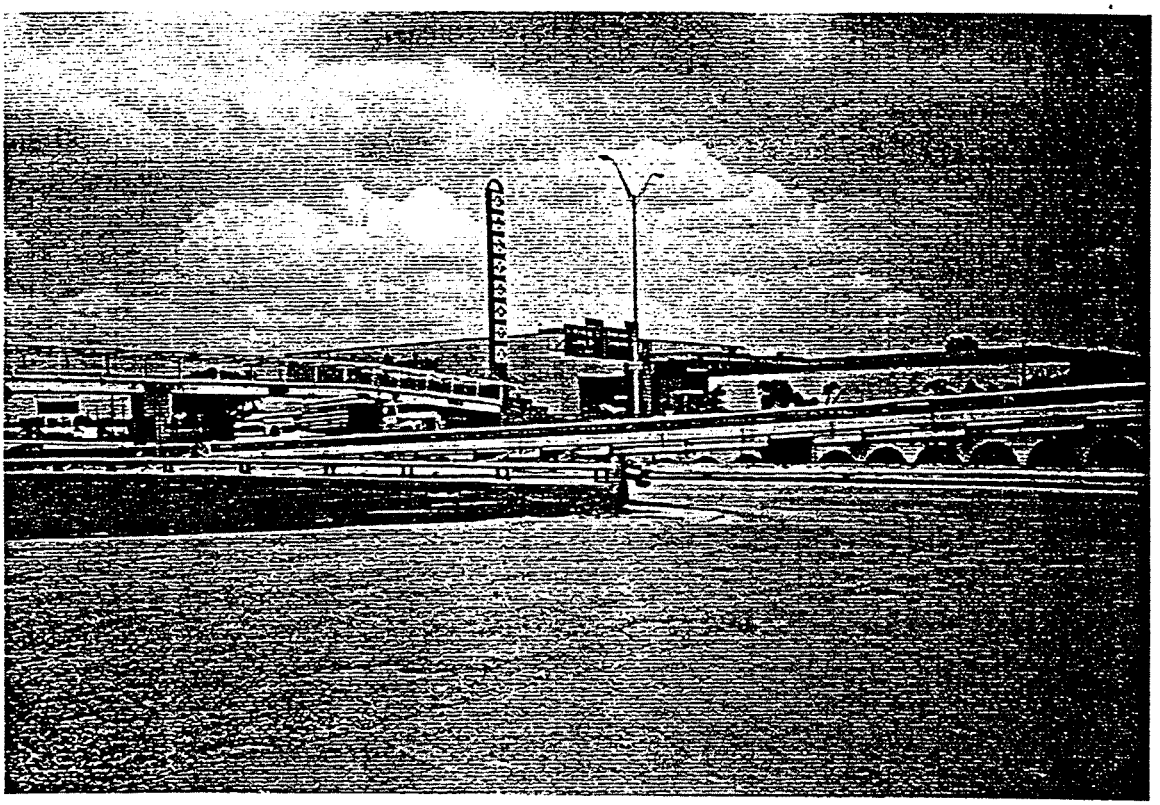
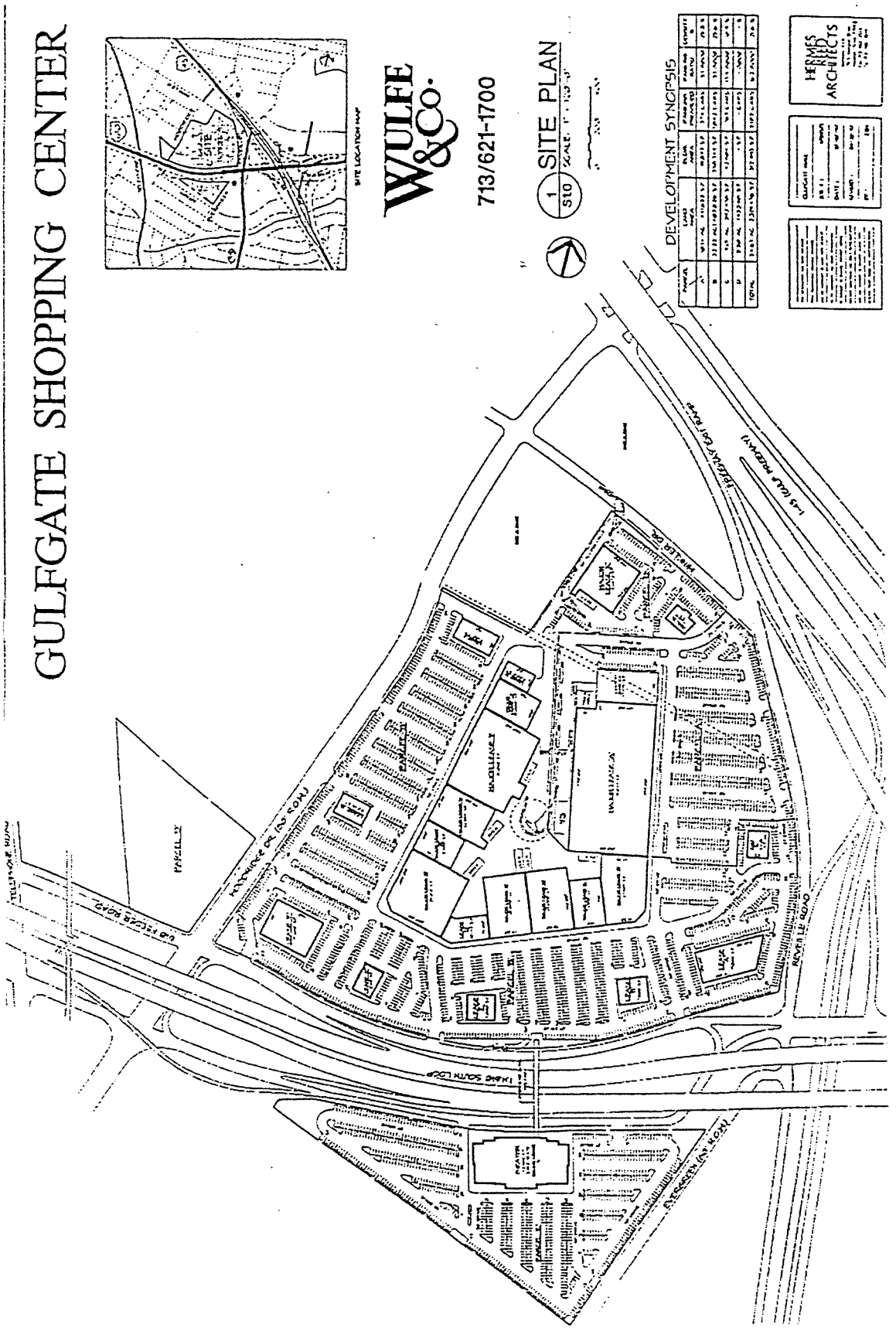




Exhibit C – Proposed Site Plan



III. Reinvestment Zone Number Eight (Gulfgate) Final Financing Plan

A. Estimated Project Cost Description

The estimated project cost for the Zone is $6.5 million of which $5.25 million will be used by the Gulfgate Redevelopment Authority for the acquisition of the Shopping Center and related expenses. The Gulfgate Redevelopment Authority will execute a long-term (30 year) lease back, with a purchase option, to a Joint Venture which will redevelop it. The Joint Venture or Limited Partnership (the "Joint Venture") will be composed of a Wulfe-controlled entity and the Houston Redevelopment Authority ("HRA"), a not-for-profit corporation.

HRA and Wulfe will each furnish $1,950,000 to the Venture as their initial equity contributions. Each Venturing Partner will make an additional equity contribution of approximately $565,000 at a later date. Upon substantial completion of the redevelopment, equity contributions from the Venturing Partners will equal approximately $2,515,000 each.
In lieu of paying the additional $565,000 in cash, the HRA may make its contribution in the form of capital improvements, provided by the City, to the extent that such capital improvements are included in the construction budget for the Shopping Center. The specific items eligible for credit against the equity contribution will be subject to approval by the City through the Development Agreement.

The total cost of the project, which includes acquisition, demolition and development of the new Shopping Center containing approximately 550,000 square feet is estimated at approximately $50 million. The estimated budget for TIRZ reimbursement is $6.5 million, which includes the acquisition cost, bond issuance cost and related professional fees, plus interest. The estimated interest on the $6.5 million in bonds or notes is approximately $8.251 million. Exhibit D illustrates the annual estimated debt service requirements to support the $6.5 million in bonds or notes, based on a 9.5% interest rate. In addition, the administrative expenses for operating the Zone will also be paid from Zone revenues. The cost of administration over the life of the Zone is approximately $740,000 and is illustrated as annual payments on Exhibit E. The proposed duration of the Zone is 30 years.

In consideration of their defined contributions, the Wulfe entities, collectively, and the HRA will each have a fifty per cent (50%) equity position in the Joint Venture, and each will have a right-of-first refusal if either Partner wants to sell. The Joint Venture will assume the existing outstanding mortgage without recourse. Wulfe Gulfgate, Inc. will serve as Managing Partner or General Partner. On behalf of the Joint Venture, Wulfe will endeavor to secure third party financing for the balance of the acquisition, payment of the initial assumable loan, construction and related development costs in the amount of approximately $40,000,000. During the life of the Joint Venture, each Venturing Partner will share in all new revenues generated by the Shopping Center in proportion to its ownership interest. If additional capital beyond the projected $2,515,000 each is required, either party may provide it and be repaid before the Venturing Partners receive any distribution.

The Gulfgate Redevelopment Authority will issue bonds or notes in an amount required to pay the estimated $6.5 million, plus capitalized interest and related TIRZ expenses. The TIRZ, the City and the Redevelopment Authority will enter into a contract pursuant to which the City and TIRZ will pay the tax increments to the Redevelopment Authority. The Redevelopment Authority will use these tax increment payments to secure the repayment of the bonds or notes. Wulfe will not commence any construction phase for the new Shopping Center until leases are in place to generate a cash flow sufficient to service any construction and related development loans.

GULFGATE MALL
AMORTIZED DEBT SCHEDULE OF BONDED INDEBTEDNESS TO BE INCURRED
TWENTY YEAR PAYMENT SCHEDULE
ON PROPOSED 71.55 ACRE PROJECT

Year	1998
Principal Amount	6,500,000
Interest-One Year	617,500
Payment	737,600
Criteria	9.5%

DATE	PRINCIPAL PAYMENT	INTEREST PAYMENT	TOTAL PAYMENT	BALANCE OWING	NET TIRZ REVENUES	CUMULATIVE TIRZ REVENUE	NET CASH AVAILABLE	DEBT (NET) COVERAGE	DEBT (CUM) COVERAGE
9/15/98	0	0	0	0					
9/15/99	0	0	0	0	0	0	0		
9/15/00	0	0	0	0	17,434	17,434	17,434		
9/15/01	0	0	0	6,500,000	293,204	310,638	310,638		
9/15/02	120,100	617,500	737,600	6,379,900	643,004	216,042	216,042	0.872	0.293
9/15/03	131,510	606,091	737,600	6,248,391	652,613	131,055	131,055	0.885	0.178
9/15/04	144,003	593,597	737,600	6,104,388	695,258	88,713	88,713	0.943	0.120
9/15/05	157,683	579,917	737,600	5,946,704	754,875	105,988	105,988	1.023	0.144
9/15/06	172,663	564,937	737,600	5,774,041	848,128	216,516	216,516	1.150	0.294
9/15/07	189,066	548,534	737,600	5,584,975	860,198	339,114	339,114	1.166	0.460
9/15/08	207,027	530,573	737,600	5,377,948	872,413	473,927	473,927	1.183	0.643
9/15/09	226,695	510,905	737,600	5,151,253	884,775	621,102	621,102	1.200	0.842
9/15/10	248,231	489,369	737,600	4,903,022	897,285	780,787	780,787	1.216	1.059
9/15/11	271,813	465,787	737,600	4,631,209	909,945	953,132	953,132	1.234	1.292
9/15/12	297,635	439,965	737,600	4,333,574	922,757	1,138,289	1,138,289	1.251	1.543
9/15/13	325,910	411,690	737,600	4,007,663	935,723	1,336,412	1,336,412	1.269	1.812
9/15/14	356,872	380,728	737,600	3,650,792	948,844	1,547,656	1,547,656	1.286	2.098
9/15/15	390,775	346,825	737,600	3,260,017	962,123	1,772,179	1,772,179	1.304	2.403
9/15/16	427,898	309,702	737,600	2,832,118	975,561	2,010,140	2,010,140	1.323	2.725
9/15/17	468,549	269,051	737,600	2,363,570	989,160	2,261,700	2,261,700	1.341	3.066
9/15/18	513,061	224,539	737,600	1,850,509	1,002,923	2,527,023	2,527,023	1.360	3.426
9/15/19	561,802	175,798	737,600	1,288,707	1,016,851	2,806,274	2,806,274	1.379	3.805
9/15/20	615,173	122,427	737,600	673,534	1,030,945	3,099,619	3,099,619	1.398	4.202
9/15/21	673,614	63,986	737,600	(80)	1,045,209	3,407,228	3,407,228	1.417	4.619
TOTAL	6,500,000	8,251,920	14,752,000		18,159,228				

Notes:
Assumes 9.5% interest rate.
Assumes twenty year estimated debt schedule.
Assumes loan paid off in 2021.
Assumes a possible balloon payment in 2018.
Assumes growth rate at 1.2%.

B. Economic Feasibility

A marketing survey prepared by CDS Research confirms the extent of this burgeoning market (see Appendices). CDS concluded that a redeveloped Shopping Center has an annual sales potential of $113,900,000 to $121,700,000 in 1997 dollars for a 550,000 square foot super community shopping center or power center. As much as 30% of the support for the Shopping Center could come from outside the City of Houston, providing a direct boost to City sales tax revenues. The CDS analysis was conservative in that it relied completely on the buying power of Trade Area Hispanic households to reach a conclusion about viability.

C. Project Financing Information for Bonded Indebtedness, Monetary Obligation Duration, and Method of Financing

All of the $6.5 million must be available no later than commencement of demolition or site work. To repay the estimated $6.5 million bonds or notes, it will be critical to obtain participation from the all three principal taxing jurisdictions. Exhibit E illustrates the projected tax increment revenues (captured appraised value) estimated to be generated on the incremental value over the life of the TIRZ. It is projected using current tax rates, that the annual TIRZ increment would average $800,000. Debt service payments are estimated at $737,000 annually calculated with a 9.5% interest rate over a 20-year debt schedule with an annual inflation rate of 1.2%. The financing does not require a tax rate increase.

D. Impact of City's Participation

The estimated total appraised value of the Zone is $8.5 million. The projected value of the new center within the proposed TIRZ is approximately $50 million. The City portion of the increment calculated on a $50 million valuation is estimated at approximately $315,000 annually, based on current tax rates with a ninety-five percent (95%) tax collection rate. During the life of the Zone, the estimated captured appraised value on the City of Houston portion is

GULFGATE MALL
CAPTURED APPRAISED VALUE
ON PROPOSED 71.55 ACRE PROJECT

NEW TAX INCREMENT CREATED FROM PROPOSED DEVELOPMENT

TAX YEAR	TOTAL TAXABLE VALUE	TAX INCREMENT
1997	8,063,000	BASE YEAR
1998	8,063,000	0
1999	12,159,756	4,096,756
2000	28,305,673	20,242,673
2001	48,645,341	40,582,341
2002	49,229,085	41,166,085
2003	51,819,834	43,756,834
2004	55,441,672	47,378,672
2005	61,106,972	53,043,972
2006	61,840,256	53,777,256
2007	62,582,339	54,519,339
2008	63,333,327	55,270,327
2009	64,093,327	56,030,327
2010	64,862,447	56,799,447
2011	65,640,796	57,577,796
2012	66,428,486	58,365,486
2013	67,225,628	59,162,628
2014	68,032,335	59,969,335
2015	68,848,723	60,785,723
2016	69,674,908	61,611,908
2017	70,511,007	62,448,007
2018	71,357,139	63,294,139
2019	72,213,425	64,150,425
2020	73,079,986	65,016,986
2021	73,956,946	65,893,946
2022	74,844,429	66,781,429
2023	75,742,562	67,679,562
2024	76,651,473	68,588,473
2025	77,571,290	69,508,290
2026	78,502,146	70,439,146
2027	79,444,172	71,381,172
TOTAL		

PROJECTED TIRZ FUNDS AVAILABLE

COLLECTION YEAR	CITY TAX INCREMENTAL REV @ $0.6650	COUNTY TAX INCREMENTAL REV @ 0.42768	HISD TAX INCREMENTAL REV @ $0.64	TIRZ ADMIN EXPENSE	NET REVENUE	NET CUMULATIVE REVENUE	HISD REV $0.32
1998							
1999	0	0	0	0	0	0	0
2000	25,881	16,645	24,908	(50,000)	17,434	17,434	12,454
2001	127,883	82,245	123,075	(40,000)	293,204	310,638	61,538
2002	256,379	164,884	246,741	(25,000)	643,004	953,642	123,370
2003	260,067	167,256	250,290	(25,000)	652,613	1,606,255	125,145
2004	276,434	177,782	266,042	(25,000)	695,258	2,301,513	133,021
2005	299,315	192,498	288,062	(25,000)	754,875	3,056,387	144,031
2006	335,105	215,516	322,507	(25,000)	848,128	3,904,515	161,254
2007	339,738	218,495	326,966	(25,000)	860,198	4,764,714	163,483
2008	344,426	221,510	331,478	(25,000)	872,413	5,637,127	165,739
2009	349,170	224,561	336,044	(25,000)	884,775	6,521,902	168,022
2010	353,972	227,649	340,664	(25,000)	897,285	7,419,187	170,332
2011	358,831	230,774	345,341	(25,000)	909,945	8,329,132	172,670
2012	363,748	233,936	350,073	(25,000)	922,757	9,251,889	175,037
2013	368,724	237,137	354,862	(25,000)	935,723	10,187,612	177,431
2014	373,760	240,375	359,709	(25,000)	948,844	11,136,456	179,854
2015	378,856	243,653	364,614	(25,000)	962,123	12,098,579	182,307
2016	384,014	246,970	369,577	(25,000)	975,561	13,074,140	184,789
2017	389,233	250,327	374,600	(25,000)	989,160	14,063,300	187,300
2018	394,515	253,724	379,684	(25,000)	1,002,923	15,066,223	189,842
2019	399,861	257,162	384,828	(25,000)	1,016,851	16,083,074	192,414
2020	405,270	260,641	390,035	(25,000)	1,030,945	17,114,019	195,017
2021	410,745	264,161	395,303	(25,000)	1,045,209	18,159,229	197,652
2022	416,285	267,724	400,635	(25,000)	1,059,645	19,218,873	200,318
2023	421,892	271,330	406,031	(25,000)	1,074,253	20,293,126	203,016
2024	427,566	274,979	411,492	(25,000)	1,089,037	21,382,163	205,746
2025	433,308	278,672	417,018	(25,000)	1,103,998	22,486,161	208,509
2026	439,119	282,409	422,610	(25,000)	1,119,138	23,605,299	211,305
2027	444,999	286,191	428,270	(25,000)	1,134,461	24,739,760	214,135
	9,779,094	6,289,207	9,411,459	(740,000)	24,739,760		4,705,729

Assumes base year as shown on 1997 tax rolls for 51 acres which reflects a lower assessed value.
Assumes a 95% collection rate.
Assumes 1.2% growth rate.
Assumes total City increment dedicated to the TIRZ.
Assumes HISD at $0.64 to the TIRZ - remaing $0.32 to HISD.
Assumes first three years TIRZ administration included in the project debt.
Assumes the TIRZ will be used to repay the estimated $6.5MM shortfall. Estimated payout is 20 years or 2018.
(TIRZ proceeds can then be returned to the jurisdictions.)
Assumes preliminary study as of 12/12/97 - subject to revision per project financing.

$9,779,094. In addition, the new Shopping Center is projected to generate initially an estimated $825,000 annually in net sales tax revenue to the City. Over the life of the TIRZ, an estimated $1,274,000 in franchise fees and $2,796,000 in water and sewer fees will be generated to the City. Exhibit F illustrates these City revenues over the life of the TIRZ and the estimated captured appraised value. However, repayment on the notes or bonds is projected to take 20 years, or until 2018.

E. Impact of All Participating Jurisdictions

Upon completion of the new Shopping Center, after TIRZ reimbursement has been satisfied, the project will generate incremental revenue of approximately $429,000 annually to HISD, based on a $0.64/$100 participation, and approximately $287,000 annually to Harris County, based on a $0.42768/$100 participation.

GULF GATE
PROJECTED CITY REVENUES
ON PROPOSED 71.55 ACRE PROJECT

TAX YEAR	TOTAL TAXABLE VALUE	TAX INCREMENT	(Note 1) CITY PROPERTY TAX BASE	INCREMENT	TOTAL	ADDITIONAL CITY REVENUES (Note 2) 1% CITY SALES TAX	(Note 3) FRANCHISE FEES	(Note 4) WTR/SWR REVENUES	TOTAL	(Note 5) 1% SALES TAX CDS STUDY
1997	8,063,000	BASE YEAR								
1998	8,063,000	0	50,938	0	50,938					
1999	12,159,756	4,096,756	50,938	0	50,938					
2000	28,305,673	20,242,673	50,938	25,881	76,819	65,934	38,562	84,610	189,106	1,178,000
2001	48,645,341	40,582,341	50,938	127,883	178,821	329,670	39,024	85,625	454,320	1,192,136
2002	49,229,085	41,166,085	50,938	256,379	307,317	659,340	39,493	86,653	785,486	1,206,442
2003	51,819,834	43,756,834	50,938	260,067	311,005	659,340	39,967	87,693	786,999	1,220,919
2004	55,441,672	47,378,672	50,938	276,434	327,372	692,307	40,446	88,745	821,498	1,235,570
2005	61,106,972	53,043,972	50,938	299,315	350,253	741,758	40,931	89,810	872,499	1,250,397
2006	61,840,256	53,777,256	50,938	335,105	386,043	824,175	41,423	90,888	956,485	1,265,402
2007	62,582,339	54,519,339	50,938	339,738	390,676	824,175	41,920	91,978	958,073	1,280,586
2008	63,333,327	55,270,327	50,938	344,426	395,364	824,175	42,423	93,082	959,680	1,295,953
2009	64,093,327	56,030,327	50,938	349,170	400,108	824,175	42,932	94,199	961,306	1,311,505
2010	64,862,447	56,799,447	50,938	353,972	404,910	824,175	43,447	95,330	962,952	1,327,243
2011	65,640,796	57,577,796	50,938	358,831	409,769	824,175	43,968	96,473	964,617	1,343,170
2012	66,428,486	58,365,486	50,938	363,748	414,686	824,175	44,496	97,631	966,302	1,359,288
2013	67,225,628	59,162,628	50,938	368,724	419,662	824,175	45,030	98,803	968,008	1,375,599
2014	68,032,335	59,969,335	50,938	373,760	424,698	824,175	45,570	99,988	969,734	1,392,107
2015	68,848,723	60,785,723	50,938	378,856	429,794	824,175	46,117	101,188	971,480	1,408,812
2016	69,674,908	61,611,908	50,938	384,014	434,952	824,175	46,671	102,402	973,248	1,425,718
2017	70,511,007	62,448,007	50,938	389,233	440,171	824,175	47,231	103,631	975,037	1,442,826
2018	71,357,139	63,294,139	50,938	394,515	445,453	824,175	47,797	104,875	976,847	1,460,140
2019	72,213,425	64,150,425	50,938	399,861	450,799	824,175	48,371	106,133	978,679	1,477,662
2020	73,079,986	65,016,986	50,938	405,270	456,208	824,175	48,951	107,407	980,533	1,495,394
2021	73,956,946	65,893,946	50,938	410,745	461,683	824,175	49,539	108,696	982,410	1,513,338
2022	74,844,429	66,781,429	50,938	416,285	467,223	824,175	50,133	110,000	984,309	1,531,498
2023	75,742,562	67,679,562	50,938	421,892	472,830	824,175	50,735	111,320	986,230	1,549,876
2024	76,651,473	68,588,473	50,938	427,566	478,504	824,175	51,344	112,656	988,175	1,568,475
2025	77,571,290	69,508,290	50,938	433,308	484,246	824,175	51,960	114,008	990,143	1,587,297
2026	78,502,146	70,439,146	50,938	439,119	490,057	824,175	52,583	115,376	992,134	1,606,344
2027	79,444,172	71,381,172	50,938	444,999	495,937	824,175	53,214	116,761	994,150	1,625,620
TOTAL			1,528,140	9,779,094	11,205,358	21,280,199	1,274,278	2,795,963	25,350,439	38,927,316

ASSUMPTIONS:

Note 1: Assumes 95% collection rate.

Note 2: Assumes sales tax estimate based on square feet at $1.50.

Note 3: Assumes City of Houston formula for franchise fees based on type and amount of usage. (.008*313*10*.04*550,000*.07)

Note 4: Assumes water/sewer revenues based on City of Houston formula. (550,000*.000223*315*365/1000*6)

Note 5: Assumes CDS sales tax revenue based on CDS Market and Economic Study with 30% of the revenue generated from outside the City of Houston. However, for the purpose of this analysis, the more conservative revenue streams were calculated.

Assumes 1.2% growth rate and a lower assessed value.

IV. Proposed Schedule of Improvements

The Shopping Center improvements are proposed to be completed by 2001. Below is an outline of the projected schedule for construction and installation of improvements:

A. **Year One to Year Five - January 1, 1998 to December 31, 2002**

Years One through Five of this Plan will commence on January 1 in 1998, 1999, 2000, 2001 and 2002 and will terminate December 31, in each year. Activities shall include: construction of water, sanitary sewer, storm water detention, drainage, paving, demolition, environmental abatement, other construction activities and related professional activities to serve the development as proposed and budgeted.

In addition, the administration of the TIRZ shall be directed by the Board of Directors of the TIRZ and funded through the TIRZ under the provisions of Chapter 311, Tax Code. The Board will provide for TIRZ Administration, Legal Counsel, Finance and Administration, Engineering, etc.

B. **Year Six to Year Ten - January 1, 2003 to December 31, 2007**

Years six through ten of this Plan will commence on January 1 of each year in the years 2003 through 2007, and terminate on December 31 of each of those years. Activities shall include any necessary construction activities and related services, other appropriate consultant services, and administrative services related to the implementation of the Project Plan.

In addition, the administration of the TIRZ shall be directed by the Board of Directors of the TIRZ and funded through the TIRZ under the provisions of Chapter 311, Tax Code. The Board will provide for TIRZ Administration, Legal Counsel, Finance and Administration, Engineering, etc.

C. **Year Eleven to Year Thirty - January 1, 2008 - December 31, 2027**

Years eleven through thirty of this Plan will commence on January 1 of each year in the years 2008 through 2027, and terminate on December 31 of each of those years. Activities shall include any necessary construction activities and related services, other appropriate consultant services, and administrative services related to the implementation of the Project Plan.

In addition, the administration of the TIRZ shall be directed by the Board of Directors of the TIRZ and funded through the TIRZ under the provisions of Section 311, Tax Code. The Board will provide for TIRZ Administration, Legal Counsel, Finance and Administration, Engineering, etc.

City of Houston, Texas, Ordinance No. 1999-824

AN ORDINANCE APPROVING THE SECOND AMENDMENT OF THE PROJECT PLAN AND REINVESTMENT ZONE FINANCING PLAN FOR REINVESTMENT ZONE NUMBER EIGHT, CITY OF HOUSTON, TEXAS (GULFGATE); AUTHORIZING THE CITY SECRETARY TO DISTRIBUTE SUCH PLANS; CONTAINING VARIOUS PROVISIONS RELATED TO THE FOREGOING SUBJECT; AND DECLARING AN EMERGENCY.

* * * * * * *

WHEREAS, by City of Houston Ordinance No. 97-1524, adopted December 10, 1997, the City created Reinvestment Zone Number Eight, City of Houston, Texas (the "Gulfgate Zone") pursuant to Chapter 311 of the Texas Tax Code (the "Code") for the purposes of redevelopment in the area of the City generally referred to as the Gulfgate area; and

WHEREAS, the Board of Directors of the Gulfgate Zone has adopted and recommended, and the City has approved, by City of Houston Ordinance No. 97-1572, adopted December 17, 1997, the Project Plan and Reinvestment Zone Financing Plan for the Gulfgate Zone; and

WHEREAS, Chapter 311 of the Code authorizes the amendment of the plans; and

WHEREAS, the Board of Directors of the Gulfgate Zone has adopted and recommended, and the City has approved, by City of Houston Ordinance No. 1999-707, adopted July 7, 1999, the First Amendment of the Project Plan and Reinvestment Zone Financing Plan (the "Plans") for the Gulfgate Zone; and

WHEREAS, the Board of Directors of the Gulfgate Zone, at its August 10, 1999, board meeting, considered and adopted proposed amendments to the Plans (the "Amendments"), and recommended the Amendments for approval by the City Council; and

WHEREAS, before the Board of Directors of the Gulfgate Zone may implement the Amendments, the City Council must approve the Amendments; and

WHEREAS, a public hearing on the Amendments is required to be held by the provisions of Section 311.011 of the Code; and

WHEREAS, the City Council finds that notice of the public hearing was published in a newspaper of general circulation within the City in the time and manner required by law; and

WHEREAS, the City Council conducted a public hearing on the proposed Amendments on August 11, 1999; and

WHEREAS, at the public hearing, interested persons were allowed to speak for or against the proposed Amendments and the concept of tax increment financing; and

WHEREAS, evidence was received and presented at the public hearing in favor of the proposed Amendments and the concept of tax increment financing; **NOW, THEREFORE,**

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

Section 1. That the facts and recitations contained in the preamble of this Ordinance are hereby found and declared to be true and correct and are hereby adopted as part of this Ordinance.

Section 2. That the Project Plan and the Reinvestment Zone Financing Plan approved by City of Houston Ordinance No. 1999-707, passed and adopted on July 7, 1999, are hereby amended as follows:

A. By substituting the Amended Budget and Estimated Expenses table and page 19R attached hereto as Attachment "1" for the Amended Budget and Estimated Expenses table and page 19 in the Plans;

B. By substituting page 24R attached hereto as Attachment "2" for page 24 in the Plans;

C. By substituting page 34R attached hereto as Attachment "3" for page 34 in the Plans;

D. By substituting page 35R attached hereto as Attachment "4" for page 35 in the Plans;

E. By substituting Exhibit E - Captured Appraised Value and page 38R attached hereto as Attachment "5" for Exhibit E - Captured Appraised Value and page 38 in the Plans; and

F. By substituting page 39R attached hereto as Attachment "6" for page 39 in the Plans.

The Plans as so amended (the "Second Amended Plans") are hereby determined to be feasible and are approved. The appropriate officials of the City are authorized to take all steps reasonably necessary to implement the Second Amended Plans.

Section 3. That the City Secretary is directed to provide copies of the Second Amended Plans to each taxing unit levying ad valorem taxes in the Gulgate Zone.

Section 4. That City Council officially finds, determines, recites and declares 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. That City Council further ratifies, approves and confirms such written notice and the contents and posting thereof.

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 11th **day of** August, **1999.**

APPROVED this _____ **day of** _____, **1999.**

_____

Mayor of the City of Houston

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is AUG 17 1999.

City Secretary

(Prepared by Legal Dept. Assistant City Attorney)
(MAM/mam 08/10/99)
(Requested by Robert M. Litke, Director, Planning and Development)
(L. D. File No. 61-97066-11)

U:\WPFILES\TIRZ8\AMENDPLN.NO3

AYE	NO	
✓		MAYOR BROWN
••••	••••	COUNCIL MEMBERS
✓		TATRO
✓		YARBROUGH
✓		WONG
✓		BONEY
✓		TODD
✓		DRISCOLL
✓		KELLEY
ABSENT-ON PERSONAL BUSINESS		FRAGA
✓		CASTILLO
ABSENT-OUT OF CITY ON PERSONAL BUSINESS		PARKER
ABSENT-ON PERSONAL BUSINESS		ROACH
ABSENT-OUT OF CITY CITY BUSINESS		SANCHEZ
ABSENT		BELL
ABSENT		ROBINSON
CAPTION	ADOPTED	

MAY 017 REV. 2/97

GULFGATE AMENDED PROJECT COSTS

ORIGINAL ZONE PROJECT COSTS	
Property Acquisition	5,250,000
Related Cost and Creation Fees	1,250,000
Financing Cost	8,251,920
HISD Schools and Educational Facilities	12,043,726
Total Original Zone Project Costs	26,795,646

PROPOSED ANNEXATION PROJECT COSTS	
Box Culvert Removal (1015 LF), Replacement & Realignment (1154 LF)	2,116,150
Contingency @ 10%	211,615
Engineering @ 15%	349,165
Subtotal	2,676,930
Right Turn Lane Additions - I-610 & I-45 frontage roads to Woodridge & Convert Left Turn Land to Esplanade - Woodridget from I45 to Winkler	100,000
Traffic Signalization (5) - New or modernized signals at I-45 and Woodridge, Winkler and Woodridge, Gulfgate Center Drive and Woodridge, I-610 and Woodridge, Telephone and Woodridge	500,000
Contingency @ 10% (2)	60,000
Engineering @ 15% (2)	99,000
Subtotal	759,000
Refurbished Crosswalk - Loop 610 between Evergreen and Woodridge (1)	100,000
Landscaping & Irrigation - along Woodridge and Winkler ROWs	127,870
Contingency @ 10% (2)	12,787
Engineering @ 15% (2)	21,099
Subtotal	261,756
TIRZ Annexation - Professional and Legal Fees	210,000
Related Costs & Interest Carry (3)	680,000
Subtotal	890,000
Total Proposed Annexation Project Costs	4,587,686

Annexation Projects Financing Cost (4)	6,230,033

HISD Annexation School & Educational Facilities	3,823,437

TOTAL AMENDED PROJECT COSTS	**41,436,802**

(1) Includes concrete replacement; painting; safety compliance; beautification.
(2) Contingency & Engineering appllied to Landscaping and Irrigation only.
(3) Estimate-based on two years interest carry on $3.4 million. May not include all financing costs.
(4) Estimated interest calculated on bonds at 6.5%, inclusive of capitalized interest and debt reserve.
(5) Source: Cobourn Linseisen & Ratcliff, Inc., Traffice Engineers, Inc., McDugal-Steele and information provided by the Developer.

E. Method of Financing (311.011(c)(6))

The Public improvements within the expansion area will be initially funded by Wulfe and will be reimbursed from the proceeds of tax increments generated by the new or re-developed projects within the expansion area. Once all financial obligations related to public improvements in the expansion area are met, revenue from the added area can be used for the benefit of the original zone.

Incremental revenue will be generated from the participation of the City, Harris County and Houston ISD. Participation is being requested from those jurisdictions in the amounts and percentages shown:

Jurisdiction	Requested Participation	% of 1998 Total Tax Rate	% of Expansion Area Increment
City of Houston	$0.665/$100	100%	38.6%
Harris County	$0.4166/$100	64%	24.2%
Houston ISD	$0.96/$100	66%	37.2%

Houston ISD will retain $0.32/$100 of its participation to fund school and educational facilities. This retainage is approximately $3,823,437 in the expansion area and $12,043,726 in the original Zone area (based on a 69% HISD participation rate [100% starting in 1999] and the portion of its participation above $0.64/$100).

F. Current Appraised Value (311.011(c)(7))

According to the Harris County Appraisal District, the appraised value as of January 1, 1998, the base year for the added property, is $11,918,330.

G. Captured Appraised Value (311.011(c)(8))

The captured appraised value is the difference between the appraised value in the base year and the appraised value resulting from the proposed new development. The captured appraised value projected to be generated in the added area is expected to increase to $49,310,790 over the life of the zone. A detailed account of projected future values and annual revenue within the added area is located on the following page.

A. Estimated Project Cost Description

The estimated project cost for the Zone is $26.8 million of which $5.25 million will be used by the Gulfgate Redevelopment Authority for the acquisition of the Shopping Center and related expenses. The Gulfgate Redevelopment Authority will execute a long-term (50 year) lease back with a purchase option, to a Joint Venture which will redevelop it. The Joint Venture or Limited Partnership (the "Joint Venture") will be composed of a Wulfe-controlled entity and the Houston Redevelopment Authority ("HRA"), a not-for-profit corporation.

HRA and Wulfe will each furnish $1,950,000 to the Venture as their initial equity contributions. Each Venturing Partner will make an additional equity contribution of approximately $565,000 at a later date. Upon substantial completion of the redevelopment, equity contributions from the Venturing Partners will equal approximately $2,515,000 each. In lieu of paying the additional $565,000 in cash, the HRA may make its contribution in the form of capital improvements, provided by the City, to the extent that such capital improvements are included in the construction budget for the Shopping Center. The specific items eligible for credit against the equity contribution will be subject to approval by the City through the Development Agreement.

The total cost of the project, which includes acquisition, demolition and development of the new Shopping Center containing approximately 550,000 square feet is estimated at approximately $50 million. The estimated budget for TIRZ reimbursement is $6.5 million, which includes the acquisition cost, bond issuance cost and related professional fees, plus interest. The estimated interest on the $6.5 million in bonds or notes is approximately $8.251 million. Exhibit D illustrates the annual estimated debt service requirements to support the $6.5 million in bonds or notes, based on a 9.5% interest rate. In addition, the administrative expenses for operating the Zone will also be paid from Zone revenues. The cost of administration over the life of the Zone is approximately $740,000 and is illustrated as annual payments on Exhibit E. The Zone will pay HISD the portion of its participation above $0.64/$100 to fund school and educational facilities, estimated at $12 million. These educational facilities are not required to be located in the Zone, but must be in the City of Houston. The proposed duration of the Zone is 30 years.

In consideration of their defined contributions, the Wulfe entities, collectively, and the HRA will each have a fifty per cent (50%) equity position in the Joint Venture, and each will have a right-of-first refusal if either Partner wants to sell. The Joint Venture will assume the existing outstanding mortgage without recourse. Wulfe Gulfgate, Inc. will serve as Managing Partner or General Partner. On behalf of the Joint Venture, Wulfe will endeavor to secure third party financing for the balance of the acquisition, payment of the initial assumable loan, construction and related development costs in the amount of approximately $40,000,000. During the life of the Joint Venture, each Venturing Partner will share in all new revenues generated by the Shopping Center in proportion to its ownership interest. If additional capital beyond the projected $2,515,000 each is required, either party may provide it and be repaid before the Venturing Partners receive any distribution.

The Gulfgate Redevelopment Authority will issue bonds or notes in an amount required to pay the estimated $6.5 million, plus capitalized interest and related TRIZ expenses. The TIRZ, the City and the Redevelopment Authority will enter into a contract pursuant to which the City and TIRZ will pay the tax increments to the Redevelopment Authority. The Redevelopment Authority will use these tax increment payments to secure the repayment of the bonds or notes. Schools and educational facilities estimated at $12 million will be financed and administered separately by HISD. Wulfe will not commence any construction phase for the new Shopping Center until leases are in place to generate a cash flow sufficient to service any construction and related development loans.

ATTACHMENT 5
08/10/99

EXHIBIT E – Captured Appraised Value

GULFGATE MALL
CAPTURED APPRAISED VALUE
ON PROPOSED 71.55 ACRE PROJECT

NEW TAX INCREMENT CREATED FROM PROPOSED DEVELOPMENT

TAX YEAR	TOTAL TAXABLE VALUE (1)	TAX INCREMENT
1997	8,063,000	BASE YEAR
1998	8,063,000	0
1999	12,159,756	4,096,756
2000	28,305,673	20,242,673
2001	48,645,341	40,582,341
2002	49,229,085	41,166,085
2003	51,819,834	43,756,834
2004	55,441,672	47,378,672
2005	61,106,972	53,043,972
2006	61,840,256	53,777,256
2007	62,582,339	54,519,339
2008	63,333,327	55,270,327
2009	64,093,327	56,030,327
2010	64,862,447	56,799,447
2011	65,640,796	57,577,796
2012	66,428,486	58,365,486
2013	67,225,628	59,162,628
2014	68,032,335	59,969,335
2015	68,848,723	60,785,723
2016	69,674,908	61,611,908
2017	70,511,007	62,448,007
2018	71,357,139	63,294,139
2019	72,213,425	64,150,425
2020	73,079,986	65,016,986
2021	73,956,946	65,893,946
2022	74,844,429	66,781,429
2023	75,742,562	67,679,562
2024	76,651,473	68,588,473
2025	77,571,290	69,508,290
2026	78,502,146	70,439,146
2027	79,444,172	71,381,172
TOTAL		

PROJECTED TIRZ FUNDS AVAILABLE

TAX COLLECTION YEAR	CITY TAX (2) INCREMENTAL REV @ $0.665	COUNTY TAX (3 INCREMENTAL REV $0.42768	HISD TAX (4) INCREMENTAL REV @ $1.459	TIRZ (5) ADMIN EXPENSE	TIRZ NET REVENUE	NET CUMULATIVE REVENUE	HISD (6) EDUCATIONAL @ $0.819	HISD (7) NON EDUCATIONAL @ $0.64	TOTAL HISD ZONE REVENUE
1997	0	0	0	0	0	0	0	0	0
1998	0	0	0	0	0	0	0	0	0
1999	0	0	0	0	0	0	0	0	0
2000	25,881	16,645	56,783	(50,000)	49,309	49,309	31,875	24,908	56,783
2001	127,883	82,245	280,574	(40,000)	450,702	500,011	157,498	123,075	280,574
2002	256,379	164,884	562,492	(25,000)	958,755	1,458,766	315,751	246,741	562,492
2003	260,067	167,256	570,583	(25,000)	972,905	2,431,671	320,293	250,290	570,583
2004	276,434	177,782	606,492	(25,000)	1,035,708	3,467,379	340,450	266,042	606,492
2005	299,315	192,498	656,692	(25,000)	1,123,504	4,590,884	368,630	288,062	656,692
2006	335,105	215,516	735,216	(25,000)	1,260,837	5,851,720	412,709	322,507	735,216
2007	339,738	218,495	745,380	(25,000)	1,278,612	7,130,333	418,414	326,966	745,380
2008	344,426	221,510	755,665	(25,000)	1,296,601	8,426,934	424,188	331,478	755,665
2009	349,170	224,561	766,074	(25,000)	1,314,806	9,741,740	430,031	336,044	766,074
2010	353,972	227,649	776,608	(25,000)	1,333,229	11,074,969	435,944	340,664	776,608
2011	358,831	230,774	787,269	(25,000)	1,351,873	12,426,842	441,928	345,341	787,269
2012	363,748	233,936	798,057	(25,000)	1,370,741	13,797,583	447,984	350,073	798,057
2013	368,724	237,137	808,975	(25,000)	1,389,835	15,187,418	454,113	354,862	808,975
2014	373,760	240,375	820,024	(25,000)	1,409,159	16,596,577	460,315	359,709	820,024
2015	378,856	243,653	831,205	(25,000)	1,428,714	18,025,291	466,591	364,614	831,205
2016	384,014	246,970	842,521	(25,000)	1,448,504	19,473,796	472,943	369,577	842,521
2017	389,233	250,327	853,972	(25,000)	1,468,532	20,942,327	479,371	374,600	853,972
2018	394,515	253,724	865,561	(25,000)	1,488,800	22,431,127	485,877	379,684	865,561
2019	399,861	257,162	877,288	(25,000)	1,509,311	23,940,438	492,460	384,828	877,288
2020	405,270	260,641	889,157	(25,000)	1,530,068	25,470,506	499,122	390,035	889,157
2021	410,745	264,161	901,168	(25,000)	1,551,074	27,021,580	505,865	395,303	901,168
2022	416,285	267,724	913,323	(25,000)	1,572,333	28,593,912	512,688	400,635	913,323
2023	421,892	271,330	925,624	(25,000)	1,593,846	30,187,758	519,593	406,031	925,624
2024	427,566	274,979	938,073	(25,000)	1,615,618	31,803,376	526,581	411,492	938,073
2025	433,308	278,672	950,671	(25,000)	1,637,650	33,441,026	533,653	417,018	950,671
2026	439,119	282,409	963,420	(25,000)	1,659,948	35,100,974	540,809	422,610	963,420
2027	444,999	286,191	976,322	(25,000)	1,682,513	36,783,486	548,052	428,270	976,322
	9,779,094	6,289,207	21,455,185	(740,000)	36,783,486		12,043,726	9,411,459	21,455,185

(1) A 1.2% growth rate applied .
(2) City of Houston Zone participation at a tax rate of $0.665/$100 at a 95% collection rate.
(3) Harris County Zone participation at a total tax rate of $0.4678/$100 at a 95% collection rate; 1998 tax $0.41660 applied to Zone Revenues.
(4) HISD Zone participation at a total tax rate of $1.4459/$100 at a 95% collection rate; $0.64/$100 for Educational Improvements and $0.819/$100 for HISD Non Educational Improvements.
(5) TIRZ Administration net of first three years TIRZ Admin which are included in the project debt.
(6) HISD School & Educational Facilities Improvement Revenue at $0.819/$100 at a tax collection rate of 95%.
(7) HISD Non Educational Improvement Revenue at $0.64/$100 at a tax collection rate of 95%.
(8) Jurisdiction participation shown at 1999 rates; over the life of the Zone, participation levels may vary in accordance with the interlocal agreements.
(9) HISD 1998 tax participation rate is $0.96; $032/$100 for HISD School & Educational Facilities; $0.64/$100 for HISD Zone Projects.
(10) HISD tax participation of $1.459/$100 is applied from 1999 through the life of the Zone; $0.819/$100 for HISD School & Educational Facilities; $0.64/$100 for HISD Zone Projects.

$9,779,094. In addition, the new Shopping Center is projected to generate initially an estimated $825,000 annually in net sales tax revenue to the City. Over the life of the TIRZ, an estimated $1,274,000 in franchise fees and $2,796,000 in water and sewer fees will be generated to the City. Exhibit F illustrates these City revenues over the life of the TIRZ and the estimated captured appraised value. However, repayment on the notes or bonds is projected to take 20 years, or until 2018.

E. Impact of All Participating Jurisdictions

Upon completion of the new Shopping Center, after TIRZ reimbursement has been satisfied, the project will generate incremental revenue of approximately $976,000 annually to HISD, based on 100% participation ($1.459/$100) starting in 1999, and approximately $286,000 annually to Harris County, based on a $0.42768/$100 participation.

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014

Item Creation Date: 11/19/2014

MYR ~ 2014 Municipal Court Full Time Judges ReAppts. 11-14-14

Agenda Item#: 4.

Summary:
REQUEST from Mayor for confirmation of the appointment or reappointment of the following as **FULL-TIME MUNICIPAL COURT JUDGES**, for two year terms:

CHERYL R. BIAS, appointment
MIHOA VO, reappointment
IMELDA REYES-CASTILLO, reappointment
GRANTHAM HARLAN COLEMAN, reappointment
DAVID O. FRAGA, reappointment
ESMERALDA PEÑA GARCIA, reappointment
KATHY K. HAN, reappointment
KIM R. TRUJILLO, reappointment
GORDON G. MARCUM II, reappointment
MEG AHERN OSWALD, reappointment
LEIGH FAORO SAINT-GERMAIN, reappointment
ADAM SILVERMAN, reappointment
J. ELAINE MARSHALL, reappointment
FRANCELIA E. "FRAN" TOTTY, reappointment

Background:

The Honorable City Council
Houston, Texas

Re: Appointment or Reappointment of Full-Time Municipal Court Judges

Dear Council Members:

I am appointing or reappointing the following individuals as Full-Time Municipal Court Judges, subject to Council confirmation. The Judges shall serve a two-year term beginning immediately upon Council confirmation.

Names	Position	Appointment/Reappointment
Cheryl R. Bias	00	Appointment
MiHoa Vo	03	Reappointment
Imelda Reyes-Castillo	04	Reappointment
Grantham Harlan Coleman	06	Reappointment
David O. Fraga	07	Reappointment
Esmeralda Peña Garcia	08	Reappointment
Kathy K. Han	10	Reappointment
Kim R. Trujillo	11	Reappointment
Gordon G. Marcum, II	14	Reappointment
Meg Ahern Oswald	15	Reappointment
Leigh Faoro Saint-Germain	16	Reappointment
Adam Silverman	17	Reappointment
J. Elaine Marshall	19	Reappointment
Francelia E. "Fran" Totty	20	Reappointment

The résumés of the appointees are attached for your review.

ATTACHMENTS:

	Description	Type
	MYR ~ 2014 Municipal Court Full Time Judges ReAppts. 11-14-14	Signed Cover sheet

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014

Item Creation Date: 11/19/2014

MYR ~ 2014 Municipal Court Assc. Judges ReAppts. 11-14-14

Agenda Item#: 5.

Summary:
REQUEST from Mayor for confirmation of the appointment or reappointment of the following as **MUNICIPAL COURT ASSOCIATE JUDGES**, for two year terms:

WALTER A. SCHROEDER, reappointment
FAD WILSON, JR., reappointment
CATHERINE N. WYLIE, reappointment
ANDREW D. MARTIN, reappointment
WARREN M. FITZGERALD, JR., reappointment
TERESA HOANG, appointment
URSULA A. HALL, reappointment
ROBERT V. ROSENBERG, reappointment
RAUL RODRIGUEZ, reappointment
JOELLEN SNOW, reappointment
ARTURO D. DELEON, JR., reappointment
BURHAN NOMANI, reappointment
STEPHAN L. HONORÉ, reappointment
LYDIA D. JOHNSON, reappointment
MIN UN LEE, reappointment
NILE B. COPELAND, reappointment
PHYLLIS RANDOLPH FRYE, reappointment
CHARLES A. SPAIN, reappointment

Background:

The Honorable City Council

Houston, Texas

WALTER A. SCHROEDER, reappointment
FAD WILSON, JR., reappointment
CATHERINE N. WYLIE, reappointment
ANDREW D. MARTIN, reappointment
WARREN M. FITZGERALD, JR., reappointment
TERESA HOANG, appointment
URSULA A. HALL, reappointment
ROBERT V. ROSENBERG, reappointment
RAUL RODRIGUEZ, reappointment
JOELLEN SNOW, reappointment
ARTURO D. DELEON, JR., reappointment
BURHAN NOMANI, reappointment
STEPHAN L. HONORÉ, reappointment
LYDIA D. JOHNSON, reappointment
MIN UN LEE, reappointment
NILE B. COPELAND, reappointment
PHYLLIS RANDOLPH FRYE, reappointment
CHARLES A. SPAIN, reappointment

Re: Appointment or reappointment of Associate Judges of Municipal Courts

Dear Council Members:

I am appointing or reappointing the following individuals as Associate Judges of Municipal Courts, subject to Council confirmation. The Judges shall serve a two-year term beginning immediately upon Council confirmation.

Names	Positions	Appointment/Reappointment
Walter A. Schroeder	02	Reappointment
Fad Wilson, Jr.	07	Reappointment

Catherine N. Wylie	08	Reappointment
Andrew D. Martin	10	Reappointment
Warren M. Fitzgerald, Jr.	12	Reappointment
Teresa Hoang	13	Appointment
Ursula A. Hall	14	Reappointment
Robert V. Rosenberg	20	Reappointment
Raul Rodriguez	21	Reappointment
Joellen Snow	23	Reappointment
Arturo D. DeLeon, Jr.	26	Reappointment
Burhan Nomani	27	Reappointment
Stephan L. Honoré	28	Reappointment
Lydia D. Johnson	33	Reappointment
Min Un Lee	36	Reappointment
Nile B. Copeland	49	Reappointment
Phyllis Randolph Frye	52	Reappointment
Charles A. Spain	53	Reappointment

The résumés of the appointees are attached for your review.

ATTACHMENTS:

Description	Type
MYR ~ 2014 Municipal Court Assc. Judges ReAppts. 11-14-14	Signed Cover sheet

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014

Item Creation Date: 11/5/2014

MYR ~ 2014 TIRZ # 8 & Gulfgate RA Reppt. ltr. 11-5-14

Agenda Item#: 6.

Summary:
REQUEST from Mayor for confirmation of the reappointment of **MARY MARGARET HANSEN** to Position Two of **REINVESTMENT ZONE NUMBER EIGHT, CITY OF HOUSTON**, **TEXAS (GULFGATE) BOARD OF DIRECTORS**, for a term to expire December 9, 2016

Background:
The Honorable City Council
City of Houston, Texas

Dear Council Members:

Pursuant to Texas Tax Code, Chapter 311 and City of Houston Ordinance 97-1524, I am nominating the following individuals for reappointment to the Reinvestment Zone Number Eight, City of Houston, Texas (Gulfgate) Board of Directors, subject to Council confirmation:

Mary Margaret Hansen, reappointment to Position Two, for a term to expire December 9, 2016;
and
Michael A. Marquez, reappointment to Position Four, for a term to expire December 9, 2016.

The résumés of the nominees are attached for your review.

Sincerely,

ATTACHMENTS:

	Description	Type
🗋	MYR ~ 2014 TIRZ # 8 & Gulfgate RA Reppt. ltr. 11-5-14	Signed Cover sheet

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014

Item Creation Date: 11/5/2014

MYR ~ 2014 Gulfgate RA ReAppts. ltr. 11-5-14

Agenda Item#: 7.

Summary:
REQUEST from Mayor for confirmation of the reappointment of **MARY MARGARET HANSEN** to Position Two of the **GULFGATE REDEVELOPMENT AUTHORITY BOARD OF DIRECTORS**, for terms to expire December 9, 2016

Background:
The Honorable City Council
City of Houston, Texas

Dear Council Members:

Pursuant to City of Houston Resolution No. 97-66, Subchapter D of Chapter 431 of the Texas Transportation Code and Chapter 394 of the Texas Local Government Code, I am nominating the following individuals for reappointment to the Gulfgate Redevelopment Authority Board of Directors, subject to Council confirmation:

Mary Margaret Hansen, reappointment to Position Two, for a term to expire December 9, 2016;
and
Michael A. Marquez, reappointment to Position Four, for a term to expire December 9, 2016.

The résumés of the nominees are attached for your review.

Sincerely,

Contact Information:

ATTACHMENTS:

	Description	Type
🗋	MYR ~ 2014 Gulfgate RA ReAppts. ltr. 11-5-14	Signed Cover sheet

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
ALL

Item Creation Date: 11/24/2014

Greater Harris County 9-1-1 Emergency Network, 2015

Agenda Item#: 8.

Summary:
RECOMMENDATION from the Mayor's Office of Public Safety and Homeland Security for approval of the **GREATER HARRIS COUNTY 9-1-1 EMERGENCY NETWORK** for 2015 Budget (January 1, 2015 - December 31, 2015)

Background:
SUBJECT: Greater Harris County 9-1-1 Emergency Network, year 2015

RECOMMENDATION: (SUMMARY)
Approval of the Greater Harris County 9-1-1 Emergency Network Budget for Fiscal Year 2015-January 1, 2015 through December 31, 2015

SPECIFIC EXPLANATION:
The Houston Emergency Center is requesting City Council's approval of the Greater Harris County 9-1-1 Emergency Network's annual budget of $59,987,000 for budget year 2015 (January 1,2015-December 31, 2015). This is a n increase of approximately $2.1 million from their 2014 budget.

The Greater Harris County 9-1-1 Emergency Network is the governmental agency that administers the 9-1-1 system, providing coordination and other collateral support for participating jurisdictions within Harris and Fort Bend Counties. Through the 9-1-1 system, emergency calls from citizens are referred to the appropriate emergency response agency such as police, fire and ambulance services, as well as other agencies including Crisis Hotline, Poison Control and emergency management operations.

Due to its intergovernmental functions and pursuant to State Law, the Greater Harris County 9-1-1 Emergency Network annual budget must be approved by the Greater Harris County 9-1-1 Emergency Network Board of Managers, Harris County Commissioners' Court, and the City of Houston City Council.

A copy of the budget was delivered to each Council Member during the month of November 2014. Additionally, a copy of the budget is available for review in the City Secretary's office and copies are available from the Houston Emergency Center. In summary, Greater Harris County 9-1-1 will reimburse the City of Houston approximately $13 million for 157.5 HEC 9-1-1 call taker positions. This budget was presented to the Public Safety Committee on November 20, 2014.

Contact Information:
David Cutler, HEC Director

713-884-3602

ATTACHMENTS:

Description	Type
RCA	Backup Material

TO: Mayor via City Secretary **REQUEST FOR COUNCIL ACTION**

SUBJECT: Greater Harris County 9-1-1 Emergency Network, Year 2015	**Category #**	**Page** 1 of 1	**Agenda Item #**

FROM (Department or other point of origin): Dennis Storemski, Director Mayor's Office of Public Safety and Homeland Security	**Origination Date** 11/20/2014	**Agenda Date**
DIRECTOR'S SIGNATURE:	**Council District affected:** ALL	
For additional information contact: David Cutler, HEC Director **Phone:** 713-884-3602	**Date and identification of prior authorizing Council action:**	

RECOMMENDATION: (Summary)
Approval of the Greater Harris County 9-1-1 Emergency Network Budget for Fiscal Year 2015 – January 1, 2015 through December 31, 2015

Amount and Source of Funding: Not Applicable	**F & A Budget:**

SPECIFIC EXPLANATION:
The Houston Emergency Center is requesting City Council's approval of the Greater Harris County 9-1-1 Emergency Network's annual budget of $59,987,000 for budget year 2015 (January 1, 2015 – December 31, 2015). This is an increase of approximately $2.1 million from their 2014 budget.

The Greater Harris County 9-1-1 Emergency Network is the governmental agency that administers the 9-1-1 system, providing coordination and other collateral support for participating jurisdictions within Harris and Fort Bend Counties. Through the 9-1-1 system, emergency calls from citizens are referred to the appropriate emergency response agency such as police, fire and ambulance services, as well as other agencies including Crisis Hotline, Poison Control and emergency management operations.

Due to its intergovernmental functions and pursuant to State Law, the Greater Harris County 9-1-1 Emergency Network annual budget must be approved by the Greater Harris County 9-1-1 Emergency Network Board of Managers, Harris County Commissioners' Court, and the City of Houston City Council.

A copy of the budget was delivered to each Council Member during the month of November 2014. Additionally, a copy of the budget is available for review in the City Secretary's office and copies are available from the Houston Emergency Center. In summary, Greater Harris County 9-1-1 will reimburse the City of Houston approximately $13 million for 157.5 HEC 9-1-1 call taker positions. This budget was presented to the Public Safety Committee on November 20, 2014.

REQUIRED AUTHORIZATION

F & A Director:	**Other Authorization:**	**Other Authorization:**

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District C

Item Creation Date: 11/14/2014

20TP9460-Abandonment & Sale 10-Foot-Wide Waterline Easement- West Main from Loretto to Yupon

Agenda Item#: 9.

Summary:
RECOMMENDATION from Director Department of Public Works & Engineering, reviewed and approved by the Joint Referral Committee, on request from Michael Hall, Civil-Surv Land Surveying, L.C., on behalf of Menil Foundation, Inc. (John Trahan, Chief Financial Officer), for abandonment and sale of a 10-foot-wide water line easement and two 10-foot-wide prescriptive sanitary sewer easements, and conveyance to the City of a 60-foot-wide right-of-way easement for the extension of West Main Street, from Loretto Drive to Yupon Street; and a ±375-square-foot water meter easement, all located within the 1410 Richmond Avenue Subdivision and/or Block B of the Re-Subdivision of Shively Carlson Addition, out of the Obedience Smith Survey, Abstract 696, Parcels SY14-086A, SY14-086B, SY14-086C, AY15-051 and KY15-073 - **DISTRICT C - COHEN**

Background:
RECOMMENDATION: (Summary) It is recommended City Council approve a motion authorizing the abandonment and sale of a 10-foot-wide water line easement and two 10-foot-wide prescriptive sanitary sewer easements, and conveyance to the City of a 60-foot-wide right-of-way easement for the extension of West Main Street, from Loretto Drive to Yupon Street; and a ±375-square-foot water meter easement, all located within the 1410 Richmond Avenue Subdivision and/or Block B of the Re-Subdivision of Shively Carlson Addition, out of the Obedience Smith Survey, Abstract 696. **Parcels SY14-086A, SY14-086B, SY14-086C, AY15-051, and KY15-073**
SPECIFIC EXPLANATION:
Michael Hall, Civil-Surv Land Surveying, L.C., 5909 West Loop South, Suite 200, Bellaire, Texas 77401, on behalf of Menil Foundation, Inc. (John Trahan, Chief Financial Officer), requested the abandonment and sale of a 10-foot-wide water line easement and two 10-foot-wide prescriptive sanitary sewer easement, and conveyance to the City of a 60-foot-wide right-of-way easement for the extension of West Main Street, from Loretto Drive to Yupon Street, all located within the 1410 Richmond Avenue Subdivision and/or Block B of the Re-Subdivision of Shively Carlson Addition, out of the Obedience Smith Survey, Abstract 696. Menil Foundation, Inc., the property owner, plans to expand the museum site. Menil Foundation, Inc. plans to replat the property into three separate reserves: (1) Replat of Shively Carlson; (2) Replat of Menil Drawing Institute; and (3) Replat of 1410 Richmond Avenue.

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 subject to the conveyance of a water meter easement.
Therefore, it is recommended:

1. The City abandon and sell a 10-foot-wide water line easement and two 10-foot-wide prescriptive sanitary sewer easements, in exchange for conveyance of a ±375-square-foot water meter easement, and conveyance to the City of a 60-foot-wide right-of-way easement for the extension of West Main Street, from Loretto Drive to Yupon Street, all located within the 1410 Richmond Avenue Subdivision and/or Block B of the Re-Subdivision of Shively Carlson Addition, out of the Obedience Smith Survey, Abstract 696.

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: (a) cut, plug, and abandon the two 8-inch sanitary sewer lines, from their termini to the south right-of-way line of the proposed West Main Street; (b) convert to private service the remaining portions of the two 8-inch sanitary sewer lines, from the south right-of-way line of the proposed West Main Street south to the 8-inch sanitary sewer line in Richmond Avenue; (c) cut, and plug the 6-inch water line, from the 8-inch water line in Richmond Avenue; (d) convert to private service the remaining portion of the 6-inch water line by installing a water meter adjacent to

Richmond Avenue in the proposed water meter easement; (e) cut, plug, and abandon the 6-inch water line, from the 8-inch water line in Loretto Drive to the proposed location and relocate the existing fire hydrant to the proposed terminus of the portion of the 6-inch water line to be converted to private service; (f) keep the existing 6-inch water line and fire hydrant active until the existing structures have been demolished and the site cleared; (g) the foregoing items must be completed as stated unless conditions on the ground or city standards require modifications to items (a) through (f); (h) pay the depreciated value amount for the water line, sanitary sewer line, and manholes to be abandoned; and (i) complete the forgoing items at no cost to the City and under the proper permits obtained separately and exclusively from the Office of the City Engineer; and (j) provide a Certificate of Final Completion issued by the Office of the City Engineer;

4. The applicant be required to prepare drawings that show all public utilities (water and sanitary) that are to be abandoned, relocated, privatized, 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.
5. The Legal Department be authorized to prepare the necessary transaction documents; and

6. Inasmuch as the value of the City's property interests are 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

cc: Jun Chang, P.E., D.WRE
Marta Crinejo
David Feldman
Terry A. Garrison
Daniel Menendez, P.E.
Patrick Walsh, P.E.
Jeffrey Weatherford, P.E., PTOE

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

ATTACHMENTS:

	Description	Type
🗋	20TP9460-Abandonment & Sale 10-Foot-Wide Waterline Easement- West Main from Loretto to Yupon RCA	Backup Material
🗋	20TP9460-Abandonment & Sale 10-Foot-Wide Waterline Easement- West Main from Loretto to Yupon MAPS	Backup Material
🗋	20TP9460-Abandonment & Sale 10-Foot-Wide Waterline Easement- West Main from Loretto to Yupon ROUTING SHEET	Other

TO: Mayor via City Secretary **REQUEST FOR COUNCIL ACTION**

SUBJECT: Abandonment and sale of a 10-foot-wide water line easement and two 10-foot-wide prescriptive sanitary sewer easements, in exchange for conveyance of a ±375-square-foot water meter easement, and conveyance to the City of a 60-foot-wide right-of-way easement for the extension of West Main Street, from Loretto Drive to Yupon Street, all located within the 1410 Richmond Avenue Subdivision and/or Block B of the Re-Subdivision of Shively Carlson Addition, out of the Obedience Smith Survey, Abstract 696. **Parcels SY14-086A, SY14-086B, SY14-086C, AY15-051, and KY15-073**	**Page** 1 of 2 Barn for TP	**Agenda Item #**
FROM (Department or other point of origin): Department of Public Works and Engineering	**Origination Date**	**Agenda Date**
DIRECTOR'S SIGNATURE: Dale A. Rudick Dale A. Rudick, P.E., Director	**Council District affected:** C **Key Map:** 492V, 492Z, 493S, 493W	
For additional information contact: Nancy P. Collins **Phone:** (832) 395-3130 Senior Assistant Director-Real Estate	**Date and identification of prior authorizing Council Action:**	

RECOMMENDATION: (Summary) It is recommended City Council approve a motion authorizing the abandonment and sale of a 10-foot-wide water line easement and two 10-foot-wide prescriptive sanitary sewer easements, in exchange for conveyance of a ±375-square-foot water meter easement, and conveyance to the City of a 60-foot-wide right-of-way easement for the extension of West Main Street, from Loretto Drive to Yupon Street, all located within the 1410 Richmond Avenue Subdivision and/or Block B of the Re-Subdivision of Shively Carlson Addition, out of the Obedience Smith Survey, Abstract 696. **Parcels SY14-086A, SY14-086B, SY14-086C, AY15-051, and KY15-073**

Amount and Source of Funding: Not Applicable

SPECIFIC EXPLANATION:

Michael Hall, Civil-Surv Land Surveying, L.C., 5909 West Loop South, Suite 200, Bellaire, Texas 77401, on behalf of Menil Foundation, Inc. (John Trahan, Chief Financial Officer), requested the abandonment and sale of a 10-foot-wide water line easement and two 10-foot-wide prescriptive sanitary sewer easement, and conveyance to the City of a 60-foot-wide right-of-way easement for the extension of West Main Street, from Loretto Drive to Yupon Street, all located within the 1410 Richmond Avenue Subdivision and/or Block B of the Re-Subdivision of Shively Carlson Addition, out of the Obedience Smith Survey, Abstract 696. Menil Foundation, Inc., the property owner, plans to expand the museum site. Menil Foundation, Inc. plans to replat the property into three separate reserves: (1) Replat of Shively Carlson; (2) Replat of Menil Drawing Institute; and (3) Replat of 1410 Richmond Avenue. The Joint Referral Committee reviewed and approved this request subject to the conveyance of a ±375-square-foot water meter easement.

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 abandonment and sale. It is recommended:

p:\tp\sy14-086.rca1.doc CUIC #20TP9460A

REQUIRED AUTHORIZATION

Finance Department:	**Other Authorization:**	**Other Authorization:** Mark L. Loethen, P.E., CFM, PTOE Deputy Director Planning and Development Services Division

F&A 011.A Rev. 3/94

Date:	**Subject:** Request for the abandonment and sale of a 10-foot-wide water line easement and two 10-foot-wide prescriptive sanitary sewer easements, in exchange for conveyance of a ±375-square-foot water meter easement, and conveyance to the City of a 60-foot-wide right-of-way easement for the extension of West Main Street, from Loretto Drive to Yupon Street, all located within the 1410 Richmond Avenue Subdivision and/or Block B of the Re-Subdivision of Shively Carlson Addition, out of the Obedience Smith Survey, Abstract 696. **Parcels SY14-086A, SY14-086B, SY14-086C, AY15-051, and KY15-073**	**Originator's Initials** Barn for TP	**Page 2 of 2**

1. The City abandon and sell a 10-foot-wide water line easement and two 10-foot-wide prescriptive sanitary sewer easements, in exchange for conveyance of a ±375-square-foot water meter easement, and conveyance to the City of a 60-foot-wide right-of-way easement for the extension of West Main Street, from Loretto Drive to Yupon Street, all located within the 1410 Richmond Avenue Subdivision and/or Block B of the Re-Subdivision of Shively Carlson Addition, out of the Obedience Smith Survey, Abstract 696;

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: (a) cut, plug, and abandon the two 8-inch sanitary sewer lines, from their termini to the south right-of-way line of the proposed West Main Street; (b) convert to private service the remaining portions of the two 8-inch sanitary sewer lines, from the south right-of-way line of the proposed West Main Street south to the 8-inch sanitary sewer line in Richmond Avenue; (c) cut, and plug the 6-inch water line, from the 8-inch water line in Richmond Avenue; (d) convert to private service the remaining portion of the 6-inch water line by installing a water meter adjacent to Richmond Avenue in the proposed water meter easement; (e) cut, plug, and abandon the 6-inch water line, from the 8-inch water line in Loretto Drive to the proposed location and relocate the existing fire hydrant to the proposed terminus of the portion of the 6-inch water line to be converted to private service; (f) keep the existing 6-inch water line and fire hydrant active until the existing structures have been demolished and the site cleared; (g) the foregoing items must be completed as stated unless conditions on the ground or city standards require modifications to items (a) through (f); (h) pay the depreciated value amount for the water line, sanitary sewer line, and manholes to be abandoned; and (i) complete the forgoing items at no cost to the City and under the proper permits obtained separately and exclusively from the Office of the City Engineer; and (j) provide a Certificate of Final Completion issued by the Office of the City Engineer;

4. The applicant be required to prepare drawings that show all public utilities (water and sanitary) that are to be abandoned, relocated, privatized, 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;

5. The Legal Department be authorized to prepare the necessary transaction documents; and

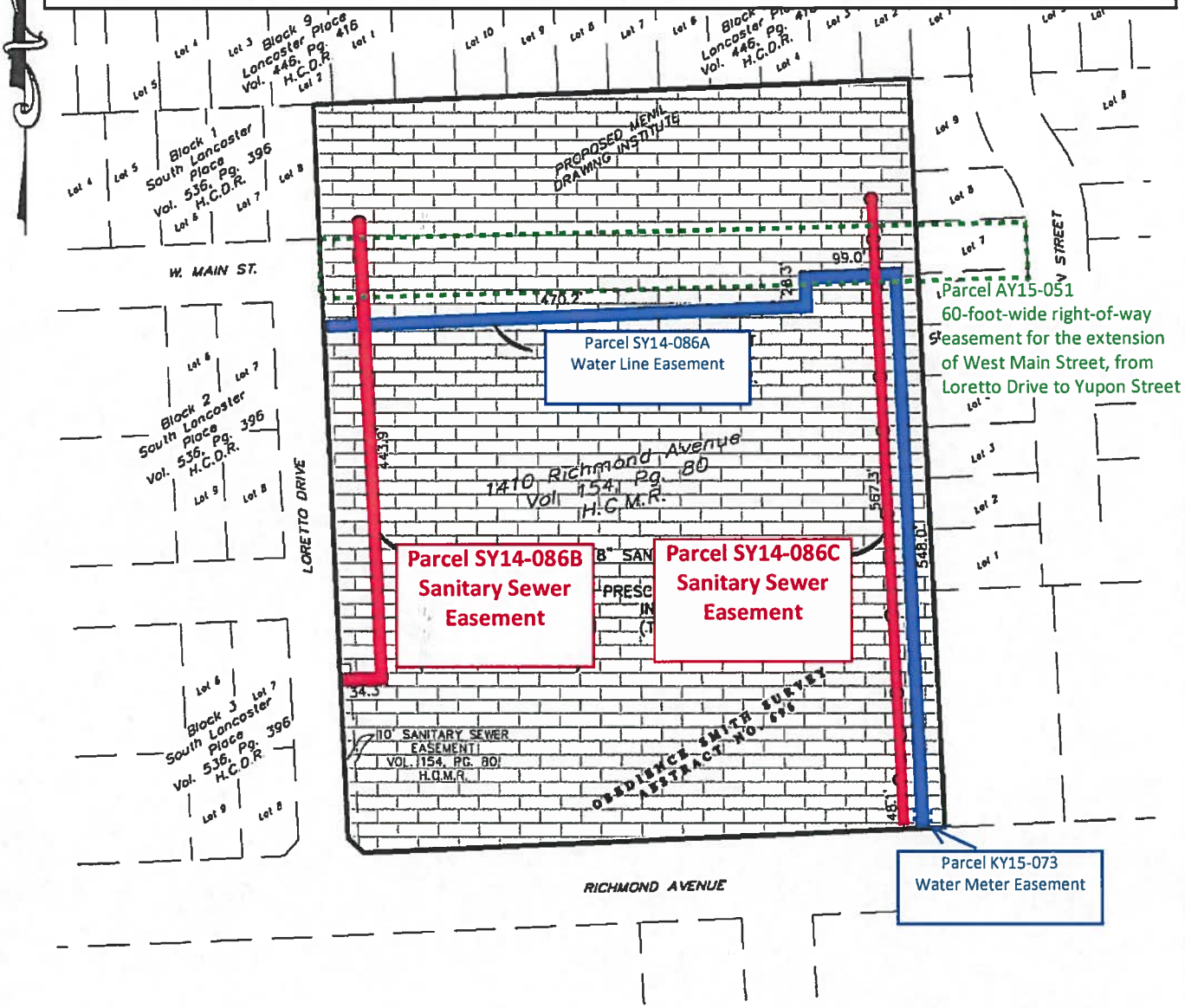
6. Inasmuch as the value of the City's property interests are not expected to exceed $1,000,000.00, that the value be established by an independent appraiser appointed by the Director of Public Works and Engineering.

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.
Jeffrey Weatherford, P.E., PTOE

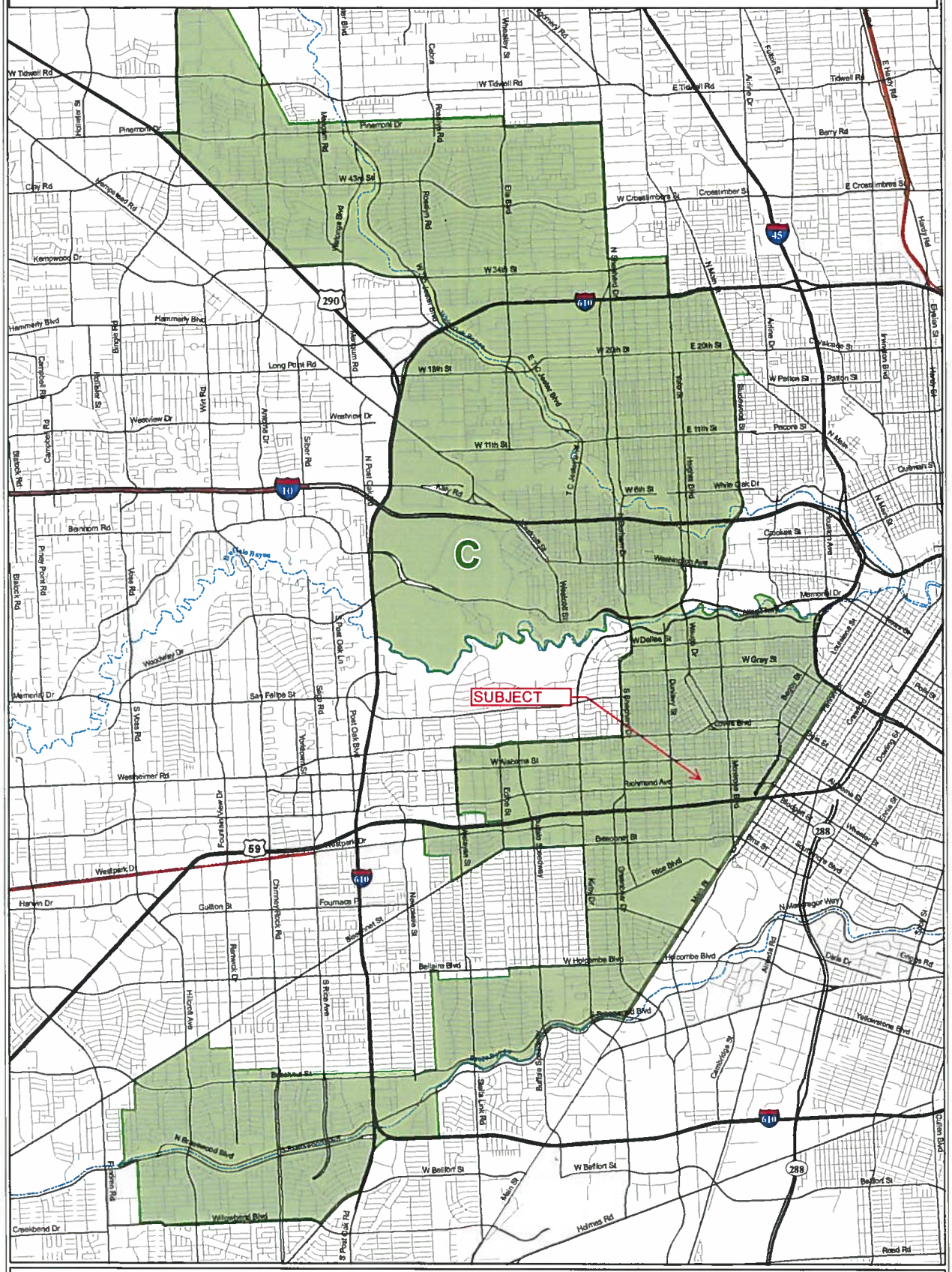
PARCEL MAP - Parcels SY14-086A, SY14-086B, SY14-086C, AY15-051, and KY15-073

Abandonment and sale of a 10-foot-wide water line easement and two prescriptive sanitary sewer easements, in exchange for conveyance of a ±375-square-foot water meter easement,and conveyance to the City of a 60-foot-wide right-of-way easement for the extension of West Main Street, from Loretto Drive to Yupon Street; all located within the 1410 Richmond Avenue Subdivision and/or Block B of the Re-Subdivision of Shively Carlson Addition, out of the Obedience Smith Survey, Abstract 696.



Council District Map

Abandonment and sale of a 10-foot-wide water line easement and two prescriptive sanitary sewer easements, in exchange for conveyance of a ±375-square-foot water meter easement,and conveyance to the City of a 60-foot-wide right-of-way easement for the extension of West Main Street, from Loretto Drive to Yupon Street; all located within the 1410 Richmond Avenue Subdivision and/or Block B of the Re-Subdivision of Shively Carlson Addition, out of the Obedience Smith Survey, Abstract 696. **Parcels SY14-086A, SY14-086B, SY14-086C, AY15-051, and KY15-073**



Legend

- Waterway
- District C

City of Houston

Council District C

Ellen Cohen

0 0.5 1 2 Miles

Source: COHGIS Database
Date: January 2014
Reference: pj17375_C

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.

PLANNING & DEVELOPMENT DEPARTMENT

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District C

Item Creation Date: 11/14/2014

20BAM9499-S&A- Sale of Rosalie from Brazos to Smith Street

Agenda Item#: 10.

Summary:
RECOMMENDATION from Director Department of Public Works & Engineering, reviewed and approved by the Joint Referral Committee, on request from Andrew D. Garza, Terra Associates, on behalf of Morgan Group Brazos/Rosalie, LLC, (Philip Morgan, Vice President), for abandonment and sale of Rosalie Street, from Brazos Street to Smith Street, located in the Fairgrounds Addition, out of the Obedience Smith Survey, Parcels SY14-138, SY15-035 and SY15-036 - **DISTRICT C - COHEN**

Background:
It is recommended City Council approve a Motion authorizing the abandonment and sale of Rosalie Street, from Brazos Street to Smith Street, located in the Fairgrounds Addition, out of the Obedience Smith Survey. Parcels SY14-138, SY15-035, and SY15-036

Andrew D. Garza, Terra Associates, 21445 North Loop West, Suite 450, Houston, Texas, 77008, on behalf of Morgan Group Brazos/Rosalie, LLC, (Philip Morgan, Vice President), requested the abandonment and sale of Rosalie Street, from Brazos Street to Smith Street, located in the Fairgrounds Addition, out of the Obedience Smith Survey. The applicant plans to construct a mid-rise multi-family development.

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 Rosalie Street, from Brazos Street to Smith Street, located in the Fairgrounds Addition, out of the Obedience Smith Survey;

2. 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;

3. The applicants be required to: (a) eliminate the public street appearance of Rosalie Street by removing the existing pavement and extending the curb and sidewalk across Smith Street and Brazos Street; (b) remove all traffic signs in the right-of-way abandonment area and return the signs and poles to the City at 2200 Patterson Street; (c) contact CenterPoint Energy Street Lighting Design Section to deactivate and remove the lights and poles in the abandonment area; and (d) complete the forgoing items at no cost to the City and under the proper permits obtained separately and exclusively from the Office of the City Engineer;

4. The applicants be required to: (a) cut, plug, and abandon the 6-inch and 8-inch water lines in Rosalie Street, from the 8-inch water line in Brazos Street to the 24-inch water line in Smith Street; (b) relocate any service connections to the 8-inch water line in Brazos Street or the 24-inch water line in Smith Street; (c) cut, plug, and abandon the 8-inch sanitary sewer line in Rosalie Street, from manhole #II175039 in Brazos Street east to manhole #II175038 in Smith Street; (d) install a new manhole on the 12-inch sanitary sewer line in Brazos Street connecting the remaining portion of the 8-inch sanitary sewer line west of the abandonment area to the 12-inch sanitary sewer line; (e) relocate any service connections to the 12-inch sanitary sewer line in Brazos Street or the 12-inch sanitary sewer line in Elgin Street.; (f) relocate the fire hydrant in Rosalie Street to Smith Street; (g) relocate the 15-inch storm sewer line, its inlets, and the manhole located near the intersection of Rosalie Street and Brazos Street to Brazos Street; (h) relocate the 24-inch storm sewer line and its inlets located near the intersection of Rosalie Street and Smith Street to Smith Street; (i) the foregoing items must be completed as stated unless conditions on the ground or city standards require modifications to items (a) through (h); (j)pay the depreciated value of the water lines, sanitary sewer line, storm sewer inlets, storm sewer lines, and manhole; (k) complete the forgoing items at no cost to the City and under the proper permits obtained separately and exclusively from the Office of the City Engineer; and (l) provide a Certificate of Final Completion

issued by the Office of the City Engineer;

5. The applicants be required to prepare drawings that show all public utilities (water, sanitary, and storm sewer) that are to be abandoned, privatized, relocated, and/or constructed as part of this project and submit a drawing 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 applicants be required to provide letters of no objection from each of the privately owned utility companies for the street being abandoned;

7. The applicants be required to provide a letter from the Midtown Redevelopment Authority/TIRZ #2 acknowledging the proposed project.

8. The Legal Department be authorized to prepare the necessary transaction documents; and

9. Inasmuch as the value of the City's property interests are expected to exceed $1,000,000.00, that City Council appoint Scott Stephens and Sheila Stewart, independent real estate appraisers, to establish the value.

Contact Information:

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

ATTACHMENTS:

	Description	Type
	20BAM9499-S&A- Sale of Rosalie from Brazos to Smith Street - RCA	Signed Cover sheet
	20BAM9499-S&A- Sale of Rosalie from Brazos to Smith Street - MAP	Backup Material

TO: Mayor via City Secretary **REQUEST FOR COUNCIL ACTION**

SUBJECT: Request for the abandonment and sale of Rosalie Street, from Brazos Street to Smith Street, located in the Fairgrounds Addition, out of the Obedience Smith Survey. **Parcels SY14-138, SY15-035, and SY15-036**	**Page** 1 of 2	**Agenda Item #**
FROM (Department or other point of origin): Department of Public Works and Engineering	**Origination Date**	**Agenda Date**
DIRECTOR'S SIGNATURE: Dale A. Rudick Dale A. Rudick, P.E., Director	**Council District affected:** C **Key Map:** 493T	
For additional information contact: NPC Nancy P. Collins **Phone:** (832) 395-3130 Senior Assistant Director-Real Estate	**Date and identification of prior authorizing Council Action:**	

RECOMMENDATION: (Summary) It is recommended City Council approve a Motion authorizing the abandonment and sale of Rosalie Street, from Brazos Street to Smith Street, located in the Fairgrounds Addition, out of the Obedience Smith Survey. **Parcels SY14-138, SY15-035, and SY15-036**

Amount and Source of Funding: Not Applicable	

SPECIFIC EXPLANATION:

Andrew D. Garza, Terra Associates, 21445 North Loop West, Suite 450, Houston, Texas, 77008, on behalf of Morgan Group Brazos/Rosalie, LLC, (Philip Morgan, Vice President), requested the abandonment and sale of Rosalie Street, from Brazos Street to Smith Street, located in the Fairgrounds Addition, out of the Obedience Smith Survey. The applicant plans to construct a mid-rise multi-family development.

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 Rosalie Street, from Brazos Street to Smith Street, located in the Fairgrounds Addition, out of the Obedience Smith Survey ;

2. 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;

3. The applicants be required to: (a) eliminate the public street appearance of Rosalie Street by removing the existing pavement and extending the curb and sidewalk across Smith Street and Brazos Street; (b) remove all traffic signs in the right-of-way abandonment area and return the signs and poles to the City at 2200 Patterson Street; (c) contact CenterPoint Energy Street Lighting Design Section to deactivate and remove the lights and poles in the abandonment area; and (d) complete the forgoing items at no cost to the City and under the proper permits obtained separately and exclusively from the Office of the City Engineer;

p:\bam\sy14-138rc1.doc CUIC #20BAM9499

REQUIRED AUTHORIZATION

Finance Department:	**Other Authorization:**	**Other Authorization:**
		Mark L. Loethen, P.E., CFM, PTOE Deputy Director Planning and Development Services Division

F&A 011.A Rev. 3/94
7530-0100403-00

4. The applicants be required to: (a) cut, plug, and abandon the 6-inch and 8-inch water lines in Rosalie Street, from the 8-inch water line in Brazos Street to the 24-inch water line in Smith Street; (b) relocate any service connections to the 8-inch water line in Brazos Street or the 24-inch water line in Smith Street; (c) cut, plug, and abandon the 8-inch sanitary sewer line in Rosalie Street, from manhole #II175039 in Brazos Street east to manhole #II175038 in Smith Street; (d) install a new manhole on the 12-inch sanitary sewer line in Brazos Street connecting the remaining portion of the 8-inch sanitary sewer line west of the abandonment area to the 12-inch sanitary sewer line; (e) relocate any service connections to the 12-inch sanitary sewer line in Brazos Street or the 12-inch sanitary sewer line in Elgin Street.; (f) relocate the fire hydrant in Rosalie Street to Smith Street; (g) relocate the 15-inch storm sewer line, its inlets, and the manhole located near the intersection of Rosalie Street and Brazos Street to Brazos Street; (h) relocate the 24-inch storm sewer line and its inlets located near the intersection of Rosalie Street and Smith Street to Smith Street; (i) the foregoing items must be completed as stated unless conditions on the ground or city standards require modifications to items (a) through (h); (j) pay the depreciated value of the water lines, sanitary sewer line, storm sewer inlets, storm sewer lines, and manhole; (k) complete the forgoing items at no cost to the City and under the proper permits obtained separately and exclusively from the Office of the City Engineer; and (l) provide a Certificate of Final Completion issued by the Office of the City Engineer;

5. The applicants be required to prepare drawings that show all public utilities (water, sanitary, and storm sewer) that are to be abandoned, privatized, relocated, and/or constructed as part of this project and submit a drawing 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 applicants be required to provide letters of no objection from each of the privately owned utility companies for the street being abandoned;

7. The applicants be required to provide a letter from the Midtown Redevelopment Authority/TIRZ #2 acknowledging the proposed project.

8. The Legal Department be authorized to prepare the necessary transaction documents; and

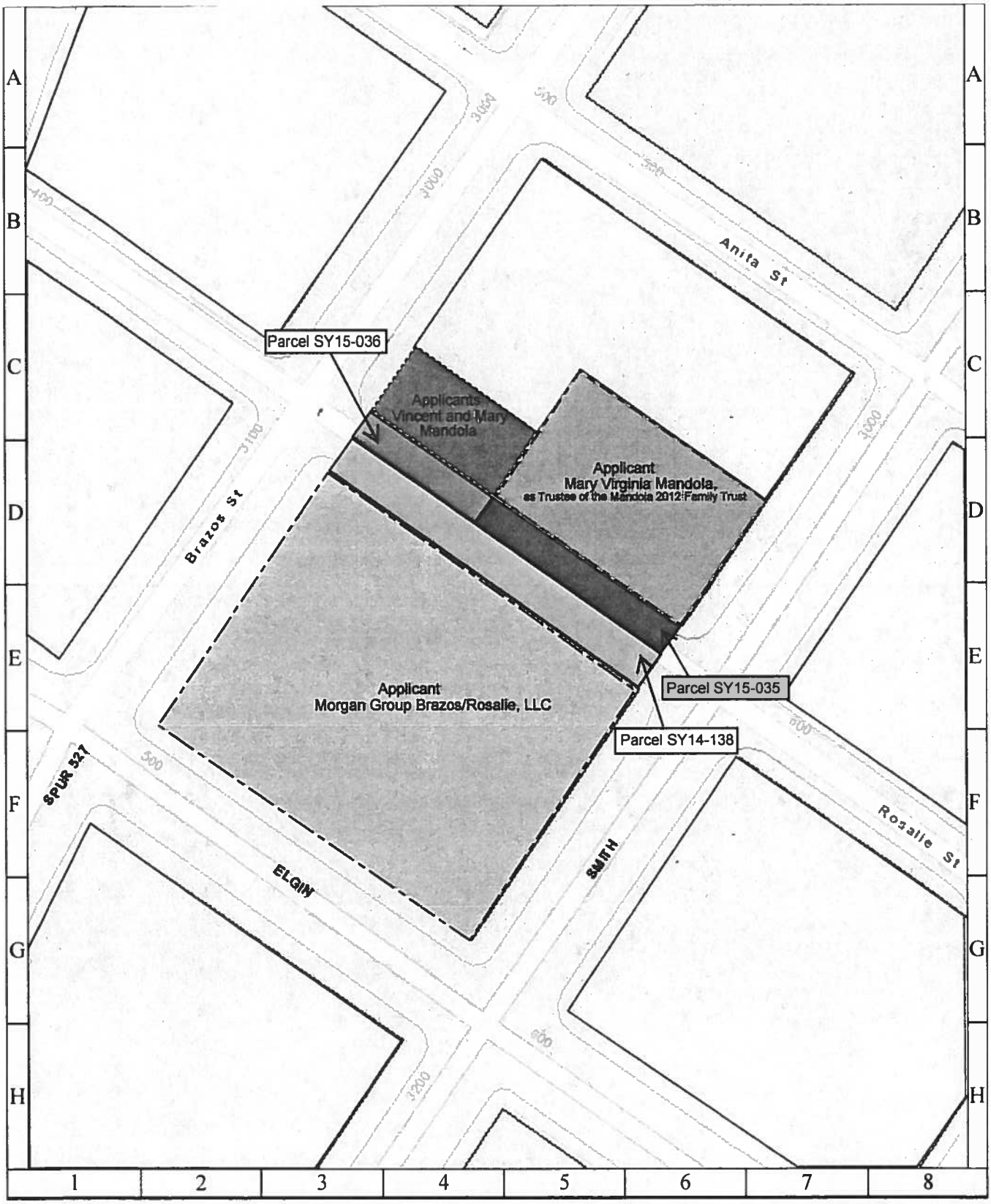
9. Inasmuch as the value of the City's property interests are expected to exceed $1,000,000.00, that City Council appoint Scott Stephens and Sheila Stewart, independent real estate appraisers, to establish the value.

DAR:NPC:bam

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

Parcel Map

SUBJECT: Abandonment and sale of Rosalie Street, from Brazos Street to Smith Street, located in the Fairgrounds Addition, out of the Obedience Smith Survey. Parcels SY14-138, SY15-035, and SY15-036



CITY OF HOUSTON

Department of Public Works and Engineering

Geographic Information & Management System (GIMS)

1 inch = 30 feet

DISCLAIMER: THIS MAP REPRESENTS THE BEST INFORMATION AVAILABLE TO THE CITY.
THE CITY DOES NOT WARRANT ITS ACCURACY OR COMPLETENESS.
FIELD VERIFICATIONS SHOULD BE DONE AS NECESSARY.

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
ALL

Item Creation Date: 11/13/2014

Finance - Purchase of Software Enhancements and Support Services

Agenda Item#: 11.

Summary:
DIGITAL SANDBOX, INC for Software enhancements and Support Services from the General Services Administration Schedule 70 Contract through the Cooperative Purchasing Program for the Mayor's Office of Public Safety and Homeland Security - $174,000.00 - Grant Fund

Background:
The Mayor's Office of Public Safety and Homeland Security and the City Purchasing Agent recommend that City Council approve the purchase of software enhancements and support services from the General Services Administration {GSA) Schedule 70 contract through the Cooperative Purchasing Program in the total amount of $174,000.00 for the Mayor's Office of Public Safety and Homeland Security and that authorization be given to issue purchase orders, as necessary, to the GSA contractor, Digital Sandbox, Inc.

The Mayor's Office of Public Safety and Homeland Security seek to enhance the Digital Sandbox system, a proprietary risk management software system that Houston administers for the 13 counties of the Houston-Galveston Area Council {H-GAC) region. These enhancements will expand capabilities for the police, fire and emergency management personnel by adding TIER 2 Hazmat & Dangerous Substance Catalogs and Accessibility & Functional Needs data. These improvements to the system will provide the City of Houston and H-GAC counties throughout the region additional tools to better evaluate an asset's vulnerabilities, risks and hazards. Risk-based resource allocation is required under the National Preparedness Guidelines. Furthermore, the National Infrastructure Protection Plan requires state and local governments to utilize risk management methodologies in their implementation of infrastructure protection efforts.

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 a Cooperative Purchasing Agreement for this purchase.

Attachment : M/WBE Zero Percentage Goal Document approved by the Mayor's Office of Business Opportunity.

Amount of Funding:
Award Amount: $174,000.00

$174,000.00 - Texas Division of Emergency Management (pass-through from OHS) Fund (5030)

Source of Funding:
Other (Specify)

Texas Division of Emergency Management (pass-through from OHS) Fund

Contact Information:
Dennis J. Storemski MYR (832) 393-0875

ATTACHMENTS:

	Description	Type
	RCA - Department Sign-Off	Backup Material
	Form A (Fair Campaign Ord)	Signed Cover sheet
	Form B	Signed Cover sheet
	OBO Documents	Signed Cover sheet

To: Mayor via City Secretary **REQUEST FOR COUNCIL ACTION**

SUBJECT: Approve the Purchase of Software enhancements and Support Services from the General Services Administration Schedule 70 Contract through the Cooperative Purchasing Program for the Mayor's Office of Public Safety and Homeland Security	**Category**	**Page** 1 of 1	**Agenda Item #**

FROM (Department or other point of origin): Calvin D. Wells, City Purchasing Agent, Finance Department	**Origination Date:** 11/10/2014	**Agenda Date**
DIRECTOR'S SIGNATURE:	**Council District affected:** All	
For additional information contact: Dennis J. Storemski Phone: (832) 393-0875	**Date and Identification of prior authorizing Council action:** 7/9/2014, motion 2014-0658	

RECOMMENDATION: (Summary)
Approve the purchase of software enhancement and support services from the General Services Administration (GSA) Schedule 70 Contract through the Cooperative Purchasing Program in the total amount of $174,000.00 for the Mayor's Office of Public Safety and Homeland Security.

Award Amount: $174,000.00

$174,000.00 – Texas Division of Emergency Management (pass-through from DHS) (Fund 5030)

SPECIFIC EXPLANATION:

The Mayor's Office of Public Safety and Homeland Security and the City Purchasing Agent recommend that City Council approve the purchase of software enhancements and support services from the General Services Administration (GSA) Schedule 70 contract through the Cooperative Purchasing Program in the total amount of $174,000.00 for the Mayor's Office of Public Safety and Homeland Security and that authorization be given to issue purchase orders, as necessary, to the GSA contractor, Digital Sandbox, Inc.

The Mayor's Office of Public Safety and Homeland Security seek to enhance the Digital Sandbox system, a proprietary risk management software system that Houston administers for the 13 counties of the Houston-Galveston Area Council (H-GAC) region. These enhancements will expand capabilities for the police, fire and emergency management personnel by adding TIER 2 Hazmat & Dangerous Substance Catalogs and Accessibility & Functional Needs data. These improvements to the system will provide the City of Houston and H-GAC counties throughout the region additional tools to better evaluate an asset's vulnerabilities, risks and hazards. Risk-based resource allocation is required under the National Preparedness Guidelines. Furthermore, the National Infrastructure Protection Plan requires state and local governments to utilize risk management methodologies in their implementation of infrastructure protection efforts.

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 a Cooperative Purchasing Agreement for this purchase.

Attachment: M/WBE Zero Percentage Goal Document approved by the Mayor's Office of Business Opportunity.

REQUIRED AUTHORIZATION

FIN Director:	**Other Authorization:** Dennis J. Storemski (DJS)	**Other Authorization:**

F&A 011.A REV. 12/94
7530-0100403-00

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
ALL

Item Creation Date: 11/18/2014

10229 - Purchase of Street and Earth Moving Equipment

Agenda Item#: 12.

Summary:
ASSOCIATED SUPPLY CO. (ASCO) - $1,620,682.00, **MUSTANG CAT** - $398,992.58 and **DOGGETT HEAVY MACHINERY SERVICES, LLC** - $330,500.00 for Street Maintenance and Earth Moving Equipment through the Interlocal Agreement for Cooperative Purchasing with the Houston-Galveston Area Council for the Department of Public Works & Engineering

Background:
The Director of the Public Works & Engineering Department and the City Purchasing Agent recommend that City Council approve the purchase of street maintenance and earth moving equipment through the Interlocal Agreement for Cooperative Purchasing with the Houston-Galveston Area Council (H-GAC) in the amount of $2,350,174.58 for the Public Works & Engineering Department and that authorization be given to issue purchase orders to the H-GAC contractors as shown below. This new equipment will be used citywide by the department to de-silt and re-grade major ditches and for maintenance of City bridges and streets. The funding for this equipment is included in the FY15 Equipment Acquisition Plan.

H-GAC Contractors:

Associated Supply Co. (ASCO): Approve the purchase of four excavators and two street drum rollers in the amount of $1,620,682.00.

The hydraulic excavators will come with warranties of three years/4500 hours on the complete units and five years/6000 hours on the diesel engine and the life expectancy is 12 to 15 years. The street drum rollers will come with a full three-year/1,500-hour warranty and the life expectancy is 15 years.

Mustang Cat: Approve the purchase of one asphalt paver in the amount of $398,992.58.

The asphalt paver will come with a full one-year/unlimited-hours warranty, a 3,000-hours warranty for years two and three and the life expectancy is 10 to 15 years.

Doggett Heavy Machinery Services, LLC: Approve the purchase of two tractor backhoe loaders in the amount of $330,500.00.

The backhoe loaders will come with a full 7-year/7,500-hours machine warranty and will have a life expectancy of ten years.

Existing units that have reached their life expectancy will be sent to auction for disposition.

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 or Cooperative Purchasing Agreement for this purchase.

Amount of Funding:
$ 1,010,033.00 - Stormwater Fund (2302)
$ 1,009,641.58 - Dedicated Drainage & Street Renewal Fund (2310)
$ 330,500.00 - Combined Utility System General Purpose Fund (8305)

$ 2,350,174.58 - Total Funding

Source of Funding:
Enterprise Fund

Contact Information:

David Guernsey, PWE (832-395-3640
Ray DuRousseau, SPD (832) 393-8726
Jeff Meekins, SPD (832) 393-8743

ATTACHMENTS:

Description	Type
RCA#10229	Signed Cover sheet
Forms A (Fair Campaign Ord)	Backup Material
Department Approval	Backup Material
OBO Documents	Backup Material
Tax Reports	Backup Material
Equipment photos/specs	Backup Material

REQUEST FOR COUNCIL ACTION

TO: Mayor via City Secretary **RCA# 10229**

Subject: Purchase of Street Maintenance and Earth Moving Equipment Through the Houston-Galveston Area Council for the Public Works & Engineering Department S40-E25167-H	Category # 4	Page 1 of 2	Agenda Item

FROM (Department or other point of origin):	**Origination Date**	**Agenda Date**
Calvin D. Wells City Purchasing Agent Finance Department	October 17, 2014	
DIRECTOR'S SIGNATURE Calvin D Wells	**Council District(s) affected** All	
For additional information contact: David Guernsey **Phone:** (832) 395-3640 Ray DuRousseau **Phone:** (832) 393-8726	**Date and Identification of prior authorizing Council Action:**	

RECOMMENDATION: (Summary)

Approve the purchase of street maintenance and earth moving equipment through the Houston-Galveston Area Council (H-GAC) in the amount of $2,350,174.58 for the Public Works & Engineering Department.

Award Amount: $2,350,174.58	**Finance Budget**

$ 1,010,033.00 - Stormwater Fund (Fund 2302)
$ 1,009,641.58 - Dedicated Drainage & Street Renewal Fund (Fund 2310)
$ 330,500.00 - Combined Utility System General Purpose Fund (Fund 8305)
$ 2,350,174.58 - Total Funding

SPECIFIC EXPLANATION:

The Director of the Public Works & Engineering Department and the City Purchasing Agent recommend that City Council approve the purchase of street maintenance and earth moving equipment through the Interlocal Agreement for Cooperative Purchasing with the Houston-Galveston Area Council (H-GAC) in the amount of $2,350,174.58 for the Public Works & Engineering Department and that authorization be given to issue purchase orders to the H-GAC contractors as shown below. This new equipment will be used citywide by the department to de-silt and re-grade major ditches and for maintenance of City bridges and streets. The funding for this equipment is included in the FY15 Equipment Acquisition Plan.

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The hydraulic excavators will come with warranties of three years/4500 hours on the complete units and five years/6000 hours on the diesel engine and the life expectancy is 12 to 15 years. The street drum rollers will come with a full three-year/1,500-hour warranty and the life expectancy is 15 years.

Mustang Cat: Approve the purchase of one asphalt paver in the amount of $398,992.58.

The asphalt paver will come with a full one-year/unlimited-hours warranty, a 3,000-hours warranty for years two and three and the life expectancy is 10 to 15 years.

Doggett Heavy Machinery Services, LLC: Approve the purchase of two tractor backhoe loaders in the amount of $330,500.00.

REQUIRED AUTHORIZATION

Finance Department:	Other Authorization:	Other Authorization:

The backhoe loaders will come with a full 7-year/7,500-hours machine warranty and will have a life expectancy of ten years.

Existing units that have reached their life expectancy will be sent to auction for disposition.

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 or Cooperative Purchasing Agreement for this purchase.

Buyer: Jeff Meekins

Attachment: M/WBE Zero Percentage Goal Document approved by the Office of Business Opportunity

CITY OF HOUSTON
OFFICE of BUSINESS OPPORTUNITY

RECEIVED
OCT 24 2014
OBO

Goal Modification Request Form

1. Date: **10/22/2014** 2. Requesting Department: **Finance/SPD** 3. Solicitation Number: **E25167**

4. Solicitation Name: **Street Maintenance & Earthmoving Equipment** 5. Estimated Dollar Amount: **$2,354,000.00**

6. Description of Solicitation *(Attach Specifications/Supporting Documents)*: Purchase of Street Maintenance and Earthmoving Equipment for the Public Works & Engineering Department

PLEASE INDICATE WHETHER A PREVIOUS CONTRACT EXISTED FOR THIS SOLICITATION.

A. Previous Contract (if any): Yes ☐ No ☐ B. Previous Contract #: _____ C. Goal on Last Contract: _____

D. Was Goal Met? Yes ☐ No ☐ E. If goal was not met, what percentage did the vendor achieve? _____

F. Why wasn't goal achieved: _____

SELECT ONE TYPE OF GOAL MODIFICATION REQUEST FROM THE FOUR OPTIONS BELOW.

1. WAIVER

A. I am requesting a ***waiver*** of the MWBE Goal: Yes ☐ No ☐

B. Reason for waiver: (Check One)

- ☐ A public or administrative emergency exists which requires the goods or services to be provided with unusual immediacy
- ☐ If goods and services are specialized, technical or unique nature as to require the City department to select its contractor without application of MWSBE provisions (such as contracts for expert witnesses, certain financial advisors or technical consultants);
- ☐ MWSBE provisions impose an unwarranted economic burden or risk on the City or unduly delay acquisition of the goods or services, or is not in the best interest of the City; or
- ☐ Level of MWSBE availability would produce minimal MWSBE participation.
- ☐ Other: _____

C. Detailed Explanation for Waiver Reason: _____

2. COOPERATIVE OR INTER-LOCAL AGREEMENT

A. Is this a Cooperative/Inter-Local Agreement? Yes ☒ No ☐

B. If yes, please specify the name of the Agreement: H-GAC EM06-13 & SM10-12

C. Did the Department explore opportunities for using certified firms? Yes ☒ No ☐

D. Please explain how the Department explored opportunities for using certified firms: The specifications in the Cooperative Purchasing Agreement(s) for the equipment being purchased were reviewed to determine if there was any divisible work. The review revealed there is no divisible work. The equipment will be direct shipped from the manufacturers to the local dealers/authorized manufacturer's representative for inspection and delivery to the City.

E. Please explain why the Department did not explore opportunities for using certified firms: _____

CITY OF HOUSTON
OFFICE of BUSINESS OPPORTUNITY

Goal Modification Request Form

3. REDUCED GOAL *(To be completed by the department prior to advertisement)*

A. I am **requesting** a MWBE contract-specific goal below the following citywide goals:

Construction (34%); Professional Services (24%); Purchasing (11%)

☐ Yes ☐ No ☐ *If yes, complete a Contract-Specific Goal Request Form and submit with this form.*

4. GOAL REVISION AFTER ADVERTISEMENT

A. I am requesting a **revision** of the MWBE Goal that has already been advertised: Yes ☐ No ☐

B. Original Goal:_____ C. New Proposed Goal:_____ D. Advertisement Date: _____

E. Will Project be Re-Advertised: Yes ☐ No ☐ F. Estimated Dollar Amount: $_____

G. Detailed reason for request: _____

Concurrence:

Jeff D. Meekins — Requesting Department Initiator — Date

S. R. DeLaune — Department Director or Designee — 10-22-14 — Date

FOR OBO OFFICE USE ONLY:			
APPROVED:			
Wanda E Whitney	10/27/14	Co-op / HGAC (non divisible)	W-271
OBO Assistant Director or Designee	Date	OBO Reason	Tracking # W-271
DENIED:			
OBO Assistant Director or Designee	Date	OBO Reason	Tracking #

EXCAVATOR

GRADALL®
XL 5100 IV
HYDRAULIC EXCAVATOR



XL 5100 IV

SPECIFICATIONS

Undercarriage

6 x 4 or 6 x 6
Wheelbase: 171" (4.34m)
Width 102" (2.6m)

Frame:
48" (1.2m) wide, welded plate design
65 ksi material

Gross vehicle axle weight rating:
6 x 4 66,000 lb (29,937 kg)
6 x 6 69,000 lb (31,928 kg)

Front axles:
6 x 4: Meritor Model MFS-16-122A, 16,000 lb (7,257 kg) rating
6 x 6: Meritor Model MX19-145, 19,000 lb (8,618 kg) rating, 7.17 ratio

Rear axle:
Meritor Model RT-50-160, 50,000 lb (22,680 kg) rating. 7.17 ratio, single reduction with driver controlled differential lock in front/rear and interaxle differential with lock.

Suspension:
Front: 8 leaf spring with automatic lock-out cylinders
Rear: Hendrickson Equalizer Beam, 8° oscillation

Brakes:
6 x 4 Front: Meritor "Q" Plus Series Cam-Master
Size: 16.5" x 5" (419 mm x 152 mm)
Automatic Slack Adjusters

6 x 6 Front: Meritor "Q" Series Cam-Master
Size: 16.5" x 6" (419 mm x 127 mm)
Automatic Slack Adjusters

Rear: Meritor "P" Series Cam-Master
Size: 16.5" x 7"
(419 mm x 178 mm)
Automatic Slack Adjusters

Spring brake system incorporates emergency and parking brakes on the rear axle. Heated air dryer.

Wheels:
Hub piloted disc 10-stud, 11.25" (286 mm) bolt circle.

Tires:
6x4 front: 385/65R22.5 18-ply on/off highway tread
6x6 front: 425/65R22.5 18-ply on/off highway traction tread
6x4 and 6x6 rear: 11R24.5 16-ply on/off highway traction tread

Steering:
Ross, integral hydraulic power steering. Gear type power steering pump. 4-quart power steering reservoir with filter and 10 Micron pre-filter.

Standard chassis equipment:
Halogen headlights, tail lights, back-up lights and alarm, stoplights, identification lights front and rear, directional lights, 4-way hazard lights, and instrument panel lights. Windshield wiper/washer, West Coast style mirror system with plane and convex mirrors, front and rear tow hooks, desiccant type air dryer with automatic purge valve and thermostatically controlled heater.

Hydraulic System

PUMPS

One load-sensing axial piston pump; 0-77 GPM (0-291 41L/min) total.

One gear pump (pilot & cooling) 11 gpm (41 L/min.)

SYSTEM SPECIFICATIONS

Four double acting cylinders
- 1 Boom Cylinder: 3.75" (95mm) bore x 2.75" (70mm) rod x 168" (4267mm) stroke
- 2 Hoist Cylinders: 4.75" (121mm) bore x 3.347" (85mm) rod x 30.5" (775mm) stroke
- 1 Tool Cylinder: 5.0" (127mm) bore x 3.0" (76mm) rod x 25.9" (658mm) stroke

Thee hydraulic motors
Swing, 68 Hp (51kW); tilt, 21 Hp (16kW); remote drive, 110 Hp (82kW) total.

Operating pressures

Hoist	4,800 psi (331 Bar)
Tilt	2,500 psi (172 Bar)
Swing	4,500 psi (310 Bar)
Tool	4,800 psi (331 Bar)
Telescope	4,800 psi (331 Bar)
Remote Propel	4,800 psi (331 Bar)
Pilot system	500 psi (35 Bar)

Oil capacity
Reservoir 50 gallons (189 L), system 70 gallons (265 L). Pressurized reservoir with visual oil level gauge.

Filtration system
5 micron return filter with magnet.
10 micron pilot filter.

Fin and tube-type oil cooler with thermostatically controlled cooling fan.

Pressure-compensated, load-sensing valves with circuit reliefs in all circuits.

Chassis Cab

One-person cab, left-hand mount, isolated from frame on rubber mounts. Acoustical lining. Sun visor. Gauges for oil pressure, coolant temperature, air tank pressures, fuel level, DEF level, voltmeter, speedometer with odometer, tachometer with hour meter. Engine and transmission monitor lights. Engine shutdown controlled by engine electronics. Indicator lights and controls for front axle engagement (6 x 6 only) and rear axle differential lock. Park brake control. Tinted safety glass. Sliding side windows. Fresh air heater and defroster. Dome light. Air suspension seat with seat belt. Vent in door.

Upperstructure Cab

All-weather cab isolated from frame on rubber mounts. Tinted safety glass windows, skylight, acoustical lining, four-way adjustable operator's seat, dome light, filtered air heater and defroster, AM/FM radio, air conditioning, work light package.

The heat source is provided by a fast response, closed circuit hydraulic heater with 20,000 BTU/Hr. capacity.

Front window slides to overhead storage. Mirrors on right and left sides of the machine. Windshield wiper and washer.

Hydraulic Remote Control

Upperstructure powered by chassis hydraulics through hydraulic motor and transfer case. Travel and steering pedals in upperstructure cab. Digging brakes and front axle lockout cylinders set automatically with travel pedal in neutral. Parking brake controlled by toggle.

Electrically operated alarm mounted on undercarriage signals remote control movement in either direction, reverse movement when driven from undercarriage cab.

EXCAVATOR

GRADALL®

XL 3100 IV

HYDRAULIC EXCAVATOR



SPECIFICATIONS

Undercarriage

4 x 2 or 4 x 4
Wheelbase: 160" (4.06m)
Width 102" (2.6m)

Frame:
48" (1.2m) wide, welded plate design
65 ksi material

Gross vehicle axle weight rating:
4 x 2 41,250 lb (18,711kg)
4 x 4 44,250 lb (20,071 kg)

Front axles:
4 x 2: Meritor Model MFS-16-122A, 16,000 lb (7,257 kg) rating
4 x 4: Meritor Model MX19-145, 19,000 lb (8,618 kg) rating, 7.17 ratio

Rear axle:
Meritor Model RS25-160, 25,250 lb (11,453 kg) rating. 7.17 ratio, single reduction with driver controlled differential lock.

Suspension:
Front: 8 leaf spring with automatic lock-out cylinders
Rear: Solid mount

Brakes:
4 x 2 Front: Meritor "Q" Series Cam-Master Size: 16.5" x 5" (419 mm x 152 mm) Automatic Slack Adjusters

4 x 4 Front: Meritor "Q" Series Cam-Master Size: 16.5" x 6" (419 mm x 127 mm) Automatic Slack Adjusters

4 x 4 Rear and 4 x 2 Rear: Meritor "P" Series Cam-Master Size: 16.5" x 7" (419 mm x 178 mm) Automatic Slack Adjusters

Spring brake system incorporates emergency and parking brakes on the rear axle.

Wheels:
Hub piloted disc 10-stud, 11.25" (286 mm) bolt circle.

Tires:
4 x 4 front: 425/65R22.5 20-ply on/off highway traction tread
4 x 2 front: 385/65R22.5 18-ply on/off highway tread
4 x 2 and 4 x 4 rear: 11R24.5 16-ply on/off highway traction tread

Steering:
Ross, integral hydraulic power steering. Gear type power steering pump. 4-quart power steering reservoir with filter and 10 Micron pre-filter.

Standard chassis equipment:
Halogen headlights, tail lights, back-up lights and alarm, stoplights, identification lights front and rear, directional lights, 4-way hazard lights, work lights, and instrument panel lights. Windshield wiper/washer, West Coast style mirror system with plane and convex mirrors, front and rear tow hooks, desiccant type air dryer with automatic purge valve and thermostatically controlled heater.

Hydraulic System

PUMPS

One load-sensing axial piston pump; 8-55 GPM (30-208 L/min) total.

One gear pump (pilot & cooling) 11 gpm (42 L/min)

SYSTEM SPECIFICATIONS

Four double acting cylinders:
- 2 hoist cylinders: 3.5" x 2.56" Rod x 31" stroke 89mm x 65mm x 787mm
- 1 tool cylinder: 4.25" Borex 3.0" Rod x 25.9 stroke (108mm x 76 x 658)
- 1 telescope: 3.5" ID, 2.559" Rod (89mm x 65mm), 11' (3.34m) stroke

Three hydraulic motors:
Swing, 51 Hp (38kW); tilt, 21 Hp (16kW); remote drive, 110 Hp (82kW) total.

Operating pressures:

Hoist	4,800 psi (331 BAR)
Tilt	2,500 psi (172 BAR)
Swing	3,000 psi (206 BAR)
Tool	4,800 psi (331 BAR)
Telescope	4,800 psi (331 BAR)
Remote Propel	4,800 psi (331 BAR)
Pilot system	550 psi (38 BAR)

Oil capacity:
Reservoir 50 gallons (189 L), system 65 gallons (246 L). Pressurized reservoir with visual oil level gauge.

Filtration system:
5 micron return filter with magnet.
10 micron pilot filter.

Fin and tube-type oil cooler with thermostatically controlled cooling fan.

Pressure-compensated, load-sensing valves with circuit reliefs in all circuits.

Chassis Cab

One-person cab, left-hand mount, isolated from frame on rubber mounts. Acoustical lining. Sun visor. Gauges for oil pressure, coolant temperature, air tank pressures, fuel level, DEF level, voltmeter, speedometer with odometer, tachometer, hour meter. Engine and transmission monitor lights. Engine shutdown controlled by engine electronics. Indicator lights and controls for front axle engagement (4 x 4 only) and rear axle differential lock. Park brake control. Tinted safety glass. Sliding side windows. Fresh air heater and defroster. Dome light. Air suspension seat with seat belt. Vent in door.

Upperstructure Cab

All-weather cab isolated from frame on rubber mounts. Tinted safety glass windows, skylight, acoustical lining, four-way adjustable operator's seat, dome light, filtered air heater and defroster. AM/FMRadio, Air-Conditioning, work light package.

The heat source is provided by a fast response, closed circuit hydraulic heater with 20,000 BTU/Hr. capacity.

Front window slides to overhead storage. Rearview mirrors on right and left sides of the machine. Windshield wiper and washer.

Hydraulic Remote Control

Upperstructure powered by chassis hydraulics through hydraulic motor and transfer case. Travel and steering pedals in upperstructure cab.Digging brakes and front axle lockout cylinders set automatically with travel pedal in neutral. Parking brakes controlled by toggle.

Electrically operated alarm mounted on undercarriage signal remote control movement in either direction, reverse movement when driven from undercarriage cab.

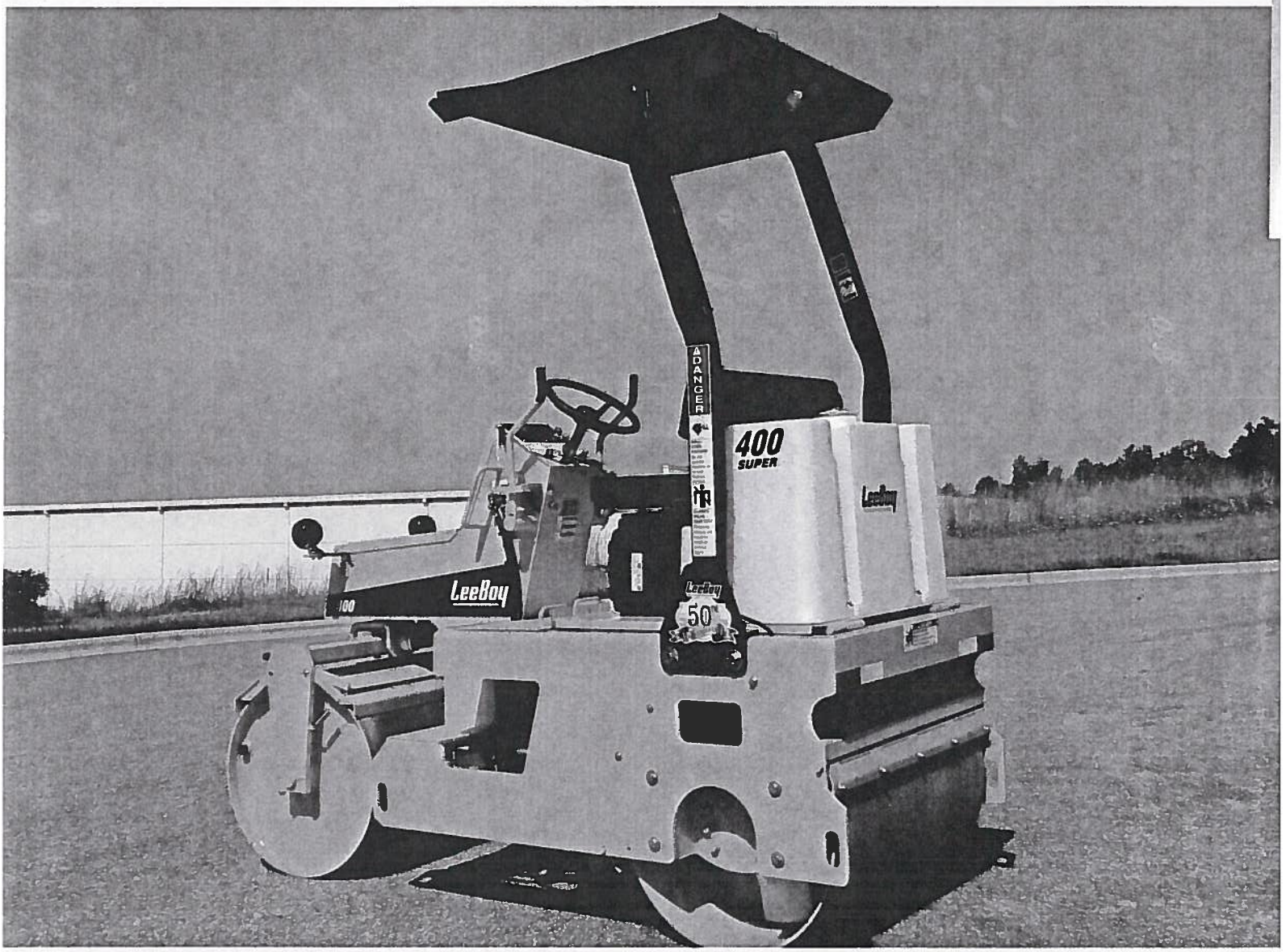
STREET DRUM ROLLER

LeeBoy

VT LeeBoy
A company of VT Systems

Asphalt Roller

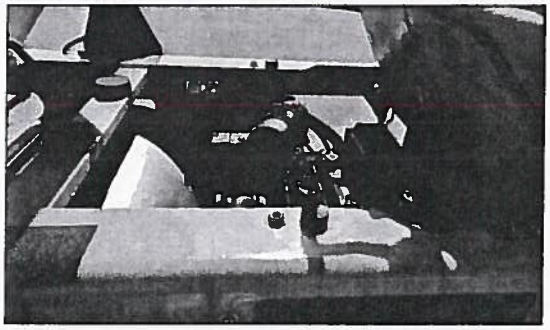
400 Vibratory Roller



400 Vibratory Roller

Performance features include:

- 39 HP Kubota Tier 4i Diesel Engine
- Servo-controlled Hydrostatic Transmission
- 40" (1,016 mm) Split-front Drum / 44" (1,118 mm) Rear Drum
- High Capacity 80-gallon (303 l) Polyethylene Tank
- Pressurized Water System
- 5,640-lb. Static Weight
- Cushioned, Full Width Bench Seat
- 2,600 VPM Internal Vibratory System
- Vandalism Protection Package
- Dynamic and Secondary Braking
- Optional Tow Package



The operator's platform is hinged for easy access. The 400 Compactor is best suited for asphalt compaction projects on streets, parking lots, driveways, and sidewalks.

Designed with the Paving Professional in Mind.®

CATERPILLAR ASPHALT PAVER



Cat® AP1000F PAVER

FEATURES:

HIGH RETURN ON INVESTMENT
- Higher resale value: long-life components, and latest engine emissions technology
- Exclusive 70 kW integrated generator, designed for long life by the same team that developed the D7E electric drive dozer
- Fast heating screed leads to more daily production, heating time in as little as 15 minutes
- Excellent turning capability, fast travel leads to increased production
- Exclusive air flow design improves operating conditions for the crew and keeps components cooler for lasting durability

ADVANCED TECHNOLOGY
- Exclusive screed heating system monitors elements for failure conditions, eliminates unnecessary replacement
- Cat® Grade and Slope option integrated in the tractor and screed displays for optimized operator efficiency
- Propel and feeder system settings transfer between stations with a single switch
- Auto-fill feeder system simplifies setup
- Single touch feeder system activation optimizes efficiency
- Automated travel feature; augers and hydraulic mainframe extensions raise with the screed, preventing damage during transport
- Product Link™ remotely monitors machine location, daily hours of operation, fuel consumption, fault codes, and preventative maintenance status, for optimal machine support

HIGH QUALITY RESULTS, HIGHER EARNINGS
- SE60 XW screeds deliver excellent ride, density, and mat texture while providing superior adjustment capabilities up to 7.65 m (25')
- SE60 V screed delivers great ride and mat qualities while providing versatility in urban areas as well as interstate applications
- Tow-point utilizes exclusive linkage design for optimal screed flotation
- Exclusive 2-speed proportional control on the screed extenders

LOW OWNING AND OPERATING COSTS
- Exclusive Eco-mode and Automatic Engine Speed Control, reduce fuel consumption and lower sound levels for better comfort and communication
- 4-pump feeder system is designed for high production in Eco-mode, leads to lower fuel consumption
- Keypad switches have been tested to 1-million cycles without failure
- Conveyor bed plates and chain guards designed to minimize labor requirements and provide lower cost replacement
- Heating elements slide-out for easy replacement
- Machined screed frames simplify screed plate replacement

UNMATCHED AFTER-THE-SALE SUPPORT
- Strategically located dealers with 24/7 support
- In-the-Iron service training for technicians
- Paver Operator Training helps maximize machine performance
- Project consulting helps improve technique and job site management

Specifications:

Engine – Powertrain

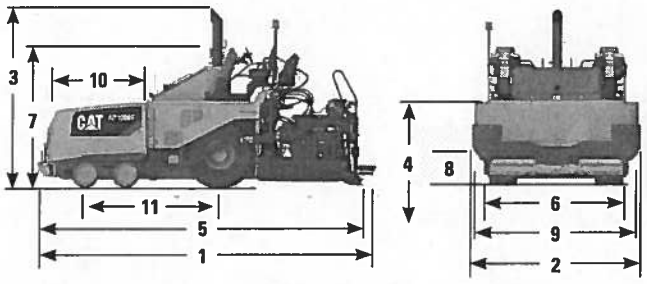
Cat C7.1 ACERT™ Engine		
Australia, U.S., and Canada*	168 kW	225 hp
* Engine meets U.S. EPA Tier 4 Final/E.U.Stage IV emission standards.		
Number of cylinders	6	
Engine speed - maximum/minimum	2200/1100 rpm	
Eco-mode	1650 rpm	
Screed heating - standard width (Quiet)	1300 rpm	
Screed heating - w/extensions (Quick)	1300 to 2200 rpm	
Speed ranges:		
Paving	76 mpm	250 fpm
With Tamper-bar screed	76 mpm	250 fpm
Travel	19.9 km/hr	12 mph

Weights – Australia, U.S., and Canada

AP1000F (tractor only - shipping)	15 526 kg	34,228 lb
AP1000F (tractor only - operating)	15 794 kg	34,820 lb
AP1000F with SE60 V screed	18 956 kg	41,790 lb
AP1000F with SE60 V XW screed	19 692 kg	43,414 lb
AP1000F with SE60 VT XW screed	20 424 kg	45,028 lb

Operating weights include full fuel tank and 75 kg (165 lb) operator.

AP1000F Specifications



Dimensions:

1	Operating length with screed	7034 mm	23' 1"
	Length without screed and canopy	5563 mm	18' 3"
2	Operating width - standard entry hopper	3336 mm	10' 11"
	Operating width - low entry hopper	3604 mm	11' 10"
3	Operating height with canopy, (top of beacon)	3996 mm	13' 1"
	Operating height without canopy	3715 mm	12' 2"
4	Operating deck height	1791 mm	5' 11"
5	Transport length - endgates/walkway folded	6874 mm	22' 7"
6	Transport width with endgates	3211 mm	10' 6"
	Transport width - endgates folded	2929 mm	9' 7"
7	Transport height - canopy retracted	3056 mm	10'
	Transport height - without canopy	2929 mm	9' 7"
8	Truck entry height with standard entry hopper		
	Manual apron	570 mm	22"
	Hydraulic apron	616 mm	24"
	Truck entry height with low entry hopper		
	Manual apron	529 mm	21"
	Hydraulic apron	587 mm	23"
9	Truck entry width - standard entry hopper	3224 mm	10' 7"
	Truck entry width - low entry hopper	3490 mm	11' 6"
10	Hopper length, with pushroller - minimum	2329 mm	7' 8"
11	Wheel base	2776 mm	9' 1"

Screed Specifications

Standard paving range	3.0 - 5.95 m	10' - 19' 6"
Maximum paving width with extensions	7.65 m	25'
Maximum paving depth	305 mm	12"
Crown range	-1.5% to 5%	
Extender height range	-20 mm to + 50 mm	
Extender slope range	-3% to +10%	

Electrical System

Starting and Charging	24-volt
Alternator	100 amp
Batteries	Two, 1400 CCA
Generator	70 kW
Auxiliary power capability	6.6 kW
Machine Security System	Wire-ready
Product Link System	Wire-ready
Remote jump-start	Yes
Cat Grade and Slope	Integrated

Capacities

Maximum throughput capacity	1602 tonnes/h	1,766 tph
Hopper capacity with tunnels		
Standard entry hopper	7.6 m^3	267 ft^3
Low entry hopper	8.1 m^3	286 ft^3
Fuel tank	348 L	92 gal
DEF (Urea) capacity	19.1 L	5 gal
Cooling system	45.4 L	12 gal
Engine oil	16 L	4.2 gal
Hydraulic tank	219 L	58 gal

Optional Equipment

- Air-ride Seat w/Heat
- Auger and Mainframe Extensions
- Auxiliary Power Panel
- Ballast (front bumper)
- Cat Grade and Slope Controls
- Decelerator Pedals
- Ecological Washdown System
- Feeder Sensor (mechanical or sonic)
- Front Wheel Assist or All-Wheel Drive
- Hard Top Canopy
- HID Lights
- Leveling Devices
- Lights (Working or Roading)
- Oscillating Push Roller
- Power Folding Front Apron
- Power Mainframe Extensions
- Product Link
- Screed Extensions
- Tow-point Indicators (Upper)
- Truck Hitch
- Umbrella
- Up-time Kit
- Warning Beacon
- Wide Width Paving Packages
- Windshield w/hard top canopy

Materials and specifications are subject to change without notice.
Featured machines in photos may include additional equipment.
For more complete information on Cat products, dealer services, and industry solutions, visit us on the web at www.cat.com

QEHQ1816-01 (07-2014)

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Product ID: AP1000F

TRACTOR BACKHOE / LOADER



CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
ALL

Item Creation Date: 11/6/2014

10112- Communication Security Equipment and Components

Agenda Item#: 13.

Summary:
AMEND MOTION #2011-58, **1/26/2011**, **TO INCREASE** spending authority from $1,133,740.95 to $1,417,176.19 for Communication Security Equipment and Components for Various Departments $283,435.24 - Enterprise Fund

Background:
The City Purchasing Agent recommends that City Council amend Council Motion No. 2011-0058, to increase the spending authority for communication security equipment and components awarded to BL Technology, Inc. from $1,133,740.95 to $1,417,176.19. The additional spending authority is needed to meet the Department's operational needs until a new award is presented to City Council for approval.

This award began February 1, 2011 for a 60-month period in an amount not to exceed $1,133,740.95. Expenditures as of November 6, 2014 totaled $1,102,337.70. All other terms and conditions shall remain as originally approved by City Council.

This award consists of various types of equipment used for security and activates employee's ID Badges for access to City buildings, garages, parking lots and cameras that monitors the City's facilities throughout the Houston area.

Hire Houston First
This procurement is exempt from the City's Hire Houston First Ordinance. Bids were solicited prior to the passing of the ordinance by City Council in September 2011.

Prior Council Action:
Council Motion 2011-0058 Passed, January 26, 2011.

Amount of Funding:

Spending Authority Increased by: $283,435.24

DEPARTMENT	FY 2015	OUTYEARS	TOTAL
Houston Airport System	$100,000.00	$183,435.24	$283,435.24

Source of Funding:
Enterprise Fund

HAS Revenue Fund (8001)

Contact Information:
Justina J. Mann 281-230-8006

Desiree Heath 832.393-8742

John Dearmon 832-393-8744

ATTACHMENTS:

Description	Type
RCA	Signed Cover sheet
OBO Documents	Backup Material
Prior Council Motion	Backup Material
Delinquent Tax Report	Backup Material

REQUEST FOR COUNCIL ACTION

TO: Mayor via City Secretary **RCA# 10112**

Subject: Amend Council Motion 2011-0058, Passed January 26, 2011, for Communication Security Equipment and Components for Various Departments S35-S23555-A1	Category # 4	Page 1 of 1	Agenda Item

FROM (Department or other point of origin):	**Origination Date**	**Agenda Date**
Calvin D. Wells City Purchasing Agent Finance Department	November 06, 2014	

DIRECTOR'S SIGNATURE	**Council District(s) affected**
Calvin D. Wells	All
For additional information contact: Justina J. Mann **Phone:** (281) 230-8086 Desiree Heath **Phone:** (832) 393-8742	**Date and Identification of prior authorizing Council Action:** CM 2011-0058, passed 1/26/2011

RECOMMENDATION: (Summary)

Amend Council Motion 2011-0058, passed January 26, 2011, to increase the spending authority from $1,133,740.95 to $1,417,176.19 for communication security equipment and components for various departments.

Spending Authority Increased by: $283,435.24	**Finance Budget**

$283,435.24 HAS Revenue Fund (8001)

SPECIFIC EXPLANATION:

The City Purchasing Agent recommends that City Council amend Council Motion No. 2011-0058, to increase the spending authority for communication security equipment and components awarded to BL Technology, Inc. from $1,133,740.95 to $1,417,176.19. The additional spending authority is needed to meet the Department's operational needs until a new award is presented to City Council for approval.

This award began February 1, 2011 for a 60-month period in an amount not to exceed $1,133,740.95. Expenditures as of November 6, 2014 totaled $1,102,337.70. All other terms and conditions shall remain as originally approved by City Council.

This award consists of various types of equipment used for security and activates employee's ID Badges for access to City buildings, garages, parking lots and cameras that monitors the City's facilities throughout the Houston area.

Hire Houston First

This procurement is exempt from the City's Hire Houston First Ordinance. Bids were solicited prior to the passing of the ordinance by City Council in September 2011.

Buyer: John Dearmon

Attachment: M/WBE zero-percent goal document approved by the Office of Business Opportunity.

SPENDING AUTHORITY INCREASE:

DEPARTMENT	FY 2015	OUTYEARS	TOTAL
Houston Airport System	$100,000.00	$183,435.24	$283,435.24

REQUIRED AUTHORIZATION

Finance Department:	Other Authorization:	Other Authorization:

City of Houston

Administration & Regulatory Affairs

Memorandum

To: Calvin D. Wells, Deputy Director
City Purchasing Agent
Strategic Purchasing Division

From: John Dearmon

Date: June 24, 2010

Subject: MWBE Participation Form

I am requesting a ***waiver*** of the MWBE Goal: Yes ☒ No ☐ Type of Solicitation: Bid ☒ Proposal ☐

I am ***requesting*** a MWBE goal below 11% *(To be completed by SPD, and prior to advertisement)* Yes ☐ No ☒ ___

I am requesting a ***revision*** of the MWBE Goal: Yes☐ No ☒ Original Goal: _____ New Goal: _____

If requesting a revision, how many solicitations were received: _____

Solicitation Number: ***S35-S23555*** Estimated Dollar Amount: ***$1,357,347.97*** Goal On Last Contract: ***0%***

Anticipated Advertisement Date: ***07/09/2010*** Solicitation Due Date: ***08/05/2010*** Was Goal met: Yes ☐ No☐

If goal was not met, what did the vendor achieve: _____

Name and Intent of this Solicitation: Communications Security Equipment and Components for Various Departments

---

Rationale for requesting a Waiver of Revision (Zero percent goal or revision after advertisement):
This is a revised request:
The Houston Airport System is the biggest user for this solicitation and they are recommending a 0% goal on this award because the materials will be shipped directly from the manufacturer to the City of Houston and the labor will be installed by airport personnel, therefore a 0% M/WDBE approval is requested.Since the first (1st) request, two (2) other departments have added labor components in a combined total of $45,625.00 (labor) and increased spending for several price lists. See attachment

Concurrence:

John Dearmon
SPD Initiator

Division Manager

Robert Gallegos, Deputy Assistant Director
*Affirmative Action

Signature is required, if the request is zero percent MWBE participation, or to revised the MWBE goal.

RECEIVED
JUN 25 2010
City of Houst
Affirmative Action

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
ALL

Item Creation Date: 11/23/2014

MYR- Rescheduling the Dec. 23, 2014 Meeting

Agenda Item#: 14.

Summary:
ORDINANCE amending City of Houston Ordinance No. 2013-1123 relating to the rescheduling or postponement of certain City Council meetings

Background:
SUBJECT: Amend Ordinance 2013-1123 rescheduling the December 23rd, 2014 Meeting

RECOMMENDATION: (Summary)
Adopt an ordinance amending Ordinance 2013-1123 rescheduling the December 23rd, 2014 Meeting

SPECIFIC EXPLANATION:

On December 11, 2013 Council approved Ordinance 2013-1123 which rescheduled council meetings for all of 2013. This ordinance included a consolidated meeting on December 23rd, 2013.

After discussions with Council Members regarding their schedules for December, we find that we will not have sufficient Council Members to conduct a council meeting on the 23rd. Therefore, Council is asked to approve an amendment to Ordinance 2013-1123 that will remove the December 23rd meeting from the council calendar.

Council approval is recommended.

Prior Council Action:
Ordin. 2013-1123 12/11/13

Contact Information:
Marta Crinejo, Agenda Director 832-393-1091

ATTACHMENTS:

Description	Type
RCA	Backup Material
Ordin	Backup Material

TO: Mayor via City Secretary **REQUEST FOR COUNCIL ACTION**

SUBJECT: Amend Ordinance 2013-1123 rescheduling the December 23rd, 2014 Meeting		**Page 1 of 1**	**Agenda Item #**
FROM (Department or other point of origin): Mayor's Office	**Origination Date** 11/20/14	**Agenda Date**	
DIRECTOR'S SIGNATURE:		**Council District affected:** All	
For additional information contact: Marta Crinejo, Agenda Director Phone: 832.393.1091		**Date and identification of prior authorizing Council action:** Ordinance 2013-1123, 12/11/13	

RECOMMENDATION: (Summary)
Adopt an ordinance amending Ordinance 2013-1123 rescheduling the December 23rd, 2014 Meeting

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

SPECIFIC EXPLANATION:

On December 11, 2013 Council approved Ordinance 2013-1123 which rescheduled council meetings for all of 2013. This ordinance included a consolidated council meeting on December 23rd, 2013.

After discussions with Council Members regarding their schedules for December, we find that we will not have sufficient Council Members to conduct a council meeting on the 23rd. Therefore, Council is asked to approve an amendment to Ordinance 2013-1123 that will remove the December 23rd meeting from the council calendar.

Council approval is recommended

Other Authorization		Other Authorization

City of Houston Ordinance No. 2014-_____

AN ORDINANCE AMENDING CITY OF HOUSTON ORDINANCE NO. 2013-1123 RELATING TO THE RESCHEDULING OR POSTPONEMENT OF CERTAIN CITY COUNCIL MEETINGS; AND DECLARING AN EMERGENCY.

* * * * *

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

Section 1. That Sections 11 and 12 of Ordinance No. 2013-1123 are hereby amended to read as follows:

"**Section 11.** Reserved.

Section 12. That the City Council finds that no regular meeting should be conducted during the two calendar weeks that commence on December 21, 2014, because those weeks coincide with the holiday season and New Year's Day during which it may be anticipated that numerous employees, officers and residents of the City will have commitments and family obligations to discharge. Accordingly, the regular meetings of the City Council for the two calendar weeks commencing December 21, 2014, which would otherwise be conducted in two daily sessions on Tuesday, December 23, 2014, and Wednesday, December 24, 2014, and two daily sessions on Tuesday, December 30, 2014, and Wednesday, December 31, 2014, are hereby postponed and shall be conducted during the following calendar week at the regularly scheduled times."

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.

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. _____
CMG:asw 11/20/2014 Senior Assistant City Attorney
Requested by Marta Crinejo, Agenda Director
L.D. File No. 42-93007-01

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District B, District D, District H, District I

Item Creation Date: 9/19/2014

HCD14-101A LARA Ancillary Agreement

Agenda Item#: 15.

Summary:
ORDINANCE approving and authorizing second amendment to Ancillary Land Exchange Agreement between the City of Houston and **HOUSTON INDEPENDENT SCHOOL DISTRICT ("HISD")** to provide an additional credit of $1,500.00 to HISD for each property to be acquired by the Land Assemblage Redevelopment Authority pursuant to the Urban Redevelopment Interlocal Agreement, as amended - **DISTRICTS B - DAVIS; D - BOYKINS; H - GONZALEZ and I - GALLEGOS**

Background:
The City of Houston (City) and the Houston Independent School District (HISD) are parties to an Ancillary Land Exchange Agreement (Ancillary Agreement) authorized and approved by City Council on June 8, 2005, pursuant to Ordinance No. 2005-702. The Ancillary Agreement extends to HISD credits (HISD Credits) for properties 'struck-off' at constable tax-foreclosure sales to the City and subsequently, conveyed to the Land Assemblage Redevelopment Authority (LARA). Under the terms of the First Amendment to the Urban Redevelopment Interlocal Agreement (Interlocal Agreement) also approved by City Council under the aforementioned ordinance on June 8, 2005, the HISD Credits are to be used exclusively for the exchange of parcels of land between the City and HISD.
City Council authorized a First Amendment to the Ancillary Agreement on March 25, 2009, pursuant to Ordinance No. 2009-225, to increase the HISD Credit from $500 to $1,000 for each property 'struck-off' and conveyed to LARA. Under this Second Amendment to the Ancillary Agreement, the City agrees to grant HISD a $1,500 HISD Credit for each parcel stuck-off and conveyed to LARA that are subject to the terms of a proposed, Restated Urban Redevelopment Interlocal Agreement between the Land Assemblage Redevelopment Authority, the City of Houston and other local taxing units.

This item was presented to the Housing and Community Affairs Committee on October 21, 2014

Prior Council Action:
2005-702, June 8, 2005
2009-225, March 25, 2009

Amount of Funding:
NONE

Contact Information:
Stephen Tinnermon
832-394-6261

ATTACHMENTS:

	Description	Type
🗋	HCD14-101A LARA Ancillary Agreement RCA	Signed Cover sheet
🗋	Ordinance	Backup Material
🗋	HCD14-101A LARA Ancillary Agreement Finance Docs	Signed Cover sheet

HCD14-101A

TO: Mayor via City Secretary **REQUEST FOR COUNCIL ACTION**

SUBJECT: An Ordinance authorizing a Second Amendment to the Ancillary Land Exchange Agreement between the City of Houston and the Houston Independent School District	**Category #**	**Page 1 of 1**	**Agenda Item #**
FROM (Department or other point of origin): Neal Rackleff, Director Housing and Community Development Department	**Origination Date** September 19, 2014	**Agenda Date**	
DIRECTOR'S SIGNATURE: (FOR NEAL RACKLEFF)	**Council District(s) affected:** B, D, H, I		
For additional information contact: **Stephen Tinnermon** **Phone:** **832-394-6261**	**Date and identification of prior authorizing Council action:** 2005-702, June 8, 2005 2009-225, March 25, 2009		

RECOMMENDATION: (Summary) Approval of an Ordinance authorizing a Second Amendment to the Ancillary Land Exchange Agreement between the City of Houston and the Houston Independent School District

Amount of Funding: **NONE**	**Finance Budget:**

SOURCE OF FUNDING **[ ] General Fund** **[ ] Grant Fund** **[ ] Enterprise Fund**

[ ] Other (Specify)

SPECIFIC EXPLANATION:

The City of Houston (City) and the Houston Independent School District (HISD) are parties to an Ancillary Land Exchange Agreement (Ancillary Agreement) authorized and approved by City Council on June 8, 2005, pursuant to Ordinance No. 2005-702. The Ancillary Agreement extends to HISD credits (HISD Credits) for properties 'struck-off' at constable tax-foreclosure sales to the City and subsequently, conveyed to the Land Assemblage Redevelopment Authority (LARA). Under the terms of the First Amendment to the Urban Redevelopment Interlocal Agreement (Interlocal Agreement) also approved by City Council under the aforementioned ordinance on June 8, 2005, the HISD Credits are to be used exclusively for the exchange of parcels of land between the City and HISD.

City Council authorized a First Amendment to the Ancillary Agreement on March 25, 2009, pursuant to Ordinance No. 2009-225, to increase the HISD Credit from $500 to $1,000 for each property 'struck-off' and conveyed to LARA. Under this Second Amendment to the Ancillary Agreement, the City agrees to grant HISD a $1,500 HISD Credit for each parcel stuck-off and conveyed to LARA that are subject to the terms of a proposed, Restated Urban Redevelopment Interlocal Agreement between the Land Assemblage Redevelopment Authority, the City of Houston and other local taxing units.

This item was presented to the Housing and Community Affairs Committee on October 21, 2014.

NR:st

c: 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.

ORDINANCE No. 2014 - _____

AN ORDINANCE APPROVING AND AUTHORIZING A SECOND AMENDMENT TO ANCILLARY LAND EXCHANGE AGREEMENT BETWEEN THE CITY OF HOUSTON AND HOUSTON INDEPENDENT SCHOOL DISTRICT ("HISD") TO PROVIDE AN ADDITIONAL CREDIT OF $1,500.00 TO HISD FOR EACH PROPERTY TO BE ACQUIRED BY THE LAND ASSEMBLAGE REDEVELOPMENT AUTHORITY ("LARA") PURSUANT TO THE RESTATED URBAN REDEVELOPMENT INTERLOCAL AGREEMENT; CONTAINING FINDINGS AND OTHER PROVISIONS RELATING TO THE FOREGOING SUBJECT; AND DECLARING AN EMERGENCY.

NOW THEREFORE, 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.

Section 2. That the City Attorney is hereby authorized to take all action necessary to enforce all legal obligations under such 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 _____ 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. Barbara J. Pierce GMD
(BP/ES/11/12/14) Sr. Assistant City Attorney
(Requested by Neal Rackleff, Director
Housing and Community Development Department)
(L.D. NO.: 029-1400058-001)

g:\real estate\pierce\ord-LARA-AncillaryLandExchangeAgreementw/HISD-2ndAmendment.doc

SECOND AMENDMENT
TO
ANCILLARY LAND EXCHANGE AGREEMENT

This Second Amendment to Ancillary Land Exchange Agreement ("Amendment") is made by and between the City of Houston (hereinafter the "City") and the Houston Independent School District ("HISD").

WHEREAS, the City and HISD are parties to that certain Ancillary Land Exchange Agreement ("Original Ancillary Agreement") dated on or about July 22, 2005, approved by City Ordinance No. 2005-702, dated June 8, 2005, which provides, among others, a credit of $500.00 from the City to HISD ("HISD Credit") for each Houston Hope I property that is struck off to the City to be conveyed to Land Assemblage Redevelopment Authority ("LARA");

WHEREAS, the City and HISD are parties to that certain First Amendment to Ancillary Land Exchange Agreement ("First Amendment") dated on or about July 9, 2009, as approved by City Ordinance No. 2009-225 dated March 25, 2009, pursuant to which the HISD Credit was increased from $500.00 to $1,000.00 (the Original Ancillary Agreement as amended by the First Amendment being hereinafter referred to as the "Ancillary Agreement");

WHEREAS, the City has requested that HISD consent to the Restated Urban Redevelopment Interlocal Agreement by and among the City, Land Assemblage Redevelopment Authority, HISD, and other taxing units for a term beginning on the countersignature date of the City Controller and ending on March 12, 2017 ("Restated Agreement");

WHEREAS, HISD is willing to give its consent to the Restated Agreement and is requesting the City to provide an additional credit in the amount of $1,500.00 for each property described on Exhibit "A" attached hereto ("Property"); and

WHEREAS, the City is willing to provide HISD an additional credit of $1,500.00 with respect to the Property.

NOW, THEREFORE, the City and HISD agree as follows:

1. Article 2 of the Ancillary Agreement is hereby amended by deleting the same in its entirety and substituting in lieu and in place thereof the following:

> "With respect to each of the properties described on Exhibit "A" attached hereto, the City will grant an additional credit to HISD in the amount of One Thousand Five Hundred and No/100 Dollars ($1,500.00), to be deposited in the Credit Account within thirty (30) days after the Effective Date. For purposes hereof, the term "Effective Date" shall mean and refer to the date of full execution by all parties thereto of the Restated Agreement."

2. Except as expressly modified hereby, the Ancillary Agreement remains in full force and effect according to all the terms and provisions thereof.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be duly executed to be effective as of the Countersignature Date of the City Controller.

SEAL/ATTEST:

CITY OF HOUSTON, TEXAS

_____
Anna Russell, City Secretary

By:_____
Anise D. Parker, Mayor

APPROVED AS TO FORM:

COUNTERSIGNED:

_____
Senior Assistant City Attorney

_____
Ronald C. Green, City Controller

COUNTERSIGNATURE DATE:

_____

HOUSTON INDEPENDENT SCHOOL DISTRICT

By:_____
Terry B. Grier
Superintendent of Schools

Approved as to Funding and Business Terms:

By:_____
Kenneth Huewitt
Chief Financial Officer

Approved as to Form:

By:_____
Donald R. Boehm, Attorney

Exhibit "A"

Second Amendment To Ancillary Land Exchange Agreement

Exhibit A

AREA	HCAD	ADDR NO	STREET NAME	LEGAL	ZIP CODE
Acres Home	0162730050011	0	APOLLO	LT 11 BLK 5 HIGHLAND HEIGHTS	77091
Acres Home	0162730020036	0	APOLLO	LTS 36 & 37 BLK 2 HIGHLAND HEIGHTS	77091
Acres Home	0162730010031	0	APOLLO	LT 26 BLK 1 HIGHLAND HEIGHTS	77091
Acres Home	0162750150024	6518	ARABELLA	LTS 24 & 25 BLK 15 HIGHLAND HEIGHTS	77091
Acres Home	0162750130031	6733	ARABELLA	LT 31 BLK 13 HIGHLAND HEIGHTS	77091
Acres Home	0162750170001	0	ARABELLE	LT 1 BLK 17 HIGHLAND HEIGHTS	77091
Acres Home	0162750160041	0	ARABELLE	LT B BLK 16 HIGHLAND HEIGHTS	77091
Acres Home	0162750160008	0	ARABELLE	LT 8 BLK 16 HIGHLAND HEIGHTS	77091
Acres Home	0162750180014	0	ARABELLE	LTS 14 & 15 BLK 18 HIGHLAND HEIGHTS	77091
Acres Home	0162750180012	0	ARABELLE	LTS 12 & 13 BLK 18 HIGHLAND HEIGHTS	77091
Acres Home	0162760230004	0	COHN	LTS 4 & 5 BLK 23 HIGHLAND HEIGHTS	77091
Acres Home	0162760190037	0	COHN	LT 37 BLK 19 HIGHLAND HEIGHTS	77091
Acres Home	0162760220011	0	COHN	LTS 11 & 12 BLK 22 HIGHLAND HEIGHTS	77091
Acres Home	0162760220013	0	COHN	LTS 13 & 14 BLK 22 HIGHLAND HEIGHTS	77091
Acres Home	0162760230014	0	COHN	LT 14 BLK 23 HIGHLAND HEIGHTS	77091
Acres Home	0162760230018	0	COHN	LT 18 BLK 23 HIGHLAND HEIGHTS	77091
Acres Home	0162760230006	6704	COHN	LTS 6 & 8 BLK 23 HIGHLAND HEIGHTS	77091
Acres Home	0162760230003	6716	COHN	LT 3 BLK 23 HIGHLAND HEIGHTS	77091
Acres Home	0162730050024	0	D S BAILEY	LTS 24 & 25 BLK 5 HIGHLAND HEIGHTS	77091
Acres Home	0162740070015	0	D S BAILEY	LT 15 BLK 7 HIGHLAND HEIGHTS	77091
Acres Home	0162730040001	1103	GRANVILLE	LT 1 BLK 4 HIGHLAND HEIGHTS	77091
Acres Home	0162770250021	893	GRANVILLE	LTS 21 & 22 BLK 25 HIGHLAND HEIGHTS	77091
Acres Home	0162760220030	0	KNOX	LT 30 BLK 22 HIGHLAND HEIGHTS	77091
Acres Home	0162760220031	0	KNOX	LT 31 BLK 22 HIGHLAND HEIGHTS	77091
Acres Home	0162770250008	0	KNOX	LTS 8 & 9 BLK 25 HIGHLAND HEIGHTS	77091
Acres Home	0162770250010	0	KNOX	LT 10 BLK 25 HIGHLAND HEIGHTS	77091
Acres Home	0162770250014	0	KNOX	LT 14 BLK 25 HIGHLAND HEIGHTS	77091
Acres Home	0162770260041	0	KNOX	LT M BLK 26 HIGHLAND HEIGHTS	77091
Acres Home	0162770260010	0	KNOX	LT 10 BLK 26 HIGHLAND HEIGHTS	77091
Acres Home	0162770260016	0	KNOX	LTS 16 & 17 BLK 26 HIGHLAND HEIGHTS	77091
Acres Home	0162760240026	6509	KNOX	LTS 26 & 27 BLK 24 HIGHLAND HEIGHTS	77091
Acres Home	0162770270001	6610	KNOX	LTS 1 2 & 3 BLK 27 HIGHLAND HEIGHTS	77091
Acres Home	0162760230036	6613	KNOX	LT 36 BLK 23 HIGHLAND HTS HIGHLAND HEIGHTS	77091
Acres Home	0162760220036	6725	KNOX	TR 36A BLK 22 (061*LT 4 42X100 SUBD OF LTS 32 TO 38 U/R BLK 22) HIGHLAND HEIGHTS	77091
Acres Home	0162770250006	6806	KNOX	LT 6 BLK 25 HIGHLAND HEIGHTS	77091
Acres Home	0162770280032	0	RADCLIFFE	.5 U/D INT IN LT 32 BLK 28 HIGHLAND HEIGHTS	77091
Acres Home	0162770280066	0	RADCLIFFE	.3333 U/D INT IN LT 32 BLK 28 HIGHLAND HEIGHTS	77091
Acres Home	0162770280068	0	RADCLIFFE	.0625 U/D INT OF .1666 U/D INT IN LT 32 BLK 28 HIGHLAND HEIGHTS	77091
Acres Home	0162770280069	0	RADCLIFFE	.0625 U/D INT OF .1666 U/D INT IN LT 32 BLK 28 HIGHLAND HEIGHTS	77091
Acres Home	0162770280067	0	RADCLIFFE	.0417 U/D INT OF .1666 U/D INT IN LT 32 BLK 28 HIGHLAND HEIGHTS	77091
Acres Home	0162770280030	6636	RADCLIFFE	LTS 30 & 31 BLK 28 HIGHLAND HEIGHTS	77091
Acres Home	0162740110021	0	TUSKEGEE	LT 21 BLK 11 HIGHLAND HEIGHTS	77091
Acres Home	0162740110022	0	TUSKEGEE	LTS 22 & 23 BLK 11 HIGHLAND HEIGHTS	77091
Acres Home	0162740110024	0	TUSKEGEE	LT 24 BLK 11 HIGHLAND HEIGHTS	77091
Acres Home	0162740110032	0	TUSKEGEE	LT 32 BLK 11 HIGHLAND HEIGHTS	77091
Acres Home	0162750140016	0	TUSKEGEE	LT 16 BLK 14 HIGHLAND HEIGHTS	77091
Acres Home	0162740120021	0	TUSKEGEE	LT 21 BLK 12 HIGHLAND HEIGHTS	77091
Acres Home	0162740120026	0	TUSKEGEE	LT 26 BLK 12 HIGHLAND HEIGHTS	77091
Acres Home	0162750150014	0	TUSKEGEE	LT 14 BLK 15 HIGHLAND HEIGHTS	77091
Acres Home	0162750150018	0	TUSKEGEE	LT 18 BLK 15 HIGHLAND HEIGHTS	77091
Acres Home	0162740110030	6633	TUSKEGEE	LT 30 BLK 11 HIGHLAND HEIGHTS	77091
Acres Home	0162750130004	6822	TUSKEGEE	LTS 4 & 5 BLK 13 HIGHLAND HEIGHTS	77091
Acres Home	0162750170029	0	UTAH	LT 29 BLK 17 HIGHLAND HEIGHTS	77091
Acres Home	0162750160042	0	UTAH	LT C BLK 16 HIGHLAND HEIGHTS	77091
Acres Home	0162760190019	0	UTAH	LTS 19 & 20 BLK 19 HIGHLAND HEIGHTS	77091
Acres Home	0162760190043	0	UTAH	LT 12 BLK 19 P/S 504-287-258 HIGHLAND HEIGHTS	77091
Acres Home	0162750180026	0	UTAH	LTS 26 27 & 28 BLK 18 HIGHLAND HEIGHTS	77091
Acres Home	0162750180033	0	UTAH	LT 33 BLK 18 HIGHLAND HEIGHTS	77091
Acres Home	0162750180031	6519	UTAH	LTS 31 & 32 BLK 18 HIGHLAND HEIGHTS	77091
Acres Home	0162760200008	6714	UTAH	LT 8 BLK 20 HIGHLAND HEIGHTS	77091
Fifth Ward	0121620000020	3307	BREWSTER	TRS 8A & 9A BLK 5 EAGLE	77026
Fifth Ward	0121620000004	3115	BRILL	LT 4 BLK 5 EAGLE	77026
Fifth Ward	0121640000005	0	CACTUS	LT 5 BLK 7 EAGLE	77026
Fifth Ward	0260370000005	3016	CACTUS	LT 5 BLK 7 MATTHEWS	77026
Fifth Ward	0260380000008	3027	CACTUS	LT 8 BLK 8 MATTHEWS	77026
Fifth Ward	0092570000007	2602	CHEW	LT 7 BLK 23 CHEW F F	77020
Fifth Ward	0092570000008	2606	CHEW	LT 8 BLK 23 CHEW F F	77020
Fifth Ward	0092480000004	5707	COLFAX	LTS 4 & 5 BLK 14 CHEW F F	77020
Fifth Ward	0260380000006	0	DES CHAUMES	LT 6 7 BLK 8 MATTHEWS	77026
Fifth Ward	0211440060015	3311	FARMER	TR 15A BLK 6 (001*TR 29) INGRAHAM	77020

Second Amendment To Ancillary Land Exchange Agreement

Exhibit A

AREA	HCAD	ADDR NO	STREET NAME	LEGAL	ZIP CODE
Fifth Ward	0211440060022	3311	FARMER	TR 15B BLK 6 (001*TR 30) INGRAHAM	77020
Fifth Ward	0503460000031	3101	KIRK	LT 31 LIBERTY	77026
Fifth Ward	0503460000032	3102	KIRK	LT 32 LIBERTY	77026
Fifth Ward	0042390140004	3204	LELIA	LT 4 BLK 14 ANGIERS SEC 1	77026
Fifth Ward	0393480000009	4427	LIBERTY	LT 9 BLK 8 GRANT PARK	77026
Fifth Ward	0561440000023	0	LUCILLE	LT 23 BLK 14 COMFORT PLACE	77026
Fifth Ward	0561440000025	0	LUCILLE	TR 25 BLK 14 COMFORT PLACE	77026
Fifth Ward	0561440000026	0	LUCILLE	TR 26 BLK 14 COMFORT PLACE	77026
Fifth Ward	0300190010004	3714	LUCILLE	LT 4 BLK 1 RALSTON	77026
Fifth Ward	0040430000009	4503	LUCILLE	LT 9 BLK 37 AUGUSTA	77026
Fifth Ward	0561330000002	4003	RANCH	LT 2 BLK 3 COMFORT PLACE	77026
Fifth Ward	0092470000001	0	SAKOWITZ	LT 1 BLK 13 CHEW F F	77020
Fifth Ward	0092350000010	2110	SAM WILSON	LT 10 BLK 1 CHEW F F	77020
Fifth Ward	0092410000006	2208	SAM WILSON	LTS 6 & 7 BLK 7 CHEW F F	77020
Fifth Ward	0402660090064	0	STAMP	LT 64 LIBERTY GARDENS SEC 4 U/R ABST 32 HARRIS & WILSON	77026
Fifth Ward	0331840000004	2313	STEVENS	LT 4 BLK 24 SYNDOR EXTN	77026
Fifth Ward	0151990000005	2301	SUMPTER	LT 6 & TR 7A BLK 9 (001*TR 15) GREGG SEC 2	77026
Fifth Ward	0151990000006	2311	SUMPTER	TRS 8A & 9A BLK 9 (001*TR 22) GREGG SEC 2	77026
Fifth Ward	0393440000008	3003	WAYNE	LT 8 BLK 5 GRANT PARK	77026
Fifth Ward	0393420000007	3105	WAYNE	LT 7 BLK 3 GRANT PARK	77026
Fifth Ward	0393410000007	3306	WAYNE	LT 7 BLK 2 GRANT PARK	77026
Independence Heights	0211370740020	1019	37TH	LT 20 BLK 74 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211350700020	0	38TH	LT 20 BLK 70 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211340660029	703	39TH	LT 29 BLK 66 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211340650003	706	39TH	LT 3 BLK 65 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211340660028	711	39TH	LT 28 BLK 66 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211340650014	738	39TH	LT 14 BLK 65 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211260000026	0	40TH	LT 26 BLK 56 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211350680004	0	40TH	LT 4 BLK 68 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211350680014	0	40TH	LT 14 BLK 68 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211380760003	0	40TH	LT 3 BLK 76 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0210730000003	8002	MAIN	LT 3 BLK 3 INDEPENDENCE HEIGHTS	77022
Sunnyside	0511720020012	0	BRANDON	LT 12 BLK 101 SUNNYSIDE PLACE	77051
Sunnyside	0511600620004	0	BRANDON	LT 4 BLK 62 SUNNYSIDE PLACE	77051
Sunnyside	0511650720006	8125	BRANDON	LT 6 BLK 72 SUNNYSIDE PLACE	77051
Sunnyside	0511740140004	0	CANNON	LT 4 BLK N SUNNYSIDE PLACE	77051
Sunnyside	0511740180023	0	CANNON	LTS 23 & 24 BLK R SUNNYSIDE PLACE	77051
Sunnyside	0511740180029	8122	CANNON	LT 29 BLK R SUNNYSIDE PLACE	77051
Sunnyside	0511740130015	8129	CANNON	LT 15 BLK M SUNNYSIDE PLACE	77051
Sunnyside	0511740140003	8211	CANNON	LT 3 BLK N SUNNYSIDE PLACE	77051
Sunnyside	0511740180007	0	CANYON	LTS 7 & 8 BLK R SUNNYSIDE PLACE	77051
Sunnyside	0511740180035	8129	CANYON	S 1/2 OF LT 14 BLK R SUNNYSIDE PLACE	77051
Sunnyside	0511740170008	8235	CANYON	LT 8 BLK Q SUNNYSIDE PLACE	77051
Sunnyside	0511730000014	0	COLONIAL	LT 14 BLK 102 SUNNYSIDE PLACE	77051
Sunnyside	0511600630006	8021	COLONIAL	LT 6 BLK 63 SUNNYSIDE PLACE	77051
Sunnyside	0511720020001	0	COMAL	LT 1 BLK 101 SUNNYSIDE PLACE	77051
Sunnyside	0511510400013	0	Comal	LT 13 BLK 40 SUNNYSIDE PLACE	77051
Sunnyside	0511510400014	7808	COMAL	LT 14 BLK 40 SUNNYSIDE PLACE	77051
Sunnyside	0511590610008	8033	COMAL	LT 8 BLK 61 SUNNYSIDE PLACE	77051
Sunnyside	0511700900016	8302	COMAL	LT 16 BLK 90 SUNNYSIDE PLACE	77051
Sunnyside	0511640700014	99999	COMAL	LT 14 BLK 70 SUNNYSIDE PLACE	77051
Sunnyside	0511510400004	0	CORINTH	LT 4 BLK 40 SUNNYSIDE PLACE	77051
Sunnyside	0511510400007	0	CORINTH	LT 7 BLK 40 SUNNYSIDE PLACE	77051
Sunnyside	0511700900006	8319	CORINTH	LT 6 BLK 90 SUNNYSIDE PLACE	77051
Sunnyside	0511740120009	0	FOUNTAIN	LT 9 BLK L SUNNYSIDE PLACE	77051
Sunnyside	0511660740006	0	GLADSTONE	LT 6 BLK 74 SUNNYSIDE PLACE	77051
Sunnyside	0511650730011	8122	GLADSTONE	LT 11 BLK 73 SUNNYSIDE PLACE	77051
Sunnyside	0511560520016	0	GLENROSE	WEST 50 FT OF LT 16 BLK 52 SUNNYSIDE PLACE	77051
Sunnyside	0511740060017	0	GRANDVIEW	LT 17 BLK F SUNNYSIDE PLACE	77051
Sunnyside	0511370090003	8205	GRANDVIEW	LT 3 BLK 9 SUNNYSIDE PLACE	77051
Sunnyside	0511460270005	7815	LAWLER	LT 5 BLK 27 SUNNYSIDE PLACE	77051
Sunnyside	0511390140009	0	LIVINGSTON	LT 9 BLK 14 SUNNYSIDE PLACE	77051
Sunnyside	0511390140014	0	LIVINGSTON	LT 14 BLK 14 SUNNYSIDE PLACE	77051
Sunnyside	0511390140016	0	LIVINGSTON	LT 16 BLK 14 SUNNYSIDE PLACE	77051
Sunnyside	0511430210002	7905	LIVINGSTON	LT 2 BLK 21 SUNNYSIDE PLACE	77051
Sunnyside	0511350050002	8305	LIVINGSTON	LT 2 BLK 5 SUNNYSIDE PLACE	77051
Sunnyside	0511370090016	0	WOODARD	LT 16 BLK 9 SUNNYSIDE PLACE	77051
Sunnyside	0511370090015	0	WOODARD	LT 15 BLK 9 SUNNYSIDE PLACE	77051
Third Ward	0190440000005	2821	DREW	TR 5 (001*TR 34) CROW - SETTEGAST	77004
Third Ward	0221310000008	3439	FRANCIS	LT 8A BLK 3 (001*TR 13) GEORGE KULHMAN	77004
Third Ward	0372130000003	0	HADLEY	LT 3 BLK 3 WILSON WM A	77004

Second Amendment To Ancillary Land Exchange Agreement
Exhibit A

AREA	HCAD	ADDR NO	STREET NAME	LEGAL	ZIP CODE
Third Ward	0513160000004	3414	HADLEY	LT 4 BLK 6 PRAIRIE HOME	77004
Third Ward	0190540010038	2806	LIVE OAK	LT 24 BLK 2 BINZ & SETTEGAST	77004
Third Ward	0510290000011	3211	ROSALIE	LT 11 BLK 7 BOOKER T WASHINGTON	77004
Third Ward	0510360000006	3218	ROSALIE	LT 6 BLK 14 BOOKER T WASHINGTON	77004
Third Ward	0631670050008	2120	SAUER	LT 8 BLK 5 WELLS	77004

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District B, District D, District H, District I

Item Creation Date: 9/19/2014

HCD14-100A LARA Interlocal Agreement

Agenda Item#: 16.

Summary:
ORDINANCE approving and authorizing the reinstatement of, and third amendment to, the Urban Redevelopment Interlocal Agreement among the City of Houston, Other Taxing Units, and the **LAND ASSEMBLAGE REDEVELOPMENT AUTHORITY** to extend the term of the agreement until March 12, 2017 and to delete some properties that are subject to the agreement **DISTRICTS B - DAVIS; D - BOYKINS; H - GONZALEZ and I - GONZALEZ**

Background:
In November 2003, pursuant to Ordinance No. 2003-1018, the City of Houston entered into the Urban Redevelopment Interlocal Agreement (Interlocal Agreement) with the Land Assemblage Redevelopment Authority (LARA) and other Local Taxing Units to promote the redevelopment of certain properties in the Third and Fifth Wards as affordable housing. A First Amendment to the Interlocal Agreement was passed and approved in 2005, pursuant to Ordinance No. 2005-702, to add and target an additional 1,478 tax-delinquent properties for foreclosure proceedings in an expanded number of neighborhoods selected for affordable housing development and other revitalization activity under the umbrella of the Houston Hope initiative. In 2009, a Second Amendment to the Interlocal Agreement was authorized pursuant to Ordinance No. 2009-224, to extend the term of the Interlocal Agreement to March 12, 2014 and clarify other provisions of the Interlocal Agreement regarding affected properties.
The Interlocal Agreement expired on March 12, 2014. The Housing and Community Development Department now seeks to enter into a Restated Urban Redevelopment Interlocal Agreement among the Land Assemblage Redevelopment Authority, the City of Houston and other Local Taxing Units to promote the development of certain tax delinquent properties. LARA will continue to maintain certain properties and utilize them to expand affordable housing and neighborhood revitalization opportunities in targeted neighborhoods and will only dispose of properties for uses that are consistent with the Interlocal Agreement, as amended.
This item was presented to the Housing and Community Affairs Committee on October 21, 2014.

Prior Council Action:
Ord. No. 2003-1018, November 5, 2003
Ord. No. 2005-0702, June 8, 2005
Ord. No. 2009-0224, March 25, 2009

Amount of Funding:
None

Contact Information:
Stephen Tinnermon
(832) 394-6261

ATTACHMENTS:

Description	Type
HCD14-100A LARA Interlocal Agreement RCA	Signed Cover sheet
Ordinance	Ordinance/Resolution/Motion
HCD14-100A LARA Interlocal Agreement Finance Docs	Financial Information

HCD14-100 A

TO: Mayor via City Secretary **REQUEST FOR COUNCIL ACTION**

SUBJECT: An Ordinance approving a Restated Urban Redevelopment Interlocal Agreement among the Land Assemblage Redevelopment Authority, the City of Houston and other Local Taxing Units	**Category #**	**Page 1 of 1**	**Agenda Item #**
FROM (Department or other point of origin): Neal Rackleff, Director Housing and Community Development Department	**Origination Date** September 19, 2014	**Agenda Date**	
DIRECTOR'S SIGNATURE: (FOR NEAL RACKLEFF)	**Council District(s) affected:** B, D, H, I		
For additional information contact: Stephen Tinnermon **Phone:** 832-394-6261	**Date and identification of prior authorizing Council action:** Ord. No. 2003-1018, November 5, 2003 Ord. No. 2005-0702, June 8, 2005 Ord. No. 2009-0224, March 25, 2009		

RECOMMENDATION: (Summary) Approval of an ordinance authorizing a Restated Urban Redevelopment Interlocal Agreement among the Land Assemblage Redevelopment Authority, the City of Houston and other Local Taxing Units

Amount of Funding: NONE	**Finance Budget:**

SOURCE OF FUNDING [ ] General Fund [ ] Grant Fund [ ] Enterprise Fund

[ ] Other (Specify)

SPECIFIC EXPLANATION:

In November 2003, pursuant to Ordinance No. 2003-1018, the City of Houston entered into the Urban Redevelopment Interlocal Agreement (Interlocal Agreement) with the Land Assemblage Redevelopment Authority (LARA) and other Local Taxing Units to promote the redevelopment of certain properties in the Third and Fifth Wards as affordable housing. A First Amendment to the Interlocal Agreement was passed and approved in 2005, pursuant to Ordinance No. 2005-702, to add and target an additional 1,478 tax-delinquent properties for foreclosure proceedings in an expanded number of neighborhoods selected for affordable housing development and other revitalization activity under the umbrella of the Houston Hope initiative. In 2009, a Second Amendment to the Interlocal Agreement was authorized pursuant to Ordinance No. 2009-224, to extend the term of the Interlocal Agreement to March 12, 2014 and clarify other provisions of the Interlocal Agreement regarding affected properties.

The Interlocal Agreement expired on March 12, 2014. The Housing and Community Development Department now seeks to enter into a Restated Urban Redevelopment Interlocal Agreement among the Land Assemblage Redevelopment Authority, the City of Houston and other Local Taxing Units to promote the development of certain tax delinquent properties. LARA will continue to maintain certain properties and utilize them to expand affordable housing and neighborhood revitalization opportunities in targeted neighborhoods and will only dispose of properties for uses that are consistent with the Interlocal Agreement, as amended.

This item was presented to the Housing and Community Affairs Committee on October 21, 2014.

NR:st

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

REQUIRED AUTHORIZATION

Finance Director:	**Other Authorization:**	**Other Authorization:**

City of Houston, Texas, Ordinance No. 2014- _____

AN ORDINANCE APPROVING AND AUTHORIZING A RESTATED URBAN REDEVELOPMENT INTERLOCAL AGREEMENT AMONG THE CITY OF HOUSTON, OTHER TAXING UNITS, AND THE LAND ASSEMBLAGE REDEVELOPMENT AUTHORITY TO PROMOTE THE DEVELOPMENT OF CERTAIN TAX DELINQUENT PROPERTIES; 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 City Council hereby and authorizes the 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 all legal obligations under said Agreement without further authorization from 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.

APPROVED this _____ day of _____, 2014.

_____
Annise D. Parker, Mayor

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 GWD
(BJP/TE/11/03/14) Senior Assistant City Attorney
(Requested by Neal Rackleff, Housing and Community Development Department)
(L.D. File No. 0291400009001)
FUND REF: $
g\realestate\pierce:ordinance\ord LARA Reinstatement(2)

RESTATED URBAN REDEVELOPMENT INTERLOCAL AGREEMENT

This Restated Urban Redevelopment Interlocal Agreement ("Restated Agreement") is entered into among the **City of Houston** ("City"), a municipal corporation and home-rule city of the State of Texas, principally situated in Harris County, Texas, acting by and through its governing body, the City Council of the City of Houston, **Harris County**, a political subdivision of the State of Texas, the **Harris County Flood Control District**, a political subdivision of the State of Texas, acting by and through their governing body, the Commissioners Court, the **Houston Community College System**, a community college district created under the Texas Education Code, the **Houston Independent School District**, an independent school district and political subdivision organized under the laws of the State of Texas, the **Port of Houston Authority of Harris County, Texas**, a political subdivision of the State of Texas, the **Harris County Department of Education**, a body corporate and a political subdivision of the State of Texas, and the **Harris County Hospital District**, a body corporate and a political subdivision of the State of Texas (hereinafter collectively referred to as the "Taxing Units") and the **Land Assemblage Redevelopment Authority** ("Authority"), a Texas non-profit corporation created pursuant to Tex. Transp. Code Ann. § 431.101 (Vernon 2000) (the City, the Taxing Units, and the Authority are hereinafter collectively referred to as the "Parties").

WHEREAS, pursuant to Ordinance No. 2003-1018, passed and adopted by City Council on November 5, 2003, the City, among other things, was authorized to enter into that certain Urban Redevelopment Interlocal Agreement with the Taxing Units and Authority ("Original Agreement") to promote the development of certain tax delinquent properties; and

WHEREAS, by Ordinance No. 2005-702, passed and adopted on June 8, 2005, the City was authorized to enter into a First Amendment to the Original Agreement ("First Amendment") to add delinquent properties for potential redevelopment and an Ancillary Land Exchange Agreement between the City and the Houston Independent School District in connection therewith; and

WHEREAS, pursuant to Ordinance No. 2009-224, passed and adopted on March 25, 2009, the City was authorized to enter into a Second Amendment to the Original Agreement ("Second Amendment") to extend the term of the Original Agreement, as amended, until March 12, 2014 and clarify certain provisions of the Original Agreement, as amended, regarding affected properties; and

WHEREAS, the term of the Original Agreement, as amended by the First Amendment and Second Amendment, including all appendices, and exhibits attached thereto, expired on March 12, 2014; and

WHEREAS, the Parties now desire to enter into this Restated Agreement, which incorporates the Original Agreement, First Amendment and Second Amendment into the Restated Agreement, under the terms and conditions set forth in this Restated Agreement; and

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

NOW, THEREFORE, for and in consideration of the mutual promises, covenants, agreements and benefits contained, in this Restated Agreement, the Parties agree as follows:

I.

The Original Agreement is attached hereto as Exhibit "A" and hereby incorporated and made a part of this Restated Agreement. Except as amended in the First Amendment, the Second Amendment and/or expressly amended or stated in this Restated Agreement, all of the terms and conditions set forth in the Original Agreement shall apply for the term of this Restated Agreement and the Parties shall comply with all of the terms and conditions of the Original Agreement.

II.

The First Amendment is attached hereto as Exhibit "B" and hereby incorporated and made a part of this Restated Agreement. Except as expressly amended in the Second Amendment or stated in this Restated Agreement, all of the terms and conditions set forth in the First Amendment shall apply for the term of this Restated Agreement and the Parties shall comply with all of the terms and conditions of the First Amendment, including but not limited to those terms and conditions of the Original Agreement amended by the First Amendment.

III.

The Second Amendment is attached hereto as Exhibit "C" and hereby incorporated and made a part of this Restated Agreement. Except as expressly amended or stated in this Restated Agreement, all of the terms and conditions set forth in the Second Amendment shall apply for the term of this Restated Agreement and the parties shall comply with all of the terms and conditions of the Second Amendment, including but not limited to those terms of the Original Agreement, amended by the First Amendment and the Second Amendment.

The following Sections contain amendments, modifications, or additions to the terms and conditions of the Original Agreement, as amended by the First Amendment and Second Amendment.

IV.

It is hereby agreed that this Restated Agreement shall serve as the express written agreement of the Parties and that the term of the Restated Agreement shall begin on the Countersignature Date of the City Controller and end on March 12, 2017, and the amendments set forth herein are incorporated into the Original Agreement, as amended by the First Amendment and Second Amendment.

V.

For purposes of this Restated Agreement, the properties described in Exhibits B and C to the Original Agreement (as supplemented by the addition of 1,478 properties described in Exhibit "A" to the First Amendment) are herein collectively referred to as the "Property".

The Property is hereby amended by deleting therefrom the properties described on Schedule 1 attached to this Restated Agreement, which consists of lots which, as of the Countersignature Date of the City Controller, are no longer subject to the Restated Agreement (the "Schedule 1 Lots").

The Property is further amended by deleting therefrom the properties described on Schedule 2 attached hereto, as to which foreclosure sales have already taken place pursuant to the Original Agreement, as amended by the First Amendment and Second Amendment, which properties have been heretofore conveyed by the City to LARA in accordance with the Original Agreement as amended by the First Amendment and Second Amendment (the "Schedule 2 Lots"). The conveyance to LARA by the City of each of the Schedule 2 Lots shall be rescinded by the City and LARA such that title to the Schedule 2 Lots shall revert to the City, to be held in trust by the City for the Parties pursuant to the Interlocal Agreement for the Sale of Seized and Tax Foreclosed Property. Following such rescission, the Schedule 2 Lots shall be maintained by LARA at LARA's cost and expense in accordance with its customary practices, policies and procedures as applied to the remaining Property.

Accordingly, from and after the Countersignature Date of the City Controller the Property shall consist only of those properties described in Schedule 3 attached to this Restated Agreement.

VI.

Article II of the Original Agreement, is hereby further amended by deleting the second sentence thereof and substituting in lieu and in place thereof the following:

> "If at the end of the term or any renewal periods any of the Parties elect not to renew or otherwise continue this Agreement, then the Authority agrees to convey to the City for the benefit of the Parties, at the Authority's expense, no later than sixty (60) days after the date of termination of this Agreement, any lot or parcel that the Authority has not at that time resold for use in accordance with the urban redevelopment plan."

The remainder of Article II of the Original Agreement, remains as written.

VII.

Article III. Section 5 of the Original Agreement is hereby amended by deleting same in its entirety and substituting in lieu and in place thereof the following:

"5. The Parties further agree that the properties listed on Schedule 3 of this Restated Agreement are properties currently titled to LARA by strike off and which remain subject to the Restated Agreement. The Parties hereby consent and authorize the City, pursuant to the Statute to convey all of each Party's right, title, and interest acquired by the Parties in any foreclosed property subject to the terms of the Original Agreement, as amended by the First Amendment, Second Amendment and this Restated Agreement, for an amount of consideration which is less than the market value specified in the judgment of foreclosure of such property

or which is less than the total amount of judgments against the property pursuant to this Agreement."

VIII.

Article III, Section 6 of the Original Agreement is hereby amended by deleting same and substituting in lieu and in place thereof the following:

"6. The Original Agreement, as amended by the First Amendment and Second Amendment, and as further amended by this Restated Agreement, shall only include those properties identified by the Harris County Appraisal District account numbers and further identified on Schedule 3 to this Restated Agreement. Other properties shall not be added without the express written consent of the governing bodies of all Parties."

IX.

Except as specifically provided above, no modifications or amendments to the rights and duties of the Parties under the Original Agreement, as amended by the First Amendment and Second Amendment, and as further amended by this Restated Agreement, are made or intended hereby, and the Original Agreement, as amended by the First Amendment and Second Amendment, and further amended by this Restated Agreement, remains in full force and effect. This Restated Agreement is binding only after execution by all Parties hereto.

X.

In the event of a conflict between the Original Agreement, First Amendment, Second Amendment and this Restated Agreement, this Restated Agreement shall prevail.

XI.

The parties may execute this Restated Agreement in multiple copies, each of which shall be an original.

IN WITNESS WHEREOF, the Parties have executed this Restated LARA Agreement to be effective on the Countersignature Date of the City Controller as set forth below (the "Effective Date").

ATTEST/SEAL

CITY OF HOUSTON, TEXAS

_____
Annise D. Parker, Mayor

_____
Anna Russell, City Secretary

COUNTERSIGNED:

DATE OF COUNTERSIGNATURE:

_____

_____
Ronald C. Green, City Controller

APPROVED:

APPROVED AS TO FORM:

_____
Neal Rackleff, Director
Housing and Community Development Department

By:_____
Senior Assistant City Attorney

APPROVED AS TO FORM:

Vince Ryan, County Attorney

By:_____
Assistant County Attorney

HARRIS COUNTY

_____
Ed Emmett, County Judge
Date Signed:_____

HARRIS COUNTY FLOOD CONTROL DISTRICT

By:_____
Ed Emmett, County Judge
Date Signed:_____

HARRIS COUNTY HOSPITAL DISTRICT

By:_____
Ed Emmett, County Judge
Date Signed:_____

HOUSTON COMMUNITY COLLEGE SYSTEM:

By:_____
Name:_____
Title:_____
Date Signed:_____

HOUSTON INDEPENDENT SCHOOL DISTRICT

_____
Juliet Stipeche
President, Board of Education
Date Signed:_____

_____
Anna Eastman
Secretary, Board of Education
Date Signed:_____

_____
Terry B. Grier, Ed.D.
Superintendent of Schools
Date Signed:_____

Approved as to Funding & Business Terms:

_____
Kenneth Huewitt
Chief Financial Officer
Date Signed:_____

Approved as to Form:

_____
Elneita Hutchins-Taylor
General Counsel
Date Signed:

PORT OF HOUSTON AUTHORITY OF HARRIS COUNTY, TEXAS

By:_____
Name:_____
Title:_____
Date Signed:_____

Approved as to Form:

By:_____
Name:_____
Title:_____

HARRIS COUNTY DEPARTMENT OF EDUCATION

By:_____
Name:_____
Title:_____
Date Signed:_____

LAND ASSEMBLAGE REDEVELOPMENT AUTHORITY

By:_____
Name:_____
Title:_____
Date Signed:_____

Exhibit “A”

City of Houston, Texas, Ordinance No. 2003- 1018

AN ORDINANCE AMENDING RESOLUTION NO. 1999-59; REPEALING ORDINANCE NO. 2002-911; APPROVING AND AUTHORIZING AN URBAN REDEVELOPMENT INTERLOCAL AGREEMENT BETWEEN THE CITY OF HOUSTON, THE LAND ASSEMBLAGE REDEVELOPMENT AUTHORITY, HOUSTON INDEPENDENT SCHOOL DISTRICT, HARRIS COUNTY, HARRIS COUNTY FLOOD CONTROL DISTRICT, HOUSTON COMMUNITY COLLEGE SYSTEM, PORT OF HOUSTON AUTHORITY, HARRIS COUNTY DEPARTMENT OF EDUCATION AND THE HARRIS COUNTY HOSPITAL DISTRICT TO PROMOTE THE DEVELOPMENT OF CERTAIN TAX-DELINQUENT PROPERTIES; AUTHORIZING ARTICLES OF AMENDMENT AND NEW BYLAWS FOR THE LAND ASSEMBLAGE REDEVELOPMENT AUTHORITY; CONTAINING FINDINGS AND OTHER PROVISIONS RELATING TO THE SUBJECT; AND DECLARING AN EMERGENCY.

WHEREAS, pursuant to City of Houston Resolution No. 1999-59, passed and adopted by City Council on October 27, 1999, the City of Houston ("City') approved the creation of the Land Assemblage Redevelopment Authority ("LARA"), together with certain Articles of Incorporation ("Articles") and bylaws ("Bylaws"); and

WHEREAS, LARA is a local government corporation created pursuant to Subchapter D of Chapter 431, Texas Transportation Code ("Act") and the provisions of Chapter 394 of the Texas Local Government Code ("Chapter 394") for various purposes, including without limitation, acquiring from the City certain tax-foreclosed properties and conveying those properties, at a price which may be less than the amount of the applicable tax judgments, to developers who will build affordable single-family homes on the properties to be sold to qualified low-income purchasers; and

WHEREAS, pursuant to Section 34.051 of the Texas Tax Code ("Code") and in order to accomplish the foregoing purposes, the City is required to enter into an interlocal agreement with all other applicable taxing authorities; and

WHEREAS, pursuant to Ordinance No. 2002-911, City Council approved a proposed interlocal agreement which, *inter alia,* would have provided for a nine-member board of directors for LARA; and

WHEREAS, other taxing authorities did not approve the proposed interlocal agreement previously approved by the City pursuant to Ordinance No. 2002-911; and

WHEREAS, the City now wishes to enter into an interlocal agreement in the form attached ("Interlocal Agreement") which, *inter alia*, provides for a thirteen-member board of directors for LARA; and

WHEREAS, the proposed Interlocal Agreement has now been formally approved by the Houston Independent School District, Harris County, and Harris County Flood Control District; and

WHEREAS, it is anticipated that the remaining applicable taxing authorities will approve the proposed Interlocal Agreement; and

WHEREAS, the proposed Interlocal Agreement requires that the composition of the LARA board of directors be changed from the composition as originally approved in Resolution 1999-59; and

WHEREAS, more particularly, the proposed Interlocal Agreement requires that LARA's Articles and Bylaws be amended to provide that:

(A) LARA will have a thirteen (13) member Board of Directors ("Board");
(B) No person shall be appointed as a director ("Director") who is not a resident of the City;
(C) Positions (1) through (5) on the Board will be appointed by the Mayor of the City, one of which positions shall always be the Chair of the Board ("Chair");
(D) Positions (6) and (7) on the Board will be appointed by the City Council;
(E) Positions (8), (9) and (10) shall be appointed by the Houston Independent School District ("HISD");
(F) Positions (11), (12) and (13) shall be appointed by Harris County; and
(G) at least two of the City-appointed Board members, and at least one of the Harris County-appointed Board members, and at least one of the HISD-appointed Board members will have direct relations in one or more of the targeted neighborhoods; and

WHEREAS, the City desires to enter into the Interlocal Agreement and desires that LARA be reconstituted in accordance with the provisions of the Interlocal Agreement and also desires that the City Secretary be named as LARA's registered agent; and

WHEREAS, the City desires to amend Resolution No.1999-59 and to repeal Ordinance No. 2002-911 to accomplish the purposes set out herein;

NOW, THEREFORE:

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

Section 1. The City Council hereby adopts the recitals set forth above and 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 as Exhibit A 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 and to take all actions necessary to effectuate the City's intent and objectives in approving such contracts, agreements, or other undertakings 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 contracts without further authorization from City Council.

Section 2. The City Council hereby approves the Articles of Amendment of LARA in substantially the form attached hereto as Exhibit B and authorizes the filing of such Articles of Amendment with the Secretary of State of the State of Texas, after their adoption by the Board of Directors of LARA, in the manner provided by law.

Section 3. The City Council hereby approves the Bylaws of LARA in substantially the form attached hereto as Exhibit C.

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 5th **day of** November, **2003.**

APPROVED this _____ **day of** _____, **2003.**

_____
Mayor of the City of Houston, Texas

Pursuant to Article VI, Section 6, of the Charter of the City of Houston, Texas, the effective date of the foregoing Ordinance is NOV 11 2003.

Anna Russell
Anna Russell, City Secretary

(Approved by Legal Dept. Jean White
Senior Assistant City Attorney

(Requested by Daisy A. Stiner, Director, Department of Housing and Community Development)

CAPTION PUBLISHED IN DAILY COURT REVIEW
DATE: NOV 11 2003

AYE	NO	2003-1018
✓		MAYOR BROWN
••••	••••	COUNCIL MEMBERS
✓		TATRO
✓		GALLOWAY
✓		GOLDBERG
✓		EDWARDS
✓		WISEMAN
✓		ELLIS
✓		KELLER
✓		VASQUEZ
✓		ALVARADO
✓		PARKER
✓		QUAN
✓		SEKULA-GIBBS
✓		BERRY
✓		ROBINSON
CAPTION	ADOPTED	

MAY 017 Rev. 7/02

URBAN REDEVELOPMENT INTERLOCAL AGREEMENT

THE STATE OF TEXAS §
§
COUNTY OF HARRIS §

55498
03/01/18

This **Urban Redevelopment Interlocal Agreement** ("Agreement") is entered into between the **City of Houston** ("City"); a municipal corporation and home-rule city of the State of Texas, principally situated in Harris County, Texas, acting by and through its governing body, the City Council of the City of Houston, **Harris County** ("County"), a political subdivision of the State of Texas, the **Harris County Flood Control District** ("Flood Control District"), a political subdivision of the State of Texas, acting by and through their governing body, the Commissioners Court, the **Houston Community College System** ("HCC"), a community college district created under the Texas Education Code, the **Houston Independent School District** ("HISD"), an independent school district and political subdivision organized under the laws of the State of Texas, the **Port of Houston Authority of Harris County, Texas** ("Port"), a political subdivision of the State of Texas, the **Harris County Department of Education** ("HCDE"), a body corporate and a political subdivision of the State of Texas, and the **Harris County Hospital District** ("HCHD"), a body corporate and a political subdivision of the State of Texas, (collectively hereinafter referred to as the "Parties") and the **Land Assemblage Redevelopment Authority** ("Authority"), a Texas non-profit corporation created pursuant to TEX. TRANSP. CODE. ANN. § 431.101 (Vernon 2000), and this agreement is entered into pursuant to the Interlocal Cooperation Act, TEX. GOVT CODE ANN. CH. 791.

The initial addresses of the Parties, which one party may change by giving written notice to the other parties are as follows:

City and Authority
Director of the Department of
Housing and Community Development
or Designee
City of Houston
P.O. Box 1562
Houston, Texas 77251

County and Flood Control District
Commissioners Court
Harris County Administration Bldg.
1001 Preston Avenue, 9th Floor
Houston, Texas 77002
Attention: Budget Director

HCC
Houston Community College System
1300 Holman
Houston, Texas 77004

HISD
Houston Independent School District
3830 Richmond Avenue
Houston, Texas 77027

Port
Port of Houston Authority
111 East Loop North
Houston, Texas 77029

HCDE
Harris County Department of Education
6300 Irvington
Houston, Texas 77022

HCHD
Harris County Hospital District
2525 Holly Hall
Houston, Texas 77054
Attention: President and Chief Executive Officer

WHEREAS, the Parties seek to work together in intergovernmental cooperation to address neighborhood redevelopment and health and safety issues common to their citizens, with the positive collateral effect, supported by all of the Parties, of returning tax delinquent unproductive properties back to productive use and back to producing tax revenue; and

WHEREAS, at a time with escalating costs, it is becoming increasingly difficult to respond to citizens' requests to abate health and safety nuisances that are related to or caused by blighted, abandoned or vacant properties lying within various neighborhoods; and

WHEREAS, the existence of many blighted, abandoned or vacant properties negatively impacts the tax revenues of local taxing units by annually adding to each taxing unit's delinquent tax rolls with little or no chance of ever recovering these assessments; and

WHEREAS, a rapid return of these properties to productivity would encourage revitalization of deteriorating neighborhoods, reduce governmental expenditures on these properties and provide an increased tax base which would thus enhance future tax revenues; and

WHEREAS, the Parties recognize inner city neighborhood revitalization as an important public policy; and

WHEREAS, the Parties want to work in cooperation to provide affordable housing opportunities as part of inner city neighborhood revitalization; and

WHEREAS, the Parties promote input from neighborhood representatives, as stakeholders, in determining the scope and character of neighborhood revitalization efforts in their neighborhoods; and

WHEREAS, the City has identified, researched and. cataloged many of the blightened, abandoned or vacant properties; and

WHEREAS, the Parties have identified certain neighborhoods of the City where there is a need for a strategic redevelopment approach to community revitalization; and

WHEREAS, the City and the County have jointly established goals ("Neighborhood Redevelopment Goals") for neighborhood urban redevelopment plans setting forth a strategic approach to the revitalization and redevelopment of declining urban areas through the development of neighborhood plans to eliminate blight and deterioration and enhance the quality of life for its

citizens;

WHEREAS, the Neighborhood Redevelopment Goals form a part of the City's Urban Redevelopment Plan, such a plan being required by TEX. TAX CODE ANN. §34.051 (Vernon Supp. 2002) as a condition to the sale of tax foreclosed properties thereunder, and the City has, by entering into this Agreement, confirmed and adopted the Neighborhood Redevelopment Goals as a part of its Urban Redevelopment Plan.

WHEREAS, the City has established an action plan calling for foreclosure, where appropriate, of tax delinquent and abandoned property in order to assemble land for redevelopment and revitalization in accordance with the joint Neighborhood Redevelopment Goals that provide for affordable housing and other land uses as appropriate; and

WHEREAS, the City has, as part of its foreclosure and land assemblage plan, created, pursuant to TEX. TRANSP. CODE §431.101 (Vernon Supp. 2002), a local government corporation called the Land Assemblage Redevelopment Authority ("Authority") and intends to utilize the Authority for the purpose of managing foreclosed properties and arranging for the disposition and development of such properties in accordance with policies and directives of the Board of Directors of the Authority and in accordance with the joint Neighborhood Redevelopment Goals.

WHEREAS, the Parties desire that the articles and by-laws of the authority be revised to provide for additional directors.

WHEREAS, the ultimate purposes of the City/County redevelopment plans and an action plan for foreclosure and land assembly are to eliminate blight and deterioration in neighborhoods, increase the tax base, neighborhood revitalization, and provide affordable housing opportunities.

NOW, THEREFORE, the Parties enter into this Interlocal Agreement also containing agreements with the Authority as follows:

ARTICLE I.

Purpose and Background

The purpose of this Agreement is to comply with the TEX. TAX CODE ANN. § 34.051 (Vernon Supp. 2002) (the "Statute") that authorizes the Parties to enter into an interlocal agreement governing the resale of certain tax foreclosed properties. The principal goal of this Agreement, as mandated by subsection (b)(4) of the Statute, is to provide an efficient mechanism for returning deteriorated or unproductive properties to the tax rolls, enhancing the value of ownership to the surrounding properties, and improving the safety and quality of life in deteriorating neighborhoods. The Statute authorizes the taxing units that are parties to a tax judgment to consent, by interlocal agreement, to the sale by the City of tax foreclosed properties for less than the market value specified in the

judgment of foreclosure or less than the total amount of the judgments against the property. A deed by the City pursuant to such consent conveys all right, title, and interest acquired by each such taxing units, subject to any rights of redemption. The City and County have jointly established goals for urban redevelopment plans for certain areas of the City of Houston to provide an efficient mechanism for returning deteriorated or unproductive properties in such areas to the tax rolls, thereby enhancing the value of ownership to the surrounding properties and improving the safety and quality of life in deteriorating neighborhoods. A copy of the joint Neighborhood Redevelopment Goals is attached hereto as Exhibit "A". By execution of this Agreement, the Parties hereby authorize the City to convey tax foreclosed properties in accordance with the Statute and this Agreement at less than the market value specified in the judgment of foreclosure or less than the total amount of the tax judgments against the property to the Authority. Each deed must refer to an urban redevelopment plan, established by the City in accordance with the Statute, to provide affordable housing for families of low and moderate incomes and other land uses consistent with the Neighborhood Redevelopment Goals set forth in Exhibit "A" attached hereto. The Authority must use the property only in accordance with this Agreement and such urban redevelopment plan and for the purpose of carrying out the City and County goals for urban redevelopment through acquiring, assembling, maintaining, redeveloping and disposing of such tax foreclosed properties.

ARTICLE II.

Term and Termination

The initial term of this Agreement shall commence on the Effective Date, which shall be the date on which it has been approved and executed as required by law by all Parties (provided, however, that notwithstanding anything herein to the contrary, this Agreement shall not take effect until after countersignature by the Controller of the City and shall not take effect until fully approved and executed by the Authority), and shall continue for five (5) years thereafter, unless terminated earlier by any of the Parties pursuant to Article VII G below or unless extended upon further written agreement approved by formal action of all Parties. If at the end of the initial term or the renewal periods any of the Parties elect not to renew or otherwise continue this Agreement, then the City or the Authority, as applicable, agrees to convey to the County for the benefit of the Parties, at the City or Authority's expense, as applicable, no later than sixty (60) days after the date of termination of this Agreement, any lot or parcel of land that the City or Authority has not at that time resold for use in accordance with the urban redevelopment plan. These properties shall become subject to the terms and conditions of the Interlocal Agreement for the Sale of Seized and Tax foreclosed Property between HISD, the City and the County ("Foreclosed Property Program"). The provisions of this Article II pertaining to properties transferred to the Foreclosed Property Program shall survive the termination of this Agreement, however such termination shall come about.

ARTICLE III.

Properties Under Consideration

The Parties agree that all properties under consideration for tax foreclosure and resale under this Agreement must meet the following criteria:

1. Each property must either be vacant or distressed with all improvements, abandoned and unoccupied, and must have an ad valorem tax delinquency of six (6) or more years;

2. The total amount of charges accumulating against the subject property including municipal health and safety liens, outstanding ad valorem taxes, penalties and interest owed to taxing units, and attorneys' fees and cost of foreclosure and sale must be greater than the appraised value appearing on the most recent appraisal roll prepared by the Harris County Appraisal District;

3. Each property must be in an area where a neighborhood urban redevelopment plan to provide affordable housing for families of low and moderate incomes and other land uses consistent with the Neighborhood Redevelopment Goals set forth in Exhibit "A" attached hereto, has been developed in conjunction, with the neighborhood and the Authority.

4. Each property shall be sold to the Authority subject to any right of redemption which may then be in effect with distribution of the redemption proceeds to the respective taxing units in accordance with the applicable redemption statutes of the TEX. TAX CODE ANN..

5. Except as provided in Article III, Section 5, the Parties further agree that the properties listed on Exhibits "B" and "C", attached hereto and made a part hereof, are the only properties subject to this Agreement that will be foreclosed and subsequently sold by the Authority, and such sales shall be only for uses consistent with each neighborhood's urban redevelopment plan. The Parties hereby consent and authorize the City, pursuant to the Statute, to convey all of each Party's right, title, and interest acquired by the Parties in any foreclosed property subject to the terms of this Agreement for an amount of consideration which is less than the market value specified in the judgment of foreclosure of such property or which is less than the total amount of judgments against the property pursuant to this Agreement. Properties identified for foreclosure that meet the requirements set forth above will be targeted in the pilot project identified in the maps attached hereto as Exhibits "D" and "E".

6. The Agreement shall only include those properties identified by the Harris County Appraisal District account numbers and further identified as Exhibits "B" and "C" to this Agreement. Other properties shall not be added to Exhibits B and C without the express written consent of the governing bodies of all Parties.

ARTICLE IV.

Mechanism

The Authority shall act as a land assemblage authority that will serve as the depository for all foreclosed properties designated for redevelopment. The City shall, in accordance with this Agreement and the Statute, convey such foreclosed property without cost other than nominal consideration to the Authority for redevelopment. The Authority shall sell the foreclosed properties under terms and conditions established by the Board of the Authority in accordance with this Agreement for development consistent with this Agreement and Exhibit "A" and the City agrees to monitor such sales to ensure the sales are made in accordance with such terms and conditions. The Parties also agree that this Agreement shall constitute an agreement as required by TEX. TAX CODE ANN. § 34.01(j) to allow a constable making any sale of property subject to this Agreement to have that property struck off to the City rather than the Party requesting the sale. The Parties further agree that should any property subject to this Agreement be struck off to any Party other than the City, the City shall be authorized to sell that property pursuant to this Agreement and the Statute. The parties agree that any proceeds from the sale of each property by the Authority shall be first paid to the City to recover its non-administrative direct costs, if any, related to the Property, then to the County to recover all costs associated with the sale of property, and then to the Authority for maintenance of the property, management costs and all costs of resale under the terms of the agreement with the Authority and to fund other property acquisitions for redevelopment. The Authority shall include in each deed of conveyance a covenant that the property shall be used for a purpose consistent with the applicable terms of the Neighborhood Redevelopment Goals set forth in Exhibit "A" attached hereto and the City agrees to review all such deeds of conveyance to ensure that the required covenant is included. The Authority shall establish procedures whereby properties not used or developed in a manner consistent with Exhibit "A" shall revert back to the Authority for further handling under this Agreement.

The Authority shall not deviate from the joint Neighborhood Redevelopment Goals in the implementation of its purpose and the City agrees to monitor the Authority to ensure compliance.

ARTICLE V.

Structure of Corporation

The City shall not convey any property to the Authority and the Authority shall not accept any such property until the Articles and By-Laws of the Authority are amended to provide that (a) The Authority will have a thirteen person Board of Directors (the "Board"), (b) No person shall be appointed as a director ("Director") who is not a resident of the City, (c) Positions (1) through (5) on the Board will be appointed by the Mayor of the City, one of which positions shall always be the Chair of the Board ("Chair"), (d) Positions (6) and (7) on the Board will be appointed by the City Council, (e) Positions (8), (9) and (10) shall be appointed by the Houston Independent School District ("HISD") and (f), Positions (11), (12) and (13) shall be appointed by the County. Of the

thirteen Board members, the County and HISD agree that each will appoint at least one Board member who has direct relations with one or more of the targeted neighborhoods. The City agrees to appoint at least two Board members who have direct relations with one or more of the targeted neighborhoods. Evidence of direct relations with a targeted neighborhood includes residence in the targeted neighborhood, ownership of property, operation of business or church and/or civic club participation in the targeted neighborhood. The City and the Authority covenant not to change the size of the Board of Directors or appointment procedures for Board members without approval by the Mayor, County Commissioners Court and the HISD board of trustees.

ARTICLE VI.

Reports and Audits

The Authority will prepare and deliver to the Parties without demand, annual reports regarding the period July 1 through June 30, describing the status of each property foreclosed upon by the Parties hereunder, the status of each property conveyed to the Authority, and the Authority's progress toward meeting the Neighborhood Redevelopment Goals. Such reports must contain the Authority's assessment of its progress toward affordable and low-income housing. The Authority shall provide a semi-annual accounting of the proceeds of the sales of property itemized by property by the Authority and a reconciliation of all the expenses of the Authority. The reports shall be due within thirty (30) days from each June 30 and December 31. The Authority shall also provide an annual financial report by a certified public accountancy firm ("CPA firm"), on or about each October 1 beginning 2003 and each year thereafter, of the books and records of the Authority of all monies received and disbursed, accompanied by the executive summary and the opinion of the CPA firm. The Authority shall direct a copy of the report to the Parties contemporaneously with the delivery of the Authority's copy. It shall be a default of this Agreement if such reports or audited financial statements are not prepared and delivered to any Party when due. The Authority acknowledges and agrees that the Parties shall have the right, during the term of this Agreement and within three years after its termination, to audit the books and records of the Authority at its or their own expense. Furthermore, this right to perform an audit shall be independent of any other party's right or obligation to audit the books and records of the Authority.

ARTICLE VII.

Miscellaneous

A. Written Amendment.
This Agreement may be amended only by the mutual agreement of the Parties in writing.

B. Severability.
If any part of this Agreement is for any reason found to be unenforceable, all other parts remain enforceable unless the result materially prejudices any party.

C. Entire Agreement.
Save and except as may be provided in Article VII, K below, this Agreement embodies the entire agreement of the Parties. Except as may be provided in Article VII, K below, no other agreements, assurances, conditions, covenants (expressed or implied), or other terms of any kind, exist between the Parties regarding this Agreement.

D. Non-Waiver.
Failure of any Party hereto to insist on the strict performance of any of the agreements herein or to exercise any rights or remedies accruing hereunder upon default or failure of performance shall not be considered a waiver of the right to insist on, and to enforce by any appropriate remedy, strict compliance with any other obligation hereunder or to exercise any other right or remedy occurring as a result of any future default or failure of performance.

E. No Waiver of Immunity.
No Party hereto waives or relinquishes any immunity or defense on behalf of itself and its officers, employees and agents as a result of its execution of this Agreement and performance of the covenants contained herein.

F. Expansion of Project.
The obligation of the Parties to participate in the Project is limited to the properties identified in the exhibits attached to this Agreement. The Parties' participation does not extend to any additional property added to the project unless the Parties specifically agree as set forth in Article III, Section 6. The City and the County may agree, at any time, to review and amend the Neighborhood Redevelopment Goals and/or any operational procedures relating to this project. Such changes and amendments must be in writing and approved by the governing bodies of all Parties.

G. Default and Expiration of Agreement.
During the period covered by this Agreement and any amendments thereto, any of the Parties may declare a default hereunder and terminate this Agreement upon thirty (30) days notice to the other Parties if any of the Parties or the Authority breaches any covenant or condition of this Agreement and fails to cure such breach within sixty (60) days of receiving written notice from any of the Parties describing the breach in detail. The Parties expressly acknowledge that the failure of the Authority to undertake and thereafter to actively pursue providing affordable and low-income housing shall constitute a default under this Agreement. Further, any material deviation by the Authority from pursuit of the Neighborhood Redevelopment Goals or any other material deviation by the Authority from the requirements of this Agreement shall be deemed a default under this Agreement. In the event of termination or expiration as per Article II of this Agreement, no taxing unit shall convey any further property to the Authority. The Authority shall provide an accounting of all funds held by it and any funds to be realized on the future sales of property shall, after funding operating and maintenance costs for the Authority, be paid to the Parties on a proportionate basis as computed by the Harris County Tax Assessor and Collector.

Proportionate basis shall mean an amount equal to the proportion each participant's taxes, penalties, and interest bear to the total amount of taxes, penalties, and interest adjudged to be due in the tax judgments attributed to the foreclosed properties.

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

I. Notices.
All notices required or permitted by this Agreement must be in writing and are deemed delivered on the earlier of the date actually received or the third day following: (1) deposit in a United States Postal Service post office or receptacle; (2) with proper postage (certified mail, return receipt requested), and (3) addressed to the other Party at the address set out in the preamble of this Agreement or at such other address as the receiving Party designates by proper notice to the sending Party.

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

K. Necessary Parties.
All Parties acknowledge and agree that this Agreement is conditioned upon and shall not be effective unless and until each of the Parties has approved and executed this Agreement. If this Agreement is not executed by all of the Parties on or before the date which is six (6) months after the date on which this Agreement is first executed by any Party, this Agreement shall be void as to all Parties.

L. Applicable Law.
The conduct of all activities and the interpretation and application of this Agreement shall be in accordance with all applicable laws, regulations and procedures of the United States, the State of Texas and State of Texas regulatory agencies, as they may from time to time be amended ("Applicable Law"). To the extent of any conflict between this Agreement and Applicable Law, Applicable Law will control. City of Houston ordinances are applicable to this Agreement to the extent that such ordinances do not conflict with this Agreement.

ARTICLE VIII.

Special Provisions regarding Texas Education Agency

HISD is requesting a written opinion from the General Counsel of the Texas Education Agency ("TEA")with regard to the necessity of including certain language in the conveyance deeds from the City to the Authority pursuant to that certain order issued for Texas Public Schools in Civil Action No. 5281, styled *United States of America v. State of Texas, et al.* The parties agree to abide by the decision of the TEA General Counsel with regard to the content of the restrictive language, if any, that must be included in the conveyance deeds. Notwithstanding the foregoing, if the TEA does not, within thirty (30) days of the Effective Date of this Agreement, issue a written opinion requiring compliance with the aforementioned order, then the parties agree that the conveyance deeds from the City to the Authority will not be submitted to the TEA for review and will not include the restrictive language which is the subject of the referenced lawsuit.

ARTICLE IX.

Liability

Each Party to this Agreement, including the Authority, agrees that it shall have no liability whatsoever for the actions or omissions of an individual employed by another Party, regardless of where such individual's actions occurred. Each Party is solely responsible for the actions and/or omissions of its employees and officers.

Attest:

Anna Russell, City Secretary

CITY OF HOUSTON, TEXAS

By: Lee P. Brown

Lee P. Brown, Mayor

Approved:

Daisy A. Stiner, Director, Dept. of Housing and Community Development

Approved:

By:

Anthony W. Hall, Jr., City Attorney

Approved:

Director, Dept. of Finance and Administration

Countersigned By:

By:

Judy Gray Johnson, City Controller

Date: 12/12/03

Approved as to Form:

Jean White

Sr. Assistant City Attorney

HARRIS COUNTY

Approved as to Form:

MIKE STAFFORD
County Attorney

By:_____
Assistant County Attorney

HARRIS COUNTY

By:_____
ROBERT ECKELS
County Judge
Date Signed:_____

FLOOD CONTROL DISTRICT
HARRIS COUNTY FLOOD CONTROL DISTRICT

By:_____
ROBERT ECKELS
County Judge
Date Signed:_____

HCC
HOUSTON COMMUNITY COLLEGE SYSTEM:

By:_____
Name:_____
Title:_____

HISD
HOUSTON INDEPENDENT SCHOOL DISTRICT

By:_____ September 17, 2003
Name:_____
Title:_____

PORT
PORT OF HOUSTON AUTHORITY OF HARRIS COUNTY, TEXAS

By:_____
Name:_____
Title:_____

HARRIS COUNTY

Approved as to Form:

MIKE STAFFORD
County Attorney

By: _____
Assistant County Attorney

HARRIS COUNTY

By: _____
ROBERT ECKELS
County Judge
Date Signed: OCT 21 2003

FLOOD CONTROL DISTRICT
HARRIS COUNTY FLOOD CONTROL DISTRICT

By: _____
ROBERT ECKELS
County Judge
Date Signed: OCT 21 2003

HCC
HOUSTON COMMUNITY COLLEGE SYSTEM:

By: _____
Name: _____
Title: _____

HISD
HOUSTON INDEPENDENT SCHOOL DISTRICT

By: _____
Name: _____
Title: _____

PORT
PORT OF HOUSTON AUTHORITY OF HARRIS COUNTY, TEXAS

By: _____
Name: H.T. KORNEGAY
Title: Executive Director

HCDE
HARRIS COUNTY DEPARTMENT OF EDUCATION

By: _____
Name: JOHN EDWARD SAWYER
Title: SUPERINTENDENT

HCHD
HARRIS COUNTY HOSPITAL DISTRICT

By: _____
Name: _____
Title: _____

AUTHORITY
LAND ASSEMBLAGE REDEVELOPMENT AUTHORITY

By: _____ 3/12/04
Name: David L. Collins
Title: Chair

Presented to Commissioner's Court

OCT 21 2003

APPROVE _____

Recorded Vol ____ Page ____

THE STATE OF TEXAS §
COUNTY OF HARRIS §

The Commissioners Court of Harris County, Texas, convened at a meeting of said Court at the Harris County Administration Building in the City of Houston, Texas, on the ____ day of OCT 21 2003, with the following members present, to-wit:

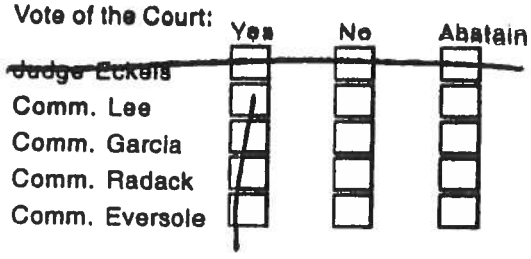
~~Robert Eckels~~	~~County Judge~~
El Franco Lee	Commissioner, Precinct No. 1
Sylvia Garcia	Commissioner, Precinct No. 2
Steve Radack	Commissioner, Precinct No. 3
Jerry Eversole	Commissioner, Precinct No. 4

and the following members absent, to-wit: Eckels,
constituting a quorum, when among other business, the following was transacted:

ORDER AUTHORIZING APPROVING AND AUTHORIZING EXECUTION OF URBAN REDEVELOPMENT INTERLOCAL AGREEMENT BETWEEN THE CITY OF HOUSTON, HARRIS COUNTY, THE HARRIS COUNTY FLOOD CONTROL DISTRICT, HOUSTON COMMUNITY COLLEGE SYSTEM, THE HOUSTON INDEPENDENT SCHOOL DISTRICT, THE PORT OF HOUSTON AUTHORITY OF HARRIS COUNTY, TEXAS, THE HARRIS COUNTY DEPARTMENT OF EDUCATION, AND THE HARRIS COUNTY HOSPITAL DISTRICT AND INCLUDING THE LAND ASSEMBLAGE REDEVELOPMENT AUTHORITY

Commissioner Eversole introduced an order and made a motion that the same be adopted. Commissioner Garcia seconded the motion for adoption of the order. The motion, carrying with it the adoption of the order, prevailed by the following vote:

	Yes	No	Abstain
Judge Eckels			
Comm. Lee			
Comm. Garcia			
Comm. Radack			
Comm. Eversole			



COMM. Lee ~~The County Judge~~ thereupon announced that the motion had duly and lawfully carried and that the order had been duly and law-fully adopted. The order thus adopted follows:

The County Judge is authorized to execute, on behalf of Harris County and the Harris County Flood Control District, an Urban Redevelopment Interlocal Agreement between the City of Houston, Harris County, the Harris County Flood Control District, Houston Community College System, the Houston Independent School District, the Port of Houston Authority of Harris County, Texas, the Harris County Department of Education, and the Harris County Hospital District and including the Land Assemblage Redevelopment Authority, a copy of which is attached hereto and incorporated herein for all purposes as if fully set forth word for word.

EXHIBIT A

City of Houston and Harris County Joint Neighborhood Goals for Urban Redevelopment Projects

The City of Houston ("the City") and Harris County (the "County") have agreed to jointly pursue urban redevelopment projects, such projects, on the City's part, being a portion of the City's overall plan for urban redevelopment. The land assemblage program is an important step toward City and County cooperative efforts. In order to ensure the effectiveness of the land assemblage program and direct the work of the Land Assemblage Redevelopment Authority ("Authority"), the City and the County agree to certain goals for urban redevelopment projects associated with the Urban Redevelopment Interlocal Agreement ("Agreement") to which this Exhibit is attached. These goals are herein identified as the Neighborhood Redevelopment Goals.

The overall objective of redevelopment projects in Houston is to assure the maintenance of quality neighborhoods through the revitalization of aging areas and the elimination of slums and blight in order to protect and enhance land values, achieve economic growth and redevelopment and ensure community stability. Redevelopment requires the improvement of critical elements in a neighborhood and the maintenance of those improvements through a sustained partnership of public and private investments. Urban redevelopment plans supporting redevelopment projects generally address a range of issues such as community support. economic development, infrastructure needs and affordable housing.

The key goals of plans include:

- To restrict the use of properties acquired by the Authority for the development of homes which are consistent with the neighborhood redevelopment plan.
- The Small Builder Developer Program – To assemble a cooperative effort between the Authority and single-family housing builders with limited means to strengthen the community's resource of builders.
- To utilize foreclosed properties in addressing the affordable housing crisis following the flood resulting from Tropical Storm Allison.
- Joint cooperation by the City and County to the Agreement in the implementation of redevelopment projects.
- Effective input from neighborhood representatives on the board in the creation and implementation of neighborhood urban redevelopment plans.
- Development of plans and programs that reflect a unified vision of a neighborhood.
- Recognition that neighborhoods in the city vary in their density, geography, history, tradition and demography and that Authority's redevelopment plans should reflect the special character of a neighborhood.

- Creation of opportunities for the development of affordable single and multi-famil housing for low and moderate income families, as established by current HUI pricing guidelines.

- Elimination of slums and blight and the stabilization and enhancement of property values in a neighborhood.

- Effective utilization of development tools and a range of public and private programs that together lead to comprehensive redevelopment of a neighborhood.

- Promotion of economic development in direct support of housing to ensure quality of life in revitalized neighborhoods, including institutional input and infrastructure, i.e. neighborhood stores, schools, parks and street improvements.

- Return to productive use of properties that are in long-term tax delinquency and unlikely to be developed, or otherwise maintained, in the absence of public redevelopment planning.

- Return to productive use of properties perceived as brownfields, where possible.

- Integration of neighborhood urban redevelopment plans with the City's Capital Improvements Program and community development block grant (CDBG) funding for projects.

Tax Delinquent Properties*
Third Ward-HCAD Sort

#	HCAD #	LEGAL DESCRIPTION
1	009-031-003-0001	LT 1 BLK 3 CARTERS SEC 2
2	010-162-000-0007	LT 7 BLK 8 COLUMBIA
3	010-164-000-0005	LT 5 BLK 10 COLUMBIA
4	019-006-000-0006	LT 6 BLK B HOLMAN OUTLOT 2
5	019-009-000-0001	LT 1 BLK A HOLMAN OUTLOT 3
6	019-009-000-0002	LTS 2 & 16 BLK A HOLMAN OUTL OT 3
7	019-012-000-0005	LT 5 BLK D HOLMAN OUTLOT 3
8	019-012-000-0015	TR 15 BLK D HOLMAN OUTLOT 3
9	019-012-000-0018	TR 4 BLK D (001*TR 18)HOLMAN OUTLOT 3
10	019-043-000-0005	LT 5 HOLMAN OUTLOT 11
11	019-044-000-0004	TRS 4 & 5A (001*TR 35)CROW - SETTEGAST
12	019-044-000-0005	TR 5 (001*TR 34)CROW - SETTEGAST
13	019-044-000-0011	TRS 7B & 8A (001*TR 53)CROW- SETTEGAST
14	019-044-000-0034	TRS 6B & 7 CROW & SETTEGAST
15	019-044-000-0035	TR 8B (001*TR 54)CROW - SETTEGAST
16	019-045-000-0012	LT 12 BLK 1 HOLMAN OUTLOT 13
17	019-045-000-0015	TR 6A BLK 1 (001*TR 13) HOLMAN OUTLOT 13
18	019-051-000-0001	TR 1B BLK 1 (001*TR 36)HOLMAN OUTLOT 14
19	019-051-000-0008	TR 7 BLK 1 (001*TR 5)HOLMAN OUTLOT 14
20	019-051-000-0015	TR 6A BLK 1 (001*TR 11)HOLMAN OUTLOT 14
21	019-051-001-0003	TR 2A BLK 2 (001*TR 20)HOLMAN OUTLOT 14
22	019-051-001-0008	TR 7 BLK 2 (001*TR 12)HOLMAN OUTLOT 14
23	019-051-001-0010	TR 10 BLK 2 (001*LT 6)HOLMAN OUTLOT 14
24	019-051-001-0011	TR 11 BLK 2 (001*LT 6)HOLMAN OUTLOT 14
25	019-052-000-0006	TR 6 BLK 3 (001*TR 14) HOLMAN OUTLOT 14
26	019-052-001-0001	LT 1 BLK 4 (001*TR 29)JUDD S AM C
27	019-052-001-0004	LT 4 BLK 4 (001*TR 31)JUDD S AM C
28	019-052-001-0009	TR 9 BLK 4 (001*TR 26)JUDD S AM C
29	019-052-001-0010	LT 10 BLK 4 (001*TR 25)JUDD S AM C
30	019-052-001-0027	LT 3 BLK 4 (001*TR 30)JUDD S AM C
31	019-054-001-0028	LT 28 BLK 2 BINZ & SETTEGAST
32	019-054-001-0038	LT 24 BLK 2 BINZ & SETTEGAST
33	019-056-000-0016	TR 6 (001*TR 10)HOLMAN OUTLOT 15
34	019-058-000-0012	.50 U/D INT IN TRS 6A 11 & 12(001*TRS 11 & 16)HOLMAN OUTLOT
35	019-058-000-0016	TR 16 (001*TRS 15 & 18)HOLMAN OUTLOT 15
36	019-058-000-0018	TR 18 (001*N PT 17 TR 36)HOLMAN OUTLOT 15
37	019-149-000-0020	LT 1 BLK 2 SHEPHERD COURT
38	019-157-000-0018	LTS 18 & 19 & TR 20 (001*TRS 1 4 & 15 444X102 OF BARLOW TRACT
39	019-158-006-0010	.50 U/D INT IN LT 10 BLK 6 (00 1*BARLOW TRACT)HOLMAN OUTLOT
40	019-158-006-0013	TR 4B BLK 6 (001*E 20 FT LT 4BARLOW TRACT) HOLMAN OUTLOT 34
41	019-162-000-0008	LT 8 BLK 3 HOLMAN OUTLOT 35
42	019-206-000-0011	LT 11 & TR 12B BLK 3 GEISELMAN
43	019-206-000-0012	TR 12A BLK 3 GEISELMAN
44	022-130-000-0008	LT 8 BLK 2 GEORGE KULHMAN
45	022-130-000-0014	TR 14 BLK 2 GEORGE KULHMAN
46	022-130-000-0015	TR 15 BLK 2 GEORGE KULHMAN
47	022-130-000-0032	TR 13A BLK 2 GEORGE KULHMAN
48	022-130-000-0036	TR 11A BLK 2 GEORGE KULHMAN
49	022-131-000-0008	LT 8A BLK 3 (001*TR 13)GEORGE KULHMAN
50	022-131-000-0009	LT 9A BLK 3 (001*TR 14)GEORGE KULHMAN
51	022-131-000-0017	TRS 17C & 18C BLK 3 (001*TR H30X90 OF A)GEORGE KULHMAN

Tax Delinquent Properties*
Third Ward-HCAD Sort

#	HCAD #	LEGAL DESCRIPTION
52	037-213-000-0003	LT 3 BLK 3 WILSON WM A
53	037-213-000-0004	LT 4 BLK 3 WILSON WM A
54	037-216-000-0001	LT 1 BLK 6 WILSON WM A
55	037-216-000-0002	LT 2 BLK 6 WILSON WM A
56	037-216-000-0003	LT 3 & TR 4A BLK 6 WILSON WM A
57	037-216-000-0004	TR 4 BLK 6 WILSON WM A
58	037-216-000-0005	TR 5 BLK 6 WILSON WM A
59	037-216-000-0012	TR 5A BLK 6 WILSON WM A
60	037-217-000-0004	LT 4 BLK 7 WILSON WM A
61	037-217-000-0005	LT 5 BLK 7 WILSON WM A
62	037-218-000-0001	LT 1 BLK 8 WILSON WM A
63	037-218-000-0007	LT 7 BLK 8 WILSON WM A
64	037-218-000-0008	LT 8 BLK 8 WILSON WM A
65	037-220-000-0003	TR 3 BLK 10 WILSON WM A
66	037-220-000-0004	LT 4 BLK 10 WILSON WM A
67	037-234-000-0008	LT 8 BLK 24 & LT 9 BLK 47 WILSON WM A
68	037-244-000-0005	LT 5 BLK 34 WILSON WM A
69	037-244-000-0006	LTS 6 & 7 BLK 34 WILSON WM A
70	037-244-000-0009	TRS 9 & 10 BLK 34 WILSON WM A
71	037-244-000-0010	TR 10A BLK 34 (001*TR 18)WILSON WM A
72	037-244-000-0015	TR 9A BLK 34 (001*TR 16)WILSON WM A
73	037-244-000-0016	TRS 9B & 10C BLK 34 (001*TR 17)WILSON WM A
74	037-244-000-0017	TR 10B BLK 34 (001*TR 15)WILSON WM A
75	037-245-000-0002	LT 2 BLK 35 WILSON WM A
76	037-246-000-0002	LT 2 BLK 36 WILSON WM A
77	037-255-000-0005	LT 5 BLK 45 WILSON WM A
78	037-257-000-0013	LT 13 BLK 47 WILSON WM A
79	041-031-028-0010	TR 7C (001*TR 16 50X100 OF D)ABST 75 H TIERWESTER
80	051-026-000-0007	LT 7 BLK 4 BOOKER T WASHINGTON
81	051-026-000-0009	LT 9 BLK 4 BOOKER T WASHINGTON
82	051-029-000-0011	LT 11 BLK 7 BOOKER T WASHINGTON
83	051-029-000-0012	LT 12 BLK 7 BOOKER T WASHINGTON
84	051-029-000-0019	TRS 13A & 14A BLK 7 (001*TR 29)BOOKER T WASHINGTON
85	051-036-000-0006	LT 6 BLK 14 BOOKER T WASHINGTON
86	051-316-000-0004	LT 4 BLK 6 PRAIRIE HOME
87	052-190-000-0001	LT 1 BLK B DREYLING GUSTAVE
88	057-213-000-0002	TR 2 BLK 5 (001*TR 24)PIERCE COURT
89	057-213-000-0005	LT 5 BLK 5 PIERCE COURT
90	057-213-000-0012	LT 12 BLK 5 PIERCE COURT
91	057-213-000-0022	LT 22 BLK 5 PIERCE COURT
92	063-166-001-0011	LT 11 BLK 1 WELLS
93	063-167-005-0006	LT 6 BLK 5 WELLS
94	063-167-005-0007	LT 7 BLK 5 WELLS
95	063-167-005-0008	LT 8 BLK 5 WELLS

Note:

* All properties are a minimum of 6 years delinquent. The total value of property taxes owed, health and safety liens, attorneys' fees, foreclosure and sale equal 100% or more of the most recent HCAD appraisal.

EXHII

#	HCAD #	LEGAL DESCRIPTION
1	004-035-000-0009	LTS 9 & 10 BLK 29 AUGUSTA
2	004-043-000-0009	LT 9 BLK 37 AUGUSTA
3	004-051-000-0001	LT 1 BLK 45 AUGUSTA
4	004-108-000-0004	LTS 4 & 5 BLK 102 AUGUSTA
5	004-237-000-0010	LT 10 BLK 12 ANGIERS SEC 1
6	004-239-014-0004	LT 4 BLK 14 ANGIERS SEC 1
7	009-142-000-0001	TR 1 BLK 22 (001*TR 4) CHAPMANS SEC 2
8	009-142-000-0002	LT 2 BLK 22 CHAPMANS SEC 2
9	009-144-000-0001	TRS 1 & 2 BLK 24 (001*TR 7) CHAPMANS SEC 2
10	009-146-000-0003	LT 3 BLK 26 CHAPMANS SEC 2
11	009-146-000-0004	LT 4 BLK 26 CHAPMANS SEC 2
12	009-235-000-0002	LT 2 BLK 1 CHEW F F
13	009-235-000-0006	LT 6 BLK 1 CHEW F F
14	009-235-000-0010	LT 10 BLK 1 CHEW F F
15	009-236-000-0005	TRS 5A 5B 6A & 6B BLK 2 CHEW F F
16	009-241-000-0002	LT 2 BLK 7 CHEW F F
17	009-241-000-0006	LTS 6 & 7 BLK 7 CHEW F F
18	009-247-000-0001	LT 1 BLK 13 CHEW F F
19	009-248-000-0004	LTS 4 & 5 BLK 14 CHEW F F
20	009-248-000-0006	LTS 6 & 7 BLK 14 CHEW F F
21	009-248-000-0008	LT 8 BLK 14 CHEW F F
22	009-248-000-0009	LT 9 BLK 14 CHEW F F
23	009-257-000-0004	LT 4 BLK 23 CHEW F F
24	009-257-000-0007	LT 7 BLK 23 CHEW F F
25	009-257-000-0008	LT 8 BLK 23 CHEW F F
26	009-258-000-0005	LTS 5 & 6 BLK 24 CHEW F F
27	009-259-000-0012	LT 12 BLK 25 CHEW F F
28	012-162-000-0002	LT 2 BLK 5 EAGLE
29	012-162-000-0004	LT 4 BLK 5 EAGLE
30	012-162-000-0005	LT 5 BLK 5 EAGLE
31	012-162-000-0020	TRS 8A & 9A BLK 5 EAGLE
32	012-163-000-0001	LTS 1 & 2 BLK 6 EAGLE
33	012-164-000-0005	LT 5 BLK 7 EAGLE
34	012-165-000-0008	TRS 8 & 9 BLK 8 EAGLE
35	012-165-000-0010	TR 10 BLK 8 EAGLE
36	012-167-000-0011	LT 11 BLK 10 EAGLE
37	015-199-000-0005	LT 6 & TR 7A BLK 9 (001*TR 15) GREGG SEC 2
38	015-199-000-0006	TRS 8A & 9A BLK 9 (001*TR 22) GREGG SEC 2
39	015-199-000-0009	TRS 1A 2A & 3A (001*TR 19) GREGG SEC 2
40	015-199-000-0010	TRS 3 & 4 BLK 9 (001*TR 20) GREGG SEC 2
41	015-199-000-0011	LT 5 & TR 4A BLK 9 (001*TR 21) GREGG SEC 2
42	015-199-000-0012	TRS 7 & 8 BLK 9 (001*TR 16) GREGG SEC 2
43	017-068-000-0002	LT 2 BLK 17 HOME
44	017-068-000-0011	LT 11 BLK 17 HOME
45	017-068-000-0012	LT 12 BLK 17 HOME
46	021-139-000-0032	TR 25 BLK 1 INGRAHAM
47	021-141-000-0015	TR 1A BLK 3 (001*TR 18) INGRAHAM
48	021-144-006-0003	LT 16 & TR 3 BLK 6 INGRAHAM
49	021-144-006-0015	TR 15A BLK 6 (001*TR 29) INGRAHAM
50	021-144-006-0022	TR 15B BLK 6 (001*TR 30) INGRAHAM

EXHIE

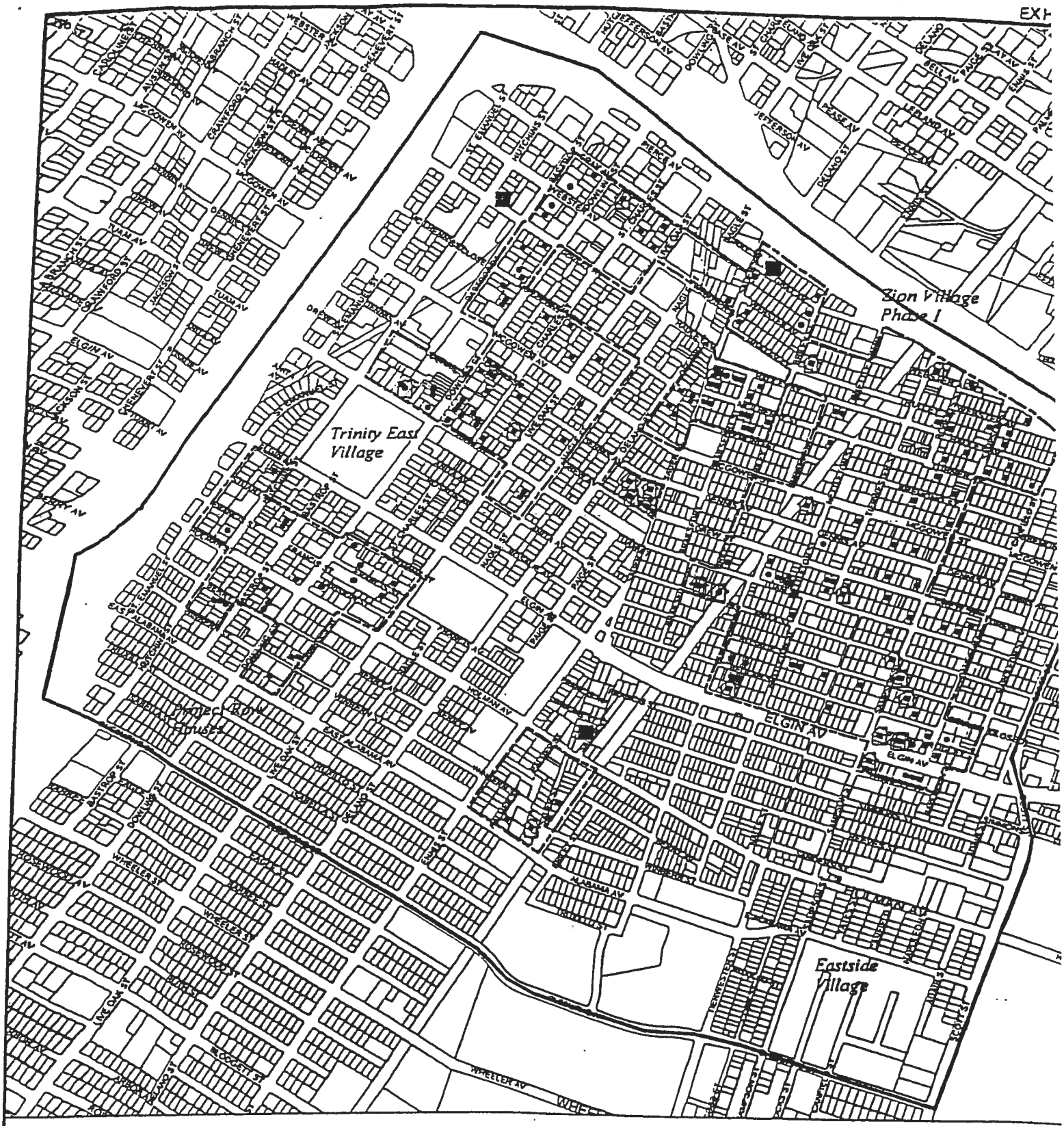
#	HCAD #	LEGAL DESCRIPTION
51	026-037-000-0005	LT 5 BLK 7 MATTHEWS
52	026-038-000-0006	LT 6 7 BLK 8 MATTHEWS
53	026-038-000-0008	LT 8 BLK 8 MATTHEWS
54	026-038-000-0009	LT 9 BLK 8 MATTHEWS
55	026-099-000-0010	LT 10 BLK 13 MICHAUD M M
56	026-099-000-0011	LT 11 BLK 13 MICHAUD M M
57	026-099-000-0012	LT 12 BLK 13 MICHAUD M M
58	030-019-001-0002	LT 2 BLK 1 RALSTON
59	030-019-001-0003	LT 3 BLK 1 RALSTON
60	030-019-001-0004	LT 4 BLK 1 RALSTON
61	030-019-001-0005	LT 5 BLK 1 RALSTON
62	030-019-001-0010	LT 10 BLK 1 RALSTON
63	030-019-002-0009	LT 9 BLK 2 RALSTON
64	030-020-004-0010	LT 10 BLK 4 RALSTON
65	030-020-004-0011	LT 12 & TR 13 BLK 4 RALSTON
66	033-170-000-0002	TR 2 BLK 10 (001*TR 14) PARKER SMITH
67	033-170-000-0003	TR 3 BLK 10 (001*TR 15) PARKER SMITH
68	033-170-000-0005	LTS 5 & 6 BLK 10 PARKER SMIT H
69	033-178-000-0005	LT 5 BLK 18 PARKER SMITH
70	033-178-000-0006	LT 6 BLK 18 PARKER SMITH
71	033-179-000-0001	LT 1 BLK 19 PARKER SMITH
72	033-179-000-0005	TRS 5A & 6A BLK 19 PARKER SMITH
73	033-184-000-0003	LT 3 BLK 24 SYNDOR EXTN
74	033-184-000-0004	LT 4 BLK 24 SYNDOR EXTN
75	039-341-000-0007	LT 7 BLK 2 GRANT PARK
76	039-342-000-0007	LT 7 BLK 3 GRANT PARK
77	039-343-000-0001	LT 1 BLK 4 GRANT PARK
78	039-343-000-0002	LT 2 BLK 4 GRANT PARK
79	039-343-000-0009	LTS 9 & 10 BLK 4 GRANT PARK
80	039-344-000-0008	LT 8 BLK 5 GRANT PARK
81	039-345-000-0005	LT 5 BLK 6 GRANT PARK
82	039-346-000-0001	LT 1 BLK 7 GRANT PARK
83	039-346-000-0002	LT 2 BLK 7 GRANT PARK
84	039-348-000-0009	LT 9 BLK 8 GRANT PARK
85	039-348-000-0010	LT 10 BLK 8 GRANT PARK
86	040-257-000-0013	TRS 10 & 10C (001*TR 7A) ABST 32 HARRIS & WILSON
87	040-257-000-0014	TR 10B (001*TR 7C) ABST 32 HARRIS & WILSON
88	040-257-000-0015	TR 10A (001*TR 7B) ABST 32 HARRIS & WILSON
89	040-257-000-0038	TRS 27 29 & 30 ABST 32 HARRIS & WILSON
90	040-266-003-0035	LTS 35 & 36 COLONIA DE JUAREZ U/R ABST 32 HARRIS & WILSON
91	040-266-009-0062	LT 62 LIBERTY GARDENS SEC 4 U /R ABST 32 HARRIS & WILSON
92	040-266-009-0064	LT 64 LIBERTY GARDENS SEC 4 U /R ABST 32 HARRIS & WILSON
93	042-208-000-0001	TR 1A (001*TR 12 60X70) KARCHE R TRACT U/R ABST 327 S M HARRIS
94	042-208-000-0077	TR 13 (001*TR 14) KARCHER TRAC T U/R ABST 327 S M HARRIS
95	050-346-000-0024	LT 24 LIBERTY
96	050-346-000-0026	LT 26 LIBERTY
97	050-346-000-0031	LT 31 LIBERTY
98	050-346-000-0032	LT 32 LIBERTY
99	050-346-000-0052	LTS 52 54 & 56 LIBERTY
100	050-346-000-0058	LT 58 LIBERTY

9/17/0

Tax Delinquent Properties*
Fifth Ward-HCAD Sort

#	HCAD #	LEGAL DESCRIPTION
101	050-346-000-0065	LT 65 LIBERTY
102	051-371-006-0004	TRS 4 & 5 BLK 6 BURKE EXTN S EC 3
103	056-133-000-0002	LT 2 BLK 3 COMFORT PLACE
104	056-133-000-0006	LT 6 BLK 3 COMFORT PLACE
105	056-133-000-0009	LT 9 BLK 3 COMFORT PLACE
106	056-133-000-0010	LT 10 BLK 3 COMFORT PLACE
107	056-142-012-0007	LT 7 BLK 12 COMFORT PLACE
108	056-144-000-0010	LT 10 BLK 14 COMFORT PLACE
109	056-144-000-0019	LT 19 BLK 14 COMFORT PLACE
110	056-144-000-0022	LT 22 BLK 14 COMFORT PLACE
111	056-144-000-0023	LT 23 BLK 14 COMFORT PLACE
112	056-144-000-0025	TR 25 BLK 14 COMFORT PLACE
113	056-144-000-0026	TR 26 BLK 14 COMFORT PLACE
114	056-144-000-0030	TRS 25A & 26A BLK 14 (001*TR 2 9) COMFORT PLACE
115	061-049-024-0007	LTS 7 8 & 13 THRU 17 BLK 24 PINECREST COURT SEC 3
116	061-049-024-0009	LTS 9 & 18 BLK 24 PINECREST COURT SEC 3
117	070-104-001-0002	LT 2 BLK 1 COLONIA WEISENBER GER SEC 1
118	070-104-001-0003	LT 3 BLK 1 COLONIA WEISENBER GER SEC 1
119	070-104-001-0015	LT 15 BLK 1 COLONIA WEISENBE RGER SEC 1
120	070-104-001-0016	LT 16 BLK 1 COLONIA WEISENBE RGER SEC 1
121	070-104-002-0003	LT 3 BLK 2 COLONIA WEISENBER GER SEC 1
122	070-104-002-0005	LT 5 BLK 2 COLONIA WEISENBER GER SEC 1

Note:
* All properties are a minimum of 6 years delinquent. The total value of property taxes owed, health and safety liens, attorneys' fees, foreclosure and sale equal 100% or more of the most recent HCAD appraisal.



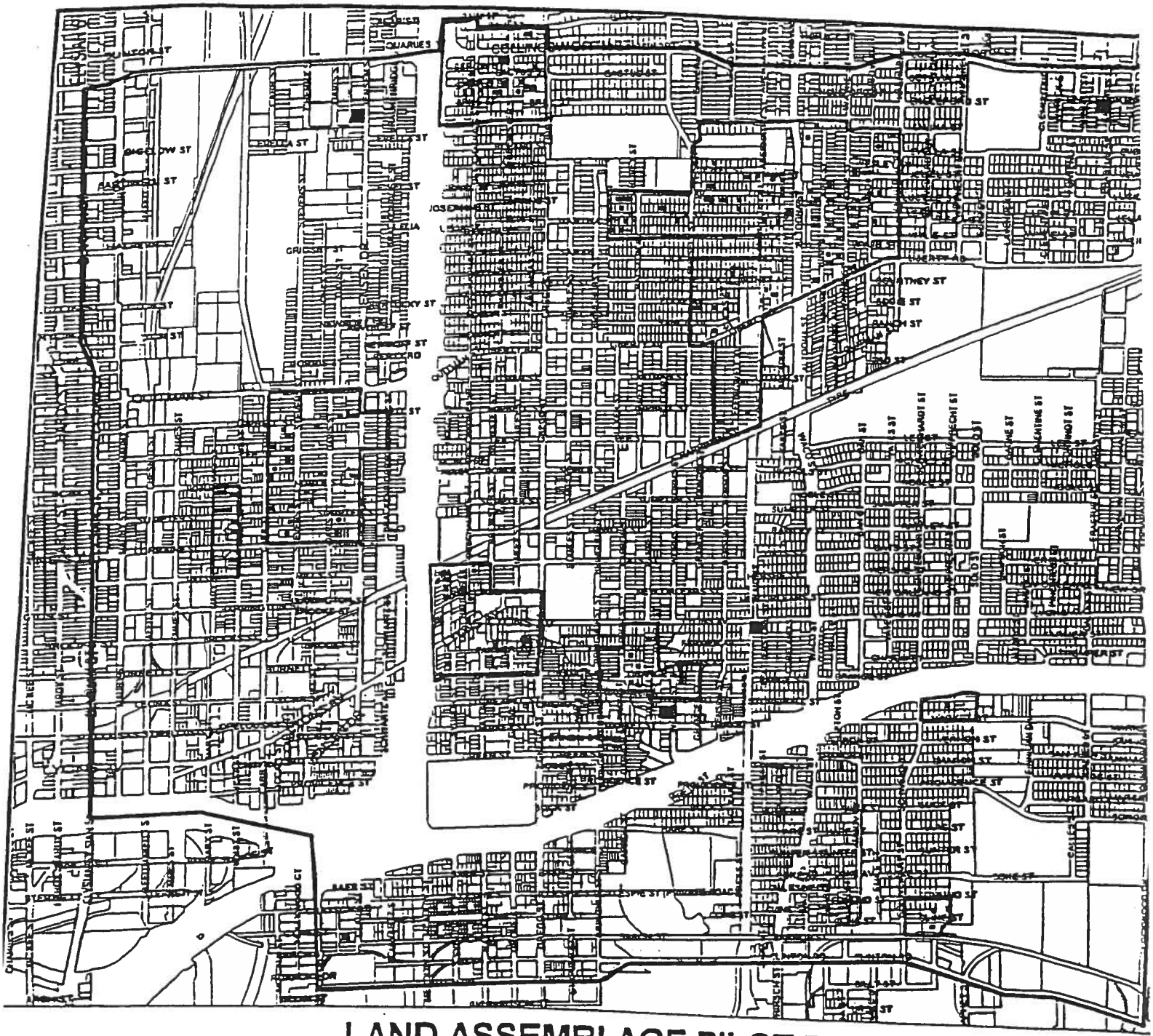
LAND ASSEMBLAGE PILOT PROJECT
Third Ward

PLANNING & DEVELOPMENT DEPARTMENT
Neighborhood Planning Services

600 0 600 Feet

Legend
- Tax Liens; long-term
- Building*
- Foreclosure, 1989 (F&A)
- Targeted Sub-Areas
- Third Ward Boundary

Notes:
Tax liens featured include penalty & interest
homesteads; breakdown of property's tax lie
approximately 25% for city, 25% for county a
HISD. Total lien values include health & safe
Tax liens shown are priority for pilot project u
targeted sub-areas; however, property resea
being conducted and properties slated for for
have not been determined.
* Data obtained through staff survey Summe
Tax Lien Data Source: Harris County, thru F
Joint Venture, thru Feb. 2000.



LAND ASSEMBLAGE PILOT PROJECT

Fifth Ward

CITY OF HOUSTON
PLANNING & DEVELOPMENT DEPARTMENT
Neighborhood Planning Services

1000 0 1000 Feet

September 6, 2000

Legend

- Tax Liens; long-term
- Building*
- Foreclosure, 1989 (F&A)
- Targeted Sub-Areas
- Fifth Ward Boundary

N

Notes:
Tax liens featured include penalty & interest; exclu
homesteads; breakdown of property's tax lien valu
approximately 25% for city, 25% for county and 50
HISD. Total lien values include health & safety lien
Tax liens shown are priority for pilot project inside
targeted sub-areas; however, property research is
being conducted and properties slated for foreclosu
have not been determined.
* Data obtained through staff survey Summer 19
Tax Lien Data Source: Harris County, thru Feb 9
Joint Venture, thru Feb. 2000.

No part of this document may be reproduced or
transmitted in any form without the expressed cons
in writing from the City of Houston's Planning

Exhibit "B"

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.**

(V) Other - Interlocal Agreement & Consent-no funding required at this time.

( ) **Other - Grant Funds Available**

Date: June 8, **2005**

City Controller of the City of Houston

FUND REF: N/A **AMOUNT:** N/A **ENCUMB. NO.:** RE32001-05

SMB Ref C55498 & 51687

City of Houston Ordinance No. 2005-702

AN ORDINANCE APPROVING AND AUTHORIZING: (1) A FIRST AMENDMENT TO URBAN REDEVELOPMENT INTERLOCAL AGREEMENT BETWEEN THE CITY AND OTHER TAXING UNITS TO ADD 1478 TAX DELINQUENT PROPERTIES FOR POTENTIAL REDEVELOPMENT; AND (2) AN ANCILLARY LAND EXCHANGE AGREEMENT BETWEEN THE CITY AND THE HOUSTON INDEPENDENT SCHOOL DISTRICT IN CONNECTION THEREWITH; CONTAINING VARIOUS FINDINGS AND PROVISIONS RELATING TO THE SUBJECT; AND DECLARING AN EMERGENCY.

* * * *

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

WHEREAS, as duly authorized by their respective governing bodies, the City of Houston ("City"), other local taxing units, and the Land Assemblage Redevelopment Authority ("LARA"),

on or about December 12, 2003, entered into an Urban Redevelopment Interlocal Agreement ("LARA Agreement") to establish a procedure pursuant to which certain 217 properties located in the City's Third and Fifth Wards would be redeveloped as affordable housing; and

WHEREAS, as set out herein, the parties to the LARA Agreement wish to consent to the addition of 1478 tax delinquent properties to the LARA Agreement by executing the First Amendment to Urban Redevelopment Interlocal Agreement, attached hereto as **Exhibit A**; and

WHEREAS, under the current Texas system for financing public schools, the Houston Independent School District ("HISD") will not realize financial benefit from the increased property values and tax revenues which will be generated after the LARA Agreement properties are developed and owned by tax paying citizens, which benefit will be realized by the City and the other taxing units; and

WHREAS, HISD is willing to consent to the addition of 1478 tax delinquent properties to the LARA Agreement only if the City is willing to provide a credit of $500 to HISD for each property which is not sold for a successful bid at tax foreclosure and is thereafter acquired by LARA, all as more particularly set out in the Ancillary Land Exchange Agreement, attached hereto as **Exhibit B**; and

WHREAS, the redevelopment of the neighborhoods and areas of the City in which the LARA properties are located is essential to the public purpose of economic development of the City by eliminating blight, underemployment, and unemployment and stimulating business and commercial activity; and

WHEREAS, the City expects the redevelopment of the LARA properties and surrounding areas to result in an increased tax base that will benefit the City; and

WHEREAS, the City cannot redevelop the LARA properties and realize the expected benefits of the economic development of the LARA properties without HISD's participation in an agreement among taxing units governing the resale of the tax foreclosed properties, as identified and agreed to in the LARA Agreement; and

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

NOW, THEREFORE:

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

Section 1. 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 documents which 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 and to take all actions necessary to effectuate the City's intent and objectives in approving such contracts, agreements, or other undertakings 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 contracts without further authorization from City Council.

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 8th day of June, 2005.

ADOPTED this _____ day of _____, 2005.

Bill White, Mayor of the City of Houston

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is JUN 14 2005.

City Secretary

(Prepared by Legal Dept.

Arturo Michel, City Attorney)

AYE	NO	2005-702
✓		MAYOR WHITE
....	....	COUNCIL MEMBERS
✓		LAWRENCE
	ABSENT	GALLOWAY
✓		GOLDBERG
✓		EDWARDS
✓		WISEMAN
✓		KHAN
	ABSENT	HOLM
✓		GARCIA
✓		ALVARADO
✓		ELLIS
✓		QUAN
✓		SEKULA-GIBBS
✓		GREEN
✓		BERRY
CAPTION	ADOPTED	

CAPTION PUBLISHED IN DAILY COURT REVIEW
DATE: JUN 14 2005

C55498
05-0702

FIRST AMENDMENT TO URBAN REDEVELOPMENT INTERLOCAL AGREEMENT

This **First Amendment to Urban Redevelopment Interlocal Agreement** ("First Amendment") is entered into between the **City of Houston** ("City"); a municipal corporation and home-rule city of the State of Texas, principally situated in Harris County, Texas, acting by and through its governing body, the City Council of the City of Houston, **Harris County** ("County"), a political subdivision of the State of Texas, the **Harris County Flood Control District** ("Flood Control District"), a political subdivision of the State of Texas, acting by and through their governing body, the Commissioners Court, the **Houston Community College System** ("HCC"), a community college district created under the Texas Education Code, the **Houston Independent School District** ("HISD"), an independent school district and political subdivision organized under the laws of the State of Texas, the **Port of Houston Authority of Harris County, Texas** ("Port"), a political subdivision of the State of Texas, the **Harris County Department of Education** ("HCDE"), a body corporate and a political subdivision of the State of Texas, and the **Harris County Hospital District** ("HCHD"), a body corporate and a political subdivision of the State of Texas, (collectively hereinafter referred to as the "Parties") and the **Land Assemblage Redevelopment Authority** ("Authority"), a Texas non-profit corporation created pursuant to TEX. TRANSP. CODE. ANN. § 431.101 (Vernon 2000) (collectively referred to as the "LARA Agreement Parties").

WHEREAS, as duly authorized by their respective governing bodies, the LARA Agreement Parties, on or about December 12, 2003, entered into the LARA Agreement to establish a procedure pursuant to which certain tax delinquent properties within the City would be redeveloped as affordable housing; and

WHEREAS, the LARA Agreement Parties wish to consent to the inclusion of additional properties for redevelopment under the LARA Agreement; and

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

NOW, THEREFORE, The Parties and the Authority enter into this First Amendment as follows:

I.

It is hereby agreed that this First Amendment shall serve as the express written consent of the LARA Agreement Parties for the purpose of adding the 1,478 properties listed on Exhibit "A," attached to this First Amendment and made a part hereof, to the properties listed in Exhibits B and C to the LARA Agreement.

II.

Except as specially provided above, no modifications or amendments to the rights and duties of the LARA Agreement Parties under the LARA Agreement are made or intended hereby,

and the LARA Agreement remains in full force and effect. This First Amendment is binding only after all parties listed below have signed this First Amendment.

IN WITNESS WHEREOF, the parties have executed this First Amendment to be effective, in multiple originals each of equal force, as of the date of countersignature by the City Controller as set forth below.

ATTEST/SEAL

Anna Russell
CITY SECRETARY

CITY OF HOUSTON

Bill White
MAYOR

COUNTERSIGNED

Annise Parker
CONTROLLER

DATE OF COUNTERSIGNATURE:

July 1, 2005

APPROVED:

Milton Wilson, Jr.
DIRECTOR, HOUSING AND COMMUNITY DEVELOPMENT DEPARTMENT

Arturo Michel
CITY ATTORNEY

HARRIS COUNTY

Approved as to Form:

MIKE STAFFORD
County Attorney

By: _____
Sr. Assistant County Attorney

HARRIS COUNTY

By: _____
ROBERT ECKELS
County Judge
Date Signed: JUN 07 2005

FLOOD CONTROL DISTRICT
HARRIS COUNTY FLOOD CONTROL DISTRICT

By: _____
ROBERT ECKELS
County Judge
Date Signed: JUN 07 2005

HCHD
HARRIS COUNTY HOSPITAL DISTRICT

By: _____
ROBERT ECKELS
County Judge
Date Signed: JUN 07 2005

HCCS
HOUSTON COMMUNITY COLLEGE SYSTEM

By:_____
Dr. Michael P. Williams
Chairman
Date Signed:_____

HOUSTON INDEPENDENT SCHOOL DISTRICT

By: _____
Dianne Johnson, President
Board of Education
Date Signed: _____

By: _____
Arthur M. Gaines, Jr, Secretary
Board of Education

By: _____
Abelardo Saavedra Ph.D.
Superintendent of Schools

Approved as to Funding and Business Terms:

By: _____
Melinda Garrett
Chief Financial Officer

Approved as to Form:

By: _____
Donald R. Boehm, Attorney

PORT

PORT OF HOUSTON AUTHORITY OF HARRIS COUNTY, TEXAS

By: _____

H.T. Kornegay

Executive Director

Date Signed: 6-15-05

HCDE
HARRIS COUNTY DEPARTMENT OF EDUCATION

By: _____
County School Superintendent
~~President~~

Date Signed: 6/22/05

AUTHORITY
LAND ASSEMBLAGE REDEVELOPMENT AUTHORITY

By: _____

Chairman
Date Signed: _____

THE STATE OF TEXAS §
COUNTY OF HARRIS §

The Commissioners Court of Harris County, Texas, convened at a meeting of said Court at the Harris County Administration Building in the City of Houston, Texas, on the ____ day of JUN 07 2005, with the following members present, to-wit:

Robert Eckels	County Judge
El Franco Lee	Commissioner, Precinct No. 1
Sylvia Garcia	Commissioner, Precinct No. 2
Steve Radack	Commissioner, Precinct No. 3
Jerry Eversole	Commissioner, Precinct No. 4

and the following members absent, to-wit: None, constituting a quorum, when among other business, the following was transacted:

ORDER AUTHORIZING APPROVING AND AUTHORIZING EXECUTION OF FIRST AMENDMENT TO URBAN REDEVELOPMENT INTERLOCAL AGREEMENT BETWEEN THE CITY OF HOUSTON, HARRIS COUNTY, THE HARRIS COUNTY FLOOD CONTROL DISTRICT, HOUSTON COMMUNITY COLLEGE SYSTEM, THE HOUSTON INDEPENDENT SCHOOL DISTRICT, THE PORT OF HOUSTON AUTHORITY OF HARRIS COUNTY, TEXAS, THE HARRIS COUNTY DEPARTMENT OF EDUCATION, AND THE HARRIS COUNTY HOSPITAL DISTRICT AND INCLUDING THE LAND ASSEMBLAGE REDEVELOPMENT AUTHORITY

Commissioner Radack introduced an order and made a motion that the same be adopted. Commissioner Eversole seconded the motion for adoption of the order. The motion, carrying with it the adoption of the order, prevailed by the following vote:

	Yes	No	Abstain
Judge Eckels	☒	☐	☐
Comm. Lee	☒	☐	☐
Comm. Garcia	☒	☐	☐
Comm. Radack	☒	☐	☐
Comm. Eversole	☒	☐	☐

The County Judge thereupon announced that the motion had duly and lawfully carried and that the order had been duly and law-fully adopted. The order thus adopted follows:

The County Judge is authorized to execute, on behalf of Harris County, the Harris County Flood Control District, and the Harris County Hospital District the First Amendment to Urban Redevelopment Interlocal Agreement between the City of Houston, Harris County, the Harris County Flood Control District, Houston Community College System, the Houston Independent School District, the Port of Houston Authority of Harris County, Texas, the Harris County Department of Education, and the Harris County Hospital District and including the Land Assemblage Redevelopment Authority, a copy of which is attached hereto and incorporated herein for all purposes as if fully set forth word for word.

Presented to Commissioners' Court

JUN 07 2005

APPROVE _____

Recorded Vol _____ Page _____

EXHIBIT "A"

AREA	HCAD	STNAME	ADDRNO	LEGAL
Acres Home	0162770280006			
Acres Home	0162760230037			
Acres Home	0162750130032			
Acres Home	0162740080034			
Acres Home	0162730030025	APOLLO	00000	LT 25 BLK 3
Acres Home	0162730010021	APOLLO	00000	LTS 21 & 22 BLK 1
Acres Home	0162730010023	APOLLO	00000	LTS 23 & 24 BLK 1
Acres Home	0162730010025	APOLLO	00000	LT 25 BLK 1
Acres Home	0162730010031	APOLLO	00000	LT 26 BLK 1
Acres Home	0162730010027	APOLLO	00000	LTS 27 & 28 BLK 1
Acres Home	0162730010032	APOLLO	00000	LT 32 BLK 1
Acres Home	0162730010034	APOLLO	00000	LTS 34 & 35 BLK 1
Acres Home	0162730010036	APOLLO	00000	LTS 36 & 37 BLK 1
Acres Home	0162730010038	APOLLO	00000	LT 38 BLK 1
Acres Home	0162730020040	APOLLO	00000	LT 40 BLK 2
Acres Home	0162730060001	APOLLO	00000	LTS 1 & 2 BLK 6
Acres Home	0162730020041	APOLLO	00000	LT 38 BLK 2
Acres Home	0162730030041	APOLLO	00000	.20 U/D INT IN LTS 21 & 22 BLK 3
Acres Home	0162730060006	APOLLO	00000	LT 6 BLK 6
Acres Home	0162730060020	APOLLO	00000	LT 20 BLK 6
Acres Home	0162730060019	APOLLO	00000	LT 19 BLK 6
Acres Home	0162730030023	APOLLO	00000	LT 23 BLK 3
Acres Home	0162730060015	APOLLO	00000	LT 15 BLK 6
Acres Home	0162730030024	APOLLO	00000	LT 24 BLK 3
Acres Home	0162730030028	APOLLO	00000	LT 28 BLK 3
Acres Home	0162730030036	APOLLO	00000	LTS 36 & 37 BLK 3
Acres Home	0162730030032	APOLLO	00000	LT 32 BLK 3
Acres Home	0162730030029	APOLLO	00000	LTS 29 30 & 31 BLK 3
Acres Home	0162730030026	APOLLO	00000	LTS 26 & 27 BLK 3
Acres Home	0162730010030	APOLLO	00000	LT 31 & TR 30B BLK 1
Acres Home	0162730060018	APOLLO	00000	LT 18 BLK 6
Acres Home	0162730040020	APOLLO	00000	LT 20 BLK 4
Acres Home	0162730050011	APOLLO	00000	LT 11 BLK 5
Acres Home	0162730050012	APOLLO	00000	LT 12 BLK 5
Acres Home	0162730050014	APOLLO	00000	LT 14 BLK 5
Acres Home	0162730050015	APOLLO	00000	LTS 15 & 16 BLK 5
Acres Home	0162730050017	APOLLO	00000	LTS 17 & 18 BLK 5
Acres Home	0162730050019	APOLLO	00000	LTS 19 & 20 BLK 5
Acres Home	0162730050001	APOLLO	00000	LTS 1 & 2 BLK 5
Acres Home	0162730040003	APOLLO	00000	LT 3 BLK 4
Acres Home	0162730040006	APOLLO	00000	LTS 6 & 7 BLK 4
Acres Home	0162730040017	APOLLO	00000	LT 17 BLK 4
Acres Home	0162730040018	APOLLO	00000	LT 18 BLK 4
Acres Home	0162730010033	APOLLO	00000	LT 33 BLK 1
Acres Home	0162730040019	APOLLO	00000	LT 19 BLK 4
Acres Home	0162730020036	APOLLO	00000	LTS 36 & 37 BLK 2
Acres Home	0162730020023	APOLLO	00000	LTS 23 & 24 BLK 2
Acres Home	0162730020022	APOLLO	00000	LT 22 BLK 2
Acres Home	0162730020021	APOLLO	00000	LT 21 BLK 2
Acres Home	0162730020029	APOLLO	00000	LT 29 BLK 2
Acres Home	0162730020034	APOLLO	00000	LTS 34 & 35 BLK 2
Acres Home	0162730020030	APOLLO	00000	LTS 30 & 31 BLK 2
Acres Home	0162730030034	APOLLO	06511	LTS 34 & 35 BLK 3
Acres Home	0162730020027	APOLLO	06703	LTS 27 & 28 BLK 2
Acres Home	0162730050006	APOLLO	06704	LTS 6 7 & 8 BLK 5
Acres Home	0162750170013	ARABELLE	00000	LT 13 BLK 17
Acres Home	0162750130034	ARABELLE	00000	LT 34 BLK 13
Acres Home	0162750160041	ARABELLE	00000	LT B BLK 16
Acres Home	0162750170014	ARABELLE	00000	LTS 14 15 & 16A BLK 17
Acres Home	0162750170011	ARABELLE	00000	LT 11 BLK 17
Acres Home	0162750170001	ARABELLE	00000	LT 1 BLK 17
Acres Home	0162750150022	ARABELLE	00000	LTS 22 & 23 BLK 15
Acres Home	0162750140025	ARABELLE	00000	LT 25 BLK 14
Acres Home	0162750140024	ARABELLE	00000	LT 24 BLK 14
Acres Home	0162750140035	ARABELLE	00000	TR 19B BLK 14
Acres Home	0162750170029	ARABELLE	00000	LT 29 BLK 17
Acres Home	0162750160005	ARABELLE	00000	LTS 5 & 6 BLK 16
Acres Home	0162750130033	ARABELLE	00000	LT 33 BLK 13
Acres Home	0162750130035	ARABELLE	00000	LTS 35 36 & 37 BLK 13
Acres Home	0162750130038	ARABELLE	00000	TR A BLK 13
Acres Home	0162750160016	ARABELLE	00000	LT 16 BLK 16

Acres Home	0162750160009	ARABELLE	00000	LTS 9 & 10 BLK 16
Acres Home	0162750160008	ARABELLE	00000	LT 8 BLK 16
Acres Home	0162750180012	ARABELLE	00000	LTS 12 & 13 BLK 18
Acres Home	0162750160007	ARABELLE	00000	LT 7 BLK 16
Acres Home	0162750180016	ARABELLE	00000	LTS 16 17 & 18 BLK 18
Acres Home	0162750160004	ARABELLE	00000	LT 4 BLK 16
Acres Home	0162750180011	ARABELLE	00000	LT 11 BLK 18
Acres Home	0162750150031	ARABELLE	00000	LTS 31 & 32 BLK 15
Acres Home	0162750180014	ARABELLE	00000	LTS 14 & 15 BLK 18
Acres Home	0162750150024	ARABELLE	00065	LTS 24 & 25 BLK 15
Acres Home	0162750150029	ARABELLE	06517	LTS 29 & 30 BLK 15
Acres Home	0162750180008	ARABELLE	06518	LT 8 BLK 18
Acres Home	0162750170008	ARABELLE	06636	LTS 8 & 9 BLK 17
Acres Home	0162750130031	ARABELLE	06733	LT 31 BLK 13
Acres Home	0162750130020	ARABELLE	06815	LTS 21 22 & 23 BLK 13
Acres Home	0162760220013	COHN	00000	LTS 13 & 14 BLK 22
Acres Home	0162760230013	COHN	00000	LT 13 BLK 23
Acres Home	0162760230010	COHN	00000	LT 10 BLK 23
Acres Home	0162760190021	COHN	00000	LTS 21 & 22 BLK 19
Acres Home	0162760200027	COHN	00000	LT 27 BLK 20
Acres Home	0162760200026	COHN	00000	LT 26 BLK 20
Acres Home	0162760200024	COHN	00000	LT 24 BLK 20
Acres Home	0162760200023	COHN	00000	LT 23 BLK 20
Acres Home	0162760200018	COHN	00000	LTS 18 19 & 20 BLK 20
Acres Home	0162760230014	COHN	00000	LT 14 BLK 23
Acres Home	0162760230004	COHN	00000	LTS 4 & 5 BLK 23
Acres Home	0162760230011	COHN	00000	LT 11 BLK 23
Acres Home	0162760220011	COHN	00000	LTS 11 & 12 BLK 22
Acres Home	0162760220003	COHN	00000	LTS 3 4 & 5 BLK 22
Acres Home	0162760230043	COHN	00000	LT F BLK 23
Acres Home	0162760190038	COHN	00000	LTS 38 & 39 BLK 19
Acres Home	0162760190037	COHN	00000	LT 37 BLK 19
Acres Home	0162760190036	COHN	00000	LT 36 BLK 19
Acres Home	0162760190030	COHN	00000	LTS 30 & 31 BLK 19
Acres Home	0162760220015	COHN	00000	LTS 15 & 16 BLK 22
Acres Home	0162760230018	COHN	00000	LT 18 BLK 23
Acres Home	0162760190042	COHN	00000	LT E BLK 19
Acres Home	0162760240005	COHN	00000	LT 5 BLK 24
Acres Home	0162760240012	COHN	00000	LTS 12 & 13 BLK 24
Acres Home	0162760240009	COHN	00000	LT 9 BLK 24
Acres Home	0162760240006	COHN	00000	LTS 6 7 & 8 BLK 24
Acres Home	0162760240003	COHN	00000	LT 2D & 3 BLK 24
Acres Home	0162760230009	COHN	00000	LT 9 BLK 23
Acres Home	0162760230017	COHN	00000	LT 17 BLK 23
Acres Home	0162760200025	COHN	06821	LT 25 BLK 20
Acres Home	0162760200022	COHN	06701	LT 22 BLK 20
Acres Home	0162760230006	COHN	06704	LTS 6 & 8 BLK 23
Acres Home	0162760230003	COHN	06716	LT 3 BLK 23
Acres Home	0162740120008	COUCH	00000	LT 8 BLK 12
Acres Home	0162740120009	COUCH	00000	LTS 9 & 10 BLK 12
Acres Home	0162740120013	COUCH	00000	LT 13 BLK 12
Acres Home	0162740120004	COUCH	00000	LTS 4 & 5 BLK 12
Acres Home	0162740120011	COUCH	00000	LTS 11 & 12 BLK 12
Acres Home	0162740120007	COUCH	00000	LT 7 BLK 12
Acres Home	0162740070025	COUCH	00000	LTS 25 & 26 BLK 7
Acres Home	0162740070031	COUCH	00000	LT 31 BLK 7
Acres Home	0162740090030	COUCH	00000	LT 30 BLK 9
Acres Home	0162740090031	COUCH	00000	LT 31 BLK 9
Acres Home	0162740090029	COUCH	00000	LT 29 BLK 9
Acres Home	0162740090028	COUCH	00000	LT 28 BLK 9
Acres Home	0162740090025	COUCH	00000	LT 25 BLK 9
Acres Home	0162740080031	COUCH	00000	LTS 31 32 BLK 8
Acres Home	0162740090024	COUCH	00000	LT 24 BLK 9
Acres Home	0162740120006	COUCH	00000	LT 6 BLK 12
Acres Home	0162740080033	COUCH	00000	LT 33 BLK 8
Acres Home	0162740080024	COUCH	00000	LTS 24 & 25 BLK 8
Acres Home	0162740080028	COUCH	00000	LTS 28 & 29 BLK 8
Acres Home	0162740080038	COUCH	00000	LTS 38 39 & 40 BLK 8
Acres Home	0162740110015	COUCH	00000	LT 15 BLK 11
Acres Home	0162740110004	COUCH	00000	LT 4 BLK 11
Acres Home	0162740110006	COUCH	00000	LT 6 BLK 11
Acres Home	0162740090026	COUCH	00000	LTS 26 & 27 BLK 9

Acres Home	0162740090034	COUCH	06519	LTS 34 & 35 BLK 9
Acres Home	0162730060023	D S BAILEY	00000	LT 23 BLK 6
Acres Home	0162730060028	D S BAILEY	00000	LTS 28 & 29 BLK 6
Acres Home	0162730050023	D S BAILEY	00000	LT 23 BLK 5
Acres Home	0162730060031	D S BAILEY	00000	LT 31 BLK 6
Acres Home	0162730060030	D S BAILEY	00000	LT 30 BLK 6
Acres Home	0162730050024	D S BAILEY	00000	LTS 24 & 25 BLK 5
Acres Home	0162730060025	D S BAILEY	00000	LT 25 BLK 6
Acres Home	0162730060024	D S BAILEY	00000	LT 24 BLK 6
Acres Home	0162740070006	D S BAILEY	00000	LT 6 BLK 7
Acres Home	0162740070032	D S BAILEY	00000	LT 2B BLK 7
Acres Home	0162740070008	D S BAILEY	00000	LT 8 BLK 7
Acres Home	0162740070015	D S BAILEY	00000	LT 15 BLK 7
Acres Home	0162740070003	D S BAILEY	00000	LT 5 BLK 7
Acres Home	0162740070014	D S BAILEY	00000	LT 14 BLK 7
Acres Home	0162740070012	D S BAILEY	06806	LTS 12 & 13 BLK 7
Acres Home	0162770250021	GRANVILLE	00893	LTS 21 & 22 BLK 25
Acres Home	0162730040001	GRANVILLE	01103	LT 1 BLK 4
Acres Home	0162770250010	KNOX	00000	LT 10 BLK 25
Acres Home	0162770250014	KNOX	00000	LT 14 BLK 25
Acres Home	0162770250008	KNOX	00000	LTS 8 & 9 BLK 25
Acres Home	0162760230033	KNOX	00000	LTS 33 34 & 35 BLK 23
Acres Home	0162770250016	KNOX	00000	LTS 16 & 17 BLK 25
Acres Home	0162770250018	KNOX	00000	LT 18 BLK 25
Acres Home	0162760240025	KNOX	00000	LT 25 BLK 24
Acres Home	0162760220026	KNOX	00000	LT 26 BLK 22
Acres Home	0162770260005	KNOX	00000	LTS 5 & 6 BLK 26
Acres Home	0162770260019	KNOX	00000	LTS 19 & 20 BLK 26
Acres Home	0162760240023	KNOX	00000	LTS 23 & 24 BLK 24
Acres Home	0162770260008	KNOX	00000	LT 8 BLK 26
Acres Home	0162770260018	KNOX	00000	LT 18 BLK 26
Acres Home	0162770260016	KNOX	00000	LTS 16 & 17 BLK 26
Acres Home	0162770260015	KNOX	00000	LT 15 BLK 26
Acres Home	0162770260012	KNOX	00000	LTS 12 & 13 BLK 26
Acres Home	0162770260011	KNOX	00000	LT 11 BLK 26
Acres Home	0162760220031	KNOX	00000	LT 31 BLK 22
Acres Home	0162770260010	KNOX	00000	LT 10 BLK 26
Acres Home	0162760230030	KNOX	00000	LTS 30 31 & 32 BLK 23
Acres Home	0162760220024	KNOX	00000	LTS 24 & 25 BLK 22
Acres Home	0162770250007	KNOX	00000	LT 7 BLK 25
Acres Home	0162760220030	KNOX	00000	LT 30 BLK 22
Acres Home	0162760230039	KNOX	00000	LTS 39 & 40 BLK 23
Acres Home	0162760220039	KNOX	00000	LTS 39 & 40 BLK 22
Acres Home	0162760230029	KNOX	00000	LT 29 BLK 23
Acres Home	0162770260041	KNOX	00000	LT M BLK 26
Acres Home	0162760240026	KNOX	06509	LTS 26 & 27 BLK 24
Acres Home	0162760240022	KNOX	06521	LT 22 BLK 24
Acres Home	0162760240021	KNOX	06523	LT 21 BLK 24
Acres Home	0162770270001	KNOX	06610	LTS 1 2 & 3 BLK 27
Acres Home	0162760230036	KNOX	06613	LT 36 BLK 23 HIGHLAND HTS
Acres Home	0162760230022	KNOX	06715	LTS 22 & 23 BLK 23
Acres Home	0162760220036	KNOX	06725	TR 36A BLK 22 (061*LT 4 42X100 SUBD OF LTS 32 TO 38 U/R BLK 22)
Acres Home	0162760220034	KNOX	06729	TR 35A BLK 22 (061*LT 3 42X100 SUBD OF LTS 32 TO 38 U/R BLK 22)
Acres Home	0162760220033	KNOX	06731	TR 34A BLK 22 (061*LT 2 42X100 SUBD OF LTS 32 TO 38 U/R BLK 22)
Acres Home	0162770250011	KNOX	06736	LTS 11 12 & 13 BLK 25
Acres Home	0162770250006	KNOX	06806	LT 6 BLK 25
Acres Home	0162770280038	MARROW	06910	LTS 38 39 & 40 BLK 28
Acres Home	0162740100029	MELON	01006	TR 29A BLK 10
Acres Home	0162760230042	MONTGOMERY	00000	LT L BLK 23
Acres Home	0162750130017	MONTGOMERY	00000	LT 17 BLK 13
Acres Home	0162770270008	MONTGOMERY	00000	LT 8 BLK 27
Acres Home	0162760240020	MONTGOMERY	00000	LT 20 BLK 24
Acres Home	0162760200012	MONTGOMERY	00000	LTS 12 & 13 BLK 20
Acres Home	0162760230041	MONTGOMERY	07014	LT K BLK 23
Acres Home	0162770250034	RADCLIFFE	00000	LT 34 BLK 25
Acres Home	0162770280009	RADCLIFFE	00000	LT 9 BLK 28
Acres Home	0162770280014	RADCLIFFE	00000	LT 14 BLK 28
Acres Home	0162770280070	RADCLIFFE	00000	LT 50 BLK 28
Acres Home	0162770280013	RADCLIFFE	00000	LT 13 BLK 28
Acres Home	0162770280012	RADCLIFFE	00000	LT 12 BLK 28
Acres Home	0162770250044	RADCLIFFE	00000	LTS 29 & 30 BLK 25
Acres Home	0162770250038	RADCLIFFE	00000	LTS 38 & 39 BLK 25

Acres Home	0162770280011	RADCLIFFE	00000	LT 11 BLK 28
Acres Home	0162770260023	RADCLIFFE	00000	LTS 23 & 24 BLK 26
Acres Home	0162770280010	RADCLIFFE	00000	LT 10 BLK 28
Acres Home	0162770250033	RADCLIFFE	00000	LT 33 BLK 25
Acres Home	0162770250031	RADCLIFFE	00000	LTS 31 & 32 BLK 25
Acres Home	0162770250027	RADCLIFFE	00000	LT 27 BLK 25
Acres Home	0162770250025	RADCLIFFE	00000	LTS 25 & 26 BLK 25
Acres Home	0162770250023	RADCLIFFE	00000	LTS 23 & 24 BLK 25
Acres Home	0162770280002	RADCLIFFE	00000	LT 2 BLK 28
Acres Home	0162770280001	RADCLIFFE	00000	LT 1 BLK 28
Acres Home	0162770250035	RADCLIFFE	00000	LTS 35 & 36 BLK 25
Acres Home	0162770280066	RADCLIFFE	00000	.3333 U/D INT IN LT 32 BLK 28
Acres Home	0162770280055	RADCLIFFE	00000	LT 55 BLK 28
Acres Home	0162770270021	RADCLIFFE	00000	LTS 21 & 22 BLK 27
Acres Home	0162770260037	RADCLIFFE	00000	LTS 37 & 38 BLK 26
Acres Home	0162770260039	RADCLIFFE	00000	LTS 39 & 40 BLK 26
Acres Home	0162770280034	RADCLIFFE	00000	LTS 34 & 35 BLK 28
Acres Home	0162770260021	RADCLIFFE	00000	LTS 21 & 22 BLK 26
Acres Home	0162770280032	RADCLIFFE	00000	.5 U/D INT IN LT 32 BLK 28
Acres Home	0162770280068	RADCLIFFE	00000	.0625 U/D INT OF .1666 U/D INT IN LT 32 BLK 28
Acres Home	0162770280069	RADCLIFFE	00000	.0625 U/D INT OF .1666 U/D INT IN LT 32 BLK 28
Acres Home	0162770260028	RADCLIFFE	00000	LTS 28 & 29 BLK 26
Acres Home	0162770260032	RADCLIFFE	00000	LTS 32 & 33 BLK 26
Acres Home	0162770270023	RADCLIFFE	00000	LTS 23 & 24 BLK 27
Acres Home	0162770260030	RADCLIFFE	00000	LTS 30 & 31 BLK 26
Acres Home	0162770280033	RADCLIFFE	00000	LT 33 BLK 28
Acres Home	0162770280041	RADCLIFFE	00000	LT 41 BLK 28
Acres Home	0162770280067	RADCLIFFE	00000	.0417 U/D INT OF .1666 U/D INT IN LT 32 BLK 28
Acres Home	0162770280054	RADCLIFFE	06420	LT 54 BLK 28
Acres Home	0162770280048	RADCLIFFE	06510	LTS 48 & 49 BLK 28
Acres Home	0162770270018	RADCLIFFE	06519	LT 18 BLK 27
Acres Home	0162770250043	RADCLIFFE	06601	LT I BLK 25
Acres Home	0162770260042	RADCLIFFE	06601	LT N BLK 26
Acres Home	0162770250040	RADCLIFFE	06603	LT 40 BLK 25
Acres Home	0162770280036	RADCLIFFE	06604	LT 36 BLK 28
Acres Home	0162770260035	RADCLIFFE	06605	LTS 35 & 36 BLK 26
Acres Home	0162770280030	RADCLIFFE	06636	LTS 30 & 31 BLK 28
Acres Home	0162770280005	RADCLIFFE	06916	LT 5 BLK 28
Acres Home	0162770280065	RATCLIFFE	00000	LT 0 BLK 28
Acres Home	0162770250037	RATCLIFFE	06605	LT 37 BLK 25
Acres Home	0162740120025	TUSKEGEE	00000	LT 25 BLK 12
Acres Home	0162750140005	TUSKEGEE	00000	LTS 5 & 6 BLK 14
Acres Home	0162750140003	TUSKEGEE	00000	LTS 3 & 4 BLK 14
Acres Home	0162740100015	TUSKEGEE	00000	LT 15 BLK 10
Acres Home	0162740110035	TUSKEGEE	00000	LT 35 BLK 11
Acres Home	0162740110032	TUSKEGEE	00000	LT 32 BLK 11
Acres Home	0162740110031	TUSKEGEE	00000	LT 31 BLK 11
Acres Home	0162740110028	TUSKEGEE	00000	LTS 28 & 29 BLK 11
Acres Home	0162750130006	TUSKEGEE	00000	LT 6 BLK 13
Acres Home	0162740100019	TUSKEGEE	00000	LT 19 BLK 10
Acres Home	0162740120021	TUSKEGEE	00000	LT 21 BLK 12
Acres Home	0162740110024	TUSKEGEE	00000	LT 24 BLK 11
Acres Home	0162740120026	TUSKEGEE	00000	LT 26 BLK 12
Acres Home	0162740120029	TUSKEGEE	00000	LT 29 BLK 12
Acres Home	0162740120032	TUSKEGEE	00000	LT 32 BLK 12
Acres Home	0162750150014	TUSKEGEE	00000	LT 14 BLK 15
Acres Home	0162750150018	TUSKEGEE	00000	LT 18 BLK 15
Acres Home	0162740100020	TUSKEGEE	00000	LTS 20 & 21 BLK 10
Acres Home	0162740100022	TUSKEGEE	00000	LTS 22 & 23 BLK 10
Acres Home	0162740100024	TUSKEGEE	00000	LTS 24 & 25 BLK 10
Acres Home	0162740110022	TUSKEGEE	00000	LTS 22 & 23 BLK 11
Acres Home	0162740110021	TUSKEGEE	00000	LT 21 BLK 11
Acres Home	0162750140016	TUSKEGEE	00000	LT 16 BLK 14
Acres Home	0162750140017	TUSKEGEE	00000	LTS 17 & 18 BLK 14
Acres Home	0162740100017	TUSKEGEE	00000	LTS 17 & 18 BLK 10
Acres Home	0162750140008	TUSKEGEE	00000	LT 8 BLK 14
Acres Home	0162750140013	TUSKEGEE	00000	LTS 13 & 14 BLK 14
Acres Home	0162750130010	TUSKEGEE	00000	LT 10 BLK 13
Acres Home	0162740100016	TUSKEGEE	00000	LT 16 BLK 10
Acres Home	0162750130009	TUSKEGEE	00000	LT 9 BLK 13
Acres Home	0162750150019	TUSKEGEE	00000	LTS 19 & 20 BLK 15
Acres Home	0162750130008	TUSKEGEE	00000	LT 8 BLK 13

Acres Home	0162750130007	TUSKEGEE	00000	LT 7 BLK 13
Acres Home	0162750140011	TUSKEGEE	00000	LT 11 BLK 14
Acres Home	0162740120033	TUSKEGEE	06515	LT 33 BLK 12
Acres Home	0162740120027	TUSKEGEE	06523	LTS 27 & 28 BLK 12
Acres Home	0162740120030	TUSKEGEE	06523	LTS 30 & 31 BLK 12
Acres Home	0162740110037	TUSKEGEE	06607	LTS 37 & 38 BLK 11
Acres Home	0162740110033	TUSKEGEE	06631	LTS 33 & 34 BLK 11
Acres Home	0162740110030	TUSKEGEE	06633	LT 30 BLK 11
Acres Home	0162750130014	TUSKEGEE	06810	LTS 14 15 & 16 BLK 13
Acres Home	0162750130004	TUSKEGEE	06822	LTS 4 & 5 BLK 13
Acres Home	0162750160025	UTAH	00000	LTS 25 & 26 BLK 16
Acres Home	0162760210003	UTAH	00000	LTS 3 4 5 & 6 BLK 21
Acres Home	0162760190011	UTAH	00000	LT 11 BLK 19
Acres Home	0162750180038	UTAH	00000	LTS 38 & 39 BLK 18
Acres Home	0162750180034	UTAH	00000	LTS 34 & 35 BLK 18
Acres Home	0162750180033	UTAH	00000	LT 33 BLK 18
Acres Home	0162750180030	UTAH	00000	LT 30 BLK 18
Acres Home	0162750180029	UTAH	00000	LT 29 BLK 18
Acres Home	0162750180026	UTAH	00000	LTS 26 27 & 28 BLK 18
Acres Home	0162760190001	UTAH	00000	LTS 1 & 2 BLK 19
Acres Home	0162750180021	UTAH	00000	LT 21 BLK 18
Acres Home	0162760190003	UTAH	00000	LTS 3 & 4 BLK 19
Acres Home	0162750170016	UTAH	00000	LT 16 BLK 17 P/S 504-287-269
Acres Home	0162750160029	UTAH	00000	LT 29 BLK 16
Acres Home	0162760190043	UTAH	00000	LT 12 BLK 19 P/S 504-287-258
Acres Home	0162760200003	UTAH	00000	LTS 3 & 4 BLK 20
Acres Home	0162760190010	UTAH	00000	LT 10 BLK 19
Acres Home	0162750160034	UTAH	00000	LTS 34 & 35 BLK 16
Acres Home	0162750160038	UTAH	00000	LTS 38 39 & 40 BLK 16
Acres Home	0162750160027	UTAH	00000	LTS 27 & 28 BLK 16
Acres Home	0162750160042	UTAH	00000	LT C BLK 16
Acres Home	0162750180025	UTAH	00000	LT 25 BLK 18
Acres Home	0162760200005	UTAH	00000	LTS 5 & 6 BLK 20
Acres Home	0162760190019	UTAH	00000	LTS 19 & 20 BLK 19
Acres Home	0162750180031	UTAH	06519	LTS 31 & 32 BLK 18
Acres Home	0162760210010	UTAH	06520	LTS 10 & 11 BLK 21
Acres Home	0162750170027	UTAH	06617	LT 27 BLK 17
Acres Home	0162760200009	UTAH	06710	LTS 9 & 10 BLK 20
Acres Home	0162760200008	UTAH	06714	LT 8 BLK 20
Acres Home	0162730020018	WHEATLEY	00000	TR 18 BLK 2
Acres Home	0162730020013	WHEATLEY	00000	TRS 13 & 14 BLK 2
Acres Home	0162730020003	WHEATLEY	00000	TR 3 BLK 2
Acres Home	0162730030004	WHEATLEY	00000	TR 4 BLK 3
Acres Home	0162730010016	WHEATLEY	00000	TRS 16 17 & 18 BLK 1
Acres Home	0162730030006	WHEATLEY	00000	TRS 6 & 7 BLK 3
Acres Home	0162730010015	WHEATLEY	00000	TR 15 BLK 1
Acres Home	0162730010009	WHEATLEY	00000	TRS 9 & 10 BLK 1
Acres Home	0162730010005	WHEATLEY	00000	LTS 5 & 6 BLK 1
Acres Home	0162730020019	WHEATLEY	00000	TR 19 BLK 2
Acres Home	0162730020017	WHEATLEY	00000	TR 17 BLK 2
Acres Home	0162730010007	WHEATLEY	00000	TRS 7 & 8 BLK 1
Acres Home	0162730020011	WHEATLEY	00000	TRS 11 & 12 BLK 2
Acres Home	0162730020007	WHEATLEY	00000	LT 7 BLK 2
Acres Home	0162730030019	WHEATLEY	06520	TRS 19 & 20 BLK 3
Acres Home	0162730030016	WHEATLEY	06520	TR 16 BLK 3
Acres Home	0162770270031	WILBURFORCE	00000	LT 15A BLK 27
Clinton Park	0141110100007			
Clinton Park	0141120160003	ARMSTRONG	00000	LTS 3 & 4 BLK 16
Clinton Park	0141120150011	ARMSTRONG	00000	LTS 11 & 12 BLK 15
Clinton Park	0141120150009	ARMSTRONG	00000	LTS 9 & 10 BLK 15
Clinton Park	0141120130035	ARMSTRONG	00000	LTS 35 & 36 BLK 13
Clinton Park	0141120160005	ARMSTRONG	00415	LTS 5 THRU 10 BLK 16
Clinton Park	0141120130033	ARMSTRONG	00422	LTS 33 & 34 BLK 13
Clinton Park	0141140220007	BOLDEN	00000	LT 7 BLK 22
Clinton Park	0141130190025	BOLDEN	00000	LT 25 BLK 19
Clinton Park	0141130190026	BOLDEN	00318	LTS 26 & 27 BLK 19
Clinton Park	0141170330007	CALLOWAY	00415	LTS 7 & 8 BLK 33
Clinton Park	0141170330013	CALLOWAY	00427	LTS 13 & 14 BLK 33
Clinton Park	0141150270035	CARTERSVILLE	00000	LTS 35 & 36 BLK 27
Clinton Park	0141160290019	CARTERSVILLE	00000	LTS 19 & 20 BLK 29
Clinton Park	0141150270027	CARTERSVILLE	00324	LT 27 & 28 BLK 27
Clinton Park	0141150280029	CARTERSVILLE	00428	LTS 29 30 31 & 32 BLK 28

Clinton Park	0141150280035	CARTERSVILLE	00436	LTS 35 & 36 BLK 28
Clinton Park	0141160300028	CLEARWATER	00000	LTS 26 & 27 BLK 30
Clinton Park	0141160300045	CLEARWATER	00000	LT 28 & 29 BLK 30
Clinton Park	0141160300025	CLEARWATER	00000	LTS 25 BLK 30
Clinton Park	0141160310003	CLEARWATER	00307	LTS 3 & 4 BLK 31
Clinton Park	0141160320007	CLEARWATER	00413	LTS 7 & 8 BLK 32
Clinton Park	0141090020019	CLINTON	09707	TR 37 BLK 2 LTS 19 20 21 & 22
Clinton Park	0141110120001	CONN	00000	LTS 1 2 3 & 4 BLK 12
Clinton Park	0141110120017	CONN	00000	LTS 17 & 18 BLK 12
Clinton Park	0141110100023	CONNECTICUT	00318	LTS 23 & 24 BLK 10
Clinton Park	0141110100027	CONNECTICUT	00326	.50 U/D INT IN LTS 27 & 28 BLK 10
Clinton Park	0141110100037	CONNECTICUT	00326	.50 U/D INT IN LTS 27 & 28 BLK 10
Clinton Park	0141110100033	CONNECTICUT	00336	LTS 33 34 35 & 36 BLK 10
Clinton Park	0141110090029	CONNECTICUT	00420	LTS 29 & 30 BLK 9
Clinton Park	0141110090035	CONNECTICUT	00436	LTS 35 & 36 BLK 9
Clinton Park	0141140220033	DE HAVEN	00000	LTS 33 & 34 BLK 22
Clinton Park	0141140220035	DE HAVEN	00336	LTS 35 & 36 BLK 22
Clinton Park	0141140240013	DE HAVEN	00427	LTS 13 & 14 BLK 24
Clinton Park	0141130190001	DELAWARE	00000	LTS 1 & 2 BLK 19
Clinton Park	0141130190003	DELAWARE	00000	LTS 3 & 4 BLK 19
Clinton Park	0141130200008	DELAWARE	00417	LT 8 9 & 10 BLK 20
Clinton Park	0141120160001	FIDELITY	00000	LTS 1 & 2 BLK 16
Clinton Park	0141180370021	FIDELITY	01302	LTS 21 & 22 BLK 37
Clinton Park	0141160320001	FIDELITY	01302	LTS 1 & 2 BLK 32
Clinton Park	0141110110019	GANS	00000	LTS 19 & 20 BLK 11
Clinton Park	0141120130007	GANS	00000	LTS 7 & 8 BLK 13
Clinton Park	0141110110033	GANS	00328	LTS 33 & 34 BLK 11
Clinton Park	0141090030007	MASCOT	00000	LTS 7 & 8 BLK 3
Clinton Park	0141090030005	MASCOT	00000	LTS 5 & 6 BLK 3
Clinton Park	0141100080013	MASSACHUSETTS	00427	LT 13 & 14 BLK 8
Clinton Park	0141170360014	MISSISSIPPI	00000	LTS 14 15 & 16 BLK 36
Clinton Park	0141170340021	MISSISSIPPI	00304	LTS 21 & 22 BLK 34
Clinton Park	0141170350003	MISSISSIPPI	00311	LTS 3 & 4 BLK 35
Clinton Park	0141170330035	MISSISSIPPI	00450	LT 35 BLK 33
Clinton Park	0141090040029	NEW HAMPSHIRE	00000	LT 29 BLK 4
Clinton Park	0141090030019	NEW HAMPSHIRE	00302	LTS 19 & 20 BLK 3
Clinton Park	0141100060005	NEW HAMPSHIRE	00311	LTS 5 & 6 BLK 6
Clinton Park	0141180390033	NEW MEXICO	00330	LTS 33 & 34 BLK 39
Clinton Park	0141180400033	NEW MEXICO	00470	LTS 33 & 34 BLK 40
Clinton Park	0141150250009	NORTH CAROLINA	00000	LTS 9 & 10 BLK 25
Clinton Park	0141140230023	NORTH CAROLINA	00318	LTS 23 & 24 BLK 23
Clinton Park	0141150260009	NORTH CAROLINA	00321	LTS 9 10 11 & 12 BLK 26
Clinton Park	0141150260019	OWENS	00000	LTS 19 & 20 BLK 26
Clinton Park	0141150250028	OWENS	00000	LT 28 BLK 25
Clinton Park	0141150260021	OWENS	00314	LTS 21 & 22 BLK 26
Clinton Park	0141120150031	PENNSYLVANIA	00000	LTS 31 & 32 BLK 15
Clinton Park	0141130170015	PENNSYLVANIA	00000	LTS 15 & 16 BLK 17
Clinton Park	0141130180009	PENNSYLVANIA	00000	LTS 9 10 11 & 12 BLK 18
Clinton Park	0141120160029	PENNSYLVANIA	00000	LTS 29 & 30 BLK 16
Clinton Park	0141130180001	PENNSYLVANIA	00311	LTS 1 2 3 & 4 BLK 18
Clinton Park	0141120150023	PENNSYLVANIA	00312	LTS 23 & 24 BLK 15
Clinton Park	0141130180005	PENNSYLVANIA	00315	LTS 5 & 6 BLK 18
Clinton Park	0141100080031	RHODE ISLAND	00000	LTS 31 & 32 BLK 8
Clinton Park	0141110090009	RHODE ISLAND	00000	LTS 9 & 10 BLK 9
Clinton Park	0141110100009	RHODE ISLAND	00319	LTS 9 & 10 BLK 10
Clinton Park	0141110090005	RHODE ISLAND	00409	LTS 5 & 6 BLK 9
Clinton Park	0141110090013	RHODE ISLAND	00427	LTS 13 & 14 BLK 9
Clinton Park	0141180380007	TENNESSEE	00311	LTS 7 & 8 BLK 38
Clinton Park	0141180370023	TITE	00000	LT 23 BLK 37
Clinton Park	0141180380031	TITE	00324	LT 31 BLK 38
Independence Heights	0620540180019			
Independence Heights	0620540180021			
Independence Heights	0620540180022			
Independence Heights	0211340650001			
Independence Heights	0211340650005			
Independence Heights	0620540180020			
Independence Heights	0211350690013		00000	LT 13 BLK 69
Independence Heights	0620540190007		00000	LT 7 BLK 19
Independence Heights	0211300000034		00000	LT 3 BLK 60
Independence Heights	0211330630028	36TH	00000	LT 28 BLK 63
Independence Heights	0211370730028	36TH	00000	LT 28 BLK 73
Independence Heights	0211370730030	36TH	00000	LT 30 BLK 73

Independence Heights	0211330630027	36TH	00000	LT 27 BLK 63
Independence Heights	0211370730021	36TH	00000	LT 21 BLK 73
Independence Heights	0211370730022	36TH	00000	LT 22 BLK 73
Independence Heights	0211330630020	36TH	00717	LT 20 BLK 63
Independence Heights	0211330630021	36TH	00717	LTS 21 & 22 BLK 63
Independence Heights	0211360720024	36TH	00813	LT 24 BLK 72
Independence Heights	0211360720018	36TH	00825	LTS 18 & 19 BLK 72
Independence Heights	0211360720017	36TH	00827	LT 17 BLK 72
Independence Heights	0211370730026	36TH	00919	LT 26 BLK 73
Independence Heights	0211370740022	37TH	00000	LTS 22 & 23 BLK 74
Independence Heights	0211330630032	37TH	00000	LT 10 BLK 63
Independence Heights	0211370730006	37TH	00000	LT 6 BLK 73
Independence Heights	0211330640027	37TH	00000	LT 27 BLK 64
Independence Heights	0211230000005	37TH	00000	LT 5 BLK 53
Independence Heights	0211230000007	37TH	00000	LT 7 BLK 53
Independence Heights	0211230000013	37TH	00000	TR 6B BLK 53
Independence Heights	0211330640019	37TH	00000	LT 19 BLK 64
Independence Heights	0211330640028	37TH	00000	LT 28 BLK 64
Independence Heights	0211310000005	37TH	00000	LT 5 BLK 61
Independence Heights	0211330630008	37TH	00000	LT 6 BLK 63
Independence Heights	0211370740016	37TH	00000	LT 16 BLK 74
Independence Heights	0211230000006	37TH	00516	TR 6A BLK 53
Independence Heights	0211320000002	37TH	00604	LT 2 BLK 62
Independence Heights	0211320000003	37TH	00606	LT 3 BLK 62
Independence Heights	0211320000004	37TH	00608	LT 4 BLK 62
Independence Heights	0211320000015	37TH	00629	LT 15 BLK 62
Independence Heights	0211320000016	37TH	00630	LTS 16 & 17 BLK 62
Independence Heights	0211330640030	37TH	00701	LT 30 BLK 64
Independence Heights	0211330630002	37TH	00702	LT 2 BLK 63
Independence Heights	0211330640029	37TH	00703	LT 29 BLK 64
Independence Heights	0211370730014	37TH	00802	LTS 14 & 15 BLK 73
Independence Heights	0211370730012	37TH	00804	LT 12 BLK 73
Independence Heights	0211370730013	37TH	00804	LT 13 BLK 73
Independence Heights	0211360710027	37TH	00805	LTS 27 & 28 BLK 71
Independence Heights	0211370730011	37TH	00806	LT 11 BLK 73
Independence Heights	0211370730010	37TH	00808	LT 10 BLK 73
Independence Heights	0211360710025	37TH	00811	LTS 25 & 26 BLK 71
Independence Heights	0211360710024	37TH	00813	LT 24 BLK 71
Independence Heights	0211360710022	37TH	00817	LT 23 BLK 71
Independence Heights	0211360720015	37TH	00830	LTS 14 & 15 BLK 72
Independence Heights	0211370740030	37TH	00900	LT 30 BLK 74
Independence Heights	0211370730001	37TH	00902	LT 1 BLK 73
Independence Heights	0211370730002	37TH	00904	LT 2 BLK 73
Independence Heights	0211370730003	37TH	00910	LT 3 BLK 73
Independence Heights	0211370730007	37TH	01002	LT 7 BLK 73
Independence Heights	0211370730008	37TH	01008	LT 8 BLK 73
Independence Heights	0211370730009	37TH	01012	LT 9 BLK 73
Independence Heights	0211370740021	37TH	01015	LT 21 BLK 74
Independence Heights	0211370740020	37TH	01019	LT 20 BLK 74
Independence Heights	0211370740017	37TH	01105	LTS 17 & 18 BLK 74
Independence Heights	0211350700022	38TH	00000	LT 22 BLK 70
Independence Heights	0211350700020	38TH	00000	LT 20 BLK 70
Independence Heights	0211350700019	38TH	00000	LT 19 BLK 70
Independence Heights	0211300000013	38TH	00000	LT 13 BLK 60
Independence Heights	0211310000027	38TH	00000	LT 27 BLK 61
Independence Heights	0211310000026	38TH	00000	LT 26 BLK 61
Independence Heights	0211300000008	38TH	00000	LT 8 BLK 60
Independence Heights	0211300000009	38TH	00000	LT 9 BLK 60
Independence Heights	0211330640009	38TH	00000	LT 9 BLK 64
Independence Heights	0211330640012	38TH	00000	LT 12 BLK 64
Independence Heights	0211330640010	38TH	00000	LTS 10 & 11 BLK 64
Independence Heights	0211330640006	38TH	00000	LT 6 BLK 64
Independence Heights	0211310000031	38TH	00000	LTS 31 & 32 BLK 61
Independence Heights	0211380750028	38TH	00000	LT 28 BLK 75
Independence Heights	0211380750027	38TH	00000	LT 27 BLK 75
Independence Heights	0211380750020	38TH	00000	LTS 20 & 21 BLK 75
Independence Heights	0211370740007	38TH	00000	LT 7 BLK 74
Independence Heights	0211370740012	38TH	00000	LT 12 BLK 74
Independence Heights	0211250000007	38TH	00507	LT 7 BLK 55
Independence Heights	0211240000011	38TH	00510	LTS 11 & 12 BLK 54
Independence Heights	0211240000013	38TH	00510	LT 13 BLK 54
Independence Heights	0211310000028	38TH	00610	LT 28 BLK 61

Independence Heights	0211300000014	38TH	00625	LT 14 BLK 60
Independence Heights	0211330640008	38TH	00718	LT 8 BLK 64
Independence Heights	0211330640015	38TH	00738	LT 15 BLK 64
Independence Heights	0211350700024	38TH	00813	LTS 24 & 25 BLK 70
Independence Heights	0211360710007	38TH	00816	LTS 7 & 8 BLK 71
Independence Heights	0211360710015	38TH	00826	LT 15 BLK 71
Independence Heights	0211360710014	38TH	00828	LT 14 BLK 71
Independence Heights	0211380750029	38TH	00901	LTS 29 & 30 BLK 75
Independence Heights	0211370740003	38TH	00904	LT 3 BLK 74
Independence Heights	0211370740004	38TH	00908	LT 4 BLK 74
Independence Heights	0211370740005	38TH	00912	LT 5 BLK 74
Independence Heights	0211250000018	39TH	00000	LT 18 BLK 55
Independence Heights	0211250000019	39TH	00000	LT 19 BLK 55
Independence Heights	0211290000008	39TH	00000	LTS 8 & 9 BLK 59
Independence Heights	0211290000006	39TH	00000	LTS 6 & 7 BLK 59
Independence Heights	0211380750008	39TH	00000	LT 8 BLK 75
Independence Heights	0211380750010	39TH	00000	LT 10 BLK 75
Independence Heights	0211300000025	39TH	00000	LTS 25 & 26 BLK 60
Independence Heights	0211380760027	39TH	00000	LT 27 BLK 76
Independence Heights	0211290000005	39TH	00000	LT 5 BLK 59
Independence Heights	0211350700015	39TH	00000	LT 15 BLK 70
Independence Heights	0211380750015	39TH	00000	LT 15 BLK 75
Independence Heights	0211350700008	39TH	00000	LT 8 BLK 70
Independence Heights	0211350700001	39TH	00000	LTS 1 & 2 BLK 70
Independence Heights	0211380750013	39TH	00000	LT 13 BLK 75
Independence Heights	0211340650012	39TH	00000	LT 12 BLK 65
Independence Heights	0211250000031	39TH	00504	LT 31 BLK 55
Independence Heights	0211250000032	39TH	00504	LT 32 BLK 55
Independence Heights	0211250000005	39TH	00505	LTS 5 & 6 BLK 55
Independence Heights	0211250000029	39TH	00508	LT 29 BLK 55
Independence Heights	0211260000015	39TH	00523	LTS 15 & 16 BLK 56
Independence Heights	0211290000016	39TH	00625	LTS 16 & 17 BLK 59
Independence Heights	0211300000023	39TH	00626	LT 23 BLK 60
Independence Heights	0211300000024	39TH	00626	LT 24 BLK 60
Independence Heights	0211300000022	39TH	00626	LT 22 BLK 60
Independence Heights	0211300000021	39TH	00626	LT 21 BLK 60
Independence Heights	0211300000018	39TH	00626	LTS 18 & 19 BLK 60
Independence Heights	0211300000019	39TH	00626	LT 20 BLK 60
Independence Heights	0211340660029	39TH	00703	LT 29 BLK 66
Independence Heights	0211340650003	39TH	00706	LT 3 BLK 65
Independence Heights	0211340660028	39TH	00711	LT 28 BLK 66
Independence Heights	0211340660026	39TH	00711	LT 26 BLK 66
Independence Heights	0211340660024	39TH	00713	LT 24 BLK 66
Independence Heights	0211340650006	39TH	00714	LT 6 BLK 65
Independence Heights	0211340650007	39TH	00716	LT 7 BLK 65
Independence Heights	0211340660023	39TH	00717	LT 23 BLK 66
Independence Heights	0211340650014	39TH	00738	LT 14 BLK 65
Independence Heights	0211350700009	39TH	00816	LT 9 BLK 70
Independence Heights	0211350700011	39TH	00822	LT 11 BLK 70
Independence Heights	0211380750009	39TH	01004	LT 9 BLK 75
Independence Heights	0211380750012	39TH	01010	LT 12 BLK 75
Independence Heights	0211380760019	39TH	01011	LT 19 BLK 76
Independence Heights	0620540180015	40 1/2	00501	LT 15 BLK 18
Independence Heights	0620540180023	40 1/2	00523	LT 23 BLK 18
Independence Heights	0620540190006	40 1/2	00607	LT 6 BLK 19
Independence Heights	0211380760003	40TH	00000	LT 3 BLK 76
Independence Heights	0211280000001	40TH	00000	LT 1 BLK 58
Independence Heights	0211280000004	40TH	00000	LT 4 BLK 58
Independence Heights	0211280000005	40TH	00000	LT 5 BLK 58
Independence Heights	0211280000007	40TH	00000	LT 7 BLK 58
Independence Heights	0211350690003	40TH	00000	LT 3 BLK 69
Independence Heights	0211350690001	40TH	00000	LT 1 BLK 69
Independence Heights	0211340660006	40TH	00000	LT 6 BLK 66
Independence Heights	0211350680004	40TH	00000	LT 4 BLK 68
Independence Heights	0211350680014	40TH	00000	LT 14 BLK 68
Independence Heights	0211270000009	40TH	00000	LT 9 BLK 57
Independence Heights	0211380760011	40TH	00000	LT 11 BLK 76
Independence Heights	0211380760009	40TH	00000	LT 9 BLK 76
Independence Heights	0211350680013	40TH	00000	LT 13 BLK 68
Independence Heights	0211350680007	40TH	00000	LT 7 BLK 68
Independence Heights	0211380770007	40TH	00000	LT 7 BLK 77
Independence Heights	0211340670008	40TH	00000	LT 8 BLK 67

Independence Heights	0211350690012	40TH	00000	LT 12 BLK 69
Independence Heights	0211380760012	40TH	00000	LT 12 BLK 76
Independence Heights	0211380760013	40TH	00000	LT 13 BLK 76
Independence Heights	0211260000021	40TH	00000	LT 21 BLK 56
Independence Heights	0211260000022	40TH	00000	LTS 22 23 & 24 BLK 56
Independence Heights	0211260000025	40TH	00000	LT 25 BLK 56
Independence Heights	0211260000026	40TH	00000	LT 26 BLK 56
Independence Heights	0211270000001	40TH	00000	LTS 1 & 2 BLK 57
Independence Heights	0211290000018	40TH	00000	LT 18 BLK 59
Independence Heights	0211290000019	40TH	00000	LT 19 BLK 59
Independence Heights	0211290000020	40TH	00000	LT 20 BLK 59
Independence Heights	0211290000021	40TH	00000	LT 21 BLK 59
Independence Heights	0211290000024	40TH	00000	LT 24 BLK 59
Independence Heights	0211260000028	40TH	00510	LTS 28 & 29 BLK 56
Independence Heights	0211270000010	40TH	00529	LT 10 BLK 57
Independence Heights	0211290000032	40TH	00604	LT 32 BLK 59
Independence Heights	0211290000031	40TH	00606	LT 31 BLK 59
Independence Heights	0211290000030	40TH	00608	LT 30 BLK 59
Independence Heights	0211280000006	40TH	00615	LT 6 BLK 58
Independence Heights	0211340670002	40TH	00703	LT 2 BLK 67
Independence Heights	0211340660004	40TH	00708	LT 4 BLK 66
Independence Heights	0211340660005	40TH	00710	LT 5 BLK 66
Independence Heights	0211350680001	40TH	00801	LT 1 BLK 68
Independence Heights	0211350690011	40TH	00826	LT 10 BLK 69
Independence Heights	0211350690015	40TH	00842	LT 15 BLK 69
Independence Heights	0211380760001	40TH	00901	LT 1 BLK 76
Independence Heights	0211380760005	40TH	00916	LT 5 BLK 76
Independence Heights	0211380760006	40TH	00920	LT 6 BLK 76
Independence Heights	0211380770008	40TH	01001	LT 8 BLK 77
Independence Heights	0620540180001	41ST	00400	TR 1A BLK 18
Independence Heights	0620540180002	41ST	00402	LT 2 BLK 18
Independence Heights	0620540180003	41ST	00404	LT 3 BLK 18
Independence Heights	0620540190004	41ST	00610	LT 4 BLK 19
Independence Heights	0211230000003	MAIN	07618	LTS 3 & 4 BLK 53
Independence Heights	0210740000008	MAIN	07904	LT 8 BLK 4
Independence Heights	0210740000007	MAIN	07906	LTS 6 & 7 BLK 4
Independence Heights	0210740000005	MAIN	07910	LT 5 BLK 4
Independence Heights	0210740000002	MAIN	07918	LT 2 BLK 4
Independence Heights	0210730000003	MAIN	08002	LT 3 BLK 3
Independence Heights	0211290000034	OXFORD	03814	LT 34 BLK 59
Independence Heights	0211290000033	OXFORD	03818	LT 33 BLK 59
Settegast	0300180110001			
Settegast	0121850000006			
Settegast	0122280000007			
Settegast	0300180070004			
Settegast	0122280000023			
Settegast	0122050000004		99999	LT 4 BLK 32
Settegast	0121900000008		99999	LTS 8 & 9 BLK 17
Settegast	0122040000004		99999	LTS 4 & 5 BLK 31
Settegast	0122050000010		99999	LT 10 BLK 32
Settegast	0122050000005		99999	LT 5 BLK 32
Settegast	0121900000004		99999	LT 4 BLK 17
Settegast	0122050000012		99999	LT 12 BLK 32
Settegast	0121900000006		99999	LT 6 BLK 17
Settegast	0122140000007		99999	LTS 7 & 8 BLK 41
Settegast	0122040000006		99999	LTS 6 & 7 BLK 31
Settegast	0122050000011		99999	LT 11 BLK 32
Settegast	0122050000003		99999	LT 3 BLK 32
Settegast	0122050000002		99999	LT 2 BLK 32
Settegast	0121900000015		99999	LTS 15 & 16 BLK 17
Settegast	0121900000013		99999	LT 13 BLK 17
Settegast	0121900000012		99999	LT 12 BLK 17
Settegast	0121900000011		99999	LT 11 BLK 17
Settegast	0122140000005		99999	LT 5 BLK 41
Settegast	0122140000015		99999	LT 15 BLK 41
Settegast	0122150000001		99999	LTS 1 2 3 & 4 BLK 42
Settegast	0122150000018	ADAIR	00000	LT 16 BLK 42
Settegast	0122640000008	ATTWATER	00000	LT 8 BLK 173
Settegast	0122650000009	ATTWATER	00000	LT 9 BLK 174
Settegast	0122710000001	ATTWATER	00000	LT 1 BLK 180
Settegast	0121850000011	BOBBY BROOKS	00000	LT 11 BLK 12
Settegast	0121850000009	BOBBY BROOKS	00000	LTS 9 & 10 BLK 12

Settegast	0122680000014	BOBBY BROOKS	00000	LT 14 BLK 177
Settegast	0122680000008	BOBBY BROOKS	00000	LT 8 BLK 177
Settegast	0122680000011	BOBBY BROOKS	00000	LTS 11 & 12 BLK 177
Settegast	0300180070013	BOBBY BURNS	00000	LT 13 BLK 4
Settegast	0300180070015	BOBBY BURNS	00000	LT 15 BLK 4
Settegast	0300180070009	BOBBY BURNS	00000	LTS 9 & 11 BLK 4
Settegast	0300180070007	BOBBY BURNS	00000	LT 7 BLK 4
Settegast	0300180040003	BOBBY BURNS	00000	LT 3 BLK 1
Settegast	0122660000013	BOBBY BURNS	00000	LT 13 BLK 175
Settegast	0300180060018	BOBBY BURNS	00000	LT 18 BLK 3
Settegast	0300180060014	BOBBY BURNS	00000	LT 14 BLK 3
Settegast	0300180050005	BOBBY BURNS	00000	TR 5A BLK 2
Settegast	0122690000005	BOBBY BURNS	00000	LT 5 BLK 178
Settegast	0122660000012	BOBBY BURNS	00000	LT 12 BLK 175
Settegast	0300180070003	BOBBY BURNS	00000	TRS 1B & 3A BLK 4
Settegast	0122660000003	BOBBY BURNS	00000	LT 3 BLK 175
Settegast	0122660000002	BOBBY BURNS	00000	LT 2 BLK 175
Settegast	0122110000001	BOBBY BURNS	00000	LT 1 BLK 38
Settegast	0122110000002	BOBBY BURNS	00000	LT 2 BLK 38
Settegast	0122660000008	BOBBY BURNS	00000	LT 8 BLK 175
Settegast	0122660000009	BOBBY BURNS	00000	LT 9 BLK 175
Settegast	0300180050002	BOBBY BURNS	00000	LT 2 BLK 2
Settegast	0122660000006	BOBBY BURNS	00000	LT 6 BLK 175
Settegast	0121870000007	BOBBY BURNS	00000	LTS 7 & 8 BLK 14
Settegast	0300180110016	BOBBY BURNS	00000	LT 16 BLK 8
Settegast	0300180110014	BOBBY BURNS	00000	LT 14 BLK 8
Settegast	0300180110012	BOBBY BURNS	00000	LT 12 BLK 8
Settegast	0300180110008	BOBBY BURNS	00000	LT 8 BLK 8
Settegast	0122690000002	BOBBY BURNS	00000	LT 2 BLK 178
Settegast	0300180100001	BOBBY BURNS	00000	TR 1A BLK 7
Settegast	0300180100022	BOBBY BURNS	00000	TR 1B BLK 7
Settegast	0122660000001	BOBBY BURNS	00000	LT 1 BLK 175
Settegast	0122660000005	BOBBY BURNS	00000	LT 5 BLK 175
Settegast	0121870000006	BOBBY BURNS	00000	LT 6 BLK 14
Settegast	0122660000004	BOBBY BURNS	00000	LT 4 BLK 175
Settegast	0300180110010	BOBBY BURNS	00000	LT 10 BLK 8
Settegast	0122660000014	BOBBY BURNS	00000	LT 14 BLK 175
Settegast	0122080000007	BOBBY BURNS	00000	LT 7 BLK 35
Settegast	0122080000005	BOBBY BURNS	00000	LTS 5 & 6 BLK 35
Settegast	0122080000004	BOBBY BURNS	00000	LT 4 BLK 35
Settegast	0122090000014	BOBBY BURNS	00000	LT 14 BLK 36
Settegast	0122090000013	BOBBY BURNS	00000	LT 13 BLK 36
Settegast	0122090000012	BOBBY BURNS	00000	LT 12 BLK 36
Settegast	0122090000011	BOBBY BURNS	00000	LT 11 BLK 36
Settegast	0121870000004	BOBBY BURNS	00000	LT 4 BLK 14
Settegast	0122090000008	BOBBY BURNS	00000	LT 8 BLK 36
Settegast	0122090000009	BOBBY BURNS	00000	LT 9 BLK 36
Settegast	0122660000007	BOBBY BURNS	00000	LT 7 BLK 175
Settegast	0121840000004	BOBBY BURNS	00000	LT 4 BLK 11
Settegast	0300180070046	BOBBY BURNS	00000	TR 19B BLK 4
Settegast	0121850000012	BOBBY BURNS	00000	LT 12 BLK 12
Settegast	0121850000013	BOBBY BURNS	00000	LT 13 BLK 12
Settegast	0121850000014	BOBBY BURNS	00000	LT 14 BLK 12
Settegast	0121840000002	BOBBY BURNS	00000	LT 2 BLK 11
Settegast	0300180110004	BOBBY BURNS	00000	TRS 2B & 4A BLK 8
Settegast	0121840000003	BOBBY BURNS	00000	LT 3 BLK 11
Settegast	0121870000003	BOBBY BURNS	00000	LT 3 BLK 14
Settegast	0122690000001	BOBBY BURNS	00000	LT 1 BLK 178
Settegast	0122690000003	BOBBY BURNS	00000	LT 3 BLK 178
Settegast	0122690000006	BOBBY BURNS	00000	LT 6 BLK 178
Settegast	0121860000013	BOBBY BURNS	00000	LT 13 BLK 13
Settegast	0121860000009	BOBBY BURNS	00000	LT 9 BLK 13
Settegast	0121860000010	BOBBY BURNS	00000	LT 1O BLK 13
Settegast	0122440000009	BOBBY BURNS	00000	LT 9 BLK 153
Settegast	0122690000007	BOBBY BURNS	00000	LT 7 BLK 178
Settegast	0121860000014	BOBBY BURNS	00000	LT 14 BLK 13
Settegast	0122450000005	BOBBY BURNS	06014	LT 5 BLK 154
Settegast	0300180100017	BOBBY BURNS	06104	LT 17 & TR 15B BLK 7
Settegast	0300180070017	BOBBY BURNS	06206	LT 17 BLK 4
Settegast	0300180060010	BOBBY BURNS	06225	LT 1O BLK 3
Settegast	0122110000003	BURNS	00000	LT 3 BLK 38
Settegast	0122100000010	BURNS	00000	LTS 10 & 11 BLK 37

Settegast	0300180080014	DOLLAR	00000	LT 14 BLK 5
Settegast	0300180090016	DOLLAR	00000	LT 16 BLK 6
Settegast	0122430490003	DOLLAR	00000	LTS 3 & 4 & TR 32B BLK 132 (016* 132D 132E)
Settegast	0300180090006	DOLLAR	00000	LT 6 BLK 6
Settegast	0300180080006	DOLLAR	00000	LTS 6 7 & 8 BLK 5
Settegast	0300180090004	DOLLAR	00000	LT 4 BLK 6
Settegast	0122430490001	DOLLAR	00000	LTS 1 & 2 & TR 32A BLK 132 (061* 132B 132C)
Settegast	0122100000007	HAIGHT	00000	LT 7 BLK 37
Settegast	0121850000008	HAIGHT	00000	LT 8 BLK 12
Settegast	0121860000005	HAIGHT	00000	LTS 5 & 6 BLK 13
Settegast	0122100000002	HAIGHT	00000	LT 2 BLK 37
Settegast	0300180050001	HAIGHT	00000	LT 1 BLK 2
Settegast	0300180050003	HAIGHT	00000	LT 3 BLK 2
Settegast	0122100000008	HAIGHT	00000	LT 8 BLK 37
Settegast	0121850000002	HAIGHT	00000	LT 2 BLK 12
Settegast	0121850000001	HAIGHT	00000	LT 1 BLK 12
Settegast	0121850000005	HAIGHT	00000	LT 5 BLK 12
Settegast	0121850000015	HAIGHT	00000	LTS 15 & 16 BLK 12
Settegast	0300180060019	HAIGHT	00000	LT 19 BLK 3
Settegast	0121850000004	HAIGHT	00000	LT 4 BLK 12
Settegast	0122680000001	HAIGHT	00000	LT 1 BLK 177
Settegast	0122680000002	HAIGHT	00000	LT 2 BLK 177
Settegast	0121860000004	HAIGHT	00000	LT 4 BLK 13
Settegast	0122670000002	HAIGHT	00000	LT 2 BLK 176
Settegast	0121850000003	HAIGHT	00000	LT 3 BLK 12
Settegast	0122050000001	HAIGHT	05530	LT 1 BLK 32
Settegast	0300180060013	HAIGHT	06230	LT 13 BLK 3
Settegast	0300180060009	HAIGHT	06306	LT 9 BLK 3
Settegast	0121830000009	HANNA	00000	LTS 9 & 10 BLK 1O
Settegast	0122310000014	HOUSTON	00000	LT 14 BLK 58
Settegast	0122490000012	HOUSTON	00000	LT 12 BLK 158
Settegast	0122490000011	HOUSTON	00000	LT 11 BLK 158
Settegast	0122490000009	HOUSTON	00000	LT 9 BLK 158
Settegast	0122480000014	HOUSTON	00000	LTS 14 15 & 16 BLK 157
Settegast	0122310000010	HOUSTON	00000	TR 10B BLK 58
Settegast	0122630000005	HOUSTON	00000	LTS 5 BLK 172
Settegast	0122630000012	HOUSTON	00000	LT 12 BLK 172
Settegast	0122630000016	HOUSTON	00000	LT 16 BLK 172
Settegast	0122150000012	HOUSTON	00000	LT 12 BLK 42
Settegast	0122630000013	HOUSTON	00000	LT 13 BLK 172
Settegast	0122630000011	HOUSTON	00000	LT 11 BLK 172
Settegast	0122430470014	HOUSTON	00000	TR 1 BLK 147
Settegast	0122150000013	HOUSTON	00000	LT 13 BLK 42
Settegast	0122490000001	HOUSTON	08442	LTS 1 & 2 BLK 158
Settegast	0300180090020	HOWTON	00000	LT 2O BLK 6
Settegast	0122470000015	HOWTON	00000	LT 15 BLK 156
Settegast	0122430490015	HOWTON	00000	LT 15 BLK 149
Settegast	0122430490014	HOWTON	00000	LT 14 BLK 149
Settegast	0122470000016	HOWTON	00000	LT 16 BLK 156
Settegast	0122700000007	KENTON	00000	LT 7 BLK 179
Settegast	0122700000008	KENTON	00000	LT 8 BLK 179
Settegast	0122710000006	KENTON	00000	LTS 6 7 8 & 9 BLK 180
Settegast	0121830000001	KENTON	00000	LT 1 BLK 10
Settegast	0121820000003	KENTON	00000	LTS 3 & 4 BLK 9
Settegast	0121820000001	KENTON	00000	LT 1 BLK 9
Settegast	0121820000015	KENTON	00000	LTS 15 & 16 BLK 9
Settegast	0121820000002	KENTON	00000	LT 2 BLK 9
Settegast	0121830000002	KENTON	00000	LT 2 BLK 10
Settegast	0121830000016	KENTON	00000	LT 16 BLK 10
Settegast	0122280000002	LAFAYETTE	00000	LT 2 BLK 55
Settegast	0122700000011	MANTON	00000	LT 11 BLK 179
Settegast	0122700000012	MANTON	00000	LT 12 BLK 179
Settegast	0122290000017	MANTON	00000	.25 U/D INT IN LT 1 BLK 56
Settegast	0122700000013	MANTON	00000	LT 13 BLK 179
Settegast	0121880000010	MANTON	00000	LT 10 BLK 15
Settegast	0122290000007	MANTON	00000	LT 7 BLK 56
Settegast	0122290000003	MANTON	00000	LT 3 BLK 56
Settegast	0121880000011	MANTON	00000	LT 11 BLK 15
Settegast	0122290000004	MANTON	00000	LT 4 BLK 56
Settegast	0122290000006	MANTON	00000	LT 6 BLK 56
Settegast	0122290000010	MANTON	00000	LT 10 BLK 56
Settegast	0122220000026	MANTON	00000	LT 6 BLK 49

Settegast	0121820000005	MANTON	00000	LT 5 BLK 9
Settegast	0122290000001	MANTON	00000	.50 U/D INT IN LT 1 BLK 56
Settegast	0122290000016	MANTON	00000	.25 U/D INT IN LT 1 BLK 56
Settegast	0122700000009	MANTON	00000	LT 9 BLK 179
Settegast	0121880000009	MANTON	00000	LT 9 BLK 15
Settegast	0122640000007	MANTON	00000	LT 7 BLK 173
Settegast	0122640000006	MANTON	00000	LT 6 BLK 173
Settegast	0122640000005	MANTON	00000	LT 5 BLK 173
Settegast	0122640000004	MANTON	00000	LT 4 BLK 173
Settegast	0122640000003	MANTON	00000	LT 3 BLK 173
Settegast	0122640000002	MANTON	00000	LT 2 BLK 173
Settegast	0122650000001	MANTON	00000	LT 1 BLK 174
Settegast	0122650000015	MANTON	00000	LT 15 BLK 174
Settegast	0122290000011	MANTON	00000	LT 11 BLK 56
Settegast	0122120000012	MANTON	00000	LT 12 BLK 39
Settegast	0122070000011	MANTON	00000	LT 11 BLK 34
Settegast	0122070000013	MANTON	00000	LTS 13 & 14 BLK34
Settegast	0122070000014	MANTON	00000	LT 12 BLK 34
Settegast	0122060000002	MANTON	00000	LT 2 BLK 33
Settegast	0122060000003	MANTON	00000	LT 3 BLK 33
Settegast	0122060000004	MANTON	00000	LT 4 BLK 33
Settegast	0122060000005	MANTON	00000	LT 5 BLK 33
Settegast	0122070000009	MANTON	00000	LT 9 BLK 34
Settegast	0121890000009	MANTON	00000	LT 9 BLK 16
Settegast	0121890000012	MANTON	00000	LT 12 BLK 16
Settegast	0122070000008	MANTON	00000	LT 8 BLK 34
Settegast	0121890000013	MANTON	00000	LT 13 BLK 16
Settegast	0122290000005	MANTON	00000	LT 5 BLK 56
Settegast	0121890000015	MANTON	00000	LT 15 BLK 16
Settegast	0122290000002	MANTON	00000	LT 2 BLK 56
Settegast	0122120000013	MANTON	00000	LT 13 BLK 39
Settegast	0122220000004	MANTON	00000	LT 4 BLK 49
Settegast	0122220000005	MANTON	00000	LT 5 BLK 49
Settegast	0122220000007	MANTON	00000	LT 7 BLK 49
Settegast	0122220000008	MANTON	00000	LT 8 BLK 49
Settegast	0121820000007	MANTON	00000	LT 7 BLK 9
Settegast	0121880000014	MANTON	00000	LT 14 BLK 15
Settegast	0122650000014	MANTON	00000	LT 14 BLK 174
Settegast	0121830000011	MANTON	00000	LT 11 BLK 10
Settegast	0121880000013	MANTON	00000	LT 13 BLK 15
Settegast	0122710000002	MANTON	00000	LTS 2 3 4 & 5 BLK 180
Settegast	0122070000010	MANTON	00000	LT 10 BLK 34
Settegast	0121890000014	MANTON	00000	LT 14 BLK 16
Settegast	0122470000001	MANTON	00000	LT 1 BLK 156
Settegast	0122470000005	MANTON	00000	LT 5 BLK 156
Settegast	0122470000002	MANTON	00000	LTS 2 & 3 BLK 156
Settegast	0121830000012	MANTON	00000	LTS 12 & 13 BLK 10
Settegast	0122470000007	MANTON	00000	LT 7 BLK 156
Settegast	0122470000004	MANTON	00000	LT 4 BLK 156
Settegast	0122460000014	MANTON	00000	LT 14 BLK 155
Settegast	0122460000009	MANTON	00000	LT 9 BLK 155
Settegast	0122460000012	MANTON	00000	LT 12 BLK 155
Settegast	0122470000006	MANTON	00000	LT 6 BLK 156
Settegast	0122460000011	MANTON	00000	LT 11 BLK 155
Settegast	0122650000010	MANTON	05907	LTS 10 & 11 BLK 174
Settegast	0122640000016	MILEY	00000	LT 16 BLK 173
Settegast	0122650000002	MILEY	00000	LT 2 BLK 174
Settegast	0122470000008	MILEY	00000	LT 8 BLK 156
Settegast	0122640000001	MILEY	00000	LT 1 BLK 173
Settegast	0122300000002	QUEENSLAND	00000	LT 2 BLK 57
Settegast	0122630000026	QUEENSLAND	00000	LT 8 BLK 172
Settegast	0122300000001	QUEENSLAND	00000	LT 1 BLK 57
Settegast	0122220000015	QUEENSLAND	00000	LT 15 BLK 49
Settegast	0122630000003	QUEENSLAND	00000	LT 3 BLK 172
Settegast	0122300000004	QUEENSLAND	00000	LT 4 BLK 57
Settegast	0121810000015	QUEENSLAND	00000	LTS 15 & 16 BLK 8
Settegast	0122630000006	QUEENSLAND	00000	LT 6 BLK 172
Settegast	0122630000007	QUEENSLAND	00000	LT 7 BLK 172
Settegast	0121820000010	QUEENSLAND	00000	LTS 10 & 11 BLK 90
Settegast	0122430490031	QUEENSLAND	00000	LT 31 BLK 148
Settegast	0122480000011	QUEENSLAND	00000	LT 11 BLK 157
Settegast	0122060000010	QUEENSLAND	00000	LT 10 BLK 33

Settegast	0122060000012	QUEENSLAND	00000	LT 12 BLK 33
Settegast	0122060000013	QUEENSLAND	00000	LTS 13 & 14 BLK 33
Settegast	0122480000009	QUEENSLAND	00000	LT 9 BLK 157
Settegast	0122480000006	QUEENSLAND	00000	LT 6 BLK 157
Settegast	0122480000024	QUEENSLAND	00000	LTS 7 & 8 BLK 157
Settegast	0122430490023	QUEENSLAND	00000	LT 23 BLK 132
Settegast	0122720000014	QUEENSLAND	00000	LT 14 BLK 181
Settegast	0122430490020	QUEENSLAND	00000	LT 20 BLK 149
Settegast	0122720000008	QUEENSLAND	00000	LT 8 BLK 181
Settegast	0121810000002	QUEENSLAND	00000	LT 2 BLK 8
Settegast	0121810000006	QUEENSLAND	00000	LT 6 BLK 8
Settegast	0121810000005	QUEENSLAND	00000	LT 5 BLK 8
Settegast	0121810000001	QUEENSLAND	00000	LT 1 BLK 8
Settegast	0122220000009	QUEENSLAND	00000	LTS 9 THRU 13 BLK 49
Settegast	0122220000014	QUEENSLAND	00000	LT 14 BLK 49
Settegast	0121820000014	QUEENSLAND	00000	LT 14 BLK 9
Settegast	0122210000001	QUEENSLAND	00000	LT 1 BLK 48
Settegast	0122430490024	QUEENSLAND	00000	LT 24 BLK 132
Settegast	0122430490019	QUEENSLAND	00000	LT 19 BLK 149
Settegast	0122480000001	QUEENSLAND	00000	LT 1 BLK 157
Settegast	0122470000010	QUEENSLAND	00000	LT 10 BLK 156
Settegast	0122470000012	QUEENSLAND	00000	LT 12 BLK 156
Settegast	0122640000011	QUEENSLAND	00000	LT 11 BLK 173
Settegast	0122480000002	QUEENSLAND	00000	LT 2 BLK 157
Settegast	0122470000014	QUEENSLAND	00000	LT 14 BLK 156
Settegast	0122640000012	QUEENSLAND	00000	LTS 12 & 13 BLK 173
Settegast	0122480000004	QUEENSLAND	00000	LT 4 BLK 157
Settegast	0122470000009	QUEENSLAND	00000	LT 9 BLK 156
Settegast	0122640000014	QUEENSLAND	00000	LT 14 BLK 173
Settegast	0122640000017	QUEENSLAND	00000	LT 15 BLK 173
Settegast	0122210000002	QUEENSLAND	00000	LT 2 BLK 48
Settegast	0122480000003	QUEENSLAND	00000	LT 3 BLK 157
Settegast	0122480000005	QUEENSLAND	00000	LT 5 BLK 157
Settegast	0122710000010	QUEENSLAND	00000	LTS 10 11 12 & 13 BLK 180
Settegast	0122430490025	QUEENSLAND	00000	LT 25 BLK 132
Settegast	0122640000010	QUEENSLAND	00000	LT 10 BLK 173
Settegast	0122430490028	QUEENSLAND	00000	LT 28 BLK 133
Settegast	0122630000004	QUEENSLAND	00000	LT 4 BLK 172
Settegast	0122470000017	QUIMBLY	00000	LT 11 BLK 156
Settegast	0122460000017	SAM HOUSTON	00000	LT 15 BLK 155
Settegast	0122650000017	SAM HOUSTON	00000	LT 12 BLK 174
Settegast	0122460000010	SAM HOUSTON	00000	LT 1O BLK 155
Settegast	0300180090001	WEDGEFIELD	00000	LTS 1 & 2 BLK 6
Settegast	0121870000013	WEDGEFIELD	00000	LT 13 BLK 14
Settegast	0122120000005	WEDGEFIELD	00000	LT 5 BLK 39
Settegast	0122120000007	WEDGEFIELD	00000	LT 4 BLK 39
Settegast	0122450000010	WEDGEFIELD	00000	LT 1O BLK 154
Settegast	0122450000009	WEDGEFIELD	00000	LT 9 BLK 154
Settegast	0122690000014	WEDGEFIELD	00000	LT 14 BLK 178
Settegast	0300180080016	WEDGEFIELD	00000	LT 16 BLK 5
Settegast	0121870000012	WEDGEFIELD	00000	LT 12 BLK 14
Settegast	0121870000011	WEDGEFIELD	00000	LT 11 BLK 14
Settegast	0121840000011	WEDGEFIELD	00000	LT 11 BLK 11
Settegast	0122070000007	WEDGEFIELD	00000	LT 7 BLK 34
Settegast	0300180040002	WEDGEFIELD	00000	LT 2 BLK 1
Settegast	0122110000015	WEDGEFIELD	00000	LT 15 BLK 38
Settegast	0121890000006	WEDGEFIELD	00000	LT 6 BLK 16
Settegast	0300180100014	WEDGEFIELD	00000	LT 14 & TR 12B BLK 7
Settegast	0300180100016	WEDGEFIELD	00000	LT 16 BLK 7
Settegast	0121870000009	WEDGEFIELD	00000	LT 9 BLK 14
Settegast	0121890000001	WEDGEFIELD	00000	LT 1 BLK 16
Settegast	0122450000014	WEDGEFIELD	00000	LT 14 BLK 154
Settegast	0121890000002	WEDGEFIELD	00000	LT 2 BLK 16
Settegast	0121890000003	WEDGEFIELD	00000	LT 3 BLK 16
Settegast	0121890000004	WEDGEFIELD	00000	LT 4 BLK 16
Settegast	0122650000003	WEDGEFIELD	00000	LT 3 BLK 174
Settegast	0121870000010	WEDGEFIELD	00000	LT 10 BLK 14
Settegast	0122460000006	WEDGEFIELD	00000	LT 6 BLK 155
Settegast	0300180100024	WEDGEFIELD	00000	TR 2B BLK 7
Settegast	0300180090005	WEDGEFIELD	00000	TR 5A BLK 6
Settegast	0300180090009	WEDGEFIELD	00000	LTS 9 & 11 BLK 6
Settegast	0122460000001	WEDGEFIELD	00000	LTS 1 & 2 BLK 155

Settegast	0121880000006	WEDGEFIELD	00000	LT 6 BLK 15
Settegast	0300180070045	WEDGEFIELD	00000	TR 20B BLK 4
Settegast	0121830000005	WEDGEFIELD	00000	LTS 5 & 6 BLK 10
Settegast	0122690000012	WEDGEFIELD	00000	LTS 12 & 13 BLK 178
Settegast	0122460000003	WEDGEFIELD	00000	LT 3 BLK 155
Settegast	0122690000008	WEDGEFIELD	00000	LT 8 BLK 178
Settegast	0121880000008	WEDGEFIELD	00000	LT 8 BLK 15
Settegast	0121840000012	WEDGEFIELD	00000	LT 12 BLK 11
Settegast	0121870000016	WEDGEFIELD	00000	LT 16 BLK 14
Settegast	0121840000013	WEDGEFIELD	00000	LT 13 BLK 11
Settegast	0121840000014	WEDGEFIELD	00000	LT 14 BLK 11
Settegast	0300180070002	WEDGEFIELD	00000	TR 2A BLK 4
Settegast	0300180040016	WEDGEFIELD	00000	LT 16 BLK 1
Settegast	0121830000004	WEDGEFIELD	00000	LT 4 BLK 10
Settegast	0121880000003	WEDGEFIELD	00000	LT 3 BLK 15
Settegast	0121870000015	WEDGEFIELD	00000	LT 15 BLK 14
Settegast	0300180090007	WEDGEFIELD	00000	LT 7 & TR 5B BLK 6
Settegast	0121840000009	WEDGEFIELD	00000	LT 9 &10 BLK 11
Settegast	0122070000003	WEDGEFIELD	00000	LTS 3 & 4 BLK 34
Settegast	0122070000002	WEDGEFIELD	00000	LT 2 BLK 34
Settegast	0122070000001	WEDGEFIELD	00000	LT 1 BLK 34
Settegast	0122280000001	WEDGEFIELD	00000	LT 1 BLK 55
Settegast	0300180090003	WEDGEFIELD	00000	LT 3 BLK 6
Settegast	0121880000001	WEDGEFIELD	00000	LTS 1 & 2 BLK 15
Settegast	0121880000004	WEDGEFIELD	00000	LT 4 BLK 15
Settegast	0300180070010	WEDGEFIELD	00000	LTS 10 & 12 BLK 4
Settegast	0122080000014	WEDGEFIELD	00000	LT 14 BLK 35
Settegast	0300180040014	WEDGEFIELD	00000	LT 14 BLK 1
Settegast	0122080000012	WEDGEFIELD	00000	LTS 12 & 13 BLK 35
Settegast	0122080000011	WEDGEFIELD	00000	LT 11 BLK 35
Settegast	0122080000008	WEDGEFIELD	00000	LTS 8 & 9 BLK 35
Settegast	0122690000009	WEDGEFIELD	00000	LT 9 & 10 BLK 178
Settegast	0300180070008	WEDGEFIELD	06235	LT 8 BLK 4
Settegast	0300180040012	WEDGEFIELD	06305	LT 12 BLK 1
Settegast	0300180040032	WEDGEFIELD	06401	RES B2 BLK 1
Settegast	0121810000026	YARMOUTH	00000	.0089286 U/D INT IN LTS 11 & 12 BLK 8
Settegast	0121810000023	YARMOUTH	00000	.0089286 U/D INT IN LTS 11 & 12 BLK 8
Settegast	0121810000025	YARMOUTH	00000	.0089286 U/D INT IN LTS 11 & 12 BLK 8
Settegast	0121810000011	YARMOUTH	00000	.0446429 U/D INT IN LTS 11 & 12 BLK 8
Settegast	0122310000001	YARMOUTH	00000	LT 1 BLK 58
Settegast	0122310000002	YARMOUTH	00000	LT 2 BLK 58
Settegast	0122210000025	YARMOUTH	00000	LT 16 BLK 48
Settegast	0122620000003	YARMOUTH	00000	LTS 3 & 4 BLK 171
Settegast	0122720000003	YARMOUTH	00000	LT 3 BLK 181
Settegast	0122720000004	YARMOUTH	00000	LT 4 BLK 181
Settegast	0122200000005	YARMOUTH	00000	LTS 5 6 7 & 8 BLK 47
Settegast	0122210000015	YARMOUTH	00000	LT 15 BLK 48
Settegast	0122210000014	YARMOUTH	00000	LT 14 BLK 48
Settegast	0121810000017	YARMOUTH	00000	.2916666 U/D INT IN LTS 11 & BLK 8
Settegast	0122480000010	YARMOUTH	00000	LT 10 BLK 157
Settegast	0122490000007	YARMOUTH	00000	LT 8 & TR 7B BLK 158
Settegast	0122490000005	YARMOUTH	00000	LT 5 BLK 158
Settegast	0121810000010	YARMOUTH	00000	LT 10 BLK 8
Settegast	0122050000008	YARMOUTH	00000	LTS 8 & 9 BLK 32
Settegast	0122050000014	YARMOUTH	00000	LT 14 BLK 32
Settegast	0122630000027	YATES	00000	LT 10 BLK 172
Sunnyside	0511740130026			
Sunnyside	0511740090008			
Sunnyside	0511740060007			
Sunnyside	0511350050004			
Sunnyside	0511430220009		99999	LT 9 BLK 22
Sunnyside	0511640700014		99999	LT 14 BLK 70
Sunnyside	0511510400013		99999	LT 13 BLK 40
Sunnyside	0511590610015	BRANDON	00000	LT 15 BLK 61
Sunnyside	0511700910015	BRANDON	00000	LT 15 BLK 91
Sunnyside	0511720020012	BRANDON	00000	LT 12 BLK 101
Sunnyside	0511510410011	BRANDON	00000	LT 11 BLK 41
Sunnyside	0511510410010	BRANDON	00000	LT 10 BLK 41
Sunnyside	0511600620004	BRANDON	00000	LT 4 BLK 62
Sunnyside	0511560520004	BRANDON	07919	LT 4 BLK 52
Sunnyside	0511560520007	BRANDON	07933	LTS 7 & 8 BLK 52
Sunnyside	0511550510009	BRANDON	07980	LT 9 BLK 51

Sunnyside	0511600620002	BRANDON	08005	LT 2 BLK 62
Sunnyside	0511650720006	BRANDON	08125	LT 6 BLK 72
Sunnyside	0511680820003	BRANDON	08213	LT 3 BLK 82
Sunnyside	0511680820004	BRANDON	08213	LT 4 BLK 82
Sunnyside	0511700910012	BRANDON	08318	LT 12 BLK 91
Sunnyside	0511740130001	CANNON	00000	LT 1 BLK M
Sunnyside	0511740170011	CANNON	00000	LT 11 BLK Q
Sunnyside	0511740140005	CANNON	00000	LT 5 BLK N
Sunnyside	0511740160014	CANNON	00000	LT 14 BLK P
Sunnyside	0511740140004	CANNON	00000	LT 4 BLK N
Sunnyside	0511740180023	CANNON	00000	LTS 23 & 24 BLK R
Sunnyside	0511740150001	CANNON	00000	LT 1 BLK O
Sunnyside	0511740180027	CANNON	08110	LT 27 BLK R
Sunnyside	0511740130013	CANNON	08119	LT 13 BLK M
Sunnyside	0511740180028	CANNON	08120	LT 28 BLK R
Sunnyside	0511740180029	CANNON	08122	LT 29 BLK R
Sunnyside	0511740130015	CANNON	08129	LT 15 BLK M
Sunnyside	0511740140003	CANNON	08211	LT 3 BLK N
Sunnyside	0511740170021	CANNON	08218	LT 21 BLK Q
Sunnyside	0511740150004	CANNON	08413	LT 4 BLK O
Sunnyside	0511740160007	CANYON	00000	LT 7 BLK P
Sunnyside	0511740180007	CANYON	00000	LTS 7 & 8 BLK R
Sunnyside	0511740160001	CANYON	00000	LTS 1 & 2 BLK P
Sunnyside	0511740180013	CANYON	08121	TR 13 BLK R
Sunnyside	0511740180034	CANYON	08123	TR 13A BLK R
Sunnyside	0511740180035	CANYON	08129	S 1/2 OF LT 14 BLK R
Sunnyside	0511740170008	CANYON	08235	LT 8 BLK Q
Sunnyside	0511740170014	CANYON	08307	LTS 14 & 15 BLK Q
Sunnyside	0511740170013	CANYON	08315	LT 13 BLK Q
Sunnyside	0511680820009	COLONIAL	00000	LT 9 BLK 82
Sunnyside	0511680830001	COLONIAL	00000	LT 1 BLK 83
Sunnyside	0511520430001	COLONIAL	00000	LT 1 BLK 43
Sunnyside	0511520430015	COLONIAL	00000	LTS 15 & 16 BLK 43
Sunnyside	0511520420019	COLONIAL	00000	LTS 19 & 20 BLK 42
Sunnyside	0511650730001	COLONIAL	00000	LTS 1 & 2 BLK 73
Sunnyside	0511600630004	COLONIAL	00000	LT 4 BLK 63
Sunnyside	0511730000016	COLONIAL	00000	LT 16 BLK 102
Sunnyside	0511680820011	COLONIAL	00000	LT 11 BLK 82
Sunnyside	0511520420016	COLONIAL	00000	LT 16 BLK 42
Sunnyside	0511520420024	COLONIAL	07750	LT 24 BLK 42
Sunnyside	0511600630006	COLONIAL	08021	LT 6 BLK 63
Sunnyside	0511600620010	COLONIAL	08026	LT 10 BLK 62
Sunnyside	0511650730003	COLONIAL	08109	LT 3 BLK 73
Sunnyside	0511650720013	COLONIAL	08114	LT 13 BLK 72
Sunnyside	0511650730007	COLONIAL	08127	LT 7 BLK 73
Sunnyside	0511650720011	COLONIAL	08128	LT 11 BLK 72
Sunnyside	0511650720015	COLONIAL	08128	LTS 15 & 16 BLK 72
Sunnyside	0511650730008	COLONIAL	08133	LT 8 BLK 73
Sunnyside	0511680830002	COLONIAL	08207	LT 2 BLK 83
Sunnyside	0511680820008	COLONIAL	08230	LT 8 BLK 82
Sunnyside	0511680830007	COLONIAL	08231	LT 7 BLK 83
Sunnyside	0511680830008	COLONIAL	08235	LT 8 BLK 83
Sunnyside	0511710920014	COLONIAL	08308	LT 14 BLK 92
Sunnyside	0511710920010	COLONIAL	08330	LT 10 BLK 92
Sunnyside	0511730000014	COLONIAL	08410	LT 14 BLK 102
Sunnyside	0511700910005	COMAL	00000	LT 5 BLK 91
Sunnyside	0511470310001	COMAL	00000	TRI S 18X96.1X10.15 3F LT 1 BLK 31
Sunnyside	0511590610003	COMAL	00000	LT 3 BLK 61
Sunnyside	0511720020001	COMAL	00000	LT 1 BLK 101
Sunnyside	0511640710007	COMAL	00000	LTS 7 & 8 BLK 71
Sunnyside	0511640700016	COMAL	00000	LT 16 BLK 70
Sunnyside	0511510400014	COMAL	07808	LT 14 BLK 40
Sunnyside	0511550500015	COMAL	07906	LT 15 BLK 50
Sunnyside	0511550510006	COMAL	07911	LT 6 BLK 51
Sunnyside	0511550500013	COMAL	07914	LT 13 BLK 50
Sunnyside	0511550510004	COMAL	07917	LTS 4 & 5 BLK 51
Sunnyside	0511550500010	COMAL	07924	LT 10 BLK 50
Sunnyside	0511550500009	COMAL	07928	LT 9 BLK 50
Sunnyside	0511590600012	COMAL	08018	LT 12 BLK 60
Sunnyside	0511590600011	COMAL	08022	LT 11 BLK 60
Sunnyside	0511590610007	COMAL	08029	LT 7 BLK 61
Sunnyside	0511590600009	COMAL	08030	LT 9 BLK 60

Sunnyside	0511590610008	COMAL	08033	LT 8 BLK 61
Sunnyside	0511640710002	COMAL	08105	LT 2 BLK 71
Sunnyside	0511640710004	COMAL	08114	LT 4 BLK 71
Sunnyside	0511700900016	COMAL	08302	LT 16 BLK 90
Sunnyside	0511720020006	COMAL	08500	LT 6 BLK 101
Sunnyside	0511590600002	CORINTH	00000	LT 2 BLK 60
Sunnyside	0511510400004	CORINTH	00000	LT 4 BLK 40
Sunnyside	0511590600001	CORINTH	00000	LT 1 BLK 60
Sunnyside	0511510400005	CORINTH	00000	LT 5 BLK 40
Sunnyside	0511590600007	CORINTH	00000	LT 7 BLK 60
Sunnyside	0511550500004	CORINTH	00000	LT 4 BLK 50
Sunnyside	0511460280008	CORINTH	07812	LT 8 BLK 28
Sunnyside	0511510400007	CORINTH	07821	LT 7 BLK 40
Sunnyside	0511380120015	CORINTH	08202	LTS 15 & 16 BLK 12
Sunnyside	0511380120011	CORINTH	08210	LT 11 BLK 12
Sunnyside	0511700900001	CORINTH	08305	LT 2 BLK 90
Sunnyside	0511700900004	CORINTH	08313	LT 4 BLK 90
Sunnyside	0511700900006	CORINTH	08319	LT 6 BLK 90
Sunnyside	0511670800005	DUBOIS	03634	LTS 5 6 & 7 BLK 80
Sunnyside	0511740130025	FOUNTAIN	00000	LT 25 BLK M
Sunnyside	0511740090011	FOUNTAIN	00000	LT 11 BLK I
Sunnyside	0511740090012	FOUNTAIN	00000	LT 12 BLK I
Sunnyside	0511740080004	FOUNTAIN	00000	LT 4 BLK H
Sunnyside	0511740080002	FOUNTAIN	00000	LT 2 BLK H
Sunnyside	0511740130017	FOUNTAIN	00000	LTS 17 & 18 BLK M
Sunnyside	0511740120009	FOUNTAIN	00000	LT 9 BLK L
Sunnyside	0511740100004	FOUNTAIN	08015	LT 4 BLK J
Sunnyside	0511740100007	FOUNTAIN	08027	LT 7 BLK J
Sunnyside	0511740100008	FOUNTAIN	08031	LTS 8 & 9 BLK J
Sunnyside	0511740100010	FOUNTAIN	08105	LT 10 BLK J
Sunnyside	0511740130031	FOUNTAIN	08136	LTS 31 & 32 BLK M
Sunnyside	0511740090009	FOUNTAIN	08301	LT 9 BLK I
Sunnyside	0511680830010	GLADSTONE	00000	LT 10 BLK 83
Sunnyside	0511520430021	GLADSTONE	00000	LTS 21 & 22 BLK 43
Sunnyside	0511650730016	GLADSTONE	00000	LT 16 BLK 73
Sunnyside	0511600630013	GLADSTONE	08012	LT 13 BLK 63
Sunnyside	0511660740003	GLADSTONE	08103	LT 3 BLK 74
Sunnyside	0511660740001	GLADSTONE	08103	T 1 BLK 74
Sunnyside	0511650730015	GLADSTONE	08106	LT 15 BLK 73
Sunnyside	0511660740004	GLADSTONE	08115	LT 4 BLK 74
Sunnyside	0511660740006	GLADSTONE	08121	LT 6 BLK 74
Sunnyside	0511650730011	GLADSTONE	08122	LT 11 BLK 73
Sunnyside	0511680830011	GLADSTONE	08222	LT 11 BLK 83
Sunnyside	0511560520017	GLENROSE	00000	E 50 FT OF LT 16 BLK 52
Sunnyside	0511560520016	GLENROSE	00000	WEST 50 FT 0F LT 16 BLK 52
Sunnyside	0511570540001	GLENROSE	03830	LT 1 BLK 54
Sunnyside	0511330010004	GRANDVIEW	00000	LTS 4 5 & 6 BLK 1
Sunnyside	0511330010001	GRANDVIEW	00000	LT 1 BLK 1
Sunnyside	0511740040013	GRANDVIEW	00000	LT 13 BLK D
Sunnyside	0511740050030	GRANDVIEW	00000	LT 30 BLK E
Sunnyside	0511410170008	GRANDVIEW	00000	LT 8 BLK 17
Sunnyside	0511360080008	GRANDVIEW	00000	LT 8 BLK 8
Sunnyside	0511360080005	GRANDVIEW	00000	LT 5 BLK 8
Sunnyside	0511360080006	GRANDVIEW	00000	LT 6 BLK 8
Sunnyside	0511740060025	GRANDVIEW	00000	LT 25 BLK F
Sunnyside	0511440240004	GRANDVIEW	00000	LT 4 BLK 24
Sunnyside	0511740060017	GRANDVIEW	00000	LT 17 BLK F
Sunnyside	0511410170003	GRANDVIEW	00000	LT 3 BLK 17
Sunnyside	0511410170007	GRANDVIEW	00000	LT 7 BLK 17
Sunnyside	0511440240003	GRANDVIEW	07903	LT 3 BLK 24
Sunnyside	0511740040014	GRANDVIEW	07920	LT 14 BLK D
Sunnyside	0511740040015	GRANDVIEW	07926	LT 15 BLK D
Sunnyside	0511740050018	GRANDVIEW	08006	LT 18 BLK E
Sunnyside	0511410170004	GRANDVIEW	08015	LT 4 BLK 17
Sunnyside	0511410170006	GRANDVIEW	08023	LT 6 BLK 17
Sunnyside	0511400160003	GRANDVIEW	08107	LT 3 BLK 16
Sunnyside	0511740050028	GRANDVIEW	08110	LT 28 BLK E
Sunnyside	0511740050029	GRANDVIEW	08118	LT 29 BLK E
Sunnyside	0511740050031	GRANDVIEW	08122	LT 31 BLK E
Sunnyside	0511400160001	GRANDVIEW	08125	LT 1 BLK 16
Sunnyside	0511370090003	GRANDVIEW	08205	LT 3 BLK 9
Sunnyside	0511740060019	GRANDVIEW	08214	LTS 18 & 19 BLK F

Sunnyside	0511740060029	GRANDVIEW	08318	LT 29 BLK F
Sunnyside	0511450260005	LAWLER	00000	LT 5 & 44.26X18X83X50X100 OF LT 6 BLK 26
Sunnyside	0511440230010	LAWLER	00000	LT 10 BLK 23
Sunnyside	0511420190002	LAWLER	00000	LT 2 BLK 19
Sunnyside	0511460270001	LAWLER	00000	LT 1 LESS 4173 SQ FT BLK 27
Sunnyside	0511450260007	LAWLER	00000	SE TRI 36.5X83X87.06 OF LT 7 BLK 26
Sunnyside	0511430220005	LAWLER	00000	LT 5 BLK 22
Sunnyside	0511430220006	LAWLER	00000	LT 6 BLK 22
Sunnyside	0511390140006	LAWLER	00000	LT 6 BLK 14
Sunnyside	0511350060001	LAWLER	00000	LTS 1 & 2 BLK 6
Sunnyside	0511360070010	LAWLER	00000	LTS 10 & 11 BLK 7
Sunnyside	0511400150011	LAWLER	00000	LT 11 BLK 15
Sunnyside	0511460270005	LAWLER	07815	LT 5 BLK 27
Sunnyside	0511430220004	LAWLER	07907	LT 4 BLK 22
Sunnyside	0511440230011	LAWLER	07936	LT 11 BLK 23
Sunnyside	0511420190001	LAWLER	08001	LT 1 BLK 19
Sunnyside	0511410180012	LAWLER	08008	LT 12 BLK 18
Sunnyside	0511370100016	LAWLER	08202	LT 16 BLK 10
Sunnyside	0511380110006	LAWLER	08221	LT 6 BLK 11
Sunnyside	0511350060007	LAWLER	08325	LT 7 BLK 6
Sunnyside	0511330020010	LAWLER	08434	LT 10 BLK 2
Sunnyside	0511350050008	LIVINGSTON	00000	LT 8 BLK 5
Sunnyside	0511350050001	LIVINGSTON	00000	LT 1 BLK 5
Sunnyside	0511430210006	LIVINGSTON	00000	LT 6 BLK 21
Sunnyside	0511380110010	LIVINGSTON	00000	LT 10 BLK 11
Sunnyside	0511380110016	LIVINGSTON	00000	LT 16 BLK 11
Sunnyside	0511420200005	LIVINGSTON	00000	LT 5 BLK 20
Sunnyside	0511390130005	LIVINGSTON	00000	LT 5 BLK 13
Sunnyside	0511430220011	LIVINGSTON	00000	LT 11 BLK 22
Sunnyside	0511430220010	LIVINGSTON	00000	LT 10 BLK 22
Sunnyside	0511390140016	LIVINGSTON	00000	LT 16 BLK 14
Sunnyside	0511390140009	LIVINGSTON	00000	LT 9 BLK 14
Sunnyside	0511390140013	LIVINGSTON	00000	LT 13 BLK 14
Sunnyside	0511390130007	LIVINGSTON	00000	LTS 7 & 8 BLK 13
Sunnyside	0511390130006	LIVINGSTON	00000	LT 6 BLK 13
Sunnyside	0511420190009	LIVINGSTON	00000	LT 9 BLK 19
Sunnyside	0511390140014	LIVINGSTON	00000	LT 14 BLK 14
Sunnyside	0511460270008	LIVINGSTON	07812	LT 8 BLK 27
Sunnyside	0511430210002	LIVINGSTON	07905	LT 2 BLK 21
Sunnyside	0511420200001	LIVINGSTON	08009	LTS 1 & 2 BLK 20
Sunnyside	0511390140010	LIVINGSTON	08128	LT 10 BLK 14
Sunnyside	0511380110015	LIVINGSTON	08204	LT 15 BLK 11
Sunnyside	0511380120006	LIVINGSTON	08225	LT 6 BLK 12
Sunnyside	0511350050002	LIVINGSTON	08305	LT 2 BLK 5
Sunnyside	0511350060012	LIVINGSTON	08310	LT 12 BLK 6
Sunnyside	0511350060011	LIVINGSTON	08320	LT 11 BLK 6
Sunnyside	0511740090032	PARNELL	00000	LT 32 BLK I
Sunnyside	0511740060013	PARNELL	00000	LT 13 BLK F
Sunnyside	0511740100018	PARNELL	00000	LT 18 BLK J
Sunnyside	0511740050003	PARNELL	08009	LT 3 BLK E
Sunnyside	0511740050011	PARNELL	08111	LT 11 BLK E
Sunnyside	0511740050012	PARNELL	08113	LT 12 BLK E
Sunnyside	0511740100031	PARNELL	08116	LT 31 BLK J
Sunnyside	0511740050015	PARNELL	08127	LT 15 BLK E
Sunnyside	0511740060008	PARNELL	08229	LT 8 BLK F
Sunnyside	0511740090024	PARNELL	08300	LT 24 BLK I
Sunnyside	0511740060009	PARNELL	08301	LT 9 BLK F
Sunnyside	0511740090025	PARNELL	08302	LT 25 BLK I
Sunnyside	0511740060012	PARNELL	08313	LT 12 BLK F
Sunnyside	0511740090029	PARNELL	08324	LT 29 BLK I
Sunnyside	0511740090030	PARNELL	08326	LT 30 BLK I
Sunnyside	0511740060014	PARNELL	08327	LT 14 BLK F
Sunnyside	0511670800015	ROSEMONT	00000	LT 15 BLK 80
Sunnyside	0511680820010	ROSEMONT	03707	LT 10 BLK 82
Sunnyside	0511680830009	ROSEMONT	03807	LT 9 BLK 83
Sunnyside	0511570540015	SCOTT	00000	LT 15 BLK 54
Sunnyside	0511690840012	SCOTT	00000	TR 12B BLK 84 (001'W 50.35X87.21X50X78.96 OF LT 12)
Sunnyside	0511690840013	SCOTT	00000	TR 13B BLK 84 (001'W50.18X93.39X50X97.54 OF LT 13)
Sunnyside	0511530440013	SCOTT	00000	LT 13 BLK 44
Sunnyside	0511530440015	SCOTT	07804	LT 15 BLK 44
Sunnyside	0511530440016	SCOTT	07804	LT 16 BLK 44
Sunnyside	0511570540011	SCOTT	07926	LT 11 BLK 54

Sunnyside	0511660740011	SCOTT	08120	LT 11 BLK 74
Sunnyside	0511710930009	SHELBY	00000	LT 9 BLK 93
Sunnyside	0511710930008	SHELBY	03805	LT 8 BLK 93
Sunnyside	0511740170016	SHELBY	08345	LT 16 BLK Q
Sunnyside	0511390130009	STASSEN	03615	LT 9 BLK 13
Sunnyside	0511370100001	WOODARD	00000	LT 1 BLK 10
Sunnyside	0511370090016	WOODARD	00000	LT 16 BLK 9
Sunnyside	0511440240010	WOODARD	00000	LTS 10 & 11 BLK 24
Sunnyside	0511370090015	WOODARD	00000	LT 15 BLK 9
Sunnyside	0511370090014	WOODARD	00000	LT 14 BLK 9
Sunnyside	0511370100002	WOODARD	08205	LT 2 BLK 10
Sunnyside	0511400150008	WOODWARD	00000	LT 8 BLK 15
Sunnyside	0511440230007	WOODWARD	00000	LT 7 BLK 23
Sunnyside	0511400160010	WOODWARD	00000	LT 10 BLK 16
Sunnyside	0511410170017	WOODWARD	00000	S 36 FT OF LT 15 BLK 17 (001*TR 17)
Sunnyside	0511410180005	WOODWARD	00000	LTS 5 & 6 BLK 18
Sunnyside	0511410170013	WOODWARD	00000	LT 13 BLK 17
Sunnyside	0511410170014	WOODWARD	00000	LT 14 BLK 17
Sunnyside	0511440240014	WOODWARD	00000	LT 14 BLK 24
Sunnyside	0511410180002	WOODWARD	00000	LTS 2 & 3 BLK 18
Sunnyside	0511360070001	WOODWARD	00000	LT 1 BLK 7
Sunnyside	0511440230004	WOODWARD	07915	LT 4 BLK 23
Sunnyside	0511440230008	WOODWARD	07925	LT 8 BLK 23
Sunnyside	0511440240009	WOODWARD	07930	LT 9 BLK 24
Sunnyside	0511410180007	WOODWARD	08035	LTS 7 & 8 BLK 18
Sunnyside	0511400150001	WOODWARD	08103	LT 1 BLK 15
Sunnyside	0511400150017	WOODWARD	08111	N 1/2 LT 5 BLK 15
Sunnyside	0511400160011	WOODWARD	08120	LT 11 BLK 16
Sunnyside	0511400150006	WOODWARD	08127	LT 6 BLK 15
Sunnyside	0511400150007	WOODWARD	08127	LT 7 BLK 15
Sunnyside	0511370090010	WOODWARD	08226	LT 10 BLK 9
Trinity/Houston Gardens	0660260120987			
Trinity/Houston Gardens	0710700170235			
Trinity/Houston Gardens	0570050020060			
Trinity/Houston Gardens	0710690010011			
Trinity/Houston Gardens	0681170020002			
Trinity/Houston Gardens	0660260170329			
Trinity/Houston Gardens	0402510000077		00000	TR 75 (001*TRS 74A & 74B)
Trinity/Houston Gardens	0681170010004	ALLWOOD	00000	TR 4A BLK 1
Trinity/Houston Gardens	0841690000005	ALLWOOD	08222	LT 5 BLK 1
Trinity/Houston Gardens	0681170010005	ALLWOOD	08709	LT 5 & TR 6A BLK 1
Trinity/Houston Gardens	0681170010034	ALLWOOD	08721	TR 4B BLK 1
Trinity/Houston Gardens	0681170030002	BERTWOOD	00000	LT 2 & TR 3B BLK 3
Trinity/Houston Gardens	0681180060008	BERTWOOD	00000	LT 8 BLK 6
Trinity/Houston Gardens	0681180060002	BERTWOOD	00000	LT 2 BLK 6
Trinity/Houston Gardens	0681180060006	BERTWOOD	00000	LT 6 BLK 6
Trinity/Houston Gardens	0681180060015	BERTWOOD	08421	LT 4 BLK 6
Trinity/Houston Gardens	0640190060005	BOSTIC	00000	LT 5 BLK 6
Trinity/Houston Gardens	0640190040010	BOSTIC	04926	TRS 10B & 11B BLK 4
Trinity/Houston Gardens	0640190040019	BOSTIC	04928	TRS 9B & 10A BLK 4
Trinity/Houston Gardens	0730710030044	CAMAY	08702	LT 44 BLK 3
Trinity/Houston Gardens	0730710020041	CAMAY	08705	LT 41 BLK 2
Trinity/Houston Gardens	0710730020067	CLARINGTON	08713	LT 67 BLK 2
Trinity/Houston Gardens	0710730010088	CLARINGTON	08714	LT 88 BLK 1
Trinity/Houston Gardens	0710730010089	CLARINGTON	08718	LT 89 BLK 1
Trinity/Houston Gardens	0710730010090	CLARINGTON	08718	LT 90 BLK 1
Trinity/Houston Gardens	0730710030052	COMPTON	00000	TRS 52A 53A & 54A BLK 3 (001*TR 57)
Trinity/Houston Gardens	0730710050079	COMPTON	00000	LT 79 BLK 5
Trinity/Houston Gardens	0730710050073	COMPTON	08434	LT 73 BLK 5
Trinity/Houston Gardens	0730710040062	COMPTON	08714	LTS 62 & 63 BLK 4
Trinity/Houston Gardens	0681170010031	CRUSE	00000	TRS 15B & 16B BLK 1
Trinity/Houston Gardens	0710700130210	DANDY	00000	LT 210 BLK 13
Trinity/Houston Gardens	0710700130208	DANDY	00000	LT 208 BLK 13
Trinity/Houston Gardens	0710700160226	DANDY	00000	LT 226 BLK 16
Trinity/Houston Gardens	0710700160227	DANDY	00000	LT 227 BLK 16
Trinity/Houston Gardens	0710700160221	DANDY	07828	LT 221 BLK 16
Trinity/Houston Gardens	0710700160217	DANDY	07916	LT 217 BLK 16
Trinity/Houston Gardens	0660260010276	DENMARK	05002	S 1/2 OT LT 1276 BLK 1
Trinity/Houston Gardens	0660260050088	DENMARK	05107	LT 1088 BLK 5
Trinity/Houston Gardens	0660260040235	DENMARK	05205	LT 1235 BLK 4
Trinity/Houston Gardens	0660260030237	DENMARK	05210	LT 1237 BLK 3
Trinity/Houston Gardens	0710690050174	HOFFMAN	00000	LT 174 BLK 5

Trinity/Houston Gardens	0710690060166	HOFFMAN	00000	LT 166 BLK 6
Trinity/Houston Gardens	0710690040177	HOFFMAN	00000	LT 177 BLK 4
Trinity/Houston Gardens	0710690060168	HOFFMAN	00000	LT 168 BLK 6
Trinity/Houston Gardens	0720570030051	HOFFMAN	00000	LT 51 BLK 3
Trinity/Houston Gardens	0710690030151	HOFFMAN	00000	LT 151 BLK 3
Trinity/Houston Gardens	0710700170237	HOFFMAN	00000	LT 237 BLK 17
Trinity/Houston Gardens	0710690040180	HOFFMAN	00000	LT 180 BLK 4
Trinity/Houston Gardens	0710690060170	HOFFMAN	07709	LT 170 BLK 6
Trinity/Houston Gardens	0710700120195	HOFFMAN	07712	TR 195 BLK 12
Trinity/Houston Gardens	0710690040179	HOFFMAN	07810	LT 179 BLK 4
Trinity/Houston Gardens	0710690030162	HOFFMAN	07811	LT 162 BLK 3
Trinity/Houston Gardens	0710690040188	HOFFMAN	07920	LT 188 BLK 4
Trinity/Houston Gardens	0710690040190	HOFFMAN	08002	LT 190 BLK 4
Trinity/Houston Gardens	0710700170238	HOFFMAN	08306	LT 238 BLK 17
Trinity/Houston Gardens	0710700170240	HOFFMAN	08312	LT 240 BLK 17
Trinity/Houston Gardens	0710700200257	HOFFMAN	08315	LT 257 BLK 20
Trinity/Houston Gardens	0710700170243	HOFFMAN	08413	LTS 243 244 & 245 BLK 17
Trinity/Houston Gardens	0720570030057	HOFFMAN	08601	LT 57 BLK 3
Trinity/Houston Gardens	0720570040060	HOFFMAN	08610	LTS 60 BLK 4
Trinity/Houston Gardens	0402510000006	HOFFMAN	08711	TRS 7B & 7M WESTCOTT U/R
Trinity/Houston Gardens	0640190080008	JONES	00000	TR 8A BLK 8 (001*TR 18 PT TR 8)
Trinity/Houston Gardens	0640190060015	JONES	00000	LT 15 BLK 6
Trinity/Houston Gardens	0640190080002	JONES	00000	LT 2 & TR 1A BLK 8
Trinity/Houston Gardens	0640190060016	JONES	00000	TR 16A BLK 6
Trinity/Houston Gardens	0640190080017	JONES	05015	TR 8B BLK 8 (001*TR 17 PT LT 8)
Trinity/Houston Gardens	0640190100003	KEELAND	00000	TR 3A BLK 10
Trinity/Houston Gardens	0640190080009	KEELAND	00000	LT 9 BLK 8
Trinity/Houston Gardens	0640190100007	KEELAND	05001	TR 7A BLK 10 (001*TR 18 PT LT 7)
Trinity/Houston Gardens	0730710080123	LANEWOOD	00000	LT 123 BLK 8
Trinity/Houston Gardens	0730710070134	LANEWOOD	00000	LTS 134 & 135 BLK 7
Trinity/Houston Gardens	0730710050088	LANEWOOD	00000	LT 88 BLK 5
Trinity/Houston Gardens	0730710080117	LANEWOOD	00000	LT 117 BLK 8
Trinity/Houston Gardens	0730710080120	LANEWOOD	00000	LT 120 BLK 8
Trinity/Houston Gardens	0730710040103	LANEWOOD	00000	LT 103 BLK 4
Trinity/Houston Gardens	0730710070142	LANEWOOD	08306	LT 142 & TR 141B BLK 7
Trinity/Houston Gardens	0730710050090	LANEWOOD	08423	LT 90 BLK 5
Trinity/Houston Gardens	0730710050093	LANEWOOD	08433	LT 93 BLK 5
Trinity/Houston Gardens	0730710070127	LANEWOOD	08442	LT 127 BLK 7
Trinity/Houston Gardens	0730710080124	LANEWOOD	08510	LT 124 BLK 8
Trinity/Houston Gardens	0730710040101	LANEWOOD	08515	LT 101 BLK 4
Trinity/Houston Gardens	0730710040104	LANEWOOD	08699	LTS 104 & 105 BLK 4
Trinity/Houston Gardens	0710730020065	LAURA KOPPE	00000	LT 65 BLK 2
Trinity/Houston Gardens	0730710020034	LAURA KOPPE	00000	TRS 34D 35D & 36D BLK 2 (001*TR 4 OF LTS 34 35 & 36)
Trinity/Houston Gardens	0720570020027	LAURA KOPPE	05602	LT 27 BLK 2
Trinity/Houston Gardens	0402510000013	LAURA KOPPE	05702	TRS 7J & 7K (001*TRS 58B & 58C) WESTCOTT U/R
Trinity/Houston Gardens	0681170010003	LAURA KOPPE	05718	LT 3 BLK 1
Trinity/Houston Gardens	0681170010001	LAURA KOPPE	05902	LT 1 BLK 1
Trinity/Houston Gardens	0681170010002	LAURA KOPPE	05918	LT 2 BLK 1
Trinity/Houston Gardens	0570050020008	LOCKWOOD	00000	LT 8 BLK 2
Trinity/Houston Gardens	0660200000249	LOCKWOOD	00000	TR 249A BLK 9
Trinity/Houston Gardens	0660200000263	LOCKWOOD	00000	LT 263 BLK 9
Trinity/Houston Gardens	0710730020060	LOCKWOOD	00000	LT 60 BLK 2
Trinity/Houston Gardens	0570050020045	LOCKWOOD	00000	LT 45 BLK 2
Trinity/Houston Gardens	0570050020062	LOCKWOOD	00000	TR 19B BLK 2
Trinity/Houston Gardens	0570050020049	LOCKWOOD	00000	TR 44B BLK 2
Trinity/Houston Gardens	0660200000250	LOCKWOOD	07118	TR 250A BLK 9
Trinity/Houston Gardens	0660200000251	LOCKWOOD	07202	TR 251A BLK 9
Trinity/Houston Gardens	0660200000252	LOCKWOOD	07206	TR 252A BLK 9
Trinity/Houston Gardens	0660200000254	LOCKWOOD	07212	TR 254A BLK 9
Trinity/Houston Gardens	0660200000255	LOCKWOOD	07220	TRS 255A & 256A BLK 9
Trinity/Houston Gardens	0660200000257	LOCKWOOD	07226	TR 257 BLK 9
Trinity/Houston Gardens	0660200000261	LOCKWOOD	07314	LT 261 BLK 9
Trinity/Houston Gardens	0660200000262	LOCKWOOD	07318	LT 262 BLK 9
Trinity/Houston Gardens	0570050020006	LOCKWOOD	07524	TR 7A BLK 2
Trinity/Houston Gardens	0570050020010	LOCKWOOD	07606	LT 10 BLK 2
Trinity/Houston Gardens	0570050020018	LOCKWOOD	07716	LT 18 BLK 2
Trinity/Houston Gardens	0570050020019	LOCKWOOD	07720	TR 19A BLK 2
Trinity/Houston Gardens	0570050020063	LOCKWOOD	07910	.50 U/D INT IN LT 33 BLK 2
Trinity/Houston Gardens	0570050020035	LOCKWOOD	07926	LTS 35 & 36 BLK 2
Trinity/Houston Gardens	0710730020058	LOCKWOOD	08702	LTS 58 & 59 BLK 2
Trinity/Houston Gardens	0660260080110	PEACHTREE	00000	LT 1110 BLK 8
Trinity/Houston Gardens	0660260140152	PEACHTREE	00000	LT 1152 BLK 14

Trinity/Houston Gardens	0660260140163	PEACHTREE	00000	TR 1162A BLK 14
Trinity/Houston Gardens	0660260090213	PEACHTREE	00000	LT 1213 BLK 9
Trinity/Houston Gardens	0660260140153	PEACHTREE	00000	LT 1153 BLK 14
Trinity/Houston Gardens	0660260140154	PEACHTREE	00000	LT 1154 BLK 14
Trinity/Houston Gardens	0660260140155	PEACHTREE	00000	LT 1155 BLK 14
Trinity/Houston Gardens	0660260080118	PEACHTREE	00000	LT 1118 BLK 8
Trinity/Houston Gardens	0660260110136	PEACHTREE	00000	LT 1136 BLK 11
Trinity/Houston Gardens	0660260050095	PEACHTREE	00000	LT 1095 BLK 5
Trinity/Houston Gardens	0660260050096	PEACHTREE	00000	LT 1096 BLK 5
Trinity/Houston Gardens	0660260100186	PEACHTREE	00000	LT 1186 BLK 10
Trinity/Houston Gardens	0660260020241	PEACHTREE	07407	LT 1241 BLK 2
Trinity/Houston Gardens	0660260050097	PEACHTREE	07609	LT 1097 BLK 5
Trinity/Houston Gardens	0660260040228	PEACHTREE	07610	LT 1228 BLK 4
Trinity/Houston Gardens	0660260040225	PEACHTREE	07624	LT 1225 & TR 1224B BLK 4
Trinity/Houston Gardens	0660260080117	PEACHTREE	07925	LT 1117 BLK 8
Trinity/Houston Gardens	0660260080119	PEACHTREE	08013	LT 1119 BLK 8
Trinity/Houston Gardens	0660260080120	PEACHTREE	08015	LT 1120 BLK 8
Trinity/Houston Gardens	0660260100193	PEACHTREE	08206	LT 1193 BLK 10
Trinity/Houston Gardens	0660260110138	PEACHTREE	08313	LT 1138 BLK 11
Trinity/Houston Gardens	0660260110139	PEACHTREE	08319	LT 1139 BLK 11
Trinity/Houston Gardens	0660260100184	PEACHTREE	08404	LT 1184 BLK 10
Trinity/Houston Gardens	0660260100181	PEACHTREE	08420	LT 1181 BLK 10
Trinity/Houston Gardens	0660260140145	PEACHTREE	08509	LT 1145 BLK 14
Trinity/Houston Gardens	0660260140149	PEACHTREE	08601	LT 1149 BLK 14
Trinity/Houston Gardens	0660260150174	PEACHTREE	08608	LT 1174 BLK 15
Trinity/Houston Gardens	0660260150169	PEACHTREE	08622	LT 1169 BLK 15
Trinity/Houston Gardens	0660260150168	PEACHTREE	08706	LT 1168 BLK 15
Trinity/Houston Gardens	0660260150166	PEACHTREE	08716	LT 1166 BLK 15
Trinity/Houston Gardens	0640190020012	SADLER	00000	LT 12 BLK 2
Trinity/Houston Gardens	0660260160280	SANDRA	00000	LT 1280 BLK 16
Trinity/Houston Gardens	0710690020082	SANDRA	00000	LT 82 BLK 2
Trinity/Houston Gardens	0660260160287	SANDRA	00000	LT 1288 BLK 16
Trinity/Houston Gardens	0660260160298	SANDRA	00000	LT 1287 BLK 16
Trinity/Houston Gardens	0710690020073	SANDRA	00000	LT 73 BLK 2
Trinity/Houston Gardens	0710690080035	SANDRA	00000	LT 35 BLK 8
Trinity/Houston Gardens	0710690080032	SANDRA	00000	LT 32 BLK 8
Trinity/Houston Gardens	0710690020080	SANDRA	00000	LTS 80 & 81 BLK 2
Trinity/Houston Gardens	0710690020074	SANDRA	00000	LT 74 BLK 2
Trinity/Houston Gardens	0710690010007	SANDRA	00000	LT 7 BLK 1
Trinity/Houston Gardens	0720570020016	SANDRA	00000	LT 16 BLK 2
Trinity/Houston Gardens	0710690080036	SANDRA	07519	LT 36 BLK 8
Trinity/Houston Gardens	0710690080033	SANDRA	07525	LT 33 BLK 8
Trinity/Houston Gardens	0710690080029	SANDRA	07728	LT 29 BLK 8
Trinity/Houston Gardens	0710690010003	SANDRA	08023	LT 3 BLK 1
Trinity/Houston Gardens	0660260160289	SANDRA	08315	LT 1289 BLK 16
Trinity/Houston Gardens	0660260170298	SANDRA	08402	LT 1298 BLK 17
Trinity/Houston Gardens	0660260170295	SANDRA	08414	LT 1295 BLK 17
Trinity/Houston Gardens	0720570020014	SANDRA	08602	LT 14 BLK 2
Trinity/Houston Gardens	0720570020018	SANDRA	08618	LT 18 BLK 2
Trinity/Houston Gardens	0720570020022	SANDRA	08702	LT 22 BLK 2
Trinity/Houston Gardens	0730710110230	SHADY	08202	LT 230 BLK 11
Trinity/Houston Gardens	0730710060285	SHADY	08319	LT 285 BLK 6
Trinity/Houston Gardens	0710690070112	SHOTWELL	00000	LT 112 BLK 7
Trinity/Houston Gardens	0402510000005	SHOTWELL	00000	TR 7A (001*TR 58A2) WESTCOTT U/R
Trinity/Houston Gardens	0710690020107	SHOTWELL	00000	LT 107 BLK 2
Trinity/Houston Gardens	0710700200276	SHOTWELL	00000	LT 276 BLK 20
Trinity/Houston Gardens	0710690020094	SHOTWELL	00000	LT 94 BLK 2
Trinity/Houston Gardens	0710690070116	SHOTWELL	07613	LT 116 BLK 7
Trinity/Houston Gardens	0710690070114	SHOTWELL	07711	LT 114 BLK 7
Trinity/Houston Gardens	0710690060126	SHOTWELL	07730	LT 126 BLK 6
Trinity/Houston Gardens	0660260170315	SHOTWELL	08117	LT 1315 BLK 17
Trinity/Houston Gardens	0720570020031	SHOTWELL	08707	LT 31 BLK 2
Trinity/Houston Gardens	0720570020029	SHOTWELL	08715	LT 29 BLK 2
Trinity/Houston Gardens	0730710080174	SPAULDING	00000	LT 174 BLK 8
Trinity/Houston Gardens	0730710070155	SPAULDING	00000	LT 155 BLK 7
Trinity/Houston Gardens	0730710080169	SPAULDING	00000	LT 169 BLK 8
Trinity/Houston Gardens	0730710110205	SPAULDING	08440	LT 205 BLK 11
Trinity/Houston Gardens	0730710100195	SPAULDING	08614	LT 195 BLK 10
Trinity/Houston Gardens	0730710080176	SPAULDING	08615	LT 176 BLK 8 (PRORATED 1-7-03 & 5-6-03)
Trinity/Houston Gardens	0730710090188	SPAULDING	08722	TR 188A BLK 9
Trinity/Houston Gardens	0710700170249	WEAVER	00000	TRS 230B & 231B BLK 17
Trinity/Houston Gardens	0640190020007	WEAVER	00000	TR 7A BLK 2

Trinity/Houston Gardens	0710690010001	WEAVER	05308	TRS 1A & 2A BLK 1
Trinity/Houston Gardens	0710700200268	WEAVER	05501	TRS 268A & 269A BLK 20
Trinity/Houston Gardens	0660260080067	WILEYVALE	00000	LT 1067 BLK 8
Trinity/Houston Gardens	0660260060954	WILEYVALE	00000	LT 954 BLK 6
Trinity/Houston Gardens	0660260050071	WILEYVALE	00000	LT 1071 BLK 5
Trinity/Houston Gardens	0660260140032	WILEYVALE	00000	TR 1032A BLK 14
Trinity/Houston Gardens	0660260010261	WILEYVALE	00000	LT 1261 BLK 1
Trinity/Houston Gardens	0660260080061	WILEYVALE	00000	LT 1061 BLK 8
Trinity/Houston Gardens	0660260110034	WILEYVALE	00000	LT 1034 BLK 11
Trinity/Houston Gardens	0660260050072	WILEYVALE	00000	LT 1072 BLK 5
Trinity/Houston Gardens	0660260130003	WILEYVALE	00000	LT 1003 BLK 13
Trinity/Houston Gardens	0660260060955	WILEYVALE	00000	LT 955 BLK 6
Trinity/Houston Gardens	0660260080068	WILEYVALE	00000	LT 1068 BLK 8
Trinity/Houston Gardens	0660260080064	WILEYVALE	00000	LT 1064 BLK 8
Trinity/Houston Gardens	0660260130002	WILEYVALE	00000	LT 1002 BLK 13
Trinity/Houston Gardens	0660260010272	WILEYVALE	00000	LT 1272 BLK 1
Trinity/Houston Gardens	0660260020265	WILEYVALE	00000	TRS 1248F & 1249A BLK 2
Trinity/Houston Gardens	0660260010260	WILEYVALE	07207	LT 1260 BLK 1
Trinity/Houston Gardens	0660260010266	WILEYVALE	07301	LT 1266 BLK 1
Trinity/Houston Gardens	0660260020252	WILEYVALE	07312	LT 1252 BLK 2
Trinity/Houston Gardens	0660260010269	WILEYVALE	07313	LT 1269 BLK 1
Trinity/Houston Gardens	0660260010270	WILEYVALE	07317	LT 1270 BLK 1
Trinity/Houston Gardens	0660260020259	WILEYVALE	07406	TRS 1248D & 1249D BLK 2
Trinity/Houston Gardens	0660260020266	WILEYVALE	07416	TRS 1248E & 1249B BLK 2
Trinity/Houston Gardens	0660260060949	WILEYVALE	07601	LT 949 BLK 6
Trinity/Houston Gardens	0660260050085	WILEYVALE	07602	LT 1085 BLK 5
Trinity/Houston Gardens	0660260050084	WILEYVALE	07606	LT 1084 BLK 5
Trinity/Houston Gardens	0660260050083	WILEYVALE	07610	LT 1083 BLK 5
Trinity/Houston Gardens	0660260050082	WILEYVALE	07614	LT 1082 BLK 5
Trinity/Houston Gardens	0660260060962	WILEYVALE	07729	LT 962 BLK 6
Trinity/Houston Gardens	0660260070968	WILEYVALE	07819	LT 968 BLK 7
Trinity/Houston Gardens	0660260080066	WILEYVALE	07820	LT 1066 BLK 8
Trinity/Houston Gardens	0660260080063	WILEYVALE	07834	LT 1063 BLK 8
Trinity/Houston Gardens	0660260080060	WILEYVALE	07916	LT 1060 BLK 8
Trinity/Houston Gardens	0660260080056	WILEYVALE	07932	LT 1056 BLK 8
Trinity/Houston Gardens	0660260120981	WILEYVALE	08221	LT 991 BLK 12
Trinity/Houston Gardens	0660260120991	WILEYVALE	08417	LT 999 BLK 12
Trinity/Houston Gardens	0660260140027	WILEYVALE	08612	LT 1027 BLK 14
Trinity/Houston Gardens	0660260140020	WILEYVALE	08712	LT 1020 BLK 14

Exhibit "C"

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~~** Second Amendment to (1) Extend term to 3.12.2014 (2) clarify certain provisions

Date: March 24, 2009

Marianna D. Pardo
Marianna D. Pardo
City Controller of the City of Houston

FUND REF: N1A · 3200 **AMOUNT:** -0- **ENCUMB. NO.:** NF32012-09 C55498

HAS MR DE

City of Houston Ordinance No. 2009-224

AN ORDINANCE APPROVING AND AUTHORIZING A SECOND AMENDMENT TO URBAN REDEVELOPMENT INTERLOCAL AGREEMENT AMONG THE CITY OF HOUSTON, OTHER TAXING UNITS, AND LAND ASSEMBLAGE REDEVELOPMENT AUTHORITY 1) TO EXTEND THE TERM OF THE AGREEMENT UNTIL MARCH 12, 2014, AND 2) TO CLARIFY CERTAIN PROVISIONS OF THE AGREEMENT REGARDING PROPERTIES TO BE AFFECTED; CONTAINING VARIOUS FINDINGS AND PROVISIONS RELATING TO THE SUBJECT; AND DECLARING AN EMERGENCY.

* * * *

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

WHEREAS, pursuant to Ordinance No. 2003-1018, passed and adopted by the City Council on November 5, 2003, the City of Houston ("City") entered into an Urban Redevelopment Interlocal Agreement ("LARA Agreement") with Land Assemblage Redevelopment Authority ("LARA") and other local taxing units to establish a procedure pursuant to which certain properties located in the City's Third and Fifth Wards would be redeveloped as affordable housing; and

WHEREAS, pursuant to Ordinance No. 2005-702, passed and adopted by the City Council on June 8, 2005, the LARA Agreement was amended and the parties thereto consented to add tax delinquent properties to the LARA Agreement; and

WHEREAS, the term of the LARA Agreement will expire on March 12, 2009; and

WHEREAS, the parties to the LARA Agreement desire to further amend the LARA Agreement in order 1) to extend its term until March 12, 2014, and 2) to clarify certain provisions thereof regarding its applicability to LARA-acquired properties; and

WHEREAS, extending the term of the LARA Agreement and clarifying certain provisions thereof will benefit the City and the other taxing units; and

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

NOW, THEREFORE:

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

Section 1. 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 documents which are attached hereto as **Exhibits A** 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 and to take all actions necessary to effectuate the City's intent and objectives in approving such contracts, agreements, or other undertakings 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 contracts without further authorization from City Council.

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 25th day of March, 2009.

APPROVED this _____ day of _____, 2009.

Bill White, Mayor of the City of Houston

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is MAR 3 1 2009.

City Secretary

(Prepared by Legal Dept. _____)
Arturo Michel, City Attorney

g:\realestate\liles\ordinances\LARA2ndamdmnt.wpd

AYE	NO	
✓		MAYOR WHITE
••••	••••	COUNCIL MEMBERS
✓		LAWRENCE
	ABSENT	JOHNSON
✓		CLUTTERBUCK
	ABSENT	ADAMS
✓		SULLIVAN
✓		KHAN
✓		HOLM
		Vacant
✓		RODRIGUEZ
✓		BROWN
✓		LOVELL
✓		NORIEGA
✓		GREEN
✓		JONES
CAPTION	ADOPTED	

CAPTION PUBLISHED IN DAILY COURT REVIEW
DATE: MAR 3 1 2009

MAY 017 Rev.1/04

C 55498
09-0224

SECOND AMENDMENT TO URBAN REDEVELOPMENT INTERLOCAL AGREEMENT

This **Second Amendment to Urban Redevelopment Interlocal Agreement** ("Second Amendment") is entered into among the **City of Houston** ("City"), a municipal corporation and home-rule city of the State of Texas, principally situated in Harris County, Texas, acting by and through its governing body, the City Council of the City of Houston, **Harris County**, a political subdivision of the State of Texas, the **Harris County Flood Control District**, a political subdivision of the State of Texas, acting by and through their governing body, the Commissioners Court, the **Houston Community College System**, a community college district created under the Texas Education Code, the **Houston Independent School District**, an independent school district and political subdivision organized under the laws of the State of Texas, the **Port of Houston Authority of Harris County, Texas.** a political subdivision of the State of Texas, the **Harris County Department of Education**, a body corporate and a political subdivision of the State of Texas, and the **Harris County Hospital District**, a body corporate and a political subdivision of the State of Texas (collectively hereinafter referred to as the "Parties") and the **Land Assemblage Redevelopment Authority** ("Authority"), a Texas non-profit corporation created pursuant to TEX. TRANSP. CODE. ANN. § 431.101 (Vernon 2000) (collectively referred to as the "Lara Agreement Parties").

WHEREAS, as duly authorized by their respective governing bodies, the LARA Agreement Parties, on or about December 12, 2003, entered into that certain Urban Redevelopment Interlocal Agreement (the "Original Agreement") to establish a procedure pursuant to which certain tax delinquent properties within the City would be redeveloped as affordable housing; the LARA Agreement Parties amended the Original Agreement by First Amendment to Urban Redevelopment Interlocal Agreement effective July 1, 2005 (the Original Agreement, as so amended, being herein referred to as the "LARA Agreement"); and

WHEREAS, the LARA Agreement Parties wish to extend the term of, and clarify certain provisions of, the LARA Agreement; and

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

NOW, THEREFORE, the Parties and the Authority enter into this Second Amendment as follows:

I.

It is hereby agreed that this Second Amendment shall serve as the express written agreement of the LARA Agreement Parties that the initial term of the LARA Agreement is extended until March 12, 2014.

II.

It is hereby agreed that this Second Amendment shall serve as the express written consent and acknowledgment of the LARA Agreement Parties that the LARA Agreement applies only to properties acquired by LARA by strike-off at a tax foreclosure sale and does not apply to any

properties acquired by LARA prior to or after the Effective Date by cash bid or any other means other than by strike-off at a tax foreclosure sale.

III.

Except as specially provided above, no modifications or amendments to the rights and duties of the LARA Agreement Parties under the LARA Agreement are made or intended hereby, and the LARA Agreement remains in full force and effect. This Second Amendment is binding only after all parties listed below have signed this Second Amendment.

IN WITNESS WHEREOF, the parties have executed this Second Amendment to be effective, upon countersignature by the City Controller as set forth below, as of March 12, 2009 (the "Effective Date").

ATTEST/SEAL

Anna Russell
CITY SECRETARY

CITY OF HOUSTON

Bill White
MAYOR

Martha L. Stein

COUNTERSIGNED:

Annise Parker
CONTROLLER

Annise D. Parker

DATE OF COUNTERSIGNATURE:

6-23-09

APPROVED:

Richard Celli
DIRECTOR, HOUSING AND COMMUNITY DEVELOPMENT DEPARTMENT

Arturo Michel
CITY ATTORNEY

LD# 042-0100068-003

Approved as to Form:

VINCE RYAN
County Attorney

By: _____
JAMES RICE HARRIS
Assistant County Attorney

HARRIS COUNTY

By: Ed Emmett Dep.
ED EMMETT
County Judge
Date Signed: 2/10/09

HARRIS COUNTY FLOOD CONTROL DISTRICT

By: Ed Emmett Dep
ED EMMETT
County Judge
Date Signed: 2/10/09

HARRIS COUNTY HOSPITAL DISTRICT

By: Ed Emmett Dep
ED EMMETT
County Judge
Date Signed: 2/10/09

HOUSTON COMMUNITY COLLEGE SYSTEM

By:_____
Abel Davila
Board Chair
Date Signed:_____

HOUSTON INDEPENDENT SCHOOL DISTRICT

By: _____
Abelardo Saavedra Ph.D.
Superintendent of Schools
Date Signed: 4/5/09

Approved as to Funding and Business Terms:

By: _____ 3/31/09
Melinda Garrett
Chief Financial Officer

Approved as to Form:

By: Donald R Boehm
Donald R. Boehm, Attorney

PORT OF HOUSTON AUTHORITY OF
HARRIS COUNTY, TEXAS

By: _____
Wade Battles
Acting Executive Director
Date Signed: 2/20/09

Approved as to Form:

By: _____
Erik Eriksson
General Counsel

HARRIS COUNTY DEPARTMENT OF EDUCATION

By: _____

John E. Sawyer, Ed. D.
County School Superintendent
Date Signed: 1/21/2009

LAND ASSEMBLAGE REDEVELOPMENT AUTHORITY

By: _____

David L. Collins
Chairman
Date Signed: 6/4/09

SCHEDULE 1

LOTS WHICH ARE NO LONGER SUBJECT TO THE ORIGINAL AGREEMENT, AS AMENDED BY THE FIRST AMENDMENT, SECOND AMENDMENT AND BY THE RESTATED AGREEMENT

LOTS WHICH ARE NO LONGER SUBJECT TO THE LARA AGREEMENT, AS AMENDED BY THIS REINSTATEMENT AND THIRD AMENDMENT					
AREA	HCAD	ADDR NO	STREET NAME	LEGAL	ZIP CODE
Acres Home	0162730050015	0	APOLLO	LTS 15 & 16 BLK 5 HIGHLAND HEIGHTS	77091
Acres Home	0162730050017	0	APOLLO	LTS 17 & 18 BLK 5 HIGHLAND HEIGHTS	77091
Acres Home	0162730040003	0	APOLLO	LT 3 BLK 4 HIGHLAND HEIGHTS	77091
Acres Home	0162730040006	0	APOLLO	LTS 6 & 7 BLK 4 HIGHLAND HEIGHTS	77091
Acres Home	0162730040017	0	APOLLO	LT 17 BLK 4 HIGHLAND HEIGHTS	77091
Acres Home	0162730040018	0	APOLLO	LT 18 BLK 4 HIGHLAND HEIGHTS	77091
Acres Home	0162730040019	0	APOLLO	LT 19 BLK 4 HIGHLAND HEIGHTS	77091
Acres Home	0162730020021	0	APOLLO	LT 21 BLK 2 HIGHLAND HEIGHTS	77091
Acres Home	0162730020022	0	APOLLO	LT 22 BLK 2 HIGHLAND HEIGHTS	77091
Acres Home	0162730020023	0	APOLLO	LTS 23 & 24 BLK 2 HIGHLAND HEIGHTS	77091
Acres Home	0162730020029	0	APOLLO	LT 29 BLK 2 HIGHLAND HEIGHTS	77091
Acres Home	0162730020030	0	APOLLO	LTS 30 & 31 BLK 2 HIGHLAND HEIGHTS	77091
Acres Home	0162730020040	0	APOLLO	LT 40 BLK 2 HIGHLAND HEIGHTS	77091
Acres Home	0162730010021	0	APOLLO	LTS 21 & 22 BLK 1 HIGHLAND HEIGHTS	77091
Acres Home	0162730010027	0	APOLLO	LTS 27 & 28 BLK 1 HIGHLAND HEIGHTS	77091
Acres Home	0162730010030	0	APOLLO	LT 31 & TR 30B BLK 1 HIGHLAND HEIGHTS	77091
Acres Home	0162730010036	0	APOLLO	LTS 36 & 37 BLK 1 HIGHLAND HEIGHTS	77091
Acres Home	0162730030023	0	APOLLO	LT 23 BLK 3 HIGHLAND HEIGHTS	77091
Acres Home	0162730030024	0	APOLLO	LT 24 BLK 3 HIGHLAND HEIGHTS	77091
Acres Home	0162730030025	0	APOLLO	LT 25 BLK 3 HIGHLAND HEIGHTS	77091
Acres Home	0162730030026	0	APOLLO	LTS 26 & 27 BLK 3 HIGHLAND HEIGHTS	77091
Acres Home	0162730030036	0	APOLLO	LTS 36 & 37 BLK 3 HIGHLAND HEIGHTS	77091
Acres Home	0162730030028	0	APOLLO	LT 28 BLK 3 HIGHLAND HEIGHTS	77091
Acres Home	0162730060015	0	APOLLO	LT 15 BLK 6 HIGHLAND HEIGHTS	77091
Acres Home	0162730060018	0	APOLLO	LT 18 BLK 6 HIGHLAND HEIGHTS	77091
Acres Home	0162730060020	0	APOLLO	LT 20 BLK 6 HIGHLAND HEIGHTS	77091
Acres Home	0162730060006	0	APOLLO	LT 6 BLK 6 HIGHLAND HEIGHTS	77091
Acres Home	0162730030041	0	APOLLO	.20 U/D INT IN LTS 21 & 22 BLK 3 HIGHLAND HEIGHTS	77091
Acres Home	0162730020041	0	APOLLO	LT 38 BLK 2 HIGHLAND HEIGHTS	77091
Acres Home	0162730020027	6703	APOLLO	LTS 27 & 28 BLK 2 HIGHLAND HEIGHTS	77091
Acres Home	0162750150029	6517	ARABELLA	LTS 29 & 30 BLK 15 HIGHLAND HEIGHTS	77091
Acres Home	0162750170008	6636	ARABELLA	LTS 8 & 9 BLK 17 HIGHLAND HEIGHTS	77091
Acres Home	0162750130032	6733	ARABELLA	LT 32 BLK 13 HIGHLAND HEIGHTS	77091
Acres Home	0162750130020	6815	ARABELLA	LTS 21 22 & 23 BLK 13 HIGHLAND HEIGHTS	77091
Acres Home	0162750140024	0	ARABELLE	LT 24 BLK 14 HIGHLAND HEIGHTS	77091
Acres Home	0162750170011	0	ARABELLE	LT 11 BLK 17 HIGHLAND HEIGHTS	77091
Acres Home	0162750170013	0	ARABELLE	LT 13 BLK 17 HIGHLAND HEIGHTS	77091
Acres Home	0162750170014	0	ARABELLE	LTS 14 15 & 16A BLK 17 HIGHLAND HEIGHTS	77091
Acres Home	0162750160004	0	ARABELLE	LT 4 BLK 16 HIGHLAND HEIGHTS	77091
Acres Home	0162750160005	0	ARABELLE	LTS 5 & 6 BLK 16 HIGHLAND HEIGHTS	77091
Acres Home	0162750160007	0	ARABELLE	LT 7 BLK 16 HIGHLAND HEIGHTS	77091
Acres Home	0162750160009	0	ARABELLE	LTS 9 & 10 BLK 16 HIGHLAND HEIGHTS	77091
Acres Home	0162750130038	0	ARABELLE	TR A BLK 13 HIGHLAND HEIGHTS	77091
Acres Home	0162750130035	0	ARABELLE	LTS 35 36 & 37 BLK 13 HIGHLAND HEIGHTS	77091
Acres Home	0162750130033	0	ARABELLE	LT 33 BLK 13 HIGHLAND HEIGHTS	77091
Acres Home	0162750130034	0	ARABELLE	LT 34 BLK 13 HIGHLAND HEIGHTS	77091
Acres Home	0162750150022	0	ARABELLE	LTS 22 & 23 BLK 15 HIGHLAND HEIGHTS	77091
Acres Home	0162750150031	0	ARABELLE	LTS 31 & 32 BLK 15 HIGHLAND HEIGHTS	77091
Acres Home	0162750180016	0	ARABELLE	LTS 16 17 & 18 BLK 18 HIGHLAND HEIGHTS	77091
Acres Home	0162760200018	0	COHN	LTS 18 19 & 20 BLK 20 HIGHLAND HEIGHTS	77091
Acres Home	0162760200023	0	COHN	LT 23 BLK 20 HIGHLAND HEIGHTS	77091
Acres Home	0162760200024	0	COHN	LT 24 BLK 20 HIGHLAND HEIGHTS	77091
Acres Home	0162760200027	0	COHN	LT 27 BLK 20 HIGHLAND HEIGHTS	77091
Acres Home	0162760230013	0	COHN	LT 13 BLK 23 HIGHLAND HEIGHTS	77091
Acres Home	0162760230017	0	COHN	LT 17 BLK 23 HIGHLAND HEIGHTS	77091
Acres Home	0162760190042	0	COHN	LT E BLK 19 HIGHLAND HEIGHTS	77091
Acres Home	0162760240006	0	COHN	LTS 6 7 & 8 BLK 24 HIGHLAND HEIGHTS	77091
Acres Home	0162760240009	0	COHN	LT 9 BLK 24 HIGHLAND HEIGHTS	77091
Acres Home	0162760200025	6621	COHN	LT 25 BLK 20 HIGHLAND HEIGHTS	77091
Acres Home	0162760200022	6701	COHN	LT 22 BLK 20 HIGHLAND HEIGHTS	77091
Acres Home	0162740080024	0	COUCH	LTS 24 & 25 BLK 8 HIGHLAND HEIGHTS	77091
Acres Home	0162740080028	0	COUCH	LTS 28 & 29 BLK 8 HIGHLAND HEIGHTS	77091
Acres Home	0162740080031	0	COUCH	LTS 31 32 BLK 8 HIGHLAND HEIGHTS	77091
Acres Home	0162740080033	0	COUCH	LT 33 BLK 8 HIGHLAND HEIGHTS	77091
Acres Home	0162740080038	0	COUCH	LTS 38 39 & 40 BLK 8 HIGHLAND HEIGHTS	77091
Acres Home	0162740110015	0	COUCH	LT 15 BLK 11 HIGHLAND HEIGHTS	77091
Acres Home	0162740070025	0	COUCH	LTS 25 & 26 BLK 7 HIGHLAND HEIGHTS	77091
Acres Home	0162740070031	0	COUCH	LT 31 BLK 7 HIGHLAND HEIGHTS	77091
Acres Home	0162740090024	0	COUCH	LT 24 BLK 9 HIGHLAND HEIGHTS	77091
Acres Home	0162740090025	0	COUCH	LT 25 BLK 9 HIGHLAND HEIGHTS	77091

LOTS WHICH ARE NO LONGER SUBJECT TO THE LARA AGREEMENT, AS AMENDED BY THIS REINSTATEMENT AND THIRD AMENDMENT					
AREA	HCAD	ADDR NO	STREET NAME	LEGAL	ZIP CODE
Acres Home	0162740090026	0	COUCH	LTS 26 & 27 BLK 9 HIGHLAND HEIGHTS	77091
Acres Home	0162740090028	0	COUCH	LT 28 BLK 9 HIGHLAND HEIGHTS	77091
Acres Home	0162740090029	0	COUCH	LT 29 BLK 9 HIGHLAND HEIGHTS	77091
Acres Home	0162740090031	0	COUCH	LT 31 BLK 9 HIGHLAND HEIGHTS	77091
Acres Home	0162740090030	0	COUCH	LT 30 BLK 9 HIGHLAND HEIGHTS	77091
Acres Home	0162740120004	0	COUCH	LTS 4 & 5 BLK 12 HIGHLAND HEIGHTS	77091
Acres Home	0162740120007	0	COUCH	LT 7 BLK 12 HIGHLAND HEIGHTS	77091
Acres Home	0162740120011	0	COUCH	LTS 11 & 12 BLK 12 HIGHLAND HEIGHTS	77091
Acres Home	0162740120013	0	COUCH	LT 13 BLK 12 HIGHLAND HEIGHTS	77091
Acres Home	0162740080034	6609	COUCH	LTS 34 & 35 BLK 8 HIGHLAND HEIGHTS	77091
Acres Home	0162730050023	0	D S BAILEY	LT 23 BLK 5 HIGHLAND HEIGHTS	77091
Acres Home	0162740070032	0	D S BAILEY	LT 28 BLK 7 HIGHLAND HEIGHTS	77091
Acres Home	0162740070003	0	D S BAILEY	LT 5 BLK 7 HIGHLAND HEIGHTS	77091
Acres Home	0162740070012	0	D S BAILEY	LTS 12 & 13 BLK 7 HIGHLAND HEIGHTS	77091
Acres Home	0162740070014	0	D S BAILEY	LT 14 BLK 7 HIGHLAND HEIGHTS	77091
Acres Home	0162730060023	0	D S BAILEY	LT 23 BLK 6 HIGHLAND HEIGHTS	77091
Acres Home	0162730060024	0	D S BAILEY	LT 24 BLK 6 HIGHLAND HEIGHTS	77091
Acres Home	0162730060030	0	D S BAILEY	LT 30 BLK 6 HIGHLAND HEIGHTS	77091
Acres Home	0162730060031	0	D S BAILEY	LT 31 BLK 6 HIGHLAND HEIGHTS	77091
Acres Home	0162730060028	0	D S BAILEY	LTS 28 & 29 BLK 6 HIGHLAND HEIGHTS	77091
Acres Home	0162760220024	0	KNOX	LTS 24 & 25 BLK 22 HIGHLAND HEIGHTS	77091
Acres Home	0162760220026	0	KNOX	LT 26 BLK 22 HIGHLAND HEIGHTS	77091
Acres Home	0162760220039	0	KNOX	LTS 39 & 40 BLK 22 HIGHLAND HEIGHTS	77091
Acres Home	0162770250007	0	KNOX	LT 7 BLK 25 HIGHLAND HEIGHTS	77091
Acres Home	0162770250016	0	KNOX	LTS 16 & 17 BLK 25 HIGHLAND HEIGHTS	77091
Acres Home	0162770250018	0	KNOX	LT 18 BLK 25 HIGHLAND HEIGHTS	77091
Acres Home	0162760230030	0	KNOX	LTS 30 31 & 32 BLK 23 HIGHLAND HEIGHTS	77091
Acres Home	0162770260019	0	KNOX	LTS 19 & 20 BLK 26 HIGHLAND HEIGHTS	77091
Acres Home	0162760230039	0	KNOX	LTS 39 & 40 BLK 23 HIGHLAND HEIGHTS	77091
Acres Home	0162760230037	0	KNOX	LTS 37 & 38 BLK 23 HIGHLAND HEIGHTS	77091
Acres Home	0162770260008	0	KNOX	LT 8 BLK 26 HIGHLAND HEIGHTS	77091
Acres Home	0162770260011	0	KNOX	LT 11 BLK 26 HIGHLAND HEIGHTS	77091
Acres Home	0162770260012	0	KNOX	LTS 12 & 13 BLK 26 HIGHLAND HEIGHTS	77091
Acres Home	0162770260018	0	KNOX	LT 18 BLK 26 HIGHLAND HEIGHTS	77091
Acres Home	0162760230022	6715	KNOX	LTS 22 & 23 BLK 23 HIGHLAND HEIGHTS	77091
Acres Home	0162760220034	6729	KNOX	TR 35A BLK 22 (061*LT 3 42X100 SUBD OF LTS 32 TO 38 U/R BLK 22) HIGHLAND HEIGHTS	77091
Acres Home	0162760220033	6731	KNOX	TR 34A BLK 22 (061*LT 2 42X100 SUBD OF LTS 32 TO 38 U/R BLK 22) HIGHLAND HEIGHTS	77091
Acres Home	0162740100029	1006	MELON	TR 29A BLK 10 HIGHLAND HEIGHTS	77091
Acres Home	0162760200012	0	MONTGOMERY	LTS 12 & 13 BLK 20 HIGHLAND HEIGHTS	77091
Acres Home	0162750130017	0	MONTGOMERY	LT 17 BLK 13 HIGHLAND HEIGHTS	77091
Acres Home	0162760230042	0	MONTGOMERY	LT L BLK 23 HIGHLAND HEIGHTS	77091
Acres Home	0162770270008	0	MONTGOMERY	LT 8 BLK 27 HIGHLAND HEIGHTS	77091
Acres Home	0162760240020	0	MONTGOMERY	LT 20 BLK 24 HIGHLAND HEIGHTS	77091
Acres Home	0162760230041	7014	MONTGOMERY	LT K BLK 23 HIGHLAND HEIGHTS	77091
Acres Home	0162770280038	6910	MORROW	LTS 38 39 & 40 BLK 28 HIGHLAND HEIGHTS	77091
Acres Home	0162770250023	0	RADCLIFFE	LTS 23 & 24 BLK 25 HIGHLAND HEIGHTS	77091
Acres Home	0162770250027	0	RADCLIFFE	LT 27 BLK 25 HIGHLAND HEIGHTS	77091
Acres Home	0162770250034	0	RADCLIFFE	LT 34 BLK 25 HIGHLAND HEIGHTS	77091
Acres Home	0162770250035	0	RADCLIFFE	LTS 35 & 36 BLK 25 HIGHLAND HEIGHTS	77091
Acres Home	0162770250044	0	RADCLIFFE	LTS 29 & 30 BLK 25 HIGHLAND HEIGHTS	77091
Acres Home	0162770260021	0	RADCLIFFE	LTS 21 & 22 BLK 26 HIGHLAND HEIGHTS	77091
Acres Home	0162770260023	0	RADCLIFFE	LTS 23 & 24 BLK 26 HIGHLAND HEIGHTS	77091
Acres Home	0162770260037	0	RADCLIFFE	LTS 37 & 38 BLK 26 HIGHLAND HEIGHTS	77091
Acres Home	0162770260039	0	RADCLIFFE	LTS 39 & 40 BLK 26 HIGHLAND HEIGHTS	77091
Acres Home	0162770260032	0	RADCLIFFE	LTS 32 & 33 BLK 26 HIGHLAND HEIGHTS	77091
Acres Home	0162770280006	0	RADCLIFFE	LT 6 BLK 28 HIGHLAND HEIGHTS	77091
Acres Home	0162770280009	0	RADCLIFFE	LT 9 BLK 28 HIGHLAND HEIGHTS	77091
Acres Home	0162770280012	0	RADCLIFFE	LT 12 BLK 28 HIGHLAND HEIGHTS	77091
Acres Home	0162770280013	0	RADCLIFFE	LT 13 BLK 28 HIGHLAND HEIGHTS	77091
Acres Home	0162770280055	0	RADCLIFFE	LT 55 BLK 28 HIGHLAND HEIGHTS	77091
Acres Home	0162770280054	6420	RADCLIFFE	LT 54 BLK 28 HIGHLAND HEIGHTS	77091
Acres Home	0162770280048	6510	RADCLIFFE	LTS 48 & 49 BLK 28 HIGHLAND HEIGHTS	77091
Acres Home	0162770260042	6601	RADCLIFFE	LT N BLK 26 HIGHLAND HEIGHTS	77091
Acres Home	0162770280036	6604	RADCLIFFE	LT 36 BLK 28 HIGHLAND HEIGHTS	77091
Acres Home	0162770250037	6605	RADCLIFFE	LT 37 BLK 25 HIGHLAND HEIGHTS	77091
Acres Home	0162770280005	6916	RADCLIFFE	LT 5 BLK 28 HIGHLAND HEIGHTS	77091
Acres Home	0162740110028	0	TUSKEGEE	LTS 28 & 29 BLK 11 HIGHLAND HEIGHTS	77091
Acres Home	0162740110031	0	TUSKEGEE	LT 31 BLK 11 HIGHLAND HEIGHTS	77091

LOTS WHICH ARE NO LONGER SUBJECT TO THE LARA AGREEMENT, AS AMENDED BY THIS REINSTATEMENT AND THIRD AMENDMENT					
AREA	HCAD	ADDR NO	STREET NAME	LEGAL	ZIP CODE
Acres Home	0162740110035	0	TUSKEGEE	LT 35 BLK 11 HIGHLAND HEIGHTS	77091
Acres Home	0162750140003	0	TUSKEGEE	LTS 3 & 4 BLK 14 HIGHLAND HEIGHTS	77091
Acres Home	0162750140005	0	TUSKEGEE	LTS 5 & 6 BLK 14 HIGHLAND HEIGHTS	77091
Acres Home	0162750140011	0	TUSKEGEE	LT 11 BLK 14 HIGHLAND HEIGHTS	77091
Acres Home	0162750140017	0	TUSKEGEE	LTS 17 & 18 BLK 14 HIGHLAND HEIGHTS	77091
Acres Home	0162750130009	0	TUSKEGEE	LT 9 BLK 13 HIGHLAND HEIGHTS	77091
Acres Home	0162750130010	0	TUSKEGEE	LT 10 BLK 13 HIGHLAND HEIGHTS	77091
Acres Home	0162740100017	0	TUSKEGEE	LTS 17 & 18 BLK 10 HIGHLAND HEIGHTS	77091
Acres Home	0162740100020	0	TUSKEGEE	LTS 20 & 21 BLK 10 HIGHLAND HEIGHTS	77091
Acres Home	0162740100022	0	TUSKEGEE	LTS 22 & 23 BLK 10 HIGHLAND HEIGHTS	77091
Acres Home	0162740100024	0	TUSKEGEE	LTS 24 & 25 BLK 10 HIGHLAND HEIGHTS	77091
Acres Home	0162740100016	0	TUSKEGEE	LT 16 BLK 10 HIGHLAND HEIGHTS	77091
Acres Home	0162740100015	0	TUSKEGEE	LT 15 BLK 10 HIGHLAND HEIGHTS	77091
Acres Home	0162740120033	6515	TUSKEGEE	LT 33 BLK 12 HIGHLAND HEIGHTS	77091
Acres Home	0162740120030	6523	TUSKEGEE	LTS 30 & 31 BLK 12 HIGHLAND HEIGHTS	77091
Acres Home	0162740110037	6607	TUSKEGEE	LTS 37 & 38 BLK 11 HIGHLAND HEIGHTS	77091
Acres Home	0162740110033	6631	TUSKEGEE	LTS 33 & 34 BLK 11 HIGHLAND HEIGHTS	77091
Acres Home	0162750130014	6810	TUSKEGEE	LTS 14 15 & 16 BLK 13 HIGHLAND HEIGHTS	77091
Acres Home	0162760200003	0	UTAH	LTS 3 & 4 BLK 20 HIGHLAND HEIGHTS	77091
Acres Home	0162760200005	0	UTAH	LTS 5 & 6 BLK 20 HIGHLAND HEIGHTS	77091
Acres Home	0162750160025	0	UTAH	LTS 25 & 26 BLK 16 HIGHLAND HEIGHTS	77091
Acres Home	0162750160027	0	UTAH	LTS 27 & 28 BLK 16 HIGHLAND HEIGHTS	77091
Acres Home	0162750160034	0	UTAH	LTS 34 & 35 BLK 16 HIGHLAND HEIGHTS	77091
Acres Home	0162750160038	0	UTAH	LTS 38 39 & 40 BLK 16 HIGHLAND HEIGHTS	77091
Acres Home	0162760190001	0	UTAH	LTS 1 & 2 BLK 19 HIGHLAND HEIGHTS	77091
Acres Home	0162760190011	0	UTAH	LT 11 BLK 19 HIGHLAND HEIGHTS	77091
Acres Home	0162750180021	0	UTAH	LT 21 BLK 18 HIGHLAND HEIGHTS	77091
Acres Home	0162750180025	0	UTAH	LT 25 BLK 18 HIGHLAND HEIGHTS	77091
Acres Home	0162750180029	0	UTAH	LT 29 BLK 18 HIGHLAND HEIGHTS	77091
Acres Home	0162750180034	0	UTAH	LTS 34 & 35 BLK 18 HIGHLAND HEIGHTS	77091
Acres Home	0162760210003	0	UTAH	LTS 3 4 5 & 6 BLK 21 HIGHLAND HEIGHTS	77091
Acres Home	0162760210010	6520	UTAH	LTS 10 & 11 BLK 21 HIGHLAND HEIGHTS	77091
Acres Home	0162750170027	6617	UTAH	LT 27 BLK 17 HIGHLAND HEIGHTS	77091
Acres Home	0162730020003	0	WHEATLEY	TR 3 BLK 2 HIGHLAND HEIGHTS	77091
Acres Home	0162730020007	0	WHEATLEY	LT 7 BLK 2 HIGHLAND HEIGHTS	77091
Acres Home	0162730020011	0	WHEATLEY	TRS 11 & 12 BLK 2 HIGHLAND HEIGTHS	77091
Acres Home	0162730020017	0	WHEATLEY	TR 17 BLK 2 HIGHLAND HEIGHTS	77091
Acres Home	0162730020019	0	WHEATLEY	TR 19 BLK 2 HIGHLAND HEIGHTS	77091
Acres Home	0162730020013	0	WHEATLEY	TRS 13 & 14 BLK 2 HIGHLAND HEIGHTS	77091
Acres Home	0162730010005	0	WHEATLEY	LTS 5 & 6 BLK 1 HIGHLAND HEIGHTS	77091
Acres Home	0162730010009	0	WHEATLEY	TRS 9 & 10 BLK 1 HIGHLAND HEIGHTS	77091
Acres Home	0162730010016	0	WHEATLEY	TRS 16 17 & 18 BLK 1 HIGHLAND HEIGHTS	77091
Acres Home	0162730030004	0	WHEATLEY	TR 4 BLK 3 HIGHLAND HEIGHTS	77091
Acres Home	0162730030006	0	WHEATLEY	TRS 6 & 7 BLK 3 HIGHLAND HEIGHTS	77091
Acres Home	0162730020018	0	WHEATLEY	TR 18 BLK 2 HIGHLAND HEIGHTS	77091
Acres Home	0162730010015	0	WHEATLEY	TR 15 BLK 1 HIGHLAND HEIGHTS	77091
Acres Home	0162730030016	6520	WHEATLEY	TR 16 BLK 3 HIGHKAND HEIGHTS	77091
Acres Home	0162730030019	6520	WHEATLEY	TRS 19 & 20 BLK 3 HIGHLAND HEIGHTS	77091
Acres Home	0162770270031	0	WILBURFORCE	LT 15A BLK 27 HIGHLAND HEIGHTS	77091
Clinton Park	0141120150011	0	ARMSTRONG	LTS 11 & 12 BLK 15 FIDELITY	77029
Clinton Park	0141120150009	0	ARMSTRONG	LTS 9 & 10 BLK 15 FIDELITY	77029
Clinton Park	0141120130035	0	ARMSTRONG	LTS 35 & 36 BLK 13 FIDELITY	77029
Clinton Park	0141120160005	415	ARMSTRONG	LTS 5 THRU 10 BLK 16 FIDELITY	77029
Clinton Park	0141140220007	0	BOLDEN	LT 7 BLK 22 FIDELITY	77029
Clinton Park	0141130190026	318	BOLDEN	LTS 26 & 27 BLK 19 FIDELITY	77029
Clinton Park	0141170330007	415	CALLOWAY	LTS 7 & 8 BLK 33 FIDELITY	77029
Clinton Park	0141170330013	427	CALLOWAY	LTS 13 & 14 BLK 33 FIDELITY	77029
Clinton Park	0141150270035	0	CARTERSVILLE	LTS 35 & 36 BLK 27 FIDELITY	77029
Clinton Park	0141160290019	0	CARTERSVILLE	LTS 19 & 20 BLK 29 FIDELITY	77029
Clinton Park	0141150280029	428	CARTERSVILLE	LTS 29 30 31 & 32 BLK 28 FIDELITY	77029
Clinton Park	0141150280035	436	CARTERSVILLE	LTS 35 & 36 BLK 28 FIDELITY	77029
Clinton Park	0141160300025	0	CLEARWATER	LTS 25 BLK 30 FIDELITY	77029
Clinton Park	0141160300028	0	CLEARWATER	LTS 26 & 27 BLK 30 FIDELITY	77029
Clinton Park	0141160300045	0	CLEARWATER	LT 28 & 29 BLK 30 FIDELITY	77029
Clinton Park	0141160310003	307	CLEARWATER	LTS 3 & 4 BLK 31 FIDELITY	77029
Clinton Park	0141160320007	413	CLEARWATER	LTS 7 & 8 BLK 32 FIDELITY	77029
Clinton Park	0141090020019	9707	CLINTON	TR 37 BLK 2 LTS 19 20 21 & 22 FIDELITY	77029
Clinton Park	0141110120001	0	CONN	LTS 1 2 3 & 4 BLK 12 FIDELITY	77029
Clinton Park	0141110100023	318	CONNECTICUT	LTS 23 & 24 BLK 10 FIDELITY	77029
Clinton Park	0141110100033	336	CONNECTICUT	LTS 33 34 35 & 36 BLK 10 FIDELITY	77029

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AREA	HCAD	ADDR NO	STREET NAME	LEGAL	ZIP CODE
Clinton Park	0141110090029	420	CONNECTICUT	LTS 29 & 30 BLK 9 FIDELITY	77029
Clinton Park	0141110090035	436	CONNECTICUT	LTS 35 & 36 BLK 9 FIDELITY	77029
Clinton Park	0141140220033	0	DE HAVEN	LTS 33 & 34 BLK 22 FIDELITY	77029
Clinton Park	0141140220035	336	DE HAVEN	LTS 35 & 36 BLK 22 FIDELITY	77029
Clinton Park	0141140240013	427	DE HAVEN	LTS 13 & 14 BLK 24 FIDELITY	77029
Clinton Park	0141130190003	0	DELAWARE	LTS 3 & 4 BLK 19 FIDELITY	77029
Clinton Park	0141120160001	0	FIDELITY	LTS 1 & 2 BLK 16 FIDELITY	77029
Clinton Park	0141160320001	1302	FIDELITY	LTS 1 & 2 BLK 32 FIDELITY	77029
Clinton Park	0141180370021	1302	FIDELITY	LTS 21 & 22 BLK 37 FIDELITY	77029
Clinton Park	0141110110019	0	GANS	LTS 19 & 20 BLK 11 FIDELITY	77029
Clinton Park	0141120130007	0	GANS	LTS 7 & 8 BLK 13 FIDELITY	77029
Clinton Park	0141110110033	328	GANS	LTS 33 & 34 BLK 11 FIDELITY	77029
Clinton Park	0141090030005	0	MASCOT	LTS 5 & 6 BLK 3 FIDELITY	77029
Clinton Park	0141100080013	427	MASSACHUSETTS	LT 13 & 14 BLK 8 FIDELITY	77029
Clinton Park	0141170360014	0	MISSISSIPPI	LTS 14 15 & 16 BLK 36 FIDELITY	77029
Clinton Park	0141170340021	304	MISSISSIPPI	LTS 21 & 22 BLK 34 FIDELITY	77029
Clinton Park	0141170350003	311	MISSISSIPPI	LTS 3 & 4 BLK 35 FIDELITY	77029
Clinton Park	0141170330035	450	MISSISSIPPI	LT 35 BLK 33 FIDELITY	77029
Clinton Park	0141090040029	0	NEW HAMPSHIRE	LT 29 BLK 4 FIDELITY	77029
Clinton Park	0141090030019	302	NEW HAMPSHIRE	LTS 19 & 20 BLK 3 FIDELITY	77029
Clinton Park	0141100060005	311	NEW HAMPSHIRE	LTS 5 & 6 BLK 6 FIDELITY	77029
Clinton Park	0141180390033	330	NEW MEXICO	LTS 33 & 34 BLK 39 FIDELITY	77029
Clinton Park	0141180400033	470	NEW MEXICO	LTS 33 & 34 BLK 40 FIDELITY	77029
Clinton Park	0141150250009	0	NORTH CAROLINA	LTS 9 & 10 BLK 25 FIDELITY	77029
Clinton Park	0141140230023	318	NORTH CAROLINA	LTS 23 & 24 BLK 23 FIDELITY	77029
Clinton Park	0141150260009	321	NORTH CAROLINA	LTS 9 10 11 & 12 BLK 26 FIDELITY	77029
Clinton Park	0141150250028	0	OWENS	LT 28 BLK 25 FIDELITY	77029
Clinton Park	0141150260021	314	OWENS	LTS 21 & 22 BLK 26 FIDELITY	77029
Clinton Park	0141120150031	0	PENNSYLVANIA	LTS 31 & 32 BLK 15 FIDELITY	77029
Clinton Park	0141130180009	0	PENNSYLVANIA	LTS 9 10 11 & 12 BLK 18 FIDELITY	77029
Clinton Park	0141130170015	0	PENNSYLVANIA	LTS 15 & 16 BLK 17 FIDELITY	77029
Clinton Park	0141120160029	0	PENNSYLVANIA	LTS 29 & 30 BLK 16 FIDELITY	77029
Clinton Park	0141130180001	311	PENNSYLVANIA	LTS 1 2 3 & 4 BLK 18 FIDELITY	77029
Clinton Park	0141120150023	312	PENNSYLVANIA	LTS 23 & 24 BLK 15 FIDELITY	77029
Clinton Park	0141130180005	315	PENNSYLVANIA	LTS 5 & 6 BLK 18 FIDELITY	77029
Clinton Park	0141110100007	0	RHODE ISLAND	LTS 7 & 8 BLK 10 FIDELITY	77029
Clinton Park	0141100080031	0	RHODE ISLAND	LTS 31 & 32 BLK 8 FIDELITY	77029
Clinton Park	0141110100009	319	RHODE ISLAND	LTS 9 & 10 BLK 10 FIDELITY	77029
Clinton Park	0141110090005	409	RHODE ISLAND	LTS 5 & 6 BLK 9 FIDELITY	77029
Clinton Park	0141180370023	0	TITE	LT 23 BLK 37 FIDELITY	77029
Clinton Park	0141180380031	324	TITE	LT 31 BLK 38 FIDELITY	77029
Fifth Ward	0393450000005	0		LT 5 BLK 6 GRANT PARK	77026
Fifth Ward	0040510000001	3020	AMBOY	LT 1 BLK 45 AUGUSTA	77026
Fifth Ward	0121630000001	3302	BREWSTER	LTS 1 & 2 BLK 6 (PRORATED 1-6-04) EAGLE	77026
Fifth Ward	0121620000002	3103	BRILL	LT 2 BLK 5 EAGLE	77026
Fifth Ward	0260380000009	3023	CACTUS	LT 9 BLK 8 MATTHEWS	77026
Fifth Ward	0331790000005	2518	CAMPBELL	TRS 5A & 6A BLK 19 PARKER SMITH	77026
Fifth Ward	0091460000003	0	CARR	LT 3 BLK 26 CHAPMANS SEC 2	77026
Fifth Ward	0610490240007	0	CLINE	LTS 7 8 & 13 THRU 17 BLK 24 PINECREST COURT SEC 3	77020
Fifth Ward	0610490240009	0	CLINE	LTS 9 & 18 BLK 24 PINECREST COURT SEC 3	77020
Fifth Ward	0513710060004	3904	CURTIS	TRS 4 & 5 BLK 6 BURKE EXTN SEC 3	77020
Fifth Ward	0331700000002	0	DAVIS	TR 2 BLK 10 (001*TR 14) PARKER SMITH	77026
Fifth Ward	0331700000003	1908	DAVIS	TR 3 BLK 10 (001*TR 15) PARKER SMITH	77026
Fifth Ward	0331700000005	1970	DAVIS	LTS 5 & 6 BLK 10 PARKER SMITH	77026
Fifth Ward	0561330000006	4018	EDDIE	LT 6 BLK 3 COMFORT PLACE	77026
Fifth Ward	0040350000009	4501	EVELLA	LTS 9 & 10 BLK 29 AUGUSTA	77026
Fifth Ward	0211440060003	3313	FARMER	LT 16 & TR 3 BLK 6 INGRAHAM	77020
Fifth Ward	0701040010016	0	JEWEL	LT 16 BLK 1 COLONIA WEISENBERGER SEC 1	77026
Fifth Ward	0701040020003	4015	JEWEL	LT 3 BLK 2 COLONIA WEISENBERGER SEC 1	77026
Fifth Ward	0503460000065	0	KIRK	LT 65 LIBERTY	77026
Fifth Ward	0503460000058	0	KIRK	LT 58 LIBERTY	77026
Fifth Ward	0503460000052	3002	KIRK	LTS 52 54 & 56 LIBERTY	77026
Fifth Ward	0503460000026	3112	KIRK	LT 26 LIBERTY	77026
Fifth Ward	0503460000024	3114	KIRK	LT 24 LIBERTY	77026
Fifth Ward	0331790000001	2507	LEE	LT 1 BLK 19 PARKER SMITH	77026
Fifth Ward	0170680000011	2319	LEFFINGWELL	LT 11 BLK 17 HOME	77026
Fifth Ward	0170680000012	2323	LEFFINGWELL	LT 12 BLK 17 HOME	77026
Fifth Ward	0042370000010	3105	LELIA	LT 10 BLK 12 ANGIERS SEC 1	77026
Fifth Ward	0300190020009	3823	LELIA	LT 9 BLK 2 RALSTON	77026
Fifth Ward	0561420120007	3906	LELIA	LT 7 BLK 12 COMFORT PLACE	77026

LOTS WHICH ARE NO LONGER SUBJECT TO THE LARA AGREEMENT, AS AMENDED BY THIS REINSTATEMENT AND THIRD AMENDMENT					
AREA	HCAD	ADDR NO	STREET NAME	LEGAL	ZIP CODE
Fifth Ward	0561440000010	4037	LELIA	LT 10 BLK 14 COMFORT PLACE	77026
Fifth Ward	0402660090062	0	LUCILLE	LT 62 LIBERTY GARDENS SEC 4 U/R ABST 32 HARRIS & WILSON	77026
Fifth Ward	0300190010005	0	LUCILLE	LT 5 BLK 1 RALSTON	77026
Fifth Ward	0561440000019	0	LUCILLE	LT 19 BLK 14 COMFORT PLACE	77026
Fifth Ward	0561440000022	0	LUCILLE	LT 22 BLK 14 COMFORT PLACE	77026
Fifth Ward	0561440000030	0	LUCILLE	TRS 25A & 26A BLK 14 (001*TR 29) COMFORT PLACE	77026
Fifth Ward	0701040010003	0	LUCILLE	LT 3 BLK 1 COLONIA WEISENBERGER SEC 1	77026
Fifth Ward	0300190010002	3706	LUCILLE	LT 2 BLK 1 RALSTON	77026
Fifth Ward	0300190010003	3710	LUCILLE	LT 3 BLK 1 RALSTON	77026
Fifth Ward	0701040010002	4009	LUCILLE	LT 2 BLK 1 COLONIA WEISENBERGER SEC 1	77026
Fifth Ward	0211410000015	3203	LYONS	TR 1A BLK 3 (001*TR 18) (PRORATED 5-24-01) INGRAHAM	77020
Fifth Ward	0402570000013	0	MARKET STREET	TRS 10 & 10C (001*TR 7A) ABST 32 HARRIS & WILSON	77020
Fifth Ward	0402570000015	0	MARKET STREET	TR 10A (001*TR 7B) ABST 32 HARRIS & WILSON	77020
Fifth Ward	0402570000014	0	MARKET STREET	TR 10B (001*TR 7C) ABST 32 HARRIS & WILSON	77020
Fifth Ward	0092360000005	5605	MULVEY	TRS 5A 5B 6A & 6B BLK 2 CHEW F F	77020
Fifth Ward	0091420000001	0	NOBLE	TR 1 BLK 22 (001*TR 4) CHAPMANS SEC 2	77026
Fifth Ward	0151990000011	2304	NOBLE	LT 5 & TR 4A BLK 9 (001*TR 21) GREGG SEC 2	77026
Fifth Ward	0561330000010	2610	RUSSELL	LT 10 BLK 3 COMFORT PLACE	77026
Fifth Ward	0092410000002	0	SAKOWITZ	LT 2 BLK 7 CHEW F F	77020
Fifth Ward	0092350000006	0	SAKOWITZ	LT 6 BLK 1 CHEW F F	77020
Fifth Ward	0092350000002	2111	SAKOWITZ	LT 2 BLK 1 CHEW F F	77020
Fifth Ward	0092480000009	0	SAM WILSON	LT 9 BLK 14 CHEW F F	77020
Fifth Ward	0092480000008	2414	SAM WILSON	LT 8 BLK 14 CHEW F F	77020
Fifth Ward	0092570000004	2611	SAM WILSON	LT 4 BLK 23 CHEW F F	77020
Fifth Ward	0041080000004	1915	SCHWEIKHARDT	LTS 4 & 5 BLK 102 AUGUSTA	77020
Fifth Ward	0402660030035	0	STAMP	LTS 35 & 36 COLONIA DE JUAREZ U/R ABST 32 HARRIS & WILSON	77026
Fifth Ward	0331780000005	0	STEVENS	LT 5 BLK 18 PARKER SMITH	77026
Fifth Ward	0331780000006	0	STEVENS	LT 6 BLK 18 PARKER SMITH	77026
Fifth Ward	0331840000003	2311	STEVENS	LT 3 BLK 24 SYNDOR EXTN	77026
Fifth Ward	0402570000038	0	STONEWALL	TRS 27 29 & 30 ABST 32 HARRIS & WILSON	77020
Fifth Ward	0520020000010	1416	TRALLE	LT 10 BLK 2 GREENS	77020
Fifth Ward	0393460000002	2911	WAYNE	LT 2 BLK 7 GRANT PARK	77026
Fifth Ward	0393460000001	2915	WAYNE	LT 1 BLK 7 GRANT PARK	77026
Fifth Ward	0393430000002	3210	WAYNE	LT 2 BLK 4 GRANT PARK	77026
Fifth Ward	0393430000001	3212	WAYNE	LT 1 BLK 4 GRANT PARK	77026
Fifth Ward	0151990000009	0	WEST	TRS 1A 2A & 3A (001*TR 19) GREGG SEC 2	77026
Fifth Ward	0260990000010	1410	WORMS	LT 10 BLK 13 MICHAUD M M	77020
Fifth Ward	0260990000011	1412	WORMS	LT 11 BLK 13 MICHAUD M M	77020
Fifth Ward	0260990000012	1420	WORMS	LT 12 BLK 13 MICHAUD M M	77020
Fifth Ward	0091440000001	4119	WUTHERING HEIGHTS	TRS 1 & 2 BLK 24 (001*TR 7) CHAPMANS SEC 2	77026
Fifth Ward	0300200040011	3703	WYLIE	LT 12 & TR 13 BLK 4 RALSTON	77026
Fifth Ward	0300200040010	3715	WYLIE	LT 10 BLK 4 RALSTON	77026
Independence Heights	0620540190007	0		LT 7 BLK 19 WILLADALE SEC 3	77022
Independence Heights	0211350690013	0		LT 13 BLK 69 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211330630027	0	36TH	LT 27 BLK 63 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211330630028	0	36TH	LT 28 BLK 63 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211370730021	0	36TH	LT 21 BLK 73 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211330630020	717	36TH	LT 20 BLK 63 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211330630021	717	36TH	LTS 21 & 22 BLK 63 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211360720018	825	36TH	LTS 18 & 19 BLK 72 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211360720017	827	36TH	LT 17 BLK 72 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211370730026	919	36TH	LT 26 BLK 73 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211230000005	0	37TH	LT 5 BLK 53 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211230000007	0	37TH	LT 7 BLK 53 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211230000013	0	37TH	TR 6B BLK 53 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211310000005	0	37TH	LT 5 BLK 61 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211330640027	0	37TH	LT 27 BLK 64 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211330630006	0	37TH	LT 6 BLK 63 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211330630032	0	37TH	LT 10 BLK 63 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211370730006	0	37TH	LT 6 BLK 73 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211370740016	0	37TH	LT 16 BLK 74 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211370740022	0	37TH	LTS 22 & 23 BLK 74 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211370740021	1015	37TH	LT 21 BLK 74 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211230000006	516	37TH	TR 6A BLK 53 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211320000002	604	37TH	LT 2 BLK 62 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211320000003	606	37TH	LT 3 BLK 62 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211320000004	608	37TH	LT 4 BLK 62 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211320000015	629	37TH	LT 15 BLK 62 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211320000016	630	37TH	LTS 16 & 17 BLK 62 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211330640030	701	37TH	LT 30 BLK 64 INDEPENDENCE HEIGHTS PARK	77022

RESTATED URBAN REDEVELOPMENT INTERLOCAL AGREEMENT

Schedule 1

LOTS WHICH ARE NO LONGER SUBJECT TO THE LARA AGREEMENT, AS AMENDED BY THIS REINSTATEMENT AND THIRD AMENDMENT					
AREA	HCAD	ADDR NO	STREET NAME	LEGAL	ZIP CODE
Independence Heights	0211330630002	702	37TH	LT 2 BLK 63 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211370730014	802	37TH	LTS 14 & 15 BLK 73 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211370730012	804	37TH	LT 12 BLK 73 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211370730013	804	37TH	LT 13 BLK 73 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211360710027	805	37TH	LTS 27 & 28 BLK 71 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211370730011	806	37TH	LT 11 BLK 73 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211370730010	808	37TH	LT 10 BLK 73 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211360710025	811	37TH	LTS 25 & 26 BLK 71 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211360710022	817	37TH	LT 23 BLK 71 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211370740030	900	37TH	LT 30 BLK 74 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211370730001	902	37TH	LT 1 BLK 73 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211310000026	0	38TH	LT 26 BLK 61 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211310000031	0	38TH	LTS 31 & 32 BLK 61 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211300000008	0	38TH	LT 8 BLK 60 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211300000009	0	38TH	LT 9 BLK 60 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211300000013	0	38TH	LT 13 BLK 60 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211330640009	0	38TH	LT 9 BLK 64 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211330640010	0	38TH	LTS 10 & 11 BLK 64 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211330640012	0	38TH	LT 12 BLK 64 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211300000034	0	38TH	LT 3 BLK 60 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211380750020	0	38TH	LTS 20 & 21 BLK 75 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211380750027	0	38TH	LT 27 BLK 75 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211380750028	0	38TH	LT 28 BLK 75 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211370740007	0	38TH	LT 7 BLK 74 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211370740012	0	38TH	LT 12 BLK 74 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211250000005	505	38TH	LTS 5 & 6 BLK 55 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211250000007	507	38TH	LT 7 BLK 55 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211240000011	510	38TH	LTS 11 & 12 BLK 54 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211240000013	510	38TH	LT 13 BLK 54 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211310000028	610	38TH	LT 28 BLK 61 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211300000014	625	38TH	LT 14 BLK 60 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211330640008	718	38TH	LT 8 BLK 64 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211330640015	738	38TH	LT 15 BLK 64 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211350700024	813	38TH	LTS 24 & 25 BLK 70 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211360710007	816	38TH	LTS 7 & 8 BLK 71 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211360710014	828	38TH	LT 14 BLK 71 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211380750029	901	38TH	LTS 29 & 30 BLK 75 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211370740003	904	38TH	LT 3 BLK 74 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211370740005	912	38TH	LT 5 BLK 74 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211250000018	0	39TH	LT 18 BLK 55 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211250000019	0	39TH	LT 19 BLK 55 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211250000032	0	39TH	LT 32 BLK 55 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211300000025	0	39TH	LTS 25 & 26 BLK 60 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211290000006	0	39TH	LTS 6 & 7 BLK 59 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211290000008	0	39TH	LTS 8 & 9 BLK 59 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211350700001	0	39TH	LTS 1 & 2 BLK 70 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211350700008	0	39TH	LT 8 BLK 70 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211380760027	0	39TH	LT 27 BLK 76 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211380750008	0	39TH	LT 8 BLK 75 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211380750010	0	39TH	LT 10 BLK 75 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211380750015	0	39TH	LT 15 BLK 75 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211380750009	1004	39TH	LT 9 BLK 75 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211380750012	1010	39TH	LT 12 BLK 75 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211380760019	1011	39TH	LT 19 BLK 76 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211250000031	504	39TH	LT 31 BLK 55 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211250000029	508	39TH	LT 29 BLK 55 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211260000015	523	39TH	LTS 15 & 16 BLK 56 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211290000016	625	39TH	LTS 16 & 17 BLK 59 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211300000018	626	39TH	LTS 18 & 19 BLK 60 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211300000019	626	39TH	LT 20 BLK 60 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211300000022	626	39TH	LT 22 BLK 60 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211300000023	626	39TH	LT 23 BLK 60 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211300000024	626	39TH	LT 24 BLK 60 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211300000021	626	39TH	LT 21 BLK 60 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211340650005	712	39TH	LT 5 BLK 65 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211340660024	713	39TH	LT 24 BLK 66 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211340650007	716	39TH	LT 7 BLK 65 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211340660023	717	39TH	LT 23 BLK 66 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211350700009	816	39TH	LT 9 BLK 70 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211350700011	822	39TH	LT 11 BLK 70 INDEPENDENCE HEIGHTS PARK	77022

LOTS WHICH ARE NO LONGER SUBJECT TO THE LARA AGREEMENT, AS AMENDED BY THIS REINSTATEMENT AND THIRD AMENDMENT					
AREA	HCAD	ADDR NO	STREET NAME	LEGAL	ZIP CODE
Independence Heights	0211260000021	0	40TH	LT 21 BLK 56 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211260000022	0	40TH	LTS 22 23 & 24 BLK 56 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211290000019	0	40TH	LT 19 BLK 59 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211290000020	0	40TH	LT 20 BLK 59 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211290000024	0	40TH	LT 24 BLK 59 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211270000001	0	40TH	LTS 1 & 2 BLK 57 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211270000009	0	40TH	LT 9 BLK 57 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211280000001	0	40TH	LT 1 BLK 58 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211280000005	0	40TH	LT 5 BLK 58 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211340660006	0	40TH	LT 6 BLK 66 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211350690001	0	40TH	LT 1 BLK 69 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211350690003	0	40TH	LT 3 BLK 69 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211350690012	0	40TH	LT 12 BLK 69 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211380760009	0	40TH	LT 9 BLK 76 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211380760011	0	40TH	LT 11 BLK 76 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211380770007	0	40TH	LT 7 BLK 77 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211380770008	1001	40TH	LT 8 BLK 77 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211260000028	510	40TH	LTS 28 & 29 BLK 56 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211270000010	529	40TH	LT 10 BLK 57 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211290000032	604	40TH	LT 32 BLK 59 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211290000031	606	40TH	LT 31 BLK 59 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211290000030	608	40TH	LT 30 BLK 59 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211280000006	615	40TH	LT 6 BLK 58 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211340670002	703	40TH	LT 2 BLK 67 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211340660004	708	40TH	LT 4 BLK 66 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211340660005	710	40TH	LT 5 BLK 66 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211350690011	826	40TH	LT 10 BLK 69 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211350690015	842	40TH	LT 15 BLK 69 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211380760001	901	40TH	LT 1 BLK 76 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211380760005	916	40TH	LT 5 BLK 76 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211380760006	920	40TH	LT 6 BLK 76 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0620540180020	0	40TH 1/2	LT 20 BLK 18 (PRORATED 1-2-04) WILLADALE SEC 3	77022
Independence Heights	0620540180021	0	40TH 1/2	LT 21 BLK 18 (PRORATED 1-22-04) WILLADALE SEC 3	77022
Independence Heights	0620540180015	501	40TH 1/2	LT 15 BLK 18 WILLADALE SEC 3	77022
Independence Heights	0620540180019	509	40TH 1/2	LT 19 BLK 18 (PRORATED 1-22-04) WILLADALE SEC 3	77022
Independence Heights	0620540180022	515	40TH 1/2	LT 22 BLK 18 (PRORATED 1-22-04) WILLADALE SEC 3	77022
Independence Heights	0620540180023	523	40TH 1/2	LT 23 BLK 18 WILLADALE SEC 3	77022
Independence Heights	0620540190006	607	40TH 1/2	LT 6 BLK 19 WILLADALE SEC 3	77022
Independence Heights	0620540180002	402	41ST	LT 2 BLK 18 WILLADALE SEC 3	77022
Independence Heights	0620540180003	404	41ST	LT 3 BLK 18 WILLADALE SEC 3	77022
Independence Heights	0620540190004	610	41ST	LT 4 BLK 19 WILLADALE SEC 3	77022
Independence Heights	0211340650001	3822	AJAX	LTS 1 & 2 BLK 65 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211230000003	7618	MAIN	LTS 3 & 4 BLK 53 (PRORATED 3-2-04 & 6-1-04) INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0210740000008	7904	MAIN	LT 8 BLK 4 INDEPENDENCE HEIGHTS	77022
Independence Heights	0210740000007	7906	MAIN	LTS 6 & 7 BLK 4 INDEPENDENCE HEIGHTS	77022
Independence Heights	0210740000005	7910	MAIN	LT 5 BLK 4 INDEPENDENCE HEIGHTS	77022
Independence Heights	0210740000002	7918	MAIN	LT 2 BLK 4 INDEPENDENCE HEIGHTS	77022
Independence Heights	0211290000034	3814	OXFORD	LT 34 BLK 59 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211290000033	3818	OXFORD	LT 33 BLK 59 INDEPENDENCE HEIGHTS SCHOOL	77022
Settegast	0121900000004	99999		LT 4 BLK 17 EAST HOUSTON	77028
Settegast	0121900000006	99999		LT 6 BLK 17 EAST HOUSTON	77028
Settegast	0121900000008	99999		LTS 8 & 9 BLK 17 EAST HOUSTON	77028
Settegast	0121900000012	99999		LT 12 BLK 17 EAST HOUSTON	77028
Settegast	0121900000013	99999		LT 13 BLK 17 EAST HOUSTON	77028
Settegast	0121900000015	99999		LTS 15 & 16 BLK 17 EAST HOUSTON	77028
Settegast	0122050000002	99999		LT 2 BLK 32 EAST HOUSTON	77028
Settegast	0122050000003	99999		LT 3 BLK 32 EAST HOUSTON	77028
Settegast	0122050000004	99999		LT 4 BLK 32 EAST HOUSTON	77028
Settegast	0122050000010	99999		LT 10 BLK 32 EAST HOUSTON	77028
Settegast	0122050000011	99999		LT 11 BLK 32 EAST HOUSTON	77028
Settegast	0122050000012	99999		LT 12 BLK 32 EAST HOUSTON	77028
Settegast	0122040000004	99999		LTS 4 & 5 BLK 31 EAST HOUSTON	77028
Settegast	0122040000006	99999		LTS 6 & 7 BLK 31 EAST HOUSTON	77028
Settegast	0122140000015	99999		LT 15 BLK 41 EAST HOUSTON	77028
Settegast	0122150000018	0	ADAIR	LT 16 BLK 42 EAST HOUSTON	77028
Settegast	0122680000008	0	BOBBY BROOKS	LT 8 BLK 177 EAST HOUSTON	77028
Settegast	0122680000014	0	BOBBY BROOKS	LT 14 BLK 177 EAST HOUSTON	77028
Settegast	0121860000009	0	BOBBY BURNS	LT 9 BLK 13 EAST HOUSTON	77028
Settegast	0121860000010	0	BOBBY BURNS	LT 10 BLK 13 EAST HOUSTON	77028

LOTS WHICH ARE NO LONGER SUBJECT TO THE LARA AGREEMENT, AS AMENDED BY THIS REINSTATEMENT AND THIRD AMENDMENT					
AREA	HCAD	ADDR NO	STREET NAME	LEGAL	ZIP CODE
Settegast	0121860000013	0	BOBBY BURNS	LT 13 BLK 13 EAST HOUSTON	77028
Settegast	0121870000003	0	BOBBY BURNS	LT 3 BLK 14 EAST HOUSTON	77028
Settegast	0121870000006	0	BOBBY BURNS	LT 6 BLK 14 EAST HOUSTON	77028
Settegast	0121870000007	0	BOBBY BURNS	LTS 7 & 8 BLK 14 EAST HOUSTON	77028
Settegast	0122090000008	0	BOBBY BURNS	LT 8 BLK 36 EAST HOUSTON	77028
Settegast	0122090000009	0	BOBBY BURNS	LT 9 BLK 36 EAST HOUSTON	77028
Settegast	0122090000012	0	BOBBY BURNS	LT 12 BLK 36 EAST HOUSTON	77028
Settegast	0122090000013	0	BOBBY BURNS	LT 13 BLK 36 EAST HOUSTON	77028
Settegast	0122090000014	0	BOBBY BURNS	LT 14 BLK 36 EAST HOUSTON	77028
Settegast	0122080000005	0	BOBBY BURNS	LTS 5 & 6 BLK 35 EAST HOUSTON	77028
Settegast	0122080000007	0	BOBBY BURNS	LT 7 BLK 35 EAST HOUSTON	77028
Settegast	0122110000001	0	BOBBY BURNS	LT 1 BLK 38 EAST HOUSTON	77028
Settegast	0122110000002	0	BOBBY BURNS	LT 2 BLK 38 EAST HOUSTON	77028
Settegast	0300180050005	0	BOBBY BURNS	TR 5A BLK 2 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180070007	0	BOBBY BURNS	LT 7 BLK 4 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180070009	0	BOBBY BURNS	LTS 9 & 11 BLK 4 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180070013	0	BOBBY BURNS	LT 13 BLK 4 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180070046	0	BOBBY BURNS	TR 19B BLK 4 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0121850000012	0	BOBBY BURNS	LT 12 BLK 12 EAST HOUSTON	77028
Settegast	0121850000013	0	BOBBY BURNS	LT 13 BLK 12 EAST HOUSTON	77028
Settegast	0121850000014	0	BOBBY BURNS	LT 14 BLK 12 EAST HOUSTON	77028
Settegast	0121840000002	0	BOBBY BURNS	LT 2 BLK 11 EAST HOUSTON	77028
Settegast	0121840000004	0	BOBBY BURNS	LT 4 BLK 11 EAST HOUSTON	77028
Settegast	0122690000001	0	BOBBY BURNS	LT 1 BLK 178 EAST HOUSTON	77028
Settegast	0122690000005	0	BOBBY BURNS	LT 5 BLK 178 EAST HOUSTON	77028
Settegast	0122690000006	0	BOBBY BURNS	LT 6 BLK 178 EAST HOUSTON	77028
Settegast	0122690000007	0	BOBBY BURNS	LT 7 BLK 178 EAST HOUSTON	77028
Settegast	0122440000009	0	BOBBY BURNS	LT 9 BLK 153 EAST HOUSTON	77028
Settegast	0300180110016	0	BOBBY BURNS	LT 16 BLK 8 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180110014	0	BOBBY BURNS	LT 14 BLK 8 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180110012	0	BOBBY BURNS	LT 12 BLK 8 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180110010	0	BOBBY BURNS	LT 10 BLK 8 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180110008	0	BOBBY BURNS	LT 8 BLK 8 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180110004	0	BOBBY BURNS	TRS 2B & 4A BLK 8 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180100001	0	BOBBY BURNS	TR 1A BLK 7 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0122660000001	0	BOBBY BURNS	LT 1 BLK 175 EAST HOUSTON	77028
Settegast	0122660000008	0	BOBBY BURNS	LT 8 BLK 175 EAST HOUSTON	77028
Settegast	0122660000009	0	BOBBY BURNS	LT 9 BLK 175 EAST HOUSTON	77028
Settegast	0122660000002	0	BOBBY BURNS	LT 2 BLK 175 EAST HOUSTON	77028
Settegast	0122660000003	0	BOBBY BURNS	LT 3 BLK 175 EAST HOUSTON	77028
Settegast	0122450000005	6014	BOBBY BURNS	LT 5 BLK 154 EAST HOUSTON	77028
Settegast	0300180080006	0	DOLLAR	LTS 6 7 & 8 BLK 5 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180080014	0	DOLLAR	LT 14 BLK 5 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0121860000004	0	HAIGHT	LT 4 BLK 13 EAST HOUSTON	77028
Settegast	0121860000005	0	HAIGHT	LTS 5 & 6 BLK 13 EAST HOUSTON	77028
Settegast	0122100000007	0	HAIGHT	LT 7 BLK 37 EAST HOUSTON	77028
Settegast	0122100000008	0	HAIGHT	LT 8 BLK 37 EAST HOUSTON	77028
Settegast	0300180050001	0	HAIGHT	LT 1 BLK 2 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180050003	0	HAIGHT	LT 3 BLK 2 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180060019	0	HAIGHT	LT 19 BLK 3 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0121850000001	0	HAIGHT	LT 1 BLK 12 EAST HOUSTON	77028
Settegast	0121850000002	0	HAIGHT	LT 2 BLK 12 EAST HOUSTON	77028
Settegast	0121850000003	0	HAIGHT	LT 3 BLK 12 EAST HOUSTON	77028
Settegast	0121850000006	0	HAIGHT	LT 6 BLK 12 EAST HOUSTON	77028
Settegast	0122680000001	0	HAIGHT	LT 1 BLK 177 EAST HOUSTON	77028
Settegast	0122680000002	0	HAIGHT	LT 2 BLK 177 EAST HOUSTON	77028
Settegast	0300180110001	0	HAIGHT	LT 1 BLK 8 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0122670000002	0	HAIGHT	LT 2 BLK 176 EAST HOUSTON	77028
Settegast	0121850000015	0	HAIGHT	LTS 15 & 16 BLK 12 EAST HOUSTON	77028
Settegast	0122050000001	5530	HAIGHT	LT 1 BLK 32 EAST HOUSTON	77028
Settegast	0300180060013	6230	HAIGHT	LT 13 BLK 3 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0122310000010	0	HOUSTON	TR 10B BLK 58 EAST HOUSTON	77028
Settegast	0122490000011	0	HOUSTON	LT 11 BLK 158 EAST HOUSTON	77028
Settegast	0122490000012	0	HOUSTON	LT 12 BLK 158 EAST HOUSTON	77028
Settegast	0122630000005	0	HOUSTON	LTS 5 BLK 172 EAST HOUSTON	77028
Settegast	0122630000013	0	HOUSTON	LT 13 BLK 172 EAST HOUSTON	77028
Settegast	0122630000011	0	HOUSTON	LT 11 BLK 172 EAST HOUSTON	77028
Settegast	0122430470014	0	HOUSTON	TR 1 BLK 147 EAST HOUSTON	77028
Settegast	0122490000001	8442	HOUSTON	LTS 1 & 2 BLK 158 EAST HOUSTON	77028
Settegast	0300180090020	0	HOWTON	LT 20 BLK 6 LIBERTY ROAD MANOR SEC 15	77028

LOTS WHICH ARE NO LONGER SUBJECT TO THE LARA AGREEMENT, AS AMENDED BY THIS REINSTATEMENT AND THIRD AMENDMENT					
AREA	HCAD	ADDR NO	STREET NAME	LEGAL	ZIP CODE
Settegast	0122470000016	0	HOWTON	LT 16 BLK 156 EAST HOUSTON	77028
Settegast	0122700000007	0	KENTON	LT 7 BLK 179 EAST HOUSTON	77028
Settegast	0122700000008	0	KENTON	LT 8 BLK 179 EAST HOUSTON	77028
Settegast	0122710000006	0	KENTON	LTS 6 7 8 & 9 BLK 180 EAST HOUSTON	77028
Settegast	0121830000001	0	KENTON	LT 1 BLK 10 EAST HOUSTON	77028
Settegast	0121820000003	0	KENTON	LTS 3 & 4 BLK 9 EAST HOUSTON	77028
Settegast	0121820000002	0	KENTON	LT 2 BLK 9 EAST HOUSTON	77028
Settegast	0121820000015	0	KENTON	LTS 15 & 16 BLK 9 EAST HOUSTON	77028
Settegast	0121830000002	0	KENTON	LT 2 BLK 10 EAST HOUSTON	77028
Settegast	0121830000016	0	KENTON	LT 16 BLK 10 EAST HOUSTON	77028
Settegast	0122280000002	0	LAFAYETTE	LT 2 BLK 55 EAST HOUSTON	77028
Settegast	0121880000009	0	MANTON	LT 9 BLK 15 EAST HOUSTON	77028
Settegast	0121880000010	0	MANTON	LT 10 BLK 15 EAST HOUSTON	77028
Settegast	0121880000011	0	MANTON	LT 11 BLK 15 EAST HOUSTON	77028
Settegast	0121880000013	0	MANTON	LT 13 BLK 15 EAST HOUSTON	77028
Settegast	0121880000014	0	MANTON	LT 14 BLK 15 EAST HOUSTON	77028
Settegast	0122070000008	0	MANTON	LT 8 BLK 34 EAST HOUSTON	77028
Settegast	0122070000013	0	MANTON	LTS 13 & 14 BLK34 EAST HOUSTON	77028
Settegast	0122060000002	0	MANTON	LT 2 BLK 33 EAST HOUSTON	77028
Settegast	0122060000003	0	MANTON	LT 3 BLK 33 EAST HOUSTON	77028
Settegast	0122060000004	0	MANTON	LT 4 BLK 33 EAST HOUSTON	77028
Settegast	0121890000014	0	MANTON	LT 14 BLK 16 EAST HOUSTON	77028
Settegast	0121890000015	0	MANTON	LT 15 BLK 16 EAST HOUSTON	77028
Settegast	0122120000012	0	MANTON	LT 12 BLK 39 EAST HOUSTON	77028
Settegast	0122120000013	0	MANTON	LT 13 BLK 39 EAST HOUSTON	77028
Settegast	0122220000004	0	MANTON	LT 4 BLK 49 EAST HOUSTON	77028
Settegast	0122290000016	0	MANTON	.25 U/D INT IN LT 1 BLK 56 EAST HOUSTON	77028
Settegast	0122290000002	0	MANTON	LT 2 BLK 56 EAST HOUSTON	77028
Settegast	0122290000005	0	MANTON	LT 5 BLK 56 EAST HOUSTON	77028
Settegast	0122290000007	0	MANTON	LT 7 BLK 56 EAST HOUSTON	77028
Settegast	0122290000003	0	MANTON	LT 3 BLK 56 EAST HOUSTON	77028
Settegast	0122290000004	0	MANTON	LT 4 BLK 56 EAST HOUSTON	77028
Settegast	0122290000006	0	MANTON	LT 6 BLK 56 EAST HOUSTON	77028
Settegast	0122290000010	0	MANTON	LT 10 BLK 56 EAST HOUSTON	77028
Settegast	0122290000011	0	MANTON	LT 11 BLK 56 EAST HOUSTON	77028
Settegast	0122290000001	0	MANTON	.50 U/D INT IN LT 1 BLK 56 EAST HOUSTON	77028
Settegast	0122290000017	0	MANTON	.25 U/D INT IN LT 1 BLK 56 EAST HOUSTON	77028
Settegast	0122460000014	0	MANTON	LT 14 BLK 155 EAST HOUSTON	77028
Settegast	0122460000009	0	MANTON	LT 9 BLK 155 EAST HOUSTON	77028
Settegast	0122460000011	0	MANTON	LT 11 BLK 155 EAST HOUSTON	77028
Settegast	0122460000012	0	MANTON	LT 12 BLK 155 EAST HOUSTON	77028
Settegast	0122650000014	0	MANTON	LT 14 BLK 174 EAST HOUSTON	77028
Settegast	0122650000001	0	MANTON	LT 1 BLK 174 EAST HOUSTON	77028
Settegast	0122640000002	0	MANTON	LT 2 BLK 173 EAST HOUSTON	77028
Settegast	0122640000003	0	MANTON	LT 3 BLK 173 EAST HOUSTON	77028
Settegast	0122640000004	0	MANTON	LT 4 BLK 173 EAST HOUSTON	77028
Settegast	0122640000005	0	MANTON	LT 5 BLK 173 EAST HOUSTON	77028
Settegast	0122700000009	0	MANTON	LT 9 BLK 179 EAST HOUSTON	77028
Settegast	0122700000012	0	MANTON	LT 12 BLK 179 EAST HOUSTON	77028
Settegast	0122700000013	0	MANTON	LT 13 BLK 179 EAST HOUSTON	77028
Settegast	0122710000002	0	MANTON	LTS 2 3 4 & 5 BLK 180 EAST HOUSTON	77028
Settegast	0121820000005	0	MANTON	LT 5 BLK 9 EAST HOUSTON	77028
Settegast	0121820000007	0	MANTON	LT 7 BLK 9 EAST HOUSTON	77028
Settegast	0122650000002	0	MILEY	LT 2 BLK 174 EAST HOUSTON	77028
Settegast	0122640000016	0	MILEY	LT 16 BLK 173 EAST HOUSTON	77028
Settegast	0122060000010	0	QUEENSLAND	LT 10 BLK 33 EAST HOUSTON	77028
Settegast	0122060000012	0	QUEENSLAND	LT 12 BLK 33 EAST HOUSTON	77028
Settegast	0122060000013	0	QUEENSLAND	LTS 13 & 14 BLK 33 EAST HOUSTON	77028
Settegast	0122210000001	0	QUEENSLAND	LT 1 BLK 48 EAST HOUSTON	77028
Settegast	0122300000001	0	QUEENSLAND	LT 1 BLK 57 EAST HOUSTON	77028
Settegast	0122300000002	0	QUEENSLAND	LT 2 BLK 57 EAST HOUSTON	77028
Settegast	0122300000004	0	QUEENSLAND	LT 4 BLK 57 EAST HOUSTON	77028
Settegast	0122210000002	0	QUEENSLAND	LT 2 BLK 48 EAST HOUSTON	77028
Settegast	0122430490019	0	QUEENSLAND	LT 19 BLK 149 EAST HOUSTON	77028
Settegast	0122430490020	0	QUEENSLAND	LT 20 BLK 149 EAST HOUSTON	77028
Settegast	0122430490031	0	QUEENSLAND	LT 31 BLK 148 EAST HOUSTON	77028
Settegast	0122470000009	0	QUEENSLAND	LT 9 BLK 156 EAST HOUSTON	77028
Settegast	0122480000002	0	QUEENSLAND	LT 2 BLK 157 EAST HOUSTON	77028
Settegast	0122480000003	0	QUEENSLAND	LT 3 BLK 157 EAST HOUSTON	77028
Settegast	0122640000011	0	QUEENSLAND	LT 11 BLK 173 EAST HOUSTON	77028

LOTS WHICH ARE NO LONGER SUBJECT TO THE LARA AGREEMENT, AS AMENDED BY THIS REINSTATEMENT AND THIRD AMENDMENT					
AREA	HCAD	ADDR NO	STREET NAME	LEGAL	ZIP CODE
Settegast	0122640000014	0	QUEENSLAND	LT 14 BLK 173 EAST HOUSTON	77028
Settegast	0122710000010	0	QUEENSLAND	LTS 10 11 12 & 13 BLK 180 EAST HOUSTON	77028
Settegast	0121820000010	0	QUEENSLAND	LTS 10 & 11 BLK 90 EAST HOUSTON	77028
Settegast	0121820000014	0	QUEENSLAND	LT 14 BLK 9 EAST HOUSTON	77028
Settegast	0122630000003	0	QUEENSLAND	LT 3 BLK 172 EAST HOUSTON	77028
Settegast	0122630000004	0	QUEENSLAND	LT 4 BLK 172 EAST HOUSTON	77028
Settegast	0122630000006	0	QUEENSLAND	LT 6 BLK 172 EAST HOUSTON	77028
Settegast	0122720000014	0	QUEENSLAND	LT 14 BLK 181 EAST HOUSTON	77028
Settegast	0121810000001	0	QUEENSLAND	LT 1 BLK 8 EAST HOUSTON	77028
Settegast	0121810000005	0	QUEENSLAND	LT 5 BLK 8 EAST HOUSTON	77028
Settegast	0121810000006	0	QUEENSLAND	LT 6 BLK 8 EAST HOUSTON	77028
Settegast	0121810000002	0	QUEENSLAND	LT 2 BLK 8 EAST HOUSTON	77028
Settegast	0122480000024	0	QUEENSLAND	LTS 7 & 8 BLK 157 EAST HOUSTON	77028
Settegast	0122480000006	0	QUEENSLAND	LT 6 BLK 157 EAST HOUSTON	77028
Settegast	0122480000009	0	QUEENSLAND	LT 9 BLK 157 EAST HOUSTON	77028
Settegast	0122480000011	0	QUEENSLAND	LT 11 BLK 157 EAST HOUSTON	77028
Settegast	0121810000015	0	QUEENSLAND	LTS 15 & 16 BLK 8 EAST HOUSTON	77028
Settegast	0122470000017	0	QUIMBLY	LT 11 BLK 156 EAST HOUSTON	77028
Settegast	0121870000009	0	WEDGEFIELD	LT 9 BLK 14 EAST HOUSTON	77028
Settegast	0121870000010	0	WEDGEFIELD	LT 10 BLK 14 EAST HOUSTON	77028
Settegast	0121870000011	0	WEDGEFIELD	LT 11 BLK 14 EAST HOUSTON	77028
Settegast	0121870000013	0	WEDGEFIELD	LT 13 BLK 14 EAST HOUSTON	77028
Settegast	0121870000015	0	WEDGEFIELD	LT 15 BLK 14 EAST HOUSTON	77028
Settegast	0122080000008	0	WEDGEFIELD	LTS 8 & 9 BLK 35 EAST HOUSTON	77028
Settegast	0122080000011	0	WEDGEFIELD	LT 11 BLK 35 EAST HOUSTON	77028
Settegast	0122110000015	0	WEDGEFIELD	LT 15 BLK 38 EAST HOUSTON	77028
Settegast	0121840000009	0	WEDGEFIELD	LT 9 &10 BLK 11 EAST HOUSTON	77028
Settegast	0121880000001	0	WEDGEFIELD	LTS 1 & 2 BLK 15 EAST HOUSTON	77028
Settegast	0121880000004	0	WEDGEFIELD	LT 4 BLK 15 EAST HOUSTON	77028
Settegast	0121880000006	0	WEDGEFIELD	LT 6 BLK 15 EAST HOUSTON	77028
Settegast	0121880000008	0	WEDGEFIELD	LT 8 BLK 15 EAST HOUSTON	77028
Settegast	0122070000001	0	WEDGEFIELD	LT 1 BLK 34 EAST HOUSTON	77028
Settegast	0122070000002	0	WEDGEFIELD	LT 2 BLK 34 EAST HOUSTON	77028
Settegast	0122070000003	0	WEDGEFIELD	LTS 3 & 4 BLK 34 EAST HOUSTON	77028
Settegast	0121890000001	0	WEDGEFIELD	LT 1 BLK 16 EAST HOUSTON	77028
Settegast	0121890000002	0	WEDGEFIELD	LT 2 BLK 16 EAST HOUSTON	77028
Settegast	0122120000005	0	WEDGEFIELD	LT 5 BLK 39 EAST HOUSTON	77028
Settegast	0122280000001	0	WEDGEFIELD	LT 1 BLK 55 EAST HOUSTON	77028
Settegast	0300180070002	0	WEDGEFIELD	TR 2A BLK 4 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180070004	0	WEDGEFIELD	LT 4 & TR 2B BLK 4 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180040014	0	WEDGEFIELD	LT 14 BLK 1 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180040016	0	WEDGEFIELD	LT 16 BLK 1 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180070045	0	WEDGEFIELD	TR 20B BLK 4 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0121840000011	0	WEDGEFIELD	LT 11 BLK 11 EAST HOUSTON	77028
Settegast	0121840000012	0	WEDGEFIELD	LT 12 BLK 11 EAST HOUSTON	77028
Settegast	0121840000013	0	WEDGEFIELD	LT 13 BLK 11 EAST HOUSTON	77028
Settegast	0121840000014	0	WEDGEFIELD	LT 14 BLK 11 EAST HOUSTON	77028
Settegast	0122690000008	0	WEDGEFIELD	LT 8 BLK 178 EAST HOUSTON	77028
Settegast	0122690000009	0	WEDGEFIELD	LT 9 & 10 BLK 178 EAST HOUSTON	77028
Settegast	0122690000014	0	WEDGEFIELD	LT 14 BLK 178 EAST HOUSTON	77028
Settegast	0122450000009	0	WEDGEFIELD	LT 9 BLK 154 EAST HOUSTON	77028
Settegast	0300180100014	0	WEDGEFIELD	LT 14 & TR 12B BLK 7 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180100016	0	WEDGEFIELD	LT 16 BLK 7 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180090001	0	WEDGEFIELD	LTS 1 & 2 BLK 6 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180090003	0	WEDGEFIELD	LT 3 BLK 6 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180090005	0	WEDGEFIELD	TR 5A BLK 6 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0122460000001	0	WEDGEFIELD	LTS 1 & 2 BLK 155 EAST HOUSTON	77028
Settegast	0122460000003	0	WEDGEFIELD	LT 3 BLK 155 EAST HOUSTON	77028
Settegast	0122460000006	0	WEDGEFIELD	LT 6 BLK 155 EAST HOUSTON	77028
Settegast	0122650000003	0	WEDGEFIELD	LT 3 BLK 174 EAST HOUSTON	77028
Settegast	0121830000004	0	WEDGEFIELD	LT 4 BLK 10 EAST HOUSTON	77028
Settegast	0300180080016	0	WEDGEFIELD	LT 16 BLK 5 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180070008	6235	WEDGEFIELD	LT 8 BLK 4 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0122310000001	0	YARMOUTH	LT 1 BLK 58 EAST HOUSTON	77028
Settegast	0122490000007	0	YARMOUTH	LT 8 & TR 7B BLK 158 EAST HOUSTON	77028
Settegast	0121810000011	0	YARMOUTH	.0446429 U/D INT IN LTS 11 & 12 BLK 8 EAST HOUSTON	77028
Settegast	0121810000017	0	YARMOUTH	.2916666 U/D INT IN LTS 11 & BLK 8 EAST HOUSTON	77028
Settegast	0121810000010	0	YARMOUTH	LT 10 BLK 8 EAST HOUSTON	77028
Settegast	0121810000023	0	YARMOUTH	.0089286 U/D INT IN LTS 11 & 12 BLK 8 EAST HOUSTON	77028
Settegast	0121810000025	0	YARMOUTH	.0089286 U/D INT IN LTS 11 & 12 BLK 8 EAST HOUSTON	77028

LOTS WHICH ARE NO LONGER SUBJECT TO THE LARA AGREEMENT, AS AMENDED BY THIS REINSTATEMENT AND THIRD AMENDMENT					
AREA	HCAD	ADDR NO	STREET NAME	LEGAL	ZIP CODE
Settegast	0121810000026	0	YARMOUTH	.0089286 U/D INT IN LTS 11 & 12 BLK 8 EAST HOUSTON	77028
Settegast	0122630000027	0	YATES	LT 10 BLK 172 EAST HOUSTON	77028
Sunnyside	0511700910015	0	BRANDON	LT 15 BLK 91 SUNNYSIDE PLACE	77051
Sunnyside	0511590610015	0	BRANDON	LT 15 BLK 61 SUNNYSIDE PLACE	77051
Sunnyside	0511510410010	0	BRANDON	LT 10 BLK 41 SUNNYSIDE PLACE	77051
Sunnyside	0511510410011	0	BRANDON	LT 11 BLK 41 SUNNYSIDE PLACE	77051
Sunnyside	0511560520004	7919	BRANDON	LT 4 BLK 52 SUNNYSIDE PLACE	77051
Sunnyside	0511560520007	7933	BRANDON	LTS 7 & 8 BLK 52 SUNNYSIDE PLACE	77051
Sunnyside	0511550510009	7980	BRANDON	LT 9 BLK 51 SUNNYSIDE PLACE	77051
Sunnyside	0511600620002	8005	BRANDON	LT 2 BLK 62 SUNNYSIDE PLACE	77051
Sunnyside	0511700910012	8318	BRANDON	LT 12 BLK 91 SUNNYSIDE PLACE	77051
Sunnyside	0511720020006	8500	CAMAY	LT 6 BLK 101 SUNNYSIDE PLACE	77051
Sunnyside	0511740160014	0	CANNON	LT 14 BLK P SUNNYSIDE PLACE	77051
Sunnyside	0511740150001	0	CANNON	LT 1 BLK O SUNNYSIDE PLACE	77051
Sunnyside	0511740140005	0	CANNON	LT 5 BLK N SUNNYSIDE PLACE	77051
Sunnyside	0511740130001	0	CANNON	LT 1 BLK M SUNNYSIDE PLACE	77051
Sunnyside	0511740180027	8110	CANNON	LT 27 BLK R SUNNYSIDE PLACE	77051
Sunnyside	0511740130013	8119	CANNON	LT 13 BLK M SUNNYSIDE PLACE	77051
Sunnyside	0511740180028	8120	CANNON	LT 28 BLK R SUNNYSIDE PLACE	77051
Sunnyside	0511740160007	0	CANYON	LT 7 BLK P SUNNYSIDE PLACE	77051
Sunnyside	0511740180013	8121	CANYON	TR 13 BLK R SUNNYSIDE PLACE	77051
Sunnyside	0511740180034	8123	CANYON	TR 13A BLK R SUNNYSIDE PLACE	77051
Sunnyside	0511740170014	8307	CANYON	LTS 14 & 15 BLK Q SUNNYSIDE PLACE	77051
Sunnyside	0511740170013	8315	CANYON	LT 13 BLK Q (PRORATED 2-3-04) SUNNYSIDE PLACE	77051
Sunnyside	0511730000016	0	COLONIAL	LT 16 BLK 102 SUNNYSIDE PLACE	77051
Sunnyside	0511680830001	0	COLONIAL	LT 1 BLK 83 SUNNYSIDE PLACE	77051
Sunnyside	0511680820011	0	COLONIAL	LT 11 BLK 82 SUNNYSIDE PLACE	77051
Sunnyside	0511680820009	0	COLONIAL	LT 9 BLK 82 SUNNYSIDE PLACE	77051
Sunnyside	0511600630004	0	COLONIAL	LT 4 BLK 63 SUNNYSIDE PLACE	77051
Sunnyside	0511520420016	0	COLONIAL	LT 16 BLK 42 SUNNYSIDE PLACE	77051
Sunnyside	0511520420019	0	COLONIAL	LTS 19 & 20 BLK 42 SUNNYSIDE PLACE	77051
Sunnyside	0511520430001	0	COLONIAL	LT 1 BLK 43 SUNNYSIDE PLACE	77051
Sunnyside	0511520420024	7750	COLONIAL	LT 24 BLK 42 SUNNYSIDE PLACE	77051
Sunnyside	0511600620010	8026	COLONIAL	LT 10 BLK 62 SUNNYSIDE PLACE	77051
Sunnyside	0511650730003	8109	COLONIAL	LT 3 BLK 73 SUNNYSIDE PLACE	77051
Sunnyside	0511650720013	8114	COLONIAL	LT 13 BLK 72 SUNNYSIDE PLACE	77051
Sunnyside	0511650730007	8127	COLONIAL	LT 7 BLK 73 SUNNYSIDE PLACE	77051
Sunnyside	0511650720015	8128	COLONIAL	LTS 15 & 16 BLK 72 SUNNYSIDE PLACE	77051
Sunnyside	0511650730008	8133	COLONIAL	LT 8 BLK 73 SUNNYSIDE PLACE	77051
Sunnyside	0511680830002	8207	COLONIAL	LT 2 BLK 83 SUNNYSIDE PLACE	77051
Sunnyside	0511680830007	8231	COLONIAL	LT 7 BLK 83 SUNNYSIDE PLACE	77051
Sunnyside	0511710920014	8308	COLONIAL	LT 14 BLK 92 SUNNYSIDE PLACE	77051
Sunnyside	0511710920010	8330	COLONIAL	LT 10 BLK 92 SUNNYSIDE PLACE	77051
Sunnyside	0511700910005	0	COMAL	LT 5 BLK 91 SUNNYSIDE PLACE	77051
Sunnyside	0511640710007	0	COMAL	LTS 7 & 8 BLK 71 SUNNYSIDE PLACE	77051
Sunnyside	0511640700016	0	COMAL	LT 16 BLK 70 SUNNYSIDE PLACE	77051
Sunnyside	0511590610003	0	COMAL	LT 3 BLK 61 SUNNYSIDE PLACE	77051
Sunnyside	0511470310001	0	COMAL	TRI S 18X96.1X10.15 3F LT 1 BLK 31 SUNNYSIDE PLACE	77051
Sunnyside	0511550500015	7906	COMAL	LT 15 BLK 50 SUNNYSIDE PLACE	77051
Sunnyside	0511550510006	7911	COMAL	LT 6 BLK 51 SUNNYSIDE PLACE	77051
Sunnyside	0511550500013	7914	COMAL	LT 13 BLK 50 SUNNYSIDE PLACE	77051
Sunnyside	0511550510004	7917	COMAL	LTS 4 & 5 BLK 51 SUNNYSIDE PLACE	77051
Sunnyside	0511550500010	7924	COMAL	LT 10 BLK 50 SUNNYSIDE PLACE	77051
Sunnyside	0511550500009	7928	COMAL	LT 9 BLK 50 SUNNYSIDE PLACE	77051
Sunnyside	0511590600012	8018	COMAL	LT 12 BLK 60 SUNNYSIDE PLACE	77051
Sunnyside	0511590600011	8022	COMAL	LT 11 BLK 60 SUNNYSIDE PLACE	77051
Sunnyside	0511590610007	8029	COMAL	LT 7 BLK 61 SUNNYSIDE PLACE	77051
Sunnyside	0511590600009	8030	COMAL	LT 9 BLK 60 SUNNYSIDE PLACE	77051
Sunnyside	0511590600007	0	CORINTH	LT 7 BLK 60 SUNNYSIDE PLACE	77051
Sunnyside	0511550500004	0	CORINTH	LT 4 BLK 50 SUNNYSIDE PLACE	77051
Sunnyside	0511510400005	0	CORINTH	LT 5 BLK 40 SUNNYSIDE PLACE	77051
Sunnyside	0511460280008	7812	CORINTH	LT 8 BLK 28 SUNNYSIDE PLACE	77051
Sunnyside	0511380120015	8202	CORINTH	LTS 15 & 16 BLK 12 SUNNYSIDE PLACE	77051
Sunnyside	0511700900001	8305	CORINTH	LT 2 BLK 90 (PRORATED 3-2-04) SUNNYSIDE PLACE	77051
Sunnyside	0511700900004	8313	CORINTH	LT 4 BLK 90 SUNNYSIDE PLACE	77051
Sunnyside	0511670800005	3634	DU BOIS	LTS 5 6 & 7 BLK 80 (PRORATED 6-1-04) SUNNYSIDE PLACE	77051
Sunnyside	0511740080002	0	FOUNTAIN	LT 2 BLK H SUNNYSIDE PLACE	77051
Sunnyside	0511740080004	0	FOUNTAIN	LT 4 BLK H SUNNYSIDE PLACE	77051
Sunnyside	0511740130025	0	FOUNTAIN	LT 25 BLK M SUNNYSIDE PLACE	77051
Sunnyside	0511740130017	0	FOUNTAIN	LTS 17 & 18 BLK M SUNNYSIDE PLACE	77051

LOTS WHICH ARE NO LONGER SUBJECT TO THE LARA AGREEMENT, AS AMENDED BY THIS REINSTATEMENT AND THIRD AMENDMENT					
AREA	HCAD	ADDR NO	STREET NAME	LEGAL	ZIP CODE
Sunnyside	0511740100004	8015	FOUNTAIN	LT 4 BLK J SUNNYSIDE PLACE	77051
Sunnyside	0511740100007	8027	FOUNTAIN	LT 7 BLK J SUNNYSIDE PLACE	77051
Sunnyside	0511740100008	8031	FOUNTAIN	LTS 8 & 9 BLK J SUNNYSIDE PLACE	77051
Sunnyside	0511740100010	8105	FOUNTAIN	LT 10 BLK J SUNNYSIDE PLACE	77051
Sunnyside	0511740130026	8106	FOUNTAIN	LT 26 BLK M SUNNYSIDE PLACE	77051
Sunnyside	0511740130031	8136	FOUNTAIN	LTS 31 & 32 BLK M (PRORATED 2-3-04) SUNNYSIDE PLACE	77051
Sunnyside	0511740090008	8233	FOUNTAIN	LT 8 BLK I SUNNYSIDE PLACE	77051
Sunnyside	0511740090009	8301	FOUNTAIN	LT 9 BLK I SUNNYSIDE PLACE	77051
Sunnyside	0511680830010	0	GLADSTONE	LT 10 BLK 83 SUNNYSIDE PLACE	77051
Sunnyside	0511660740001	0	GLADSTONE	T 1 BLK 74 SUNNYSIDE PLACE	77051
Sunnyside	0511520430021	0	GLADSTONE	LTS 21 & 22 BLK 43 SUNNYSIDE PLACE	77051
Sunnyside	0511600630013	8012	GLADSTONE	LT 13 BLK 63 SUNNYSIDE PLACE	77051
Sunnyside	0511660740003	8103	GLADSTONE	LT 3 BLK 74 SUNNYSIDE PLACE	77051
Sunnyside	0511680830011	8222	GLADSTONE	LT 11 BLK 83 SUNNYSIDE PLACE	77051
Sunnyside	0511560520017	0	GLENROSE	E 50 FT OF LT 16 BLK 52 SUNNYSIDE PLACE	77051
Sunnyside	0511330010004	0	GRANDVIEW	LTS 4 5 & 6 BLK 1 SUNNYSIDE PLACE	77051
Sunnyside	0511740060025	0	GRANDVIEW	LT 25 BLK F SUNNYSIDE PLACE	77051
Sunnyside	0511360080005	0	GRANDVIEW	LT 5 BLK 8 SUNNYSIDE PLACE	77051
Sunnyside	0511360080008	0	GRANDVIEW	LT 8 BLK 8 SUNNYSIDE PLACE	77051
Sunnyside	0511360080006	0	GRANDVIEW	LT 6 BLK 8 SUNNYSIDE PLACE	77051
Sunnyside	0511740050030	0	GRANDVIEW	LT 30 BLK E SUNNYSIDE PLACE	77051
Sunnyside	0511410170007	0	GRANDVIEW	LT 7 BLK 17 SUNNYSIDE PLACE	77051
Sunnyside	0511410170008	0	GRANDVIEW	LT 8 BLK 17 SUNNYSIDE PLACE	77051
Sunnyside	0511740040013	0	GRANDVIEW	LT 13 BLK D SUNNYSIDE PLACE	77051
Sunnyside	0511440240004	0	GRANDVIEW	LT 4 BLK 24 SUNNYSIDE PLACE	77051
Sunnyside	0511410170003	0	GRANDVIEW	LT 3 BLK 17 SUNNYSIDE PLACE	77051
Sunnyside	0511440240003	7903	GRANDVIEW	LT 3 BLK 24 SUNNYSIDE PLACE	77051
Sunnyside	0511740040014	7920	GRANDVIEW	LT 14 BLK D SUNNYSIDE PLACE	77051
Sunnyside	0511740040015	7926	GRANDVIEW	LT 15 BLK D SUNNYSIDE PLACE	77051
Sunnyside	0511410170004	8015	GRANDVIEW	LT 4 BLK 17 SUNNYSIDE PLACE	77051
Sunnyside	0511410170006	8023	GRANDVIEW	LT 6 BLK 17 SUNNYSIDE PLACE	77051
Sunnyside	0511400160003	8107	GRANDVIEW	LT 3 BLK 16 SUNNYSIDE PLACE	77051
Sunnyside	0511740050029	8118	GRANDVIEW	LT 29 BLK E SUNNYSIDE PLACE	77051
Sunnyside	0511740050031	8122	GRANDVIEW	LT 31 BLK E SUNNYSIDE PLACE	77051
Sunnyside	0511400160001	8125	GRANDVIEW	LT 1 BLK 16 SUNNYSIDE PLACE	77051
Sunnyside	0511740060019	8214	GRANDVIEW	LTS 18 & 19 BLK F SUNNYSIDE PLACE	77051
Sunnyside	0511740060029	8318	GRANDVIEW	LT 29 BLK F SUNNYSIDE PLACE	77051
Sunnyside	0511400150011	0	LAWLER	LT 11 BLK 15 SUNNYSIDE PLACE	77051
Sunnyside	0511360070010	0	LAWLER	LTS 10 & 11 BLK 7 SUNNYSIDE PLACE	77051
Sunnyside	0511350060001	0	LAWLER	LTS 1 & 2 BLK 6 SUNNYSIDE PLACE	77051
Sunnyside	0511420190002	0	LAWLER	LT 2 BLK 19 SUNNYSIDE PLACE	77051
Sunnyside	0511430220006	0	LAWLER	LT 6 BLK 22 SUNNYSIDE PLACE	77051
Sunnyside	0511450260005	0	LAWLER	LT 5 & 44.26X18X83X50X100 OF LT 6 BLK 26 SUNNYSIDE PLACE	77051
Sunnyside	0511450260007	0	LAWLER	SE TRI 36.5X83X87.06 OF LT 7 BLK 26 SUNNYSIDE PLACE	77051
Sunnyside	0511460270001	0	LAWLER	LT 1 LESS 4173 SQ FT BLK 27 SUNNYSIDE PLACE	77051
Sunnyside	0511440230010	0	LAWLER	LT 10 BLK 23 SUNNYSIDE PLACE	77051
Sunnyside	0511430220004	7907	LAWLER	LT 4 BLK 22 SUNNYSIDE PLACE	77051
Sunnyside	0511440230011	7936	LAWLER	LT 11 BLK 23 SUNNYSIDE PLACE	77051
Sunnyside	0511420190001	8001	LAWLER	LT 1 BLK 19 SUNNYSIDE PLACE	77051
Sunnyside	0511410180012	8008	LAWLER	LT 12 BLK 18 SUNNYSIDE PLACE	77051
Sunnyside	0511370100016	8202	LAWLER	LT 16 BLK 10 SUNNYSIDE PLACE	77051
Sunnyside	0511380110006	8221	LAWLER	LT 6 BLK 11 SUNNYSIDE PLACE	77051
Sunnyside	0511350060007	8325	LAWLER	LT 7 BLK 6 SUNNYSIDE PLACE	77051
Sunnyside	0511330020010	8434	LAWLER	LT 10 BLK 2 SUNNYSIDE PLACE	77051
Sunnyside	0511380110010	0	LIVINGSTON	LT 10 BLK 11 SUNNYSIDE PLACE	77051
Sunnyside	0511380110016	0	LIVINGSTON	LT 16 BLK 11 SUNNYSIDE PLACE	77051
Sunnyside	0511420190009	0	LIVINGSTON	LT 9 BLK 19 SUNNYSIDE PLACE	77051
Sunnyside	0511430220010	0	LIVINGSTON	LT 10 BLK 22 SUNNYSIDE PLACE	77051
Sunnyside	0511430220011	0	LIVINGSTON	LT 11 BLK 22 SUNNYSIDE PLACE	77051
Sunnyside	0511430210006	0	LIVINGSTON	LT 6 BLK 21 SUNNYSIDE PLACE	77051
Sunnyside	0511390130005	0	LIVINGSTON	LT 5 BLK 13 SUNNYSIDE PLACE	77051
Sunnyside	0511390130006	0	LIVINGSTON	LT 6 BLK 13 SUNNYSIDE PLACE	77051
Sunnyside	0511390130007	0	LIVINGSTON	LTS 7 & 8 BLK 13 SUNNYSIDE PLACE	77051
Sunnyside	0511350050008	0	LIVINGSTON	LT 8 BLK 5 SUNNYSIDE PLACE	77051
Sunnyside	0511350050001	0	LIVINGSTON	LT 1 BLK 5 SUNNYSIDE PLACE	77051
Sunnyside	0511420200005	0	LIVINGSTON	LT 5 BLK 20 SUNNYSIDE PLACE	77051
Sunnyside	0511460270008	7812	LIVINGSTON	LT 8 BLK 27 SUNNYSIDE PLACE	77051
Sunnyside	0511390140010	8128	LIVINGSTON	LT 10 BLK 14 SUNNYSIDE PLACE	77051
Sunnyside	0511380110015	8204	LIVINGSTON	LT 15 BLK 11 SUNNYSIDE PLACE	77051
Sunnyside	0511380120006	8225	LIVINGSTON	LT 6 BLK 12 SUNNYSIDE PLACE	77051

LOTS WHICH ARE NO LONGER SUBJECT TO THE LARA AGREEMENT, AS AMENDED BY THIS REINSTATEMENT AND THIRD AMENDMENT					
AREA	HCAD	ADDR NO	STREET NAME	LEGAL	ZIP CODE
Sunnyside	0511350050004	8307	LIVINGSTON	LT 4 BLK 5 SUNNYSIDE PLACE	77051
Sunnyside	0511350060012	8310	LIVINGSTON	LT 12 BLK 6 SUNNYSIDE PLACE	77051
Sunnyside	0511350060011	8320	LIVINGSTON	LT 11 BLK 6 SUNNYSIDE PLACE	77051
Sunnyside	0511430220009	99999	LIVINGSTON	LT 9 BLK 22 SUNNYSIDE PLACE	77051
Sunnyside	0511740090032	0	PARNELL	LT 32 BLK I SUNNYSIDE PLACE	77051
Sunnyside	0511740060007	0	PARNELL	LT 7 BLK F SUNNYSIDE PLACE	77051
Sunnyside	0511740060013	0	PARNELL	LT 13 BLK F SUNNYSIDE PLACE	77051
Sunnyside	0511740100018	0	PARNELL	LT 18 BLK J SUNNYSIDE PLACE	77051
Sunnyside	0511740050003	8009	PARNELL	LT 3 BLK E SUNNYSIDE PLACE	77051
Sunnyside	0511740050012	8113	PARNELL	LT 12 BLK E SUNNYSIDE PLACE	77051
Sunnyside	0511740050015	8127	PARNELL	LT 15 BLK E SUNNYSIDE PLACE	77051
Sunnyside	0511740090025	8302	PARNELL	LT 25 BLK I SUNNYSIDE PLACE	77051
Sunnyside	0511740060012	8313	PARNELL	LT 12 BLK F SUNNYSIDE PLACE	77051
Sunnyside	0511740090029	8324	PARNELL	LT 29 BLK I SUNNYSIDE PLACE	77051
Sunnyside	0511740060014	8327	PARNELL	LT 14 BLK F SUNNYSIDE PLACE	77051
Sunnyside	0511670800015	0	ROSEMONT	LT 15 BLK 80 SUNNYSIDE PLACE	77051
Sunnyside	0511680820010	3707	ROSEMONT	LT 10 BLK 82 SUNNYSIDE PLACE	77051
Sunnyside	0511680820008	3707	ROSEMONT	LT 8 BLK 82 SUNNYSIDE PLACE	77051
Sunnyside	0511680830009	3807	ROSEMONT	LT 9 BLK 83 SUNNYSIDE PLACE	77051
Sunnyside	0511690840012	0	SCOTT	TR 12B BLK 84 (001*W 50.35X87.21X50X78.96 OF LT 12) SUNNYSIDE PLACE	77051
Sunnyside	0511570540015	0	SCOTT	LT 15 BLK 54 SUNNYSIDE PLACE	77051
Sunnyside	0511530440013	0	SCOTT	LT 13 BLK 44 SUNNYSIDE PLACE	77051
Sunnyside	0511530440015	7804	SCOTT	LT 15 BLK 44 SUNNYSIDE PLACE	77051
Sunnyside	0511530440016	7804	SCOTT	LT 16 BLK 44 SUNNYSIDE PLACE	77051
Sunnyside	0511570540011	7926	SCOTT	LT 11 BLK 54 SUNNYSIDE PLACE	77051
Sunnyside	0511660740011	8120	SCOTT	LT 11 BLK 74 SUNNYSIDE PLACE	77051
Sunnyside	0511710930009	0	SHELBY	LT 9 BLK 93 SUNNYSIDE PLACE	77051
Sunnyside	0511710930008	3805	SHELBY	LT 8 BLK 93 SUNNYSIDE PLACE	77051
Sunnyside	0511370090014	0	WOODARD	LT 14 BLK 9 SUNNYSIDE PLACE	77051
Sunnyside	0511440240010	0	WOODARD	LTS 10 & 11 BLK 24 SUNNYSIDE PLACE	77051
Sunnyside	0511400160010	0	WOODWARD	LT 10 BLK 16 SUNNYSIDE PLACE	77051
Sunnyside	0511400150008	0	WOODWARD	LT 8 BLK 15 SUNNYSIDE PLACE	77051
Sunnyside	0511410170017	0	WOODWARD	S 36 FT OF LT 15 BLK 17 (001*TR 17) SUNNYSIDE PLACE	77051
Sunnyside	0511410170014	0	WOODWARD	LT 14 BLK 17 SUNNYSIDE PLACE	77051
Sunnyside	0511410170013	0	WOODWARD	LT 13 BLK 17 SUNNYSIDE PLACE	77051
Sunnyside	0511410180005	0	WOODWARD	LTS 5 & 6 BLK 18 SUNNYSIDE PLACE	77051
Sunnyside	0511440230004	0	WOODWARD	LT 4 BLK 23 SUNNYSIDE PLACE	77051
Sunnyside	0511440230007	0	WOODWARD	LT 7 BLK 23 SUNNYSIDE PLACE	77051
Sunnyside	0511440230008	7925	WOODWARD	LT 8 BLK 23 SUNNYSIDE PLACE	77051
Sunnyside	0511410180007	8035	WOODWARD	LTS 7 & 8 BLK 18 SUNNYSIDE PLACE	77051
Sunnyside	0511400150001	8103	WOODWARD	LT 1 BLK 15 SUNNYSIDE PLACE	77051
Sunnyside	0511400150017	8111	WOODWARD	N 1/2 LT 5 BLK 15 SUNNYSIDE PLACE	77051
Sunnyside	0511400150007	8127	WOODWARD	LT 7 BLK 15 SUNNYSIDE PLACE	77051
Sunnyside	0511370100002	8205	WOODWARD	LT 2 BLK 10 (PRORATED 3-2-04) SUNNYSIDE PLACE	77051
Sunnyside	0511370090010	8226	WOODWARD	LT 10 BLK 9 SUNNYSIDE PLACE	77051
Third Ward	0221300000008	0	BEULAH	LT 8 BLK 2 GEORGE KULHMAN	77004
Third Ward	0372180000007	3027	BREMOND	LT 7 BLK 8 WILSON WM A	77004
Third Ward	0372180000008	3029	BREMOND	LT 8 BLK 8 WILSON WM A	77004
Third Ward	0221300000036	3210	CANFIELD	TR 11A BLK 2 GEORGE KULHMAN	77004
Third Ward	0190430000005	2513	DELANO	LT 5 HOLMAN OUTLOT 11	77004
Third Ward	0190450000015	0	DENNIS	TR 6A BLK 1 (001*TR 13) HOLMAN OUTLOT 13	77004
Third Ward	0190520010009	2405	DENNIS	TR 9 BLK 4 (001*TR 26) JUDD SAM C	77004
Third Ward	0190520010004	2416	DENNIS	LT 4 BLK 4 (001*TR 31) JUDD SAM C	77004
Third Ward	0190450000012	2611	DENNIS	LT 12 BLK 1 HOLMAN OUTLOT 13	77004
Third Ward	0372340000008	3117	DENNIS	LT 8 BLK 24 & LT 9 BLK 47 WILSON WM A	77004
Third Ward	0372570000013	3333	DENNIS	LT 13 BLK 47 WILSON WM A	77004
Third Ward	0190520010001	0	DOWLING	LT 1 BLK 4 (001*TR 29) JUDD SAM C	77004
Third Ward	0190090000002	2318	DOWLING	LTS 2 & 16 BLK A HOLMAN OUTLOT 3	77004
Third Ward	0190090000001	2322	DOWLING	LT 1 BLK A HOLMAN OUTLOT 3	77004
Third Ward	0190120000018	2412	DOWLING	TR 4 BLK D (001*TR 18) HOLMAN OUTLOT 3	77004
Third Ward	0190120000005	2412	DOWLING	LT 5 BLK D HOLMAN OUTLOT 3	77004
Third Ward	0190510010010	2803	DOWLING	TR 10 BLK 2 (001*LT 6) HOLMAN OUTLOT 14	77004
Third Ward	0190510010011	2807	DOWLING	TR 11 BLK 2 (001*LT 6) HOLMAN OUTLOT 14	77004
Third Ward	0190510000008	2809	DOWLING	TR 7 BLK 1 (001*TR 5) HOLMAN OUTLOT 14	77004
Third Ward	0190580000018	2814	DOWLING	TR 18 (001*N PT 17 TR 36) HOLMAN OUTLOT 15	77004
Third Ward	0190510000015	2819	DOWLING	TR 6A BLK 1 (001*TR 11) HOLMAN OUTLOT 14	77004
Third Ward	0372440000005	0	DREW	LT 5 BLK 34 WILSON WM A	77004
Third Ward	0190440000004	2817	DREW	TRS 4 & 5A (001*TR 35) CROW - SETTEGAST	77004
Third Ward	0190440000034	2827	DREW	TRS 6B & 7 CROW & SETTEGAST	77004

RESTATED URBAN REDEVELOPMENT INTERLOCAL AGREEMENT

Schedule 1

LOTS WHICH ARE NO LONGER SUBJECT TO THE LARA AGREEMENT, AS AMENDED BY THIS REINSTATEMENT AND THIRD AMENDMENT					
AREA	HCAD	ADDR NO	STREET NAME	LEGAL	ZIP CODE
Third Ward	0190440000035	2833	DREW	TR 8B (001*TR 54) CROW - SETTEGAST	77004
Third Ward	0372450000002	3234	DREW	LT 2 BLK 35 WILSON WM A	77004
Third Ward	0372460000002	3312	DREW	LT 2 BLK 36 WILSON WM A	77004
Third Ward	0221300000032	0	ELGIN	TR 13A BLK 2 GEORGE KULHMAN	77004
Third Ward	0191580060010	0	FRANCIS	.50 U/D INT IN LT 10 BLK 6 (001*BARLOW TRACT) HOLMAN OUTLOT 34	77004
Third Ward	0191620000008	2208	FRANCIS	LT 8 BLK 3 HOLMAN OUTLOT 35	77004
Third Ward	0191570000018	2404	FRANCIS	LTS 18 & 19 & TR 20 (001*TRS 14 & 15 444X102 OF BARLOW TRACT) TRAVIS	77004
Third Ward	0191490000020	2802	FRANCIS	LT 1 BLK 2 SHEPHERD COURT	77004
Third Ward	0410310280010	3431	FRANCIS	TR 7C (001*TR 16 50X100 OF D) ABST 75 H TIERWESTER	77004
Third Ward	0221310000009	3447	FRANCIS	LT 9A BLK 3 (001*TR 14) GEORGE KULHMAN	77004
Third Ward	0372130000004	0	HADLEY	LT 4 BLK 3 WILSON WM A	77004
Third Ward	0372160000005	3002	HADLEY	TR 5 BLK 6 WILSON WM A	77004
Third Ward	0372160000004	3008	HADLEY	TR 4 BLK 6 WILSON WM A	77004
Third Ward	0372160000003	3012	HADLEY	LT 3 & TR 4A BLK 6 WILSON WM A	77004
Third Ward	0372160000002	3018	HADLEY	LT 2 BLK 6 WILSON WM A	77004
Third Ward	0372160000001	3020	HADLEY	LT 1 BLK 6 WILSON WM A	77004
Third Ward	0191580060013	0	HOLMAN	TR 4B BLK 6 (001*E 20 FT LT 4 BARLOW TRACT) HOLMAN OUTLOT 34	77004
Third Ward	0190510000001	2405	JONES	TR 1B BLK 1 (001*TR 36) HOLMAN OUTLOT 14	77004
Third Ward	0190120000015	2310	MC ILHENNY	TR 15 BLK D HOLMAN OUTLOT 3	77004
Third Ward	0372170000005	3002	MC ILHENNY	LT 5 BLK 7 WILSON WM A	77004
Third Ward	0372170000004	3006	MC ILHENNY	LT 4 BLK 7 WILSON WM A	77004
Third Ward	0372180000001	3040	MC ILHENNY	LT 1 BLK 8 WILSON WM A	77004
Third Ward	0372200000003	3128	MC ILHENNY	TR 3 BLK 10 WILSON WM A	77004
Third Ward	0510260000009	0	NETTLETON	LT 9 BLK 4 BOOKER T WASHINGTON	77004
Third Ward	0090310030001	0	RUGLEY	LT 1 BLK 3 CARTERS SEC 2	77004
Third Ward	0190510010008	0	SAINT CHARLES	TR 7 BLK 2 (001*TR 12) HOLMAN OUTLOT 14	77004
Third Ward	0190520000006	0	SAINT CHARLES	TR 6 BLK 3 (001*TR 14) HOLMAN OUTLOT 14	77004
Third Ward	0190510010003	0	SAINT CHARLES	TR 2A BLK 2 (001*TR 20) HOLMAN OUTLOT 14	77004
Third Ward	0190060000006	2306	SAINT CHARLES	LT 6 BLK B HOLMAN OUTLOT 2	77004
Third Ward	0192060000011	3618	SAINT CHARLES	LT 11 & TR 12B BLK 3 GEISELMAN	77004
Third Ward	0631670050007	2118	SAUER	LT 7 BLK 5 WELLS	77004
Third Ward	0372160000012	2313	SAUER	TR 5A BLK 6 WILSON WM A	77004
Third Ward	0631660010011	2406	SAUER	LT 11 BLK 1 WELLS	77004
Third Ward	0572130000022	3001	TRULLEY	LT 22 BLK 5 PIERCE COURT	77004
Third Ward	0572130000012	3035	TRULLEY	LT 12 BLK 5 PIERCE COURT	77004
Third Ward	0190560000016	2213	TUAM	TR 6 (001*TR 10) HOLMAN OUTLOT 15	77004
Third Ward	0190580000012	2217	TUAM	.50 U/D INT IN TRS 6A 11 & 12 (001*TRS 11 & 16) HOLMAN OUTLOT 15	77004
Third Ward	0190580000016	2317	TUAM	TR 16 (001*TRS 15 & 18) HOLMAN OUTLOT 15	77004
Third Ward	0190540010028	2501	TUAM	LT 28 BLK 2 BINZ & SETTEGAST	77004
Third Ward	0372440000009	3213	TUAM	TRS 9 & 10 BLK 34 WILSON WM A	77004
Third Ward	0372440000015	3213	TUAM	TR 9A BLK 34 (001*TR 16) WILSON WM A	77004
Third Ward	0372440000016	3215	TUAM	TRS 9B & 10C BLK 34 (001*TR 17) WILSON WM A	77004
Third Ward	0372440000017	3217	TUAM	TR 10B BLK 34 (001*TR 15) WILSON WM A	77004
Third Ward	0372440000010	3217	TUAM	TR 10A BLK 34 (001*TR 18) WILSON WM A	77004
Third Ward	0510260000007	3220	TUAM	LT 7 BLK 4 BOOKER T WASHINGTON	77004
Third Ward	0572130000005	0	WEBSTER	LT 5 BLK 5 PIERCE COURT	77004
Third Ward	0631670050006	2721	WEBSTER	LT 6 BLK 5 WELLS	77004
Trinity/Houston Gardens	0402510000077	0		TR 75 (001*TRS 74A & 74B) ABST 32 HARRIS & WILSON	77016
Trinity/Houston Gardens	0681170010005	8709	ALLWOOD	LT 5 & TR 6A BLK 1 (PRORATED 6-1-04) SHADYDALE	77016
Trinity/Houston Gardens	0681170010034	8721	ALLWOOD	TR 4B BLK 1 SHADYDALE	77016
Trinity/Houston Gardens	0681180060002	0	BERTWOOD	LT 2 BLK 6 SHADYDALE SEC 2	77016
Trinity/Houston Gardens	0681180060006	0	BERTWOOD	LT 6 BLK 6 SHADYDALE SEC 2	77016
Trinity/Houston Gardens	0681180060008	0	BERTWOOD	LT 8 BLK 6 SHADYDALE SEC 2	77016
Trinity/Houston Gardens	0681180060015	8421	BERTWOOD	LT 4 BLK 6 SHADYDALE SEC 2	77016
Trinity/Houston Gardens	0730710030044	8702	CAMAY	LT 44 BLK 3 LAURA KOPPE PLACE	77016
Trinity/Houston Gardens	0730710020041	8705	CAMAY	LT 41 BLK 2 LAURA KOPPE PLACE	77016
Trinity/Houston Gardens	0710730010089	8718	CLARINGTON	LT 89 BLK 1 WEDGEWOOD PLACE	77016
Trinity/Houston Gardens	0710730010090	8718	CLARINGTON	LT 90 BLK 1 (PRORATED 5-4-04) WEDGEWOOD PLACE	77016
Trinity/Houston Gardens	0730710050079	0	COMPTON	LT 79 BLK 5 LAURA KOPPE PLACE	77016
Trinity/Houston Gardens	0730710040062	8714	COMPTON	LTS 62 & 63 BLK 4 LAURA KOPPE PLACE	77016
Trinity/Houston Gardens	0710700130210	0	DANDY	LT 210 BLK 13 TRIANGLE GARDENS SEC 2	77016
Trinity/Houston Gardens	0710700130208	0	DANDY	LT 208 BLK 13 TRIANGLE GARDENS SEC 2	77016
Trinity/Houston Gardens	0710700160226	0	DANDY	LT 226 BLK 16 (PRORATED 1-6-04) TRIANGLE GARDENS SEC 2	77016
Trinity/Houston Gardens	0710700160227	0	DANDY	LT 227 BLK 16 (PRORATED 4-6-04) TRIANGLE GARDENS SEC 2	77016
Trinity/Houston Gardens	0710700160221	7828	DANDY	LT 221 BLK 16 TRIANGLE GARDENS SEC 2	77016
Trinity/Houston Gardens	0660260010276	5002	DENMARK	S 1/2 OT LT 1276 BLK 1 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0710690030151	0	HOFFMAN	LT 151 BLK 3 TRIANGLE GARDENS	77016
Trinity/Houston Gardens	0710700170237	0	HOFFMAN	LT 237 BLK 17 TRIANGLE GARDENS SEC 3	77016
Trinity/Houston Gardens	0710690060168	0	HOFFMAN	LT 168 BLK 6 TRIANGLE GARDENS	77016

LOTS WHICH ARE NO LONGER SUBJECT TO THE LARA AGREEMENT, AS AMENDED BY THIS REINSTATEMENT AND THIRD AMENDMENT					
AREA	HCAD	ADDR NO	STREET NAME	LEGAL	ZIP CODE
Trinity/Houston Gardens	0710690050174	0	HOFFMAN	LT 174 BLK 5 TRIANGLE GARDENS	77016
Trinity/Houston Gardens	0710690040180	0	HOFFMAN	LT 180 BLK 4 TRIANGLE GARDENS	77016
Trinity/Houston Gardens	0720570030051	0	HOFFMAN	LT 51 BLK 3 RADCLIFFE PLACE	77016
Trinity/Houston Gardens	0710690060170	7709	HOFFMAN	LT 170 BLK 6 TRIANGLE GARDENS	77016
Trinity/Houston Gardens	0710690040179	7810	HOFFMAN	LT 179 BLK 4 TRIANGLE GARDENS	77016
Trinity/Houston Gardens	0710690040188	7920	HOFFMAN	LT 188 BLK 4 TRIANGLE GARDENS	77016
Trinity/Houston Gardens	0710690040190	8002	HOFFMAN	LT 190 BLK 4 TRIANGLE GARDENS	77016
Trinity/Houston Gardens	0710700170235	8120	HOFFMAN	LT 235 BLK 17 TRIANGLE GARDENS SEC 3	77016
Trinity/Houston Gardens	0710700170240	8312	HOFFMAN	LT 240 BLK 17 TRIANGLE GARDENS SEC 3	77016
Trinity/Houston Gardens	0710700170243	8413	HOFFMAN	LTS 243 244 & 245 BLK 17 TRIANGLE GARDENS SEC 3	77016
Trinity/Houston Gardens	0720570040060	8610	HOFFMAN	LTS 60 BLK 4 RADCLIFFE PLACE	77016
Trinity/Houston Gardens	0402510000006	8711	HOFFMAN	TRS 7B & 7M WESTCOTT U/R ABST 32 HARRIS & WILSON	77016
Trinity/Houston Gardens	0730710070134	0	LANEWOOD	LTS 134 & 135 BLK 7 LAURA KOPPE PLACE	77016
Trinity/Houston Gardens	0730710080117	0	LANEWOOD	LT 117 BLK 8 LAURA KOPPE PLACE	77016
Trinity/Houston Gardens	0730710070142	8306	LANEWOOD	LT 142 & TR 141B BLK 7 LAURA KOPPE PLACE	77016
Trinity/Houston Gardens	0730710050093	8433	LANEWOOD	LT 93 BLK 5 LAURA KOPPE PLACE	77016
Trinity/Houston Gardens	0730710070127	8442	LANEWOOD	LT 127 BLK 7 LAURA KOPPE PLACE	77016
Trinity/Houston Gardens	0730710040104	8699	LANEWOOD	LTS 104 & 105 BLK 4 LAURA KOPPE PLACE	77016
Trinity/Houston Gardens	0710730020065	0	LAURA KOPPE	LT 65 BLK 2 WEDGEWOOD PLACE	77016
Trinity/Houston Gardens	0720570020027	5602	LAURA KOPPE	LT 27 BLK 2 RADCLIFFE PLACE	77016
Trinity/Houston Gardens	0402510000013	5702	LAURA KOPPE	TRS 7J & 7K (PRORATED 3-2-04) (001*TRS 58B & 58C) WESTCOTT U/R ABST 32 HARRIS & WILSON	77016
Trinity/Houston Gardens	0681170020002	6010	LAURA KOPPE	LT 2 BLK 2 SHADYDALE	77016
Trinity/Houston Gardens	0570050020045	0	LOCKWOOD	LT 45 BLK 2 INDEPENDENCE HOME	77016
Trinity/Houston Gardens	0570050020049	0	LOCKWOOD	TR 44B BLK 2 INDEPENDENCE HOME	77016
Trinity/Houston Gardens	0570050020062	0	LOCKWOOD	TR 19B BLK 2 INDEPENDENCE HOME	77016
Trinity/Houston Gardens	0660200000249	0	LOCKWOOD	TR 249A BLK 9 TRINITY GARDENS	77016
Trinity/Houston Gardens	0660200000250	7118	LOCKWOOD	TR 250A BLK 9 TRINITY GARDENS	77016
Trinity/Houston Gardens	0660200000251	7202	LOCKWOOD	TR 251A BLK 9 TRINITY GARDENS	77016
Trinity/Houston Gardens	0660200000252	7206	LOCKWOOD	TR 252A BLK 9 TRINITY GARDENS	77016
Trinity/Houston Gardens	0570050020010	7606	LOCKWOOD	LT 10 BLK 2 INDEPENDENCE HOME	77016
Trinity/Houston Gardens	0570050020018	7716	LOCKWOOD	LT 18 BLK 2 INDEPENDENCE HOME	77016
Trinity/Houston Gardens	0570050020019	7720	LOCKWOOD	TR 19A BLK 2 INDEPENDENCE HOME	77016
Trinity/Houston Gardens	0570050020063	7910	LOCKWOOD	.50 U/D INT IN LT 33 BLK 2 INDEPENDENCE HOME	77016
Trinity/Houston Gardens	0570050020035	7926	LOCKWOOD	LTS 35 & 36 BLK 2 INDEPENDENCE HOME	77016
Trinity/Houston Gardens	0660260140152	0	PEACHTREE	LT 1152 BLK 14 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260110136	0	PEACHTREE	LT 1136 BLK 11 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260050095	0	PEACHTREE	LT 1095 BLK 5 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260050096	0	PEACHTREE	LT 1096 BLK 5 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260080118	0	PEACHTREE	LT 1118 BLK 8 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260140153	0	PEACHTREE	LT 1153 BLK 14 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260140154	0	PEACHTREE	LT 1154 BLK 14 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260020241	7407	PEACHTREE	LT 1241 BLK 2 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260050097	7609	PEACHTREE	LT 1097 BLK 5 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260040225	7624	PEACHTREE	LT 1225 & TR 1224B BLK 4 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260080119	8013	PEACHTREE	LT 1119 BLK 8 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260140145	8509	PEACHTREE	LT 1145 BLK 14 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260150168	8706	PEACHTREE	LT 1168 BLK 15 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260150166	8716	PEACHTREE	LT 1166 BLK 15 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0640190020012	0	SADLER	LT 12 BLK 2 FOREST LAWN	77016
Trinity/Houston Gardens	0660260160287	0	SANDRA	LT 1288 BLK 16 TRINITY GARDENS SEC 4	77016
Trinity/Houston Gardens	0660260160296	0	SANDRA	LT 1287 BLK 16 TRINITY GARDENS SEC 4	77016
Trinity/Houston Gardens	0710690010007	0	SANDRA	LT 7 BLK 1 TRIANGLE GARDENS	77016
Trinity/Houston Gardens	0710690080032	0	SANDRA	LT 32 BLK 8 TRIANGLE GARDENS	77016
Trinity/Houston Gardens	0710690080035	0	SANDRA	LT 35 BLK 8 TRIANGLE GARDENS	77016
Trinity/Houston Gardens	0710690010011	0	SANDRA	LT 11 BLK 1 TRIANGLE GARDENS	77016
Trinity/Houston Gardens	0710690020073	0	SANDRA	LT 73 BLK 2 TRIANGLE GARDENS	77016
Trinity/Houston Gardens	0710690020074	0	SANDRA	LT 74 BLK 2 TRIANGLE GARDENS	77016
Trinity/Houston Gardens	0710690020080	0	SANDRA	LTS 80 & 81 BLK 2 TRIANGLE GARDENS	77016
Trinity/Houston Gardens	0710690020082	0	SANDRA	LT 82 BLK 2 TRIANGLE GARDENS	77016
Trinity/Houston Gardens	0710690080036	7519	SANDRA	LT 36 BLK 8 TRIANGLE GARDENS	77016
Trinity/Houston Gardens	0710690080033	7525	SANDRA	LT 33 BLK 8 TRIANGLE GARDENS	77016
Trinity/Houston Gardens	0710690080029	7728	SANDRA	LT 29 BLK 8 TRIANGLE GARDENS	77016
Trinity/Houston Gardens	0710690010003	8023	SANDRA	LT 3 BLK 1 TRIANGLE GARDENS	77016
Trinity/Houston Gardens	0660260170298	8402	SANDRA	LT 1298 BLK 17 TRINITY GARDENS SEC 4	77016
Trinity/Houston Gardens	0720570020014	8602	SANDRA	LT 14 BLK 2 RADCLIFFE PLACE	77016
Trinity/Houston Gardens	0720570020022	8702	SANDRA	LT 22 BLK 2 RADCLIFFE PLACE	77016
Trinity/Houston Gardens	0730710110230	8202	SHADY	LT 230 BLK 11 LAURA KOPPE PLACE	77016
Trinity/Houston Gardens	0710690020094	0	SHOTWELL	LT 94 BLK 2 TRIANGLE GARDENS	77016
Trinity/Houston Gardens	0710690070112	0	SHOTWELL	LT 112 BLK 7 TRIANGLE GARDENS	77016

RESTATED URBAN REDEVELOPMENT INTERLOCAL AGREEMENT

Schedule 1

LOTS WHICH ARE NO LONGER SUBJECT TO THE LARA AGREEMENT, AS AMENDED BY THIS REINSTATEMENT AND THIRD AMENDMENT					
AREA	HCAD	ADDR NO	STREET NAME	LEGAL	ZIP CODE
Trinity/Houston Gardens	0710690020107	0	SHOTWELL	LT 107 BLK 2 TRIANGLE GARDENS	77016
Trinity/Houston Gardens	0710690070116	7613	SHOTWELL	LT 116 BLK 7 TRIANGLE GARDENS	77016
Trinity/Houston Gardens	0710690070114	7711	SHOTWELL	LT 114 BLK 7 TRIANGLE GARDENS	77016
Trinity/Houston Gardens	0730710070155	0	SPAULDING	LT 155 BLK 7 LAURA KOPPE PLACE	77016
Trinity/Houston Gardens	0730710080169	0	SPAULDING	LT 169 BLK 8 LAURA KOPPE PLACE	77016
Trinity/Houston Gardens	0730710110205	8440	SPAULDING	LT 205 BLK 11 LAURA KOPPE PLACE	77016
Trinity/Houston Gardens	0730710080176	8615	SPAULDING	LT 176 BLK 8 LAURA KOPPE PLACE	77016
Trinity/Houston Gardens	0640190020007	0	WEAVER	TR 7A BLK 2 FOREST LAWN	77016
Trinity/Houston Gardens	0570050020060	4914	WEAVER	TRS 47A & 48A BLK 2 INDEPENDENCE HOME	77016
Trinity/Houston Gardens	0710690010001	5308	WEAVER	TRS 1A & 2A BLK 1 TRIANGLE GARDENS	77016
Trinity/Houston Gardens	0660260170329	5415	WEAVER	TRS 1312A & 1313A BLK 17 TRINITY GARDENS SEC 4	77016
Trinity/Houston Gardens	0660260130002	0	WILEYVALE	LT 1002 BLK 13 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260130003	0	WILEYVALE	LT 1003 BLK 13 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260110034	0	WILEYVALE	LT 1034 BLK 11 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260050071	0	WILEYVALE	LT 1071 BLK 5 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260050072	0	WILEYVALE	LT 1072 BLK 5 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260060954	0	WILEYVALE	LT 954 BLK 6 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260080061	0	WILEYVALE	LT 1061 BLK 8 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260080064	0	WILEYVALE	LT 1064 BLK 8 (PRORATED 4-6-04) TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260080067	0	WILEYVALE	LT 1067 BLK 8 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260080068	0	WILEYVALE	LT 1068 BLK 8 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260020265	0	WILEYVALE	TRS 1248F & 1249A BLK 2 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260010261	0	WILEYVALE	LT 1261 BLK 1 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260010269	7313	WILEYVALE	LT 1269 BLK 1 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260010270	7317	WILEYVALE	LT 1270 BLK 1 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260020266	7416	WILEYVALE	TRS 1248E & 1249B BLK 2 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260060949	7601	WILEYVALE	LT 949 BLK 6 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260050085	7602	WILEYVALE	LT 1085 BLK 5 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260060962	7729	WILEYVALE	LT 962 BLK 6 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260080066	7820	WILEYVALE	LT 1066 BLK 8 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260080063	7834	WILEYVALE	LT 1063 BLK 8 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260080060	7916	WILEYVALE	LT 1060 BLK 8 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260080056	7932	WILEYVALE	LT 1056 BLK 8 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260120981	8221	WILEYVALE	LT 991 BLK 12 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260120987	8407	WILEYVALE	LT 997 BLK 12 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260140020	8712	WILEYVALE	LT 1020 BLK 14 TRINITY GARDENS SEC 3	77016

SCHEDULE 2

LOTS AS TO WHICH SALES TO LARA ARE BEING RESCINDED.

RESTATED URBAN REDEVELOPMENT INTERLOCAL AGREEMENT

Schedule 2

LOTS AS TO WHICH SALES TO LARA ARE BEING RESCINDED					
AREA	HCAD	ADDR NO	STREET NAME	LEGAL	ZIP CODE
Acres Home	0162750160016	0	ARABELLE	LT 16 BLK 16 HIGHLAND HEIGHTS	77091
Acres Home	0162750180008	0	ARABELLE	LT 8 BLK 18 HIGHLAND HEIGHTS	77091
Acres Home	0162760190038	0	COHN	LTS 38 & 39 BLK 19 HIGHLAND HEIGHTS	77091
Acres Home	0162740120009	0	COUCH	LTS 9 & 10 BLK 12 HIGHLAND HEIGHTS	77091
Acres Home	0162760230029	0	KNOX	LT 29 BLK 23 HIGHLAND HEIGHTS	77091
Acres Home	0162760240021	6523	KNOX	LT 21 BLK 24 HIGHLAND HEIGHTS	77091
Acres Home	0162740100019	0	TUSKEGEE	LT 19 BLK 10 HIGHLAND HEIGHTS	77091
Clinton Park	0141120160003	0	ARMSTRONG	LTS 3 & 4 BLK 16 FIDELITY	77029
Clinton Park	0141120130033	422	ARMSTRONG	LTS 33 & 34 BLK 13 FIDELITY	77029
Clinton Park	0141130190025	0	BOLDEN	LT 25 BLK 19 FIDELITY	77029
Clinton Park	0141150270027	324	CARTERSVILLE	LT 27 & 28 BLK 27 FIDELITY	77029
Clinton Park	0141110120017	0	CONN	LTS 17 & 18 BLK 12 FIDELITY	77029
Clinton Park	0141110100027	326	CONNECTICUT	.50 U/D INT IN LTS 27 & 28 BLK 10 FIDELITY	77029
Clinton Park	0141110100037	326	CONNECTICUT	.50 U/D INT IN LTS 27 & 28 BLK 10 FIDELITY	77029
Clinton Park	0141130190001	0	DELAWARE	LTS 1 & 2 BLK 19 FIDELITY	77029
Clinton Park	0141130200008	417	DELAWARE	LT 8 9 & 10 BLK 20 FIDELITY	77029
Clinton Park	0141150260019	0	OWENS	LTS 19 & 20 BLK 26 FIDELITY	77029
Clinton Park	0141110090009	0	RHODE ISLAND	LTS 9 & 10 BLK 9 FIDELITY	77029
Clinton Park	0141110090013	427	RHODE ISLAND	LTS 13 & 14 BLK 9 FIDELITY	77029
Fifth Ward	0422080000077	0	CACTUS	TR 13 (001*TR 14) KARCHER TRACT U/R ABST 327 S M HARRIS	77026
Fifth Ward	0422080000001	0	CACTUS	TR 1A (001*TR 12 60X70) KARCHER TRACT U/R ABST 327 S M HARRIS	77026
Fifth Ward	0701040010015	4048	JEWEL	LT 15 BLK 1 COLONIA WEISENBERGER SEC 1	77026
Settegast	0122650000009	0	ATTWATER	LT 9 BLK 174 EAST HOUSTON	77028
Settegast	0121850000009	0	BOBBY BROOKS	LTS 9 & 10 BLK 12 EAST HOUSTON	77028
Settegast	0121850000011	0	BOBBY BROOKS	LT 11 BLK 12 EAST HOUSTON	77028
Settegast	0122680000011	0	BOBBY BROOKS	LTS 11 & 12 BLK 177 EAST HOUSTON	77028
Settegast	0121870000004	0	BOBBY BURNS	LT 4 BLK 14 EAST HOUSTON	77028
Settegast	0122080000004	0	BOBBY BURNS	LT 4 BLK 35 EAST HOUSTON	77028
Settegast	0300180050002	0	BOBBY BURNS	LT 2 BLK 2 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180060014	0	BOBBY BURNS	LT 14 BLK 3 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180060018	0	BOBBY BURNS	LT 18 BLK 3 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180070003	0	BOBBY BURNS	TRS 1B & 3A BLK 4 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180070015	0	BOBBY BURNS	LT 15 BLK 4 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180040003	0	BOBBY BURNS	LT 3 BLK 1 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0122660000007	0	BOBBY BURNS	LT 7 BLK 175 EAST HOUSTON	77028
Settegast	0300180060010	6225	BOBBY BURNS	LT 10 BLK 3 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0122100000010	0	BURNS	LTS 10 & 11 BLK 37 EAST HOUSTON	77028
Settegast	0300180090004	0	DOLLAR	LT 4 BLK 6 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180090006	0	DOLLAR	LT 6 BLK 6 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180090016	0	DOLLAR	LT 16 BLK 6 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0122100000002	0	HAIGHT	LT 2 BLK 37 EAST HOUSTON	77028
Settegast	0300180060009	6306	HAIGHT	LT 9 BLK 3 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0121830000009	0	HANNA	LTS 9 & 10 BLK 10 EAST HOUSTON	77028
Settegast	0122150000012	0	HOUSTON	LT 12 BLK 42 EAST HOUSTON	77028
Settegast	0122150000013	0	HOUSTON	LT 13 BLK 42 EAST HOUSTON	77028
Settegast	0122480000014	0	HOUSTON	LTS 14 15 & 16 BLK 157 EAST HOUSTON	77028
Settegast	0122490000009	0	HOUSTON	LT 9 BLK 158 EAST HOUSTON	77028
Settegast	0122630000012	0	HOUSTON	LT 12 BLK 172 EAST HOUSTON	77028
Settegast	0122630000016	0	HOUSTON	LT 16 BLK 172 EAST HOUSTON	77028
Settegast	0122430490014	0	HOWTON	LT 14 BLK 149 EAST HOUSTON	77028
Settegast	0122430490015	0	HOWTON	LT 15 BLK 149 EAST HOUSTON	77028
Settegast	0122470000015	0	HOWTON	LT 15 BLK 156 EAST HOUSTON	77028
Settegast	0121820000001	0	KENTON	LT 1 BLK 9 EAST HOUSTON	77028
Settegast	0122060000005	0	MANTON	LT 5 BLK 33 EAST HOUSTON	77028
Settegast	0121890000009	0	MANTON	LT 9 BLK 16 EAST HOUSTON	77028
Settegast	0121890000012	0	MANTON	LT 12 BLK 16 EAST HOUSTON	77028
Settegast	0121890000013	0	MANTON	LT 13 BLK 16 EAST HOUSTON	77028
Settegast	0122220000005	0	MANTON	LT 5 BLK 49 EAST HOUSTON	77028
Settegast	0122220000007	0	MANTON	LT 7 BLK 49 EAST HOUSTON	77028
Settegast	0122220000008	0	MANTON	LT 8 BLK 49 EAST HOUSTON	77028
Settegast	0122220000026	0	MANTON	LT 6 BLK 49 EAST HOUSTON	77028
Settegast	0122650000015	0	MANTON	LT 15 BLK 174 EAST HOUSTON	77028
Settegast	0122700000011	0	MANTON	LT 11 BLK 179 EAST HOUSTON	77028
Settegast	0121830000012	0	MANTON	LTS 12 & 13 BLK 10 EAST HOUSTON	77028
Settegast	0122430490028	0	QUEENSLAND	LT 28 BLK 133 EAST HOUSTON	77028
Settegast	0122470000010	0	QUEENSLAND	LT 10 BLK 156 EAST HOUSTON	77028
Settegast	0122470000012	0	QUEENSLAND	LT 12 BLK 156 EAST HOUSTON	77028
Settegast	0122480000001	0	QUEENSLAND	LT 1 BLK 157 EAST HOUSTON	77028
Settegast	0122480000005	0	QUEENSLAND	LT 5 BLK 157 EAST HOUSTON	77028
Settegast	0122640000010	0	QUEENSLAND	LT 10 BLK 173 EAST HOUSTON	77028

RESTATED URBAN REDEVELOPMENT INTERLOCAL AGREEMENT

Schedule 2

LOTS AS TO WHICH SALES TO LARA ARE BEING RESCINDED					
AREA	HCAD	ADDR NO	STREET NAME	LEGAL	ZIP CODE
Settegast	0122630000007	0	QUEENSLAND	LT 7 BLK 172 EAST HOUSTON	77028
Settegast	0122630000026	0	QUEENSLAND	LT 8 BLK 172 EAST HOUSTON	77028
Settegast	0121870000012	0	WEDGEFIELD	LT 12 BLK 14 EAST HOUSTON	77028
Settegast	0122080000012	0	WEDGEFIELD	LTS 12 & 13 BLK 35 EAST HOUSTON	77028
Settegast	0122080000014	0	WEDGEFIELD	LT 14 BLK 35 EAST HOUSTON	77028
Settegast	0121880000003	0	WEDGEFIELD	LT 3 BLK 15 EAST HOUSTON	77028
Settegast	0300180070010	0	WEDGEFIELD	LTS 1O & 12 BLK 4 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180040002	0	WEDGEFIELD	LT 2 BLK 1 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180100024	0	WEDGEFIELD	TR 2B BLK 7 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180090007	0	WEDGEFIELD	LT 7 & TR 5B BLK 6 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180090009	0	WEDGEFIELD	LTS 9 & 11 BLK 6 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0121830000005	0	WEDGEFIELD	LTS 5 & 6 BLK 1O EAST HOUSTON	77028
Settegast	0300180040012	6305	WEDGEFIELD	LT 12 BLK 1 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180040032	6401	WEDGEFIELD	RES B2 BLK 1 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0122050000008	0	YARMOUTH	LTS 8 & 9 BLK 32 EAST HOUSTON	77028
Settegast	0122050000014	0	YARMOUTH	LT 14 BLK 32 EAST HOUSTON	77028
Settegast	0122210000014	0	YARMOUTH	LT 14 BLK 48 EAST HOUSTON	77028
Settegast	0122210000015	0	YARMOUTH	LT 15 BLK 48 EAST HOUSTON	77028
Settegast	0122310000002	0	YARMOUTH	LT 2 BLK 58 EAST HOUSTON	77028
Settegast	0122210000025	0	YARMOUTH	LT 16 BLK 48 EAST HOUSTON	77028
Settegast	0122480000010	0	YARMOUTH	LT 10 BLK 157 EAST HOUSTON	77028
Settegast	0122490000005	0	YARMOUTH	LT 5 BLK 158 EAST HOUSTON	77028
Settegast	0122620000003	0	YARMOUTH	LTS 3 & 4 BLK 171 EAST HOUSTON	77028
Settegast	0121900000011	99999		LT 11 BLK 17 EAST HOUSTON	77028
Settegast	0122140000005	99999		LT 5 BLK 41 EAST HOUSTON	77028
Settegast	0122140000007	99999		LTS 7 & 8 BLK 41 EAST HOUSTON	77028
Sunnyside	0511640710004	8114	COMAL	LT 4 BLK 71 SUNNYSIDE PLACE	77051
Sunnyside	0511740090012	0	FOUNTAIN	LT 12 BLK I SUNNYSIDE PLACE	77051
Sunnyside	0511690840013	0	SCOTT	TR 13B BLK 84 (001*W50.18X93.39X50X97.54 OF LT 13) SUNNYSIDE PLACE	77051
Sunnyside	0511370100001	0	WOODARD	LT 1 BLK 10 SUNNYSIDE PLACE	77051
Third Ward	0190440000011	2831	DREW	TRS 7B & 8A (001*TR 53) CROW - SETTEGAST	77004
Trinity/Houston Gardens	0841690000005	8222	ALLWOOD	LT 5 BLK 1 TRIANGLE GARDENS SEC 6	77016
Trinity/Houston Gardens	0681170030002	0	BERTWOOD	LT 2 & TR 3B BLK 3 SHADYDALE	77016
Trinity/Houston Gardens	0640190060005	0	BOSTIC	LT 5 BLK 6 FOREST LAWN	77016
Trinity/Houston Gardens	0640190040010	4926	BOSTIC	TRS 10B & 11B BLK 4 FOREST LAWN	77016
Trinity/Houston Gardens	0640190040019	4928	BOSTIC	TRS 9B & 10A BLK 4 FOREST LAWN	77016
Trinity/Houston Gardens	0710730020067	8713	CLARINGTON	LT 67 BLK 2 WEDGEWOOD PLACE	77016
Trinity/Houston Gardens	0710730010088	8714	CLARINGTON	LT 88 BLK 1 WEDGEWOOD PLACE	77016
Trinity/Houston Gardens	0730710030052	0	COMPTON	TRS 52A 53A & 54A BLK 3 (001*TR 57) LAURA KOPPE PLACE	77016
Trinity/Houston Gardens	0730710050073	8434	COMPTON	LT 73 BLK 5 LAURA KOPPE PLACE	77016
Trinity/Houston Gardens	0660260050088	0	DENMARK	LT 1088 BLK 5 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260040235	5205	DENMARK	LT 1235 BLK 4 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260030237	5210	DENMARK	LT 1237 BLK 3 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0710690060166	0	HOFFMAN	LT 166 BLK 6 TRIANGLE GARDENS	77016
Trinity/Houston Gardens	0710700120195	0	HOFFMAN	TR 195 BLK 12 TRIANGLE GARDENS SEC 2	77016
Trinity/Houston Gardens	0710700170238	8306	HOFFMAN	LT 238 BLK 17 TRIANGLE GARDENS SEC 3	77016
Trinity/Houston Gardens	0710700200257	8315	HOFFMAN	LT 257 BLK 20 TRIANGLE GARDENS SEC 3	77016
Trinity/Houston Gardens	0720570030057	8601	HOFFMAN	LT 57 BLK 3 RADCLIFFE PLACE	77016
Trinity/Houston Gardens	0640190060016	0	JONES	TR 16A BLK 6 FOREST LAWN	77016
Trinity/Houston Gardens	0640190060015	0	JONES	LT 15 BLK 6 FOREST LAWN	77016
Trinity/Houston Gardens	0640190080002	0	JONES	LT 2 & TR 1A BLK 8 FOREST LAWN	77016
Trinity/Houston Gardens	0640190080008	0	JONES	TR 8A BLK 8 (001*TR 18 PT TR 8) FOREST LAWN	77016
Trinity/Houston Gardens	0640190080017	5015	JONES	TR 8B BLK 8 (001*TR 17 PT LT 8) FOREST LAWN	77016
Trinity/Houston Gardens	0640190080009	0	KEELAND	LT 9 BLK 8 FOREST LAWN	77016
Trinity/Houston Gardens	0640190100003	0	KEELAND	TR 3A BLK 10 FOREST LAWN	77016
Trinity/Houston Gardens	0640190100007	5001	KEELAND	TR 7A BLK 10 (001*TR 18 PT LT 7) FOREST LAWN	77016
Trinity/Houston Gardens	0730710050088	0	LANEWOOD	LT 88 BLK 5 LAURA KOPPE PLACE	77016
Trinity/Houston Gardens	0730710040103	0	LANEWOOD	LT 103 BLK 4 LAURA KOPPE PLACE	77016
Trinity/Houston Gardens	0730710080120	0	LANEWOOD	LT 120 BLK 8 LAURA KOPPE PLACE	77016
Trinity/Houston Gardens	0730710080123	0	LANEWOOD	LT 123 BLK 8 LAURA KOPPE PLACE	77016
Trinity/Houston Gardens	0730710050090	8423	LANEWOOD	LT 90 BLK 5 LAURA KOPPE PLACE	77016
Trinity/Houston Gardens	0730710080124	8510	LANEWOOD	LT 124 BLK 8 LAURA KOPPE PLACE	77016
Trinity/Houston Gardens	0730710040101	8515	LANEWOOD	LT 101 BLK 4 LAURA KOPPE PLACE	77016
Trinity/Houston Gardens	0681170010003	5718	LAURA KOPPE	LT 3 BLK 1 SHADYDALE	77016
Trinity/Houston Gardens	0681170010001	5902	LAURA KOPPE	LT 1 BLK 1 SHADYDALE	77016
Trinity/Houston Gardens	0681170010002	5918	LAURA KOPPE	LT 2 BLK 1 SHADYDALE	77016
Trinity/Houston Gardens	0570050020008	0	LOCKWOOD	LT 8 BLK 2 INDEPENDENCE HOME	77016
Trinity/Houston Gardens	0710730020060	0	LOCKWOOD	LT 60 BLK 2 WEDGEWOOD PLACE	77016
Trinity/Houston Gardens	0660200000254	7212	LOCKWOOD	TR 254A BLK 9 TRINITY GARDENS	77016
Trinity/Houston Gardens	0660200000255	7220	LOCKWOOD	TRS 255A & 256A BLK 9 TRINITY GARDENS	77016

RESTATED URBAN REDEVELOPMENT INTERLOCAL AGREEMENT

Schedule 2

LOTS AS TO WHICH SALES TO LARA ARE BEING RESCINDED					
AREA	HCAD	ADDR NO	STREET NAME	LEGAL	ZIP CODE
Trinity/Houston Gardens	0660200000261	7314	LOCKWOOD	LT 261 BLK 9 TRINITY GARDENS	77016
Trinity/Houston Gardens	0570050020006	7524	LOCKWOOD	TR 7A BLK 2 INDEPENDENCE HOME	77016
Trinity/Houston Gardens	0660260080110	0	PEACHTREE	LT 1110 BLK 8 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260140155	0	PEACHTREE	LT 1155 BLK 14 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260140163	0	PEACHTREE	TR 1162A BLK 14 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260040228	7610	PEACHTREE	LT 1228 BLK 4 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260080117	7925	PEACHTREE	LT 1117 BLK 8 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260080120	8015	PEACHTREE	LT 1120 BLK 8 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260100193	8206	PEACHTREE	LT 1193 BLK 10 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260110139	8319	PEACHTREE	LT 1139 BLK 11 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260100184	8404	PEACHTREE	LT 1184 BLK 10 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260140149	8601	PEACHTREE	LT 1149 BLK 14 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260150174	8608	PEACHTREE	LT 1174 BLK 15 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260150169	8622	PEACHTREE	LT 1169 BLK 15 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260160280	0	SANDRA	LT 1280 BLK 16 TRINITY GARDENS SEC 4	77016
Trinity/Houston Gardens	0720570020016	0	SANDRA	LT 16 BLK 2 RADCLIFFE PLACE	77016
Trinity/Houston Gardens	0660260170295	8414	SANDRA	LT 1295 BLK 17 TRINITY GARDENS SEC 4	77016
Trinity/Houston Gardens	0720570020018	8618	SANDRA	LT 18 BLK 2 RADCLIFFE PLACE	77016
Trinity/Houston Gardens	0710700200276	0	SHOTWELL	LT 276 BLK 20 TRIANGLE GARDENS SEC 3	77016
Trinity/Houston Gardens	0402510000005	0	SHOTWELL	TR 7A (001*TR 58A2) WESTCOTT U/R ABST 32 HARRIS & WILSON	77016
Trinity/Houston Gardens	0710690060126	7730	SHOTWELL	LT 126 BLK 6 TRIANGLE GARDENS	77016
Trinity/Houston Gardens	0660260170315	8117	SHOTWELL	LT 1315 BLK 17 TRINITY GARDENS SEC 4	77016
Trinity/Houston Gardens	0720570020031	8707	SHOTWELL	LT 31 BLK 2 RADCLIFFE PLACE	77016
Trinity/Houston Gardens	0720570020029	8715	SHOTWELL	LT 29 BLK 2 RADCLIFFE PLACE	77016
Trinity/Houston Gardens	0730710080174	0	SPAULDING	LT 174 BLK 8 LAURA KOPPE PLACE	77016
Trinity/Houston Gardens	0730710100195	8614	SPAULDING	LT 195 BLK 10 LAURA KOPPE PLACE	77016
Trinity/Houston Gardens	0730710090188	8722	SPAULDING	TR 188A BLK 9 LAURA KOPPE PLACE	77016
Trinity/Houston Gardens	0710700170249	0	WEAVER	TRS 230B & 231B BLK 17 TRIANGLE GARDENS SEC 3	77016
Trinity/Houston Gardens	0710700200268	5501	WEAVER	TRS 268A & 269A BLK 20 TRIANGLE GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260140032	0	WILEYVALE	TR 1032A BLK 14 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260010260	7207	WILEYVALE	LT 1260 BLK 1 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260010266	7301	WILEYVALE	LT 1266 BLK 1 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260020252	7312	WILEYVALE	LT 1252 BLK 2 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260020259	7406	WILEYVALE	TRS 1248D & 1249D BLK 2 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260050083	7610	WILEYVALE	LT 1083 BLK 5 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260050082	7614	WILEYVALE	LT 1082 BLK 5 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260070968	7819	WILEYVALE	LT 968 BLK 7 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260140027	8612	WILEYVALE	LT 1027 BLK 14 TRINITY GARDENS SEC 3	77016

SCHEDULE 3

REMAINING PROPERTY SUBJECT TO THE ORIGINAL AGREEMENT, AS AMENDED BY THE FIRST AMENDMENT, SECOND AMENDMENT AND BY THE RESTATED AGREEMENT

RESTATED URBAN REDEVELOPMENT INTERLOCAL AGREEMENT

Schedule 3

REMAINING PROPERTY SUBJECT TO THE LARA AGREEMENT, AS AMENDED BY THIS REINSTATEMENT AND THIRD AMENDMENT					
AREA	HCAD	ADDR NO	STREET NAME	LEGAL	ZIP CODE
Acres Home	0162730050001	0	APOLLO	LTS 1 & 2 BLK 5 HIGHLAND HEIGHTS	77091
Acres Home	0162730050011	0	APOLLO	LT 11 BLK 5 HIGHLAND HEIGHTS	77091
Acres Home	0162730050012	0	APOLLO	LT 12 BLK 5 HIGHLAND HEIGHTS	77091
Acres Home	0162730050014	0	APOLLO	LT 14 BLK 5 HIGHLAND HEIGHTS	77091
Acres Home	0162730050019	0	APOLLO	LTS 19 & 20 BLK 5 HIGHLAND HEIGHTS	77091
Acres Home	0162730040020	0	APOLLO	LT 20 BLK 4 HIGHLAND HEIGHTS	77091
Acres Home	0162730020034	0	APOLLO	LTS 34 & 35 BLK 2 HIGHLAND HEIGHTS	77091
Acres Home	0162730020036	0	APOLLO	LTS 36 & 37 BLK 2 HIGHLAND HEIGHTS	77091
Acres Home	0162730010023	0	APOLLO	LTS 23 & 24 BLK 1 HIGHLAND HEIGHTS	77091
Acres Home	0162730010025	0	APOLLO	LT 25 BLK 1 HIGHLAND HEIGHTS	77091
Acres Home	0162730010031	0	APOLLO	LT 26 BLK 1 HIGHLAND HEIGHTS	77091
Acres Home	0162730010032	0	APOLLO	LT 32 BLK 1 HIGHLAND HEIGHTS	77091
Acres Home	0162730010033	0	APOLLO	LT 33 BLK 1 HIGHLAND HEIGHTS	77091
Acres Home	0162730010034	0	APOLLO	LTS 34 & 35 BLK 1 HIGHLAND HEIGHTS	77091
Acres Home	0162730010038	0	APOLLO	LT 38 BLK 1 HIGHLAND HEIGHTS	77091
Acres Home	0162730030029	0	APOLLO	LTS 29 30 & 31 BLK 3 HIGHLAND HEIGHTS	77091
Acres Home	0162730030032	0	APOLLO	LT 32 & TR 31A BLK 3 HIGHLAND HEIGHTS	77091
Acres Home	0162730060001	0	APOLLO	LTS 1 & 2 BLK 6 HIGHLAND HEIGHTS	77091
Acres Home	0162730060019	0	APOLLO	LT 19 BLK 6 HIGHLAND HEIGHTS	77091
Acres Home	0162730030034	6511	APOLLO	LTS 34 & 35 BLK 3 HIGHLAND HEIGHTS	77091
Acres Home	0162730050006	6704	APOLLO	LTS 6 7 & 8 BLK 5 HIGHLAND HEIGHTS	77091
Acres Home	0162750150024	6518	ARABELLA	LTS 24 & 25 BLK 15 HIGHLAND HEIGHTS	77091
Acres Home	0162750130031	6733	ARABELLA	LT 31 BLK 13 HIGHLAND HEIGHTS	77091
Acres Home	0162750140035	0	ARABELLE	TR 19B BLK 14 HIGHLAND HEIGHTS	77091
Acres Home	0162750140025	0	ARABELLE	LT 25 BLK 14 HIGHLAND HEIGHTS	77091
Acres Home	0162750170001	0	ARABELLE	LT 1 BLK 17 HIGHLAND HEIGHTS	77091
Acres Home	0162750160041	0	ARABELLE	LT B BLK 16 HIGHLAND HEIGHTS	77091
Acres Home	0162750160008	0	ARABELLE	LT 8 BLK 16 HIGHLAND HEIGHTS	77091
Acres Home	0162750180011	0	ARABELLE	LT 11 BLK 18 HIGHLAND HEIGHTS	77091
Acres Home	0162750180014	0	ARABELLE	LTS 14 & 15 BLK 18 HIGHLAND HEIGHTS	77091
Acres Home	0162750180012	0	ARABELLE	LTS 12 & 13 BLK 18 HIGHLAND HEIGHTS	77091
Acres Home	0162760230004	0	COHN	LTS 4 & 5 BLK 23 HIGHLAND HEIGHTS	77091
Acres Home	0162760190021	0	COHN	LTS 21 & 22 BLK 19 HIGHLAND HEIGHTS	77091
Acres Home	0162760190030	0	COHN	LTS 30 & 31 BLK 19 HIGHLAND HEIGHTS	77091
Acres Home	0162760190036	0	COHN	LT 36 BLK 19 HIGHLAND HEIGHTS	77091
Acres Home	0162760190037	0	COHN	LT 37 BLK 19 HIGHLAND HEIGHTS	77091
Acres Home	0162760230043	0	COHN	LT F BLK 23 HIGHLAND HEIGHTS	77091
Acres Home	0162760220003	0	COHN	LTS 3 4 & 5 BLK 22 HIGHLAND HEIGHTS	77091
Acres Home	0162760220011	0	COHN	LTS 11 & 12 BLK 22 HIGHLAND HEIGHTS	77091
Acres Home	0162760220013	0	COHN	LTS 13 & 14 BLK 22 HIGHLAND HEIGHTS	77091
Acres Home	0162760220015	0	COHN	LTS 15 & 16 BLK 22 HIGHLAND HEIGHTS	77091
Acres Home	0162760200026	0	COHN	LT 26 BLK 20 HIGHLAND HEIGHTS	77091
Acres Home	0162760230009	0	COHN	LT 9 BLK 23 HIGHLAND HEIGHTS	77091
Acres Home	0162760230010	0	COHN	LT 10 BLK 23 HIGHLAND HEIGHTS	77091
Acres Home	0162760230011	0	COHN	LT 11 BLK 23 HIGHLAND HEIGHTS	77091
Acres Home	0162760230014	0	COHN	LT 14 BLK 23 HIGHLAND HEIGHTS	77091
Acres Home	0162760230018	0	COHN	LT 18 BLK 23 HIGHLAND HEIGHTS	77091
Acres Home	0162760240003	0	COHN	LT 2D & 3 BLK 24 HIGHLAND HEIGHTS	77091
Acres Home	0162760240012	0	COHN	LTS 12 & 13 BLK 24 HIGHLAND HEIGHTS	77091
Acres Home	0162760240005	0	COHN	LT 5 BLK 24 HIGHLAND HEIGHTS	77091
Acres Home	0162760230006	6704	COHN	LTS 6 & 8 BLK 23 HIGHLAND HEIGHTS	77091
Acres Home	0162760230003	6716	COHN	LT 3 BLK 23 HIGHLAND HEIGHTS	77091
Acres Home	0162740110004	0	COUCH	LT 4 BLK 11 HIGHLAND HEIGHTS	77091
Acres Home	0162740110006	0	COUCH	LT 6 BLK 11 HIGHLAND HEIGHTS	77091
Acres Home	0162740120006	0	COUCH	LT 6 BLK 12 HIGHLAND HEIGHTS	77091
Acres Home	0162740120008	0	COUCH	LT 8 BLK 12 HIGHLAND HEIGHTS	77091
Acres Home	0162740090034	6519	COUCH	LTS 34 & 35 BLK 9 HIGHLAND HEIGHTS	77091
Acres Home	0162730050024	0	D S BAILEY	LTS 24 & 25 BLK 5 HIGHLAND HEIGHTS	77091
Acres Home	0162740070006	0	D S BAILEY	LT 6 BLK 7 HIGHLAND HEIGHTS	77091
Acres Home	0162740070008	0	D S BAILEY	LT 8 BLK 7 HIGHLAND HEIGHTS	77091
Acres Home	0162740070015	0	D S BAILEY	LT 15 BLK 7 HIGHLAND HEIGHTS	77091
Acres Home	0162730060025	0	D S BAILEY	LT 25 BLK 6 HIGHLAND HEIGHTS	77091
Acres Home	0162730040001	1103	GRANVILLE	LT 1 BLK 4 HIGHLAND HEIGHTS	77091
Acres Home	0162770250021	893	GRANVILLE	LTS 21 & 22 BLK 25 HIGHLAND HEIGHTS	77091
Acres Home	0162760220030	0	KNOX	LT 30 BLK 22 HIGHLAND HEIGHTS	77091
Acres Home	0162760220031	0	KNOX	LT 31 BLK 22 HIGHLAND HEIGHTS	77091
Acres Home	0162770250008	0	KNOX	LTS 8 & 9 BLK 25 HIGHLAND HEIGHTS	77091
Acres Home	0162770250010	0	KNOX	LT 10 BLK 25 HIGHLAND HEIGHTS	77091
Acres Home	0162770250014	0	KNOX	LT 14 BLK 25 HIGHLAND HEIGHTS	77091
Acres Home	0162770260005	0	KNOX	LTS 5 & 6 BLK 26 HIGHLAND HEIGHTS	77091

REMAINING PROPERTY SUBJECT TO THE LARA AGREEMENT, AS AMENDED BY THIS REINSTATEMENT AND THIRD AMENDMENT					
AREA	HCAD	ADDR NO	STREET NAME	LEGAL	ZIP CODE
Acres Home	0162760230033	0	KNOX	LTS 33 34 & 35 BLK 23 HIGHLAND HEIGHTS	77091
Acres Home	0162770260041	0	KNOX	LT M BLK 26 HIGHLAND HEIGHTS	77091
Acres Home	0162770260010	0	KNOX	LT 10 BLK 26 HIGHLAND HEIGHTS	77091
Acres Home	0162770260015	0	KNOX	LT 15 BLK 26 HIGHLAND HEIGHTS	77091
Acres Home	0162770260016	0	KNOX	LTS 16 & 17 BLK 26 HIGHLAND HEIGHTS	77091
Acres Home	0162760240023	0	KNOX	LTS 23 & 24 BLK 24 HIGHLAND HEIGHTS	77091
Acres Home	0162760240025	0	KNOX	LT 25 BLK 24 HIGHLAND HEIGHTS	77091
Acres Home	0162760240026	6509	KNOX	LTS 26 & 27 BLK 24 HIGHLAND HEIGHTS	77091
Acres Home	0162760240022	6521	KNOX	LT 22 BLK 24 HIGHLAND HEIGHTS	77091
Acres Home	0162770270001	6610	KNOX	LTS 1 2 & 3 BLK 27 HIGHLAND HEIGHTS	77091
Acres Home	0162760230036	6613	KNOX	LT 36 BLK 23 HIGHLAND HTS HIGHLAND HEIGHTS	77091
Acres Home	0162760220036	6725	KNOX	TR 36A BLK 22 (061*LT 4 42X100 SUBD OF LTS 32 TO 38 U/R BLK 22) HIGHLAND HEIGHTS	77091
Acres Home	0162770250011	6736	KNOX	LTS 11 12 & 13 BLK 25 HIGHLAND HEIGHTS	77091
Acres Home	0162770250006	6806	KNOX	LT 6 BLK 25 HIGHLAND HEIGHTS	77091
Acres Home	0162770250025	0	RADCLIFFE	LTS 25 & 26 BLK 25 HIGHLAND HEIGHTS	77091
Acres Home	0162770250031	0	RADCLIFFE	LTS 31 & 32 BLK 25 HIGHLAND HEIGHTS	77091
Acres Home	0162770250033	0	RADCLIFFE	LT 33 BLK 25 HIGHLAND HEIGHTS	77091
Acres Home	0162770250038	0	RADCLIFFE	LTS 38 & 39 BLK 25 HIGHLAND HEIGHTS	77091
Acres Home	0162770280034	0	RADCLIFFE	LTS 34 & 35 BLK 28 HIGHLAND HEIGHTS	77091
Acres Home	0162770280032	0	RADCLIFFE	.5 U/D INT IN LT 32 BLK 28 HIGHLAND HEIGHTS	77091
Acres Home	0162770280066	0	RADCLIFFE	.3333 U/D INT IN LT 32 BLK 28 HIGHLAND HEIGHTS	77091
Acres Home	0162770280068	0	RADCLIFFE	.0625 U/D INT OF .1666 U/D INT IN LT 32 BLK 28 HIGHLAND HEIGHTS	77091
Acres Home	0162770280069	0	RADCLIFFE	.0625 U/D INT OF .1666 U/D INT IN LT 32 BLK 28 HIGHLAND HEIGHTS	77091
Acres Home	0162770280067	0	RADCLIFFE	.0417 U/D INT OF .1666 U/D INT IN LT 32 BLK 28 HIGHLAND HEIGHTS	77091
Acres Home	0162770260028	0	RADCLIFFE	LTS 28 & 29 BLK 26 HIGHLAND HEIGHTS	77091
Acres Home	0162770260030	0	RADCLIFFE	LTS 30 & 31 BLK 26 HIGHLAND HEIGHTS	77091
Acres Home	0162770280001	0	RADCLIFFE	LT 1 BLK 28 HIGHLAND HEIGHTS	77091
Acres Home	0162770280002	0	RADCLIFFE	LT 2 BLK 28 HIGHLAND HEIGHTS	77091
Acres Home	0162770280010	0	RADCLIFFE	LT 10 BLK 28 HIGHLAND HEIGHTS	77091
Acres Home	0162770280011	0	RADCLIFFE	LT 11 BLK 28 HIGHLAND HEIGHTS	77091
Acres Home	0162770280014	0	RADCLIFFE	LT 14 BLK 28 HIGHLAND HEIGHTS	77091
Acres Home	0162770280033	0	RADCLIFFE	LT 33 BLK 28 HIGHLAND HEIGHTS	77091
Acres Home	0162770280041	0	RADCLIFFE	LT 41 BLK 28 HIGHLAND HEIGHTS	77091
Acres Home	0162770280070	0	RADCLIFFE	LT 50 BLK 28 HIGHLAND HEIGHTS	77091
Acres Home	0162770270021	0	RADCLIFFE	LTS 21 & 22 BLK 27 HIGHLAND HEIGHTS	77091
Acres Home	0162770270023	0	RADCLIFFE	LTS 23 & 24 BLK 27 HIGHLAND HEIGHTS	77091
Acres Home	0162770270018	6519	RADCLIFFE	LT 18 BLK 27 HIGHLAND HEIGHTS	77091
Acres Home	0162770250043	6601	RADCLIFFE	LT I BLK 25 HIGHLAND HEIGHTS	77091
Acres Home	0162770250040	6603	RADCLIFFE	LT 40 BLK 25 HIGHLAND HEIGHTS	77091
Acres Home	0162770260035	6605	RADCLIFFE	LTS 35 & 36 BLK 26 HIGHLAND HEIGHTS	77091
Acres Home	0162770280030	6636	RADCLIFFE	LTS 30 & 31 BLK 28 HIGHLAND HEIGHTS	77091
Acres Home	0162770280065	0	RATCLIFFE	LT 0 BLK 28 HIGHLAND HEIGHTS	77091
Acres Home	0162740110021	0	TUSKEGEE	LT 21 BLK 11 HIGHLAND HEIGHTS	77091
Acres Home	0162740110022	0	TUSKEGEE	LTS 22 & 23 BLK 11 HIGHLAND HEIGHTS	77091
Acres Home	0162740110024	0	TUSKEGEE	LT 24 BLK 11 HIGHLAND HEIGHTS	77091
Acres Home	0162740110032	0	TUSKEGEE	LT 32 BLK 11 HIGHLAND HEIGHTS	77091
Acres Home	0162750140008	0	TUSKEGEE	LT 8 BLK 14 HIGHLAND HEIGHTS	77091
Acres Home	0162750140013	0	TUSKEGEE	LTS 13 & 14 BLK 14 HIGHLAND HEIGHTS	77091
Acres Home	0162750140016	0	TUSKEGEE	LT 16 BLK 14 HIGHLAND HEIGHTS	77091
Acres Home	0162750130006	0	TUSKEGEE	LT 6 BLK 13 HIGHLAND HEIGHTS	77091
Acres Home	0162750130007	0	TUSKEGEE	LT 7 BLK 13 HIGHLAND HEIGHTS	77091
Acres Home	0162750130008	0	TUSKEGEE	LT 8 BLK 13 HIGHLAND HEIGHTS	77091
Acres Home	0162740120021	0	TUSKEGEE	LT 21 BLK 12 HIGHLAND HEIGHTS	77091
Acres Home	0162740120025	0	TUSKEGEE	LT 25 BLK 12 HIGHLAND HEIGHTS	77091
Acres Home	0162740120026	0	TUSKEGEE	LT 26 BLK 12 HIGHLAND HEIGHTS	77091
Acres Home	0162740120029	0	TUSKEGEE	LT 29 BLK 12 HIGHLAND HEIGHTS	77091
Acres Home	0162740120032	0	TUSKEGEE	LT 32 BLK 12 HIGHLAND HEIGHTS	77091
Acres Home	0162750150014	0	TUSKEGEE	LT 14 BLK 15 HIGHLAND HEIGHTS	77091
Acres Home	0162750150018	0	TUSKEGEE	LT 18 BLK 15 HIGHLAND HEIGHTS	77091
Acres Home	0162750150019	0	TUSKEGEE	LTS 19 & 20 BLK 15 HIGHLAND HEIGHTS	77091
Acres Home	0162740120027	6523	TUSKEGEE	LTS 27 & 28 BLK 12 HIGHLAND HEIGHTS	77091
Acres Home	0162740110030	6633	TUSKEGEE	LT 30 BLK 11 HIGHLAND HEIGHTS	77091
Acres Home	0162750130004	6822	TUSKEGEE	LTS 4 & 5 BLK 13 HIGHLAND HEIGHTS	77091
Acres Home	0162750170016	0	UTAH	LT 16 BLK 17 P/S 504-287-269 HIGHLAND HEIGHTS	77091
Acres Home	0162750170029	0	UTAH	LT 29 BLK 17 HIGHLAND HEIGHTS	77091
Acres Home	0162750160042	0	UTAH	LT C BLK 16 HIGHLAND HEIGHTS	77091
Acres Home	0162750160029	0	UTAH	LT 29 BLK 16 HIGHLAND HEIGHTS	77091
Acres Home	0162760190003	0	UTAH	LTS 3 & 4 BLK 19 HIGHLAND HEIGHTS	77091
Acres Home	0162760190010	0	UTAH	LT 10 BLK 19 HIGHLAND HEIGHTS	77091

REMAINING PROPERTY SUBJECT TO THE LARA AGREEMENT, AS AMENDED BY THIS REINSTATEMENT AND THIRD AMENDMENT					
AREA	HCAD	ADDR NO	STREET NAME	LEGAL	ZIP CODE
Acres Home	0162760190019	0	UTAH	LTS 19 & 20 BLK 19 HIGHLAND HEIGHTS	77091
Acres Home	0162760190043	0	UTAH	LT 12 BLK 19 P/S 504-287-258 HIGHLAND HEIGHTS	77091
Acres Home	0162750180026	0	UTAH	LTS 26 27 & 28 BLK 18 HIGHLAND HEIGHTS	77091
Acres Home	0162750180030	0	UTAH	LT 30 BLK 18 HIGHLAND HEIGHTS	77091
Acres Home	0162750180033	0	UTAH	LT 33 BLK 18 HIGHLAND HEIGHTS	77091
Acres Home	0162750180038	0	UTAH	LTS 38 & 39 BLK 18 HIGHLAND HEIGHTS	77091
Acres Home	0162750180031	6519	UTAH	LTS 31 & 32 BLK 18 HIGHLAND HEIGHTS	77091
Acres Home	0162760200009	6710	UTAH	LTS 9 & 10 BLK 20 HIGHLAND HEIGHTS	77091
Acres Home	0162760200008	6714	UTAH	LT 8 BLK 20 HIGHLAND HEIGHTS	77091
Acres Home	0162730010007	0	WHEATLEY	TRS 7 BLK 1 HIGHLAND HEIGHTS	77091
Acres Home	0162730010048	6820	WHEATLEY	TRS 8 BLK 1 HIGHLAND HEIGHTS	77091
Clinton Park	0141090030007	0	MASCOT	LTS 7 & 8 BLK 3 FIDELITY	77029
Clinton Park	0141180380007	311	TENNESSEE	LTS 7 & 8 BLK 38 FIDELITY	77029
Fifth Ward	0393430000009	0		LTS 9 & 10 BLK 4 GRANT PARK	77026
Fifth Ward	0121670000011	0	BAIN	LT 11 BLK 10 EAGLE	77026
Fifth Ward	0121650000008	0	BREWSTER	TRS 8 & 9 BLK 8 EAGLE	77026
Fifth Ward	0121620000020	3307	BREWSTER	TRS 8A & 9A BLK 5 EAGLE	77026
Fifth Ward	0121620000004	3115	BRILL	LT 4 BLK 5 EAGLE	77026
Fifth Ward	0121620000005	3119	BRILL	LT 5 BLK 5 EAGLE	77026
Fifth Ward	0121640000005	0	CACTUS	LT 5 BLK 7 EAGLE	77026
Fifth Ward	0260370000005	3016	CACTUS	LT 5 BLK 7 MATTHEWS	77026
Fifth Ward	0260380000008	3027	CACTUS	LT 8 BLK 8 MATTHEWS	77026
Fifth Ward	0091420000002	0	CARR	LT 2 BLK 22 CHAPMANS SEC 2	77026
Fifth Ward	0091460000004	2314	CARR	LT 4 BLK 26 CHAPMANS SEC 2	77026
Fifth Ward	0092570000007	2602	CHEW	LT 7 BLK 23 CHEW F F	77020
Fifth Ward	0092570000008	2606	CHEW	LT 8 BLK 23 CHEW F F	77020
Fifth Ward	0092480000004	5707	COLFAX	LTS 4 & 5 BLK 14 CHEW F F	77020
Fifth Ward	0121650000010	3120	COLLINGSWORTH	TR 10 BLK 8 EAGLE	77026
Fifth Ward	0260380000006	0	DES CHAUMES	LT 6 7 BLK 8 MATTHEWS	77026
Fifth Ward	0561330000009	4006	EDDIE	LT 9 BLK 3 COMFORT PLACE	77026
Fifth Ward	0211390000032	3207	FARMER	TR 25 BLK 1 INGRAHAM	77020
Fifth Ward	0211440060015	3311	FARMER	TR 15A BLK 6 (001*TR 29) INGRAHAM	77020
Fifth Ward	0211440060022	3311	FARMER	TR 15B BLK 6 (001*TR 30) INGRAHAM	77020
Fifth Ward	0701040020005	4019	JEWEL	LT 5 BLK 2 COLONIA WEISENBERGER SEC 1	77026
Fifth Ward	0503460000031	3101	KIRK	LT 31 LIBERTY	77026
Fifth Ward	0503460000032	3102	KIRK	LT 32 LIBERTY	77026
Fifth Ward	0042390140004	3204	LELIA	LT 4 BLK 14 ANGIERS SEC 1	77026
Fifth Ward	0300190010010	3711	LELIA	LT 10 BLK 1 RALSTON	77026
Fifth Ward	0393480000010	4401	LIBERTY	LT 10 BLK 8 GRANT PARK	77026
Fifth Ward	0393480000009	4427	LIBERTY	LT 9 BLK 8 GRANT PARK	77026
Fifth Ward	0170680000002	2320	LUCAS	LT 2 BLK 17 HOME	77026
Fifth Ward	0561440000023	0	LUCILLE	LT 23 BLK 14 COMFORT PLACE	77026
Fifth Ward	0561440000025	0	LUCILLE	TR 25 BLK 14 COMFORT PLACE	77026
Fifth Ward	0561440000026	0	LUCILLE	TR 26 BLK 14 COMFORT PLACE	77026
Fifth Ward	0300190010004	3714	LUCILLE	LT 4 BLK 1 RALSTON	77026
Fifth Ward	0040430000009	4503	LUCILLE	LT 9 BLK 37 AUGUSTA	77026
Fifth Ward	0151990000010	0	NOBLE	TRS 3 & 4 BLK 9 (001*TR 20) GREGG SEC 2	77026
Fifth Ward	0561330000002	4003	RANCH	LT 2 BLK 3 COMFORT PLACE	77026
Fifth Ward	0092470000001	0	SAKOWITZ	LT 1 BLK 13 CHEW F F	77020
Fifth Ward	0092580000005	2607	SAKOWITZ	LTS 5 & 6 BLK 24 CHEW F F	77020
Fifth Ward	0092350000010	2110	SAM WILSON	LT 10 BLK 1 CHEW F F	77020
Fifth Ward	0092410000006	2208	SAM WILSON	LTS 6 & 7 BLK 7 CHEW F F	77020
Fifth Ward	0092480000006	2422	SAM WILSON	LTS 6 & 7 BLK 14 CHEW F F	77020
Fifth Ward	0092590000012	2524	SAM WILSON	LT 12 BLK 25 CHEW F F	77020
Fifth Ward	0402660090064	0	STAMP	LT 64 LIBERTY GARDENS SEC 4 U/R ABST 32 HARRIS & WILSON	77026
Fifth Ward	0331840000004	2313	STEVENS	LT 4 BLK 24 SYNDOR EXTN	77026
Fifth Ward	0151990000005	2301	SUMPTER	LT 6 & TR 7A BLK 9 (001*TR 15) GREGG SEC 2	77026
Fifth Ward	0151990000012	2305	SUMPTER	TRS 7 & 8 BLK 9 (001*TR 16) GREGG SEC 2	77026
Fifth Ward	0151990000006	2311	SUMPTER	TRS 8A & 9A BLK 9 (001*TR 22) GREGG SEC 2	77026
Fifth Ward	0393440000008	3003	WAYNE	LT 8 BLK 5 GRANT PARK	77026
Fifth Ward	0393420000007	3105	WAYNE	LT 7 BLK 3 GRANT PARK	77026
Fifth Ward	0393410000007	3306	WAYNE	LT 7 BLK 2 GRANT PARK	77026
Independence Heights	0211370730022	0	36TH	LT 22 BLK 73 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211370730028	0	36TH	LT 28 BLK 73 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211370730030	0	36TH	LT 30 BLK 73 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211360720024	813	36TH	LT 24 BLK 72 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211330640019	0	37TH	LT 19 BLK 64 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211330640028	0	37TH	LT 28 BLK 64 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211370730007	1002	37TH	LT 7 BLK 73 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211370730008	1008	37TH	LT 8 BLK 73 INDEPENDENCE HEIGHTS PARK	77022

REMAINING PROPERTY SUBJECT TO THE LARA AGREEMENT, AS AMENDED BY THIS REINSTATEMENT AND THIRD AMENDMENT					
AREA	HCAD	ADDR NO	STREET NAME	LEGAL	ZIP CODE
Independence Heights	0211370730009	1012	37TH	LT 9 BLK 73 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211370740020	1019	37TH	LT 20 BLK 74 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211370740017	1105	37TH	LTS 17 & 18 BLK 74 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211330640029	703	37TH	LT 29 BLK 64 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211360710024	813	37TH	LT 24 BLK 71 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211360720015	830	37TH	LTS 14 & 15 BLK 72 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211370730002	904	37TH	LT 2 BLK 73 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211370730003	910	37TH	LT 3 BLK 73 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211310000027	0	38TH	LT 27 BLK 61 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211330640006	0	38TH	LT 6 BLK 64 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211350700019	0	38TH	LT 19 BLK 70 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211350700020	0	38TH	LT 20 BLK 70 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211350700022	0	38TH	LT 22 BLK 70 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211360710015	826	38TH	LT 15 BLK 71 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211370740004	908	38TH	LT 4 BLK 74 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211290000005	0	39TH	LT 5 BLK 59 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211340650012	0	39TH	LT 12 BLK 65 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211350700015	0	39TH	LT 15 BLK 70 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211380750013	0	39TH	LT 13 BLK 75 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211340660029	703	39TH	LT 29 BLK 66 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211340650003	706	39TH	LT 3 BLK 65 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211340660026	711	39TH	LT 26 BLK 66 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211340660028	711	39TH	LT 28 BLK 66 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211340650006	714	39TH	LT 6 BLK 65 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211340650014	738	39TH	LT 14 BLK 65 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211260000025	0	40TH	LT 25 BLK 56 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211260000026	0	40TH	LT 26 BLK 56 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211290000018	0	40TH	LT 18 BLK 59 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211290000021	0	40TH	LT 21 BLK 59 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211280000004	0	40TH	LT 4 BLK 58 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211280000007	0	40TH	LT 7 BLK 58 INDEPENDENCE HEIGHTS SCHOOL	77022
Independence Heights	0211340670008	0	40TH	LT 8 BLK 67 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211350680004	0	40TH	LT 4 BLK 68 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211350680007	0	40TH	LT 7 BLK 68 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211350680013	0	40TH	LT 13 BLK 68 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211350680014	0	40TH	LT 14 BLK 68 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211380760003	0	40TH	LT 3 BLK 76 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211380760012	0	40TH	LT 12 BLK 76 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211380760013	0	40TH	LT 13 BLK 76 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0211350680001	801	40TH	LT 1 BLK 68 INDEPENDENCE HEIGHTS PARK	77022
Independence Heights	0620540180001	400	41ST	TR 1A BLK 18 WILLADALE SEC 3	77022
Independence Heights	0210730000003	8002	MAIN	LT 3 BLK 3 INDEPENDENCE HEIGHTS	77022
Settegast	0122050000005	99999		LT 5 BLK 32 EAST HOUSTON	77028
Settegast	0122150000001	99999		LTS 1 2 3 & 4 BLK 42 EAST HOUSTON	77028
Settegast	0122640000008	0	ATTWATER	LT 8 BLK 173 EAST HOUSTON	77028
Settegast	0122710000001	0	ATTWATER	LT 1 BLK 180 EAST HOUSTON	77028
Settegast	0121860000014	0	BOBBY BURNS	LT 14 BLK 13 EAST HOUSTON	77028
Settegast	0122090000011	0	BOBBY BURNS	LT 11 BLK 36 EAST HOUSTON	77028
Settegast	0121840000003	0	BOBBY BURNS	LT 3 BLK 11 EAST HOUSTON	77028
Settegast	0122690000002	0	BOBBY BURNS	LT 2 BLK 178 EAST HOUSTON	77028
Settegast	0122690000003	0	BOBBY BURNS	LT 3 BLK 178 EAST HOUSTON	77028
Settegast	0300180100022	0	BOBBY BURNS	TR 1B BLK 7 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0122660000005	0	BOBBY BURNS	LT 5 BLK 175 EAST HOUSTON	77028
Settegast	0122660000004	0	BOBBY BURNS	LT 4 BLK 175 EAST HOUSTON	77028
Settegast	0122660000006	0	BOBBY BURNS	LT 6 BLK 175 EAST HOUSTON	77028
Settegast	0122660000014	0	BOBBY BURNS	LT 14 BLK 175 EAST HOUSTON	77028
Settegast	0122660000012	0	BOBBY BURNS	LT 12 BLK 175 EAST HOUSTON	77028
Settegast	0122660000013	0	BOBBY BURNS	LT 13 BLK 175 EAST HOUSTON	77028
Settegast	0300180100017	6104	BOBBY BURNS	LT 17 & TR 15B BLK 7 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0300180070017	6206	BOBBY BURNS	LT 17 BLK 4 LIBERTY ROAD MANOR SEC 15	77028
Settegast	0122110000003	0	BURNS	LT 3 BLK 38 EAST HOUSTON	77028
Settegast	0122430490001	0	DOLLAR	LTS 1 & 2 & TR 32A BLK 132 (061* 132B 132C) EAST HOUSTON	77028
Settegast	0122430490003	0	DOLLAR	LTS 3 & 4 & TR 32B BLK 132 (016* 132D 132E) EAST HOUSTON	77028
Settegast	0121850000008	0	HAIGHT	LT 8 BLK 12 EAST HOUSTON	77028
Settegast	0121850000005	0	HAIGHT	LT 5 BLK 12 EAST HOUSTON	77028
Settegast	0121850000004	0	HAIGHT	LT 4 BLK 12 EAST HOUSTON	77028
Settegast	0122310000014	0	HOUSTON	LT 14 BLK 58 EAST HOUSTON	77028
Settegast	0122070000009	0	MANTON	LT 9 BLK 34 EAST HOUSTON	77028
Settegast	0122070000010	0	MANTON	LT 10 BLK 34 EAST HOUSTON	77028
Settegast	0122070000011	0	MANTON	LT 11 BLK 34 EAST HOUSTON	77028

REMAINING PROPERTY SUBJECT TO THE LARA AGREEMENT, AS AMENDED BY THIS REINSTATEMENT AND THIRD AMENDMENT					
AREA	HCAD	ADDR NO	STREET NAME	LEGAL	ZIP CODE
Settegast	0122070000014	0	MANTON	LT 12 BLK 34 EAST HOUSTON	77028
Settegast	0122470000001	0	MANTON	LT 1 BLK 156 EAST HOUSTON	77028
Settegast	0122470000004	0	MANTON	LT 4 BLK 156 EAST HOUSTON	77028
Settegast	0122470000006	0	MANTON	LT 6 BLK 156 EAST HOUSTON	77028
Settegast	0122470000007	0	MANTON	LT 7 BLK 156 EAST HOUSTON	77028
Settegast	0122470000002	0	MANTON	LTS 2 & 3 BLK 156 EAST HOUSTON	77028
Settegast	0122470000005	0	MANTON	LT 5 BLK 156 EAST HOUSTON	77028
Settegast	0122640000006	0	MANTON	LT 6 BLK 173 EAST HOUSTON	77028
Settegast	0122640000007	0	MANTON	LT 7 BLK 173 EAST HOUSTON	77028
Settegast	0121830000011	0	MANTON	LT 11 BLK 10 EAST HOUSTON	77028
Settegast	0122470000008	0	MILEY	LT 8 BLK 156 EAST HOUSTON	77028
Settegast	0122640000001	0	MILEY	LT 1 BLK 173 EAST HOUSTON	77028
Settegast	0122650000010	5907	MONSANTA	LTS 10 & 11 BLK 174 EAST HOUSTON	77028
Settegast	0122220000009	0	QUEENSLAND	LTS 9 THRU 13 BLK 49 EAST HOUSTON	77028
Settegast	0122220000014	0	QUEENSLAND	LT 14 BLK 49 EAST HOUSTON	77028
Settegast	0122220000015	0	QUEENSLAND	LT 15 BLK 49 EAST HOUSTON	77028
Settegast	0122430490023	0	QUEENSLAND	LT 23 BLK 132 EAST HOUSTON	77028
Settegast	0122430490024	0	QUEENSLAND	LT 24 BLK 132 EAST HOUSTON	77028
Settegast	0122430490025	0	QUEENSLAND	LT 25 BLK 132 EAST HOUSTON	77028
Settegast	0122470000014	0	QUEENSLAND	LT 14 BLK 156 EAST HOUSTON	77028
Settegast	0122480000004	0	QUEENSLAND	LT 4 BLK 157 EAST HOUSTON	77028
Settegast	0122640000017	0	QUEENSLAND	LT 15 BLK 173 EAST HOUSTON	77028
Settegast	0122640000012	0	QUEENSLAND	LTS 12 & 13 BLK 173 EAST HOUSTON	77028
Settegast	0122720000008	0	QUEENSLAND	LT 8 BLK 181 EAST HOUSTON	77028
Settegast	0122460000010	0	SAM HOUSTON	LT 1O BLK 155 EAST HOUSTON	77028
Settegast	0122460000017	0	SAM HOUSTON	LT 15 BLK 155 EAST HOUSTON	77028
Settegast	0122650000017	0	SAM HOUSTON	LT 12 BLK 174 EAST HOUSTON	77028
Settegast	0121870000016	0	WEDGEFIELD	LT 16 BLK 14 EAST HOUSTON	77028
Settegast	0122070000007	0	WEDGEFIELD	LT 7 BLK 34 EAST HOUSTON	77028
Settegast	0121890000003	0	WEDGEFIELD	LT 3 BLK 16 EAST HOUSTON	77028
Settegast	0121890000004	0	WEDGEFIELD	LT 4 BLK 16 EAST HOUSTON	77028
Settegast	0121890000006	0	WEDGEFIELD	LT 6 BLK 16 EAST HOUSTON	77028
Settegast	0122120000007	0	WEDGEFIELD	LT 4 BLK 39 EAST HOUSTON	77028
Settegast	0122690000012	0	WEDGEFIELD	LTS 12 & 13 BLK 178 EAST HOUSTON	77028
Settegast	0122450000010	0	WEDGEFIELD	LT 1O BLK 154 EAST HOUSTON	77028
Settegast	0122450000014	0	WEDGEFIELD	LT 14 BLK 154 EAST HOUSTON	77028
Settegast	0122200000005	0	YARMOUTH	LTS 5 6 7 & 8 BLK 47 EAST HOUSTON	77028
Settegast	0122720000003	0	YARMOUTH	LT 3 BLK 181 EAST HOUSTON	77028
Settegast	0122720000004	0	YARMOUTH	LT 4 BLK 181 EAST HOUSTON	77028
Sunnyside	0511720020012	0	BRANDON	LT 12 BLK 101 SUNNYSIDE PLACE	77051
Sunnyside	0511600620004	0	BRANDON	LT 4 BLK 62 SUNNYSIDE PLACE	77051
Sunnyside	0511650720006	8125	BRANDON	LT 6 BLK 72 SUNNYSIDE PLACE	77051
Sunnyside	0511680820003	8213	BRANDON	LT 3 BLK 82 SUNNYSIDE PLACE	77051
Sunnyside	0511680820004	8213	BRANDON	LT 4 BLK 82 SUNNYSIDE PLACE	77051
Sunnyside	0511740140004	0	CANNON	LT 4 BLK N SUNNYSIDE PLACE	77051
Sunnyside	0511740180023	0	CANNON	LTS 23 & 24 BLK R SUNNYSIDE PLACE	77051
Sunnyside	0511740180029	8122	CANNON	LT 29 BLK R SUNNYSIDE PLACE	77051
Sunnyside	0511740130015	8129	CANNON	LT 15 BLK M SUNNYSIDE PLACE	77051
Sunnyside	0511740140003	8211	CANNON	LT 3 BLK N SUNNYSIDE PLACE	77051
Sunnyside	0511740170021	8218	CANNON	LT 21 BLK Q SUNNYSIDE PLACE	77051
Sunnyside	0511740150004	8413	CANNON	LT 4 BLK O SUNNYSIDE PLACE	77051
Sunnyside	0511740160001	0	CANYON	LTS 1 & 2 BLK P SUNNYSIDE PLACE	77051
Sunnyside	0511740170011	0	CANYON	LT 11 BLK Q SUNNYSIDE PLACE	77051
Sunnyside	0511740180007	0	CANYON	LTS 7 & 8 BLK R SUNNYSIDE PLACE	77051
Sunnyside	0511740180035	8129	CANYON	S 1/2 OF LT 14 BLK R SUNNYSIDE PLACE	77051
Sunnyside	0511740170008	8235	CANYON	LT 8 BLK Q SUNNYSIDE PLACE	77051
Sunnyside	0511730000014	0	COLONIAL	LT 14 BLK 102 SUNNYSIDE PLACE	77051
Sunnyside	0511650730001	0	COLONIAL	LTS 1 & 2 BLK 73 SUNNYSIDE PLACE	77051
Sunnyside	0511520430015	0	COLONIAL	LTS 15 & 16 BLK 43 SUNNYSIDE PLACE	77051
Sunnyside	0511600630006	8021	COLONIAL	LT 6 BLK 63 SUNNYSIDE PLACE	77051
Sunnyside	0511650720011	8128	COLONIAL	LT 11 BLK 72 SUNNYSIDE PLACE	77051
Sunnyside	0511680830008	8235	COLONIAL	LT 8 BLK 83 SUNNYSIDE PLACE	77051
Sunnyside	0511720020001	0	COMAL	LT 1 BLK 101 SUNNYSIDE PLACE	77051
Sunnyside	0511510400013	0	Comal	LT 13 BLK 40 SUNNYSIDE PLACE	77051
Sunnyside	0511510400014	7808	COMAL	LT 14 BLK 40 SUNNYSIDE PLACE	77051
Sunnyside	0511590610008	8033	COMAL	LT 8 BLK 61 SUNNYSIDE PLACE	77051
Sunnyside	0511640710002	8105	COMAL	LT 2 BLK 71 SUNNYSIDE PLACE	77051
Sunnyside	0511700900016	8302	COMAL	LT 16 BLK 90 SUNNYSIDE PLACE	77051
Sunnyside	0511640700014	99999	COMAL	LT 14 BLK 70 SUNNYSIDE PLACE	77051
Sunnyside	0511590600001	0	CORINTH	LT 1 BLK 60 SUNNYSIDE PLACE	77051

REMAINING PROPERTY SUBJECT TO THE LARA AGREEMENT, AS AMENDED BY THIS REINSTATEMENT AND THIRD AMENDMENT					
AREA	HCAD	ADDR NO	STREET NAME	LEGAL	ZIP CODE
Sunnyside	0511590600002	0	CORINTH	LT 2 BLK 60 SUNNYSIDE PLACE	77051
Sunnyside	0511510400004	0	CORINTH	LT 4 BLK 40 SUNNYSIDE PLACE	77051
Sunnyside	0511510400007	0	CORINTH	LT 7 BLK 40 SUNNYSIDE PLACE	77051
Sunnyside	0511380120011	8210	CORINTH	LT 11 BLK 12 SUNNYSIDE PLACE	77051
Sunnyside	0511700900006	8319	CORINTH	LT 6 BLK 90 SUNNYSIDE PLACE	77051
Sunnyside	0511740090011	0	FOUNTAIN	LT 11 BLK I SUNNYSIDE PLACE	77051
Sunnyside	0511740120009	0	FOUNTAIN	LT 9 BLK L SUNNYSIDE PLACE	77051
Sunnyside	0511660740004	0	GLADSTONE	LT 4 BLK 74 SUNNYSIDE PLACE	77051
Sunnyside	0511660740006	0	GLADSTONE	LT 6 BLK 74 SUNNYSIDE PLACE	77051
Sunnyside	0511650730016	0	GLADSTONE	LT 16 BLK 73 SUNNYSIDE PLACE	77051
Sunnyside	0511650730015	8106	GLADSTONE	LT 15 BLK 73 SUNNYSIDE PLACE	77051
Sunnyside	0511650730011	8122	GLADSTONE	LT 11 BLK 73 SUNNYSIDE PLACE	77051
Sunnyside	0511560520016	0	GLENROSE	WEST 50 FT OF LT 16 BLK 52 SUNNYSIDE PLACE	77051
Sunnyside	0511570540001	3830	GLENROSE	LT 1 BLK 54 SUNNYSIDE PLACE	77051
Sunnyside	0511330010001	0	GRANDVIEW	LT 1 BLK 1 SUNNYSIDE PLACE	77051
Sunnyside	0511740060017	0	GRANDVIEW	LT 17 BLK F SUNNYSIDE PLACE	77051
Sunnyside	0511740050018	8006	GRANDVIEW	LT 18 BLK E SUNNYSIDE PLACE	77051
Sunnyside	0511740050028	8110	GRANDVIEW	LT 28 BLK E SUNNYSIDE PLACE	77051
Sunnyside	0511370090003	8205	GRANDVIEW	LT 3 BLK 9 SUNNYSIDE PLACE	77051
Sunnyside	0511390140006	0	LAWLER	LT 6 BLK 14 SUNNYSIDE PLACE	77051
Sunnyside	0511430220005	0	LAWLER	LT 5 BLK 22 SUNNYSIDE PLACE	77051
Sunnyside	0511460270005	7815	LAWLER	LT 5 BLK 27 SUNNYSIDE PLACE	77051
Sunnyside	0511390140009	0	LIVINGSTON	LT 9 BLK 14 SUNNYSIDE PLACE	77051
Sunnyside	0511390140013	0	LIVINGSTON	LT 13 BLK 14 SUNNYSIDE PLACE	77051
Sunnyside	0511390140014	0	LIVINGSTON	LT 14 BLK 14 SUNNYSIDE PLACE	77051
Sunnyside	0511390140016	0	LIVINGSTON	LT 16 BLK 14 SUNNYSIDE PLACE	77051
Sunnyside	0511430210002	7905	LIVINGSTON	LT 2 BLK 21 SUNNYSIDE PLACE	77051
Sunnyside	0511420200001	8009	LIVINGSTON	LTS 1 & 2 BLK 20 SUNNYSIDE PLACE	77051
Sunnyside	0511350050002	8305	LIVINGSTON	LT 2 BLK 5 SUNNYSIDE PLACE	77051
Sunnyside	0511740050011	8111	PARNELL	LT 11 BLK E SUNNYSIDE PLACE	77051
Sunnyside	0511740100031	8116	PARNELL	LT 31 BLK J SUNNYSIDE PLACE	77051
Sunnyside	0511740060008	8229	PARNELL	LT 8 BLK F SUNNYSIDE PLACE	77051
Sunnyside	0511740090024	8300	PARNELL	LT 24 BLK I SUNNYSIDE PLACE	77051
Sunnyside	0511740060009	8301	PARNELL	LT 9 BLK F SUNNYSIDE PLACE	77051
Sunnyside	0511740090030	8326	PARNELL	LT 30 BLK I SUNNYSIDE PLACE	77051
Sunnyside	0511740170016	8345	SHELBY	LT 16 BLK Q SUNNYSIDE PLACE	77051
Sunnyside	0511390130009	3615	STASSEN	LT 9 BLK 13 SUNNYSIDE PLACE	77051
Sunnyside	0511370090016	0	WOODARD	LT 16 BLK 9 SUNNYSIDE PLACE	77051
Sunnyside	0511370090015	0	WOODARD	LT 15 BLK 9 SUNNYSIDE PLACE	77051
Sunnyside	0511360070001	0	WOODWARD	LT 1 BLK 7 SUNNYSIDE PLACE	77051
Sunnyside	0511440240014	0	WOODWARD	LT 14 BLK 24 SUNNYSIDE PLACE	77051
Sunnyside	0511410180002	0	WOODWARD	LTS 2 & 3 BLK 18 SUNNYSIDE PLACE	77051
Sunnyside	0511440240009	7930	WOODWARD	LT 9 BLK 24 SUNNYSIDE PLACE	77051
Sunnyside	0511400160011	8120	WOODWARD	LT 11 BLK 16 SUNNYSIDE PLACE	77051
Sunnyside	0511400150006	8127	WOODWARD	LT 6 BLK 15 SUNNYSIDE PLACE	77051
Third Ward	0190520010027	2418	DENNIS	LT 3 BLK 4 (001*TR 30) JUDD SAM C	77004
Third Ward	0372550000005	3328	DENNIS	LT 5 BLK 45 WILSON WM A	77004
Third Ward	0190520010010	2613	DOWLING	LT 10 BLK 4 (001*TR 25) JUDD SAM C	77004
Third Ward	0190440000005	2821	DREW	TR 5 (001*TR 34) CROW - SETTEGAST	77004
Third Ward	0221300000014	3417	ELGIN	TR 14 BLK 2 GEORGE KULHMAN	77004
Third Ward	0221300000015	3421	ELGIN	TR 15 BLK 2 GEORGE KULHMAN	77004
Third Ward	0221310000008	3439	FRANCIS	LT 8A BLK 3 (001*TR 13) GEORGE KULHMAN	77004
Third Ward	0101640000005	0	HADLEY	LT 5 BLK 10 COLUMBIA	77004
Third Ward	0372130000003	0	HADLEY	LT 3 BLK 3 WILSON WM A	77004
Third Ward	0513160000004	3414	HADLEY	LT 4 BLK 6 PRAIRIE HOME	77004
Third Ward	0190540010038	2806	LIVE OAK	LT 24 BLK 2 BINZ & SETTEGAST	77004
Third Ward	0372200000004	3124	MC ILHENNY	LT 4 BLK 10 WILSON WM A	77004
Third Ward	0510290000019	0	ROSALIE	TRS 13A & 14A BLK 7 (001*TR 29) BOOKER T WASHINGTON	77004
Third Ward	0510290000012	3209	ROSALIE	LT 12 BLK 7 BOOKER T WASHINGTON	77004
Third Ward	0510290000011	3211	ROSALIE	LT 11 BLK 7 BOOKER T WASHINGTON	77004
Third Ward	0510360000006	3218	ROSALIE	LT 6 BLK 14 BOOKER T WASHINGTON	77004
Third Ward	0192060000012	3616	SAINT CHARLES	TR 12A BLK 3 GEISELMAN	77004
Third Ward	0221310000017	3315	SAMPSON	TRS 17C & 18C BLK 3 (001*TR H 30X90 OF A) GEORGE KULHMAN	77004
Third Ward	0631670050008	2120	SAUER	LT 8 BLK 5 WELLS	77004
Third Ward	0521900000001	2800	SAUER	LT 1 BLK B DREYLING GUSTAVE	77004
Third Ward	0101620000007	3127	TRULLEY	LT 7 BLK 8 COLUMBIA	77004
Third Ward	0572130000002	3004	WEBSTER	TR 2 BLK 5 (001*TR 24) PIERCE COURT	77004
Trinity/Houston Gardens	0681170010004	0	ALLWOOD	TR 4A BLK 1 SHADYDALE	77016
Trinity/Houston Gardens	0681170010031	0	CRUSE	TRS 15B & 16B BLK 1 SHADYDALE	77016
Trinity/Houston Gardens	0710700160217	7916	DANDY	LT 217 BLK 16 TRIANGLE GARDENS SEC 2	77016

REMAINING PROPERTY SUBJECT TO THE LARA AGREEMENT, AS AMENDED BY THIS REINSTATEMENT AND THIRD AMENDMENT					
AREA	HCAD	ADDR NO	STREET NAME	LEGAL	ZIP CODE
Trinity/Houston Gardens	0710690040177	0	HOFFMAN	LT 177 BLK 4 TRIANGLE GARDENS	77016
Trinity/Houston Gardens	0710690030162	7811	HOFFMAN	LT 162 BLK 3 TRIANGLE GARDENS	77016
Trinity/Houston Gardens	0730710020034	0	LAURA KOPPE	TRS 34D 35D & 36D BLK 2 (001*TR 4 OF LTS 34 35 & 36) LAURA KOPPE PLACE	77016
Trinity/Houston Gardens	0660200000263	0	LOCKWOOD	LT 263 BLK 9 TRINITY GARDENS	77016
Trinity/Houston Gardens	0660200000257	7226	LOCKWOOD	TR 257 BLK 9 TRINITY GARDENS	77016
Trinity/Houston Gardens	0660200000262	7318	LOCKWOOD	LT 262 BLK 9 TRINITY GARDENS	77016
Trinity/Houston Gardens	0710730020058	8702	LOCKWOOD	LTS 58 & 59 BLK 2 WEDGEWOOD PLACE	77016
Trinity/Houston Gardens	0660260100186	0	PEACHTREE	LT 1186 BLK 10 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260090213	0	PEACHTREE	LT 1213 BLK 9 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260110138	8313	PEACHTREE	LT 1138 BLK 11 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260100181	8420	PEACHTREE	LT 1181 BLK 10 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260160289	8315	SANDRA	LT 1289 BLK 16 TRINITY GARDENS SEC 4	77016
Trinity/Houston Gardens	0730710060285	8319	SHADY	LT 285 BLK 6 LAURA KOPPE PLACE	77016
Trinity/Houston Gardens	0660260060955	0	WILEYVALE	LT 955 BLK 6 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260010272	0	WILEYVALE	LT 1272 BLK 1 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260050084	7606	WILEYVALE	LT 1084 BLK 5 TRINITY GARDENS SEC 3	77016
Trinity/Houston Gardens	0660260120991	8417	WILEYVALE	LT 999 BLK 12 TRINITY GARDENS SEC 3	77016

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District C

Item Creation Date: 11/17/2014

MYR - Historical Site Tax Exemption for 1901 North Blvd

Agenda Item#: 17.

Summary:
ORDINANCE providing for an ad valorem tax exemption on a historical site located at 1901 North Boulevard in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT C - COHEN**

Background:
SUBJECT: Ordinances approving Historic Site Tax Exemptions for properties in Designated Historic Districts for the thirteen (13) properties located at: 1901 North Blvd; 209 E. Woodland St; 523 Bayland Ave; 1539 Rutland St; 1845 Harvard St; 101 Parkview St; 1433 Allston St; 1334 Ashland St; 518 Harvard St; 419 Euclid St; 606 Colquitt St; 208 East 8th St; 715 Pizer St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.

RECOMMENDATION: (Summary)
That City Council adopt Ordinances approving Historic Site Tax Exemptions for properties in Designated Historic Districts for the thirteen (13) properties located at: 1901 North Blvd; 209 E. Woodland St; 523 Bayland Ave; 1539 Rutland St; 1845 Harvard St; 101 Parkview St; 1433 Allston St; 1334 Ashland St; 518 Harvard St; 419 Euclid St; 606 Colquitt St; 208 East 8th St; 715 Pizer St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.

SPECIFIC EXPLANATION:
Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for historic sites. Prior City Council designation of the property as a contributing structure in an historic district is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements and within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). **The exemption is for a 15-year period but is capped each year at the exemption amount calculated for year one**.

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The owner of the following contributing structures is in historic district submitted sworn affidavits that meet the criteria set out in the Code of Ordinances. The table below shows the base value of improvement (pre-restoration), the amount of the restoration investment made by the property owner, the approximate dollar amount of the taxes that will be foregone for the first year based upon Harris County Appraisal District's 2014 property valuation and the City's current property tax rate, and the estimated maximum amount that would be exempt over 15 years:

Contributing Structure	Historic District	Base Yr. Improvement Value (HCAD)	Total Restoration Expenditure	Estimated Yr. One Exemption	Max. Estimated Exemption over 15 Yr.
1901 North Blvd	Boulevard Oaks	$48,930	$1,162,396	$4,009	$60,135
209 E. Woodland St	Germantown	$74,638	$238,728	$1,476	$22,140
523 Bayland Ave	Woodland Heights	$55,356	$115,016	$3,843	$57,645
1539 Rutland St	Houston Heights West	$76,481	$440,731	$2,517	$37,755
1845 Harvard St	Houston Heights East	$42,176	$330,579	$12,544	$188,160
101 Parkview St	Germantown	$46,724	$485,804	$993	$14,895
	Houston Heights				

1433 Allston St	West	$169,800	$396,016	$1,072	$16,080
1334 Ashland St	Houston Heights West	$7,000	$419,246	$1,643	$24,645
518 Harvard St	Houston Heights South	$212,000	$215,754	$1,362	$20,430
419 Euclid St	Woodland Heights	$141,316	$279,433	$1,077	$16,155
606 Colquitt St	First Montrose Commons	$35,000	$114,972	$221	$3,315
208 East 8th Street	Houston Heights South	$128,065	$126,123	$796	$11,940
715 Pizer Street	Norhill	$139,146	$219,215	$1,383	$20,745

Since the properties have been designated as contributing structures in an historic district, and meet all other criteria, it is recommended that City Council grant each of the properties the exemption from ad valorem taxation provided under Section 44-5 of the Code of Ordinances.

cc: Marta Crinejo, Agenda Director
Anna Russell, City Secretary
David Feldman, City Attorney

Prior Council Action:
Ord. No. 2007-0658, Res. No. 2000-0028, Res. No. 2007-0048, Res. No. 2008-0004, Res. No. 2009-0040, Res. No. 2010-0039, Res. No. 2H011-0015, Res. No. 2011-0016, Res. No. 2012-0043

Amount of Funding:
No funding required

Contact Information:
Gwendolyn Tillotson Phone: (832) 393-0937
Ketan Inamdar Phone: (832) 393-0840

ATTACHMENTS:

Description	Type
HSTE properties designated for historical district RCA	Signed Cover sheet
HSTE properties designated for historical district BACKUP	Backup Material
HSTE amend sec 44-5 and add sec 44-29	Backup Material
HSTE designating Blvd Oaks Area	Backup Material
HSTE 1901 North Blvd Application	Backup Material
HSTE Ord-1901 North Blvd	Ordinance/Resolution/Motion

REQUEST FOR COUNCIL ACTION

TO: Mayor via City Secretary — **RCA #**

SUBJECT: Ordinances approving Historic Site Tax Exemptions for properties in Designated Historic Districts for the thirteen (13) properties located at: 1901 North Blvd; 209 E. Woodland St; 523 Bayland Ave; 1539 Rutland St; 1845 Harvard St; 101 Parkview St; 1433 Allston St; 1334 Ashland St; 518 Harvard St; 419 Euclid St; 606 Colquitt St; 208 East 8th St; 715 Pizer St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.	**Category #**	**Page 1 of 1**	**Agenda Item#**
FROM: (Department or other point of origin): Andy Icken, Chief Development Officer	**Origination Date**		**Agenda Date**
SIGNATURES	**Council Districts affected:** C,H		
For additional information contact: Gwendolyn Tillotson Phone: (832) 393-0937; Ketan Inamdar Phone: (832) 393-0840	**Date and identification of prior authorizing Council Action:** Ord. No. 2007-0658, Res. No. 2000-0028, Res. No. 2007-0048, Res. No. 2008-0004, Res. No. 2009-0040, Res. No. 2010-0039, Res. No. 2011-0015, Res. No. 2011-0016, Res. No. 2012-0043		

RECOMMENDATION: (Summary)
That City Council adopt Ordinances approving Historic Site Tax Exemptions for properties in Designated Historic Districts for the thirteen (13) properties located at: 1901 North Blvd; 209 E. Woodland St; 523 Bayland Ave; 1539 Rutland St; 1845 Harvard St; 101 Parkview St; 1433 Allston St; 1334 Ashland St; 518 Harvard St; 419 Euclid St; 606 Colquitt St; 208 East 8th St; 715 Pizer St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.

Amount of Funding: No funding required. — **Finance Budget:**

SOURCE OF FUNDING: [ ] General Fund [ ] Grant Fund [ ] Enterprise Fund [ ] Other (Specify)

SPECIFIC EXPLANATION:
Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for historic sites. Prior City Council designation of the property as a contributing structure in an historic district is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements and within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). **The exemption is for a 15-year period but is capped each year at the exemption amount calculated for year one.**

The owner of the following contributing structures is in historic district submitted sworn affidavits that meet the criteria set out in the Code of Ordinances. The table below shows the base value of improvement (pre-restoration), the amount of the restoration investment made by the property owner, the approximate dollar amount of the taxes that will be foregone for the first year based upon Harris County Appraisal District's 2014 property valuation and the City's current property tax rate, and the estimated maximum amount that would be exempt over 15 years:

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101 Parkview St	Germantown	$46,724	$485,804	$993	$14,895
1433 Allston St	Houston Heights West	$169,800	$396,016	$1,072	$16,080
1334 Ashland St	Houston Heights West	$7,000	$419,246	$1,643	$24,645
518 Harvard St	Houston Heights South	$212,000	$215,754	$1,362	$20,430
419 Euclid St	Woodland Heights	$141,316	$279,433	$1,077	$16,155
606 Colquitt St	First Montrose Commons	$35,000	$114,972	$221	$3,315
208 East 8th Street	Houston Heights South	$128,065	$126,123	$796	$11,940
715 Pizer Street	Norhill	$139,146	$219,215	$1,383	$20,745

Since the properties have been designated as contributing structures in an historic district, and meet all other criteria, it is recommended that City Council grant each of the properties the exemption from ad valorem taxation provided under Section 44-5 of the Code of Ordinances.

cc: Marta Crinejo, Agenda Director
Anna Russell, City Secretary
David Feldman, City Attorney
Deidra Penny, First Assistant City Attorney

REQUIRED AUTHORIZATION

Finance Department:	Planning & Development Department:	Other Authorization:
Director	Director	

Historic Site Tax Exemptions Summary | 2014

COH Ordinance 2007-0658 (Historic Site Tax Exemption)

Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for historic sites. Prior City Council designation of the property as a contributing structure in an historic district or Historic designation or Protected Landmark designation is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements and within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). The exemption is for a 15-year period but is capped each year at the exemption amount calculated for year one.

- Total applications received: 22
- Incomplete/Rejected: 4 (2 will apply next year)
- **Total eligible applications: 18 (Historic LM 5; Historic Dist. 13)**

Based on Harris County Appraisal District's 2014 property valuation and the City's ***2014 property tax rate ($0.63108/$100 value)***, and the estimated maximum amount that would be exempt over 15 years:

Address	CM Dist.	Designation Type	Base Yr. Improvement Value (HCAD)	Total Restoration Expenditure	Estimated Yr. One Exemption	*Max. Estimated Exemption over 15 Yr.*
1901 North Blvd	C	Historic District	$48,930	$1,162,396	$4,009	$60,135
209 E. Woodland St	H	Historic District	$74,638	$238,728	$1,476	$22,140
523 Bayland Ave	H	Historic District	$55,356	$115,016	$3,843	$57,645
1539 Rutland St	C	Historic District	$76,481	$440,731	$2,517	$37,755
1845 Harvard St	C	Historic District	$42,176	$330,579	$12,544	$188,160
101 Parkview St	H	Historic District	$46,724	$485,804	$993	$14,895
1433 Allston St	C	Historic District	$169,800	$396,016	$1,072	$16,080
1334 Ashland St	C	Historic District	$7,000	$419,246	$1,643	$24,645
518 Harvard St	C	Historic District	$212,000	$215,754	$1,362	$20,430
419 Euclid St	H	Historic District	$141,316	$279,433	$1,077	$16,155
606 Colquitt St	C	Historic District	$35,000	$114,972	$221	$3,315
208 East 8th Street	C	Historic District	$128,065	$126,123	$796	$11,940
715 Pizer Street	H	Historic District	$139,146	$219,215	$1,383	$20,745
3003 Chevy Chase Dr	G	Historic Landmark	$235,708	$470,472	$3,799	$56,985
3414 Del Monte Dr	G	Historic Landmark	$1,972,725	$1,066,776	$6,732	$100,980
2910 Lazy Lane Blvd	G	Historic Landmark	$1,091,940	$2,766,885	$10,997	$164,955
2504 Brentwood Dr	G	Historic Landmark	$546,924	$851,240	$7,878	$118,170
2603 Milam St	C	Historic Landmark	$90,499	$143,798	$2,540	$38,100
					$64,882	**$973,230**

City of Houston, Texas, Ordinance No. _____

AN ORDINANCE PROVIDING FOR AN AD VALOREM TAX EXEMPTION ON A HISTORICAL SITE LOCATED AT 1901 NORTH BOULEVARD IN HOUSTON, TEXAS; CONTAINING FINDINGS AND OTHER PROVISIONS RELATING TO THE FOREGOING SUBJECT; PROVIDING FOR THE REVOCATION OF SUCH TAX EXEMPTION AND THE RECAPTURE OF TAXES UPON THE OCCURRENCE OF STATED EVENTS; PROVIDING FOR SEVERABILITY; AND DECLARING AN EMERGENCY.

* * * * *

WHEREAS, the building located at 1901 North Boulevard in Houston, Texas, located within the Boulevard Oaks area, was designated on December 29, 2009, by the City Council of the City of Houston in Resolution 2009-40 as a contributing structure within a historic district; and

WHEREAS, Article VIII, Section 1-f of the Texas Constitution and Section 11.24 of the Texas Tax Code authorize the governing body of a taxing unit to exempt part or all of the assessed value for ad valorem taxes of a historical structure that has been designated as a historically significant site in need of tax relief to encourage its preservation; and

WHEREAS, a sworn application has been submitted to the Director of the Department of Finance, seeking tax relief for the building located at 1901 North Boulevard, which is in need of tax relief to encourage its preservation and to defray costs of preservation or restoration; and

WHEREAS, the Director of Finance and the Director of Planning and Development, after investigation and review, have jointly recommended to City Council that the property is eligible for an ad valorem tax exemption; **NOW THEREFORE,**

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

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

Section 2. The City Council finds and hereby determines that the following described property is a historical site that has satisfied the requirements of Section 44-5 of the Code of Ordinances and is entitled to an ad valorem tax exemption:

Property Description

Owner/Applicant:	Sarah and Earl Dyke
Address:	1901 North Boulevard
Property Description:	LTS 10, 11-A, BLK 3, Ormand Place City of Houston, Harris County, Texas.

Section 3. The City Council hereby grants an ad valorem tax exemption to the improvements located at the historical site described above. In accordance with Section 44-5 of the Code of Ordinances, the Finance Department has determined that the qualifying expenditures are one hundred percent or more of the base value of the improvements, thus the exemption shall be equal to the assessed value of the historic improvements in the year 2015, the year following demonstration of the qualifying expenditures. The exemption will continue for

a maximum period of 15 years under the conditions specified in Section 44-5 of the Code of Ordinances.

Section 4. The tax exemption for the above described historical site shall be effective as of January 1 of the year following demonstration to the Director of Finance of completion of the restoration or preservation work and demonstration of the making of the qualifying expenditures. The duration of said exemption shall be for a period of fifteen years if the restoration project receives no financial incentive from the City funded by municipal hotel occupancy taxes, or ten years if the restoration project receives a financial incentive from the City funded by municipal hotel occupancy taxes.

Section 5. If it is determined by the Director of Finance that any City taxes due on the historical site have become delinquent or that the historical site has deteriorated, has been demolished or destroyed, or has been the subject of a certificate of appropriateness issued pursuant to sections 33-247 or 33-250 of the Code of Ordinances, then such tax delinquency or such changed condition shall constitute grounds for revocation of the exemption. If the exemption is revoked under any of these circumstances, the historical site shall be subject to recapture of taxes as provided by Section 44-5(f) of the Code of Ordinances.

Section 6. A copy of this Ordinance shall be recorded in the real property records of Harris County. Failure on the part of the applicant to deliver a copy of such recorded ordinance, showing the date of recordation in the appropriate real property records, to the Director of Finance within 90 days of the date of passage of this Ordinance shall cause the expiration of the exemption at the end of such 90-day period.

Section 7. 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 unconstitutional, void or 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 8. 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 have 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 9. 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 that 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 November 2014.

APPROVED this _____ day of November 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
Senior Assistant City Attorney

Requested by Andy Icken, Deputy Director, Mayor's Office
L.D. No. 0421400153001

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CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District H

Item Creation Date: 11/17/2014

MYR - Historical Site Tax Exemption for 209 E. Woodland St

Agenda Item#: 18.

Summary:
ORDINANCE providing for an ad valorem tax exemption on a historical site located at 209 East Woodland Street in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT H - GONZALEZ**

Background:
SUBJECT: Ordinances approving Historic Site Tax Exemptions for properties in Designated Historic Districts for the thirteen (13) properties located at: 1901 North Blvd; 209 E. Woodland St; 523 Bayland Ave; 1539 Rutland St; 1845 Harvard St; 101 Parkview St; 1433 Allston St; 1334 Ashland St; 518 Harvard St; 419 Euclid St; 606 Colquitt St; 208 East 8th St; 715 Pizer St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.

RECOMMENDATION: (Summary)
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SPECIFIC EXPLANATION:
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	Houston Heights				

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208 East 8th Street	Houston Heights South	$128,065	$126,123	$796	$11,940
715 Pizer Street	Norhill	$139,146	$219,215	$1,383	$20,745

Since the properties have been designated as contributing structures in an historic district, and meet all other criteria, it is recommended that City Council grant each of the properties the exemption from ad valorem taxation provided under Section 44-5 of the Code of Ordinances.

cc: Marta Crinejo, Agenda Director
Anna Russell, City Secretary
David Feldman, City Attorney

Prior Council Action:
Ord. No. 2007-0658, Res. No. 2000-0028, Res. No. 2007-0048, Res. No. 2008-0004, Res. No. 2009-0040, Res. No. 2010-0039, Res. No. 2H011-0015, Res. No. 2011-0016, Res. No. 2012-0043

Amount of Funding:
No funding required

Contact Information:
Gwendolyn Tillotson Phone: (832) 393-0937
Ketan Inamdar Phone: (832) 393-0840

ATTACHMENTS:

Description	Type
HSTE properties designated for historical district RCA	Signed Cover sheet
HSTE properties designated for historical district BACKUP	Backup Material
HSTE amend sec 44-5 and add sec 44-29	Backup Material
HSTE designating Germantown Area	Backup Material
HSTE 209 E. Woodland Street Application	Backup Material
HSTE Ord-209 E Woodland	Ordinance/Resolution/Motion

REQUEST FOR COUNCIL ACTION

TO: Mayor via City Secretary — **RCA #**

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FROM: (Department or other point of origin): Andy Icken, Chief Development Officer	**Origination Date**		**Agenda Date**
SIGNATURES	**Council Districts affected:** C,H		
For additional information contact: Gwendolyn Tillotson Phone: (832) 393-0937; Ketan Inamdar Phone: (832) 393-0840	**Date and identification of prior authorizing Council Action:** Ord. No. 2007-0658, Res. No. 2000-0028, Res. No. 2007-0048, Res. No. 2008-0004, Res. No. 2009-0040, Res. No. 2010-0039, Res. No. 2011-0015, Res. No. 2011-0016, Res. No. 2012-0043		

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Amount of Funding: No funding required. — **Finance Budget:**

SOURCE OF FUNDING: [ ] General Fund [ ] Grant Fund [ ] Enterprise Fund [ ] Other (Specify)

SPECIFIC EXPLANATION:
Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for historic sites. Prior City Council designation of the property as a contributing structure in an historic district is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements and within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). **The exemption is for a 15-year period but is capped each year at the exemption amount calculated for year one.**

The owner of the following contributing structures is in historic district submitted sworn affidavits that meet the criteria set out in the Code of Ordinances. The table below shows the base value of improvement (pre-restoration), the amount of the restoration investment made by the property owner, the approximate dollar amount of the taxes that will be foregone for the first year based upon Harris County Appraisal District's 2014 property valuation and the City's current property tax rate, and the estimated maximum amount that would be exempt over 15 years:

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Since the properties have been designated as contributing structures in an historic district, and meet all other criteria, it is recommended that City Council grant each of the properties the exemption from ad valorem taxation provided under Section 44-5 of the Code of Ordinances.

cc: Marta Crinejo, Agenda Director
Anna Russell, City Secretary
David Feldman, City Attorney
Deidra Penny, First Assistant City Attorney

REQUIRED AUTHORIZATION

Finance Department:	Planning & Development Department:	Other Authorization:
Director	Director	

Historic Site Tax Exemptions Summary | 2014

COH Ordinance 2007-0658 (Historic Site Tax Exemption)

Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for historic sites. Prior City Council designation of the property as a contributing structure in an historic district or Historic designation or Protected Landmark designation is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements and within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). The exemption is for a 15-year period but is capped each year at the exemption amount calculated for year one.

- Total applications received: 22
- Incomplete/Rejected: 4 (2 will apply next year)
- **Total eligible applications: 18 (Historic LM 5; Historic Dist. 13)**

Based on Harris County Appraisal District's 2014 property valuation and the City's ***2014 property tax rate ($0.63108/$100 value)***, and the estimated maximum amount that would be exempt over 15 years:

Address	CM Dist.	Designation Type	Base Yr. Improvement Value (HCAD)	Total Restoration Expenditure	Estimated Yr. One Exemption	*Max. Estimated Exemption over 15 Yr.*
1901 North Blvd	C	Historic District	$48,930	$1,162,396	$4,009	$60,135
209 E. Woodland St	H	Historic District	$74,638	$238,728	$1,476	$22,140
523 Bayland Ave	H	Historic District	$55,356	$115,016	$3,843	$57,645
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715 Pizer Street	H	Historic District	$139,146	$219,215	$1,383	$20,745
3003 Chevy Chase Dr	G	Historic Landmark	$235,708	$470,472	$3,799	$56,985
3414 Del Monte Dr	G	Historic Landmark	$1,972,725	$1,066,776	$6,732	$100,980
2910 Lazy Lane Blvd	G	Historic Landmark	$1,091,940	$2,766,885	$10,997	$164,955
2504 Brentwood Dr	G	Historic Landmark	$546,924	$851,240	$7,878	$118,170
2603 Milam St	C	Historic Landmark	$90,499	$143,798	$2,540	$38,100
					$64,882	**$973,230**

City of Houston, Texas, Ordinance No. _____

AN ORDINANCE PROVIDING FOR AN AD VALOREM TAX EXEMPTION ON A HISTORICAL SITE LOCATED AT 209 EAST WOODLAND STREET IN HOUSTON, TEXAS; CONTAINING FINDINGS AND OTHER PROVISIONS RELATING TO THE FOREGOING SUBJECT; PROVIDING FOR THE REVOCATION OF SUCH TAX EXEMPTION AND THE RECAPTURE OF TAXES UPON THE OCCURRENCE OF STATED EVENTS; PROVIDING FOR SEVERABILITY; AND DECLARING AN EMERGENCY.

* * * * *

WHEREAS, the building located at 209 East Woodland Street in Houston, Texas, located within the Germantown area, was designated on December 5, 2012, by the City Council of the City of Houston in Resolution 2012-43 as a contributing structure within a historic district; and

WHEREAS, Article VIII, Section 1-f of the Texas Constitution and Section 11.24 of the Texas Tax Code authorize the governing body of a taxing unit to exempt part or all of the assessed value for ad valorem taxes of a historical structure that has been designated as a historically significant site in need of tax relief to encourage its preservation; and

WHEREAS, a sworn application has been submitted to the Director of the Department of Finance, seeking tax relief for the building located at 209 East Woodland Street, which is in need of tax relief to encourage its preservation and to defray costs of preservation or restoration; and

WHEREAS, the Director of Finance and the Director of Planning and Development, after investigation and review, have jointly recommended to City Council that the property is eligible for an ad valorem tax exemption; **NOW THEREFORE,**

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

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

Section 2. The City Council finds and hereby determines that the following described property is a historical site that has satisfied the requirements of Section 44-5 of the Code of Ordinances and is entitled to an ad valorem tax exemption:

Property Description

Owner/Applicant:	Wendy and Kevin Parker
Address:	209 East Woodland Street
Property Description:	TRK 10B, BLK 29, Grota Home City of Houston, Harris County, Texas.

Section 3. The City Council hereby grants an ad valorem tax exemption to the improvements located at the historical site described above. In accordance with Section 44-5 of the Code of Ordinances, the Finance Department has determined that the qualifying expenditures are one hundred percent or more of the base value of the improvements, thus the

exemption shall be equal to the assessed value of the historic improvements in the year 2015, the year following demonstration of the qualifying expenditures. The exemption will continue for a maximum period of 15 years under the conditions specified in Section 44-5 of the Code of Ordinances.

Section 4. The tax exemption for the above described historical site shall be effective as of January 1 of the year following demonstration to the Director of Finance of completion of the restoration or preservation work and demonstration of the making of the qualifying expenditures. The duration of said exemption shall be for a period of fifteen years if the restoration project receives no financial incentive from the City funded by municipal hotel occupancy taxes, or ten years if the restoration project receives a financial incentive from the City funded by municipal hotel occupancy taxes.

Section 5. If it is determined by the Director of Finance that any City taxes due on the historical site have become delinquent or that the historical site has deteriorated, has been demolished or destroyed, or has been the subject of a certificate of appropriateness issued pursuant to sections 33-247 or 33-250 of the Code of Ordinances, then such tax delinquency or such changed condition shall constitute grounds for revocation of the exemption. If the exemption is revoked under any of these circumstances, the historical site shall be subject to recapture of taxes as provided by Section 44-5(f) of the Code of Ordinances.

Section 6. A copy of this Ordinance shall be recorded in the real property records of Harris County. Failure on the part of the applicant to deliver a copy of such recorded ordinance, showing the date of recordation in the appropriate real property records, to the Director of Finance within 90 days of the date of passage of this Ordinance shall cause the expiration of the exemption at the end of such 90-day period.

Section 7. 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 unconstitutional, void or 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 8. 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 have 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 9. 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 that 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 November 2014.

APPROVED this _____ day of November 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. _____
Senior Assistant City Attorney

Requested by Andy Icken, Deputy Director, Mayor's Office
L.D. No. 0421400152001

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CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District H

Item Creation Date: 11/17/2014

MYR - Historical Site Tax Exemption for 523 Bayland Ave

Agenda Item#: 19.

Summary:
ORDINANCE providing for an ad valorem tax exemption on a historical site located at 523 Bayland Avenue in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT H - GONZALEZ**

Background:
SUBJECT: Ordinances approving Historic Site Tax Exemptions for properties in Designated Historic Districts for the thirteen (13) properties located at: 1901 North Blvd; 209 E. Woodland St; 523 Bayland Ave; 1539 Rutland St; 1845 Harvard St; 101 Parkview St; 1433 Allston St; 1334 Ashland St; 518 Harvard St; 419 Euclid St; 606 Colquitt St; 208 East 8th St; 715 Pizer St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.

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cc: Marta Crinejo, Agenda Director
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Amount of Funding:
No funding required

Contact Information:
Gwendolyn Tillotson Phone: (832) 393-0937
Ketan Inamdar Phone: (832) 393-0840

ATTACHMENTS:

Description	Type
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REQUEST FOR COUNCIL ACTION

TO: Mayor via City Secretary — **RCA #**

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FROM: (Department or other point of origin): Andy Icken, Chief Development Officer	**Origination Date**		**Agenda Date**
SIGNATURES	**Council Districts affected:** C,H		
For additional information contact: Gwendolyn Tillotson Phone: (832) 393-0937; Ketan Inamdar Phone: (832) 393-0840	**Date and identification of prior authorizing Council Action:** Ord. No. 2007-0658, Res. No. 2000-0028, Res. No. 2007-0048, Res. No. 2008-0004, Res. No. 2009-0040, Res. No. 2010-0039, Res. No. 2011-0015, Res. No. 2011-0016, Res. No. 2012-0043		

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David Feldman, City Attorney
Deidra Penny, First Assistant City Attorney

REQUIRED AUTHORIZATION

Finance Department:	Planning & Development Department:	Other Authorization:
Director	Director	

Historic Site Tax Exemptions Summary | 2014

COH Ordinance 2007-0658 (Historic Site Tax Exemption)

Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for historic sites. Prior City Council designation of the property as a contributing structure in an historic district or Historic designation or Protected Landmark designation is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements and within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). The exemption is for a 15-year period but is capped each year at the exemption amount calculated for year one.

- Total applications received: 22
- Incomplete/Rejected: 4 (2 will apply next year)
- **Total eligible applications: 18 (Historic LM 5; Historic Dist. 13)**

Based on Harris County Appraisal District's 2014 property valuation and the City's ***2014 property tax rate ($0.63108/$100 value)***, and the estimated maximum amount that would be exempt over 15 years:

Address	CM Dist.	Designation Type	Base Yr. Improvement Value (HCAD)	Total Restoration Expenditure	Estimated Yr. One Exemption	*Max. Estimated Exemption over 15 Yr.*
1901 North Blvd	C	Historic District	$48,930	$1,162,396	$4,009	$60,135
209 E. Woodland St	H	Historic District	$74,638	$238,728	$1,476	$22,140
523 Bayland Ave	H	Historic District	$55,356	$115,016	$3,843	$57,645
1539 Rutland St	C	Historic District	$76,481	$440,731	$2,517	$37,755
1845 Harvard St	C	Historic District	$42,176	$330,579	$12,544	$188,160
101 Parkview St	H	Historic District	$46,724	$485,804	$993	$14,895
1433 Allston St	C	Historic District	$169,800	$396,016	$1,072	$16,080
1334 Ashland St	C	Historic District	$7,000	$419,246	$1,643	$24,645
518 Harvard St	C	Historic District	$212,000	$215,754	$1,362	$20,430
419 Euclid St	H	Historic District	$141,316	$279,433	$1,077	$16,155
606 Colquitt St	C	Historic District	$35,000	$114,972	$221	$3,315
208 East 8th Street	C	Historic District	$128,065	$126,123	$796	$11,940
715 Pizer Street	H	Historic District	$139,146	$219,215	$1,383	$20,745
3003 Chevy Chase Dr	G	Historic Landmark	$235,708	$470,472	$3,799	$56,985
3414 Del Monte Dr	G	Historic Landmark	$1,972,725	$1,066,776	$6,732	$100,980
2910 Lazy Lane Blvd	G	Historic Landmark	$1,091,940	$2,766,885	$10,997	$164,955
2504 Brentwood Dr	G	Historic Landmark	$546,924	$851,240	$7,878	$118,170
2603 Milam St	C	Historic Landmark	$90,499	$143,798	$2,540	$38,100
					$64,882	**$973,230**

City of Houston, Texas, Ordinance No. _____

AN ORDINANCE PROVIDING FOR AN AD VALOREM TAX EXEMPTION ON A HISTORICAL SITE LOCATED AT 523 BAYLAND AVENUE IN HOUSTON, TEXAS; CONTAINING FINDINGS AND OTHER PROVISIONS RELATING TO THE FOREGOING SUBJECT; PROVIDING FOR THE REVOCATION OF SUCH TAX EXEMPTION AND THE RECAPTURE OF TAXES UPON THE OCCURRENCE OF STATED EVENTS; PROVIDING FOR SEVERABILITY; AND DECLARING AN EMERGENCY.

* * * * *

WHEREAS, the building located at 523 Bayland Avenue in Houston, Texas, located within the Woodland Heights area, was designated on June 29, 2011, by the City Council of the City of Houston in Resolution 2011-16 as a contributing structure within a historic district; and

WHEREAS, Article VIII, Section 1-f of the Texas Constitution and Section 11.24 of the Texas Tax Code authorize the governing body of a taxing unit to exempt part or all of the assessed value for ad valorem taxes of a historical structure that has been designated as a historically significant site in need of tax relief to encourage its preservation; and

WHEREAS, a sworn application has been submitted to the Director of the Department of Finance, seeking tax relief for the building located at 523 Bayland Avenue, which is in need of tax relief to encourage its preservation and to defray costs of preservation or restoration; and

WHEREAS, the Director of Finance and the Director of Planning and Development, after investigation and review, have jointly recommended to City Council that the property is eligible for an ad valorem tax exemption; **NOW THEREFORE,**

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

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

Section 2. The City Council finds and hereby determines that the following described property is a historical site that has satisfied the requirements of Section 44-5 of the Code of Ordinances and is entitled to an ad valorem tax exemption:

Property Description

Owner/Applicant:	Elisabeth K. Evans
Address:	523 Bayland Avenue
Property Description:	LT 10, BLK 20, Woodland Heights City of Houston, Harris County, Texas.

Section 3. The City Council hereby grants an ad valorem tax exemption to the improvements located at the historical site described above. In accordance with Section 44-5 of the Code of Ordinances, the Finance Department has determined that the qualifying expenditures are one hundred percent or more of the base value of the improvements, thus the exemption shall be equal to the assessed value of the historic improvements in the year 2015, the year following demonstration of the qualifying expenditures. The exemption will continue for

a maximum period of 15 years under the conditions specified in Section 44-5 of the Code of Ordinances.

Section 4. The tax exemption for the above described historical site shall be effective as of January 1 of the year following demonstration to the Director of Finance of completion of the restoration or preservation work and demonstration of the making of the qualifying expenditures. The duration of said exemption shall be for a period of fifteen years if the restoration project receives no financial incentive from the City funded by municipal hotel occupancy taxes, or ten years if the restoration project receives a financial incentive from the City funded by municipal hotel occupancy taxes.

Section 5. If it is determined by the Director of Finance that any City taxes due on the historical site have become delinquent or that the historical site has deteriorated, has been demolished or destroyed, or has been the subject of a certificate of appropriateness issued pursuant to sections 33-247 or 33-250 of the Code of Ordinances, then such tax delinquency or such changed condition shall constitute grounds for revocation of the exemption. If the exemption is revoked under any of these circumstances, the historical site shall be subject to recapture of taxes as provided by Section 44-5(f) of the Code of Ordinances.

Section 6. A copy of this Ordinance shall be recorded in the real property records of Harris County. Failure on the part of the applicant to deliver a copy of such recorded ordinance, showing the date of recordation in the appropriate real property records, to the Director of Finance within 90 days of the date of passage of this Ordinance shall cause the expiration of the exemption at the end of such 90-day period.

Section 7. 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 unconstitutional, void or 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 8. 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 have 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 9. 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 that 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 November 2014.

APPROVED this _____ day of November 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. _____
Senior Assistant City Attorney

Requested by Andy Icken, Deputy Director, Mayor's Office
L.D. No. 0421400151001

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CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District C

Item Creation Date: 11/17/2014

MYR - Historical Site Tax Exemption for 1539 Rutland St

Agenda Item#: 20.

Summary:
ORDINANCE providing for an ad valorem tax exemption on a historical site located at 1539 Rutland Street in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT C - COHEN**

Background:
SUBJECT: Ordinances approving Historic Site Tax Exemptions for properties in Designated Historic Districts for the thirteen (13) properties located at: 1901 North Blvd; 209 E. Woodland St; 523 Bayland Ave; 1539 Rutland St; 1845 Harvard St; 101 Parkview St; 1433 Allston St; 1334 Ashland St; 518 Harvard St; 419 Euclid St; 606 Colquitt St; 208 East 8th St; 715 Pizer St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.

RECOMMENDATION: (Summary)
That City Council adopt Ordinances approving Historic Site Tax Exemptions for properties in Designated Historic Districts for the thirteen (13) properties located at: 1901 North Blvd; 209 E. Woodland St; 523 Bayland Ave; 1539 Rutland St; 1845 Harvard St; 101 Parkview St; 1433 Allston St; 1334 Ashland St; 518 Harvard St; 419 Euclid St; 606 Colquitt St; 208 East 8th St; 715 Pizer St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.

SPECIFIC EXPLANATION:
Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for historic sites. Prior City Council designation of the property as a contributing structure in an historic district is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements and within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). **The exemption is for a 15-year period but is capped each year at the exemption amount calculated for year one**.

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The owner of the following contributing structures is in historic district submitted sworn affidavits that meet the criteria set out in the Code of Ordinances. The table below shows the base value of improvement (pre-restoration), the amount of the restoration investment made by the property owner, the approximate dollar amount of the taxes that will be foregone for the first year based upon Harris County Appraisal District's 2014 property valuation and the City's current property tax rate, and the estimated maximum amount that would be exempt over 15 years:

Contributing Structure	Historic District	Base Yr. Improvement Value (HCAD)	Total Restoration Expenditure	Estimated Yr. One Exemption	Max. Estimated Exemption over 15 Yr.
1901 North Blvd	Boulevard Oaks	$48,930	$1,162,396	$4,009	$60,135
209 E. Woodland St	Germantown	$74,638	$238,728	$1,476	$22,140
523 Bayland Ave	Woodland Heights	$55,356	$115,016	$3,843	$57,645
1539 Rutland St	Houston Heights West	$76,481	$440,731	$2,517	$37,755
1845 Harvard St	Houston Heights East	$42,176	$330,579	$12,544	$188,160
101 Parkview St	Germantown	$46,724	$485,804	$993	$14,895

1433 Allston St	Houston Heights West	$169,800	$396,016	$1,072	$16,080
1334 Ashland St	Houston Heights West	$7,000	$419,246	$1,643	$24,645
518 Harvard St	Houston Heights South	$212,000	$215,754	$1,362	$20,430
419 Euclid St	Woodland Heights	$141,316	$279,433	$1,077	$16,155
606 Colquitt St	First Montrose Commons	$35,000	$114,972	$221	$3,315
208 East 8th Street	Houston Heights South	$128,065	$126,123	$796	$11,940
715 Pizer Street	Norhill	$139,146	$219,215	$1,383	$20,745

Since the properties have been designated as contributing structures in an historic district, and meet all other criteria, it is recommended that City Council grant each of the properties the exemption from ad valorem taxation provided under Section 44-5 of the Code of Ordinances.

cc: Marta Crinejo, Agenda Director
Anna Russell, City Secretary
David Feldman, City Attorney

Prior Council Action:
Ord. No. 2007-0658, Res. No. 2000-0028, Res. No. 2007-0048, Res. No. 2008-0004, Res. No. 2009-0040, Res. No. 2010-0039, Res. No. 2H011-0015, Res. No. 2011-0016, Res. No. 2012-0043

Amount of Funding:
No funding required

Contact Information:

Gwendolyn Tillotson Phone: (832) 393-0937
Ketan Inamdar Phone: (832) 393-0840

ATTACHMENTS:

Description	Type
HSTE properties designated for historical district RCA	Signed Cover sheet
HSTE properties designated for historical district BACKUP	Backup Material
HSTE amend sec 44-5 and add sec 44-29	Backup Material
HSTE designating Houston Heights Hist Dist West Area	Backup Material
HSTE 1539 Rutland Street Application	Backup Material
HSTE Ord-1539 Rutland	Ordinance/Resolution/Motion

REQUEST FOR COUNCIL ACTION

TO: Mayor via City Secretary — **RCA #**

SUBJECT: Ordinances approving Historic Site Tax Exemptions for properties in Designated Historic Districts for the thirteen (13) properties located at: 1901 North Blvd; 209 E. Woodland St; 523 Bayland Ave; 1539 Rutland St; 1845 Harvard St; 101 Parkview St; 1433 Allston St; 1334 Ashland St; 518 Harvard St; 419 Euclid St; 606 Colquitt St; 208 East 8th St; 715 Pizer St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.	**Category #**	**Page 1 of 1**	**Agenda Item#**
FROM: (Department or other point of origin): Andy Icken, Chief Development Officer	**Origination Date**		**Agenda Date**
SIGNATURES	**Council Districts affected:** C,H		
For additional information contact: Gwendolyn Tillotson Phone: (832) 393-0937; Ketan Inamdar Phone: (832) 393-0840	**Date and identification of prior authorizing Council Action:** Ord. No. 2007-0658, Res. No. 2000-0028, Res. No. 2007-0048, Res. No. 2008-0004, Res. No. 2009-0040, Res. No. 2010-0039, Res. No. 2011-0015, Res. No. 2011-0016, Res. No. 2012-0043		

RECOMMENDATION: (Summary)
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Amount of Funding: No funding required. — **Finance Budget:**

SOURCE OF FUNDING: [ ] General Fund [ ] Grant Fund [ ] Enterprise Fund [ ] Other (Specify)

SPECIFIC EXPLANATION:
Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for historic sites. Prior City Council designation of the property as a contributing structure in an historic district is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements and within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). **The exemption is for a 15-year period but is capped each year at the exemption amount calculated for year one.**

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cc: Marta Crinejo, Agenda Director
Anna Russell, City Secretary
David Feldman, City Attorney
Deidra Penny, First Assistant City Attorney

REQUIRED AUTHORIZATION

Finance Department:	Planning & Development Department:	Other Authorization:
Director	Director	

Historic Site Tax Exemptions Summary | 2014

COH Ordinance 2007-0658 (Historic Site Tax Exemption)

Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for historic sites. Prior City Council designation of the property as a contributing structure in an historic district or Historic designation or Protected Landmark designation is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements and within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). The exemption is for a 15-year period but is capped each year at the exemption amount calculated for year one.

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715 Pizer Street	H	Historic District	$139,146	$219,215	$1,383	$20,745
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2603 Milam St	C	Historic Landmark	$90,499	$143,798	$2,540	$38,100
					$64,882	**$973,230**

City of Houston, Texas, Ordinance No. _____

AN ORDINANCE PROVIDING FOR AN AD VALOREM TAX EXEMPTION ON A HISTORICAL SITE LOCATED AT 1539 RUTLAND STREET IN HOUSTON, TEXAS; CONTAINING FINDINGS AND OTHER PROVISIONS RELATING TO THE FOREGOING SUBJECT; PROVIDING FOR THE REVOCATION OF SUCH TAX EXEMPTION AND THE RECAPTURE OF TAXES UPON THE OCCURRENCE OF STATED EVENTS; PROVIDING FOR SEVERABILITY; AND DECLARING AN EMERGENCY.

* * * * *

WHEREAS, the building located at 1539 Rutland Street in Houston, Texas, located within the Houston Heights Historic District West area, was designated on December 19, 2007, by the City Council of the City of Houston in Resolution 2007-48 as a potentially contributing structure within a historic district; and

WHEREAS, Article VIII, Section 1-f of the Texas Constitution and Section 11.24 of the Texas Tax Code authorize the governing body of a taxing unit to exempt part or all of the assessed value for ad valorem taxes of a historical structure that has been designated as a historically significant site in need of tax relief to encourage its preservation; and

WHEREAS, a sworn application has been submitted to the Director of the Department of Finance, seeking tax relief for the building located at 1539 Rutland Street, which is in need of tax relief to encourage its preservation and to defray costs of preservation or restoration; and

WHEREAS, the Director of Finance and the Director of Planning and Development, after investigation and review, have jointly recommended to City Council that the property is eligible for an ad valorem tax exemption; **NOW THEREFORE,**

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

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

Section 2. The City Council finds and hereby determines that the following described property is a historical site that has satisfied the requirements of Section 44-5 of the Code of Ordinances and is entitled to an ad valorem tax exemption:

Property Description

Owner/Applicant:	HDT Builders, LLC
Address:	1539 Rutland Street
Property Description:	LTS 4 and 5, BLK 144, Houston Heights City of Houston, Harris County, Texas.

Section 3. The City Council hereby grants an ad valorem tax exemption to the improvements located at the historical site described above. In accordance with Section 44-5 of the Code of Ordinances, the Finance Department has determined that the qualifying expenditures are one hundred percent or more of the base value of the improvements, thus the exemption shall be equal to the assessed value of the historic improvements in the year 2015,

the year following demonstration of the qualifying expenditures. The exemption will continue for a maximum period of 15 years under the conditions specified in Section 44-5 of the Code of Ordinances.

Section 4. The tax exemption for the above described historical site shall be effective as of January 1 of the year following demonstration to the Director of Finance of completion of the restoration or preservation work and demonstration of the making of the qualifying expenditures. The duration of said exemption shall be for a period of fifteen years if the restoration project receives no financial incentive from the City funded by municipal hotel occupancy taxes, or ten years if the restoration project receives a financial incentive from the City funded by municipal hotel occupancy taxes.

Section 5. If it is determined by the Director of Finance that any City taxes due on the historical site have become delinquent or that the historical site has deteriorated, has been demolished or destroyed, or has been the subject of a certificate of appropriateness issued pursuant to sections 33-247 or 33-250 of the Code of Ordinances, then such tax delinquency or such changed condition shall constitute grounds for revocation of the exemption. If the exemption is revoked under any of these circumstances, the historical site shall be subject to recapture of taxes as provided by Section 44-5(f) of the Code of Ordinances.

Section 6. A copy of this Ordinance shall be recorded in the real property records of Harris County. Failure on the part of the applicant to deliver a copy of such recorded ordinance, showing the date of recordation in the appropriate real property records, to the Director of Finance within 90 days of the date of passage of this Ordinance shall cause the expiration of the exemption at the end of such 90-day period.

Section 7. 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 unconstitutional, void or 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 8. 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 have 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 9. 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 that 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 November 2014.

APPROVED this _____ day of November 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. _____
Senior Assistant City Attorney

Requested by Andy Icken, Deputy Director, Mayor's Office
L.D. No. 0421400150001

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CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District C

Item Creation Date: 11/17/2014

MYR - Historical Site Tax Exemption for 1845 Harvard St

Agenda Item#: 21.

Summary:
ORDINANCE providing for an ad valorem tax exemption on a historical site located at 1845 Harvard Street in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT C - COHEN**

Background:
SUBJECT: Ordinances approving Historic Site Tax Exemptions for properties in Designated Historic Districts for the thirteen (13) properties located at: 1901 North Blvd; 209 E. Woodland St; 523 Bayland Ave; 1539 Rutland St; 1845 Harvard St; 101 Parkview St; 1433 Allston St; 1334 Ashland St; 518 Harvard St; 419 Euclid St; 606 Colquitt St; 208 East 8th St; 715 Pizer St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.

RECOMMENDATION: (Summary)
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SPECIFIC EXPLANATION:
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208 East 8th Street	Houston Heights South	$128,065	$126,123	$796	$11,940
715 Pizer Street	Norhill	$139,146	$219,215	$1,383	$20,745

Since the properties have been designated as contributing structures in an historic district, and meet all other criteria, it is recommended that City Council grant each of the properties the exemption from ad valorem taxation provided under Section 44-5 of the Code of Ordinances.

cc: Marta Crinejo, Agenda Director
Anna Russell, City Secretary
David Feldman, City Attorney

Prior Council Action:
Ord. No. 2007-0658, Res. No. 2000-0028, Res. No. 2007-0048, Res. No. 2008-0004, Res. No. 2009-0040, Res. No. 2010-0039, Res. No. 2H011-0015, Res. No. 2011-0016, Res. No. 2012-0043

Amount of Funding:
No funding required

Contact Information:

Gwendolyn Tillotson Phone: (832) 393-0937
Ketan Inamdar Phone: (832) 393-0840

ATTACHMENTS:

Description	Type
HSTE properties designated for historical district RCA	Signed Cover sheet
HSTE properties designated for historical district BACKUP	Backup Material
HSTE amend sec 44-5 and add sec 44-29	Backup Material
HSTE designating Houston Heights Hist Dist East Area	Backup Material
HSTE 1845 Harvard Street Application	Backup Material
HSTE Ord-1845 Harvard	Ordinance/Resolution/Motion

REQUEST FOR COUNCIL ACTION

TO: Mayor via City Secretary — **RCA #**

SUBJECT: Ordinances approving Historic Site Tax Exemptions for properties in Designated Historic Districts for the thirteen (13) properties located at: 1901 North Blvd; 209 E. Woodland St; 523 Bayland Ave; 1539 Rutland St; 1845 Harvard St; 101 Parkview St; 1433 Allston St; 1334 Ashland St; 518 Harvard St; 419 Euclid St; 606 Colquitt St; 208 East 8th St; 715 Pizer St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.	**Category #**	**Page 1 of 1**	**Agenda Item#**
FROM: (Department or other point of origin): Andy Icken, Chief Development Officer	**Origination Date**		**Agenda Date**
SIGNATURES	**Council Districts affected:** C,H		
For additional information contact: Gwendolyn Tillotson Phone: (832) 393-0937; Ketan Inamdar Phone: (832) 393-0840	**Date and identification of prior authorizing Council Action:** Ord. No. 2007-0658, Res. No. 2000-0028, Res. No. 2007-0048, Res. No. 2008-0004, Res. No. 2009-0040, Res. No. 2010-0039, Res. No. 2011-0015, Res. No. 2011-0016, Res. No. 2012-0043		

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Amount of Funding: No funding required. — **Finance Budget:**

SOURCE OF FUNDING: [ ] General Fund [ ] Grant Fund [ ] Enterprise Fund [ ] Other (Specify)

SPECIFIC EXPLANATION:
Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for historic sites. Prior City Council designation of the property as a contributing structure in an historic district is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements and within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). **The exemption is for a 15-year period but is capped each year at the exemption amount calculated for year one.**

The owner of the following contributing structures is in historic district submitted sworn affidavits that meet the criteria set out in the Code of Ordinances. The table below shows the base value of improvement (pre-restoration), the amount of the restoration investment made by the property owner, the approximate dollar amount of the taxes that will be foregone for the first year based upon Harris County Appraisal District's 2014 property valuation and the City's current property tax rate, and the estimated maximum amount that would be exempt over 15 years:

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cc: Marta Crinejo, Agenda Director
Anna Russell, City Secretary
David Feldman, City Attorney
Deidra Penny, First Assistant City Attorney

REQUIRED AUTHORIZATION

Finance Department:	Planning & Development Department:	Other Authorization:
Director	Director	

Historic Site Tax Exemptions Summary | 2014

COH Ordinance 2007-0658 (Historic Site Tax Exemption)

Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for historic sites. Prior City Council designation of the property as a contributing structure in an historic district or Historic designation or Protected Landmark designation is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements and within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). The exemption is for a 15-year period but is capped each year at the exemption amount calculated for year one.

- Total applications received: 22
- Incomplete/Rejected: 4 (2 will apply next year)
- **Total eligible applications: 18 (Historic LM 5; Historic Dist. 13)**

Based on Harris County Appraisal District's 2014 property valuation and the City's ***2014 property tax rate ($0.63108/$100 value)***, and the estimated maximum amount that would be exempt over 15 years:

Address	CM Dist.	Designation Type	Base Yr. Improvement Value (HCAD)	Total Restoration Expenditure	Estimated Yr. One Exemption	*Max. Estimated Exemption over 15 Yr.*
1901 North Blvd	C	Historic District	$48,930	$1,162,396	$4,009	$60,135
209 E. Woodland St	H	Historic District	$74,638	$238,728	$1,476	$22,140
523 Bayland Ave	H	Historic District	$55,356	$115,016	$3,843	$57,645
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715 Pizer Street	H	Historic District	$139,146	$219,215	$1,383	$20,745
3003 Chevy Chase Dr	G	Historic Landmark	$235,708	$470,472	$3,799	$56,985
3414 Del Monte Dr	G	Historic Landmark	$1,972,725	$1,066,776	$6,732	$100,980
2910 Lazy Lane Blvd	G	Historic Landmark	$1,091,940	$2,766,885	$10,997	$164,955
2504 Brentwood Dr	G	Historic Landmark	$546,924	$851,240	$7,878	$118,170
2603 Milam St	C	Historic Landmark	$90,499	$143,798	$2,540	$38,100
					$64,882	**$973,230**

City of Houston, Texas, Ordinance No. _____

AN ORDINANCE PROVIDING FOR AN AD VALOREM TAX EXEMPTION ON A HISTORICAL SITE LOCATED AT 1845 HARVARD STREET IN HOUSTON, TEXAS; CONTAINING FINDINGS AND OTHER PROVISIONS RELATING TO THE FOREGOING SUBJECT; PROVIDING FOR THE REVOCATION OF SUCH TAX EXEMPTION AND THE RECAPTURE OF TAXES UPON THE OCCURRENCE OF STATED EVENTS; PROVIDING FOR SEVERABILITY; AND DECLARING AN EMERGENCY.

* * * * *

WHEREAS, the building located at 1845 Harvard Street in Houston, Texas, located within the Houston Heights Historic District East area, was designated on February 20, 2008, by the City Council of the City of Houston in Resolution 2008-4 as a contributing structure within a historic district; and

WHEREAS, Article VIII, Section 1-f of the Texas Constitution and Section 11.24 of the Texas Tax Code authorize the governing body of a taxing unit to exempt part or all of the assessed value for ad valorem taxes of a historical structure that has been designated as a historically significant site in need of tax relief to encourage its preservation; and

WHEREAS, a sworn application has been submitted to the Director of the Department of Finance, seeking tax relief for the building located at 1845 Harvard Street, which is in need of tax relief to encourage its preservation and to defray costs of preservation or restoration; and

WHEREAS, the Director of Finance and the Director of Planning and Development, after investigation and review, have jointly recommended to City Council that the property is eligible for an ad valorem tax exemption; **NOW THEREFORE,**

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

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

Section 2. The City Council finds and hereby determines that the following described property is a historical site that has satisfied the requirements of Section 44-5 of the Code of Ordinances and is entitled to an ad valorem tax exemption:

Property Description

Owner/Applicant:	HDT Builders, LLC
Address:	1845 Harvard Street
Property Description:	LTS 3 and 4, BLK 104, Houston Heights City of Houston, Harris County, Texas.

Section 3. The City Council hereby grants an ad valorem tax exemption to the improvements located at the historical site described above. In accordance with Section 44-5 of the Code of Ordinances, the Finance Department has determined that the qualifying expenditures are one hundred percent or more of the base value of the improvements, thus the

exemption shall be equal to the assessed value of the historic improvements in the year 2015, the year following demonstration of the qualifying expenditures. The exemption will continue for a maximum period of 15 years under the conditions specified in Section 44-5 of the Code of Ordinances.

Section 4. The tax exemption for the above described historical site shall be effective as of January 1 of the year following demonstration to the Director of Finance of completion of the restoration or preservation work and demonstration of the making of the qualifying expenditures. The duration of said exemption shall be for a period of fifteen years if the restoration project receives no financial incentive from the City funded by municipal hotel occupancy taxes, or ten years if the restoration project receives a financial incentive from the City funded by municipal hotel occupancy taxes.

Section 5. If it is determined by the Director of Finance that any City taxes due on the historical site have become delinquent or that the historical site has deteriorated, has been demolished or destroyed, or has been the subject of a certificate of appropriateness issued pursuant to sections 33-247 or 33-250 of the Code of Ordinances, then such tax delinquency or such changed condition shall constitute grounds for revocation of the exemption. If the exemption is revoked under any of these circumstances, the historical site shall be subject to recapture of taxes as provided by Section 44-5(f) of the Code of Ordinances.

Section 6. A copy of this Ordinance shall be recorded in the real property records of Harris County. Failure on the part of the applicant to deliver a copy of such recorded ordinance, showing the date of recordation in the appropriate real property records, to the Director of Finance within 90 days of the date of passage of this Ordinance shall cause the expiration of the exemption at the end of such 90-day period.

Section 7. 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 unconstitutional, void or 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 8. 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 have 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 9. 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 that 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 November 2014.

APPROVED this _____ day of November 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. _____
Senior Assistant City Attorney

Requested by Andy Icken, Deputy Director, Mayor's Office
L.D. No. 0421400149001

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CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District H

Item Creation Date: 11/17/2014

MYR - Historical Site Tax Exemption for 101 Parkview Street

Agenda Item#: 22.

Summary:
ORDINANCE providing for an ad valorem tax exemption on a historical site located at 101 Parkview Street in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT H - GONZALEZ**

Background:
SUBJECT: Ordinances approving Historic Site Tax Exemptions for properties in Designated Historic Districts for the thirteen (13) properties located at: 1901 North Blvd; 209 E. Woodland St; 523 Bayland Ave; 1539 Rutland St; 1845 Harvard St; 101 Parkview St; 1433 Allston St; 1334 Ashland St; 518 Harvard St; 419 Euclid St; 606 Colquitt St; 208 East 8th St; 715 Pizer St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.

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Amount of Funding:
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Contact Information:

Gwendolyn Tillotson Phone: (832) 393-0937
Ketan Inamdar Phone: (832) 393-0840

ATTACHMENTS:

Description	Type
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REQUEST FOR COUNCIL ACTION

TO: Mayor via City Secretary — **RCA #**

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FROM: (Department or other point of origin): Andy Icken, Chief Development Officer	**Origination Date**		**Agenda Date**
SIGNATURES	**Council Districts affected:** C,H		
For additional information contact: Gwendolyn Tillotson Phone: (832) 393-0937; Ketan Inamdar Phone: (832) 393-0840	**Date and identification of prior authorizing Council Action:** Ord. No. 2007-0658, Res. No. 2000-0028, Res. No. 2007-0048, Res. No. 2008-0004, Res. No. 2009-0040, Res. No. 2010-0039, Res. No. 2011-0015, Res. No. 2011-0016, Res. No. 2012-0043		

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David Feldman, City Attorney
Deidra Penny, First Assistant City Attorney

REQUIRED AUTHORIZATION

Finance Department:	Planning & Development Department:	Other Authorization:
Director	Director	

Historic Site Tax Exemptions Summary | 2014

COH Ordinance 2007-0658 (Historic Site Tax Exemption)

Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for historic sites. Prior City Council designation of the property as a contributing structure in an historic district or Historic designation or Protected Landmark designation is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements and within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). The exemption is for a 15-year period but is capped each year at the exemption amount calculated for year one.

- Total applications received: 22
- Incomplete/Rejected: 4 (2 will apply next year)
- **Total eligible applications: 18 (Historic LM 5; Historic Dist. 13)**

Based on Harris County Appraisal District's 2014 property valuation and the City's ***2014 property tax rate ($0.63108/$100 value)***, and the estimated maximum amount that would be exempt over 15 years:

Address	CM Dist.	Designation Type	Base Yr. Improvement Value (HCAD)	Total Restoration Expenditure	Estimated Yr. One Exemption	*Max. Estimated Exemption over 15 Yr.*
1901 North Blvd	C	Historic District	$48,930	$1,162,396	$4,009	$60,135
209 E. Woodland St	H	Historic District	$74,638	$238,728	$1,476	$22,140
523 Bayland Ave	H	Historic District	$55,356	$115,016	$3,843	$57,645
1539 Rutland St	C	Historic District	$76,481	$440,731	$2,517	$37,755
1845 Harvard St	C	Historic District	$42,176	$330,579	$12,544	$188,160
101 Parkview St	H	Historic District	$46,724	$485,804	$993	$14,895
1433 Allston St	C	Historic District	$169,800	$396,016	$1,072	$16,080
1334 Ashland St	C	Historic District	$7,000	$419,246	$1,643	$24,645
518 Harvard St	C	Historic District	$212,000	$215,754	$1,362	$20,430
419 Euclid St	H	Historic District	$141,316	$279,433	$1,077	$16,155
606 Colquitt St	C	Historic District	$35,000	$114,972	$221	$3,315
208 East 8th Street	C	Historic District	$128,065	$126,123	$796	$11,940
715 Pizer Street	H	Historic District	$139,146	$219,215	$1,383	$20,745
3003 Chevy Chase Dr	G	Historic Landmark	$235,708	$470,472	$3,799	$56,985
3414 Del Monte Dr	G	Historic Landmark	$1,972,725	$1,066,776	$6,732	$100,980
2910 Lazy Lane Blvd	G	Historic Landmark	$1,091,940	$2,766,885	$10,997	$164,955
2504 Brentwood Dr	G	Historic Landmark	$546,924	$851,240	$7,878	$118,170
2603 Milam St	C	Historic Landmark	$90,499	$143,798	$2,540	$38,100
					$64,882	**$973,230**

City of Houston, Texas, Ordinance No. _____

AN ORDINANCE PROVIDING FOR AN AD VALOREM TAX EXEMPTION ON A HISTORICAL SITE LOCATED AT 101 PARKVIEW STREET IN HOUSTON, TEXAS; CONTAINING FINDINGS AND OTHER PROVISIONS RELATING TO THE FOREGOING SUBJECT; PROVIDING FOR THE REVOCATION OF SUCH TAX EXEMPTION AND THE RECAPTURE OF TAXES UPON THE OCCURRENCE OF STATED EVENTS; PROVIDING FOR SEVERABILITY; AND DECLARING AN EMERGENCY.

* * * * *

WHEREAS, the building located at 101 Parkview Street in Houston, Texas, located within the Germantown area, was designated on December 5, 2012, by the City Council of the City of Houston in Resolution 2012-43 as a contributing structure within a historic district; and

WHEREAS, Article VIII, Section 1-f of the Texas Constitution and Section 11.24 of the Texas Tax Code authorize the governing body of a taxing unit to exempt part or all of the assessed value for ad valorem taxes of a historical structure that has been designated as a historically significant site in need of tax relief to encourage its preservation; and

WHEREAS, a sworn application has been submitted to the Director of the Department of Finance, seeking tax relief for the building located at 101 Parkview Street, which is in need of tax relief to encourage its preservation and to defray costs of preservation or restoration; and

WHEREAS, the Director of Finance and the Director of Planning and Development, after investigation and review, have jointly recommended to City Council that the property is eligible for an ad valorem tax exemption; **NOW THEREFORE,**

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

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

Section 2. The City Council finds and hereby determines that the following described property is a historical site that has satisfied the requirements of Section 44-5 of the Code of Ordinances and is entitled to an ad valorem tax exemption:

Property Description

Owner/Applicant:	Daniel and Laura Lensgraf
Address:	101 Parkview Street
Property Description:	LT 1, cut out from the south ½ of BLK 1, Highland Addition City of Houston, Harris County, Texas.

Section 3. The City Council hereby grants an ad valorem tax exemption to the improvements located at the historical site described above. In accordance with Section 44-5 of the Code of Ordinances, the Finance Department has determined that the qualifying expenditures are one hundred percent or more of the base value of the improvements, thus the exemption shall be equal to the assessed value of the historic improvements in the year 2015,

the year following demonstration of the qualifying expenditures. The exemption will continue for a maximum period of 15 years under the conditions specified in Section 44-5 of the Code of Ordinances.

Section 4. The tax exemption for the above described historical site shall be effective as of January 1 of the year following demonstration to the Director of Finance of completion of the restoration or preservation work and demonstration of the making of the qualifying expenditures. The duration of said exemption shall be for a period of fifteen years if the restoration project receives no financial incentive from the City funded by municipal hotel occupancy taxes, or ten years if the restoration project receives a financial incentive from the City funded by municipal hotel occupancy taxes.

Section 5. If it is determined by the Director of Finance that any City taxes due on the historical site have become delinquent or that the historical site has deteriorated, has been demolished or destroyed, or has been the subject of a certificate of appropriateness issued pursuant to sections 33-247 or 33-250 of the Code of Ordinances, then such tax delinquency or such changed condition shall constitute grounds for revocation of the exemption. If the exemption is revoked under any of these circumstances, the historical site shall be subject to recapture of taxes as provided by Section 44-5(f) of the Code of Ordinances.

Section 6. A copy of this Ordinance shall be recorded in the real property records of Harris County. Failure on the part of the applicant to deliver a copy of such recorded ordinance, showing the date of recordation in the appropriate real property records, to the Director of Finance within 90 days of the date of passage of this Ordinance shall cause the expiration of the exemption at the end of such 90-day period.

Section 7. 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 unconstitutional, void or 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 8. 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 have 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 9. 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 that 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 November 2014.

APPROVED this _____ day of November 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. _____
Assistant City Attorney

Requested by Andy Icken, Deputy Director, Mayor's Office
L.D. No. 0421400147001

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CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District C, District H

Item Creation Date: 11/17/2014

MYR - Historial Site Tax Exemption for 1433 Allston Street

Agenda Item#: 23.

Summary:
ORDINANCE providing for an ad valorem tax exemption on a historical site located at 1433 Allston Street in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT C - COHEN**

Background:
SUBJECT: Ordinances approving Historic Site Tax Exemptions for properties in Designated Historic Districts for the thirteen (13) properties located at: 1901 North Blvd; 209 E. Woodland St; 523 Bayland Ave; 1539 Rutland St; 1845 Harvard St; 101 Parkview St; 1433 Allston St; 1334 Ashland St; 518 Harvard St; 419 Euclid St; 606 Colquitt St; 208 East 8th St; 715 Pizer St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.

RECOMMENDATION: (Summary)
That City Council adopt Ordinances approving Historic Site Tax Exemptions for properties in Designated Historic Districts for the thirteen (13) properties located at: 1901 North Blvd; 209 E. Woodland St; 523 Bayland Ave; 1539 Rutland St; 1845 Harvard St; 101 Parkview St; 1433 Allston St; 1334 Ashland St; 518 Harvard St; 419 Euclid St; 606 Colquitt St; 208 East 8th St; 715 Pizer St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.

SPECIFIC EXPLANATION:
Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for historic sites. Prior City Council designation of the property as a contributing structure in an historic district is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements and within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). **The exemption is for a 15-year period but is capped each year at the exemption amount calculated for year one**.

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The owner of the following contributing structures is in historic district submitted sworn affidavits that meet the criteria set out in the Code of Ordinances. The table below shows the base value of improvement (pre-restoration), the amount of the restoration investment made by the property owner, the approximate dollar amount of the taxes that will be foregone for the first year based upon Harris County Appraisal District's 2014 property valuation and the City's current property tax rate, and the estimated maximum amount that would be exempt over 15 years:

Contributing Structure	Historic District	Base Yr. Improvement Value (HCAD)	Total Restoration Expenditure	Estimated Yr. One Exemption	Max. Estimated Exemption over 15 Yr.
1901 North Blvd	Boulevard Oaks	$48,930	$1,162,396	$4,009	$60,135
209 E. Woodland St	Germantown	$74,638	$238,728	$1,476	$22,140
523 Bayland Ave	Woodland Heights	$55,356	$115,016	$3,843	$57,645
1539 Rutland St	Houston Heights West	$76,481	$440,731	$2,517	$37,755
1845 Harvard St	Houston Heights East	$42,176	$330,579	$12,544	$188,160
101 Parkview St	Germantown	$46,724	$485,804	$993	$14,895
1433 Allston St	Houston Heights West	$169,800	$396,016	$1,072	$16,080
	Houston Heights				

1334 Ashland St	West	$7,000	$419,246	$1,643	$24,645
518 Harvard St	Houston Heights South	$212,000	$215,754	$1,362	$20,430
419 Euclid St	Woodland Heights	$141,316	$279,433	$1,077	$16,155
606 Colquitt St	First Montrose Commons	$35,000	$114,972	$221	$3,315
208 East 8th Street	Houston Heights South	$128,065	$126,123	$796	$11,940
715 Pizer Street	Norhill	$139,146	$219,215	$1,383	$20,745

Since the properties have been designated as contributing structures in an historic district, and meet all other criteria, it is recommended that City Council grant each of the properties the exemption from ad valorem taxation provided under Section 44-5 of the Code of Ordinances.

cc: Marta Crinejo, Agenda Director
Anna Russell, City Secretary
David Feldman, City Attorney

Prior Council Action:
Ord. No. 2007-0658, Res. No. 2000-0028, Res. No. 2007-0048, Res. No. 2008-0004, Res. No. 2009-0040, Res. No. 2010-0039, Res. No. 2H011-0015, Res. No. 2011-0016, Res. No. 2012-0043

Amount of Funding:
No funding required

Contact Information:
Gwendolyn Tillotson Phone: (832) 393-0937
Ketan Inamdar Phone: (832) 393-0840

ATTACHMENTS:

Description	Type
HSTE properties designated for historical district RCA	Signed Cover sheet
HSTE properties designated for historical district BACKUP	Backup Material
HSTE amend sec 44-5 and add sec 44-29	Backup Material
HSTE designating Houston Heights Hist Dist West Area	Backup Material
HSTE 1433 Allston Street Application	Backup Material
HSTE Ord-1433 Allston	Ordinance/Resolution/Motion

REQUEST FOR COUNCIL ACTION

TO: Mayor via City Secretary — **RCA #**

SUBJECT: Ordinances approving Historic Site Tax Exemptions for properties in Designated Historic Districts for the thirteen (13) properties located at: 1901 North Blvd; 209 E. Woodland St; 523 Bayland Ave; 1539 Rutland St; 1845 Harvard St; 101 Parkview St; 1433 Allston St; 1334 Ashland St; 518 Harvard St; 419 Euclid St; 606 Colquitt St; 208 East 8th St; 715 Pizer St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.	**Category #**	**Page 1 of 1**	**Agenda Item#**
FROM: (Department or other point of origin): Andy Icken, Chief Development Officer	**Origination Date**		**Agenda Date**
SIGNATURES	**Council Districts affected:** C,H		
For additional information contact: Gwendolyn Tillotson Phone: (832) 393-0937; Ketan Inamdar Phone: (832) 393-0840	**Date and identification of prior authorizing Council Action:** Ord. No. 2007-0658, Res. No. 2000-0028, Res. No. 2007-0048, Res. No. 2008-0004, Res. No. 2009-0040, Res. No. 2010-0039, Res. No. 2011-0015, Res. No. 2011-0016, Res. No. 2012-0043		

RECOMMENDATION: (Summary)
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Amount of Funding: No funding required. — **Finance Budget:**

SOURCE OF FUNDING: [ ] General Fund [ ] Grant Fund [ ] Enterprise Fund [ ] Other (Specify)

SPECIFIC EXPLANATION:
Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for historic sites. Prior City Council designation of the property as a contributing structure in an historic district is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements and within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). **The exemption is for a 15-year period but is capped each year at the exemption amount calculated for year one.**

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cc: Marta Crinejo, Agenda Director
Anna Russell, City Secretary
David Feldman, City Attorney
Deidra Penny, First Assistant City Attorney

REQUIRED AUTHORIZATION

Finance Department:	Planning & Development Department:	Other Authorization:
Director	Director	

Historic Site Tax Exemptions Summary | 2014

COH Ordinance 2007-0658 (Historic Site Tax Exemption)

Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for historic sites. Prior City Council designation of the property as a contributing structure in an historic district or Historic designation or Protected Landmark designation is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements and within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). The exemption is for a 15-year period but is capped each year at the exemption amount calculated for year one.

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2603 Milam St	C	Historic Landmark	$90,499	$143,798	$2,540	$38,100
					$64,882	**$973,230**

City of Houston, Texas, Ordinance No. _____

AN ORDINANCE PROVIDING FOR AN AD VALOREM TAX EXEMPTION ON A HISTORICAL SITE LOCATED AT 1433 ALLSTON STREET IN HOUSTON, TEXAS; CONTAINING FINDINGS AND OTHER PROVISIONS RELATING TO THE FOREGOING SUBJECT; PROVIDING FOR THE REVOCATION OF SUCH TAX EXEMPTION AND THE RECAPTURE OF TAXES UPON THE OCCURRENCE OF STATED EVENTS; PROVIDING FOR SEVERABILITY; AND DECLARING AN EMERGENCY.

* * * * *

WHEREAS, the building located at 1433 Allston Street in Houston, Texas, located within the Houston Heights Historic District West area, was designated on December 19, 2007, by the City Council of the City of Houston in Resolution 2007-48 as a potentially contributing structure within a historic district; and

WHEREAS, Article VIII, Section 1-f of the Texas Constitution and Section 11.24 of the Texas Tax Code authorize the governing body of a taxing unit to exempt part or all of the assessed value for ad valorem taxes of a historical structure that has been designated as a historically significant site in need of tax relief to encourage its preservation; and

WHEREAS, a sworn application has been submitted to the Director of the Department of Finance, seeking tax relief for the building located at 1433 Allston Street which is in need of tax relief to encourage its preservation and to defray costs of preservation or restoration; and

WHEREAS, the Director of Finance and the Director of Planning and Development, after investigation and review, have jointly recommended to City Council that the property is eligible for an ad valorem tax exemption; **NOW THEREFORE,**

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

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

Section 2. The City Council finds and hereby determines that the following described property is a historical site that has satisfied the requirements of Section 44-5 of the Code of Ordinances and is entitled to an ad valorem tax exemption:

Property Description

Owner/Applicant:	Allison and Steven Sawyer
Address:	1433 Allston Street
Property Description:	LT 4, BLK 154, Houston Heights City of Houston, Harris County, Texas.

Section 3. The City Council hereby grants an ad valorem tax exemption to the improvements located at the historical site described above. In accordance with Section 44-5 of the Code of Ordinances, the Finance Department has determined that the qualifying expenditures are one hundred percent or more of the base value of the improvements, thus the exemption shall be equal to the assessed value of the historic improvements in the year 2015,

the year following demonstration of the qualifying expenditures. The exemption will continue for a maximum period of 15 years under the conditions specified in Section 44-5 of the Code of Ordinances.

Section 4. The tax exemption for the above described historical site shall be effective as of January 1 of the year following demonstration to the Director of Finance of completion of the restoration or preservation work and demonstration of the making of the qualifying expenditures. The duration of said exemption shall be for a period of fifteen years if the restoration project receives no financial incentive from the City funded by municipal hotel occupancy taxes, or ten years if the restoration project receives a financial incentive from the City funded by municipal hotel occupancy taxes.

Section 5. If it is determined by the Director of Finance that any City taxes due on the historical site have become delinquent or that the historical site has deteriorated, has been demolished or destroyed, or has been the subject of a certificate of appropriateness issued pursuant to sections 33-247 or 33-250 of the Code of Ordinances, then such tax delinquency or such changed condition shall constitute grounds for revocation of the exemption. If the exemption is revoked under any of these circumstances, the historical site shall be subject to recapture of taxes as provided by Section 44-5(f) of the Code of Ordinances.

Section 6. A copy of this Ordinance shall be recorded in the real property records of Harris County. Failure on the part of the applicant to deliver a copy of such recorded ordinance, showing the date of recordation in the appropriate real property records, to the Director of Finance within 90 days of the date of passage of this Ordinance shall cause the expiration of the exemption at the end of such 90-day period.

Section 7. 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 unconstitutional, void or 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 8. 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 have 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 9. 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 that 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 November 2014.

APPROVED this _____ day of November 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. _____
Sr. Assistant City Attorney

Requested by Andy Icken, Deputy Director, Mayor's Office
L.D. No. 0421400146001

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CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District C

Item Creation Date: 11/17/2014

MYR - Historial Site Tax Exemption for 1334 Ashland Street

Agenda Item#: 24.

Summary:
ORDINANCE providing for an ad valorem tax exemption on a historical site located at 1334 Ashland Street in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT C - COHEN**

Background:
SUBJECT: Ordinances approving Historic Site Tax Exemptions for properties in Designated Historic Districts for the thirteen (13) properties located at: 1901 North Blvd; 209 E. Woodland St; 523 Bayland Ave; 1539 Rutland St; 1845 Harvard St; 101 Parkview St; 1433 Allston St; 1334 Ashland St; 518 Harvard St; 419 Euclid St; 606 Colquitt St; 208 East 8th St; 715 Pizer St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.

RECOMMENDATION: (Summary)
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SPECIFIC EXPLANATION:
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606 Colquitt St	First Montrose Commons	$35,000	$114,972	$221	$3,315
208 East 8th	Houston Heights				

Street	South	$128,065	$126,123	$796	$11,940
715 Pizer Street	Norhill	$139,146	$219,215	$1,383	$20,745

Since the properties have been designated as contributing structures in an historic district, and meet all other criteria, it is recommended that City Council grant each of the properties the exemption from ad valorem taxation provided under Section 44-5 of the Code of Ordinances.

cc: Marta Crinejo, Agenda Director
Anna Russell, City Secretary
David Feldman, City Attorney

Prior Council Action:
Ord. No. 2007-0658, Res. No. 2000-0028, Res. No. 2007-0048, Res. No. 2008-0004, Res. No. 2009-0040, Res. No. 2010-0039, Res. No. 2H011-0015, Res. No. 2011-0016, Res. No. 2012-0043

Amount of Funding:
No funding required

Contact Information:
Gwendolyn Tillotson Phone: (832) 393-0937
Ketan Inamdar Phone: (832) 393-0840

ATTACHMENTS:

Description	Type
HSTE properties designated for historical district RCA	Signed Cover sheet
HSTE properties designated for historical district BACKUP	Backup Material
HSTE amend sec 44-5 and add sec 44-29	Backup Material
HSTE designating Houston Heights Hist Dist West Area	Backup Material
HSTE 1334 Ashland Street Application	Backup Material
HSTE Ord-1334 Ashland	Ordinance/Resolution/Motion

REQUEST FOR COUNCIL ACTION

TO: Mayor via City Secretary — **RCA #**

SUBJECT: Ordinances approving Historic Site Tax Exemptions for properties in Designated Historic Districts for the thirteen (13) properties located at: 1901 North Blvd; 209 E. Woodland St; 523 Bayland Ave; 1539 Rutland St; 1845 Harvard St; 101 Parkview St; 1433 Allston St; 1334 Ashland St; 518 Harvard St; 419 Euclid St; 606 Colquitt St; 208 East 8th St; 715 Pizer St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.	**Category #**	**Page 1 of 1**	**Agenda Item#**
FROM: (Department or other point of origin): Andy Icken, Chief Development Officer	**Origination Date**		**Agenda Date**
SIGNATURES	**Council Districts affected:** C,H		
For additional information contact: Gwendolyn Tillotson Phone: (832) 393-0937; Ketan Inamdar Phone: (832) 393-0840	**Date and identification of prior authorizing Council Action:** Ord. No. 2007-0658, Res. No. 2000-0028, Res. No. 2007-0048, Res. No. 2008-0004, Res. No. 2009-0040, Res. No. 2010-0039, Res. No. 2011-0015, Res. No. 2011-0016, Res. No. 2012-0043		

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Amount of Funding: No funding required. — **Finance Budget:**

SOURCE OF FUNDING: [ ] General Fund [ ] Grant Fund [ ] Enterprise Fund [ ] Other (Specify)

SPECIFIC EXPLANATION:
Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for historic sites. Prior City Council designation of the property as a contributing structure in an historic district is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements and within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). **The exemption is for a 15-year period but is capped each year at the exemption amount calculated for year one.**

The owner of the following contributing structures is in historic district submitted sworn affidavits that meet the criteria set out in the Code of Ordinances. The table below shows the base value of improvement (pre-restoration), the amount of the restoration investment made by the property owner, the approximate dollar amount of the taxes that will be foregone for the first year based upon Harris County Appraisal District's 2014 property valuation and the City's current property tax rate, and the estimated maximum amount that would be exempt over 15 years:

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Since the properties have been designated as contributing structures in an historic district, and meet all other criteria, it is recommended that City Council grant each of the properties the exemption from ad valorem taxation provided under Section 44-5 of the Code of Ordinances.

cc: Marta Crinejo, Agenda Director
Anna Russell, City Secretary
David Feldman, City Attorney
Deidra Penny, First Assistant City Attorney

REQUIRED AUTHORIZATION

Finance Department:	Planning & Development Department:	Other Authorization:
Director	Director	

Historic Site Tax Exemptions Summary | 2014

COH Ordinance 2007-0658 (Historic Site Tax Exemption)

Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for historic sites. Prior City Council designation of the property as a contributing structure in an historic district or Historic designation or Protected Landmark designation is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements and within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). The exemption is for a 15-year period but is capped each year at the exemption amount calculated for year one.

- Total applications received: 22
- Incomplete/Rejected: 4 (2 will apply next year)
- **Total eligible applications: 18 (Historic LM 5; Historic Dist. 13)**

Based on Harris County Appraisal District's 2014 property valuation and the City's ***2014 property tax rate ($0.63108/$100 value)***, and the estimated maximum amount that would be exempt over 15 years:

Address	CM Dist.	Designation Type	Base Yr. Improvement Value (HCAD)	Total Restoration Expenditure	Estimated Yr. One Exemption	*Max. Estimated Exemption over 15 Yr.*
1901 North Blvd	C	Historic District	$48,930	$1,162,396	$4,009	$60,135
209 E. Woodland St	H	Historic District	$74,638	$238,728	$1,476	$22,140
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715 Pizer Street	H	Historic District	$139,146	$219,215	$1,383	$20,745
3003 Chevy Chase Dr	G	Historic Landmark	$235,708	$470,472	$3,799	$56,985
3414 Del Monte Dr	G	Historic Landmark	$1,972,725	$1,066,776	$6,732	$100,980
2910 Lazy Lane Blvd	G	Historic Landmark	$1,091,940	$2,766,885	$10,997	$164,955
2504 Brentwood Dr	G	Historic Landmark	$546,924	$851,240	$7,878	$118,170
2603 Milam St	C	Historic Landmark	$90,499	$143,798	$2,540	$38,100
					$64,882	**$973,230**

City of Houston, Texas, Ordinance No. _____

AN ORDINANCE PROVIDING FOR AN AD VALOREM TAX EXEMPTION ON A HISTORICAL SITE LOCATED AT 1334 ASHLAND STREET IN HOUSTON, TEXAS; CONTAINING FINDINGS AND OTHER PROVISIONS RELATING TO THE FOREGOING SUBJECT; PROVIDING FOR THE REVOCATION OF SUCH TAX EXEMPTION AND THE RECAPTURE OF TAXES UPON THE OCCURRENCE OF STATED EVENTS; PROVIDING FOR SEVERABILITY; AND DECLARING AN EMERGENCY.

* * * * *

WHEREAS, the building located at 1334 Ashland Street in Houston, Texas, located within the Houston Heights Historic District West area, was designated on December 19, 2007, by the City Council of the City of Houston in Resolution 2007-48 as a potentially contributing structure within a historic district; and

WHEREAS, Article VIII, Section 1-f of the Texas Constitution and Section 11.24 of the Texas Tax Code authorize the governing body of a taxing unit to exempt part or all of the assessed value for ad valorem taxes of a historical structure that has been designated as a historically significant site in need of tax relief to encourage its preservation; and

WHEREAS, a sworn application has been submitted to the Director of the Department of Finance, seeking tax relief for the building located at 1334 Ashland Street, which is in need of tax relief to encourage its preservation and to defray costs of preservation or restoration; and

WHEREAS, the Director of Finance and the Director of Planning and Development, after investigation and review, have jointly recommended to City Council that the property is eligible for an ad valorem tax exemption; **NOW THEREFORE,**

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

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

Section 2. The City Council finds and hereby determines that the following described property is a historical site that has satisfied the requirements of Section 44-5 of the Code of Ordinances and is entitled to an ad valorem tax exemption:

Property Description

Owner/Applicant:	Phillip C. Strong and Nazareth Tekeste
Address:	1334 Ashland Street
Property Description:	Lot 31 and Track 32A, Block 175, Houston Heights City of Houston, Harris County, Texas.

Section 3. The City Council hereby grants an ad valorem tax exemption to the improvements located at the historical site described above. In accordance with Section 44-5 of the Code of Ordinances, the Finance Department has determined that the qualifying expenditures are one hundred percent or more of the base value of the improvements, thus the exemption shall be equal to the assessed value of the historic improvements in the year 2015,

the year following demonstration of the qualifying expenditures. The exemption will continue for a maximum period of 15 years under the conditions specified in Section 44-5 of the Code of Ordinances.

Section 4. The tax exemption for the above described historical site shall be effective as of January 1 of the year following demonstration to the Director of Finance of completion of the restoration or preservation work and demonstration of the making of the qualifying expenditures. The duration of said exemption shall be for a period of fifteen years if the restoration project receives no financial incentive from the City funded by municipal hotel occupancy taxes, or ten years if the restoration project receives a financial incentive from the City funded by municipal hotel occupancy taxes.

Section 5. If it is determined by the Director of Finance that any City taxes due on the historical site have become delinquent or that the historical site has deteriorated, has been demolished or destroyed, or has been the subject of a certificate of appropriateness issued pursuant to sections 33-247 or 33-250 of the Code of Ordinances, then such tax delinquency or such changed condition shall constitute grounds for revocation of the exemption. If the exemption is revoked under any of these circumstances, the historical site shall be subject to recapture of taxes as provided by Section 44-5(f) of the Code of Ordinances.

Section 6. A copy of this Ordinance shall be recorded in the real property records of Harris County. Failure on the part of the applicant to deliver a copy of such recorded ordinance, showing the date of recordation in the appropriate real property records, to the Director of Finance within 90 days of the date of passage of this Ordinance shall cause the expiration of the exemption at the end of such 90-day period.

Section 7. 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 unconstitutional, void or 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 8. 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 have 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 9. 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 that 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 November 2014.

APPROVED this _____ day of November 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. _____
Senior Assistant City Attorney

Requested by Andy Icken, Deputy Director, Mayor's Office
L.D. No. 0421400143001

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CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District C

Item Creation Date: 11/17/2014

MYR - Historial Site Tax Exemption for 518 Harvard Street

Agenda Item#: 25.

Summary:
ORDINANCE providing for an ad valorem tax exemption on a historical site located at 518 Harvard Street in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT C - COHEN**

Background:
SUBJECT: Ordinances approving Historic Site Tax Exemptions for properties in Designated Historic Districts for the thirteen (13) properties located at: 1901 North Blvd; 209 E. Woodland St; 523 Bayland Ave; 1539 Rutland St; 1845 Harvard St; 101 Parkview St; 1433 Allston St; 1334 Ashland St; 518 Harvard St; 419 Euclid St; 606 Colquitt St; 208 East 8th St; 715 Pizer St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.

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cc: Marta Crinejo, Agenda Director
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Prior Council Action:
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Amount of Funding:
No funding required

Contact Information:
Gwendolyn Tillotson Phone: (832) 393-0937
Ketan Inamdar Phone: (832) 393-0840

ATTACHMENTS:

Description	Type
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HSTE amend sec 44-5 and add sec 44-29	Backup Material
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REQUEST FOR COUNCIL ACTION

TO: Mayor via City Secretary — **RCA #**

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FROM: (Department or other point of origin): Andy Icken, Chief Development Officer	**Origination Date**		**Agenda Date**
SIGNATURES	**Council Districts affected:** C,H		
For additional information contact: Gwendolyn Tillotson Phone: (832) 393-0937; Ketan Inamdar Phone: (832) 393-0840	**Date and identification of prior authorizing Council Action:** Ord. No. 2007-0658, Res. No. 2000-0028, Res. No. 2007-0048, Res. No. 2008-0004, Res. No. 2009-0040, Res. No. 2010-0039, Res. No. 2011-0015, Res. No. 2011-0016, Res. No. 2012-0043		

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Amount of Funding: No funding required. — **Finance Budget:**

SOURCE OF FUNDING: [ ] General Fund [ ] Grant Fund [ ] Enterprise Fund [ ] Other (Specify)

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Anna Russell, City Secretary
David Feldman, City Attorney
Deidra Penny, First Assistant City Attorney

REQUIRED AUTHORIZATION

Finance Department:	Planning & Development Department:	Other Authorization:
Director	Director	

Historic Site Tax Exemptions Summary | 2014

COH Ordinance 2007-0658 (Historic Site Tax Exemption)

Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for historic sites. Prior City Council designation of the property as a contributing structure in an historic district or Historic designation or Protected Landmark designation is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements and within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). The exemption is for a 15-year period but is capped each year at the exemption amount calculated for year one.

- Total applications received: 22
- Incomplete/Rejected: 4 (2 will apply next year)
- **Total eligible applications: 18 (Historic LM 5; Historic Dist. 13)**

Based on Harris County Appraisal District's 2014 property valuation and the City's ***2014 property tax rate ($0.63108/$100 value)***, and the estimated maximum amount that would be exempt over 15 years:

Address	CM Dist.	Designation Type	Base Yr. Improvement Value (HCAD)	Total Restoration Expenditure	Estimated Yr. One Exemption	*Max. Estimated Exemption over 15 Yr.*
1901 North Blvd	C	Historic District	$48,930	$1,162,396	$4,009	$60,135
209 E. Woodland St	H	Historic District	$74,638	$238,728	$1,476	$22,140
523 Bayland Ave	H	Historic District	$55,356	$115,016	$3,843	$57,645
1539 Rutland St	C	Historic District	$76,481	$440,731	$2,517	$37,755
1845 Harvard St	C	Historic District	$42,176	$330,579	$12,544	$188,160
101 Parkview St	H	Historic District	$46,724	$485,804	$993	$14,895
1433 Allston St	C	Historic District	$169,800	$396,016	$1,072	$16,080
1334 Ashland St	C	Historic District	$7,000	$419,246	$1,643	$24,645
518 Harvard St	C	Historic District	$212,000	$215,754	$1,362	$20,430
419 Euclid St	H	Historic District	$141,316	$279,433	$1,077	$16,155
606 Colquitt St	C	Historic District	$35,000	$114,972	$221	$3,315
208 East 8th Street	C	Historic District	$128,065	$126,123	$796	$11,940
715 Pizer Street	H	Historic District	$139,146	$219,215	$1,383	$20,745
3003 Chevy Chase Dr	G	Historic Landmark	$235,708	$470,472	$3,799	$56,985
3414 Del Monte Dr	G	Historic Landmark	$1,972,725	$1,066,776	$6,732	$100,980
2910 Lazy Lane Blvd	G	Historic Landmark	$1,091,940	$2,766,885	$10,997	$164,955
2504 Brentwood Dr	G	Historic Landmark	$546,924	$851,240	$7,878	$118,170
2603 Milam St	C	Historic Landmark	$90,499	$143,798	$2,540	$38,100
					$64,882	**$973,230**

City of Houston, Texas, Ordinance No. _____

AN ORDINANCE PROVIDING FOR AN AD VALOREM TAX EXEMPTION ON A HISTORICAL SITE LOCATED AT 518 HARVARD STREET IN HOUSTON, TEXAS; CONTAINING FINDINGS AND OTHER PROVISIONS RELATING TO THE FOREGOING SUBJECT; PROVIDING FOR THE REVOCATION OF SUCH TAX EXEMPTION AND THE RECAPTURE OF TAXES UPON THE OCCURRENCE OF STATED EVENTS; PROVIDING FOR SEVERABILITY; AND DECLARING AN EMERGENCY.

* * * * *

WHEREAS, the building located at 518 Harvard Street in Houston, Texas, located within the Heights South area, was designated on June 29, 2011, by the City Council of the City of Houston in Resolution 2011-15 as a potentially contributing structure within a historic district; and

WHEREAS, Article VIII, Section 1-f of the Texas Constitution and Section 11.24 of the Texas Tax Code authorize the governing body of a taxing unit to exempt part or all of the assessed value for ad valorem taxes of a historical structure that has been designated as a historically significant site in need of tax relief to encourage its preservation; and

WHEREAS, a sworn application has been submitted to the Director of the Department of Finance, seeking tax relief for the building located at 518 Harvard Street, which is in need of tax relief to encourage its preservation and to defray costs of preservation or restoration; and

WHEREAS, the Director of Finance and the Director of Planning and Development, after investigation and review, have jointly recommended to City Council that the property is eligible for an ad valorem tax exemption; **NOW THEREFORE,**

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

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

Section 2. The City Council finds and hereby determines that the following described property is a historical site that has satisfied the requirements of Section 44-5 of the Code of Ordinances and is entitled to an ad valorem tax exemption:

Property Description

Owner/Applicant:	Leslie Holland
Address:	518 Harvard Street
Property Description:	Lot 17, Block 289, Houston Heights City of Houston, Harris County, Texas.

Section 3. The City Council hereby grants an ad valorem tax exemption to the improvements located at the historical site described above. In accordance with Section 44-5 of the Code of Ordinances, the Finance Department has determined that the qualifying expenditures are one hundred percent or more of the base value of the improvements, thus the exemption shall be equal to the assessed value of the historic improvements in the year 2015,

the year following demonstration of the qualifying expenditures. The exemption will continue for a maximum period of 15 years under the conditions specified in Section 44-5 of the Code of Ordinances.

Section 4. The tax exemption for the above described historical site shall be effective as of January 1 of the year following demonstration to the Director of Finance of completion of the restoration or preservation work and demonstration of the making of the qualifying expenditures. The duration of said exemption shall be for a period of fifteen years if the restoration project receives no financial incentive from the City funded by municipal hotel occupancy taxes, or ten years if the restoration project receives a financial incentive from the City funded by municipal hotel occupancy taxes.

Section 5. If it is determined by the Director of Finance that any City taxes due on the historical site have become delinquent or that the historical site has deteriorated, has been demolished or destroyed, or has been the subject of a certificate of appropriateness issued pursuant to sections 33-247 or 33-250 of the Code of Ordinances, then such tax delinquency or such changed condition shall constitute grounds for revocation of the exemption. If the exemption is revoked under any of these circumstances, the historical site shall be subject to recapture of taxes as provided by Section 44-5(f) of the Code of Ordinances.

Section 6. A copy of this Ordinance shall be recorded in the real property records of Harris County. Failure on the part of the applicant to deliver a copy of such recorded ordinance, showing the date of recordation in the appropriate real property records, to the Director of Finance within 90 days of the date of passage of this Ordinance shall cause the expiration of the exemption at the end of such 90-day period.

Section 7. 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 unconstitutional, void or 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 8. 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 have 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 9. 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 that 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 November 2014.

APPROVED this _____ day of November 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. _____
Senior Assistant City Attorney

Requested by Andy Icken, Deputy Director, Mayor's Office
L.D. No. 0421400142001

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CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District H

Item Creation Date: 11/17/2014

MYR - Historial Site Tax Exemption for 419 Euclid St

Agenda Item#: 26.

Summary:
ORDINANCE providing for an ad valorem tax exemption on a historical site located at 419 Euclid Street in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT H - GONZALEZ**

Background:
SUBJECT: Ordinances approving Historic Site Tax Exemptions for properties in Designated Historic Districts for the thirteen (13) properties located at: 1901 North Blvd; 209 E. Woodland St; 523 Bayland Ave; 1539 Rutland St; 1845 Harvard St; 101 Parkview St; 1433 Allston St; 1334 Ashland St; 518 Harvard St; 419 Euclid St; 606 Colquitt St; 208 East 8th St; 715 Pizer St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.

RECOMMENDATION: (Summary)
That City Council adopt Ordinances approving Historic Site Tax Exemptions for properties in Designated Historic Districts for the thirteen (13) properties located at: 1901 North Blvd; 209 E. Woodland St; 523 Bayland Ave; 1539 Rutland St; 1845 Harvard St; 101 Parkview St; 1433 Allston St; 1334 Ashland St; 518 Harvard St; 419 Euclid St; 606 Colquitt St; 208 East 8th St; 715 Pizer St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.

SPECIFIC EXPLANATION:
Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for historic sites. Prior City Council designation of the property as a contributing structure in an historic district is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements and within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). **The exemption is for a 15-year period but is capped each year at the exemption amount calculated for year one**.

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The owner of the following contributing structures is in historic district submitted sworn affidavits that meet the criteria set out in the Code of Ordinances. The table below shows the base value of improvement (pre-restoration), the amount of the restoration investment made by the property owner, the approximate dollar amount of the taxes that will be foregone for the first year based upon Harris County Appraisal District's 2014 property valuation and the City's current property tax rate, and the estimated maximum amount that would be exempt over 15 years:

Contributing Structure	Historic District	Base Yr. Improvement Value (HCAD)	Total Restoration Expenditure	Estimated Yr. One Exemption	Max. Estimated Exemption over 15 Yr.
1901 North Blvd	Boulevard Oaks	$48,930	$1,162,396	$4,009	$60,135
209 E. Woodland St	Germantown	$74,638	$238,728	$1,476	$22,140
523 Bayland Ave	Woodland Heights	$55,356	$115,016	$3,843	$57,645
1539 Rutland St	Houston Heights West	$76,481	$440,731	$2,517	$37,755
1845 Harvard St	Houston Heights East	$42,176	$330,579	$12,544	$188,160
101 Parkview St	Germantown	$46,724	$485,804	$993	$14,895
1433 Allston St	Houston Heights West	$169,800	$396,016	$1,072	$16,080
1334 Ashland St	Houston Heights West	$7,000	$419,246	$1,643	$24,645

518 Harvard St	Houston Heights South	$212,000	$215,754	$1,362	$20,430
419 Euclid St	Woodland Heights	$141,316	$279,433	$1,077	$16,155
606 Colquitt St	First Montrose Commons	$35,000	$114,972	$221	$3,315
208 East 8th Street	Houston Heights South	$128,065	$126,123	$796	$11,940
715 Pizer Street	Norhill	$139,146	$219,215	$1,383	$20,745

Since the properties have been designated as contributing structures in an historic district, and meet all other criteria, it is recommended that City Council grant each of the properties the exemption from ad valorem taxation provided under Section 44-5 of the Code of Ordinances.

cc: Marta Crinejo, Agenda Director
Anna Russell, City Secretary
David Feldman, City Attorney

Prior Council Action:
Ord. No. 2007-0658, Res. No. 2000-0028, Res. No. 2007-0048, Res. No. 2008-0004, Res. No. 2009-0040, Res. No. 2010-0039, Res. No. 2H011-0015, Res. No. 2011-0016, Res. No. 2012-0043

Amount of Funding:
No funding required

Contact Information:
Gwendolyn Tillotson Phone: (832) 393-0937
Ketan Inamdar Phone: (832) 393-0840

ATTACHMENTS:

Description	Type
HSTE properties designated for historical district RCA	Signed Cover sheet
HSTE properties designated for historical district BACKUP	Backup Material
HSTE amend sec 44-5 and add sec 44-29	Backup Material
HSTE designating Woodland Heights Area	Backup Material
HSTE 419 Euclid Street Application	Backup Material
HSTE Ord-419 Euclid	Ordinance/Resolution/Motion

REQUEST FOR COUNCIL ACTION

TO: Mayor via City Secretary — **RCA #**

SUBJECT: Ordinances approving Historic Site Tax Exemptions for properties in Designated Historic Districts for the thirteen (13) properties located at: 1901 North Blvd; 209 E. Woodland St; 523 Bayland Ave; 1539 Rutland St; 1845 Harvard St; 101 Parkview St; 1433 Allston St; 1334 Ashland St; 518 Harvard St; 419 Euclid St; 606 Colquitt St; 208 East 8th St; 715 Pizer St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.	**Category #**	**Page 1 of 1**	**Agenda Item#**
FROM: (Department or other point of origin): Andy Icken, Chief Development Officer	**Origination Date**		**Agenda Date**
SIGNATURES	**Council Districts affected:** C,H		
For additional information contact: Gwendolyn Tillotson Phone: (832) 393-0937; Ketan Inamdar Phone: (832) 393-0840	**Date and identification of prior authorizing Council Action:** Ord. No. 2007-0658, Res. No. 2000-0028, Res. No. 2007-0048, Res. No. 2008-0004, Res. No. 2009-0040, Res. No. 2010-0039, Res. No. 2011-0015, Res. No. 2011-0016, Res. No. 2012-0043		

RECOMMENDATION: (Summary)
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Amount of Funding: No funding required. — **Finance Budget:**

SOURCE OF FUNDING: [ ] General Fund [ ] Grant Fund [ ] Enterprise Fund [ ] Other (Specify)

SPECIFIC EXPLANATION:
Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for historic sites. Prior City Council designation of the property as a contributing structure in an historic district is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements and within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). **The exemption is for a 15-year period but is capped each year at the exemption amount calculated for year one.**

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cc: Marta Crinejo, Agenda Director
Anna Russell, City Secretary
David Feldman, City Attorney
Deidra Penny, First Assistant City Attorney

REQUIRED AUTHORIZATION

Finance Department:	Planning & Development Department:	Other Authorization:
Director	Director	

Historic Site Tax Exemptions Summary | 2014

COH Ordinance 2007-0658 (Historic Site Tax Exemption)

Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for historic sites. Prior City Council designation of the property as a contributing structure in an historic district or Historic designation or Protected Landmark designation is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements and within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). The exemption is for a 15-year period but is capped each year at the exemption amount calculated for year one.

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2603 Milam St	C	Historic Landmark	$90,499	$143,798	$2,540	$38,100
					$64,882	**$973,230**

City of Houston, Texas, Ordinance No. _____

AN ORDINANCE PROVIDING FOR AN AD VALOREM TAX EXEMPTION ON A HISTORICAL SITE LOCATED AT 419 EUCLID STREET IN HOUSTON, TEXAS; CONTAINING FINDINGS AND OTHER PROVISIONS RELATING TO THE FOREGOING SUBJECT; PROVIDING FOR THE REVOCATION OF SUCH TAX EXEMPTION AND THE RECAPTURE OF TAXES UPON THE OCCURRENCE OF STATED EVENTS; PROVIDING FOR SEVERABILITY; AND DECLARING AN EMERGENCY.

* * * * *

WHEREAS, the building located at 419 Euclid Street in Houston, Texas, located within the Woodland Heights area, was designated on June 29, 2011, by the City Council of the City of Houston in Resolution 2011-16 as a contributing structure within a historic district; and

WHEREAS, Article VIII, Section 1-f of the Texas Constitution and Section 11.24 of the Texas Tax Code authorize the governing body of a taxing unit to exempt part or all of the assessed value for ad valorem taxes of a historical structure that has been designated as a historically significant site in need of tax relief to encourage its preservation; and

WHEREAS, a sworn application has been submitted to the Director of the Department of Finance, seeking tax relief for the building located at 419 Euclid Street, which is in need of tax relief to encourage its preservation and to defray costs of preservation or restoration; and

WHEREAS, the Director of Finance and the Director of Planning and Development, after investigation and review, have jointly recommended to City Council that the property is eligible for an ad valorem tax exemption; **NOW THEREFORE,**

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

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

Section 2. The City Council finds and hereby determines that the following described property is a historical site that has satisfied the requirements of Section 44-5 of the Code of Ordinances and is entitled to an ad valorem tax exemption:

Property Description

Owner/Applicant:	Kyle Kubin and Kelly Myernick Kubin
Address:	419 Euclid Street
Property Description:	TRS 11 & 12A, BLK 13, Woodland Heights City of Houston, Harris County, Texas.

Section 3. The City Council hereby grants an ad valorem tax exemption to the improvements located at the historical site described above. In accordance with Section 44-5 of the Code of Ordinances, the Finance Department has determined that the qualifying expenditures are one hundred percent or more of the base value of the improvements, thus the exemption shall be equal to the assessed value of the historic improvements in the year 2015, the year following demonstration of the qualifying expenditures. The exemption will continue for

a maximum period of 15 years under the conditions specified in Section 44-5 of the Code of Ordinances.

Section 4. The tax exemption for the above described historical site shall be effective as of January 1 of the year following demonstration to the Director of Finance of completion of the restoration or preservation work and demonstration of the making of the qualifying expenditures. The duration of said exemption shall be for a period of fifteen years if the restoration project receives no financial incentive from the City funded by municipal hotel occupancy taxes, or ten years if the restoration project receives a financial incentive from the City funded by municipal hotel occupancy taxes.

Section 5. If it is determined by the Director of Finance that any City taxes due on the historical site have become delinquent or that the historical site has deteriorated, has been demolished or destroyed, or has been the subject of a certificate of appropriateness issued pursuant to sections 33-247 or 33-250 of the Code of Ordinances, then such tax delinquency or such changed condition shall constitute grounds for revocation of the exemption. If the exemption is revoked under any of these circumstances, the historical site shall be subject to recapture of taxes as provided by Section 44-5(f) of the Code of Ordinances.

Section 6. A copy of this Ordinance shall be recorded in the real property records of Harris County. Failure on the part of the applicant to deliver a copy of such recorded ordinance, showing the date of recordation in the appropriate real property records, to the Director of Finance within 90 days of the date of passage of this Ordinance shall cause the expiration of the exemption at the end of such 90-day period.

Section 7. 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 unconstitutional, void or 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 8. 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 have 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 9. 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 that 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 November 2014.

APPROVED this _____ day of November 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. _____
Senior Assistant City Attorney

Requested by Andy Icken, Deputy Director, Mayor's Office
L.D. No. 0421400140001

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CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District H

Item Creation Date: 11/17/2014

MYR - Historical Site Tax Exemption for 606 Colquitt Street

Agenda Item#: 27.

Summary:
ORDINANCE providing for an ad valorem tax exemption on a historical site located at 606 Colquitt Street in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT C - COHEN**

Background:
SUBJECT: Ordinances approving Historic Site Tax Exemptions for properties in Designated Historic Districts for the thirteen (13) properties located at: 1901 North Blvd; 209 E. Woodland St; 523 Bayland Ave; 1539 Rutland St; 1845 Harvard St; 101 Parkview St; 1433 Allston St; 1334 Ashland St; 518 Harvard St; 419 Euclid St; 606 Colquitt St; 208 East 8th St; 715 Pizer St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.

RECOMMENDATION: (Summary)
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SPECIFIC EXPLANATION:
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715 Pizer Street	Norhill	$139,146	$219,215	$1,383	$20,745

Since the properties have been designated as contributing structures in an historic district, and meet all other criteria, it is recommended that City Council grant each of the properties the exemption from ad valorem taxation provided under Section 44-5 of the Code of Ordinances.

cc: Marta Crinejo, Agenda Director
Anna Russell, City Secretary
David Feldman, City Attorney

Prior Council Action:
Ord. No. 2007-0658, Res. No. 2000-0028, Res. No. 2007-0048, Res. No. 2008-0004, Res. No. 2009-0040, Res. No. 2010-0039, Res. No. 2H011-0015, Res. No. 2011-0016, Res. No. 2012-0043

Amount of Funding:
No funding required

Contact Information:
Gwendolyn Tillotson Phone: (832) 393-0937
Ketan Inamdar Phone: (832) 393-0840

ATTACHMENTS:

Description	Type
HSTE properties designated historical dist RCA	Signed Cover sheet
HSTE designated historical dist BACKUP	Backup Material
HSTE amend sec 44-5 and add sec 44-29	Backup Material
HSTE designating First Montrose Commons Area	Backup Material
HSTE 606 Colquitt Street Application	Backup Material
HSTE Ord-606 Colquitt	Ordinance/Resolution/Motion

REQUEST FOR COUNCIL ACTION

TO: Mayor via City Secretary — **RCA #**

SUBJECT: Ordinances approving Historic Site Tax Exemptions for properties in Designated Historic Districts for the thirteen (13) properties located at: 1901 North Blvd; 209 E. Woodland St; 523 Bayland Ave; 1539 Rutland St; 1845 Harvard St; 101 Parkview St; 1433 Allston St; 1334 Ashland St; 518 Harvard St; 419 Euclid St; 606 Colquitt St; 208 East 8th St; 715 Pizer St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.	**Category #**	**Page 1 of 1**	**Agenda Item#**
FROM: (Department or other point of origin): Andy Icken, Chief Development Officer	**Origination Date**		**Agenda Date**
SIGNATURES	**Council Districts affected:** C,H		
For additional information contact: Gwendolyn Tillotson Phone: (832) 393-0937; Ketan Inamdar Phone: (832) 393-0840	**Date and identification of prior authorizing Council Action:** Ord. No. 2007-0658, Res. No. 2000-0028, Res. No. 2007-0048, Res. No. 2008-0004, Res. No. 2009-0040, Res. No. 2010-0039, Res. No. 2011-0015, Res. No. 2011-0016, Res. No. 2012-0043		

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Amount of Funding: No funding required. — **Finance Budget:**

SOURCE OF FUNDING: [ ] General Fund [ ] Grant Fund [ ] Enterprise Fund [ ] Other (Specify)

SPECIFIC EXPLANATION:
Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for historic sites. Prior City Council designation of the property as a contributing structure in an historic district is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements and within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). **The exemption is for a 15-year period but is capped each year at the exemption amount calculated for year one.**

The owner of the following contributing structures is in historic district submitted sworn affidavits that meet the criteria set out in the Code of Ordinances. The table below shows the base value of improvement (pre-restoration), the amount of the restoration investment made by the property owner, the approximate dollar amount of the taxes that will be foregone for the first year based upon Harris County Appraisal District's 2014 property valuation and the City's current property tax rate, and the estimated maximum amount that would be exempt over 15 years:

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Since the properties have been designated as contributing structures in an historic district, and meet all other criteria, it is recommended that City Council grant each of the properties the exemption from ad valorem taxation provided under Section 44-5 of the Code of Ordinances.

cc: Marta Crinejo, Agenda Director
Anna Russell, City Secretary
David Feldman, City Attorney
Deidra Penny, First Assistant City Attorney

REQUIRED AUTHORIZATION

Finance Department:	Planning & Development Department:	Other Authorization:
Director	Director	

Historic Site Tax Exemptions Summary | 2014

COH Ordinance 2007-0658 (Historic Site Tax Exemption)

Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for historic sites. Prior City Council designation of the property as a contributing structure in an historic district or Historic designation or Protected Landmark designation is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements and within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). The exemption is for a 15-year period but is capped each year at the exemption amount calculated for year one.

- Total applications received: 22
- Incomplete/Rejected: 4 (2 will apply next year)
- **Total eligible applications: 18 (Historic LM 5; Historic Dist. 13)**

Based on Harris County Appraisal District's 2014 property valuation and the City's ***2014 property tax rate ($0.63108/$100 value)***, and the estimated maximum amount that would be exempt over 15 years:

Address	CM Dist.	Designation Type	Base Yr. Improvement Value (HCAD)	Total Restoration Expenditure	Estimated Yr. One Exemption	*Max. Estimated Exemption over 15 Yr.*
1901 North Blvd	C	Historic District	$48,930	$1,162,396	$4,009	$60,135
209 E. Woodland St	H	Historic District	$74,638	$238,728	$1,476	$22,140
523 Bayland Ave	H	Historic District	$55,356	$115,016	$3,843	$57,645
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715 Pizer Street	H	Historic District	$139,146	$219,215	$1,383	$20,745
3003 Chevy Chase Dr	G	Historic Landmark	$235,708	$470,472	$3,799	$56,985
3414 Del Monte Dr	G	Historic Landmark	$1,972,725	$1,066,776	$6,732	$100,980
2910 Lazy Lane Blvd	G	Historic Landmark	$1,091,940	$2,766,885	$10,997	$164,955
2504 Brentwood Dr	G	Historic Landmark	$546,924	$851,240	$7,878	$118,170
2603 Milam St	C	Historic Landmark	$90,499	$143,798	$2,540	$38,100
					$64,882	**$973,230**

City of Houston, Texas, Ordinance No. _____

AN ORDINANCE PROVIDING FOR AN AD VALOREM TAX EXEMPTION ON A HISTORICAL SITE LOCATED AT 606 COLQUITT STREET IN HOUSTON, TEXAS; CONTAINING FINDINGS AND OTHER PROVISIONS RELATING TO THE FOREGOING SUBJECT; PROVIDING FOR THE REVOCATION OF SUCH TAX EXEMPTION AND THE RECAPTURE OF TAXES UPON THE OCCURRENCE OF STATED EVENTS; PROVIDING FOR SEVERABILITY; AND DECLARING AN EMERGENCY.

* * * * *

WHEREAS, the building located at 606 Colquitt Street in Houston, Texas, located within the First Montrose Commons area, was designated on June 9, 2010, by the City Council of the City of Houston in Resolution 2010-39 as a potentially contributing structure within a historic district; and

WHEREAS, Article VIII, Section 1-f of the Texas Constitution and Section 11.24 of the Texas Tax Code authorize the governing body of a taxing unit to exempt part or all of the assessed value for ad valorem taxes of a historical structure that has been designated as a historically significant site in need of tax relief to encourage its preservation; and

WHEREAS, a sworn application has been submitted to the Director of the Department of Finance, seeking tax relief for the building located at 606 Colquitt Street, which is in need of tax relief to encourage its preservation and to defray costs of preservation or restoration; and

WHEREAS, the Director of Finance and the Director of Planning and Development, after investigation and review, have jointly recommended to City Council that the property is eligible for an ad valorem tax exemption; **NOW THEREFORE,**

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

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

Section 2. The City Council finds and hereby determines that the following described property is a historical site that has satisfied the requirements of Section 44-5 of the Code of Ordinances and is entitled to an ad valorem tax exemption:

Property Description

Owner/Applicant:	John Paul Capistran
Address:	606 Colquitt Street
Property Description:	TRS 3, 4, and 5, BLK 7, First Montrose Commons City of Houston, Harris County, Texas.

Section 3. The City Council hereby grants an ad valorem tax exemption to the improvements located at the historical site described above. In accordance with Section 44-5 of the Code of Ordinances, the Finance Department has determined that the qualifying expenditures are one hundred percent or more of the base value of the improvements, thus the exemption shall be equal to the assessed value of the historic improvements in the year 2015,

the year following demonstration of the qualifying expenditures. The exemption will continue for a maximum period of 15 years under the conditions specified in Section 44-5 of the Code of Ordinances.

Section 4. The tax exemption for the above described historical site shall be effective as of January 1 of the year following demonstration to the Director of Finance of completion of the restoration or preservation work and demonstration of the making of the qualifying expenditures. The duration of said exemption shall be for a period of fifteen years if the restoration project receives no financial incentive from the City funded by municipal hotel occupancy taxes, or ten years if the restoration project receives a financial incentive from the City funded by municipal hotel occupancy taxes.

Section 5. If it is determined by the Director of Finance that any City taxes due on the historical site have become delinquent or that the historical site has deteriorated, has been demolished or destroyed, or has been the subject of a certificate of appropriateness issued pursuant to sections 33-247 or 33-250 of the Code of Ordinances, then such tax delinquency or such changed condition shall constitute grounds for revocation of the exemption. If the exemption is revoked under any of these circumstances, the historical site shall be subject to recapture of taxes as provided by Section 44-5(f) of the Code of Ordinances.

Section 6. A copy of this Ordinance shall be recorded in the real property records of Harris County. Failure on the part of the applicant to deliver a copy of such recorded ordinance, showing the date of recordation in the appropriate real property records, to the Director of Finance within 90 days of the date of passage of this Ordinance shall cause the expiration of the exemption at the end of such 90-day period.

Section 7. 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 unconstitutional, void or 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 8. 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 have 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 9. 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 that 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 November 2014.

APPROVED this _____ day of November 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.
Senior Assistant City Attorney

Requested by Andy Icken, Deputy Director, Mayor's Office
L.D. No. 0421400139001

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CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District C

Item Creation Date: 11/17/2014

MYR - Historical Site Tax Exemption for 208 East 8th Street

Agenda Item#: 28.

Summary:
ORDINANCE providing for an ad valorem tax exemption on a historical site located at 208 East 8th Street in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT C - COHEN**

Background:
SUBJECT: Ordinances approving Historic Site Tax Exemptions for properties in Designated Historic Districts for the thirteen (13) properties located at: 1901 North Blvd; 209 E. Woodland St; 523 Bayland Ave; 1539 Rutland St; 1845 Harvard St; 101 Parkview St; 1433 Allston St; 1334 Ashland St; 518 Harvard St; 419 Euclid St; 606 Colquitt St; 208 East 8th St; 715 Pizer St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.

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cc: Marta Crinejo, Agenda Director
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Amount of Funding:
No funding required

Contact Information:
Gwendolyn Tillotson Phone: (832) 393-0937
Ketan Inamdar Phone: (832) 393-0840

ATTACHMENTS:

Description	Type
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REQUEST FOR COUNCIL ACTION

TO: Mayor via City Secretary — **RCA #**

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FROM: (Department or other point of origin): Andy Icken, Chief Development Officer	**Origination Date**		**Agenda Date**
SIGNATURES	**Council Districts affected:** C,H		
For additional information contact: Gwendolyn Tillotson Phone: (832) 393-0937; Ketan Inamdar Phone: (832) 393-0840	**Date and identification of prior authorizing Council Action:** Ord. No. 2007-0658, Res. No. 2000-0028, Res. No. 2007-0048, Res. No. 2008-0004, Res. No. 2009-0040, Res. No. 2010-0039, Res. No. 2011-0015, Res. No. 2011-0016, Res. No. 2012-0043		

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Anna Russell, City Secretary
David Feldman, City Attorney
Deidra Penny, First Assistant City Attorney

REQUIRED AUTHORIZATION

Finance Department:	Planning & Development Department:	Other Authorization:
Director	Director	

Historic Site Tax Exemptions Summary | 2014

COH Ordinance 2007-0658 (Historic Site Tax Exemption)

Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for historic sites. Prior City Council designation of the property as a contributing structure in an historic district or Historic designation or Protected Landmark designation is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements and within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). The exemption is for a 15-year period but is capped each year at the exemption amount calculated for year one.

- Total applications received: 22
- Incomplete/Rejected: 4 (2 will apply next year)
- **Total eligible applications: 18 (Historic LM 5; Historic Dist. 13)**

Based on Harris County Appraisal District's 2014 property valuation and the City's ***2014 property tax rate ($0.63108/$100 value)***, and the estimated maximum amount that would be exempt over 15 years:

Address	CM Dist.	Designation Type	Base Yr. Improvement Value (HCAD)	Total Restoration Expenditure	Estimated Yr. One Exemption	*Max. Estimated Exemption over 15 Yr.*
1901 North Blvd	C	Historic District	$48,930	$1,162,396	$4,009	$60,135
209 E. Woodland St	H	Historic District	$74,638	$238,728	$1,476	$22,140
523 Bayland Ave	H	Historic District	$55,356	$115,016	$3,843	$57,645
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1845 Harvard St	C	Historic District	$42,176	$330,579	$12,544	$188,160
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1433 Allston St	C	Historic District	$169,800	$396,016	$1,072	$16,080
1334 Ashland St	C	Historic District	$7,000	$419,246	$1,643	$24,645
518 Harvard St	C	Historic District	$212,000	$215,754	$1,362	$20,430
419 Euclid St	H	Historic District	$141,316	$279,433	$1,077	$16,155
606 Colquitt St	C	Historic District	$35,000	$114,972	$221	$3,315
208 East 8th Street	C	Historic District	$128,065	$126,123	$796	$11,940
715 Pizer Street	H	Historic District	$139,146	$219,215	$1,383	$20,745
3003 Chevy Chase Dr	G	Historic Landmark	$235,708	$470,472	$3,799	$56,985
3414 Del Monte Dr	G	Historic Landmark	$1,972,725	$1,066,776	$6,732	$100,980
2910 Lazy Lane Blvd	G	Historic Landmark	$1,091,940	$2,766,885	$10,997	$164,955
2504 Brentwood Dr	G	Historic Landmark	$546,924	$851,240	$7,878	$118,170
2603 Milam St	C	Historic Landmark	$90,499	$143,798	$2,540	$38,100
					$64,882	**$973,230**

City of Houston, Texas, Ordinance No. _____

AN ORDINANCE PROVIDING FOR AN AD VALOREM TAX EXEMPTION ON A HISTORICAL SITE LOCATED AT 208 EAST 8th STREET IN HOUSTON, TEXAS; CONTAINING FINDINGS AND OTHER PROVISIONS RELATING TO THE FOREGOING SUBJECT; PROVIDING FOR THE REVOCATION OF SUCH TAX EXEMPTION AND THE RECAPTURE OF TAXES UPON THE OCCURRENCE OF STATED EVENTS; PROVIDING FOR SEVERABILITY; AND DECLARING AN EMERGENCY.

* * * * *

WHEREAS, the building located at 208 East 8th Street in Houston, Texas, located within the Houston Heights Historic District South area, was designated on June 29, 2011, by the City Council of the City of Houston in Resolution 2011-15 as a contributing structure within a historic district; and

WHEREAS, Article VIII, Section 1-f of the Texas Constitution and Section 11.24 of the Texas Tax Code authorize the governing body of a taxing unit to exempt part or all of the assessed value for ad valorem taxes of a historical structure that has been designated as a historically significant site in need of tax relief to encourage its preservation; and

WHEREAS, a sworn application has been submitted to the Director of the Department of Finance, seeking tax relief for the building located at 208 East 8th Street, which is in need of tax relief to encourage its preservation and to defray costs of preservation or restoration; and

WHEREAS, the Director of Finance and the Director of Planning and Development, after investigation and review, have jointly recommended to City Council that the property is eligible for an ad valorem tax exemption; **NOW THEREFORE,**

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

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

Section 2. The City Council finds and hereby determines that the following described property is a historical site that has satisfied the requirements of Section 44-5 of the Code of Ordinances and is entitled to an ad valorem tax exemption:

Property Description

Owner/Applicant:	Peter H. Brown
Address:	208 East 8th Street
Property Description:	East 60 feet of Lot 24 (Lot 24B), BLK 259, Houston Heights City of Houston, Harris County, Texas.

Section 3. The City Council hereby grants an ad valorem tax exemption to the improvements located at the historical site described above. In accordance with Section 44-5 of the Code of Ordinances, if the qualifying expenditures are at least fifty percent but less than one hundred percent of the base value of the improvements, the exemption from the appraised

value shall be equal to the amount of the qualifying expenditures. The Finance Department has determined the annual exemption amount to be based on an expenditure of $126,123.00. The exemption will continue for a maximum period of 15 years under the conditions specified in Section 44-5 of the Code of Ordinances.

Section 4. The tax exemption for the above described historical site shall be effective as of January 1 of the year following demonstration to the Director of Finance of completion of the restoration or preservation work and demonstration of the making of the qualifying expenditures. The duration of said exemption shall be for a period of fifteen years if the restoration project receives no financial incentive from the City funded by municipal hotel occupancy taxes, or ten years if the restoration project receives a financial incentive from the City funded by municipal hotel occupancy taxes.

Section 5. If it is determined by the Director of Finance that any City taxes due on the historical site have become delinquent or that the historical site has deteriorated, has been demolished or destroyed, or has been the subject of a certificate of appropriateness issued pursuant to sections 33-247 or 33-250 of the Code of Ordinances, then such tax delinquency or such changed condition shall constitute grounds for revocation of the exemption. If the exemption is revoked under any of these circumstances, the historical site shall be subject to recapture of taxes as provided by Section 44-5(f) of the Code of Ordinances.

Section 6. A copy of this Ordinance shall be recorded in the real property records of Harris County. Failure on the part of the applicant to deliver a copy of such recorded ordinance, showing the date of recordation in the appropriate real property records, to the Director of Finance within 90 days of the date of passage of this Ordinance shall cause the expiration of the exemption at the end of such 90-day period.

Section 7. 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 unconstitutional, void or 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 8. 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 have 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 9. 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 that 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 November 2014.

APPROVED this _____ day of November 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. _____
Senior Assistant City Attorney

Requested by Andy Icken, Deputy Director, Mayor's Office
L.D. No. 0421400136001

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CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District H

Item Creation Date: 11/17/2014

MYR - Historical Site Tax Exemption for 715 Pizer Street

Agenda Item#: 29.

Summary:
ORDINANCE providing for an ad valorem tax exemption on a historical site located at 715 Pizer Street in Houston, Texas; containing findings and other provisions relating to the providing for an ad valorem tax exemption on a historical site located at foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT H - GONZALEZ**

Background:
SUBJECT: Ordinances approving Historic Site Tax Exemptions for properties in Designated Historic Districts for the thirteen (13) properties located at: 1901 North Blvd; 209 E. Woodland St; 523 Bayland Ave; 1539 Rutland St; 1845 Harvard St; 101 Parkview St; 1433 Allston St; 1334 Ashland St; 518 Harvard St; 419 Euclid St; 606 Colquitt St; 208 East 8th St; 715 Pizer St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.

RECOMMENDATION: (Summary)
That City Council adopt Ordinances approving Historic Site Tax Exemptions for properties in Designated Historic Districts for the thirteen (13) properties located at: 1901 North Blvd; 209 E. Woodland St; 523 Bayland Ave; 1539 Rutland St; 1845 Harvard St; 101 Parkview St; 1433 Allston St; 1334 Ashland St; 518 Harvard St; 419 Euclid St; 606 Colquitt St; 208 East 8th St; 715 Pizer St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.

SPECIFIC EXPLANATION:
Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for historic sites. Prior City Council designation of the property as a contributing structure in an historic district is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements and within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). **The exemption is for a 15-year period but is capped each year at the exemption amount calculated for year one**.

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The owner of the following contributing structures is in historic district submitted sworn affidavits that meet the criteria set out in the Code of Ordinances. The table below shows the base value of improvement (pre-restoration), the amount of the restoration investment made by the property owner, the approximate dollar amount of the taxes that will be foregone for the first year based upon Harris County Appraisal District's 2014 property valuation and the City's current property tax rate, and the estimated maximum amount that would be exempt over 15 years:

Contributing Structure	Historic District	Base Yr. Improvement Value (HCAD)	Total Restoration Expenditure	Estimated Yr. One Exemption	Max. Estimated Exemption over 15 Yr.
1901 North Blvd	Boulevard Oaks	$48,930	$1,162,396	$4,009	$60,135
209 E. Woodland St	Germantown	$74,638	$238,728	$1,476	$22,140
523 Bayland Ave	Woodland Heights	$55,356	$115,016	$3,843	$57,645
1539 Rutland St	Houston Heights West	$76,481	$440,731	$2,517	$37,755
1845 Harvard St	Houston Heights East	$42,176	$330,579	$12,544	$188,160
101 Parkview St	Germantown	$46,724	$485,804	$993	$14,895
1433 Allston St	Houston Heights West	$169,800	$396,016	$1,072	$16,080
1334 Ashland St	Houston Heights West	$7,000	$419,246	$1,643	$24,645
518 Harvard St	Houston Heights South	$212,000	$215,754	$1,362	$20,430
419 Euclid St	Woodland Heights	$141,316	$279,433	$1,077	$16,155
606 Colquitt St	First Montrose Commons	$35,000	$114,972	$221	$3,315
208 East 8th	Houston Heights				

Street	South	$128,065	$126,123	$796	$11,940
715 Pizer Street	Norhill	$139,146	$219,215	$1,383	$20,745

Since the properties have been designated as contributing structures in an historic district, and meet all other criteria, it is recommended that City Council grant each of the properties the exemption from ad valorem taxation provided under Section 44-5 of the Code of Ordinances.

cc: Marta Crinejo, Agenda Director
Anna Russell, City Secretary
David Feldman, City Attorney

Prior Council Action:
Ord. No. 2007-0658, Res. No. 2000-0028, Res. No. 2007-0048, Res. No. 2008-0004, Res. No. 2009-0040, Res. No. 2010-0039, Res. No. 2H011-0015, Res. No. 2011-0016, Res. No. 2012-0043

Amount of Funding:
No funding required

Contact Information:
Gwendolyn Tillotson Phone: (832) 393-0937
Ketan Inamdar Phone: (832) 393-0840

ATTACHMENTS:

Description	Type
HSTE properties designated historical dist RCA	Signed Cover sheet
HSTE properties designated historical dist SUMMARY	Backup Material
HSTE amend sec 44-5 and add sec 44-29	Backup Material
HSTE designating Norhill Area	Backup Material
HSTE 715 Pizer Street Application	Backup Material
HSTE Ord-715 Pizer	Ordinance/Resolution/Motion

REQUEST FOR COUNCIL ACTION

TO: Mayor via City Secretary — **RCA #**

SUBJECT: Ordinances approving Historic Site Tax Exemptions for properties in Designated Historic Districts for the thirteen (13) properties located at: 1901 North Blvd; 209 E. Woodland St; 523 Bayland Ave; 1539 Rutland St; 1845 Harvard St; 101 Parkview St; 1433 Allston St; 1334 Ashland St; 518 Harvard St; 419 Euclid St; 606 Colquitt St; 208 East 8th St; 715 Pizer St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.	**Category #**	**Page 1 of 1**	**Agenda Item#**
FROM: (Department or other point of origin): Andy Icken, Chief Development Officer	**Origination Date**		**Agenda Date**
SIGNATURES	**Council Districts affected:** C,H		
For additional information contact: Gwendolyn Tillotson Phone: (832) 393-0937; Ketan Inamdar Phone: (832) 393-0840	**Date and identification of prior authorizing Council Action:** Ord. No. 2007-0658, Res. No. 2000-0028, Res. No. 2007-0048, Res. No. 2008-0004, Res. No. 2009-0040, Res. No. 2010-0039, Res. No. 2011-0015, Res. No. 2011-0016, Res. No. 2012-0043		

RECOMMENDATION: (Summary)
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Amount of Funding: No funding required. — **Finance Budget:**

SOURCE OF FUNDING: [ ] General Fund [ ] Grant Fund [ ] Enterprise Fund [ ] Other (Specify)

SPECIFIC EXPLANATION:
Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for historic sites. Prior City Council designation of the property as a contributing structure in an historic district is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements and within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). **The exemption is for a 15-year period but is capped each year at the exemption amount calculated for year one.**

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cc: Marta Crinejo, Agenda Director
Anna Russell, City Secretary
David Feldman, City Attorney
Deidra Penny, First Assistant City Attorney

REQUIRED AUTHORIZATION

Finance Department:	Planning & Development Department:	Other Authorization:
Director	Director	

Historic Site Tax Exemptions Summary | 2014

COH Ordinance 2007-0658 (Historic Site Tax Exemption)

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2603 Milam St	C	Historic Landmark	$90,499	$143,798	$2,540	$38,100
					$64,882	**$973,230**

City of Houston, Texas, Ordinance No. _____

AN ORDINANCE PROVIDING FOR AN AD VALOREM TAX EXEMPTION ON A HISTORICAL SITE LOCATED AT 715 PIZER STREET IN HOUSTON, TEXAS; CONTAINING FINDINGS AND OTHER PROVISIONS RELATING TO THE FOREGOING SUBJECT; PROVIDING FOR THE REVOCATION OF SUCH TAX EXEMPTION AND THE RECAPTURE OF TAXES UPON THE OCCURRENCE OF STATED EVENTS; PROVIDING FOR SEVERABILITY; AND DECLARING AN EMERGENCY.

* * * * *

WHEREAS, the building located at 715 Pizer Street in Houston, Texas, located within the Norhill area, was designated on June 14, 2000, by the City Council of the City of Houston in Resolution 2000-28 as a potentially contributing structure within a historic district; and

WHEREAS, Article VIII, Section 1-f of the Texas Constitution and Section 11.24 of the Texas Tax Code authorize the governing body of a taxing unit to exempt part or all of the assessed value for ad valorem taxes of a historical structure that has been designated as a historically significant site in need of tax relief to encourage its preservation; and

WHEREAS, a sworn application has been submitted to the Director of the Department of Finance, seeking tax relief for the building located at 715 Pizer Street, which is in need of tax relief to encourage its preservation and to defray costs of preservation or restoration; and

WHEREAS, the Director of Finance and the Director of Planning and Development, after investigation and review, have jointly recommended to City Council that the property is eligible for an ad valorem tax exemption; **NOW THEREFORE,**

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

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

Section 2. The City Council finds and hereby determines that the following described property is a historical site that has satisfied the requirements of Section 44-5 of the Code of Ordinances and is entitled to an ad valorem tax exemption:

Property Description

Owner/Applicant:	Jill W. Long
Address:	715 Pizer Street
Property Description:	Lot 13, Block 209, East Norhill City of Houston, Harris County, Texas.

Section 3. The City Council hereby grants an ad valorem tax exemption to the improvements located at the historical site described above. In accordance with Section 44-5 of the Code of Ordinances, the Finance Department has determined that the qualifying expenditures are one hundred percent or more of the base value of the improvements, thus the exemption shall be equal to the assessed value of the historic improvements in the year 2015, the year following demonstration of the qualifying expenditures. The exemption will continue for

a maximum period of 15 years under the conditions specified in Section 44-5 of the Code of Ordinances.

Section 4. The tax exemption for the above described historical site shall be effective as of January 1 of the year following demonstration to the Director of Finance of completion of the restoration or preservation work and demonstration of the making of the qualifying expenditures. The duration of said exemption shall be for a period of fifteen years if the restoration project receives no financial incentive from the City funded by municipal hotel occupancy taxes, or ten years if the restoration project receives a financial incentive from the City funded by municipal hotel occupancy taxes.

Section 5. If it is determined by the Director of Finance that any City taxes due on the historical site have become delinquent or that the historical site has deteriorated, has been demolished or destroyed, or has been the subject of a certificate of appropriateness issued pursuant to sections 33-247 or 33-250 of the Code of Ordinances, then such tax delinquency or such changed condition shall constitute grounds for revocation of the exemption. If the exemption is revoked under any of these circumstances, the historical site shall be subject to recapture of taxes as provided by Section 44-5(f) of the Code of Ordinances.

Section 6. A copy of this Ordinance shall be recorded in the real property records of Harris County. Failure on the part of the applicant to deliver a copy of such recorded ordinance, showing the date of recordation in the appropriate real property records, to the Director of Finance within 90 days of the date of passage of this Ordinance shall cause the expiration of the exemption at the end of such 90-day period.

Section 7. 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 unconstitutional, void or 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 8. 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 have 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 9. 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 that 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 November 2014.

APPROVED this _____ day of November 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: _____
Senior Assistant City Attorney

Requested by Andy Icken, Deputy Director, Mayor's Office
L.D. No. 0421400157001

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CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
ALL

Item Creation Date: 11/18/2014

HITS- PC Refresh Appropriation

Agenda Item#: 30.

Summary:
ORDINANCE appropriating $1,099,250.00 out of Equipment Acquisition Consolidated Fund for purchase of Computers, Peripherals, and related Professional Services for Various Departments for the Houston Information Technology Services Department

Background:
The Chief Information Officer recommends that City Council approve an ordinance to appropriate $1,099,250.00 from the FY15 Equipment Acquisition Consolidated Fund (1800) for the purchase of computers, peripherals and professional services for various departments. Additional dollars may be spent to purchase PC equipment by individual departments dependent upon the dollars that each department has budgeted. This is the initial appropriation in a multi-year capital effort to refresh older personal computer equipment.
Houston Information Technology Services (HITS) is requesting the appropriation of these dollars to purchase computers, peripherals, professional consulting services and installation services to replace PCs in various departments that are currently several (1 to 5) years past the maximum life span for computers. It is imperative that these assets be replaced, as older PCs become costly to support and are unable to keep up with the demands of current computer applications/software. PCs past the maximum life span also require more service calls due to expired warranties.
During this equipment replacement project/process, Houston Information Technology Services (HITS) will develop and maintain a refresh schedule, develop an inventory on the age of the assets and track the progress of the replacements using Microsoft System Center (MSC), an existing configuration management and PC asset management software. All City departments are in the scope of this project with the exception of the Houston Police Department (HPD), the Houston Airport System (HAS), the Public Works & Engineering Department (PWE) and the City Controller's Office (CTR), as these departments fund their own PC replacements.

The estimated purchases with approximate allocations are as follows:

Equipment & Installation Services – This request is for the purchase and installation of desktop, laptops, memory and peripherals such as: monitors, mice and keyboards. HITS is currently working with the Strategic Purchasing Division (SPD) and the Legal Department (LGL) to purchase equipment and services. Once the process is finalized, HITS and SPD will come back to Council for approval as needed. - $875,650

Professional Consulting Services – This request is to acquire temporary personnel services of a Project Manager and a Software Change and Configuration Management (SCCM) Engineer to: analyze and document the physical inventory of all existing equipment, including applications and software; work with HITS' staff to profile and recommend a deployment plan; identity and specify the equipment/software necessary for successful deployment; recommend implementation phases, which will include site sequencing and timelines; establish performance management objectives, strategies and metrics to uphold the deployment; develop and administer a deployment schedule; provide oversight of the project's progress and targets; and provide a go-forward plan for out-year PC replacements . HITS will work with the Human Resources Department to utilize the City of Houston's current temporary employee staffing services contract. - $223,600
WBS # X-680006*

Prior Council Action:
Ordinance 2014-925:10/08/14

Amount of Funding:
$ 1,099,250.00- FY15 Equipment Acquisition Consolidated Fund (1800)

Contact Information:
Somayya Scott

(832) 393-0082

ATTACHMENTS:

Description	Type
HITS- PC Refresh Appropriation RCA	Signed Cover sheet
HITS- PC Refresh Appropriation	Ordinance/Resolution/Motion
HITS- PC Refresh Appopriation Fund Reservation	Financial Information
HITS- PC Refresh Appropriation SAP document	Financial Information

REQUEST FOR COUNCIL ACTION

TO: Mayor via City Secretary **RCA# 2014LS15**

Subject: Approve an Ordinance to Appropriate Funds from the FY15 Equipment Acquisition Consolidated Fund (1800) for the Purchase of Computers, Peripherals and Professional Services for Various Departments	Category # 1	Page 1 of 1	Agenda Item

FROM (Department or other point of origin):	**Origination Date**	**Agenda Date**
Charles T. Thompson Chief Information Officer Houston Information Technology Services	October 6, 2014	
DIRECTORS SIGNATURE Charles T. Thompson 11.18.14	**Council District(s) affected** All	
For additional information contact: Somayya Scott **Phone:** (832) 393-0082	**Date and Identification of prior authorizing Council Action:** Ordinance 2014-925: 10/08/14	

RECOMMENDATION: (Summary)
Approve an ordinance to appropriate $1,099,250.00 from the FY15 Equipment Acquisition Consolidated Fund (1800) for the purchase of computers, peripherals and professional services for various departments.

Award Amount : N/A	**Finance Budget**

Funding:
$1,099,250.00 – FY15 Equipment Acquisition Consolidated Fund (1800)

SPECIFIC EXPLANATION:
The Chief Information Officer recommends that City Council approve an ordinance to appropriate $1,099,250.00 from the FY15 Equipment Acquisition Consolidated Fund (1800) for the purchase of computers, peripherals and professional services for various departments. Additional dollars may be spent to purchase PC equipment by individual departments dependent upon the dollars that each department has budgeted. This is the initial appropriation in a multi-year capital effort to refresh older personal computer equipment.

Houston Information Technology Services (HITS) is requesting the appropriation of these dollars to purchase computers, peripherals, professional consulting services and installation services to replace PCs in various departments that are currently several (1 to 5) years past the maximum life span for computers. It is imperative that these assets be replaced, as older PCs become costly to support and are unable to keep up with the demands of current computer applications/software. PCs past the maximum life span also require more service calls due to expired warranties.

During this equipment replacement project/process, Houston Information Technology Services (HITS) will develop and maintain a refresh schedule, develop an inventory on the age of the assets and track the progress of the replacements using Microsoft System Center (MSC), an existing configuration management and PC asset management software. All City departments are in the scope of this project with the exception of the Houston Police Department (HPD), the Houston Airport System (HAS), the Public Works & Engineering Department (PWE) and the City Controller's Office (CTR), as these departments fund their own PC replacements.

The estimated purchases with approximate allocations are as follows:

Equipment & Installation Services – This request is for the purchase and installation of desktop, laptops, memory and peripherals such as: monitors, mice and keyboards. HITS is currently working with the Strategic Purchasing Division (SPD) and the Legal Department (LGL) to purchase equipment and services. Once the process is finalized, HITS and SPD will come back to Council for approval as needed. - $875,650

Professional Consulting Services – This request is to acquire temporary personnel services of a Project Manager and a Software Change and Configuration Management (SCCM) Engineer to: analyze and document the physical inventory of all existing equipment, including applications and software; work with HITS' staff to profile and

REQUIRED AUTHORIZATION

Finance Department:	Other Authorization:	Other Authorization:

recommend a deployment plan; identity and specify the equipment/software necessary for successful deployment; recommend implementation phases, which will include site sequencing and timelines; establish performance management objectives, strategies and metrics to uphold the deployment; develop and administer a deployment schedule; provide oversight of the project's progress and targets; and provide a go-forward plan for out-year PC replacements . HITS will work with the Human Resources Department to utilize the City of Houston's current temporary employee staffing services contract. - $223,600

WBS # X-680006*

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 herein 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 $1,099,250.00 OUT OF THE EQUIPMENT ACQUISITION CONSOLIDATED FUND FOR THE PURCHASE OF COMPUTERS, PERIPHERALS, AND RELATED PROFESSIONAL SERVICES FOR VARIOUS DEPARTMENTS FOR THE HOUSTON INFORMATION TECHNOLOGY SERVICES DEPARTMENT; 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 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 thereunder.

Section 2. The Mayor is hereby authorized to take all actions necessary to effectuate the City's intent and objectives in approving such 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 undertaking 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 _____, 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

(Prepared by Legal Dept. _____)
(FDL:fdl 11.19.14) Sr. Assistant City Attorney
(Requested by Charles T. Thompson, Chief Information Officer, Houston Information Technology Services Department)
(L.D. File No. 045140048001)

\\XI04FSERV03\Groups\CONTRACT\FDL\ASSIGNED\HITS PC REPLACEMENT APPROPRIATION\Ordinance\Ordinance.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 **$1,099,250.00** required for the appropriation referenced in the title of this ordinance, do hereby certify as follows:

> To the extent that the **$1,099,250.00** 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

Equip1800

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
ALL

Item Creation Date: 11/5/2014

10234- Cleaning & Janitorial Services

Agenda Item#: 31.

Summary:
ORDINANCE determining that the formal taking of competitive bids is not required for the work described herein; and awarding contract to **TIBH INDUSTRIES, INC** for Cleaning & Janitorial Services for the Public Works & Engineering Department and Fleet Management Department 3 Years with two successive one-year terms - $8,260,480.35 - Enterprise and Fleet Management Funds

Background:
The City Purchasing Agent recommends that City Council approve an ordinance awarding a three-year contract with two successive one-year terms to TIBH Industries, Inc. for cleaning and janitorial services in an amount not to exceed $8,260,480.35 for the Public Works & Engineering and Fleet Management Departments. The City Purchasing Agent may terminate this contract at any time upon 30-days notice to the contractor.

The scope of work requires the contractor to furnish all equipment, labor, materials, supplies, supervision and transportation necessary to provide cleaning and janitorial services at 43 Public Works & Engineering Department facilities and 9 Fleet Management Department facilities. These contract services include daily sweeping, dust mopping, vacuuming, glass cleaning, trash removal, carpet cleaning and special cleaning assignments that includes extra sanitizing of fountains, doors and door knobs throughout the year.

TIBH Industries, Inc. employs mentally and physically challenged workers and the departments are satisfied with their performance. There will be 51 such workers providing services under this contract which includes 5 veterans.

The Texas Human Resources Code, Section 122.017 provides: A political subdivision of this state may purchase products or services for its use from private businesses through its authorized purchasing procedures, but may substitute equivalent products or services produced by persons with disabilities under the provisions of this chapter.

Attorney General of Texas Opinion No. JM-444 states that general statutes that require counties, cities, hospital districts and school districts to engage in competitive bidding in order to make certain purchases do not apply to purchases such political subdivisions make pursuant to Section 122.017 of the Human Resources Code. The Texas Industries for the Blind and Handicapped (T.I.B.H.) has approved the contract specifications, services and the agency that will provide these services.

TIBH Industries, Inc. (TIBH) is a non-profit organization that was created by State law and the Office of Business Opportunity has issued a waiver of the M/WBE and the Pay-or-Play requirements.

Estimated Spending Authority

Departments	FY2015	Out Years	Total
Public Works & Engineering	$942,505.94	$6,728,335.03	$7,670,840.97
Fleet Management	$117,927.87	$471,711.51	$589,639.38

Amount of Funding:
Maximum Contract Award Amount: $8,260,480.35

$7,670,840.97 - Water & Sewer System Operating Fund (8300)
$ 589,639.38 - Fleet Management Fund (1005)

Source of Funding:
Enterprise Fund, Other (Specify)

Fleet Management Fund

Contact Information:

David Guernsey, Assistant Director	PWE	832-395-3640
Ray DuRousseau, Deputy Assistant Director	SPD	832-393-8726
Joseph Badell, Sr. Procurement Specialist	SPD	832-393-0209

ATTACHMENTS:

Description	Type
RCA#10234	Signed Cover sheet
OBO Documents	Backup Material
Ordinance for RCA#10234	Ordinance/Resolution/Motion
Form A (Fair Campaign Ord)	Backup Material
Pay Or Play	Backup Material
Tax Report	Backup Material
Department Sign-Off	Backup Material

REQUEST FOR COUNCIL ACTION

TO: Mayor via City Secretary **RCA# 10234**

Subject: Approve an Ordinance Awarding a Contract for Cleaning and Janitorial Services for the Public Works and Engineering and Fleet Management Departments S55-L25215	Category # 4	Page 1 of 2	Agenda Item

FROM (Department or other point of origin):	**Origination Date**	**Agenda Date**
Calvin D. Wells City Purchasing Agent Finance Department	October 03, 2014	

DIRECTOR'S SIGNATURE	**Council District(s) affected**
Calvin D Wells	All
For additional information contact: David Guernsey **Phone:** (832) 395-3640 Ray DuRousseau **Phone:** (832) 393-8726	**Date and Identification of prior authorizing Council Action:**

RECOMMENDATION: (Summary)

Approve an ordinance awarding a contract to TIBH Industries, Inc., in an amount not to exceed $8,260,480.35 for cleaning and janitorial services for the Public Works and Engineering and Fleet Management Departments.

Maximum Contract Award Amount: $8,260,480.35	**Finance Budget**

$7,670,840.97 - Water & Sewer System Operating Fund (8300)
$589,639.38 - Fleet Management Fund (1005)

$8,260,480.35

SPECIFIC EXPLANATION:

The City Purchasing Agent recommends that City Council approve an ordinance awarding a three-year contract with two successive one-year terms to TIBH Industries, Inc. for cleaning and janitorial services in an amount not to exceed $8,260,480.35 for the Public Works & Engineering and Fleet Management Departments. The City Purchasing Agent may terminate this contract at any time upon 30-days notice to the contractor.

The scope of work requires the contractor to furnish all equipment, labor, materials, supplies, supervision and transportation necessary to provide cleaning and janitorial services at 43 Public Works & Engineering Department facilities and 9 Fleet Management Department facilities. These contract services include daily sweeping, dust mopping, vacuuming, glass cleaning, trash removal, carpet cleaning and special cleaning assignments that includes extra sanitizing of fountains, doors and door knobs throughout the year.

TIBH Industries, Inc. employs mentally and physically challenged workers and the departments are satisfied with their performance. There will be 51 such workers providing services under this contract which includes 5 veterans.

The Texas Human Resources Code, Section 122.017 provides: A political subdivision of this state may purchase products or services for its use from private businesses through its authorized purchasing procedures, but may substitute equivalent products or services produced by persons with disabilities under the provisions of this chapter.

Attorney General of Texas Opinion No. JM-444 states that general statutes that require counties, cities, hospital districts and school districts to engage in competitive bidding in order to make certain purchases do not apply to purchases such political subdivisions make pursuant to Section 122.017 of the Human

REQUIRED AUTHORIZATION

Finance Department:	Other Authorization:	Other Authorization:

Resources Code. The Texas Industries for the Blind and Handicapped (T.I.B.H.) has approved the contract specifications, services and the agency that will provide these services.

TIBH Industries, Inc. (TIBH) is a non-profit organization that was created by State law and the Office of Business Opportunity has issued a waiver of the M/WBE and the Pay-or-Play requirements.

Buyer: Joseph Badell

Estimated Spending Authority

Departments	FY2015	Out Years	Total
Public Works & Engineering	$942,505.94	$6,728,335.03	$7,670,840.97
Fleet Management	$117,927.87	$471,711.51	$589,639.38

CITY OF HOUSTON
OFFICE of BUSINESS OPPORTUNITY

Goal Modification Request Form

To: Assistant Director
Office of Business Opportunity

Solicitation Number: TBD

Estimated Dollar Amount: $ 7,352,425.00

From: Darcia Moon/Sr. Procurement Specialist
Requestor's Name/Title
PWE-MMB/Contract Management
Department

Type of Solicitation: Bid ☐ Proposal ☐ Other ■

Name and Intent of this Solicitation: Cleaning&Janitorial Services. Contract will furnish equipment, labor, materials, supplies and supervision to provide cleaning and janitorial services. Services include daily sweeping, dusting, mopping, vacuuming, trash removal, sanitizing, and special cleaning assignments.

PREVIOUS CONTRACT (if any): Yes ◉ No ○

Goal on Last Contract: 0 Was Goal Met: Yes ○ No ○

If goal was not met, what percentage did the vendor achieve? _____

Why wasn't goal achieved: _____

PLEASE SELECT THE TYPE OF GOAL MODIFICATION REQUESTED FROM THE OPTIONS BELOW ***(Waiver, Reduced Goal, Goal Revision After Advertisement, OR Cooperative or Inter-Local Agreement)***

WAIVER

I am requesting a ***waiver*** of the MWBE Goal: Yes ◉ No ○

Reason for waiver:

○ A public or administrative emergency exists which requires the goods or services to be provided with unusual immediacy;

○ The service or goods requested are of such a specialized, technical or unique nature as to require the City department to be able to select its contractor without application of MWSBE provisions (such as contracts for expert witnesses, certain financial advisors or technical consultants);

○ If application of MWSBE provisions would impose an unwarranted economic burden or risk on the City or unduly delay acquisition of the goods or services, or would otherwise not be in the best interest of the City; or

◯ If the possible MWSBE participation level based on MWSBE availability would produce negligible MWSBE participation.

◉ Other: Exempt procurement

Detailed Explanation of waiver reason: TIBH is a Political Subdivision of the State under the Texas Human Resources Code, Section 122.07. TIBH employs mentally and physically challenged workers, and utilize minority owners in performing the City's requirements.

REDUCED GOAL ***(To be completed by the department prior to advertisement)***

I am ***requesting*** a MWBE contract-specific goal below the following citywide goals:

Construction (34%); Professional Services (24%); Purchasing (11%)

Yes ◯ No ◯ *If yes, complete a Contract-Specific Goal Setting Worksheet and submit with this form.*

GOAL REVISION AFTER ADVERTISEMENT

I am requesting a ***revision*** of the MWBE Goal: Yes ◯ No ◯

Original Goal: _____ New Proposed Goal: _____

Advertisement Date: _____ Number of Solicitations Received: ___ Estimated Dollar Amount: $ _____

Detailed reason for request: _____

COOPERATIVE OR INTER-LOCAL AGREEMENT

Is this a Cooperative/Inter-Local Purchasing Agreement? Yes ◯ No ◯ Goal Requested: _____

If yes, what type: _____ Yes ◯ No ◯

Did Department explore opportunities for using certified firms? Yes ◯ No ◯ N/A ◯

If no, please explain why not: _____

Concurrence:

Laura Moon 5/02/14
Department Initiator Date
Rev = 5/7/14

[signature] 5/07 2014
Department Director or Designee Date

Approved by:

[signature] 5/7/14
OBO Assistant Director or Designee Date

OBO Tracking #: W-151

OBO Reason: NO Subcontracting opportunities
Exempt

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 DETERMINING THAT THE FORMAL TAKING OF COMPETITIVE BIDS IS NOT REQUIRED FOR THE WORK DESCRIBED HEREIN; AND AWARDING A CONTRACT TO TIBH INDUSTRIES, INC. FOR CLEANING & JANITORIAL SERVICES FOR THE PUBLIC WORKS AND ENGINEERING DEPARTMENT AND FLEET MANAGEMENT DEPARTMENT; MAKING VARIOUS FINDINGS AND PROVISIONS RELATING TO THE SUBJECT; AND DECLARING AN EMERGENCY.

WHEREAS, pursuant to Section 122.017 of the Human Resource Code of the Vernons Texas Codes Annotated (the "Code") which exempts contracts with certain nonprofit agency for blind or other severely disabled persons from formal competitive bids; and

WHEREAS, TIBH INDUSTRIES, INC. is a nonprofit agency for blind or other severely disabled persons;

NOW THEREFORE:

* * * *

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

Section 1. The City Council adopts the determinations described in the preamble hereof and determines that the formal taking of competitive bids is not required for the work described herein and awards the Contract to Contractor described herein.

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 (including any related surety bonds) 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 contract, agreement, or other undertaking 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. The total allocation for the contract, agreement or other undertaking approved and authorized hereby shall never exceed $8,260,480.35 unless and until this sum is increased by ordinance of City 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

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

_____
City Secretary

Prepared by Finance Department, Strategic Procurement Division, Joseph Badell at Extension 3.0209.

This Ordinance has been reviewed as to form by the undersigned legal assistant and has been found to meet established Legal Department criteria. The Legal Department has not reviewed the content of these documents.

10-21-14
Date

Brenda Terry
Legal Assistant

(Basic Form GMS159:AWARD-APPROV-SUPP. ALLOCAT. ORD.; Approved by City Attorney 10/95 _____)

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
ALL

Item Creation Date: 11/24/2014

10251 -Lab Equipment

Agenda Item#: 32.

Summary:
ORDINANCE awarding contract to **WINGO SERVICE COMPANY, INC** for Repair Inspections and Preventive Maintenance Services of Lab Equipment for Various Departments; providing a maximum contract amount - 3 Years with two one-year options - $1,018,402.75 - Enterprise and Laboratory Services Funds

Background:
The City Purchasing Agent recommends that City Council approve an ordinance awarding a three-year contract, with two one-year options, to Wingo Service Company, Inc. on its low bid in an amount not to exceed $1,018,402.75 for repair, inspection and preventive maintenance services of lab equipment for various departments. The City Purchasing Agent may terminate this contract at any time upon 30-days written notice to the contractor.
This project was advertised in accordance with the requirements of the State of Texas bid laws. Fifty five prospective bidders viewed the solicitation document of SPD's e-bidding website and two bids were received as outlined below.

	Company	Total Amount
1.	**Wingo Service Company, Inc.**	**$1,018,402.75**
2.	Niverco Biomedical	$1,063,609.20

The scope of work requires the contractor to provide all supervision, labor, materials, supplies, tools, equipment and transportation necessary to provide repair, inspection and preventive maintenance services of laboratory equipment for the Public Works & Engineering and the Health & Human Services Departments.

M/WBE Subcontracting:
This invitation to bid was issued as a goal-oriented contract with a 7% M/WBE participation level. Wingo Service Company, Inc. has designated the below-named company as its certified M/WBE subcontractor.

Name	Type of Work	Percentage	Dollar Amount
Egar, Inc.	Calibration of Lab Equipment	7%	$71,288.19

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 benefits for some employees but will pay into the Contractor Responsibility Fund for others, in compliance with City policy.

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 does not meet the requirements of Hire Houston First; no Hire Houston First firms were within three percent.

Estimated Spending Authority			
Department	**FY 15**	**Out Years**	**Total**
Public Works & Engineering	$135,000.00	$730,977.75	$865,977.75
Health & Human Services	$40,000.00	$112,425.00	$152,425.00
Total	$175,000.00	$843,402.75	$1,018,402.75

Amount of Funding:
$865,977.75 - Water & Sewer System Operating Fund (8300)
$152,425.00 - Laboratory Services Fund (2008)

$1,018,402.75

Source of Funding:
Enterprise Fund

Contact Information:

David Guernsey, PWE 832-395-3640
Ray DuRousseau, SPD 832-393-8726
Joseph Badell, SPD 832-393-0209

ATTACHMENTS:

Description	Type
RCA#10251	Backup Material
Ordinance for RCA#10251	Backup Material
Form A (Fair Campaign Ord)	Backup Material
Bid Tab	Backup Material
OBO Docs	Backup Material
Pay or Play	Backup Material
Tax Report	Backup Material
Dept Approval	Backup Material

REQUEST FOR COUNCIL ACTION

TO: Mayor via City Secretary — **RCA# 10251**

Subject: Formal Bids Received for Repair, Inspection and Preventive Maintenance Services of Lab Equipment for Various Departments S55-L24549	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 24, 2014	**Agenda Date**
DIRECTOR'S SIGNATURE Calvin D Wells	**Council District(s) affected** All	
For additional information contact: David Guernsey **Phone:** (832) 395-3640; Ray DuRousseau **Phone:** (832) 393-8726	**Date and Identification of prior authorizing Council Action:**	

RECOMMENDATION: (Summary)

Approve an ordinance awarding a contract to Wingo Service Company, Inc. on its low bid in an amount not to exceed $1,018,402.75 for repair, inspection and preventive maintenance services of lab equpment for various departments.

Maximum Contract Award Amount: $1,018,402.75	**Finance Budget**

$865,977.75 - Water & Sewer System Operating Fund (8300)
$152,425.00 - Laboratory Services Fund (2008)

$1,018,402.75

SPECIFIC EXPLANATION:

The City Purchasing Agent recommends that City Council approve an ordinance awarding a three-year contract, with two one-year options, to Wingo Service Company, Inc. on its low bid in an amount not to exceed $1,018,402.75 for repair, inspection and preventive maintenance services of lab equipment for various departments. The City Purchasing Agent may terminate this contract at any time upon 30-days written notice to the contractor.

This project was advertised in accordance with the requirements of the State of Texas bid laws. Fifty five prospective bidders viewed the solicitation document of SPD's e-bidding website and two bids were received as outlined below.

	Company	Total Amount
1.	**Wingo Service Company, Inc.**	**$1,018,402.75**
2.	Niverco Biomedical	$1,063,609.20

The scope of work requires the contractor to provide all supervision, labor, materials, supplies, tools, equipment and transportation necessary to provide repair, inspection and preventive maintenance services of laboratory equipment for the Public Works & Engineering and the Health & Human Services Departments.

M/WBE Subcontracting:

This invitation to bid was issued as a goal-oriented contract with a 7% M/WBE participation level. Wingo Service Company, Inc. has designated the below-named company as its certified M/WBE subcontractor.

Name	Type of Work	Percentage	Dollar Amount
Egar, Inc.	Calibration of Lab Equipment	7%	$71,288.19

REQUIRED AUTHORIZATION

Finance Department:	Other Authorization:	Other Authorization:

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 benefits for some employees but will pay into the Contractor Responsibility Fund for others, in compliance with City policy.

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 does not meet the requirements of Hire Houston First; no Hire Houston First firms were within three percent.

Estimated Spending Authority			
Department	**FY 15**	**Out Years**	**Total**
Public Works & Engineering	$135,000.00	$730,977.75	$865,977.75
Health & Human Services	$40,000.00	$112,425.00	$152,425.00
Total	$175,000.00	$843,402.75	$1,018,402.75

Buyer: Joseph Badell

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 AWARDING THE CONTRACT TO WINGO SERVICE COMPANY, INC. FOR REPAIR INSPECTIONS AND PREVENTIVE MAINTENANCE SERVICES OF LAB EQUIPMENT FOR VARIOUS DEPARTMENTS; PROVIDING A MAXIMUM CONTRACT AMOUNT; 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. Having duly advertised for and received competitive bids for the contract described in the title of the ordinance, the City Council hereby finds and determines that the lowest responsible and secure bid was submitted by Wingo Service Company, Inc. in the amount of $1,018,402.75 (which amount is only an estimate if unit prices are included in the bid proposal of said bidder) and that such bid is the most advantageous to the City. Such contract is hereby awarded to said bidder.

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 (including any related surety bonds) 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 contract, agreement, or other undertaking 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. The total allocation for the contract, agreement or other undertaking approved and authorized hereby shall never exceed $1,018,402.75 unless and until this sum is increased by ordinance of City 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

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

_____
City Secretary

Prepared by Strategic Purchasing Department, Joseph Badell at Extension 3.0209.

This Ordinance has been reviewed as to form by the undersigned legal assistant and has been found to meet established Legal Department criteria. The Legal Department has not reviewed the content of these documents.

_____ _____
Date Legal Assistant

(Basic Form GMS159:AWARD-APPROV-SUPP. ALLOCAT. ORD.; Approved by City Attorney 10/95 _____)

REQUEST FOR COUNCIL ACTION

TO: Mayor via City Secretary **RCA# 10251**

Subject: Formal Bids Received for Lab Equipment Repairs for Various Departments S55-L24549	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 24, 2014	**Agenda Date**
DIRECTOR'S SIGNATURE	**Council District(s) affected** All	
For additional information contact: David Guernsey **Phone:** (832) 395-3640 Ray DuRousseau **Phone:** (832) 393-8726	**Date and Identification of prior authorizing Council Action:**	

RECOMMENDATION: (Summary)

Approve an ordinance awarding a contract to Wingo Service Company, Inc. on its low bid in an amount not to exceed $1,018,402.75 for lab equipment repair services for various departments.

Maximum Contract Award Amount: $1,018,402.75	**Finance Budget**

$865,977.75 - Water & Sewer System Operating Fund (8300)
$152,425.00 - Laboratory Services Fund (2008)

$1,018,402.75

SPECIFIC EXPLANATION:

The City Purchasing Agent recommends that City Council approve an ordinance awarding a three-year contract, with two one-year options, to Wingo Service Company, Inc. on its low bid in an amount not to exceed $1,018,402.75 for lab equipment repair services for various departments. The City Purchasing Agent may terminate this contract at any time upon 30-days written notice to the contractor.

This project was advertised in accordance with the requirements of the State of Texas bid laws. Fifty five prospective bidders viewed the solicitation document of SPD's e-bidding website and two bids were received as outlined below.

	Company	Total Amount
1.	**Wingo Service Company, Inc.**	**$1,018,402.75**
2.	Niverco Biomedical	$1,063,609.20

The scope of work requires the contractor to provide all supervision, labor, materials, supplies, tools, equipment and transportation necessary to provide repair, inspection and preventive maintenance services on laboratory equipment for the Public Works & Engineering and the Health & Human Services Departments.

M/WBE Subcontracting:

This invitation to bid was issued as a goal-oriented contract with a 7% M/WBE participation level. Wingo Service Company, Inc. has designated the below-named company as its certified M/WBE subcontractor.

Name	Type of Work	Percentage	Dollar Amount
Egar, Inc.	Calibration of Lab Equipment	7%	$71,288.19

REQUIRED AUTHORIZATION 650DW1025

Finance Department:	Other Authorization:	Other Authorization: Jan A. Rudick

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
ALL

Item Creation Date: 11/5/2014

10089 - Hahn Equipment Company, Inc. - Large Submersible Pump Repair Services

Agenda Item#: 33.

Summary:
ORDINANCE awarding contract to **HAHN EQUIPMENT COMPANY, INC** for Submersible Pump Repair Services for the Public Works & Engineering Department; providing a maximum contract amount - 3 Years with two one-year options - $5,378,684.00 - Enterprise Fund

Background:
The Director of the Public Works and Engineering Department and the City Purchasing Agent recommend that City Council approve an ordinance awarding a three-year contract, with two one-year options, to Hahn Equipment Company, Inc. on its low bid for Bid Groups I & II in a total amount not to exceed $5,378,684.00 for large submersible pump repair services for the Public Works & Engineering Department. The City Purchasing Agent may terminate this contract at any time upon 30-days written notice to the contractor. This contract will be used to repair the electric motor and pump assemblies of submersible pumps ranging from less than 126-HP to 400-HP or greater. Submersible pumps are used to pump wastewater at 400 lift stations and 40 treatment plants located throughout the City.

The project was advertised in accordance with the requirements of the State of Texas bid laws. Sixty-One prospective bidders viewed the solicitation document on SPD's e-bidding website and four bids were received as outlined below:

COMPANY	TOTAL AMOUNT
1. Hahn Equipment Company, Inc.	$5,378,684.00
2. Precision Pneumatics, Inc.	$5,621,885.00.

The scope of work requires the contractor to provide all equipment, facilities, labor, materials, parts, supervision and transportation necessary to disassemble, inspect, and rewind or recondition the submersible pump motors, and reassemble and test the units. The contractor will also be required to inspect all the components and clean all parts before rewinding or reconditioning the pumps. After all repairs are made, the contractors will balance and test the rotors and impellers at their full voltage to ensure that the pump is performing at optimum level.

M/WBE Subcontracting:
This invitation to bid was issued as a goal-oriented contract with an 8.02% M/WBE participation level. Hahn Equipment Company, Inc. has designated the following companies as its certified M/WBE subcontractors.

Name	Type of Work	Dollar Amount	%
Race Horse Express, LLC	Freight Service	$112,000.00	2.08%
Coastal Machine & Mechanical, LLC	Machine Work	$155,000.00	2.88%
B-W Industrial Supply Corporation	Provide Lubrication	$14,700.00	0.27%
Office Effects, Inc.	Supply Contract Forms	$34,000.00	0.63%
Nationwide Testing Systems	Contract Drug Testing	$1,200.00	0.02%
B&C Painting and Wallcovering, LLC	Painting	$67,000.00	1.25%

Sterling Electrical Services, LLC, dba Sterling Wiring Solutions	Electrical Work	$48,000.00	0.89%
Total:		**$431,900.00**	**8.02%**

This contract will be monitored by the Office of Business Opportunity.

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, Hahn Equipment Company, Inc. 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, Hahn Equipment Company, Inc. provides benefits for eligible employees in compliance with City policy.

Note: Bid Group Nos. III - VI will not be awarded and will be rebid.

Estimated Spending Authority

DEPARTMENT	FY 2015	OUT YEARS	TOTAL
Public Works & Engineering	$400,000.00	$4,978,684.00	$5,378,684.00

Amount of Funding:
Maximum Contract Award Amount: $5,378,684.00 - Water& Sewer System Operating Fund (8300)

Source of Funding:
Enterprise Fund

Contact Information:

David Guernsey, Assistant Director	PWE	832-395-3640
Richard Morris, Sr. Procurement Specialist	SPD	832-393-8736

ATTACHMENTS:

Description	Type
RCA#10089	Signed Cover sheet
Bid Tab	Backup Material
Department Approval	Backup Material
Letters of Intent	Backup Material
Pay or play	Backup Material
Ordinance	Ordinance/Resolution/Motion
Form A (Fair Campaign ORd)	Backup Material
Tax Report	Backup Material

REQUEST FOR COUNCIL ACTION

TO: Mayor via City Secretary **RCA# 10089**

Subject: Ordinance Awarding a Contract for Large Submersible Pump Repair Services for the Public Works & Engineering Department S30-L24754	Category # 4	Page 1 of 2	Agenda Item

FROM (Department or other point of origin):	**Origination Date**	**Agenda Date**
Calvin D. Wells City Purchasing Agent Finance Department	October 15, 2014	
DIRECTOR'S SIGNATURE Calvin D Wells	**Council District(s) affected** All	
For additional information contact: David Guernsey **Phone:** (832) 395-3640 Joyce Hays **Phone:** (832) 393-8723	**Date and Identification of prior authorizing Council Action:**	

RECOMMENDATION: (Summary)

Approve an ordinance awarding a contract to Hahn Equipment Company, Inc. on its low bid in an amount not to exceed $5,378,684.00 for large submersible pump repair services for the Public Works and Engineering Department

Maximum Contract Amount: $5,378,684.00	**Finance Budget**
$5,378,684.00 - Water & Sewer System Operating Fund (8300)	

SPECIFIC EXPLANATION:

The Director of the Public Works and Engineering Department and the City Purchasing Agent recommend that City Council approve an ordinance awarding a three-year contract, with two one-year options, to Hahn Equipment Company, Inc. on its low bid for Bid Groups I & II in a total amount not to exceed $5,378,684.00 for large submersible pump repair services for the Public Works & Engineering Department. The City Purchasing Agent may terminate this contract at any time upon 30-days written notice to the contractor. This contract will be used to repair the electric motor and pump assemblies of submersible pumps ranging from less than 126-HP to 400-HP or greater. Submersible pumps are used to pump wastewater at 400 lift stations and 40 treatment plants located throughout the City.

The project was advertised in accordance with the requirements of the State of Texas bid laws. Sixty-One prospective bidders viewed the solicitation document on SPD's e-bidding website and four bids were received as outlined below:

COMPANY	**TOTAL AMOUNT**
1. Hahn Equipment Company, Inc.	**$5,378,684.00**
2. Precision Pneumatics, Inc.	$5,621,885.00.

The scope of work requires the contractor to provide all equipment, facilities, labor, materials, parts, supervision and transportation necessary to disassemble, inspect, and rewind or recondition the submersible pump motors, and reassemble and test the units. The contractor will also be required to inspect all the components and clean all parts before rewinding or reconditioning the pumps. After all repairs are made, the contractors will balance and test the rotors and impellers at their full voltage to ensure that the pump is performing at optimum level.

M/WBE Subcontracting:

This invitation to bid was issued as a goal-oriented contract with an 8.02% M/WBE participation level. Hahn Equipment Company, Inc. has designated the following companies as its certified M/WBE subcontractors.

REQUIRED AUTHORIZATION

Finance Department:	Other Authorization:	Other Authorization:

Name	Type of Work	Dollar Amount	Percentage
Race Horse Express, LLC	Freight Service	$112,000.00	2.08%
Coastal Machine & Mechanical, LLC	Machine Work	$155,000.00	2.88%
B-W Industrial Supply Corporation	Provide Lubrication	$14,700.00	0.27%
Office Effects, Inc.	Supply Contract Forms	$34,000.00	0.63%
Nationwide Testing Systems	Contract Drug Testing	$1,200.00	0.02%
B&C Painting and Wallcovering, LLC	Painting	$67,000.00	1.25%
Sterling Electrical Services, LLC, dba Sterling Wiring Solutions	Electrical Work	$48,000.00	.89%
Total:		**$431,900.00**	**8.02%**

This contract will be monitored by the Office of Business Opportunity.

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, Hahn Equipment Company, Inc. 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, Hahn Equipment Company, Inc. provides benefits for eligible employees in compliance with City policy.

Note: Bid Group Nos. III - VI will not be awarded and will be rebid.

Buyer: Richard Morris

Estimated Spending Authority			
DEPARTMENT	**FY 2015**	**OUT YEARS**	**TOTAL**
Public Works & Engineering	$400,000.00	$4,978,684.00	$5,378,684.00

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 AWARDING A CONTRACT TO HAHN EQUIPMENT COMPANY, INC. FOR SUBMERSIBLE PUMP REPAIR SERVICES FOR THE PUBLIC WORKS AND ENGINEERING DEPARTMENT; PROVIDING A MAXIMUM CONTRACT AMOUNT; 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. Having duly advertised for and received competitive bids for the contract described in the title of this ordinance, the City Council hereby finds and determines that the lowest responsible and secure bid was submitted by Hahn Equipment Company, Inc. in the amount of $5,378,684.00 (which amount is only an estimate if unit prices are included in the bid proposal of said bidder) and that such bid is the most advantageous for the City. Such contract is hereby awarded to said bidder.

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 (including any related surety bonds) 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 contract, agreement, or other undertaking 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. The total allocation for the contract, agreement or other undertaking approved and authorized hereby shall never exceed $5,378,684.00 unless and until this sum is increased by ordinance of City 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

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

_____
City Secretary

Prepared by Strategic Purchasing Department, Richard Morris at Extension 3.8736.

This Ordinance has been reviewed as to form by the undersigned legal assistant and has been found to meet established Legal Department criteria. The Legal Department has not reviewed the content of these documents.

11-19-2014
Date

D Gray
Legal Assistant

(Basic Form GMS159:AWARD-APPROV-SUPP. ALLOCAT. ORD.; Approved by City Attorney 10/95 _____)

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District I

Item Creation Date: 11/17/2014

HAS - Amendment No. 2 to CMAR with Hensel Phelps, Projects 685, 692

Agenda Item#: 34.

Summary:
ORDINANCE appropriating $1,356,811.00 out of Houston Airport System Consolidated 2011AMT Construction Fund and $21,294.00 out of Airports Improvement Fund and approving and authorizing Amendment No. 2 to Construction Manager-At-Risk Agreement between the City of Houston and **HENSEL PHELPS CONSTRUCTION COMPANY/CBIC CONSTRUCTION & DEVELOPMENT, LLC (JOINT VENTURE)** and approving a guaranteed maximum price for Fire Protection and Preconstruction Services at William P. Hobby Airport (Project Nos. 685, 692); providing funding for contingencies relating to construction of facilities financed by such funds and the Civic Art Program - **DISTRICT I - GALLEGOS**

Background:
Project Location: William P. Hobby Airport (HOU)

Specific Explanation: On December 11, 2013, City Council approved a Construction Manager-At-Risk Agreement with Hensel Phelps Construction Company/CBIC Construction & Development, LLC (Joint Venture) for Roadway and Satellite Utilities Plant Project. The initial appropriation was preconstruction phase services, including but not limited to construction document review and revisions, value engineering, budget and cost consulting and developing a critical path project schedule for each phase and for the overall project.

On April 16, 2014, City Council approved Amendment No. 1 to the Construction Manager-At-Risk (CMAR) contract with Hensel Phelps Construction Company/CBIC Construction & Development, LLC (Joint Venture) to approve a Guaranteed Maximum Price (GMP) for Phase I Construction Services and appropriate the necessary funds to finance the cost of these services.

It is now requested that City Council approve Amendment No. 2 to approve the Guaranteed Maximum Price (GMP) and provide funding for a New Fire Protection System that will support the five-gate FIS facility and potential future expansion of the five-gate FIS facility.

The increased work is depicted on 30% Design Drawings for the New Fire Protection System prepared by RS&H, Inc. (previously doing business as Reynolds, Smith and Hills, Inc.) and modifications to the Satellite Utility Plant designed by PGAL.

The increase in Construction Services also included additional General Conditions costs associated with the increased scope of construction and the extension of the approved construction schedule.

Engineering Services Testing Contract: The contract for engineering testing services will be provided by GeoTest Engineering, Inc. under Contract No. 4600012367 for the Roadway (Project No. 692). No additional appropriation is requested for this Amendment.

Project Cost: The total amount to be appropriated is as follows:

$1,216,811	Construction Costs
$ 140,000	Construction Contingency
$ 21,294	Civic Art (Satellite Utilities Plant)
$1,378,105	Total Appropriation

M/SBE Participation: This contract has a 31.92% participation goal for the Roadway (Project No. 685), which is comprised of 23.02% MBE and 8.9% SBE. This contract also has an 18.86% participation goal for the Satellite Utilities Plant (Project No. 692), with is comprised of 7.97% MBE and 10.89% SBE to be met by the Prime Contractor (CMAR) Throughout the term of the contract. The contract goal for Preconstruction Services is 10%. Based on invoices submitted to date, participation is 15.1% on Project No. 685, 1.3% on Project No. 692, and 19% for Preconstruction Services. The CMAR is specifically tasked with maintaining the project

budget, schedules, and advertising of select bid packages that provide for business opportunities within the minority contracting community, and it has awarded subcontracts in the amounts consistent with goals established for Construction Services. Additionally, the CMAR will continue to work with the HAS Office of Business Opportunity in their ongoing efforts to reach out to M/SBE firms to meet or exceed the assigned goals on this project.

FAA/AIP Grant & PFC Program: This project may be eligible for funding through the Federal Aviation Administration PFC grant program. Appropriate fund source adjustments will be made in the future if additional funding becomes available.

Prior Council Action:
12/11/2013 (O) 2013-1154
04/16/2014 (O) 2014-0330

Amount of Funding:
CIP A-0614.70…….$ 1,252,614
HAS Consolidated 2011 AMT Construction Fund (8205)

CIP A-0592.05……..……..…$ 104,197
HAS Consolidated 2011 AMT Construction Fund (8205)

CIP A-0422.92……...……$ 21,294
Airport Improvement Fund (8011)

TOTAL……..…….$ 1,378,105

Source of Funding:
Enterprise Fund

Contact Information:
Kathy Elek Phone: 281-233-1826
Jeffrey Brown 281-233-1909

ATTACHMENTS:

	Description	Type
	HAS - Amendment No. 2 to CMAR with Hensel Phelps, Projects 685, 692 - RCA	Signed Cover sheet
	HAS - Amendment No. 2 to CMAR with Hensel Phelps, Projects 685, 692 - Ordinance	Ordinance/Resolution/Motion
	HAS - Amendment No. 2 to CMAR with Hensel Phelps, Projects 685, 692 - Form A	Backup Material
	HAS - Amendment No. 2 to CMAR with Hensel Phelps, Projects 685, 692 - Form B	Backup Material
	HAS - Amendment No. 2 to CMAR with Hensel Phelps, Projects 685, 692 - Affidavit of Ownership/Delinquent Tax Report	Backup Material
	HAS - Amendment No. 2 to CMAR with Hensel Phelps, Projects 685, 692 - SAP	Financial Information
	HAS - Amendment No. 2 to CMAR with Hensel Phelps, Projects 685, 692 - Conflict of Interest	Backup Material
	HAS - Amendment No. 2 to CMAR with Hensel Phelps, Projects 685, 692 - Pay or Play	Backup Material
	HAS - Amendment No. 2 to CMAR with Hensel Phelps, Projects 685, 692 - Form A for Planning	Backup Material

TO: Mayor via City Secretary **REQUEST FOR COUNCIL ACTION**

SUBJECT: Amendment No. 2 to the Construction Manager-At-Risk (CMAR) contract with Hensel Phelps Construction Company/CBIC Construction & Development, LLC (Joint Venture) to approve a Guaranteed Maximum Price (GMP) for Fire Protection and Preconstruction Services at William P. Hobby Airport (HOU); Project Nos. 685, 692 (WBS # A-000592-0005-4-01-01; A-000614-0004-4-01-01)	**Category #**	**Page 1 of 2**	**Agenda Item #**

FROM (Department or other point of origin):	**Origination Date**	**Agenda Date**
Houston Airport System	November 17, 2014	

DIRECTOR'S SIGNATURE:	**Council District affected:**
11.18.14	I

For additional information, contact:		**Date and identification of prior authorizing Council action:**
Kathy Elek Kae	**Phone:** 281-233-1826	12/11/2013 (O) 2013-1154
Jeffrey Brown JB	281-233-1909	04/16/2014 (O) 2014-0330

AMOUNT & SOURCE OF FUNDING:	**Prior appropriations:**
CIP A-0614.70.....$ 1,252,614	12/11/2013.....$ 1,053,637
HAS Consolidated 2011 AMT Construction Fund (8205)	HAS Consolidated 2011 AMT Construction Fund (8205)
	12/11/2013.....$ 10,600
CIP A-0592.05.....$ 104,197	Airport Improvement Fund (8011)
HAS Consolidated 2011 AMT Construction Fund (8205)	4/16/2014.....$31,070,835
	HAS Consolidated 2011 AMT Construction Fund (8205)
CIP A-0422.92.....$ 21,294	4/16/2014.....$ 321,942
Airport Improvement Fund (8011)	Airport Improvement Fund (8011)
TOTAL.....$ 1,378,105	TOTAL.....$32,457,014

RECOMMENDATION: (Summary) Enact an Ordinance to approve Amendment No. 2 to the Construction Manager-At-Risk (CMAR) contract with Hensel Phelps Construction Company/CBIC Construction & Development, LLC (Joint Venture) to approve a Guaranteed Maximum Price (GMP) for Fire Protection and Preconstruction Services and appropriate the necessary funds to finance the cost of these services.

PROJECT LOCATION: William P. Hobby Airport (HOU)

SPECIFIC EXPLANATION: On December 11, 2013, City Council approved a Construction Manager-At-Risk Agreement with Hensel Phelps Construction Company/CBIC Construction & Development, LLC (Joint Venture) for Roadway and Satellite Utilities Plant Project. The initial appropriation was for preconstruction phase services, including but not limited to construction document review and revisions, value engineering, budget and cost consulting and developing a critical path project schedule for each phase and for the overall project.

On April 16, 2014, City Council approved Amendment No. 1 to the Construction Manager-At-Risk (CMAR) contract with Hensel Phelps Construction Company/CBIC Construction & Development, LLC (Joint Venture) to approve a Guaranteed Maximum Price (GMP) for Phase I Construction Services and appropriate the necessary funds to finance the cost of these services.

It is now requested that City Council approve Amendment No. 2 to approve the Guaranteed Maximum Price (GMP) and provide funding for a New Fire Protection System that will support the five-gate FIS facility and potential future expansion of the five-gate FIS facility.

REQUIRED AUTHORIZATION

Finance Department:	**Other Authorization:**	**Other Authorization:**

The increased work is depicted on 30% Design Drawings for the New Fire Protection System prepared by RS&H, Inc. (previously doing business as Reynolds, Smith and Hills, Inc.) and modifications to the Satellite Utility Plant designed by PGAL.

The increase in Construction Services also included additional General Conditions costs associated with the increased scope of construction and the extension of the approved construction schedule.

ENGINEERING SERVICES TESTING CONTRACT: The contract for engineering testing services will be provided by GeoTest Engineering, Inc. under Contract No. 4600012367 for the Roadway (Project No. 685) and HVJ Associates under Contract No. 4600012372 for the Satellite Utilities Plant (Project No. 692). No additional testing appropriation is requested for this Amendment.

PROJECT COST: The total amount to be appropriated is as follows:

$1,216,811	Construction Costs
$ 140,000	Construction Contingency
$ 21,294	Civic Art (Satellite Utilities Plant)
$1,378,105	Total Appropriation

M/SBE PARTICIPATION: This contract has a 31.92% participation goal for the Roadway (Project No. 685), which is comprised of 23.02% MBE and 8.9% SBE. This contract also has an 18.86% participation goal for the Satellite Utilities Plant (Project No. 692), which is comprised of 7.97% MBE and 10.89% SBE to be met by the Prime Contractor (CMAR) throughout the term of the contract. The contract goal for Preconstruction Services is 10%. Based on invoices submitted to date, participation is 15.1% on Project No. 685, 1.3% on Project No. 692, and 19% for Preconstruction Services. The CMAR is specifically tasked with maintaining the project budget, schedules, and advertising of select bid packages that provide for business opportunities within the minority contracting community, and it has awarded subcontracts in the amounts consistent with goals established for Construction Services. Additionally, the CMAR will continue to work with the HAS Office of Business Opportunity in their ongoing efforts to reach out to M/SBE firms to meet or exceed the assigned goals on this project.

FAA/AIP GRANT & PFC PROGRAM: This project may be eligible for funding through the Federal Aviation Administration PFC grant program. Appropriate fund source adjustments will be made in the future if additional funding becomes available.

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 herein 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 Ordinance No. _____

AN ORDINANCE APPROPRIATING THE SUM OF $1,356,811.00 OUT OF THE HOUSTON AIRPORT SYSTEM CONSOLIDATED 2011AMT CONSTRUCTION FUND AND THE SUM OF $21,294.00 OUT OF THE AIRPORTS IMPROVEMENT FUND AND APPROVING AND AUTHORIZING AMENDMENT NO. 2 TO A CONSTRUCTION MANAGER-AT-RISK AGREEMENT BETWEEN THE CITY OF HOUSTON AND HENSEL PHELPS CONSTRUCTION COMPANY/CBIC CONSTRUCTION & DEVELOPMENT, LLC (JOINT VENTURE) AND APPROVING A GUARANTEED MAXIMUM PRICE FOR FIRE PROTECTION AND PRECONSTRUCTION SERVICES AT WILLIAM P. HOBBY AIRPORT (PROJECT NOS. 685, 692); PROVIDING FUNDING FOR CONTINGENCIES RELATING TO CONSTRUCTION OF FACILITIES FINANCED BY SUCH FUNDS AND THE CIVIC ART PROGRAM; 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 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 as follows: The sum of **$1,216,811.00** is appropriated for construction of the project described in the title; the sum of **$140,000.00** is appropriated for contingency; and the sum of **$21,294.00** is appropriated as funding for the Civic Art Program financed by the fund described in such title or as otherwise designated and allowed under the City of Houston Ordinance No. 99-1351, as amended and restated in City of Houston Ordinance No. 2006-73.

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

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

_____
City Secretary

(Prepared by Legal Dept. _____)
(MPB:lg 11/17/2014) Sr. Assistant City Attorney
(Requested by Mario C. Diaz, Director, Houston Airport System)
(L.D. File No. 0041300058006)

G:\CONTRACT\LSG\MSWORD\ORDINANCE\MPB\HenselPhelpsCBICA#2.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 $1,356,811.00 required for the project referenced in the title of this ordinance, do hereby certify as follows:

(1) The sum of $1,356,811.00 will be funded from airport bond proceeds and/or airport commercial paper proceeds pursuant to Ordinance No. 2003-1010 authorizing the creation of two (2) Houston Airport System Consolidated Construction Funds: the Consolidated 2011 AMT Construction Fund and the Consolidated 2011 Non-AMT 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 $1,356,811.00 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 Airport Commercial Paper Ordinance, Ordinance No. 99-1337.

_____

City Controller

Airport.Cert8205

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District I

Item Creation Date: 11/13/2014

25GM298 - AIA GENERAL CONTRACTORS, INC. - Fire Station 44 - UST Remediation & Installation

Agenda Item#: 35.

Summary:
ORDINANCE appropriating $287,903.40 out of Fire Consolidated Construction Fund; awarding construction contract to **AIA GENERAL CONTRACTORS, INC** for Remediation, Removal and Installation of Underground Storage Tanks at Fire Station No. 44; 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 materials testing, project management and construction oversight and contingencies relating to construction of facilities financed by the Fire Consolidated Construction Fund - **DISTRICT I - GALLEGOS**

Background:
SPECIFIC EXPLANATION: The General Services Department recommends that City Council award a construction contract to AIA General Contractors, Inc. on the low bid amount of $224,574.00 to provide construction services for Remediation, Removal and Installation of Underground Storage Tanks at Fire Station No. 44 for the Houston Fire Department.

PROJECT LOCATION: 675 Maxey Road, Houston, Texas (Key Map 496-G)

PROJECT DESCRIPTION: The scope of work consists of removing two 1,000 gallon gasoline underground storage tanks (UST), along with associated appurtenances and installing one 5,000 gallon gasoline, double-wall fiberglass reinforced plastic, two compartment UST. The work also includes disposal of aqueous liquid, saw-cutting, demolition and removal of concrete paving over the USTs, backfilling and compaction, waste classification, loading, hauling and proper disposal.

The contract duration for this project is 180 calendar days.

BIDS: The project was advertised in accordance with the requirements of the State of Texas bid laws on May 23, 2014 and May 30, 2014. Five Contractors attended the pre-bid meeting on June 3, 2014. The following single bid was received on August 28, 2014:

	Bidder	Bid Amount
1.	AIA General Contractors, Inc.	$224,574.00

AWARD: It is recommended that City Council award the construction contract to AIA General Contractors, Inc. and appropriate funds for the project, including additional appropriations of $4,000.00 for materials testing under the existing contract with Raba Kistner Consultants, Inc.; and $36,872.00 for project management and construction oversight services under the existing contract with SKA Consulting, L.P., which includes but is not limited to soil and groundwater sampling and analytical testing.

FUNDING SUMMARY:

$ 224,574.00	Construction Contract Services
$ 22,457.40	10% Contingency
$ 247,031.40	**Total Contract Services**
$ 4,000.00	Material Testing
$ 36,872.00	Project Management and Construction Oversight
$ 287,903.40	**Total Funding**

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.

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.

Amount of Funding:
$287,903.40 - Fire Consolidated Construction Fund (4500)

Source of Funding:
Other (Specify)

Fire Consolidated Construction Fund (4500)

Contact Information:
Jacquelyn Nisby (832) 393-8023

ATTACHMENTS:

Description	Type
RCA - Fire Station 44	Signed Cover sheet
Ordinance - Fire Station 44	Ordinance/Resolution/Motion
Maps - Fire Station 44	Backup Material
Form A - Fire Station 44	Backup Material
Form B - Fire Station 44	Backup Material
Delinquent Tax Statement - Fire Station 44	Backup Material
Fund Reservation - Fire Station 44	Financial Information
CIP Form & Bid Form - Fire Station 44	Backup Material

TO: Mayor via City Secretary **REQUEST FOR COUNCIL ACTION**

SUBJECT: Award Construction Contract AIA General Contractors, Inc. Remediation, Removal and Installation of Underground Storage Tanks at Fire Station No. 44 WBS No. C-000170-0027-4	**Page** 1 of 2	**Agenda Item**

FROM (Department or other point of origin): General Services Department	**Origination Date**	**Agenda Date**
DIRECTOR'S SIGNATURE: Scott Minnix 10/1/14 Scott Minnix	**Council District affected:** I	
For additional information contact: Jacquelyn L. Nisby **Phone:** 832-393-8023	**Date and identification of prior authorizing Council action:**	

RECOMMENDATION: Award construction contract and appropriate funds for the project.

Amount and Source of Funding: **$287,903.40** Fire Consolidated Construction Fund (4500)	**Finance Budget:**

SPECIFIC EXPLANATION: The General Services Department recommends that City Council award a construction contract to AIA General Contractors, Inc. on the low bid amount of $224,574.00 to provide construction services for Remediation, Removal and Installation of Underground Storage Tanks at Fire Station No. 44 for the Houston Fire Department.

PROJECT LOCATION: 675 Maxey Road, Houston, Texas (Key Map 496-G)

PROJECT DESCRIPTION: The scope of work consists of removing two 1,000 gallon gasoline underground storage tanks (UST), along with associated appurtenances and installing one 5,000 gallon gasoline, double-wall fiberglass reinforced plastic, two compartment UST. The work also includes disposal of aqueous liquid, saw-cutting, demolition and removal of concrete paving over the USTs, backfilling and compaction, waste classification, loading, hauling and proper disposal.

The contract duration for this project is 180 calendar days.

BIDS: The project was advertised in accordance with the requirements of the State of Texas bid laws on May 23, 2014 and May 30, 2014. Five Contractors attended the pre-bid meeting on June 3, 2014. The following single bid was received on August 28, 2014:

	Bidder	**Bid Amount**
1.	AIA General Contractors, Inc.	$224,574.00

REQUIRED AUTHORIZATION CUIC ID # 25GM298

General Services Department:	**Fleet Management Department:**	**Houston Fire Department:**
Humberto Bautista, P.E. Assistant Director	Kenneth Hoglund, P.E. Director	Terry A. Garrison Chief

Date	SUBJECT: Award Construction Contract AIA General Contractors, Inc. Remediation, Removal and Installation of Underground Storage Tanks at Fire Station No. 44 WBS No. C-000170-0027-4	Originator's Initials GM	Page 2 of 2

AWARD: It is recommended that City Council award the construction contract to AIA General Contractors, Inc. and appropriate funds for the project, including additional appropriations of $4,000.00 for materials testing under the existing contract with Raba Kistner Consultants, Inc.; and $36,872.00 for project management and construction oversight services under the existing contract with SKA Consulting, L.P., which includes but is not limited to soil and groundwater sampling and analytical testing.

FUNDING SUMMARY:

$	224,574.00	Construction Contract Services
$	22,457.40	10% Contingency
$	**247,031.40**	**Total Contract Services**
$	4,000.00	Materials Testing
$	36,872.00	Project Management and Construction Oversight
$	**287,903.40**	**TOTAL FUNDING**

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.

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.

SM:HB:JLN:GM:FK:fk

c: Marta Crinejo
Jacquelyn L. Nisby
Carlecia Wright
Calvin R. Curtis
Gabriel Mussio
Felicia Williams
File

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 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 $287,903.40 OUT OF THE FIRE CONSOLIDATED CONSTRUCTION FUND; AWARDING A CONSTRUCTION CONTRACT TO AIA GENERAL CONTRACTORS, INC. FOR REMEDIATION, REMOVAL AND INSTALLATION OF UNDERGROUND STORAGE TANKS AT FIRE STATION NO. 44; 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 MATERIALS TESTING, PROJECT MANAGEMENT AND CONSTRUCTION OVERSIGHT AND CONTINGENCIES RELATING TO CONSTRUCTION OF FACILITIES FINANCED BY THE FIRE CONSOLIDATED CONSTRUCTION FUND; 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 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 **$247,031.40** is allocated for construction of the Project described in the title, the sum of **$4,000.00** for **Materials Testing** under Outline Agreement **No. 4600011711** and the sum of **$36,872.00** for **Project Management and Construction Oversight** under Outline Agreement No. **4600011819** relating to construction of facilities financed by the fund described in such title. 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 project management 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 **$224,574.00** (which amount is only an estimate if unit prices are included in the bid proposal of said bidder). 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 General Services Department 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 5 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 and recommend award of the Contract to the next lowest bidder. The City Attorney is authorized to declare forfeit the bid bond of the bidder.

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 undertakings 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, City of Houston 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, Texas City Charter, the effective date of the foregoing Ordinance is _____.

_____
City Secretary

(CRC) _____
Requested By Scott Minnix, Director
General Services Department

Contact: Gabriel Mussio
Phone: 832-393-8079

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: 11-6-14

_____
Legal Assistant

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 **$287,903.40** required for the project referenced in the title of this ordinance, do hereby certify as follows:

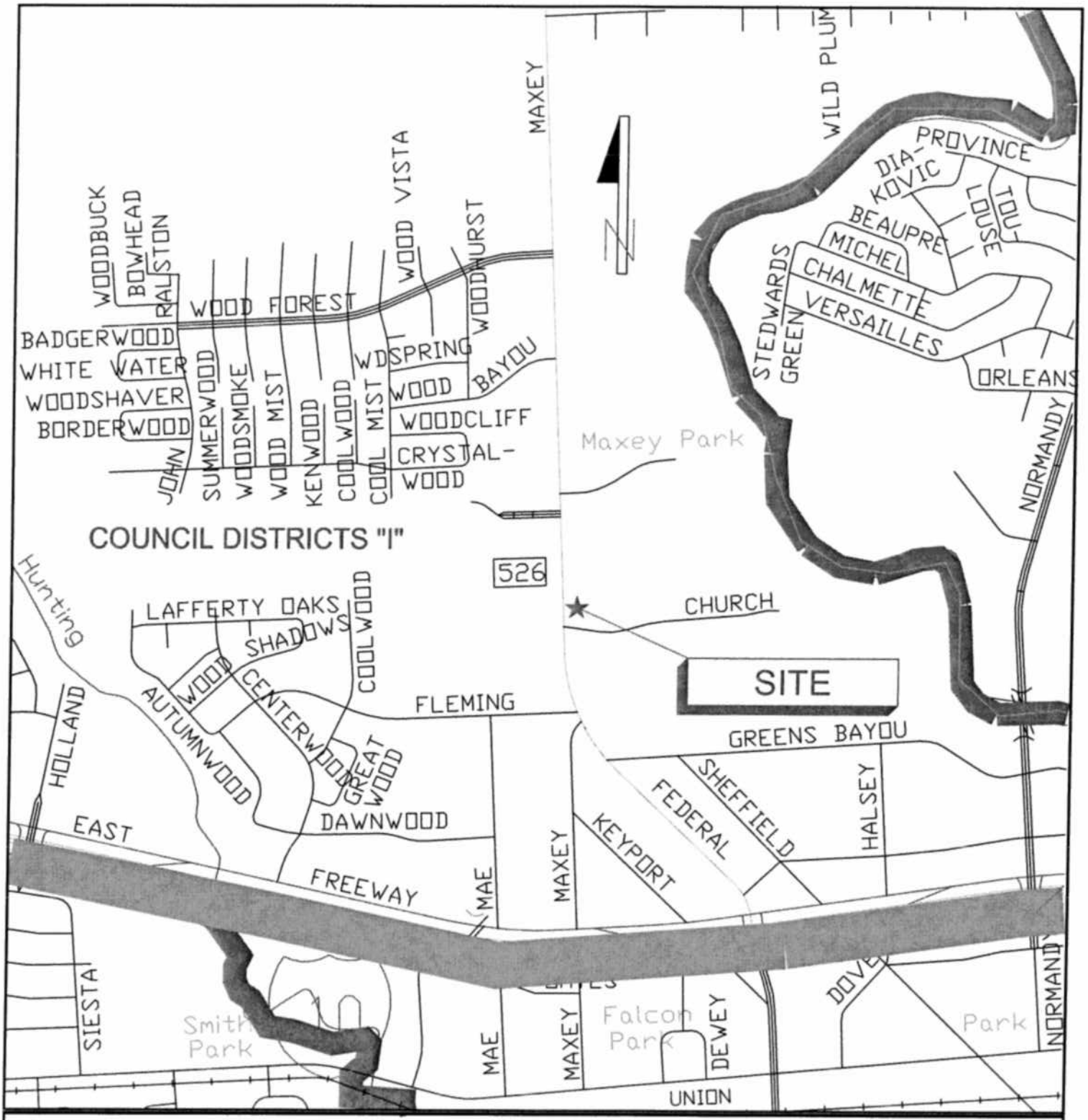
(1) The sum of **$287,903.40** will be funded from public improvement bond proceeds and/or public improvement commercial paper proceeds (first-in-first-out basis) pursuant to Ordinance No. 94-405 authorizing the creation of the Fire Consolidated Construction Fund. To the extent that this sum will be 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 **$287,903.40** 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 Ordinance, Ordinance No. 93-1149.

_____

City Controller

Fire.Cer



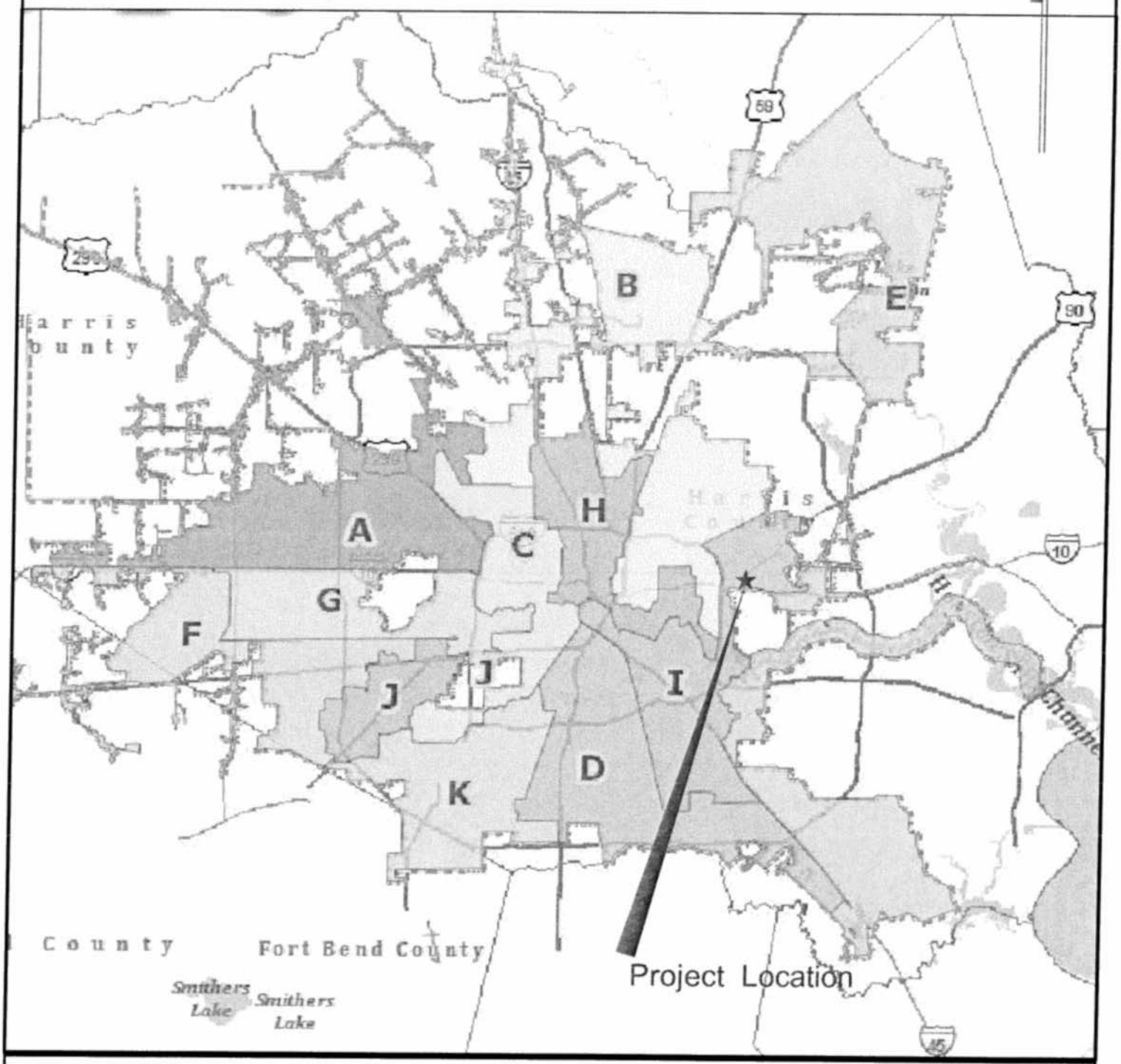
WBS# C-000170-0027-4

Remediation, Removal and Installation of Underground Storage Tanks at Fire Station No. 44

675 Maxey Road,
Houston, TX 77013

COUNCIL DISTRICT "I" **KEYMAP No. 496G**

CITY OF HOUSTON
HARRIS COUNTY, TEXAS



WBS# C-000170-0027-4

Remediation, Removal and Installation of Underground Storage Tanks at Fire Station No. 44

675 Maxey Road,
Houston, TX 77013

COUNCIL DISTRICT "I"

KEYMAP No. 496G

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
ETJ

Item Creation Date: 11/18/2014

20IPB161 - Second Amendment to a Water Supply Contract with City of Humble

Agenda Item#: 36.

Summary:
ORDINANCE approving and authorizing second amendment to Water Supply Contract between the City of Houston and the **CITY OF HUMBLE** (Approved by Ordinance No. 97-1136 as amended) for the purchase of Treated Water

Background:
SUBJECT: Second Amendment to a Water Supply Contract between the City of Houston and the City of Humble

RECOMMENDATION: (Summary) Approve an ordinance authorizing the Mayor to execute a Second Amendment to a Water Supply Contract between the City of Houston and the City of Humble.

SPECIFIC EXPLANATION: The City of Houston ("Houston"), City Council, approved a Treated Water Supply Contract (the Original Contract) on September 17, 1997, Ordinance 97-1136 with the City of Humble ("Humble") so that Houston could sell treated water to Humble. Under the Original Contract, Humble purchased water from Houston from a point on the west side of Humble and then re-sold water to Houston on the east side of Humble. Without this arrangement in the Original Contract, Houston would find it difficult and expensive to serve its customers on the east side of Humble.

On September 11, 2002, Houston City Council approved the First Amendment to the Original Contract by Ordinance 2002-0846 to provide Humble with additional water to comply with the Harris-Galveston Coastal Subsidence District regulations.

Currently, Houston provides water service to one customer on the east side of Humble, within Humble's city limits. This Second Amendment allows Humble to relocate an existing meter on the east side of Humble to allow them to provide service to new customers within their city limits. Upon payment of $43,680 by Humble for the segment of water line, Houston will transfer the meter, water line segment, and existing customer to Humble. Humble will own and maintain all of the water line within Humble's city limits and provide service to all customers within its jurisdiction.

Approval of the Second Amendment is requested.

cc: Yvonne W. Forrest Shannon Smith, P.E.
Rudy Moreno, Jr. Ronald C. Randle

Prior Council Action:
September 17, 1997 Ordinance 97-1136;
September 11, 2002 Ordinance 2002-0846

Contact Information:
Carol Ellinger Haddock, P.E.
Senior Assistant Director (832) 395-2686

ATTACHMENTS:

	Description	Type
	20IPB161 - Second Amendment to a Water Supply Contract with City of Humble - RCA	Signed Cover sheet

20IPB161 - Second Amendment to a Water Supply Contract with City of Humble - MAPS	Backup Material
20IPB161 - Second Amendment to a Water Supply Contract with City of Humble - Second Amendment to Agreement	Contract/Exhibit
20IPB161 - Second Amendment to a Water Supply Contract with City of Humble - September 11 2002 RCA	Backup Material
20IPB161 - Second Amendment to a Water Supply Contract with City of Humble - Water Supply Contract	Backup Material
20IPB161 - Second Amendment to a Water Supply Contract with City of Humble - September 11 2002 Ordinance	Backup Material
20IPB161 - Second Amendment to a Water Supply Contract with City of Humble - 2002 Contract Amendment	Backup Material
20IPB161 - Second Amendment to a Water Supply Contract with City of Humble Ordinance	Ordinance/Resolution/Motion

TO: Mayor via City Secretary REQUEST FOR COUNCIL ACTION

SUBJECT: Second Amendment to a Water Supply Contract between the City of Houston and the City of Humble	Page 1 of 1	Agenda Item #
FROM (Department or other point of origin): Department of Public Works and Engineering	Origination Date	Agenda Date
DIRECTOR'S SIGNATURE Dale A. Rudick Dale A. Rudick, P.E., Director	Council District affected: "ETJ"	
For additional information contact: Carol Ellinger Haddock, P.E. Senior Assistant Director (832) 395-2686	Date and identification of prior authorizing Council action: September 17, 1997, Ordinance 97-1136; September 11, 2002, Ordinance 2002-0846	

RECOMMENDATION: (Summary)

Approve an ordinance authorizing the Mayor to execute a Second Amendment to a Water Supply Contract between the City of Houston and the City of Humble.

Amount and Source of Funding:

NONE REQUIRED

SPECIFIC EXPLANATION:

The City of Houston ("Houston"), City Council, approved a Treated Water Supply Contract (the Original Contract) on September 17, 1997, Ordinance 97-1136 with the City of Humble ("Humble") so that Houston could sell treated water to Humble. Under the Original Contract, Humble purchased water from Houston from a point on the west side of Humble and then re-sold water to Houston on the east side of Humble. Without this arrangement in the Original Contract, Houston would find it difficult and expensive to serve its customers on the east side of Humble.

On September 11, 2002, Houston City Council approved the First Amendment to the Original Contract by Ordinance 2002-0846 to provide Humble with additional water to comply with the Harris-Galveston Coastal Subsidence District regulations.

Currently, Houston provides water service to one customer on the east side of Humble, within Humble's city limits. This Second Amendment allows Humble to relocate an existing meter on the east side of Humble to allow them to provide service to new customers within their city limits. Upon payment of $43,680 by Humble for the segment of water line, Houston will transfer the meter, water line segment, and existing customer to Humble. Humble will own and maintain all of the water line within Humble's city limits and provide service to all customers within its jurisdiction.

Approval of the Second Amendment is requested.

c: Yvonne W. Forrest Shannon Smith, P.E.
Rudy Moreno, Jr. Ronald C. Randle

LTS# 13107	REQUIRED AUTHORIZATION	CUIC# 20IPB161
Finance Department	Other Authorization:	Other Authorization: Mark L. Loethen, P.E., CFM, PTOE Deputy Director Planning & Development Services Div.

Request for Council Action
Routing Form

(RCA) **SUBJECT:** Second Amendment to a Water Supply Contract between the City of Houston, Texas and the City of Humble, Texas

(RCA) **RECOMMENDATION:** That the Second Amendment to a Water Supply Contract between the City of Houston, Texas and the City of Humble, Texas be approved.

			CUIC ID# 20IPB161
		(Circle One) **Motion Resolution** **Ordinance**	**Originator/Prime Author:** Veronica R. Osegueda **Phone #:** (832) 395-3080
Routing Order: (Originator/Prime Author specified by Name)	**Date/Time Received**	**Date/Time Transmitted**	**Comments**
Administration Manager, P&DS, PW&E *Veronica R. Osegueda* *(832) 395-3080* V.O.		10/13/14	
Senior Assistant Director, P&DS, PW&E *Carol E. Haddock, P.E.* *(832) 395-2686*	C E Haddock	2:30pm 10/15/14	11/3/14 @ 9:30am
Deputy Director, P&DS, PW&E *Mark L. Loethen, P.E., CFM* *(832) 395-2705*		10/20/2014	
Agenda Coordinator, PW&E *Ruth Gonzales* *(832) 395-2519* RG	11-7-14	11-14-14	returned to Sect. / correction a Backup needed
Chief of Staff, PW&E *Howard Hilliard* *(832) 395-2518*	11.14.14	11.14.14	
Director, PW&E *Dale A. Rudick, P.E.* *(832) 395-2500* DR	11.14.14	11.14.14	PDS/DR 11-17-14
Director, City Council Agenda *Marta Crinejo* *(832) 395-1091*			
City Secretary's Office *Anna Russell* *(832) 395-1100*		[redacted]	

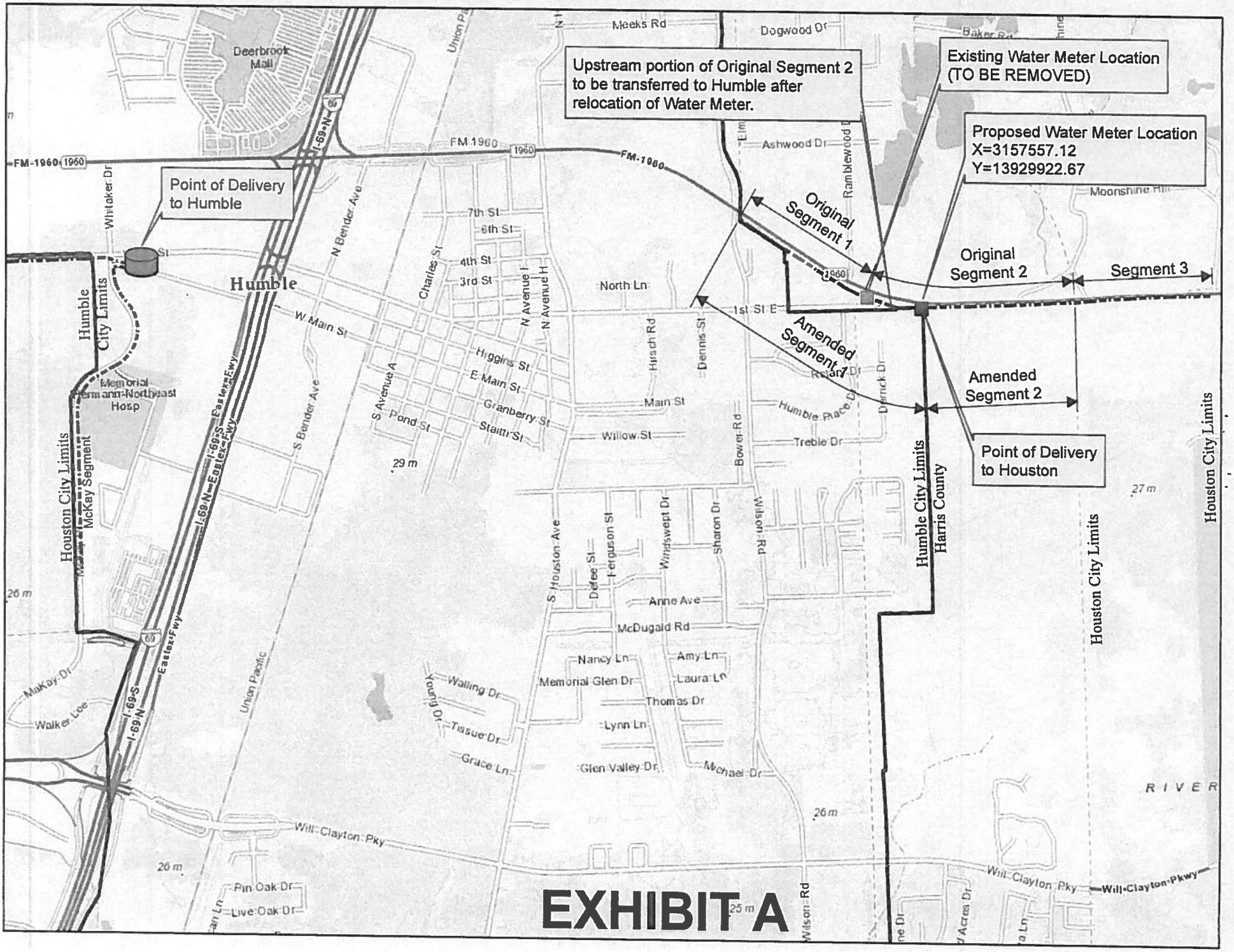

Upstream portion of Original Segment 2 to be transferred to Humble after relocation of Water Meter.
Existing Water Meter Location (TO BE REMOVED)
Proposed Water Meter Location
X=3157557.12
Y=13929922.67
Point of Delivery to Humble
Original Segment 1
Original Segment 2
Segment 3
Amended Segment 1
Amended Segment 2
Point of Delivery to Houston
Humble City Limits
Houston City Limits
Harris County
McKey Segment
Memorial Hermann-Northeast Hosp
Deerbrook Mall
Humble
FM-1960
I-69-N-Eastex-Fwy
I-69-S-Eastex-Fwy
Union Pacific
Meeks Rd
Dogwood Dr
Ashwood Dr
Moonshine Hill
Whitaker Dr
N Bender Ave
S Bender Ave
Charles St
7th St
6th St
4th St
3rd St
North Ln
1st St E
W Main St
Higgins St
E Main St
Granberry St
Stairn St
Pond St
S Avenue A
N Avenue I
N Avenue H
Hirsch Rd
Dennis St
Bower Rd
Wilson Rd
Derrick Dr
Humble Place Dr
Main St
Willow St
Treble Dr
S Houston Ave
Defee St
Ferguson St
Windswept Dr
Sharon Dr
Anne Ave
McDugald Rd
Nancy Ln
Amy Ln
Memorial Glen Dr
Laura Ln
Thomas Dr
Lynn Ln
Glen Valley Dr
Michael Dr
Walling Dr
Tissue Dr
Grace Ln
Young Dr
MaKay Dr
Walker Lee
Will Clayton Pky
Pin Oak Dr
Live Oak Dr
RIVER
29 m
27 m
26 m
25 m

EXHIBIT A

SECOND AMENDMENT TO A WATER SUPPLY CONTRACT BETWEEN THE CITY OF HOUSTON, TEXAS AND THE CITY OF HUMBLE, TEXAS

THIS SECOND AMENDMENT TO A WATER SUPPLY AGREEMENT ("Second Amendment") is made by and between the **CITY OF HOUSTON** ("Houston"), and the **CITY OF HUMBLE** ("Humble").

RECITALS.

1. Houston and Humble entered into Contract No. 73550 ("Original Contract") on or about October 28, 1997, passed by Houston's City Council under Ordinance No. 97-1136, to supply water to Humble in accordance with the Original Contract's terms and conditions.

2. Houston and Humble amended the Original Contract on or about September 17, 2002, passed by Houston's City Council under Ordinance No. 2002-0846 (the "First Amendment"), to demonstrate compliance with the groundwater reduction program of the Harris-Galveston Coastal Subsidence District (later renamed the Harris-Galveston Subsidence District);

3. Houston and Humble desire to amend the Original Contract to convey part of a segment of the water line designated in the Original Contract as Segment 2 in the manner depicted in Exhibit "A" attached to this Second Amendment, which will replace Exhibit "A" in the Original Contract.

4. NOW, THEREFORE, Houston and Humble agree as follows:

ARTICLE I.

Section 2.02(A) of the Original Agreement is hereby amended and restated to read as follows:

A. Upon payment by Humble to Houston of $43,680 and relocation of the Water Meter downstream on Segment 2, the portion of Segment 2 upstream of the new Water Meter shall be transferred to Humble, and Segment 1 shall be redefined to include this upstream portion of Segment 2, as shown in Exhibit "A". Houston shall retain the rights of ingress and egress to the redefined portion of Segment 1 desirable and/or necessary for maintenance of the Water Meter and any upstream assets owned or maintained by Houston. Upon payment of the amount above to Houston, Segment 1 shall

be owned outright and maintained by Humble, however, Houston shall retain ownership of the Water Meter.

Humble shall not be subject to Houston's utility extension payment, performance, or other bond requirements under Houston's Code of Ordinance (Section 47-163) related to issuance of a permit but shall be required to make Houston an additional obligee on any similar bonds that Humble obtains.

The portions of the water line outside of Humble, designated as Segment 2 and Segment 3 in Exhibit "A", shall be owned and maintained by Houston. Segment 2 shall be the portion of the water line after the Water Meter within an unincorporated area of Harris County. Segment 3 shall be the portion of the water line inside Houston's city limits.

ARTICLE II.

Section 7.08 of the Original Agreement is hereby amended and restated to read as follows:

7.08 **NOTICES.** Until Humble is otherwise notified in writing by Houston, the address of Houston is and shall remain as follows:

City of Houston
Director of Public Works and Engineering
P.O. Box 1562
Houston, Texas 77251

Until Houston is otherwise notified in writing by Humble, the address of Humble is and shall remain as follows:

City Manager
City of Humble
114 W. Higgins
Humble, Texas 77338

All written notices required or permitted to be given under this Agreement from one party to the other shall be given by personal delivery (with a receipt

showing delivery) or shall be deemed given by the deposit in a United States Postal Service mailbox or receptacle of certified or registered mail, with proper postage affixed thereto, addressed to the respective other party at the address set forth above or at such other address as the parties respectively shall designate by written notice.

ARTICLE III.

The Exhibit "A" attached to this Second Amendment hereby replaces the Exhibit "A" in the Original Contract for all purposes.

ARTICLE IV.

Prior to transfer of a portion of Segment 2 to Humble, the Utility Official for Humble and the Utility Official for Houston shall develop a customer transfer plan meeting the applicable requirements of Title 30 of the Texas Administrative Code, if applicable.

ARTICLE V.

Except as specifically modified herein, the Original Contract, the First Amendment and this Second Amendment will remain in full force and effect. In the event of a conflict between or among the Original Contract, the First Amendment and the Second Amendment, this Second Amendment will prevail only to the extent that the Second Amendment amends the definition of "Point of Measurement," replaces Exhibit "A", and changes the address for Humble. Otherwise, the Original Contract and First Amendment shall prevail.

[THE REST OF THIS PAGE IS INTENTIONALLY LEFT BLANK]

ARTICLE VI.

This Second Amendment in multiple copies, each of which shall be deemed to be an original, shall be effective on the date of countersignature indicated below.

"HOUSTON"
CITY OF HOUSTON, TEXAS

By:_____
Mayor

ATTEST/SEAL:

_____
City Secretary

APPROVED:

_____
Director, Department of Public Works
and Engineering

APPROVED AS TO FORM:

_____
Assistant City Attorney
L.D. File No.

COUNTERSIGNED BY:

_____
City Controller Date Countersigned:_____, 2014

"HUMBLE"
CITY OF HUMBLE, TEXAS

By: _____
Mayor

ATTEST/SEAL:

By: _____
City Secretary

CITY OF HUMBLE INC HARRIS COUNTY TEXAS 1913

EXHIBIT "A"

TO: Mayor via City Secretary **REQUEST FOR COUNCIL ACTION**

SUBJECT: Treated Water Supply Contract Amendment with the City of Humble	Category # 6	Page 1 of 1	Agenda Item # 17

FROM (Department or other point of origin): Department of Public Works and Engineering	Origination Date 8/28/02	Agenda Date SEP 11 2002
DIRECTOR'S SIGNATURE Jon C. Vanden Bosch, P.E., Director	Council District affected: ALL -846	
For additional information contact: Paul R. Nelson Phone: (713) 837-7637	Date and identification of prior authorizing Council action	

RECOMMENDATION: (Summary)
It is recommended that the Treated Water Supply Contract Amendment with the City of Humble be approved.

Amount of Funding: NO FUNDS REQUIRED; REVENUE CONTRACT FOR TREATED WATER. The amendment will become effective on the date of countersignature by the City Controller and shall expire on the fortieth anniversary date of the original countersignature of 10/28/97.	F & A Budget:

SOURCE OF FUNDING: [ ] General Fund [ ] Grant Fund [ ] Enterprise Fund

[ ] Other (Specify)

SPECIFIC EXPLANATION:
The City of Humble is requesting a Treated Water Supply Contract Amendment with the City of Houston. This contract charges rates for treated water as specified in the City of Houston Code of Ordinances, Section 47-61(f). The base rate is currently $1.26 per thousand gallons. This Treated Water Supply Contract Amendment was prepared by the Legal Department.

The current contract provides for the selling of treated water to the City of Humble for its use and also for an additional amount of water to be sold to the City of Humble and re-purchased by the City of Houston for Houston's citizens and future customers on the east side of Humble that otherwise would be difficult and expensive to serve. The contract amendment commits to an amount that will enable the City of Humble to comply with the Harris-Galveston Coastal Subsidence District regulations.

The Planning and Water Conservation Section of the Utility Planning and Operations Support Branch has evaluated the request and found that the water supply and delivery system is adequate to provide the requested quantities.

cc: Marty Stein
Jon C. Vanden Bosch, P.E.
Jeff Taylor
Gilbert Garcia
Paul R. Nelson
Jun Chang, P.E.
George Bravenec

F & A Director	Other Authorization:	Other Authorization:

FORM 132.M
(Approving/Authorizing)

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.

( ) 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.

(X) Water Supply Contract

( ) Other - Grant Funds Available

Lloyd E. Kelley
Jerry Fidler

Date: Sept 16, 1997 City Controller of the City of Houston

FUND REF: N/A AMOUNT: N/A ENCUMB. NO.: N/A

City of Houston Ordinance No. 97-1136 NF30-98

AN ORDINANCE APPROVING AND AUTHORIZING A WATER SUPPLY CONTRACT BETWEEN THE CITY OF HOUSTON AND THE CITY OF HUMBLE; MAKING VARIOUS FINDINGS AND PROVISIONS RELATING TO THE SUBJECT; AND DECLARING AN EMERGENCY.

* * * *

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

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 17th **day of** September **19**97.

APPROVED this _____ **day of** _____, **19**_____.

Mayor of the City of Houston

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is SEP 23 1997.

City Secretary

(Prepared by Legal Dept. Assistant City Attorney)
(EWB:ajl 09/12/97)
(Requested by Jimmie Schindewolf, Director, Public Works and Engineering Department)
(L.D. File No. 80-97111-01)
u:\WPfiles\Ordinanc\ewb\Humble

City of Houston, Texas Ordinance No. _____

AN ORDINANCE APPROVING AND AUTHORIZING A SECOND AMENDMENT TO A WATER SUPPLY CONTRACT BETWEEN THE CITY OF HOUSTON AND THE CITY OF HUMBLE (APPROVED BY ORDINANCE NO. 97-1136 AS AMENDED) FOR THE PURCHASE OF TREATED WATER; 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, or, in the absence of the Mayor, the Mayor Pro Tem is hereby authorized to execute such document and all related documents on behalf of the City of Houston. The City Secretary, or in the absence of the City Secretary, any Assistant 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. _____)
(ALC/dg 10/29/14) Assistant City Attorney
(Requested by Dale A. Rudick, P.E., Director, Department of Public Works & Engineering)
(L.D. File No. 0801100091002)
G:\CONTRACT\DLG\ALC\City of Humble.Second Amendment.Ordinance.doc

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District A

Item Creation Date: 11/18/2014

20TAA131 - Advance Funding Agreement for Utility Relocations Affected by the Widening and Reconstruction of US 290

Agenda Item#: 37.

Summary:
ORDINANCE appropriating $1,794,234.23 out of Water & Sewer System Consolidated Construction Fund; approving and authorizing an 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 west of Fairbanks North Houston to west of Pinemont; providing funding for CIP Cost Recovery relating to construction of facilities financed by the Water & Sewer System Consolidated Construction Fund - **DISTRICT A STARDIG**

Background:

SUBJECT: 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 West of Fairbanks North Houston to West of Pinemont WBS Nos. S-000521-0096-7, R-000521-0069-7

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.

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 5A), West of Fairbanks North Houston to West of Pinemont.

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, Bingle on the East, Hempstead Highway on the South and Gessner on the West. This project is located in Key Map Grids 410 X,Y and 450 C & D, 451 A, E.

PREVIOUS HISTORY AND SCOPE OF THIS AGREEMEEMENT: 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 $1,380,180.18 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 $1,794,234.23 includes $276,036.03 for Contingency and $138,018.02 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.

DAR:DRM:RK:TAA:PKC:dww

Amount of Funding:
$1,794,234.23 from Water and Sewer System Consolidated Construction Fund No. 8500

Contact Information:
Ravi Kaleyatodi, P.E., CPM
Senior Assistant Director
Phone: (832) 395-2326

ATTACHMENTS:

Description	Type
20TAA131 - Adance Funding Agreement for Utility Relocations Affected by the Widening and Reconstruction of US 290 - RCA	Signed Cover sheet
20TAA131 - Adance Funding Agreement for Utility Relocations Affected by the Widening and Reconstruction of US 290 - MAPS	Backup Material
20TAA131 - Adance Funding Agreement for Utility Relocations Affected by the Widening and Reconstruction of US 290 - Ordinance	Ordinance/Resolution/Motion
20TAA131 - Adance Funding Agreement for Utility Relocations Affected by the Widening and Reconstruction of US 290 - Estimated Costs	Backup Material
20TAA131 - Adance Funding Agreement for Utility Relocations Affected by the Widening and Reconstruction of US 290 - SAP Documents	Financial Information
20TAA131 - Adance Funding Agreement for Utility Relocations Affected by the Widening and Reconstruction of US 290 - Adv Fund Agreement	Contract/Exhibit

TO: Mayor via City Secretary **REQUEST FOR COUNCIL ACTION**

SUBJECT: 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 West of Fairbanks North Houston to West of Pinemont WBS Nos. S-000521-0096-7, R-000521-0069-7	**Page** 1 of 2	**Agenda Item** #

FROM (Department or other point of origin):	**Origination Date**	**Agenda Date**
Department of Public Works and Engineering		

DIRECTOR'S SIGNATURE:	**Council District affected:**
Dale A. Rudick Dale A. Rudick, P.E.	A Bee

For additional information contact:	**Date and identification of prior authorizing Council action:**
Ravi Kaleyatodi 10/24/14 Ravi Kaleyatodi, P.E., CPM **Phone:** (832) 395-2326 Senior Assistant Director	N/A

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:
$ 1,794,234.23 from Water and Sewer System Consolidated Construction Fund No. 8500 M.P. 11/5/2014

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 5A), West of Fairbanks North Houston to West of Pinemont.

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.

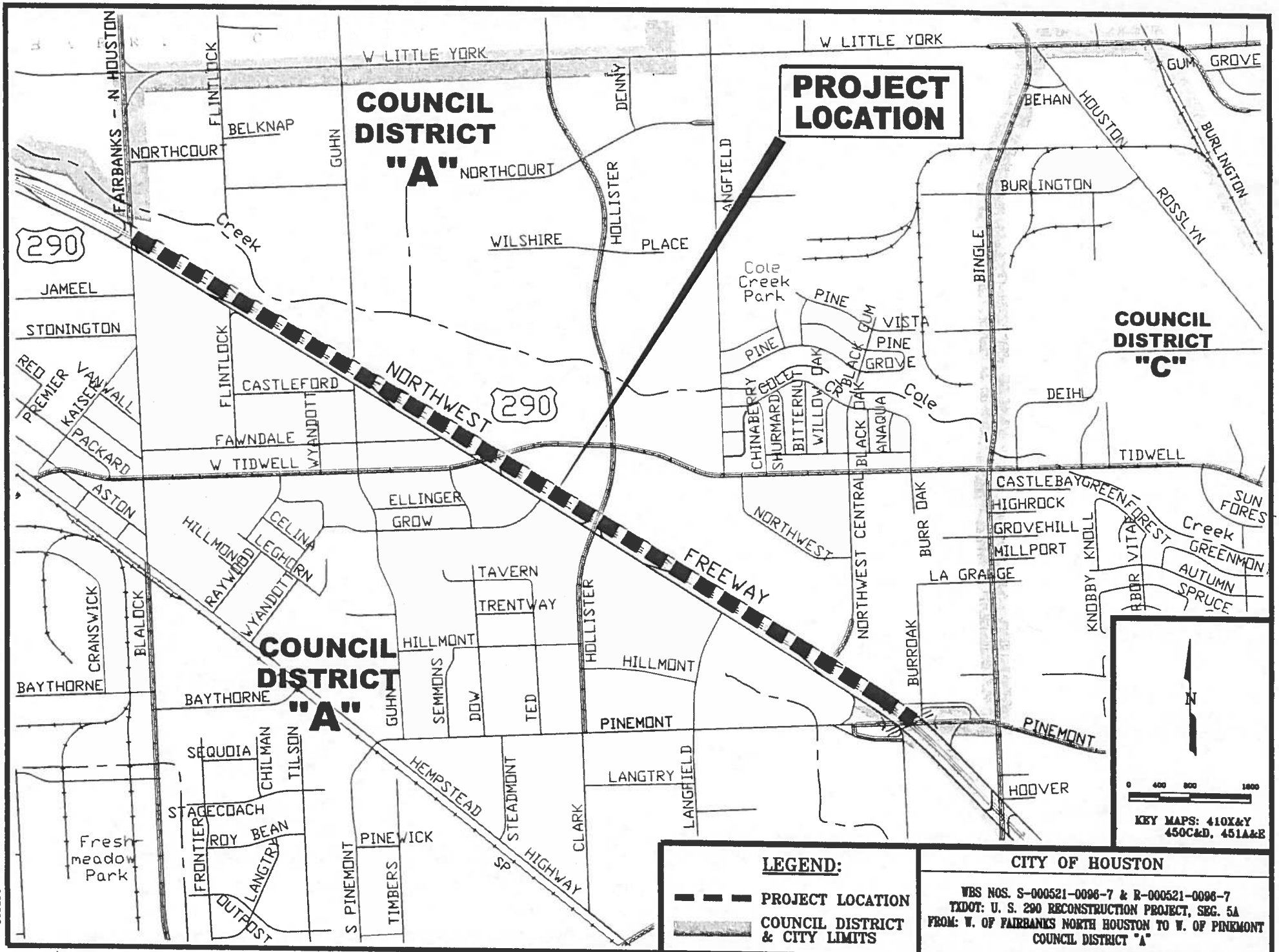
LOCATION: The project is generally bounded by West Little York on the North, Bingle on the East, Hempstead Highway on the South and Gessner on the West. This project is located in Key Map Grids 410 X,Y and 450 C & D, 451 A, E.

PREVIOUS HISTORY AND SCOPE OF THIS AGREEMEEMENT: 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 $1,380,180.18 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 $1,794,234.23 includes $276,036.03 for Contingency and $138,018.02 for CIP cost recovery.

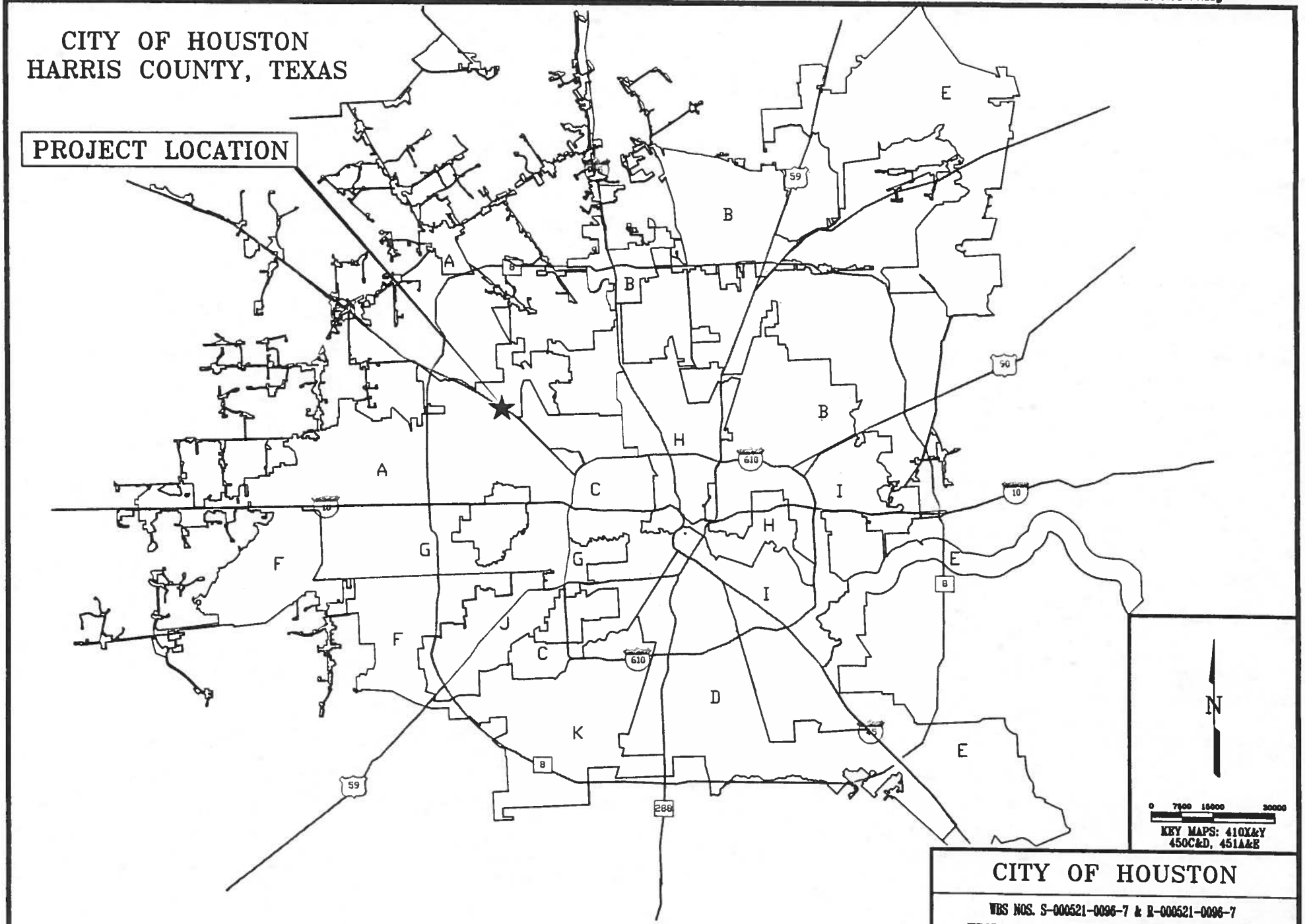
LTS# 13040 **CUIC ID # 20TAA131**

Finance Department:	**Other Authorization:**	**Other Authorization:**
	Jun Chang, P.E.,D.WRE Deputy Director Public Utilities Division	Daniel R. Menendez, P.E. Deputy Director Engineering and Construction Division


PROJECT LOCATION
COUNCIL DISTRICT "A"
COUNCIL DISTRICT "C"
COUNCIL DISTRICT "A"
W LITTLE YORK
FAIRBANKS - N HOUSTON
FLINTLOCK
BELKNAP
NORTHCOURT
GUHN
DENNY
HOLLISTER
ANGFIELD
WILSHIRE PLACE
Creek
290
NORTHWEST 290
FREEWAY
JAMEEL
STONINGTON
RED PREMIER
VANWALL
KAISER
PACKARD
CASTLEFORD
WYANDOTT
FAWNDALE
W TIDWELL
ASTON
HILLMONT
RAYWOOD
CELINA
LEGHORN
ELLINGER
GROW
TAVERN
TRENTWAY
HILLMONT
SEMMONS
DOW
TED
CRANSWICK
BLALOCK
BAYTHORNE
SEQUOIA
CHILMAN
TILSON
STAGECOACH
FRONTIER
ROY BEAN
LANGTRY
OUTPOST
Fresh meadow Park
PINEWICK
TIMBERS
S PINEMONT
HEMPSTEAD
SP HIGHWAY
STEADMONT
CLARK
LANGFIELD
PINEMONT
HOOVER
Cole Creek Park
PINE VISTA
PINE GROVE
GUM
BLACK OAK
CHINABERRY
COLE
SHURMARD
BITTERNUT
WILLOW OAK
BLACK OAK
ANAQUA
Cole Creek
BINGLE
BURLINGTON
ROSSLYN
BEHAN HOUSTON
GUM GROVE
BURLINGTON
DEIHL
TIDWELL
CASTLEBAY
HIGHROCK
GROVEHILL
MILLPORT
LA GRANGE
BURR OAK
BURROAK
NORTHWEST CENTRAL
NORTHWEST
GREENFOREST
VITAE
KNOLL
KNOBBY
ARBOR
SUN FORES
Creek
GREENMONT
AUTUMN
SPRUCE
N
0 400 800 1600
KEY MAPS: 410X&Y 450C&D, 451A&E
LEGEND:
PROJECT LOCATION
COUNCIL DISTRICT & CITY LIMITS
CITY OF HOUSTON
WBS NOS. S-000521-0096-7 & R-000521-0096-7
TXDOT: U. S. 290 RECONSTRUCTION PROJECT, SEC. 5A
FROM: W. OF FAIRBANKS NORTH HOUSTON TO W. OF PINEMONT
COUNCIL DISTRICT "A"
101314
H:\DESIGN\ACAD\AUTOCAD\WORK\RCA\S-000521-0096-7.DWG
DRAWN BY: A. Watts

S-000521-0096-7T.dwg

CITY OF HOUSTON
HARRIS COUNTY, TEXAS



CITY OF HOUSTON

WBS NOS. S-000521-0096-7 & R-000521-0096-7
TXDOT: U. S. 290 RECONSTRUCTION PROJECT, SEGMENT 5A
FROM: W. OF FAIRBANKS NORTH HOUSTON TO W. OF PINEMONT
COUNCIL DISTRICT "A"

DRAWN BY: Alvin Watts

FORM 152.M
(APPROP/APPROVE)

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 herein 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 $1,794,234.23 OUT OF THE WATER AND SEWER SYSTEM CONSOLIDATED CONSTRUCTION FUND; APPROVING AND AUTHORIZING AN 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 WEST OF FAIRBANKS NORTH HOUSTON TO WEST OF PINEMONT; PROVIDING FUNDING FOR CIP COST RECOVERY RELATING TO CONSTRUCTION OF FACILITIES FINANCED BY THE WATER AND SEWER SYSTEM CONSOLIDATED CONSTRUCTION FUND; CONTAINING PROVISIONS RELATING TO THE SUBJECT; AND DECLARING AN EMERGENCY.

* * * *

FORM 152.M
(APPROP/APPROVE)

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

Section 1. The City Council hereby appropriates the sum of money set out in the title of this Ordinance, out of the funds set out in such title as follows: The sum of **$276,036.03** is appropriated for the project described in the title, and the sum of **$138,018.02** is appropriated for project management relating to construction of facilities financed by the fund described 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 11/10/14) Assistant City Attorney
(Requested by Dale A. Rudick, P.E., Director, Department of Public Works & Engineering)
(L.D. File No. 075-1400022-001)

H:\WALLACED.calshare\PWE\LAC ORDS-Apprv.Auth.Approp..AFAs.TXDOT\TX AFA LTS13040.Util.reloc.widening of US290 frm west of Fairbanks N.Houston to west of Pinemont WBSs0005210096-7.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 **$1,794,234.23** required for the project referenced in the title of this ordinance, do hereby certify as follows:

(1) The sum of **$1,794,234.23** 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 **$1,794,234.23** 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

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District A, District D, District F, District G

Item Creation Date: 11/18/2014

20HA335 - Resicom, Inc. - Safe Sidewalk Project

Agenda Item#: 38.

Summary:
ORDINANCE approving payment of $21,765.53 to **RESICOM, INC** under construction contract with the City for Safe Sidewalk Project originally authorized by Ordinance No. 2011-0814 **DISTRICTS A - STARDIG; D - BOYKINS; F - NGUYEN and G - PENNINGTON**

Background:

SUBJECT: Adopt an Ordinance approving payment of certain contract funds to Resicom, Inc. for Safe Sidewalk Project; WBS No. N-00610A-0119-4.

RECOMMENDATION: (Summary) Adopt an Ordinance approving payment of certain contract funds in the amount of $21,765.53 to Resicom, Inc. for Safe Sidewalk Project; WBS No. N-00610A-0119-4.

PROJECT NOTICE/JUSTIFICATION: This project was part of the continuing effort by the City to construct sidewalks throughout the City of Houston to meet the needs of its resident.

DESCRIPTION/SCOPE: This project provided for the construction of sidewalk improvements at numerous locations. Zarinkelk Engineering Services designed the project with 188 calendar days allowed for construction. The project was awarded to Resicom, Inc. with an original Contract Amount of $904,159.20.

LOCATION: The project is located in various Key Map Grids.

CONTRACT COMPLETION AND COST: The Contractor last performed work under the Contract on 06/15/2012, a date 26 days beyond the established completion date for the project, and no further work by Contractor is contemplated. Money remains encumbered under the Contract. This recommended action will authorize PWE to administratively close this Contract and to pay the net amount $21,765.53 after the deduction of the liquidated damages (26 days at $800.00/day = $20,800.00) and other adjustments as determined by the City Engineer.

The City notified Contractor of the City's intention to close the project by letter date 08/26/2014.

Council's approval will allow PWE to make all payments due to the Contractor, without any further action or stipulation by the Contractor, and nothing in the ordinance shall be deemed to be an acceptance of Contractor's work or a waiver of any claims the City may have under Contract.

MBE/SBE PARTICIPATION: The Contract was not a goal-oriented Contract per Art. V, Chapter 15.

DAR:DRM:JTM:JAK:AJK:ha

Prior Council Action:
Ord. #2011-0814 dated 09/21/2011

Amount of Funding:
Amount and Source of Funding: No additional funding required.
Total (original) appropriation of $1,048,000.00 from Metro Projects Construction Fund No. 4040.

Contact Information:
Joseph T. Myers, P.E.
Sr. Assistant Director **Phone**: (832) 395-2355

ATTACHMENTS:

	Description	Type
	20HA335 - Safe Sidewalk Project - RCA	Signed Cover sheet
	20HA335 - Safe Sidewalk Project - MAPS	Backup Material
	20HA335 - Safe Sidewalk Project - Project Street List	Backup Material
	20HA335 - Safe Sidewalk Project - Change Order	Backup Material
	20HA335 - Safe Sidewalk Project - OBO screen shots	Backup Material
	20HA335 - Resicom, Inc. - Safe Sidewalk Project - Change Order	Backup Material
	20HA335 - Resicom, Inc. - Safe Sidewalk Project - OBO Final Audit Memo	Backup Material
	20HA335 - Resicom, Inc. - Safe Sidewalk Project - Ordinance	Ordinance/Resolution/Motion

TO: Mayor via City Secretary **REQUEST FOR COUNCIL ACTION**

SUBJECT: Adopt an Ordinance approving payment of certain contract funds to Resicom, Inc. for Safe Sidewalk Project; WBS No. N-00610A-0119-4.	**Page** 1 of 1	**Agenda Item** #
FROM (Department or other point of origin): Department of Public Works and Engineering	**Origination Date**	**Agenda Date**
DIRECTOR'S SIGNATURE: Dale A. Rudick Dale A. Rudick, P.E., Director	**Council District affected:** ASD A, D, F, G	
For additional information contact: Joseph T. Myers 11/6/14 Joseph T. Myers, P.E. Sr. Assistant Director **Phone**: (832) 395-2355	**Date and identification of prior authorizing Council action:** Ord. # 2011-0814 dated: 09/21/2011	

RECOMMENDATION: (Summary) Adopt an Ordinance approving payment of certain contract funds in the amount of $21,765.53 to Resicom, Inc. for Safe Sidewalk Project; WBS No. N-00610A-0119-4.

Amount and Source of Funding: No additional funding required.
Total (original) appropriation of $1,048,000.00 from Metro Projects Construction Fund No. 4040.

PROJECT NOTICE/JUSTIFICATION: This project was part of the continuing effort by the City to construct sidewalks throughout the City of Houston to meet the needs of its resident.

DESCRIPTION/SCOPE: This project provided for the construction of sidewalk improvements at numerous locations. Zarinkelk Engineering Services designed the project with 188 calendar days allowed for construction. The project was awarded to Resicom, Inc. with an original Contract Amount of $904,159.20.

LOCATION: The project is located in various Key Map Grids.

CONTRACT COMPLETION AND COST: The Contractor last performed work under the Contract on 06/15/2012, a date 26 days beyond the established completion date for the project, and no further work by Contractor is contemplated. Money remains encumbered under the Contract. This recommended action will authorize PWE to administratively close this Contract and to pay the net amount $21,765.53 after the deduction of the liquidated damages (26 days at $800.00/day = $20,800.00) and other adjustments as determined by the City Engineer.

The City notified Contractor of the City's intention to close the project by letter date 08/26/2014.

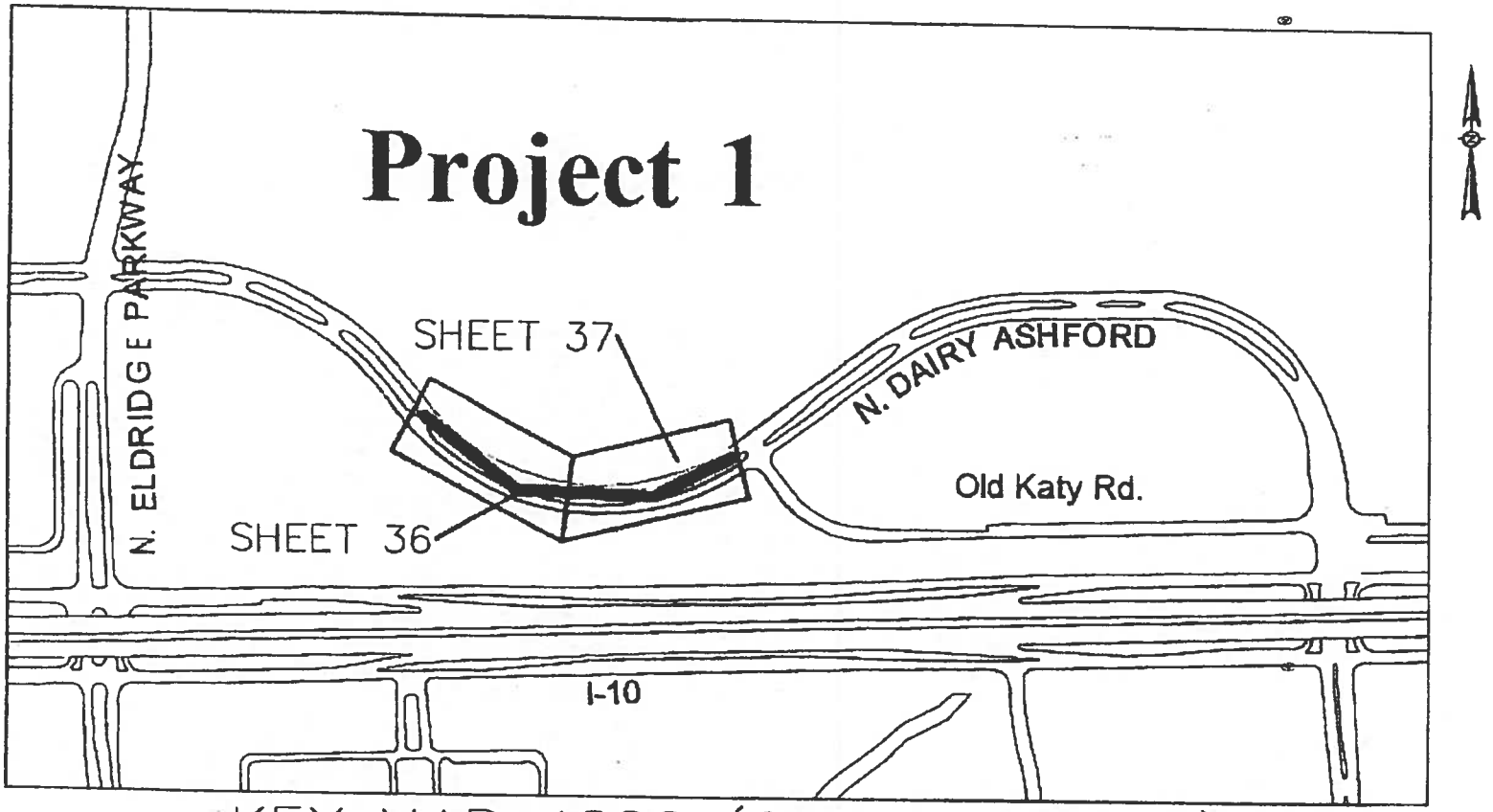
Council's approval will allow PWE to make all payments due to the Contractor, without any further action or stipulation by the Contractor, and nothing in the ordinance shall be deemed to be an acceptance of Contractor's work or a waiver of any claims the City may have under Contract.

MBE/SBE PARTICIPATION: The Contract was not a goal-oriented Contract per Art. V, Chapter 15.

DAR:DRM:JTM:JAK:AJK:ha ASD
H:\E&C Construction\South Sector\PROJECT FOLDER\N-00610A-0119-4 (Safe Sidewalk 0119)\21.0 Close-Out Documentation\RCA\RCA - Closeout.doc

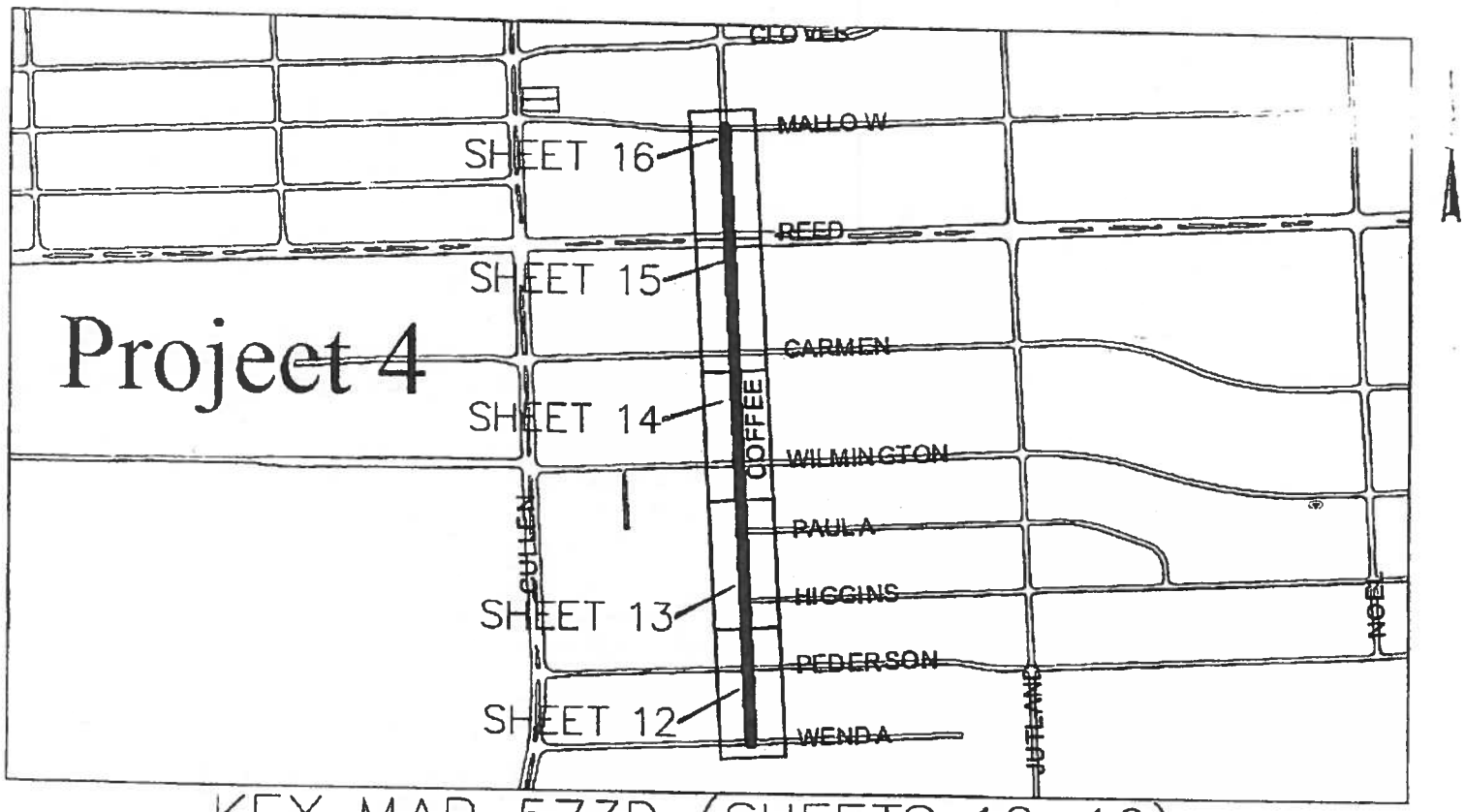
LTS # 13232 **REQUIRED AUTHORIZATION** **20HA335**

Finance Department:	**Other Authorization:**	**Other Authorization:**
		Daniel R. Menendez, P.E., Deputy Director Engineering and Construction Division



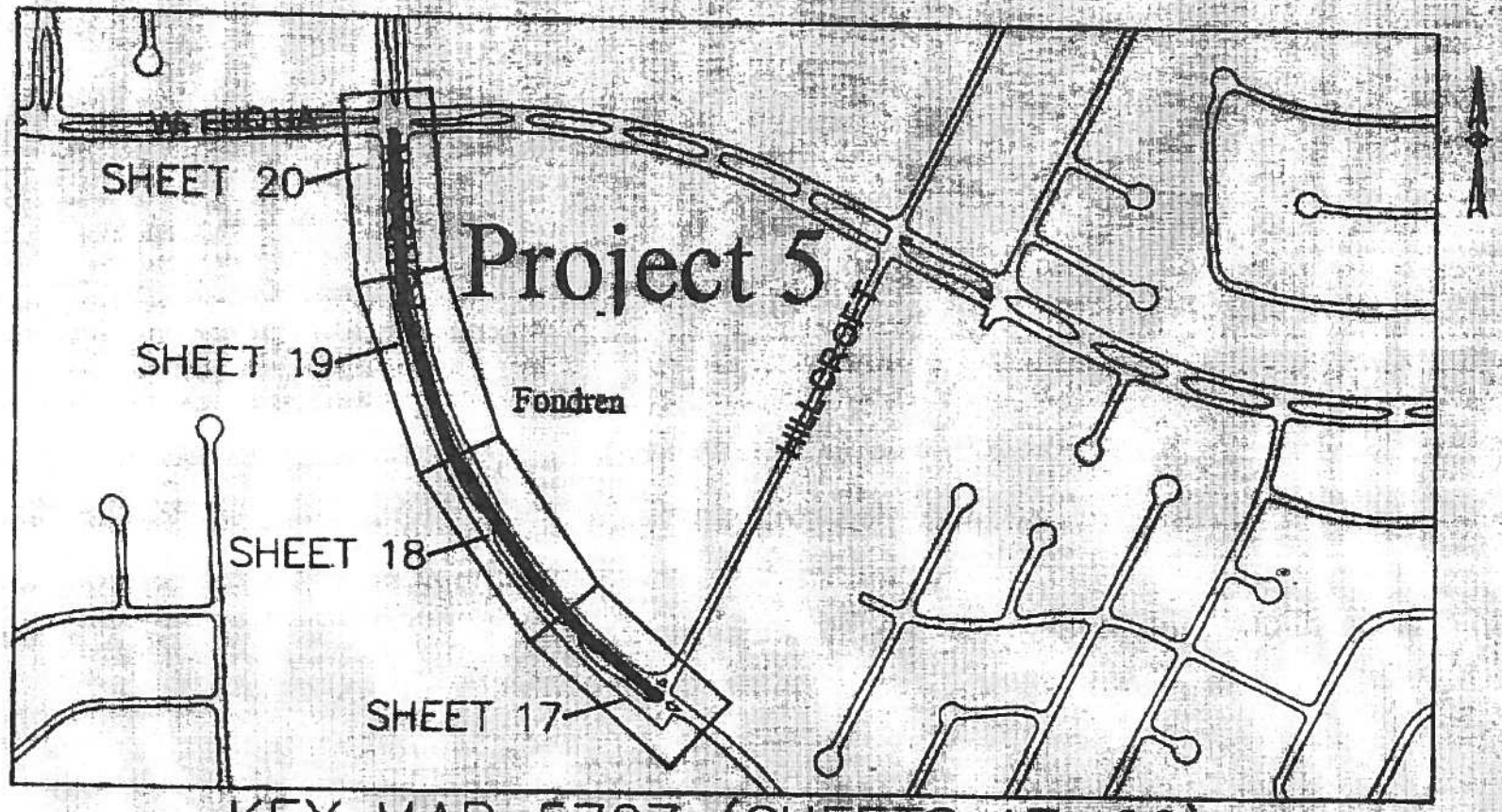
KEY MAP 488C (SHEETS 36–37)

NTS



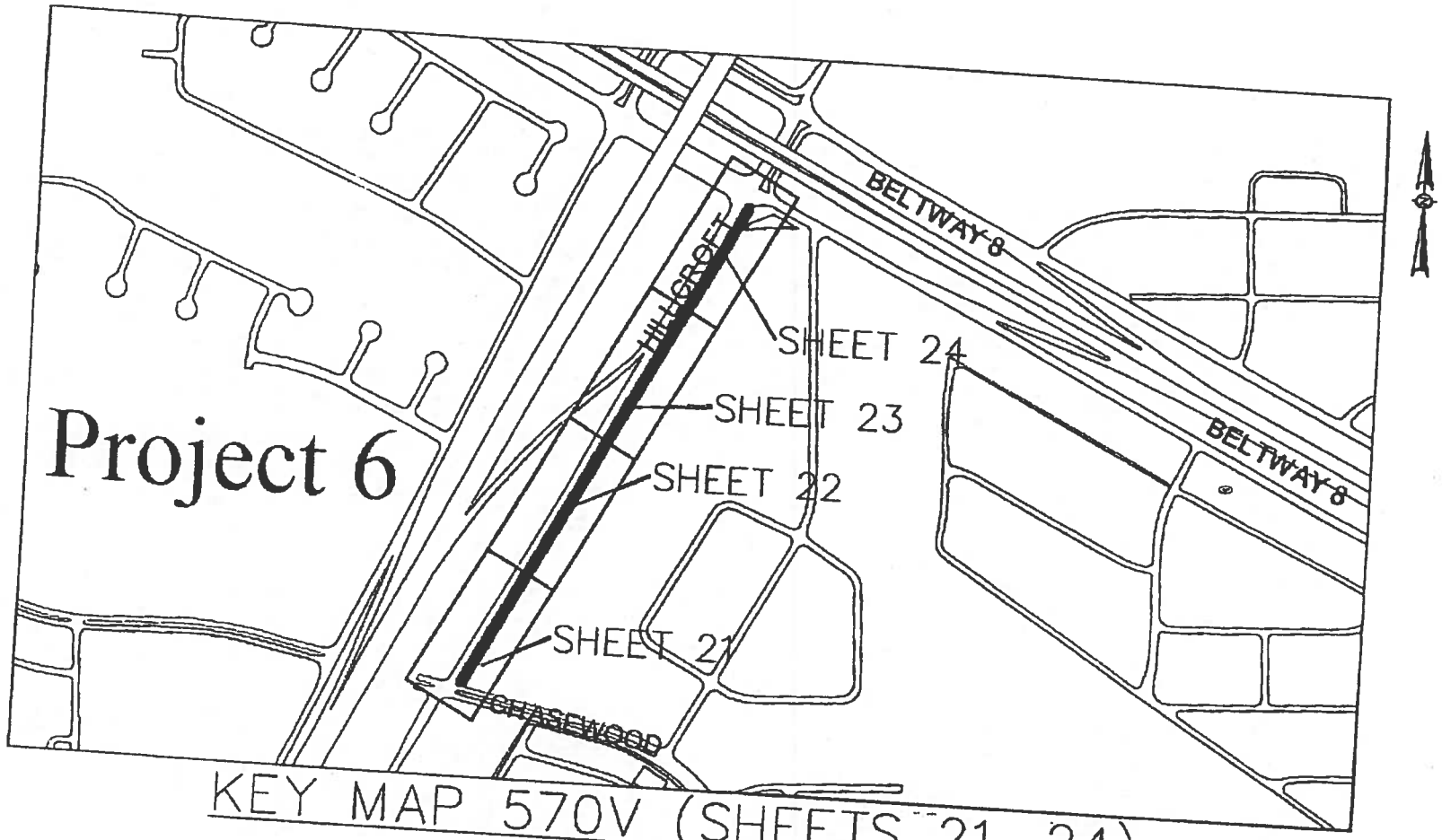
KEY MAP 573D (SHEETS 12–16)

533Z NTS



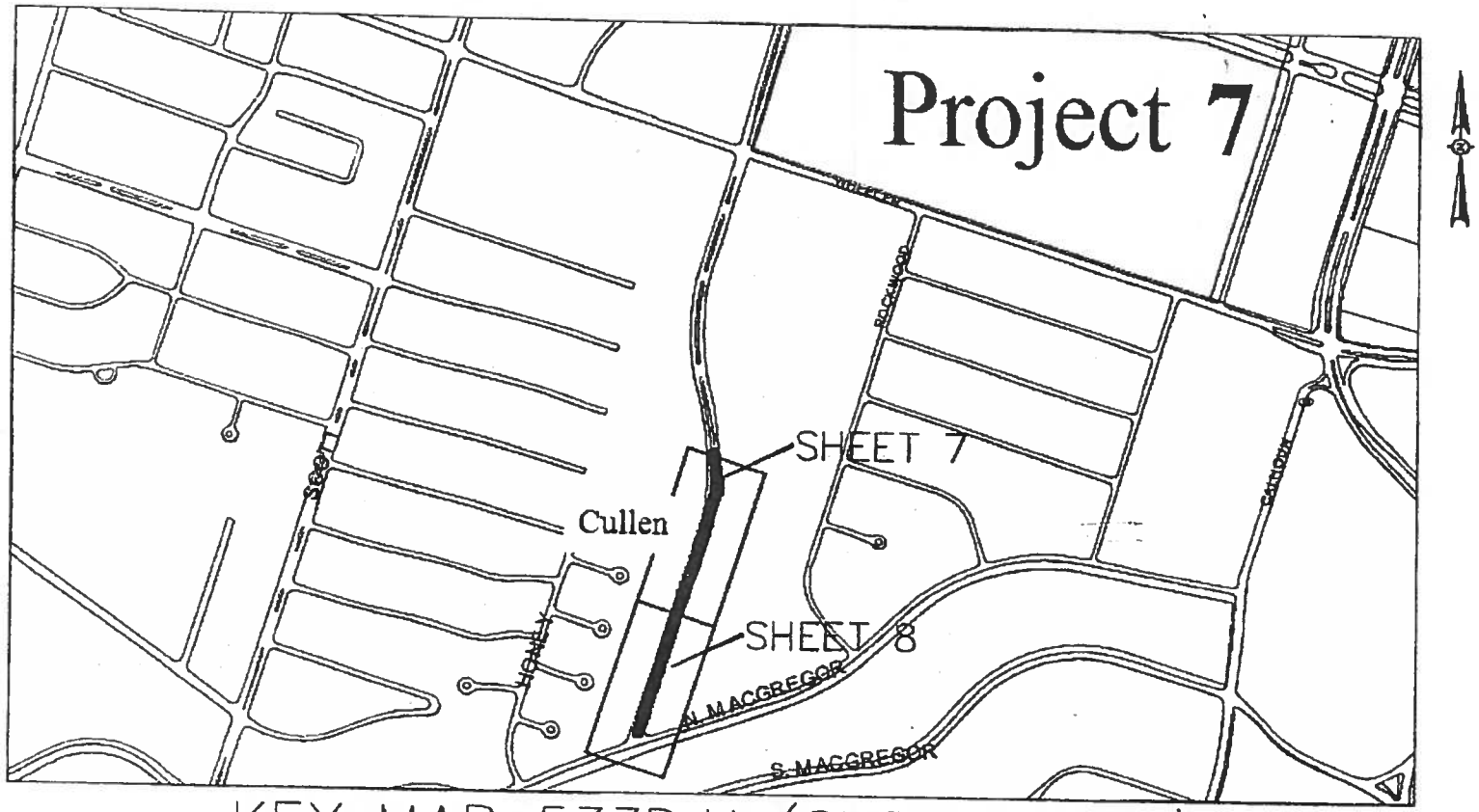
KEY MAP 570Z (SHEETS 17-20)

NTS



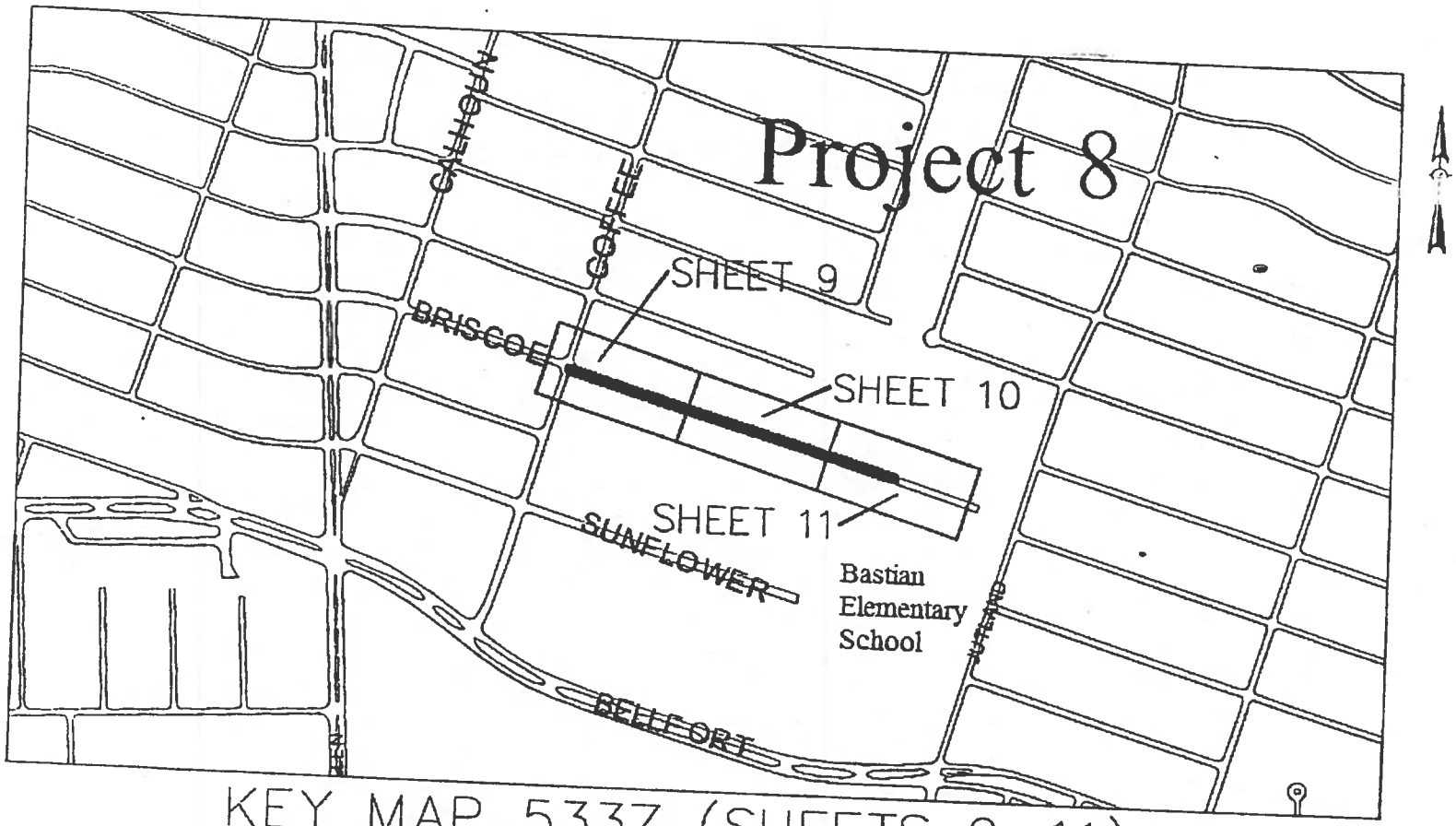
KEY MAP 570V (SHEETS 21–24)

571S NTS



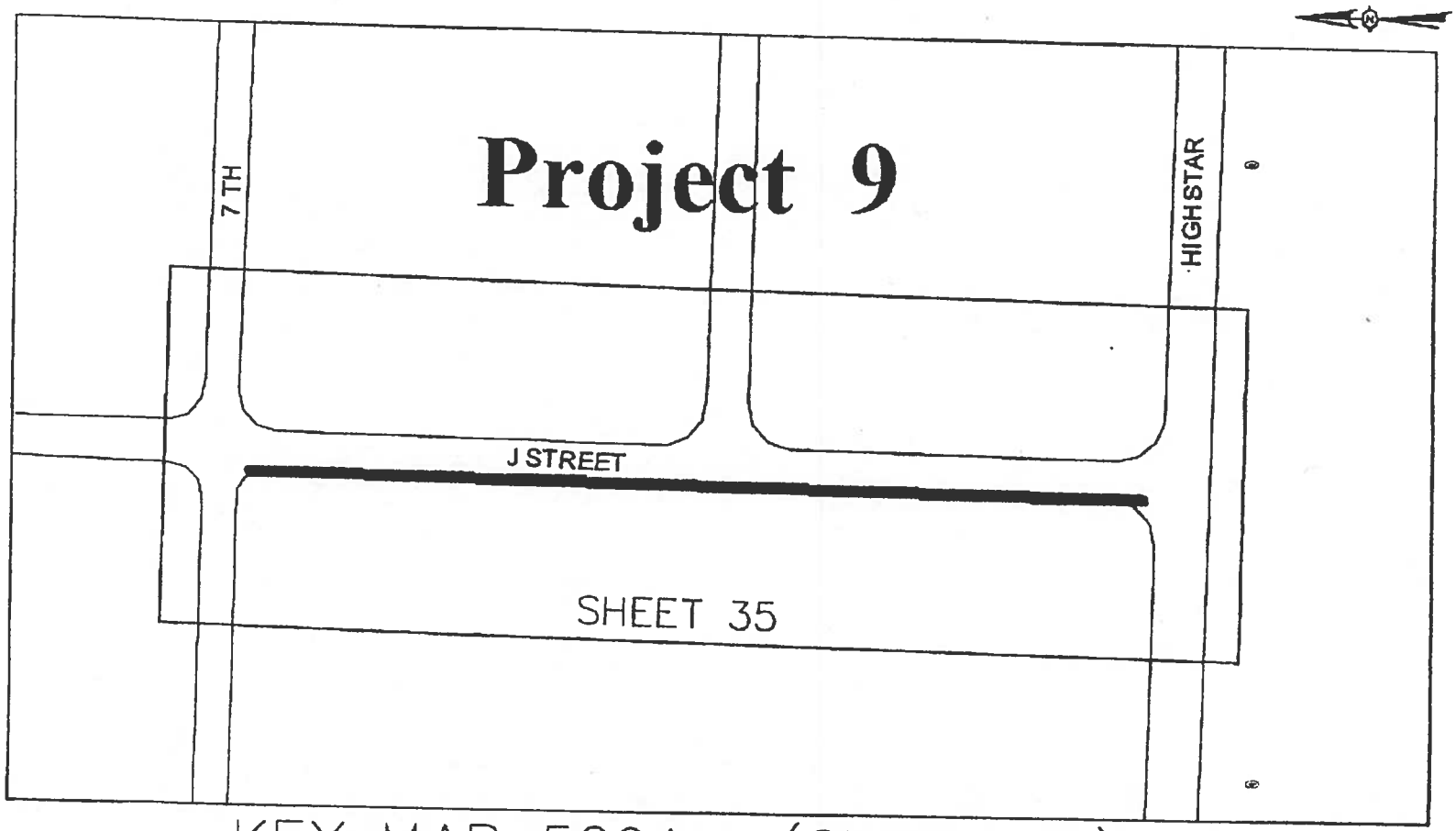
KEY MAP 533D,H (SHEETS 7–8)

NTS



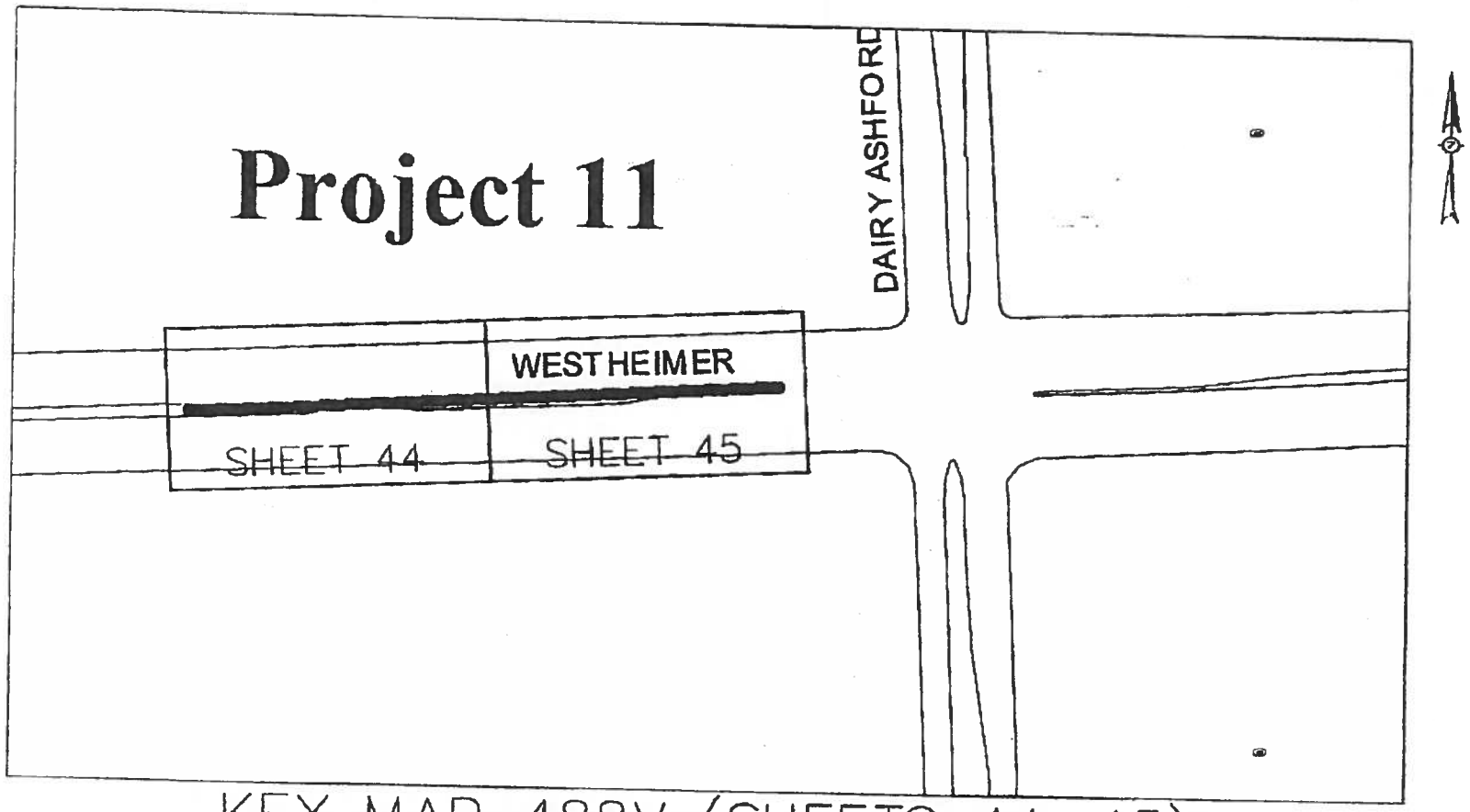
KEY MAP 533Z (SHEETS 9–11)

NTS



KEY MAP 529A (SHEET 35)

NTS



KEY MAP 488V (SHEETS 44–45)

NTS

CITY OF HOUSTON
Department of Public Works & Engineering
Street and Bridge/Stormwater Engineering and Construction Branch

PROJECT STREET LIST

Project Name : **Safe Sidewalk Program (Package 2)**
Contractor : Resicom, Inc.

Project No. : **N-00610A-0119-4**
Contract No. : 4600011166

Street	From Street	ToStreet	KEY MAP	Council District	Status	Comments
Briscoe Street	Coffee Street	STA. 13+00	533Z	D	Complete	
Coffee Street	Wenda Street	Mallow Street	533Z, 573D	D	Complete	
Cullen Boulevard	North Macgregor Way	STA. 9+00	533 D&H	D	Complete	
Dairy Ashford Road	STA. 1+00 (East of	STA. 11+50 (West of Old	488C	A	Complete	
Fondren Road	West Hillcroft Avenue	West Fuqua Drive	570Z	D	Complete	
Hillcroft Avenue	Chasewood Drive	Beltway 8	570V	D	Complete	
J Street	High Star Drive	7th Street	529 A&E	F	Complete	
Westheimer Road	STA. 1+00 (East of Ashford	STA. 10+24 (West Of South	488V	G	Complete	

City of Houston Ordinance No. _____

AN ORDINANCE APPROVING A PAYMENT OF $21,765.53 TO RESICOM, INC. UNDER A CONSTRUCTION CONTRACT WITH THE CITY FOR SAFE SIDEWALK PROJECT ORIGINALLY AUTHORIZED BY ORDINANCE NO. 2011-0814; CONTAINING OTHER PROVISIONS RELATING TO THE SUBJECT; AND DECLARING AN EMERGENCY.

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

Section 1. That, upon the recommendation of the Director of the Public Works Department, the City Council approves the payment of **$21,765.53** to **RESICOM, INC.** for WBS No. N-00610A-0119-4 under the contract identified in the caption of this ordinance.

Section 2. That nothing in this ordinance shall be deemed to be an acceptance of work or a waiver of any claims the City may have under the construction contract with **RESICOM, INC.**

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 _____, 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._____
(11/17/2014) Senior Assistant City Attorney
(Requested by: Dale A. Rudick, P.E., Director, PWE Dept.
(L.D. File No. 0521400044001

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
ALL

Item Creation Date: 11/19/2014

20HA339-IDC, Inc. - Paving and Drainage Construction Projects

Agenda Item#: 39.

Summary:
ORDINANCE appropriating $20,000.00 out of Street & Traffic Control and Storm Drainage DDSRF and $20,000.00 out of Metro Projects Construction DDSRF; approving and authorizing Professional Construction Management and Inspection Services Agreement between the City of Houston and **IDC, INC** for Paving and Drainage Construction Projects

Background:
SUBJECT: Professional Construction Management and Inspection Services Contract between the City of Houston and IDC Inc., for Paving and Drainage Construction Projects; WBS No. M-430220-0024-4 and N-320668-0033-4.

RECOMMENDATION: (Summary) Approve Professional Construction Management and Inspection Services Contract with IDC Inc., and appropriate funds.

PROJECT NOTICE/JUSTIFICATION: This project is a part of the City's Capital Improvement Plan (CIP) for Street, Bridge and Storm Drainage projects.

DESCRIPTION/SCOPE: This Contract provides for Construction Management and Inspection Services for the Construction Branch of the Department of Public Works and Engineering in connection with Street, Bridge and Storm Drainage projects.

LOCATION: The projects are located throughout the City of Houston.

SCOPE OF CONTRACT AND FEE: This contract will provide Construction Management and Inspection Services, including contract administration, processing pay estimates, coordinating schedules, evaluating proposals and change orders, site representation, inspection, document control, project closeout, and other tasks requested by the Director of the Department of Public Works and Engineering.

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 benefit for some employees but will pay into the Contractor Responsibility Fund for others, in compliance with City policy.

Project funding for construction management services will be appropriated with the construction contract award. The requested appropriation of $40,000.00 will provide for limited pre-construction review and preparation as required.

M/WBE PARTICIPATION: IDC Inc., has proposed the following firms to achieve the 24% M/WBE goal for this project.

	NAME OF FIRM	WORK DESCRIPTION	PERCENTAGE
1.	Zarinkelk Engineering Service, Inc.	Inspection/Administrative Services	12%
2.	KIT Professional, Inc.	Inspection/Administrative Services	12%

Contact Information:

Joseph T. Myers, P.E.
Senior Assistant Director **Phone:** (832) 395-2355

ATTACHMENTS:

	Description	Type
	20HA339 Paving and Drainage Construction Projects - RCA	Signed Cover sheet
	20HA339-IDC, Inc. - Paving and Drainage Construction Projects Ordinance	Ordinance/Resolution/Motion
	20HA339 Paving and Drainage Construction Projects SAP Documents	Financial Information
	20HA339 Paving and Drainage Construction Projects Fair Campaign Ordinance Form A	Backup Material
	20HA339 Paving and Drainage Construction Projects Fair Campaign Ordinance Form B	Backup Material
	20HA339 Paving and Drainage Construction Projects Pay or Play Documents	Backup Material
	20HA339 Paving and Drainage Construction Projects LOI to KIT Professionals	Backup Material
	20HA339 Paving and Drainage Construction Projects LOI to Zarinkelk	Backup Material
	20HA339 Paving and Drainage Construction Projects Affidavit of Ownership	Backup Material
	20HA339 Paving and Drainage Construction Projects Tax Report	Backup Material

TO: Mayor via City Secretary **REQUEST FOR COUNCIL ACTION**

SUBJECT: Professional Construction Management and Inspection Services Contract between the City of Houston and IDC Inc., for Paving and Drainage Construction Projects; WBS No. M-430220-0024-4 and N-320668-0033-4.	**Page 1 of 1**	**Agenda Item #**

FROM (Department or other point of origin): Department of Public Works and Engineering	**Origination Date**	**Agenda Date**
DIRECTOR'S SIGNATURE: Dale A. Rudick, Dale A. Rudick, P.E., Director	**Council District affected:** All RJM	
For additional information contact: Joseph T. Myers, P.E. 11/14/14 Senior Assistant Director **Phone:** (832) 395-2355	**Date and identification of prior authorizing Council action:** N/A	

RECOMMENDATION: (Summary) Approve Professional Construction Management and Inspection Services Contract with IDC Inc., and appropriate funds.

Amount and Source of Funding: $20,000.00 Fund No. 4042 - Street and Traffic Control and Storm Drainage DDSRF and $20,000.00 Fund No. 4040 – Metro Projects Construction DDSRF.

PROJECT NOTICE/JUSTIFICATION: This project is a part of the City's Capital Improvement Plan (CIP) for Street, Bridge and Storm Drainage projects.

DESCRIPTION/SCOPE: This Contract provides for Construction Management and Inspection Services for the Construction Branch of the Department of Public Works and Engineering in connection with Street, Bridge and Storm Drainage projects.

LOCATION: The projects are located throughout the City of Houston.

SCOPE OF CONTRACT AND FEE: This contract will provide Construction Management and Inspection Services, including contract administration, processing pay estimates, coordinating schedules, evaluating proposals and change orders, site representation, inspection, document control, project closeout, and other tasks requested by the Director of the Department of Public Works and Engineering.

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 benefit for some employees but will pay into the Contractor Responsibility Fund for others, in compliance with City policy.

Project funding for construction management services will be appropriated with the construction contract award. The requested appropriation of $40,000.00 will provide for limited pre-construction review and preparation as required.

M/WBE PARTICIPATION: IDC Inc., has proposed the following firms to achieve the 24% M/WBE goal for this project.

	NAME OF FIRM	WORK DESCRIPTION	PERCENTAGE
1.	Zarinkelk Engineering Service, Inc.	Inspection/ Administrative Services	12%
2.	KIT Professional, Inc.	Inspection/ Administrative Services	12%

DAR:DRM:JTM:RJM:ha

LTS No. 13158 **REQUIRED AUTHORIZATION** **20HA339**

Finance Department:	**Other Authorization:**	**Other Authorization:** Daniel R. Menendez, P.E., Deputy Director Engineering and Construction Division

Request for Council Action
Routing Form

(RCA) SUBJECT: Professional Construction Management and Inspection Services Contract between the City of Houston and IDC Inc., for Paving and Drainage Construction Projects; M-430220-0024-4 and N-320668-0033-4.

(RCA) RECOMMENDATION: (Summary) Approve a Professional Construction Management and Inspection Services Contract with IDC Inc., and appropriate funds.

		CUIC ID# 20HA339
COUNCIL AGENDA DATE:_____,2014	(Circle One) Motion Resolution (Ordinance)	Originator/Prime Author: R. Jeff Masek, P.E. Phone # (832) 395-2387

Routing Order: (Originator/Prime Author specifies by Name)	Date/time Received	Date/time Transmitted	Comments:
Managing Engineer, PW&E *R. Jeff Masek, P.E.* *(832) 395-2387*		10/14/2014 4:20 pm	
Senior Assistant Director, PW&E *Joseph T. Myers, P.E.* *(832) 395-2355*		10/14/14 JM	
Fiscal Management Division *Mai Pham* *(832) 395-2615* M.P.	10/29/14	10/29/14	
Deputy Director, EC, PW&E *Daniel R. Menendez, P.E.* *(832) 395-2201*	~~10/29/14~~	~~10/31/14~~ 11/4/14	
Agenda Coordinator *Ruth Gonzales* *(832) 395-2458*	10/31/14 GM for RG	11/3/14	~~Moved back to Section for Correction~~ OK/RG 11-18-14 GM
Chief of Staff, PW&E *Howard Hilliard* (832) 395-2518	11.17.14	11.17.14	
Director, PW&E *Dale A. Rudick, P.E.* *(832) 395-2500* DR	11.18.14	11.18.14	E&C/RG 11-19-14
Agenda Director *Marta Crinejo* *(832) 393-1091*			
City Secretary's Office *Anna Russell* *(832) 393-1100*			

317

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 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 $20,000.00 OUT OF THE STREET AND TRAFFIC CONTROL AND STORM DRAINAGE DDSRF AND $20,000.00 OUT OF THE METRO PROJECTS CONSTRUCTION DDSRF; APPROVING AND AUTHORIZING A PROFESSIONAL CONSTRUCTION MANAGEMENT AND INSPECTION SERVICES AGREEMENT BETWEEN THE CITY OF HOUSTON AND IDC, INC. FOR PAVING AND DRAINAGE CONSTRUCTION PROJECTS; 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 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. 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.

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the

foregoing Ordinance is _____.

_____

City Secretary

(Prepared by Legal Dept. _____)
(ARC/dg 11/19/2014) Assistant City Attorney
(Requested by Dale A. Rudick, P.E., Director, Department of Public Works & Engineering)
(L.D. File No. 0511400009001)
G:\CONTRACT\DLG\ARC\Ordinances\IDC., Inc. Const. CMI Contract.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 **$20,000.00** required for the project referenced in the title of this ordinance, do hereby certify as follows:

Metro Projects Construction Fund (4040)

The sum of **$20,000.00** will be received into the treasury and will be available before the maturity of said obligation, and the funds anticipated have not been already appropriated for any other purpose. The sum of **$20,000.00** will be received as a contribution to the City of Houston, Texas pursuant to a contract with Metropolitan Transit Authority of Harris County, Texas.

_____

City Controller

Metro 4040

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 **$20,000.00** required for the project referenced in the title of this ordinance, do hereby certify as follows:

STREET & TRAFFIC CONTROL AND STORM DRAINAGE – DEDICATED DRAINAGE AND STREET RENEWAL FUND (DDSRF – Fund number - 4042)

(a) General Obligation Commercial paper Series K, Ordinance No. 2011-1088, is available as an "initial" funding source for the project referenced above in the amount of **$20,000.00**.

(b) The department has responsibility to ensure that cash in **DEDICATED DRAINAGE AND STREET RENEWAL FUND** 2310 is sufficient to fund 4042 when bills are presented for payment.

City Controller

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
ALL

Item Creation Date: 11/17/2014

20HA342 - Briones Consulting & Engineering, Ltd. - Water and Wastewater Construction Projects

Agenda Item#: 40.

Summary:
ORDINANCE appropriating $40,000.00 out of Water & Sewer System Consolidated Construction Fund; approving and authorizing Professional Construction Management and Inspection Services Agreement between the City of Houston and **BRIONES CONSULTING & ENGINEERING, LTD** for Water and Wastewater Construction Projects

Background:
SUBJECT: Professional Construction Management and Inspection Services Contract between the City of Houston and Briones Consulting & Engineering Ltd., for Water and Wastewater Construction Projects; WBS No. R-000020-0035-4 and S-000020-0035-4

RECOMMENDATION: (Summary) Approve Professional Construction Management and Inspection Services Contract with Briones Consulting & Engineering, Ltd., and appropriate funds.

PROJECT NOTICE/JUSTIFICATION: This project is a part of the City's ongoing program to replace/ upgrade its water and wastewater facilities.

DESCRIPTION/SCOPE: This Contract provides for Construction Management and Inspection Services for the Construction Branch of the Department of Public Works and Engineering in connection with Water and Sewer Projects.

LOCATION: The projects are located throughout the City of Houston.

SCOPE OF CONTRACT AND FEE: This contract will provide Construction Management and Inspection Services, including contract administration, processing pay estimates, coordinating schedules, evaluating proposals and change orders, site representation, inspection, document control, project closeout, and other tasks requested by the Director of the Department of Public Works and Engineering.

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.

Project funding for construction management services will be appropriated with the construction contract award. The requested appropriation of $40,000.00 will provide for limited pre-construction review and preparation as required.

M/WBE PARTICIPATION: Briones Consulting & Engineering, Ltd., has proposed the following firms to achieve the 24% M/WBE goal for this project.

	NAME OF FIRM	WORK DESCRIPTION	PERCENTAGE
1.	Middleton Brown, L.L.C.	Inspection/ Administrative Services	15%
2.	Isani Consultants, L.P.	Inspection/ Administrative Services	10%

DAR:DRM:JTM:RJM:ha

Amount of Funding:
Amount and Source of Funding: $40,000.00 - Water and Sewer System Consolidated Construction Fund No. 8500.

Contact Information:
Joseph T. Myers, P.E.
Senior Assistant Director **Phone:** (832) 395-2355

ATTACHMENTS:

Description	Type
20HA342 - Water and Wastewater Construction Projects - RCA	Signed Cover sheet
20HA342 - Water and Wastewater Construction Projects - SAP Documents	Financial Information
20HA342 - Water and Wastewater Construction Projects - Fair Campaign Ordinance	Backup Material
20HA342 - Water and Wastewater Construction Projects - Fair Campaign Ordinance Form A	Backup Material
20HA342 - Water and Wastewater Construction Projects - Pay or Play Documents	Backup Material
20HA342 - Water and Wastewater Construction Projects - Middleton Brown LOI	Backup Material
20HA342 - Water and Wastewater Construction Projects - Isani LOI	Backup Material
20HA342 - Water and Wastewater Construction Projects - Affidavit of ownership or Control	Backup Material
20HA342 - Water and Wastewater Construction Projects - Tax Report	Backup Material

TO: Mayor via City Secretary **REQUEST FOR COUNCIL ACTION**

SUBJECT: Professional Construction Management and Inspection Services Contract between the City of Houston and Briones Consulting & Engineering, Ltd., for Water and Wastewater Construction Projects; WBS No. R-000020-0035-4 and S-000020-0035-4.	**Page 1 of 1**	**Agenda Item #**
FROM (Department or other point of origin): Department of Public Works and Engineering	**Origination Date**	**Agenda Date**
DIRECTOR'S SIGNATURE: Dale A. Rudick, P.E., Director	**Council District affected:** All RJM	
For additional information contact: Joseph T. Myers, P.E. Senior Assistant Director **Phone:** (832) 395-2355 11/6/14	**Date and identification of prior authorizing Council action:** N/A	

RECOMMENDATION: (Summary) Approve Professional Construction Management and Inspection Services Contract with Briones Consulting & Engineering, Ltd., and appropriate funds. M.P. 11/6/2014

Amount and Source of Funding: $40,000.00 - Water and Sewer System Consolidated Construction Fund No. 8500.

PROJECT NOTICE/JUSTIFICATION: This project is a part of the City's ongoing program to replace/ upgrade its water and wastewater facilities.

DESCRIPTION/SCOPE: This Contract provides for Construction Management and Inspection Services for the Construction Branch of the Department of Public Works and Engineering in connection with Water and Sewer Projects.

LOCATION: The projects are located throughout the City of Houston.

SCOPE OF CONTRACT AND FEE: This contract will provide Construction Management and Inspection Services, including contract administration, processing pay estimates, coordinating schedules, evaluating proposals and change orders, site representation, inspection, document control, project closeout, and other tasks requested by the Director of the Department of Public Works and Engineering.

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.

Project funding for construction management services will be appropriated with the construction contract award. The requested appropriation of $40,000.00 will provide for limited pre-construction review and preparation as required.

M/WBE PARTICIPATION: Briones Consulting & Engineering, Ltd., has proposed the following firms to achieve the 24% M/WBE goal for this project.

	NAME OF FIRM	WORK DESCRIPTION	PERCENTAGE
1.	Middleton Brown, L.L.C.	Inspection/ Administrative Services	15%
2.	Isani Consultants, L.P.	Inspection/ Administrative Services	10%

RJM

DAR:DRM:JTM:RJM:ha

LTS No. 13192 **REQUIRED AUTHORIZATION** 20HA342

Finance Department:	**Other Authorization:**	**Other Authorization:**
	Jun Chang, P.E., D. WRE, Deputy Director Public Utility Division	Daniel R. Menendez, P.E., Deputy Director Engineering and Construction Division

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
ALL

Item Creation Date: 11/14/2014

20JAI527-Nerie Construction, LLC

Agenda Item#: 41.

Summary:
ORDINANCE appropriating $987,936.00 out of Water & Sewer System Consolidated Construction Fund; awarding contract to **NERIE CONSTRUCTION, LLC** for Wastewater Collection System Rehabilitation and Renewal (Force Main); 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 and testing, and contingencies relating to construction of facilities financed by the Water & Sewer System Consolidated Construction Fund

Background:
SUBJECT: Contract Award for Wastewater Collection System
Rehabilitation and Renewal (Force Main)
WBS# R-000035-0016-4

RECOMMENDATION: (Summary)
Accept low bid, award construction contract, and appropriate funds

SPECIFIC EXPLANATION: This project is part of the Neighborhood Sewer Rehabilitation Program and is required to renew/replace various deteriorated neighborhood collection systems throughout the City.

DESCRIPTION/SCOPE: This project consists of sanitary sewer rehabilitation by point repair method. The contract duration for this project is 730 calendar days.

LOCATION: The work order project area is generally bounded by the City Limits.

BIDS: Three (3) bids were received on August 21, 2014 for this project as follows:

Bidder Bid Amount
1. Nerie Construction, LLC $912,320.00
2. Reliance Construction Services, L.P. $984,354.56
3. T Construction, LLC $993,440.00

AWARD: It is recommended that this construction contract be awarded to Nerie Construction, LLC, with a low bid of $912,320.00.

PROJECT COST: The total cost of this project is $987,936.00 to be appropriated as follows:

. Bid Amount $912,320.00
. Contingencies $45,616.00
. Engineering Testing Services $30,000.00

Engineering Testing Services will be provided by Tolunay-Wong Engineers, Inc. under a previously approved contract.

HIRE HOUSTON FIRST: Hire Houston First does not apply to this expenditure, because it involves the use of federal funds and is subject to specific procurement rules of the federal government.

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 benefits for some employees but will pay into the Contractor Responsibility Fund for others, in compliance with City policy.

M/WSBE PARTICIPATION: The contractor has submitted the following proposed program to satisfy the 12.94% MBE goal, and 8.72% WBE goal for this project.

MBE - Name of Firms:	Work Description	Amount	% of Contract
Posey's Construction & Development Inc.	Point Repairs	$118,054.21	12.94%
TOTAL		**$118,054.21**	**12.94%**

WBE - Name of Firms	Work Description	Amount	% of Contract
H & E Aggregate, LLC	Supplies	$52,184.70	5.72%
Advantage Manhole & Concrete Services Rehabilitation	Manhole	$27,369.60	3.00%
TOTAL		**$79,554.30**	**8.72%**

All known rights-of-way and easements required for this project have been acquired.

Amount of Funding:
Amount and Source of Funding: $987,936.00 from Water and Sewer System Consolidated Construction Fund (8500).
This project is eligible for low interest funding through a State Revolving Fund (SRF) Equivalency loan.

Contact Information:
Jason Iken, P.E.
Senior Assistant Director
Phone: (832) 395-4989

ATTACHMENTS:

Description	Type
20JAI527-Nerie Construction, LLC - RCA	Signed Cover sheet
20JAI527-Nerie Construction, LLC Ordinance	Ordinance/Resolution/Motion
20JAI527-Nerie Construction, LLC MAP	Backup Material
20JAI527-Nerie Construction, LLC OBO Documents	Backup Material
20JAI527-Nerie Construction, LLC Fair Campaign Ordinance Form A	Backup Material
20JAI527-Nerie Construction, LLC Fair Campaign Ordinance Form B	Backup Material
20JAI527-Nerie Construction, LLC Tax Report	Backup Material
20JAI527-Nerie Construction, LLC Affidavit of Ownership	Backup Material
20JAI527-Nerie Construction, LLC SAP Documents	Financial Information
20JAI527-Nerie Construction, LLC Bid Tabs	Backup Material
20JAI527-Nerie Construction, LLC Bid Extension Letter	Backup Material
20JAI527-Nerie Construction, LLC Pay or Play Documents	Backup Material

TO: Mayor via City Secretary **REQUEST FOR COUNCIL ACTION**

SUBJECT: Contract Award for Wastewater Collection System Rehabilitation and Renewal (Force Main) WBS# R-000035-0016-4	**Page** 1 of 2	**Agenda Item #**
FROM (Department or other point of origin): Department of Public Works and Engineering	**Origination Date**	**Agenda Date**
DIRECTOR'S SIGNATURE Dale A. Rudick Dale A. Rudick, P.E.	**Council District affected:** All	
For additional information contact: Jason Iken, P.E. Senior Assistant Director **Phone:** (832) 395-4989	**Date and identification of prior authorizing Council action:** N/A	

RECOMMENDATION: (Summary)
Accept low bid, award construction contract, and appropriate funds.

Amount and Source of Funding: $987,936.00 from Water and Sewer System Consolidated Construction Fund No. 8500. This project is eligible for low interest funding through a State Revolving Fund (SRF) Equivalency loan. M.P. 11/12/2014

SPECIFIC EXPLANATION: This project is part of the Neighborhood Sewer Rehabilitation Program and is required to renew/replace various deteriorated neighborhood collection systems throughout the City.

DESCRIPTION/SCOPE: This project consists of sanitary sewer rehabilitation by point repair method. The contract duration for this project is 730 calendar days.

LOCATION: The work order project area is generally bounded by the City Limits.

BIDS: Three (3) bids were received on August 21, 2014 for this project as follows:

Bidder	Bid Amount
1. Nerie Construction, LLC	$912,320.00
2. Reliance Construction Services, L.P.	$984,354.56
3. T Construction, LLC	$993,440.00

LTS No. 13223 **REQUIRED AUTHORIZATION** **CUIC# 20JAI527**
File/Project No. WW 4235-73

Finance Department	**Other Authorization:**	**Other Authorization:** Jun Chang Jun Chang P.E., D.WRE, Deputy Director Public Utilities Division

AWARD: It is recommended that this construction contract be awarded to Nerie Construction, LLC, with a low bid of $912,320.00.

PROJECT COST: The total cost of this project is $987,936.00 to be appropriated as follows:

- Bid Amount $912,320.00
- Contingencies $45,616.00
- Engineering Testing Services $30,000.00

Engineering Testing Services will be provided by Tolunay-Wong Engineers, Inc. under a previously approved contract.

HIRE HOUSTON FIRST: Hire Houston First does not apply to this expenditure, because it involves the use of federal funds and is subject to specific procurement rules of the federal government.

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 benefits for some employees but will pay into the Contractor Responsibility Fund for others, in compliance with City policy.

M/WSBE PARTICIPATION: The contractor has submitted the following proposed program to satisfy the 12.94% MBE goal, and 8.72% WBE goal for this project.

MBE - Name of Firms	Work Description	Amount	% of Contract
Posey's Construction & Development Inc., DBA Posey's Tractor Service	Point Repairs	$118,054.21	12.94%
	TOTAL	**$118,054.21**	**12.94%**

WBE - Name of Firms	Work Description	Amount	% of Contract
H & E Aggregate, LLC	Supplies	$52,184.70	5.72%
Advantage Manhole & Concrete Services, Inc.	Manhole Rehabilitation	$27,369.60	3.00%
	TOTAL	**$79,554.30**	**8.72%**

All known rights-of-way and easements required for this project have been acquired.

DAR:JC:JI:MB:al

File No. WW 4235-73

ROUTING FORM

RCA SUBJECT: Contract Award for Wastewater Collection System Rehabilitation and Renewal (Force Main)
WBS# R-000035-0016-4

RCA RECOMMENDATION: (SUMMARY)

1. Accept the low bid submitted by the apparent low bidder.
2. Appropriate the necessary funds.

CUIC# 20JAI527

File No. 4235-73

(Circle One)
Motion
Resolution
Ordinance

Originator/Prime Author:
Mary Bac, P.E.
MB
Tele. No. 832-395-4992

ROUTING ORDER	DATE RECEIVED	DATE TRANSMITTED	COMMENTS
Managing Engineer, PWE Wastewater Operations Branch Dan Ratnayake, P.E. 832-395-5007 MB	10-29-14	10-30-14	
Senior Assistant Director, PWE Wastewater Operations Branch Jason Iken, P.E. 832-395-4989		10-30-14	
PWE/RMD/Fixed Assets Sam Lathrum, 832-395-2655 SC	11-3-14	11-3-14	
Fiscal Mgmt. & Human Res., PWE Mai Pham, 832-395-2615 M.P.	11/12/14	11/12/14	
Deputy Director, PWE Jun Chang, P.E., D.WRE, 832-395-2464		11/12/14	
Agenda Coordinator, PWE Ruth Gonzales, 832-395-2458 RM	11-13-14	11-13-14	
Chief of Staff, PWE Howard Hilliard, 832-395-2518	11.14.14	11.14.14	
Director, PWE Dale A. Rudick, P.E., 832-395-2500 DR	11.14.14	11.14.14	PWO/RY 11-17-14
Finance Department			
Director, City Council Agenda Marta Crinejo , 832-393-1091			
City Secretary, City Secretary's Office Anna Russell, 832-393-1100			

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 $987,936.00 OUT OF THE WATER AND SEWER SYSTEM CONSOLIDATED CONSTRUCTION FUND; AWARDING A CONTRACT TO NERIE CONSTRUCTION, LLC FOR WASTEWATER COLLECTION SYSTEM REHABILITATION AND RENEWAL (FORCE MAIN); 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 AND TESTING, 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 **$957,936.00** is appropriated for construction of the project described in the title, the sum of **$30,000.00** is appropriated for engineering testing under Outline Agreement # **4600012062**.

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 **$912,320.00**. 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
File No. **4235-73**

(Contact: Mary Bac, P.E.
Phone: 832-395-4992)

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 **$987,936.00** required for the project referenced in the title of this ordinance, do hereby certify as follows:

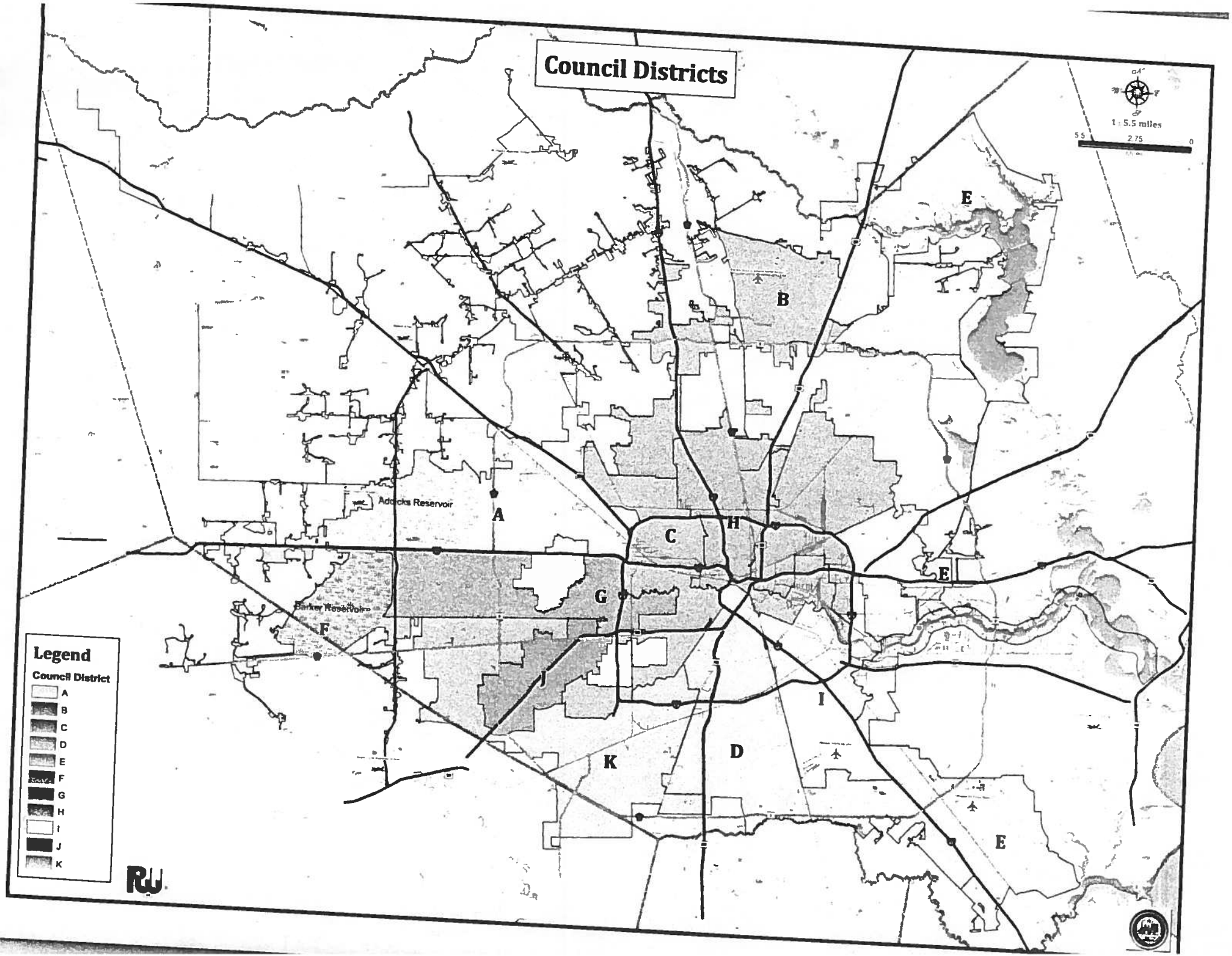
1. Water and Sewer System Consolidated Construction Fund:

   (a) The sum of **$987,936.00** 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 **$987,936.00** 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.

_____

City Controller, City of Houston, TX


Council Districts
1 : 5.5 miles
5.5
2.75
0
Addicks Reservoir
Barker Reservoir
A
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Legend
Council District
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CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District H, District I

Item Creation Date: 11/3/2014

MYR - Public Improvement Agreement between COH, TIRZ 23 and East End On the Bayou LP

Agenda Item#: 42.

Summary:
ORDINANCE approving and authorizing Public Improvements Development Agreement among the City of Houston, Texas, **REINVESTMENT ZONE NUMBER TWENTY THREE**, **CITY OF HOUSTON, TEXAS**, and **EAST END ON THE BAYOU, L.P.** related to the construction of certain public improvements - **DISTRICTS H - GONZALEZ and I - GALLEGOS**

Background:
SUBJECT: An Ordinance approving Public Improvement Agreement between the City of Houston, Reinvestment Zone Number Twenty Three, City of Houston, and East End On The Bayou, L.P. - **DISTRICTS H - GONZALEZ; I - GALLEGOS**

RECOMMENDATION: (Summary)
That City Council approves an ordinance approving a Public Improvement Agreement between the City of Houston, Reinvestment Zone Number Twenty Three, City of Houston, and East End On The Bayou, L.P.

SPECIFIC EXPLANATION:
Reinvestment Zone Number Twenty Three, City of Houston, Texas ("Zone") was created by Ordinance 2011-0900, adopted by City Council on October 19, 2011. City Council ("City") approved a Project Plan and Reinvestment Zone Financing Plan ("Plan") for the Zone by Ordinance 2013-0101, on February 6, 2013. The Plans provide for expenditures related to public utility improvements, roadways, street, sidewalks and lighting. By Resolution 2013-0051, approved on October 16, 2013, the City the created the Harrisburg Redevelopment Authority ("Authority") to help implement the Plan. As a Tri-Party Agreement between the City, the Authority, and the Zone has not been approved by the City, the City must approve Agreements entered into by the Zone. On November 6, 2014, the Board of Directors of the Zone approved a Public Improvement Agreement ("Agreement") between the City, the Zone and East End On The Bayou, L.P. The Agreement provides for the reimbursement of costs to be paid by the developer related to the design and construction of public infrastructure improvements. These improvements include sewer, water and street construction are estimated to cost $1,238,068. The contract provides that the maximum amount reimbursed by the Zone from incremental tax revenue generated by the new development will be $1,238,068.
To support the City's and the Zone's efforts to improve public infrastructure, and the developers efforts to design and construct public infrastructure improvements, the Administration recommends that City Council approve the Agreement between the City, the Zone, East End On The Bayou, L.P.

cc: Marta Crinejo, Agenda Director
Anna Russell, City Secretary
David Feldman, City Attorney
Deborah McAbee, Senior Assistant City Attorney

Prior Council Action:
Ord. No. 2011-0900, 10/19/11, Ord. No. 2013-0101, 02/06/13, Res. No. 2013-0051, 10/16/13.

Amount of Funding:
No Funding Required

Contact Information:
Gwendolyn Tillotson **Phone:** (832) 393-0937

ATTACHMENTS:

Description	Type
TIRZ 23 Public Improvements Dev Agmt RCA	Signed Cover sheet

	Ordinance	Backup Material
	TIRZ 23 - designating geographic area PRIOR COUNCIL ACTION	Backup Material
	TIRZ 23 - approving Project Plan PRIOR COUNCIL ACTION	Backup Material
	TIRZ 23 - Harrisburg Redevelopment Authority Creation PRIOR COUNCIL ACTION	Backup Material
	TIRZ 23 Public Improvements Dev Agmt BACKUP	Backup Material

REQUEST FOR COUNCIL ACTION

TO: Mayor via City Secretary **RCA #**

SUBJECT: An Ordinance approving a Public Improvements Development Agreement between the City of Houston, Reinvestment Zone Number Twenty Three, and East End On The Bayou, L.P.	**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:** H, I		
For additional information contact: Gwen Tillotson **Phone:** (832) 393-0937	**Date and identification of prior authorizing Council Action:** Ord. No. 2011-0900, 10/19/11, Ord. No. 2013-0101, 02/06/13, Res. No. 2013-0051, 10/16/13.		

RECOMMENDATION: (Summary)

That City Council approves an ordinance approving a Public Improvements Development Agreement between the City of Houston, Reinvestment Zone Number Twenty Three, and East End On The Bayou, L.P.

Amount of Funding: No Funding Required

SOURCE OF FUNDING: **[ ] General Fund** **[ ] Grant Fund** **[ ] Enterprise Fund** **[X] N/A**

SPECIFIC EXPLANATION:

Reinvestment Zone Number Twenty Three, City of Houston, Texas ("Zone") was created by Ordinance 2011-0900, adopted by City Council on October 19, 2011. City Council ("City") approved a Project Plan and Reinvestment Zone Financing Plan ("Plan") for the Zone by Ordinance 2013-0101, on February 6, 2013. The Plans provide for expenditures related to public utility improvements, roadways, street, sidewalks and lighting. By Resolution 2013-0051, approved on October 16, 2013, the City created and approved the Harrisburg Redevelopment Authority ("Authority") to help implement the Plan. As a Tri-Party Agreement between the City, the Authority, and the Zone has not been approved by the City, the City must approve Agreements entered into by the Zone.

On November 6, 2014, the Board of Directors of the Zone approved a Public Improvements Development Agreement ("Agreement") between the City, the Zone and East End On The Bayou, L.P. The Agreement provides for the developer to be reimbursed for costs related to the design and construction of public infrastructure improvements. These improvements include sewer, water and street construction are estimated at $1,238,068. The agreement provides that the maximum amount reimbursed by the Zone from incremental tax revenue generated by the new development will be $1,238,068. The term of the agreement is not to exceed fifteen years, effective the date that each phase of the Public Improvements is conveyed and accepted by the City.

To support the City's and the Zone's efforts to improve public infrastructure, and the developers efforts to design and construct public infrastructure improvements, the Administration recommends that City Council approve the Development Agreement between the City, the Zone, East End On The Bayou, L.P.

cc: Marta Crinejo, Agenda Director
Anna Russell, City Secretary
David Feldman, City Attorney
Deborah McAbee, Senior Assistant City Attorney

REQUIRED AUTHORIZATION

Other Authorization:	**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 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 herein by this reference.

( ) Other – Contingent upon receipt of tax increment.

Date: _____, 20___. 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 PUBLIC IMPROVEMENTS DEVELOPMENT AGREEMENT AMONG THE CITY OF HOUSTON, TEXAS, REINVESTMENT ZONE NUMBER TWENTY THREE, CITY OF HOUSTON, TEXAS, AND EAST END ON THE BAYOU, L.P. RELATED TO THE CONSTRUCTION OF CERTAIN PUBLIC IMPROVEMENTS; AND DECLARING AN EMERGENCY

* * * * *

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

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 contract, agreement, 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 such contract, agreement, or other undertaking described in the title of this Ordinance 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 _____, 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 _____)
(SEK; 8/28/14) Senior Assistant City Attorney
(Requested by Andy Icken, Chief Development Officer, Office of the Mayor)
(L.D. File No.)
G:\REAL ESTATE\TIRZ\TIRZ 23 Harrisburg (East End)\Development Agreements\Padua\PIA-Padua Ord.doc

City of Houston, Texas, Ordinance No. 2011 - 900

AN ORDINANCE DESIGNATING A CONTIGUOUS GEOGRAPHIC AREA WITHIN THE CITY OF HOUSTON LOCATED IN THE EAST END OF THE CENTRAL BUSINESS DISTRICT OF HOUSTON AND GENERALLY BOUNDED BY BUFFALO BAYOU ON THE NORTH, LAWNDALE STREET ON THE SOUTH, 75TH STREET ON THE EAST, AND SAMPSON STREET/YORK STREET ON THE WEST AS REINVESTMENT ZONE NUMBER TWENTY-THREE, CITY OF HOUSTON, TEXAS (HARRISBURG ZONE), FOR TAX INCREMENT FINANCING PURPOSES PURSUANT TO CHAPTER 311 OF THE TEXAS TAX CODE; CREATING A BOARD OF DIRECTORS FOR SUCH ZONE; CONTAINING FINDINGS AND OTHER PROVISIONS RELATING TO THE FOREGOING SUBJECT; PROVIDING A SEVERABILITY CLAUSE; AND DECLARING AN EMERGENCY.

* * * * * * *

WHEREAS, pursuant to Chapter 311 of the Texas Tax Code, as amended ("Code"), the City may designate a contiguous or noncontiguous area within the City as a reinvestment zone if the area satisfies the requirements of certain sections of the Code; and

WHEREAS, the City has prepared a preliminary reinvestment zone financing plan for the designation of a proposed reinvestment zone within a contiguous area of the City known as the "East End" or "Harrisburg" area ("proposed zone") which provides that City of Houston ad valorem taxes are to be deposited into the tax increment fund; and

WHEREAS, a notice of the October 12, 2011 public hearing on the designation of the proposed zone was published on October 3, 2011 in the *Houston Chronicle*, a newspaper of general circulation in the City; and

WHEREAS, at the public hearing on October 12, 2011, interested persons were allowed to speak for or against the designation of the proposed zone, its boundaries, or the concept of tax increment financing; and

WHEREAS, evidence was received and presented at the public hearing in favor of the designation of the proposed zone and its proposed boundaries pursuant to the provisions of the Code; and

WHEREAS, no owner of real property in the proposed zone protested the inclusion of his property in the proposed zone; and

WHEREAS, the City has done all things required by the Code or other law as a condition to the designation of the proposed zone; and

WHEREAS, the total appraised value of taxable real property in the proposed zone and all other reinvestment zones previously designated by the City is approximately $16,084,101,660; and

WHEREAS, the total appraised value of taxable real property in the City and in the industrial districts created by the City is approximately $137,944,588,303; and

WHEREAS, the total area within the proposed zone is approximately 1,600 acres; and

WHEREAS, less than thirty percent (30%) of the property in the proposed zone is currently used for residential purposes, as that term is defined in Code Section 311.006(d); and

WHEREAS, the City intends to participate in the proposed zone by contributing tax increment to the tax increment fund for the proposed zone from taxes levied and

collected by the City at one hundred percent (100%) of its tax rate for the first ten (10) years of the proposed zone, ninety percent (90%) of its tax rate for the next ten (10) years of the proposed zone, and not more than eighty percent (80%) of its tax rate for the remaining ten (10) years of the proposed zone; **NOW, THEREFORE,**

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

Section 1. Findings.

(a) That the findings and recitals contained in the preamble of this Ordinance are hereby found and declared to be true and correct and are adopted as part of this Ordinance for all purposes.

(b) That the City Council further finds and declares that the proposed improvements in the proposed zone will significantly enhance the value of all taxable real property in the proposed zone and will be of general benefit to the City.

(c) That the City Council further finds and declares that the proposed zone meets the criteria and requirements of Code Section 311.005 because the area substantially arrests and impairs the sound growth of the City, retards the provision of housing accommodations and constitutes an economic and social liability, and is a menace to the public health, safety, morals and welfare in its present condition and use because of the presence of:

(1) A substantial number of substandard, slum, deteriorated, and deteriorating structures;

(2) The predominance of defective or inadequate sidewalk or street layout;

(3) Faulty lot layout in relation to size, adequacy, accessibility, or usefulness;

(4) Unsanitary and unsafe conditions;

(5) The deterioration of site and other improvements; and

(6) Conditions that endanger life or property by fire or other cause.

(d) That the City Council further finds and declares that the proposed zone meets the criteria and requirements of Code Section 311.005 because the area is predominately open and undeveloped, and, because of obsolete platting, deterioration of structures or site improvements, or other factors, substantially impairs or arrests the sound growth of the City.

(e) That the City Council, pursuant to the requirements of the Code, further finds and declares:

(1) That the proposed zone is a contiguous geographic area located wholly within the corporate limits of the City of Houston;

(2) That less than thirty percent (30%) of the property in the proposed zone is used for residential purposes within the meaning of Code Section 311.006(d);

(3) That the total appraised value of taxable real property in the proposed zone and in the City's existing reinvestment zones does not exceed twenty-five percent (25%) of the total appraised value of taxable real property in the City and the industrial districts created by the City; and

(4) That development or redevelopment of the property within the boundaries of the proposed zone will not occur solely through private investment in the reasonably foreseeable future.

Section 2. **Exception to Guidelines.** That the City hereby excepts the proposed zone from compliance with any City tax increment reinvestment zone guidelines established by the City pursuant to Resolution No. 90-203 that are applicable to and not satisfied by the proposed zone. Section 1 of Resolution No. 90-203 specifically authorizes the City Council to grant exceptions on a zone-by-zone basis.

Section 3. **Designation of Zone.** That the City, acting pursuant to the provisions of the Code, specifically Section 311.005(a), does hereby designate as a reinvestment zone the area described in Exhibit "A" attached hereto and depicted on the map attached hereto as Exhibit "B" to promote the redevelopment of the area. The reinvestment zone shall hereafter be named for identification as Reinvestment Zone Number Twenty-Three, City of Houston, Texas ("Zone").

Section 4. **Board of Directors.** That there is created a Board of Directors for the Zone, which shall consist of seven (7) members appointed by the City. Any other taxing unit that levies taxes on real property in the Zone and has approved the payment of all or part of the tax increment produced by the taxing unit into the tax increment fund for the Zone may appoint one director. Any taxing unit that appoints a director shall be assigned a Board position number in the order the appointment is received by the City. Failure of a taxing unit to appoint a director by January 1, 2013, shall be deemed a waiver of the right to appoint a director, and the City shall be entitled to appoint persons to the position, which shall be filled as provided below. If more than two (2) taxing units

that levy taxes on real property in the Zone and have approved the payment of all or part of the tax increment produced by the taxing unit into the tax increment fund for the Zone appoint a director, the number of directors on the Board of Directors shall be increased by one (1) for each taxing unit above two (2) that appoints a director to the Board, provided, if more than four (4) taxing units that levy taxes on real property in the Zone and have approved the payment of all or part of the tax increment produced by the taxing unit into the tax increment fund for the Zone appoint a director, the number of directors on the Board of Directors shall be increased by two (2) for each taxing unit above four (4) that appoints a director to the Board, provided further that the maximum number of directors shall not exceed fifteen (15). The City shall be entitled to appoint a person to one (1) position of each of the two (2) positions created as a result of more than four (4) taxing units appointing directors, which position shall be filled as provided below.

The Mayor is hereby authorized to nominate and appoint the directors to Positions One through Seven of the Board of Directors, any position unfilled on January 1, 2013, and any City position created by the appointment of a director by more than two taxing units that levy taxes on real property in the Zone and have approved the payment of all or part of the tax increment produced by the taxing unit into the tax increment fund for the Zone, subject to the consent and approval of the City Council. The directors appointed to odd-numbered positions shall be appointed for two-year terms, beginning January 1, 2012, while the directors appointed to even-numbered positions shall be appointed to one-year terms, beginning January 1, 2012. All subsequent appointments shall be for two-year terms. The Mayor shall annually

nominate and appoint, subject to City Council approval, a director to serve as chair for a term of one year beginning January 1st of the following year. The City Council authorizes the Board of Directors to elect from its members a vice chairman and such other officers as the Board of Directors deem appropriate.

The Board of Directors shall make recommendations to the City Council concerning the administration of the Zone. The Board of Directors shall prepare or cause to be prepared and adopted a project plan and a reinvestment zone financing plan for the Zone as described in Code Section 311.011, and shall submit such plans to the City Council for approval. The City, pursuant to Code Section 311.010(a), hereby authorizes the Board of Directors to exercise all of the City's powers necessary to administer, manage, or operate the Zone and to prepare the project plan and reinvestment zone financing plan, including the power to employ consultants, legal counsel, and financial advisors, or enter into any reimbursement agreements with consultants, legal counsel, and financial advisors payable solely from the tax increment fund established pursuant to Section 8 of this Ordinance that may be reasonably necessary or convenient to assist the Board of Directors in the administration, management, or operation of the Zone and the preparation of the project plan and reinvestment zone financing plan, or to implement the project plan and reinvestment zone financing plan.

Notwithstanding the foregoing, the Board of Directors shall not be authorized to issue bonds, impose taxes or fees, exercise the power of eminent domain, or give final approval to the project plan and reinvestment zone financing plan. The Board of

Directors of the Zone may not exercise any power granted to the City by Code Section 311.008 without additional authorization from the City.

Section 5. **Duration of the Zone.** That the Zone shall take effect immediately upon the passage and approval of this Ordinance, and termination of the operation of the Zone shall occur on December 31, 2040, or at an earlier or later time designated by subsequent ordinance, or at such time, subsequent to the issuance of tax increment bonds, if any, that all project costs, tax increment bonds, and the interest thereon, have been paid in full, in accordance with Code Section 311.017.

Section 6. **Tax Increment Base.** That the tax increment base of the City or any other taxing unit participating in the Zone for the Zone is the total appraised value of all real property taxable by the City or other taxing unit participating in the Zone and located in the Zone, determined as of January 1st of the year in which the Zone is designated as a reinvestment zone ("Tax Increment Base").

Section 7. **Approval of the City's Level of Participation in the Zone.** That the City will participate in the Zone by contributing tax increment to the tax increment fund for the Zone from taxes levied and collected by the City at the rates and in the amounts reflected in the project plan and reinvestment zone financing plan for the Zone, which rates may be amended from time to time, beginning on January 1, 2012.

Section 8. **Tax Increment Fund.** That there is hereby created and established a Tax Increment Fund for the Zone which may be divided into subaccounts as authorized by subsequent ordinances. All Tax Increments, as defined below, shall be deposited into the Tax Increment Fund. The Tax Increment Fund and any subaccount shall be maintained at the depository bank of the City and shall be secured

in the manner prescribed by law for funds of Texas cities. The annual Tax Increment shall equal the property taxes levied and collected by the City and any other taxing unit participating in the Zone for that year on the captured appraised value, as defined in Code Section 311.012, of real property located in the Zone that is taxable by the City or any other taxing unit participating in the Zone, less any amounts that are to be allocated from the Tax Increment pursuant to the Code. All revenues from the sale of any tax increment bonds, notes, or other obligations hereafter issued by the City for the benefit of the Zone, if any; revenues from the sale of property acquired as part of the project plan and reinvestment zone financing plan, if any; and other revenues to be used in the Zone shall be deposited into the Tax Increment Fund. Prior to the termination of the Zone, money shall be disbursed from the Tax Increment Fund only to pay project costs for the Zone, as defined by the Code, to satisfy the claims of holders of tax increment bonds or notes issued for the Zone, or to pay obligations incurred pursuant to agreements entered into to implement the project plan and reinvestment zone financing plan and achieve their purpose pursuant to Code Section 311.010(b).

Section 9. **Severability.** 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 unconstitutional, void, or invalid, the validity of the remaining provisions of this Ordinance or their application to other persons or set of circumstances shall not be affected thereby, it being the intent of the City Council in adopting this Ordinance that no portion hereof or regulations connected herein shall become inoperative or fail by reason of any unconstitutionality, voidness, or invalidity of

any portion hereof, and all provisions of this Ordinance are declared severable for that purpose.

Section 10. Open Meetings. It is hereby found, determined, and declared that a sufficient written notice of the date, hour, place, and subject of the meeting of the City Council at which this Ordinance was adopted was posted at a place convenient and readily accessible at all times to the general public at the City Hall of the City for the time required by law preceding this meeting, as required by the Open Meetings Law, Tex. Gov't Code Ann., Ch. 551 (Vernons Supp. 2009), 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 hereof have 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 11. Emergency. 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 of its passage and adoption, it shall take effect in accordance with Article VI, Section 6, Houston City Charter.

PASSED AND ADOPTED this 19th day of October, 2011.

APPROVED this _____ day of _____, 2011.

_____
Mayor of the City of Houston

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is OCT 25 2011.

City Secretary

(Prepared by Legal Department _____ Assistant City Attorney)
(MFC:mfc October 12, 2011
(Requested by Andrew F. Icken, Chief Development Officer)
(L.D. File No. 0611100027001)

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AYE	NO	
✓		MAYOR PARKER
••••	••••	COUNCIL MEMBERS
✓		STARDIG
	ABSENT	JOHNSON
✓		CLUTTERBUCK
✓		ADAMS
✓		SULLIVAN
✓		HOANG
✓		PENNINGTON
✓		GONZALEZ
✓		RODRIGUEZ
✓		COSTELLO
✓		LOVELL
✓		NORIEGA
✓		BRADFORD
✓		JONES
CAPTION	ADOPTED	

CAPTION PUBLISHED IN DAILY COURT REVIEW
DATE: OCT 25 2011

MAY 017 Rev. 12/09

EXHIBIT "A"

LEGAL DESCRIPTION OF PROPOSED BOUNDARIES
REINVESTMENT ZONE NUMBER TWENTY-THREE (HARRISBURG ZONE)

TRACT 1

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the southeast corner of a lot described as Tract 15, Block 23, Hailey, same being west right-of-way for Jensen Drive and northern boundary line of the Greater East End Management District; THENCE, proceeding in an westerly direction along the south property line of said Tract 15, Block 23, Hailey, to the southwest corner of Lot 9, Block 23, Hailey; THENCE, proceeding in a westerly direction by projecting a line from the southwest corner of said Lot 9, Block 23, Hailey, to the southeast corner of a lot described as Tract R2-A2, ABST 327 S M Harris; THENCE, proceeding in a westerly direction along the south property line of said Tract R2-A2, ABST 327 S M Harris, to the southwest corner of said Tract R2-A2, ABST 327 S M Harris, same being the east right-of -way for Union Pacific Railroad Co; THENCE, proceeding in a northerly direction along the western property line of said Tract R2-A2, ABST 327 S M Harris, to the southwest corner of a lot described as Tract R2-A2A, ABST 327 S M Harris; THENCE, proceeding in a northerly direction along the west property line of said Tract R2-A2A, ABST 327 S M Harris, to the southwest corner of a lot described as Tract R2-A, ABST 327 S M Harris; THENCE, proceeding in a northerly direction along the west property line of said Tract R2-A, ABST 327 S M Harris, to the southwest corner of a lot described as Reserve A, Block 1, ACCO Park; THENCE, proceeding in a northerly direction along the west property line to the northwest corner of said Reserve A, Block 1, ACCO Park; THENCE, proceeding in a northeast direction by projecting a line from the northwest corner of said Reserve A, Block 1, ACCO Park, to the southwest corner of a lot described as Tract 1 & 2, Benson Acre; THENCE, proceeding in an easterly direction along the south property line of said Tract 1 & 2, Benson Acre, to the southwest corner of a lot described as Tract 1A, Benson Acre; THENCE, proceeding in an northerly direction along the west property line of said Tract 1A, Benson Acre, to the southwest corner of a lot described as Tract 2A, Benson Acre; THENCE, proceeding in an easterly direction along the south property line of said Tract 2A, Benson Acre, to

the southeast corner of said Tract 2A, Benson Acre; THENCE, proceeding in a northeast direction by projecting a line from the southeast corner of said Tract 2A, Benson Acre, to the northwest corner of a lot described as Tract 10, Block 9, Hailey; THENCE, proceeding in an easterly direction along the north property line of said Tract 10, Block 9, Hailey, to the northeast corner of a lot described as Tract 9, Block 9, Hailey; THENCE, proceeding in a southeast direction by projecting a line from the northeast corner of said Tract 9, Block 9, Hailey, to the northwest corner of a lot described as Reserve A, Block 1, Bruce Elementary School, same being the east right-of-way line of Jensen Drive. THENCE, proceeding in an southerly direction along the west property line of said Reserve A, Block 1, Bruce Elementary School, to the southwest corner of a lots described as Lot 4, 5 & Track A adjacent alley, Block 14, Hailey; THENCE, proceeding in a southerly direction by projecting a line from the southwest corner of said Lot 4, 5 & Track A adjacent alley, Block 14, Hailey, to the northwest corner of a lot described as Tract 1, ABST 327 S M Harris; T HENCE, proceeding in an easterly direction along the north property line of said Tract 1, ABST 327 S M Harris, to the northeast corner of said Tract 1, ABST 327 S M Harris; THENCE, proceeding in a southerly direction along the east property line of said Tract 1, ABST 327 S M Harris, to the southeast corner of said Tract 1, ABST 327 S M Harris; THENCE, proceeding in a westerly direction along the south property line of said Tract 1, ABST 327 S M Harris, to a distance approximately 110 linear feet; THENCE, proceeding in a southerly direction by projecting a line from said location of Tract 1, ABST 327 S M Harris, to the northeast corner of a lot described as Tract 2, ABST 327 S M Harris; THENCE, proceeding in a southerly direction along the east property line of said Tract 2, ABST 327 S M Harris, to the southeast corner of said Tract 2A, ABST 327 S M Harris; THENCE, proceeding in a westerly direction along the south property line of said Tract 2A, ABST 327 S M Harris, to the southwest corner of said Tract 2A, ABST 327 S M Harris, same being the east right-of-way line of Jensen Drive; THENCE, proceeding in a southerly direction by projecting a line from the southwest corner of said Tract 2A, ABST 327 S M Harris, to the northwest corner of a lot described as Tract 19, Blocks 6 &7, ABST 87 S M Williams; T HENCE, proceeding in an easterly direction along the north property line of said Tract 19, Blocks 6 &7, ABST 87 S M Williams, to the northwest corner of a lot described as

Tracts 4 & 19A, Blocks 6 & 7, ABST 87 S M Williams; THENCE, proceeding in an easterly direction along the north property line of said Tracts 4 & 19A, Blocks 6 & 7, ABST 87 S M Williams, to approximately 36.5 linear feet south of the northwest corner of a lot described as Lots 31 thru 36, Tract 37, Pless; THENCE, proceeding in an easterly direction along the north property line of said Lots 31 thru 36, Tract 37, Pless, to the northwest corner of a lot described as Tract 3, ABST 87 S M Williams; THENCE, proceeding in an easterly direction along the north property line of said Tract 3, ABST 87 S M Williams, to the southwest corner of a lot described as Lots 1 thru 13 & Tract 14, Block 7, Abandoned ST Factory ; THENCE, proceeding in a northeast direction along the west property line of said Lots 1 thru 13 & Tract 14, Block 7, Abandoned ST Factory, to the southwest corner of a lot described as Lots 1, 2 & 3 & Tract 4, block 9, Factory; THENCE, proceeding in an easterly direction along the north property line of said Lots 1, 2 & 3 & Tract 4, block 9, Factory, to the northeast corner of said Lots 1, 2 & 3 & Tract 4, block 9, Factory; THENCE, proceeding in an easterly direction by projecting a line from the northeast corner of said Lots 1, 2 & 3 & Tract 4, block 9, Factory, to the northwest corner of a lot described as Tract 1 & 3, Williams; THENCE, proceeding in an easterly direction along the north property line of said Tract 1 & 3, Williams, to the northwest corner of a lot described as All Block 10 & 11, Weisenbach SS; THENCE, proceeding in an easterly direction along the north property line of said All Block 10 & 11, Weisenbach SS, to the northeast corner of said lot All Block 10 & 11, Weisenbach SS; THENCE, proceeding in an easterly direction by projecting a line from the northeast corner of said All Block 10 & 11, Weisenbach SS, to the northwest corner of lots described as Tracts 3A, 3B, & R3, ABST 87 S M Williams, Tracts 3A, 3B, & R3, PT Block 68, row from Engelke St. to Buffalo Bayou, ABST 87 S M Williams; THENCE, proceeding in an easterly direction along the north property line of said Tracts 3A, 3B, & R3, ABST 87 S M Williams, Tracts 3A, 3B, & R3, PT Block 68, row from Engelke St. to Buffalo Bayou, ABST 87 S M Williams, to the northwest corner of a lot described as Tracts 2C & 4, ABST 87 S M Williams; THENCE, proceeding in an easterly direction along the north property line of said Tracts 2C & 4, ABST 87 S M Williams, to the northwest corner of a lot described as Tract 6A, ABST 87 S M Williams; THENCE, proceeding in an easterly direction along the north property line of said Tract 6A, ABST 87 S M Williams, to the

northwest corner of a lot described as Tract 1, ABST 87 S M Williams; THENCE, proceeding in an easterly direction along the north property line of said Tract 1, ABST 87 S M Williams, to approximately 50 linear feet north of the southwest corner of a lot described as Lots 1 thru 5, Block 10, Merkels sec 2; THENCE, proceeding in a northeast direction along the west property line of said Lots 1 thru 5, Block 10, Merkels sec 2, to the southwest corner of a lot described as Tract 12B, ABST 87 S M Williams; THENCE, proceeding in an northerly direction along the west property line of said Tract 12B, ABST 87 S M Williams, to the northwest corner of a lot described as Tract 12C, ABST 87 S M Williams; THENCE, proceeding in an easterly direction by projecting a line from the northeast corner of said Tract 12C, ABST 87 S M Williams, to the northwest corner of a lot described as Tracts 10A, 12, 15A, & 16B, ABST 87 S M Williams; THENCE, proceeding in an easterly direction along the north property line of said Tracts 10A, 12, 15A, & 16B, ABST 87 S M Williams, to approximately 41 linear feet south of the northwest corner of a lot described as Reserve A-1, Block 1, ABST 87 S M Williams; THENCE, proceeding in an easterly direction along the north property line of said Reserve A-1, Block 1, ABST 87 S M Williams, to the northwest corner of a lot described as Tract 3B, Block 66, ABST 87 S M Williams; THENCE, proceeding in an easterly direction along the north property line of said Tract 3B, Block 66, ABST 87 S M Williams, to the northwest corner of a lot described as Tract 3C & 4, Block 66, ABST 87 S M Williams; THENCE, proceeding in an easterly direction along the north property line of said Tract 3C & 4, Block 66, ABST 87 S M Williams, to the northwest corner of a lot described as Tract 5B, Block 66, ABST 87 S M Williams; THENCE, proceeding in a easterly direction along the north property line of said Tract 5B, Block 66, ABST 87 S M Williams, to the northwest corner of a lot described as Tract 1H, Block 65, ABST 87 S M Williams; THENCE, proceeding in an easterly direction along the north property line of said Tract 1H, Block 65, ABST 87 S M Williams, to the northeast corner of said Tract 1H, Block 65, ABST 87 S M Williams; THENCE, proceeding in a easterly direction by projecting a line from the northeast corner of said Tract 1H, Block 65, ABST 87 S M Williams, to the northwest corner of a lot described as Tract 2, Block 65, Tracts 1A, 1B, & 2, Block 64, ABST 87 S M Williams, Same being the east right-of-way line of Lockwood Drive; THENCE, proceeding in a southwesterly direction along the west property

line of said Tract 2, Block 65, Tracts 1A, 1B, & 2, Block 64, ABST 87 S M Williams, to the southwest corner of a lot described as Reserve A, Block 1, Landmark Lockwood; THENCE, proceeding in a southeasterly direction by projecting a line from the southwest corner of said Reserve A, Block 1, Landmark Lockwood, to the northwest corner of a lot described as Lots 9, 10, & 11, Block 2, Williams; THENCE, proceeding in a southerly direction along the west property line of said Lots 9, 10, & 11, Block 2, Williams, to the southwest corner of a lot described as Lot 1, Block 2, Williams; THENCE, proceeding in a southerly direction by projecting a line from the southwest corner of said Lot 1, Block 2, Williams, to the northwest corner of a lot described as Lots 9, Block 4, Williams; THENCE, proceeding in a westerly direction by projecting a line from the northwest corner of said Lots 9, Block 4, Williams, to the northeast corner of a lot described as Tracts 6 & 7, Block 3, Williams; THENCE, proceeding in a southerly direction along the east property line of said Tracts 6 & 7, Block 3, Williams, to the southeast corner of a lot described as Tracts 5B, 6A, & 7A, Block 3, Williams; THENCE, proceeding in a westerly direction along the south property line of said Tracts 5B, 6A, & 7A, Block 3, Williams, to the northeast corner of a lot described as Tract 4B, Block 3, Williams; THENCE, proceeding in a southerly direction along the east property line of said Tract 4B, Block 3, Williams, to the southeast corner of a lot described as Tracts 3 & 8, Block 3, Williams; THENCE, proceeding in a southerly direction by projecting a line from the southeast corner of said Tracts 3 & 8, Block 3, Williams, to the northwest corner of a lot described as Tracts 8A & 9A, Block 5, Williams; THENCE, proceeding in a southerly direction along the west property line of said Tracts 8A & 9A, Block 5, Williams, to the southwest corner of a lot described as Tracts 1A & 2A, Block 5, Williams; THENCE, proceeding in an easterly direction along the south property line of said Tracts 1A & 2A, Block 5, Williams, to the southeast corner of said Tracts 1A & 2A, Block 5, Williams; THENCE, proceeding in a southerly direction by projecting a line from the southeast corner of said Tracts 1A & 2A, Block 5, Williams, to the northeast corner of a lot described as Lots 10, 11, 12, 13 & Tracts 8A & 9A, Block 6, Williams; THENCE, proceeding in a southerly direction along the east property line of said Lots 10, 11, 12, 13 & Tracts 8A & 9A, Block 6, Williams, to the southeast corner of said Lots 10, 11, 12, 13 & Tracts 8A & 9A, Block 6, Williams; THENCE, proceeding in an westerly direction along the south

property line of said Lots 10, 11, 12, 13 & Tracts 8A & 9A, Block 6, Williams, to the northeast corner of a lot described as Lot 4, Block 6, Williams; THENCE, proceeding in a southerly direction along the east property line of said Lot 4, Block 6, Williams, to the southeast corner of said Lot 4, Block 6, Williams; THENCE, proceeding in a southerly direction by projecting a line from the southeast corner of said Lot 4, Block 6, Williams, to the northeast corner of a lot described as Lot 12, Block 7, Williams; THENCE, proceeding in a westerly direction along the north property line of said Lot 12, Block 7, Williams, to the northeast corner of a lot described as Tract 9, Block 7, Williams; THENCE, proceeding in a southerly direction along the east property line of said Tract 9, Block 7, Williams, to the southeast corner of a lot described as Lot 7, Block 7, Williams, same being the north right-a-way for Canal Street; THENCE, proceeding in an easterly direction along the north right-a-way line for Canal Street, to the southeast corner of a lot described as Lots 1, 2 ,3, 4, 45, 46, 47, & 48, Block 64, Central Park, same being the west right-of-way for Wayside Drive; THENCE, proceeding in a northerly direction along the west right-a-way for Wayside Drive, to the southeast corner of a lot described as Lots 1 thru 4 & Tracts 5A thru 24A & Tract A-1, Block 224, Central Park; THENCE, proceeding in an easterly direction by projecting a line from the southeast corner of said Lots 1 thru 4 & Tracts 5A thru 24A & Tract A-1, Block 224, Central Park, perpendicular to the east right-of-way of Wayside Drive, same being the northeast corner of the Wayside Drive and Avenue W intersection; THENCE, proceeding in a southerly direction along the east right-a-way for Wayside Drive, to the southwest corner of a lot described as Lots 23 & 24, Block 63, Central Park; THENCE, proceeding in an easterly direction along the south property line of said Lots 23 & 24, Block 63, Central Park, to the southeast corner of a lot described as Lots 1, 2, & 3, Block 63, Central Park, same being west right-of-way for SSGT Macario Garcia Drive; THENCE, proceeding in a northerly direction along the west right-a-way for SSGT Macario Garcia Drive, to the southeast corner of a lot described as Lots 17 & 18, Shirley Place; THENCE, proceeding in an easterly direction by projecting a line from the southeast corner of said Lots 17 & 18, Shirley Place, perpendicular to the east right-of-way of SSGT Macario Garcia Drive, same being the west property line of a lot described as Tract 1, ABST 87 S M Williams; THENCE, proceeding in a southerly direction along

the east right-a-way for SSGT Macario Garcia Drive, to the southwest corner of a lot described as Lots 23 & 24, Block 62, Central Park, same being the north right-a-way for Canal Street; THENCE, proceeding in an easterly direction along the north right-a-way for Canal Street, same being south property line of said Lots 23 & 24, Block 62, Central Park, to the southwest corner of a lot described as Reserve A, Block 1, Narvaez Estate; THENCE, proceeding in a southerly direction by projecting a line from the southwest corner of said Reserve A, Block 1, Narvaez Estate, to the northwest corner of a lot described as Tracts 25 & 26, Block 46, Magnolia Park Sec 2; THENCE, proceeding in a southerly direction along the west property line of said Tracts 25 & 26, Block 46, Magnolia Park Sec 2, to the southwest corner of a lot described as Lots 19 thru 24, Block 46, Magnolia Park Sec 2; THENCE, proceeding in a southerly direction by projecting a line from the southwest corner of said Lots 19 thru 24, Block 46, Magnolia Park Sec 2, to the northwest corner of a lot described as Lots 20 thru 29, Block 36, Magnolia Park Sec 2; THENCE, proceeding in a southerly direction along the west property line of said Lots 20 thru 29, Block 36, Magnolia Park Sec 2, to the southwest corner of said Lots 20 thru 29, Block 36, Magnolia Park Sec 2; THENCE, proceeding in a southerly direction by projecting a line from the southwest corner of said Lots 20 thru 29, Block 36, Magnolia Park Sec 2, to the northwest corner of a lot described as Lots 25 & 29, Block 26, Magnolia Park Sec 2; THENCE, proceeding in a southerly direction along the west property line of said Lots 25 & 29, Block 26, Magnolia Park Sec 2, to the southwest corner of a lot described as Lots 23 & 24, Block 26, Magnolia Park Sec 2; THENCE, proceeding in a southerly direction by projecting a line from the southwest corner of said Lots 23 & 24, Block 26, Magnolia Park Sec 2, to the northwest corner of a lot described as Lots 8 thru 41, Block 16, Magnolia Park Sec 2; THENCE, proceeding in a southerly direction along the west property line of said Lots 8 thru 41, Block 16, Magnolia Park Sec 2, to the southwest corner of said Lots 8 thru 41, Block 16, Magnolia Park Sec 2; THENCE, proceeding in an southerly direction by projecting a line from the southwest corner of said Lots 8 thru 41, Block 16, Magnolia Park Sec 2, to the northwest corner of a lot described as Reserve A, Block 1, Harrisburg Pavilion; THENCE, proceeding in a southerly direction along the west property line of said Reserve A, Block 1, Harrisburg Pavilion, to the southwest corner of said Reserve A, Block 1, Harrisburg Pavilion;

THENCE, proceeding in an southerly direction by projecting a line from the southwest corner of said Reserve A, Block 1, Harrisburg Pavilion, to the northwest corner of a lot described as Lots 1, 2, 3, & Tract 4A, Block 2, Magnolia Terrace; THENCE, proceeding in a southerly direction along the west property line of said Lots 1, 2, 3, & Tract 4A, Block 2, Magnolia Terrace, to the southwest corner of a lot described as Lot 6 & Tracts 5A, 7A, & 8A, Block 2, Magnolia Terrace; THENCE, proceeding in an southerly direction by projecting a line from the southwest corner of said Lot 6 & Tracts 5A, 7A, & 8A, Block 2, Magnolia Terrace, to the northwest corner of a lot described as Lots 3 thru 7, Block 3, Magnolia Terrace; THENCE, proceeding in a southerly direction along the west property line of said Reserve Lots 3 thru 7, Block 3, Magnolia Terrace, to the southwest corner of said Lots 3 thru 7, Block 3, Magnolia Terrace; THENCE, proceeding in an southerly direction by projecting a line from the southwest corner of said Lots 3 thru 7, Block 3, Magnolia Terrace, to the northwest corner of a lot described as Lots 2, 3, & 4, Block 4, Magnolia Terrace; THENCE, proceeding in a southerly direction along the west property line of said Lots 2, 3, & 4, Block 4, Magnolia Terrace, to the southwest corner of a lot described as Lots 5 & 6, Block 4, Magnolia Terrace; THENCE, proceeding in an southerly direction by projecting a line from the southwest corner of said Lots 5 & 6, Block 4, Magnolia Terrace, to the northwest corner of a lot described as Lots D, E & Tract F1, Block 5, Magnolia Terrace; THENCE, proceeding in a southerly direction along the west property line of said Lots D, E & Tract F1, Block 5, Magnolia Terrace, to the southwest corner of a lot described as Tract R20 Row from Forrest Hill Rd to W/L Harris SVY ML Hou to Galv, ABST 87 S M Williams, same being the east right-of-way for 75th Street; THENCE, proceeding in a southerly direction along the said east right-of-way for 75th Street, a distance approximately 585 linear feet; THENCE, proceeding in a westerly direction by projecting a line from the said east right-of-way for 75th Street, to the southeast corner of a lot described as Lot 14, Block 7, East Park; THENCE, proceeding in a northerly direction along the east property line of said Lot 14, Block 7, East Park, to the northeast corner of a lot described as Lot 13, Block 7, Pineview Manor; THENCE, proceeding in a northerly direction by projecting a line from the northeast corner of said Lot 13, Block 7, Pineview Manor, to the southeast corner of a lot described as Lot 16, Block 6, Pineview

Manor; THENCE, proceeding in a northerly direction along the east property line of said Lot 16, Block 6, Pineview Manor, to the northeast corner of a lot described as Lots 14 & 15, Block 6, Pineview Manor; THENCE, proceeding in a northerly direction by projecting a line from the northeast corner of said Lots 14 & 15, Block 6, Pineview Manor, to the southeast corner of a lot described as Lot 31 & Tract 30, Block 1, Pineview Manor; THENCE, proceeding in a northerly direction along the east property line of said Lot 31 & Tract 30, Block 1, Pineview Manor, to the northeast corner of a lot described as Lots 12, 13,14 & Tracts 11 & 15, Block 1, Magnolia Terrace; THENCE, proceeding in a northerly direction by projecting a line from the northeast corner of said Lots 12, 13,14 & Tracts 11 & 15, Block 1, Magnolia Terrace, to the southeast corner of a lot described as Lots 8, 9 & Tract 10, Block 1, Magnolia Terrace; THENCE, proceeding in a northerly direction along the east property line of said Lots 8, 9 & Tract 10, Block 1, Magnolia Terrace, to the northeast corner of a lot described as Lot 7, Block 1, Magnolia Terrace; THENCE, proceeding in a westerly direction along the north property line of said Lot 7, Block 1, Magnolia Terrace, to the northwest corner of a lot described as Lot 1, Block 3, Schmoeller; THENCE, proceeding in a southerly direction along the west property line of said Lot 1, Block 3, Schmoeller, to the southwest corner of a lot described as Lot 2, Block 2, Schmoeller; THENCE, proceeding in a southerly direction by projecting a line from the southwest corner of said Lot 2, Block 2, Schmoeller, to the northwest corner of a lot described as Lot 5, Block 5, Schmoeller; THENCE, proceeding in a southerly direction along the west property line of said Lot 5, Block 5, Schmoeller, to the southwest corner of a lot described as Lot 6, Block 5, Schmoeller; THENCE, proceeding in a westerly direction by projecting a line from the southwest corner of said Lot 6, Block 5, Schmoeller, to the southeast corner of a lot described as Tracts 3 & 4, Block 5, Schmoeller; THENCE, proceeding in a northerly direction along the east property line of said Tracts 3 & 4, Block 5, Schmoeller, to the northeast corner of a lot described as Tracts 3A & 4A, Block 5, Schmoeller; THENCE, proceeding in a northerly direction by projecting a line from the northeast corner of said Tracts 3A & 4A, Block 5, Schmoeller, to the southeast corner of a lot described as Lot 20, Block 4, Schmoeller; THENCE, proceeding in a northerly direction along the east property line of said Lot 20, Block 4, Schmoeller, to the northeast corner of a lot described

as Lot 10, Block 4, Schmoeller; THENCE, proceeding in a westerly direction along the north property line of said Lot 10, Block 4, Schmoeller, to the northwest corner of a lot described as Lot 2, Block 4, Schmoeller, same being the east property line of a lot described as Lot 1 & Tract 1A & 13B, Block 4, Schmoeller; THENCE, proceeding in a northerly direction along the east property line of said Lot 1 & Tract 1A & 13B, Block 4, Schmoeller, to the northeast corner of said Lot 1 & Tract 1A & 13B, Block 4, Schmoeller; THENCE, proceeding in a westerly direction along the north property line of said Lot 1 & Tract 1A & 13B, Block 4, Schmoeller, to the northwest corner of said Lot 1 & Tract 1A & 13B, Block 4, Schmoeller; THENCE, proceeding in a southerly direction along the west property line of said Lot 1 & Tract 1A & 13B, Block 4, Schmoeller, to the southwest corner of said Lot 1 & Tract 1A & 13B, Block 4, Schmoeller; THENCE, proceeding in a westerly direction along the south property line of said Lot 1 & Tract 1A & 13B, Block 4, Schmoeller, to the southwest corner of a lot described as Lots 6 thru 10 & Tract 11, Block 17, Magnolia Park, same being the east right-of-way for Forest Hill Boulevard; THENCE, proceeding in a southerly direction along the east right-of-way for Forest Hill Boulevard, a distance approximately 42 linear feet south of the northwest corner of a lot described as Lots 26 & 27, Block 4, East Park; THENCE, proceeding in a westerly direction by projecting a line from said east right-of-way for Forest Hill Boulevard, a distance approximately 42 linear feet south of the northwest corner of a lot described as Lots 26 & 27, Block 4, East Park, to the southeast corner of a lot described as Lot 44, Block 2, Bungalow Colony, same being west right-of-way for Forest Hill Boulevard; THENCE, proceeding in a northerly direction along the west right-of-way for Forest Hill Boulevard, to the northeast corner of a lot described as Lots 4, Block 17, Mc Dade; THENCE, proceeding in a westerly direction along the north property line of said Lots 4, Block 17, Mc Dade, to the northwest corner of said Lots 4, Block 17, Mc Dade, same being the east property line of a lot described as Lots 1 & 2, Block 17, Magnolia Park;

THENCE, proceeding in a southerly direction along the east property line of said Lots 1 & 2, Block 17, Magnolia Park, to the southeast corner of said Lots 1 & 2, Block 17, Magnolia Park; THENCE, proceeding in a westerly direction along the south property line of said Lots 1 & 2, Block 17, Magnolia Park, to the southwest

corner of said Lots 1 & 2, Block 17, Magnolia Park; THENCE, proceeding in a southerly direction by projecting a line from the southwest corner of said Lots 1 & 2, Block 17, Magnolia Park, to the northwest corner of a lot described as Lots 1, 2, 3, & 4, Block 18, Magnolia Park Sec 1; THENCE, proceeding in a southerly direction along the west property line of said Lots 1, 2, 3, & 4, Block 18, Magnolia Park Sec 1, to the southwest corner of said Lots 1, 2, 3, & 4, Block 18, Magnolia Park Sec 1; THENCE, proceeding in a southerly direction by projecting a line from the southwest corner of said 1, 2, 3, & 4, Block 18, Magnolia Park Sec 1, to the northwest corner of a lot described as Lot 1, Block 1, Bungalow Colony; THENCE, proceeding in a westerly direction by projecting a line from the northwest corner of said Lot 1, Block 1, Bungalow Colony, to the northeast corner of a lot described as Lot 4, Block 2, Pinedale; THENCE, proceeding in a westerly direction along the north property line of said Lot 4, Block 2, Pinedale, to the northwest corner of a lot described as Lots 1 & 2, Block 1, Pinedale; THENCE, proceeding in a southerly direction along the west property line of said Lots 1 & 2, Block 1, Pinedale, to the southwest corner of said Lots 1 & 2, Block 1, Pinedale, same being east property line of a lot described as Tracts 1 & 3, Block 61, ABST 87 S M Williams; THENCE, proceeding in a southerly direction along the east property line of said Tracts 1 & 3, Block 61, ABST 87 S M Williams, to the southeast corner of said Tracts 1 & 3, Block 61, ABST 87 S M Williams; THENCE, proceeding in a westerly direction along the south property line of said Tracts 1 & 3, Block 61, ABST 87 S M Williams, to the southwest corner of said Tracts 1 & 3, Block 61, ABST 87 S M Williams, same being east property line of a lot described as Tracts 1, 2, 2A, 3, & 4, Block 60, ABST 87 S M Williams; THENCE, proceeding in a southerly direction along the east property line of said Tracts 1, 2, 2A, 3, & 4, Block 60, ABST 87 S M Williams, to the northeast corner of a lot described as Tracts 2, 2A, 2C & 2D, ABST 51 L Moore; THENCE, proceeding in a southerly direction along the east property line of said Tracts 2, 2A, 2C & 2D, ABST 51 L Moore, to the southeast corner of a lot described as Tracts 1A-1 & 6, ABST 51 L Moore; THENCE, proceeding in a westerly direction along the south property line of said as Tracts 1A-1 & 6, ABST 51 L Moore, to the southwest corner of said Tracts 2, 2A, 2C & 2D, ABST 51 L Moore; THENCE, proceeding in a northerly direction along the west property line of said Tracts 2, 2A, 2C & 2D, ABST 51 L Moore, a distance approximately 725 linear feet north of

the southwest corner of said Tracts 1, 2, 2A, 3, & 4, Block 60, ABST 87 S M Williams; THENCE, proceeding in a westerly direction by projecting a line from the said west property line of Tracts 1, 2, 2A, 3, & 4, Block 60, ABST 87 S M Williams, to the northeast corner of a lot described as Reserve E & E1, Lawndale Gardens R/P; THENCE, proceeding in a westerly direction along the north property line of said Reserve E & E1, Lawndale Gardens R/P, to the southwest corner of a lot described as Reserve A, Lawndale Gardens R/P, same being the south property line of a lot described as Reserve A, Block 1, at Polk Street, Metro Bus Operating Facility; THENCE, proceeding in a westerly direction along the south property line of said Reserve A, Block 1, at Polk Street, Metro Bus Operating Facility, to the southwest corner of said Reserve A, Block 1, at Polk Street, Metro Bus Operating Facility; THENCE, proceeding in a northerly direction along the west property line of said Reserve 1, Block 1, at Polk Street, Metro Bus Operating Facility, to the northwest corner of said Reserve 1, Block 1, at Polk Street, Metro Bus Operating Facility, Swope, same being the south right-of-way for Polk Street; THENCE, proceeding in a westerly direction along the south right-of-way for Polk Street, to the northwest corner of a lot described as Lot 10 & 11, Block 1, East View; THENCE, proceeding in a northerly direction by projecting a line from the said northwest corner of said Lot 10 & 11, Block 1, East View, to the southwest corner of a lot described as Reserve B, Block 1, Central City Ind Park Par R/P; THENCE, proceeding in a northerly direction along the west property line of said Reserve B, Block 1, Central City Ind Park Par R/P, to the northwest corner of said Reserve B, Block 1, Central City Ind Park Par R/P, same being south property line of a lot described as Tracts R20 & R30, Block 2, Row from Dumble to Hughes Blocks 61, 62 ML Hou to Gal, Yung Mens; THENCE, proceeding in a westerly direction along the south property line of said Tracts R20 & R30, Block 2, Row from Dumble to Hughes Blocks 61, 62 ML Hou to Gal, Yung Mens, a distance approximately 105 linear feet; THENCE, proceeding in a northerly direction by projecting a line from the said south property line of said Tracts R20 & R30, Block 2, Row from Dumble to Hughes Blocks 61, 62 ML Hou to Gal, Yung Mens, to the southeast corner of a lot described as Tract A, Block 12, Young Mens; THENCE, proceeding in a northerly direction along the east property line of said Tract A, Block 12, Young Mens, to the northeast corner of a lot described as Lots 1 thru 7, Block 12, Young Mens;

THENCE, proceeding in a westerly direction along the north property line of said Lots 1 thru 7, Block 12, Young Mens, to the northwest corner of said Lots 1 thru 7, Block 12, Young Mens; THENCE, proceeding in a southerly direction along the west property line of said Lots 1 thru 7, Block 12, Young Mens, to the southwest corner of a lot described as Tract A, Block 12, Young Mens, same as the east right-of-way for Latham Street; THENCE, proceeding in a westerly direction by projecting a line from said southwest corner of a lot described as Tract A, Block 12, Young Mens, to the west right-of-way for Latham Street; THENCE, proceeding in a northerly direction along the west right-of-way for Latham Street, to the northeast corner of a lot described as Lots 4 & 5, Block 10, Young Mens; THENCE, proceeding in a westerly direction along the north property line of said Lots 4 & 5, Block 10, Young Mens, to the northwest corner of a lot described as Lots 1, Block 10, Young Mens; THENCE, proceeding in a southerly direction along the west property line of said Lots 1, Block 10, Young Mens, to a distance approximately 25 linear feet south of the northwest corner of a lot described as Tract 1, ABST 87 S M Williams; THENCE, proceeding in a westerly direction by projecting a line from the said distance approximately 25 linear feet south of the northwest corner of a lot described as Tract 1, ABST 87 S M Williams, to the northeast corner of a lot described as Lots 4 & 5, Block 34, Young Mens, same being the west right-of-way for Altic Street; THENCE, proceeding in a northerly direction along the west right-of-way for Altic Street, to the southeast corner of a lot described as Lots 4 & 5, Block 34, Young Mens; THENCE, proceeding in a westerly direction along the south property line of said Lots 4 & 5, Block 34, Young Mens, to the southeast corner of a lot described as Lots 11, Block 7, Young Mens; THENCE, proceeding in a northerly direction along the east property line of said Lots 11, Block 7, Young Mens, to the northeast corner of a lot described as Lots 11, Block 7, Young Mens; THENCE, proceeding in a westerly direction along the north property line of said Lots 11, Block 7, Young Mens, to the northwest corner of a lot described as Lots 14, Block 7, Young Mens, same being the east right-of-way for Delmar Street; THENCE, proceeding in a southerly direction along the east right-of-way for Delmar Street, to the northwest corner of a lot described as Lot 1, Block 34, Young Mens; THENCE, proceeding in a westerly direction by projecting a line from the said northwest corner of said Lot 1, Block 34, Young Mens, to the northeast

corner of a lot described as Lots 1 thru 14, Block 31, Young Mens, same being the west right-of-way for Delmar Street; THENCE, proceeding in a northerly direction along the west right-of-way for Delmar Street, to the southeast corner of a lot described as Lots 3 thru 6 & Tract 7A, Block 5, Young Mens; THENCE, proceeding in a westerly direction along the south property line of said Lots 3 thru 6 & Tract 7A, Block 5, Young Mens, to the southwest corner of a lot described as Tract 7, Block 5, Young Mens; THENCE, proceeding in a southerly direction along the west property line of said Tract 7, Block 5, Young Mens, to the southwest corner of a lot described as Lot 14, Block 5, Young Mens; THENCE, proceeding in a westerly direction by projecting a line from the said southwest corner of said Lot 14, Block 5, Young Mens, to the southeast corner of a lot described as Lots 11, 12 & Tracts 8A, 9B, 10, 13A, 13B, 14A, 14B, Block 3, Young Mens; THENCE, proceeding in a westerly direction along the south property line of said Lots 11, 12 & Tracts 8A, 9B, 10, 13A, 13B, 14A, 14B, Block 3, Young Mens, to the southwest corner of said Lots 11, 12 & Tracts 8A, 9B, 10, 13A, 13B, 14A, 14B, Block 3, Young Mens, same being the east right-of-way for Edgewood Street; THENCE, proceeding in a southerly direction along the east right-of-way for Edgewood Street, to the southwest corner of a lot described as Lots 10, Block 30, Young Mens; THENCE, proceeding in a westerly direction by projecting a line from the said southwest corner of said Lots 10, Block 30, Young Mens, to the southeast corner of a lot described as Lot 6, Block 28, Young Mens, same being the west right-of-way for Edgewood Street; THENCE, proceeding in a northerly direction along the west right-of-way for Edgewood Street, to the southeast corner of a lot described as Lots 1, 2, 3, 4, & 6 thru 14 & Tracts 5 A & B, Block 1, Young Mens; THENCE, proceeding in a westerly direction along the south property line of said Lots 1, 2, 3, 4, & 6 thru 14 & Tracts 5 A & B, Block 1, Young Mens, to the southwest corner of said Lots 1, 2, 3, 4, & 6 thru 14 & Tracts 5 A & B, Block 1, Young Mens, same as east right-of-way line for Dumble Street; THENCE, proceeding in a southerly direction along the east right-of-way line for Dumble Street, to the southwest corner of a lot described as Lot 12, Block 1, Georgia; THENCE, proceeding in a westerly direction by projecting a line from the said southwest corner of said Lot 12, Block 1, Georgia, to the northeast corner of a lot described as Lot 12, Block 28, Eastwood, same being the west right-of-way for Dumble Street; THENCE,

proceeding in a northerly direction along the west right-of-way for Dumble Street, to the southeast corner of a lot described as Blocks 1 thru 6 & adjacent streets, Eastwood; THENCE, proceeding in a westerly direction along the south property line of said Lots Blocks 1 thru 6 & adjacent streets, Eastwood, to the southwest corner of said Lots 7, 8 & 9, Block 5, Oaklawn Annex; THENCE, proceeding in a northerly direction along the west property line of said Lots 7, 8 & 9, Block 5, Oaklawn Annex, to the northwest corner of said Lots 7, 8 & 9, Block 5, Oaklawn Annex; THENCE, proceeding in an easterly direction along the north property line of said Lots 7, 8 & 9, Block 5, Oaklawn Annex, to a distance approximately 107 linear feet to the east of the northwest corner of said Lots 7, 8 & 9, Block 5, Oaklawn Annex, same being the south right-of-way for Capital Street; THENCE, proceeding in a northerly direction by projecting a line from the said south right-of-way for Capital Street, to the southeast corner of a lot described as Lot 8, Block 4, Oaklawn Annex; THENCE, proceeding in an northerly direction along the east property line of said Lot 8, Block 4, Oaklawn Annex, to the northeast corner of a lot described as Lot 7, Block 4, Oaklawn Annex; THENCE, proceeding in an westerly direction along the north property line of said Lot 7, Block 4, Oaklawn Annex, to the northwest corner of a lot described as Tracts 7 thru 11, Block 1, Oaklawn Annex; THENCE, proceeding in an southerly direction along the west property line of said Tracts 7 thru 11, Block 1, Oaklawn Annex, to the southwest corner of a lot described as Tracts 7 thru 11, Block 1, Oaklawn Annex; THENCE, proceeding in a southerly direction by projecting a line from the said southwest corner of a lot described as Tracts 7 thru 11, Block 1, Oaklawn Annex, to the northwest corner of a lot described as Tract 12A, Block 1, Oaklawn Annex; THENCE, proceeding in an southerly direction along the west property line of said Tract 12A, Block 1, Oaklawn Annex, to the southwest corner of a lot described as Tract R20, Block 60, Eastwood; THENCE, proceeding in a southerly direction by projecting a line from the southwest corner of a said Tract R20, Block 60, Eastwood, to the northwest corner of a lot described as Lot 3 & Reserve E2 & Tract 2, Block 9, Eastwood; THENCE, proceeding in an southerly direction along the west property line of said Tract Lot 3 & Reserve E2 & Tract 2, Block 9, Eastwood, to the southwest corner of said Lot 3 & Reserve E2 & Tract 2, Block 9, Eastwood; THENCE, proceeding in a southerly direction by projecting a line from

the southwest corner of said Lot 3 & Reserve E2 & Tract 2, Block 9, Eastwood, to the northeast corner of a lot described as Tracts 1 & 2A, Block 16, Eastwood; THENCE, proceeding in an westerly direction along the north property line of said Tracts 1 & 2A, Block 16, Eastwood, to the northwest corner of said Tracts 1 & 2A, Block 16, Eastwood, same being the east right-of-way for Lockwood Drive; THENCE, proceeding in a southerly direction along the east right-of-way line for Lockwood Drive, to the northwest corner of a lot described as Lot 1 & Tract 2A, Block 27, Eastwood; THENCE, proceeding in a westerly direction by projecting a line from said Lot 1 & Tract 2A, Block 27, Eastwood, to the northeast corner of a lot described as Tracts 10 & 11A, Block 26, Eastwood, same being the west right-of-way for Lockwood Drive; THENCE, proceeding in a northerly direction by projecting a line from said northeast corner of said Tracts 10 & 11A, Block 26, Eastwood, to the southeast corner of a lot described as Lot 14 & Tracts 13B & 15A, Block 22, Eastwood; THENCE, proceeding in an northerly direction along the east property line of said 14 & Tracts 13B & 15A, Block 22, Eastwood, to the northeast corner of said 14 & Tracts 13B & 15A, Block 22, Eastwood; THENCE, proceeding in an westerly direction along the north property line of said 14 & Tracts 13B & 15A, Block 22, Eastwood, to the southeast corner of a lot described as Tracts 10B & 11A, Block 22, Eastwood; THENCE, proceeding in an northerly direction along the east property line of said Tracts 10B & 11A, Block 22, Eastwood, to the northeast corner of said Tracts 10B & 11A, Block 22, Eastwood; THENCE, proceeding in a northerly direction by projecting a line from said northeast corner of said Tracts 10B & 11A, Block 22, Eastwood, to a distance of 30 linear feet to west of the southeast corner of a lot described as Lot 14 & Tracts 13 & 15A, Block 15, Eastwood, same as the west right-of-way line for Lockwood Drive; THENCE, proceeding in a northerly direction along the said west right-of-way for Lockwood Drive, to the southeast corner of a lot described as Reserve D, Block 3, Harrisburg Market; THENCE, proceeding in an westerly direction along the south property line of said Reserve D, Block 3, Harrisburg Market, to the southwest corner of said Reserve D, Block 3, Harrisburg Market, same being the east right-of-way Eastwood Street; THENCE, proceeding in a southerly direction along the east right-of-way line for Eastwood Street, to the northwest corner of a lot described as Lots 1 & 2, Block 25, Eastwood; THENCE, proceeding in a westerly

direction by projecting a line from said northwest corner of said Lots 1 & 2, Block 25, Eastwood, to the northeast corner of a lot described as All Block 45, Eastwood; THENCE, proceeding in a northerly direction by projecting a line from said northeast corner of said All Block 45, Eastwood, to a distance approximately 50 linear feet west of the southeast corner of a lot described as Lots 4, 5, & 6, Block 24, Eastwood, same as west right-of-way for Eastwood Street; THENCE, proceeding in a northerly direction along the said west right-of-way for Eastwood Street, to a distance approximately 28 linear feet west of the southeast corner of a lot described as Reserve B, Block 4, Harrisburg Market; THENCE, proceeding in an westerly direction along the south property line of said Reserve B, Block 4, Harrisburg Market, to the southwest corner of said Reserve B, Block 4, Harrisburg Market, same being the east right-of-way for Oakhurst Street; THENCE, proceeding in a southerly direction along the east right-of-way line for Oakhurst Street, to the northeast corner of a lot described as Tract 7, Block 32, Houston City St rwy Sec 1; THENCE, proceeding in an westerly direction along the north property line of said Tract 7, Block 32, Houston City St rwy Sec 1, to the northwest corner of said Tract 7, Block 32, Houston City St rwy Sec 1, same being the west right-of-way for Oakhurst Street; THENC E, proceeding in a northerly direction along the said west right-of-way for Oakhurst Street, to a the northeast corner of a lot described as Tracts 1 thru 7, Block 4, Houston City St rwy Sec 1, same being the south right-of-way for Harrisburg Boulevard; THENCE, proceeding in an westerly direction along the north property line of said Tracts 1 thru 7, Block 4, Houston City St rwy Sec 1, to the northwest corner of a lot described as Lots 5 thru 11 & Tracts 1, 2, 3, 4, 12 & 13, Block 1 Burnett J H, same being the east right-of-way for Milby Street; THENCE, proceeding in a southerly direction along the east right-of-way for Milby Street, to the northwest corner of a lot described as Lots 1 thru 12 & Tract 13, Block 13, Houston City St rwy Sec 1; THENCE, proceeding in an easterly direction along the north property line of said Lots 1 thru 12 & Tract 13, Block 13, Houston City St rwy Sec 1, to the northwest corner of a lot described as Lots 1 thru 6 & Tracts 13, Block 14 & Lots 1 thru 6, Block 15 Houston City St rwy Sec 1, same being the east right-of-way for St Joseph Street; THENCE, proceeding in a southerly direction along the east right-of-way for St Joseph Street, to the southwest corner of a lot described as Lots 1, Block 23,

Houston City St rwy Sec 1; THENCE, proceeding in a westerly direction by projecting a line from said southwest corner of said Lots 1, Block 23, Houston City St rwy Sec 1, to a distance approximately 103 linear feet east of the southwest corner of a lot described as Lots 1 thru 6, Block 24, Houston City St rwy Sec 1; THENCE, proceeding in a southerly direction by projecting a line from said distance approximately 103 linear feet east of the southwest corner of a lot described as Lots 1 thru 6, Block 24, Houston City St rwy Sec 1, to the southeast corner of a lot described as Lot 11, Block 24, Houston City St rwy Sec 1; THENCE, proceeding in a southerly direction by projecting a line from said south property line of Lots 1 thru 6, Block 24, Houston City St rwy Sec 1, to the northeast corner of a lot described as Lot 2, Block 25, Houston City St rwy Sec 1; THENCE, proceeding in a southerly direction by projecting a line from southeast corner of said Lot 2, Block 25, Houston City St rwy Sec 1, to a distance approximately 45 linear feet east of the northwest corner of a lot described as Reserve A, Block 1, Gartner Thermal Spraying Sec 2; THENCE, proceeding in an easterly direction along the north property line of said Reserve A, Block 1, Gartner Thermal Spraying Sec 2, to the northwest corner of a lot described as Lots 11 & 12, Block 26, Houston City St rwy Sec 1, same being the east right-of-way for St Joseph Street; THENCE, proceeding in a southerly direction along the east right-of-way for St Joseph Street, to the northwest corner of a lot described as Reserve F, Block 5, Gartner Thermal Spraying Sec 2, same being the south right-of-way for Lamar Street; THENCE, proceeding in a westerly direction by projecting a line from said northwest corner of said Reserve F, Block 5, Gartner Thermal Spraying Sec 2, to the northeast corner of a lot described as Reserve A, Block 3, Gartner Thermal Spraying Sec 2; THENCE, proceeding in an westerly direction along the north property line of said Reserve A, Block 3, Gartner Thermal Spraying Sec 2, to the northwest corner of said Reserve A, Block 3, Gartner Thermal Spraying Sec 2, same being the east right-of-way for Milby Street; THENCE, proceeding in a southerly direction along the east right-of-way for Milby Street, to a distance approximately 40 linear feet west of the northeast corner of a lot described as Reserve A, Block 1, Power Tool Service Company, same being the south right-of-way for Polk Street; THENCE, proceeding in an westerly direction along the north property line of said Reserve Reserve A, Block 1, Power Tool Service Company, to

the northwest corner of a lot described as Lot 14, Block 2, Miller, same being the east right-of-way for Edmundson Street; THENCE, proceeding in a southerly direction along the east right-of-way for Edmundson Street, to the southwest corner of a lot described as Lots 1 thru 11, Block 2, Paine H A; THENCE, proceeding in a westerly direction by projecting a line from said southwest corner of said Lots 1 thru 11, Block 2, Paine H A, to the southeast corner of a lot described as Lots 5, 6, 7, & Tract 1B, 2B & 3B, Block 1, Paine H A; THENCE, proceeding in a westerly direction along the south property line of said Lots 5, 6, 7, & Tract 1B, 2B & 3B, Block 1, Paine H A, to the southwest corner of said Lots 5, 6, 7, & Tract 1B, 2B & 3B, Block 1, Paine H A, same being the east right-of-way for Scott Street; THENCE, proceeding in a westerly direction by projecting a line from the southwest corner of said Lots 5, 6, 7, & Tract 1B, 2B & 3B, Block 1, Paine H A, to the southeast corner of Tract 2, ABST 75 H Tierwester; THENCE, proceeding in a westerly direction along the south property line of said Tract 2, ABST 75 H Tierwester, to the southwest corner of said Tract 2, ABST 75 H Tierwester; THENCE, proceeding in a northerly direction along the west property line of said Tract 2, ABST 75 H Tierwester, to the northwest corner of a lot described as Tract 2F, Lots 4 to 13, Block 3, ABST 75 H Tierwester; THENCE, proceeding in a northwesterly direction by projecting a line from the said northwest corner of Tract 2F, Lots 4 to 13, Block 3, ABST 75 H Tierwester, to the southeast corner of a lot described as Lots 1, 2, Tract 5A & 6A, Block 2, Houston City ST RWY Sec 4; THENCE, proceeding in a westerly direction by projecting a line from the said southeast corner of Lots 1, 2, Tract 5A & 6A, Block 2, Houston City ST RWY Sec 4, to a distance approximately 60 linear feet north of the southeast corner of a lot described as Lots 4, 5, 9, 10 & Tract 3, Block 1, Houston City ST RWY Sec 4, same being the west right-of-way for Napoleon Street; THENCE, proceeding in a northerly direction along the said west right-of-way for Napoleon Street, to the northeast corner of a lot described as Lot 5, Block 1, Hamblins South; THENCE, proceeding in a northerly direction by projecting a line from said northeast corner of said Lot 5, Block 1, Hamblins South, to a distance approximately 150 linear feet west of the southeast corner of a lot described as Tracts 3A, 7, 9, 9A & Lots 4, 5, Block 5, Hamblens South; THENCE, proceeding in an easterly direction along the south property line of said Tracts 3A, 7, 9, 9A & Lots 4, 5, Block 5, Hamblens

South, to a the southeast corner of a lot described as Tract 3, ABST 75 H Tierwester, same being west right-of-way for Scott Street; THENCE, proceeding in a northerly direction along the said west right-of-way for Scott Street, to the southeast corner of a lot described as Lot 1, Block 1, Edmundson; THENCE, proceeding in a westerly direction along the south property line of said Lot 1, Block 1, Edmundson, to a the southwest corner of said Lot 1, Block 1, Edmundson; THENCE, proceeding in a northerly direction along the west property line of said Lot 1, Block 1, Edmundson, to a the northwest corner of a lot described as Tract 2, Block 1, Edmundson; THENCE, proceeding in a northerly direction by projecting a line from the northwest corner of said Tract 2, Block 1, Edmundson, to the southwest corner of a lot described as Lot 1 & Tract 2A, Block 2, Edmundson; THENCE, proceeding in a northerly direction along the west property line of said Lot 1 & Tract 2A, Block 2, Edmundson, to the northwest corner of a lot described as Lot 3, Block 2, Edmundson; THENCE, proceeding in a westerly direction along the north property line of said Lot 3, Block 2, Edmundson, to the southwest corner of a lot described as Lot 3, Block 3, Settegast Tierwester; THENCE, proceeding in a northerly direction along the west property line of said Lot 3, Block 3, Settegast Tierwester, to the northwest corner of a lot described as Lot 3, Block 3, Settegast Tierwester, same being the south right-of-way for Denver Street; THENCE, proceeding in a westerly direction along the said south right-of-way for Denver Street, to the southeast corner of a lot described as Lot 7, Block 4, Settegast Tierwester, same being west right-of-way for Sampson Street; THENCE, proceeding in a northerly direction along the said west right-of-way for Sampson Street, to the southeast corner of a lot described as Tracts 5, 12, &13, Blocks 540, ABST 75 H Tierwester SSBB; THENCE, proceeding in a westerly direction along the south property line of said Tracts 5, 12, &13, Blocks 540, ABST 75 H Tierwester SSBB, to the southwest corner of said Tracts 5, 12, &13, Blocks 540, ABST 75 H Tierwester SSBB; THENCE, proceeding in a northerly direction along the west property line of said Tracts 5, 12, &13, Blocks 540, ABST 75 H Tierwester SSBB, to the southeast corner of said Lots 4, 9, 10, 11 & Tract 5A, Block 540, SSBB; THENCE, proceeding in a westerly direction along the south property line of said Lots 4, 9, 10, 11 & Tract 5A, Block 540, SSBB, to the northeast corner of said Lots 3, 4, 5, 8, 9, 11, & Tracts 10, 12, Block 686, SSBB; THENCE, proceeding in a

southerly direction along the east property line of said Lots 3, 4, 5, 8, 9, 11, & Tracts 10, 12, Block 686, SSBB, to the northeast corner a lot described as Lot 12, Block 1, Palmer Street T/H; THENCE, proceeding in a westerly direction along the north property line of said Lot 12, Block 1, Palmer Street T/H, to the northwest corner a lot described as Lot 10, Block 685, SSBB; THENC E, proceeding in a westerly direction by projecting a line from the northwest corner of said Lot 10, Block 685, SSBB, to the northeast corner of a lot described as Lot 5, Block 676, SSBB, same being the west right-of-way for Ennis Street; THENCE, proceeding in a northerly direction along the said west right-of-way for Ennis Street, to the northeast corner of a lot described as Lot 17, Block 1, Bell Ave T/H; THENCE, proceeding in a westerly direction along the north property line of said Lot 17, Block 1, Bell Ave T/H, to the northwest corner a lot described as Lot 14, Block 1, Bell Ave T/H; THENCE, proceeding in a northerly direction by projecting a line from the northwest corner of said Lot 14, Block 1, Bell Ave T/H, to the southwest corner of a lot described as Lots 1, 2, 3, & Tracts 4A, 11B, 12, Block 519, SSBB; THENCE, proceeding in a northerly direction along the west property line of said Lots 1, 2, 3, & Tracts 4A, 11B, 12, Block 519, SSBB, to the northwest corner a lot described as Lot 5 & Tracts 4, 11, Block 519, SSBB; THENCE, proceeding in an easterly direction by projecting a line from the northeast corner of said Lots 1, 2, 3, & Tracts 4A, 11B, 12, Block 519, SSBB, to the northwest corner of a lot described as Lots 1 thru 12, Block 526, SSBB; THENCE, proceeding in a northerly direction by projecting a line from the northwest corner of said Lots 1 thru 12, Block 526, SSBB, to the southwest corner of a lot described as Lots 6, Block 2, Palmer Square, same being the north right-of-way for Polk Street; THENCE, proceeding in an easterly direction along the said north right-of-way for Polk Street, to the southwest corner of a lot described as Lots 11 & 12, Block 530, SSBB; THENCE, proceeding in a northerly direction along the west property line of said Lots 11 & 12, Block 530, SSBB, to the northwest corner of said Lots 11 & 12, Block 530, SSBB, same being the south right-of-way for Dallas Street; THENCE, proceeding in a westerly direction along the said south right-of-way for Dallas Street, to the northwest corner of a lot described as Lots 9 & 10, Block 525, SSBB, same being the east right-of-way for Ennis Street; THENCE, proceeding in a northerly direction by projecting a line from the northwest corner of said Lots 9 &

10, Block 525, SSBB, to the southwest corner of a lot described as Lots 5 thru 12 & Tracts 1 & 2A, Block 524, SSBB; THENCE, proceeding in a northerly direction along the west property line of said Lots 5 thru 12 & Tracts 1 & 2A, Block 524, SSBB, to the northwest corner of said Lots 5 thru 12 & Tracts 1 & 2A, Block 524, SSBB; THENCE, proceeding in a northerly direction by projecting a line from the northwest corner of said Lots 5 thru 12 & Tracts 1& 2A, Block 524, SSBB, to the southwest corner of a lot described as Lots 6 thru 10 & Tracts 11A & 12A, Block 523, SSBB; THENCE, proceeding in a northerly direction along the west property line of said Lots 6 thru 10 & Tracts 11A & 12A, Block 523, SSBB, to the northwest corner of said Lots 6 thru 10 & Tracts 11A & 12A, Block 523, SSBB; THENCE, proceeding in a northerly direction by projecting a line from the northwest corner of said Lots 6 thru 10 & Tracts 11A & 12A, Block 523, SSBB, to the southwest corner of a lot described as Lots 1, 2, 3, 4, 6 thru 10, 12 & Tracts 5, 10, 11, 13, Block 522, & Tracts 6,7A, 8A, 9A, 12A, Block 527, SSBB; THENCE, proceeding in a northerly direction along the west property line of said Lots 1, 2, 3, 4, 6 thru 10, 12 & Tracts 5, 10, 11, 13, Block 522, & Tracts 6,7A, 8A, 9A, 12A, Block 527, SSBB, to the northwest corner of a lot described as Tracts 5A, 10A, 11A, 13A, Block 522 & Tracts 1, 2, 7 Thru 12, Block 527, SSBB; THENCE, proceeding in an easterly direction along the south property line of said Tracts 5A, 10A, 11A, 13A, Block 522 & Tracts 1, 2, 7 Thru 12, Block 527, SSBB, to the southwest corner of said Tracts 5A, 10A, 11A, 13A, Block 522 & Tracts 1, 2, 7 Thru 12, Block 527, SSBB, same being the north right-of-way for McKinney Street; THENCE, proceeding in an easterly direction along the south property line of said Tracts 5A, 10A, 11A, 13A, Block 522 & Tracts 1, 2, 7 Thru 12, Block 527, SSBB, to the southeast corner of a lot described as Lot 4, Block 1, McKinney Park Homes; THE NCE, proceeding in a northerly direction along the east property line of said Lot 4, Block 1, McKinney Park Homes, to the southeast corner of a lot described as Tract 11 PT LT 56, Tract 11 ML Hou to Galv, ABST 87 S M Williams; THENCE, proceeding in a northerly direction along the west property line of said Tract 11 PT LT 56, Tract 11 ML Hou to Galv, ABST 87 S M Williams, to the northwest corner of a lot described as Tract R6B PT, Tract R6C, Block 56, ABST 87 S M Williams; THENCE, proceeding in an easterly direction along the north property line of said Tract R6B PT, Tract R6C, Block 56, ABST 87 S M Williams, to the southwest corner of a lot described as

Tract R6A, Block 56, ABST 87 S M Williams; THENCE, proceeding in a northerly direction along the west property line of said Tract R6A, Block 56, ABST 87 S M Williams, to the northwest corner of said Tract R6A, Block 56, ABST 87 S M Williams; THENCE, proceeding in an easterly direction along the north property line of said Tract R6A, Block 56, ABST 87 S M Williams, to a distance approximately 25 linear feet south of the northwest corner of a lot described as Lots 1 thru 12, Block 551 & Tracts R6-A1, 10B, Block 56, ABST 87 S M Williams, Ranger-SSBB; THENCE, proceeding in an easterly direction along the north property line of said Lots 1 thru 12, Block 551 & Tracts R6-A1, 10B, Block 56, ABST 87 S M Williams, Ranger-SSBB, to the southwest corner of a lot described as PT Tract 10 Engelke Tract, Block 56, ABST 87 S M Williams; THENCE, proceeding in a northerly direction along the west property line of said PT Tract 10 Engelke Tract, Block 56, ABST 87 S M Williams, to the northwest corner of a lot described as Tracts 8, 8A, Block 56, ABST 87 S M Williams; THENCE, proceeding in a westerly direction along the north property line of said Tracts 8, 8A, Block 56, ABST 87 S M Williams, to the southwest corner of a lot described as Lots 3, 4, 5, & Tract 2, Block 566, Engelke-SSBB; THENCE, proceeding in a northerly direction along the west property line of said Lots 3, 4, 5, & Tract 2, Block 566, Engelke-SSBB, to the northwest corner of a lot described as Lots 3, 4, 5, Block 565, Engelke-SSBB, same being the south right-of-way for Harrisburg Boulevard; THENCE, proceeding in a westerly direction along the said south right-of-way for Harrisburg Boulevard, to the southwest corner of a lot described as 3901 S/F Lot 54, 3083 S/F PT Tract 3, Lots 54 & 55 2009 PT Tract 2, William S M; THENCE, proceeding in a northerly direction along the west property line of said 3901 S/F Lot 54, 3083 S/F PT Tract 3, Lots 54 & 55 2009 PT Tract 2, William S M, to the northwest corner of said 3901 S/F Lot 54, 3083 S/F PT Tract 3, Lots 54 & 55 2009 PT Tract 2, William S M, same being the north right-of-way for Harrisburg Boulevard; THENCE, proceeding in an easterly direction along the said so north right-of-way for Harrisburg Boulevard, to the southeast corner of a lot described as Lots 9, 10 & Tract 11, Block 8, Settegast Sec 4; THENCE, proceeding in a southeasterly direction by projecting a line from the southeast corner of said Lots 9, 10 & Tract 11, Block 8, Settegast Sec 4, to the southwest corner of a lot described as Lots 1, 2, Block 12, Settegast Sec4; THENCE, proceeding in an easterly direction along the south property line of

said Lots 1, 2, Block 12, Settegast Sec4, to the southeast corner of a lot described as Lot 4, Block 12, Settegast Sect 4; THENCE, proceeding in an easterly direction by projecting a line from the southeast corner of said Lot 4, Block 12, Settegast Sect 4, to the southwest corner of a lot described as Lots 1, Block 13, Settegast Sec 4, same being the north right-of-way for Hawkins Street; THENCE, proceeding in an easterly direction along the south property line of said Lots 1, Block 13, Settegast Sec4, to the southeast corner of a lot described as Lot 3,4, Block 13, Settegast Sect 4; THENCE, proceeding in an easterly direction by projecting a line from the southeast corner of said Lot 3,4, Block 13, Settegast Sect 4, to the southwest corner of a lot described as Lots 1, Block 14, Settegast Sec 4; THENCE, proceeding in an easterly direction along the south property line of said Lots 1, Block 14, Settegast Sec 4, to the southeast corner of a lot described as Lot 4, Block 14, Settegast Sect 4; THENCE, proceeding in an easterly direction by projecting a line from the southeast corner of said Lot 4, Block 14, Settegast Sect 4, to the southwest corner of a lot described as Tract 40B, Blocks 51, 52, 53, ABST 87 S M Williams; THENCE, proceeding in an easterly direction along the south property line of said as Tract 40B, Blocks 51, 52, 53, ABST 87 S M Williams, to the southeast corner of a lot described as Lot 1, Block 563 & Tracts 5,6, Block 564, Engelke-SSBB, same being west right-of-way for Velasco Street; THENCE, proceeding in a northerly direction along the said west right-of-way for Velasco Street, to the southeast corner of a lot described as Lot 4, Block 561, Engelke-SSBB; THENCE, proceeding in a westerly direction along the south property line of said Lot 4, Block 561, Engelke-SSBB, to the southwest corner of said Lot 4, Block 561, Engelke-SSBB; THENCE, proceeding in a southerly direction along the west property line of said Lot 4, Block 561, Engelke-SSBB, to the southeast corner of a lot described as Tract 34, Blocks 51, 52, 53, ABST 87 S M Williams; THENCE, proceeding in a westerly direction along the south property line of said Tract 34, Blocks 51, 52, 53, ABST 87 S M Williams, to the southwest corner of said Tract 34, Blocks 51, 52, 53, ABST 87 S M Williams; THENCE, proceeding in a northerly direction along the west property line of said Tract 34, Blocks 51, 52, 53, ABST 87 S M Williams, to the northwest corner of said Tract 34, Blocks 51, 52, 53, ABST 87 S M Williams, same being the south right-of-way for Commerce Street; THENCE, proceeding in a westerly direction along the said south right-of-way for

Commerce Street, to the northwest corner of a lot described as Lot 3, Block 1, Commerce Corner; THENCE, proceeding in an northerly direction by projecting a line from the northwest corner of said Lot 3, Block 1, Commerce Corner, to the southwest corner of a lot described as Tracts 8C & 12A, Lubbock Grove; THENCE, proceeding in a westerly direction along the south property line of said Tracts 8C & 12A, Lubbock Grove, to the southwest corner of a lot described as Lots 1 thru 7, 9, 10, 11, & Tracts 8 & 12, Block 1, Lubbock Grove; THENCE, proceeding in a northerly direction along the west property line of said as Lots 1 thru 7, 9, 10, 11, & Tracts 8 & 12, Block 1, Lubbock Grove, to the southwest corner of a lot described as Lot 6, Block 5, Lubbock Grove, same being the north right-of-way for Canal Street; THENCE, proceeding in a westerly direction along the said north right-of-way for Canal Street, to the southwest corner of a lot described as Lot 6, Block 4, Lubbock Grove; THENCE, proceeding in a westerly direction along the said north right-of-way for Canal Street, to the southwest corner of a lot described as Tract 2B, Block 28, ABST 87 S M Williams; THENCE, proceeding in a westerly direction along the said north right-of-way for Canal Street, to the southwest corner of a lot described as All Blocks 32, ABST 87 S M Williams; THENCE, proceeding in a northerly direction along the west property line of said All Blocks 32, ABST 87 S M Williams, to the southwest corner of said Tract R1-A between Runnels & Chartres, ABST 87 S M Williams; THENCE, proceeding in a northerly direction along the west property line of said Tract R1-A between Runnels & Chartres, ABST 87 S M Williams, to the northwest corner of said Tract R1-A between Runnels & Chartres, ABST 87 S M Williams; THENCE, proceeding in a northeasterly direction by projecting a line from said Tract R1-A between Runnels & Chartres, ABST 87 S M Williams, to the southwest corner of a lot described as All Blocks 14 &15, ABST 87 S M Williams, Same being the north right-of-way for Runnels Street; THENCE, proceeding in an easterly direction along the south property line of said All Blocks 14 &15, ABST 87 S M Williams, to the southwest corner of a lot described as Tract 19A, Block 11, ABST 87 S M Williams; THENCE, proceeding in a northerly direction along the west property line of said Tract 19A, Block 11, ABST 87 S M Williams, to the northwest corner of a lot described as Tracts 19C & 19D, Block 11, ABST 87 S M Williams; THENCE, proceeding in an easterly direction along the north property line of said Tracts 19C & 19D, Block 11,

ABST 87 S M Williams , to a distance approximately 40 linear feet east of the northwest corner for .6667 U/D Int In Tract, 18 Block 11, ABST 87 S M Williams; THENCE, proceeding in a northerly direction by projecting a line from the said .6667 U/D Int In Tract, 18 Block 11, ABST 87 S M Williams, to the southwest corner for a lot described as Tracts 2, 3, 5, 6, 9, & 10, Blocks 2, 3, 4, & 5, ABST 87 S M Williams; THENCE, proceeding in a northerly direction along the west property line of said Tracts 2, 3, 5, 6, 9, & 10, Blocks 2, 3, 4, & 5, ABST 87 S M Williams, to the northwest corner of said Tracts 2, 3, 5, 6, 9, & 10, Blocks 2, 3, 4, & 5, ABST 87 S M Williams; THENCE, proceeding in an easterly direction along the north property line of said Tracts 2, 3, 5, 6, 9, & 10, Blocks 2, 3, 4, & 5, ABST 87 S M Williams, to a distance approximately 71 linear feet east of the northwest corner of said Tracts 2, 3, 5, 6, 9, & 10, Blocks 2, 3, 4, & 5, ABST 87 S M Williams; THENCE, proceeding in a northerly direction by projecting a line from said approximate 71 linear feet east of the northwest corner of said Tracts 2, 3, 5, 6, 9, & 10, Blocks 2, 3, 4, & 5, ABST 87 S M Williams, to the southwest corner for a lot described as PT Tract 8, Tract 8A, Blocks 4 & 5, ABST 87 S M Williams; THENCE, proceeding in a northerly direction along the west property line of said PT Tract 8, Tract 8A, Blocks 4 & 5, ABST 87 S M Williams, to the northwest corner of said PT Tract 8, Tract 8A, Blocks 4 & 5, ABST 87 S M Williams; THENCE, proceeding in an easterly direction along the north property line of said PT Tract 8, Tract 8A, Blocks 4 & 5, ABST 87 S M Williams, to the northeast corner of said PT Tract 8, Tract 8A, Blocks 4 & 5, ABST 87 S M Williams, same being the west right-of-way for Jensen Drive; THENCE, proceeding in a northerly direction along the said west right-of-way for Jensen Drive, to the southeast corner of a lot described as Tract 15, Block 23, Hailey, the **POINT OF BEGINNING**;

TRACT 2 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Lots 3, 4, 5, 8, 9 & 10, Block 7, Merkels Sec 2, same being the east right-of-way for N York Street; THENCE, proceeding in an easterly direction along the north property line of said Lots 3, 4, 5, 8, 9 & 10, Block 7, Merkels Sec 2, to the northeast corner of a lot described as Tract 8B, ABST 87 S M Williams; THENCE,

proceeding in an easterly direction by projecting a line from the northeast corner of said Tract 8B, ABST 87 S M Williams, to the southwest corner for a lot described as Tracts R23A-2 & R8B, Block 66, ABST 87 S M Williams; THENCE, proceeding in an easterly direction along the south property line of said Tracts R23A-2 & R8B, Block 66, ABST 87 S M Williams, to the northeast corner of a lot described as PT Tracts 20A, 20B, 21, 22A, 22B & 24, Block 65, ABST 87 S M Williams, same being the west right-of-way for Lockwood Drive; THENCE, proceeding in a southerly direction along the east property line of said PT Tracts 20A, 20B, 21, 22A, 22B & 24, Block 65, ABST 87 S M Williams, to the southeast corner of a lot described as Tracts 17 &18, Block 65, ABST 87 S M Williams, same being the north right-of-way for Navigation Boulevard; THENCE, proceeding in a westerly direction along the south property line of said Tracts 17 &18, Block 65, ABST 87 S M Williams, to the southeast corner of a lot described as Lot 23, Block 7, Navigation; THENCE, proceeding in a southerly direction by projecting a line from the southeast corner of said Tract 8B, ABST 87 S M Williams, to the northeast corner for a lot described as Lots 9 & 10, Block 10, Navigation; THENCE, proceeding in a southerly direction along the east property line of said Lots 9 & 10, Block 10, Navigation, to a distance approximately 15 linear feet north of the southeast corner of a lot described as Lot 12, Block 10, Navigation; THENCE, proceeding in an easterly direction by projecting a line from said Lot 12, Block 10, Navigation, to the northwest corner for a lot described as Lot 1, Block 14, Navigation; THENCE, proceeding in an easterly direction along the north property line of said Lot 1, Block 14, Navigation, to the northwest corner of a lot described as Lot 12 & Tract 11, Block 5, Suburban Park; THENCE, proceeding in a southerly direction along the west property line of said Lot 12 & Tract 11, Block 5, Suburban Park, to the southwest corner of a lot described as Lot 12 & Tract 11, Block 5, Suburban Park; THENCE, proceeding in a southwesterly direction by projecting a line from said Lot 12 & Tract 11, Block 5, Suburban Park, to the northeast corner of a lot described as Tracts 1 & 2, Suburban Park; THENCE, proceeding in a southerly direction along the east property line of said Tracts 1 & 2, Suburban Park, to the southeast corner of a lot described as Tracts 6A, 6B & 7F, Block 65, ABST 87 S M Williams, same being the north right-of-way for Canal Street; THENCE, proceeding in a westerly direction along the north right-of-way for Canal Street, to the southeast corner of a lot

described as Tract 10, ABST 87 S M Williams, same being the north right-of-way for Canal Street; THENCE, proceeding in a northerly direction along the east property line of said Tract 10, ABST 87 S M Williams, to the northeast corner of said Tract 10, ABST 87 S M Williams; THENCE, proceeding in a westerly direction along the north property line of said Tract 10, ABST 87 S M Williams, to the northwest corner of said Tract 10, ABST 87 S M Williams; THENCE, proceeding in a southerly direction along the west property line of said Tract 10, ABST 87 S M Williams, to the northeast corner of a lot described as Lot 2, Block 2, Shannon; THENCE, proceeding in a westerly direction along the north property line of said Lot 2, Block 2, Shannon, to the northwest corner of a lot described as Lot 16, Block 1, Shannon; THENCE, proceeding in a northerly direction along the west property line of said Lot 16, Block 1, Shannon, to the northwest corner of a lot described as Lot 9, Block 1, Shannon; THENCE, proceeding in a northerly direction by projecting a line from said Lot 9, Block 1, Shannon, to a distance approximately 80 linear feet east of the southwest corner of a lot described as Reserve A, Block 1, Houston Community College System; THENCE, proceeding in a northerly direction along the west property line of said Reserve A, Block 1, Houston Community College System, to the northwest corner of a lot described as Tract 20, ABST 87 S M Williams; THENCE, proceeding in an easterly direction along the north property line of said Tract 20, ABST 87 S M Williams, to the northeast corner of a lot described as Lot 1, Block 2, Drennan Street; THENCE, proceeding in a northeasterly direction by projecting a line from said Lot 1, Block 2, Drennan Street, to the southwest corner of a lot described as Lot 5, Block 3, Electric Park; THENCE, proceeding in a northerly direction along the west property line of said Lot 5, Block 3, Electric Park, to the northwest corner of a lot described as Lot 1, Block 3, Electric Park, same being the south right-of-way for Navigation Boulevard; THENCE, proceeding in a northerly direction by projecting a line from said Lot 1, Block 3, Electric Park, to the southwest corner of a lot described as Tract 1, ABST 87 S M Williams; THENCE, proceeding in a northerly direction along the west property line of said Tract 1, ABST 87 S M Williams, to a distance approximately 40 linear feet north of the southwest corner of a lot described as Tracts 6 &7, ABST 87 S M Williams; THENCE, proceeding in a westerly direction by projecting a line from said Tracts 6 &7, ABST 87 S M Williams, to the southeast

corner of a lot described as Tract 15, ABST 87 S M Williams; THENCE, proceeding in a westerly direction along the south property line of said Tract 15, ABST 87 S M Williams, to the southwest corner of a lot described as Tract 28, ABST 87 S M Williams; THENCE, proceeding in a westerly direction by projecting a line from said Tract said 28, ABST 87 S M Williams, to a distance of approximately 45 linear feet south of the northeast corner of a lot described as Lots 7 & 8, Block 1, Merkels Sec 3; THENCE, proceeding in a southerly direction along the east property line of said Lots 7 & 8, Block 1, Merkels Sec 3, to the northeast corner of a lot described as Lots 2, 9, 10 & Tracts 3, 3A, 4A & 8, Mckeever; THENCE, proceeding in a westerly direction along the north property line of said Lots 2, 9, 10 & Tracts 3, 3A, 4A & 8, Mckeever, to the northwest corner of a lot described as Lot 1, Mckeever; THENCE, proceeding in a westerly direction by projecting a line from said Lot 1, Mckeever, to a distance of approximately 20 linear feet south of the northeast corner of a lot described as Lot 5, Block 2, Merkels Sec 3; THENCE, proceeding in a southerly direction along the east property line of said Lot 5, Block 2, Merkels Sec 3, to the northeast corner of a lot described as Lot 3, Block 2, Merkels Sec 3; THENCE, proceeding in a westerly direction along the north property line of said Lot 5, Block 2, Merkels Sec 3, to the northwest corner of a lot described as Lot 13, Block 2, Merkels Sec 3; THENCE, proceeding in a northerly direction along the west property line of Lot 13, Block 2, Merkels Sec 3, to the northwest corner of a lot described as Tracts 19 & 20, Block 2, Merkels Sec 3, same being the east right-of-way for N York Street; THENCE, proceeding in a northerly direction along the said east right-of-way for N York Street, to the northwest corner of said Lots 3, 4, 5, 8, 9 & 10, Block 7, Merkels Sec 2, the **POINT OF BEGINNING**;

TRACT 3 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Lot 7, Block 1, Kendall Place, same being the south right-of-way for Sherman Street; THENCE, proceeding in an easterly direction along the north property line of said Lot 7, Block 1, Kendall Place, to the northeast corner of a lot described as Lot 15, Block 1, Kendall Place, same being the west right-of-way for

Drennan Street; THENCE, proceeding in a southerly direction along the said west right-of-way for Drennan Street, to the southeast corner of a lot described as Lot 12, Block 1, Brady Home; THENCE, proceeding in a westerly direction along the south property line of said Lot 12, Block 1, Brady Home, to the southwest corner of a lot described as Lot 18, Block 1, Brady Home; THENCE, proceeding in a northerly direction along the west property line of said Lot 18, Block 1, Brady Home, to the northwest corner of said Lot 18, Block 1, Brady Home; THENCE, proceeding in a westerly direction along the north property line of said Lot 18, Block 1, Brady Home, to the northwest corner of a lot described as Lot 20, Block 1, Brady Home; THENCE, proceeding in a northwesterly direction by projecting a line from said Lot 20, Block 1, Brady Home, to the southeast corner of a lot described as Lot 1 & Tract 2A, Block 2, Brady Home; THENCE, proceeding in a northerly direction along the east property line of said Lot 1 & Tract 2A, Block 2, Brady Home, to the northeast corner of a lot described as Lot 20, Block 2, Brady Home; THENCE, proceeding in a northwesterly direction by projecting a line from said Lot 20, Block 2, Brady Home, to a distance approximately 55 linear feet east of the southwest corner of a lot described as Tract 19, Block 2, Kendall Place; THENCE, proceeding in an easterly direction along the south property line of said Tract 19, Block 2, Kendall Place, to the southeast corner of said Tract 19, Block 2, Kendall Place; THENCE, proceeding in a northerly direction along the east property line of said Tract 19, Block 2, Kendall Place, to the northeast corner of said Tract 19, Block 2, Kendall Place; THENCE, proceeding in a westerly direction along the north property line of said Tract 19, Block 2, Kendall Place, to a distance approximately 105 linear feet west of the northeast corner of said Tract 19, Block 2, Kendall Place; THENCE, proceeding in a northerly direction by projecting a line from said Tract 19, Block 2, Kendall Place, to the southeast corner of a lot described as Lot 5, Block 1, Kendall Place; THENCE, proceeding in a northerly direction along the east property line of said Lot 5, Block 1, Kendall Place, to the northwest corner of said Lot 7, Block 1, Kendall Place, same being the south right-of-way for Sherman Street, the **POINT OF BEGINNING**;

TRACT 4 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Lot 10, Block 22, Brady Place, same being the south right-of-way for Canal Street; THENCE, proceeding in an easterly direction along the north property line of said Lot 10, Block 22, Brady Place, to the northeast corner of said Lot 10, Block 22, Brady Place, same being the west right-of-way for Hunt Street; THENCE, proceeding in a southerly direction along the said west right-of-way for Hunt Street, to the southeast corner of a lot described as Lot 9, Block 2, Brady Place; THENCE, proceeding in a westerly direction along the south property line of said Lot 9, Block 2, Brady Place, to the southwest corner of a lot described as Lot 2, Block 2, Brady Place, same being the east right-of-way for Grace Street; THENCE, proceeding in a northerly direction along the said east right-of-way for Grace Street, to the northwest corner of a lot described as Tracts 7 & 8, Block 12, Brady Place; THENCE, proceeding in a westerly direction by projecting a line from said Tracts 7 & 8, Block 12, Brady Place, to the northeast corner of a lot described as Tracts 10A & 11A, Block 11, Brady Place, same being the west right-of-way for Grace Street; THENCE, proceeding in a southerly direction along the said west right-of-way for Grace Street, to the southeast corner of a lot described as Lot 7, Block 1, Brady Place; THENCE, proceeding in a westerly direction along the south property line of said Lot 7, Block 1, Brady Place, to the southwest corner of a lot described as Lot 12, Block 1, Brady Place, same being the east right-of-way for Drennan Street; THENCE, proceeding in a northerly direction along the said east right-of-way for Drennan Street, to the southwest corner of a lot described as Lots 2, & Tract 1, Block 22, Brady Place; THENCE, proceeding in an easterly direction along the south property line of said Lots 2, & Tract 1, Block 22, Brady Place, to the southeast corner of said Lots 2, & Tract 1, Block 22, Brady Place; THENCE, proceeding in a northerly direction along the east property line of said Lots 2, & Tract 1, Block 22, Brady Place, to the northwest corner of a lot described as Lot 8, Block 22, Brady Place; T HENCE, proceeding in an easterly direction along the north property line of said Lot 8, Block 22, Brady Place, to the southwest corner of a lot described as Lot 9, Block 22, Brady Place; THENCE, proceeding in a northerly direction along the west property line of said Lot 9, Block 22, Brady Place, to

northwest corner of said Lot 10, Block 22, Brady Place, same being the south right-of-way for Canal Street, the **POINT OF BEGINNING**;

TRACT 5 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Lot 7, Block 23, Brady Place, same being the south right-of-way for Canal Street; THENCE, proceeding in an easterly direction along the north property line of said Lot 7, Block 23, Brady Place, to the northeast corner of a lot described as Lot 8, Block 23, Brady Place, same being the west right-of-way for Estelle Street; THENCE, proceeding in a southerly direction along the said west right-of-way for Estelle Street, to the southeast corner of a lot described as Lots 9, Block 3, Brady Place; THENCE, proceeding in a westerly direction along the south property line of said Lot 9, Block 3, Brady Place, to the southwest corner of a lot described as Lot 2, Block 3, Brady Place, same being the east right-of-way for Hunt Street; THENCE, proceeding in a northerly direction along the said east right-of-way for Hunt Street, to the said northwest corner of said Lot 7, Block 23, Brady Place, same being the south right-of-way for Canal Street, the **POINT OF BEGINNING**;

TRACT 6 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Lot 7, Block 24, Brady Place, same being the south right-of-way for Canal Street; THENCE, proceeding in an easterly direction along the north property line of said Lot 7, Block 24, Brady Place, to the northeast corner of a lot described as Lot 8, Block 24, Brady Place, same being the west right-of-way for Sidney Street; THENCE, proceeding in a southerly direction along the said west right-of-way for Sidney Street, to the southeast corner of a lot described as Lot 8 & Tract 9A, Block 4, Brady Place; THENCE, proceeding in a westerly direction along the south property line of said Lot 8 & Tract 9A, Block 4, Brady Place, to the southwest corner of said Lot 8 & Tract 9A, Block 4, Brady Place; THENCE, proceeding in a northerly direction along the west property line of said Lot 8 &

Tract 9A, Block 4, Brady Place, to the northwest corner of a lot described as Lot 10 & Tract 9, Block 4, Brady Place; THENCE, proceeding in a westerly direction along the north property line of said Lot 10 & Tract 9, Block 4, Brady Place, to the northwest corner of a lot described as Lot 1, Block 4, Brady Place, same being the east right-of-way for Estelle Street; THENCE, proceeding in a northerly direction along the said east right-of-way for Estelle Street, to the northwest corner of said Lot 7, Block 24, Brady Place, same being the south right-of-way for Canal Street, the **POINT OF BEGINNING**;

TRACT 7 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Lot 7, Block 25, Brady Place, same being the south right-of-way for Canal Street; THENCE, proceeding in an easterly direction along the north property line of said Lot 7, Block 25, Brady Place, to the northeast corner of a lot described as Lot 8, Block 26, Brady Place, same being the west right-of-way for Eastwood Street; THENCE, proceeding in a southerly direction along the said west right-of-way for Eastwood Street, to the southeast corner of a lot described as Lot 8, Block 16, Brady Place; THENCE, proceeding in a westerly direction along the south property line of said Lot 8, Block 16, Brady Place, to a distance approximately 50 west of the southeast corner of a lot described as Lot 9, Block 16, Brady Place; THENCE, proceeding in a southerly direction by projecting a line from said Lot 9, Block 16, Brady Place, to the northwest corner of a lot described as Tract 5, Block 59, ABST 87 S M Williams; THENCE, proceeding in a southerly direction along the said west property line of said Tract 5, Block 59, ABST 87 S M Williams, to the southwest corner of a lot described as Tracts 7 & 8, Block 1, Anderson & Swope; THENCE, proceeding in a southerly direction by projecting a line from said Tracts 7 & 8, Block 1, Anderson & Swope, to the northwest corner of a lot described as Tracts 5A & 6A, Block 1, Anderson & Swope; THENCE, proceeding in a southerly direction along the west property line of said Tracts 5A & 6A, Block 1, Anderson & Swope, to the northeast corner of a lot described as Lot 6 & Tracts 7A, Block 5, Brady Place; THENCE, proceeding in a westerly direction along the north property line of said Lot 6 & Tracts 7A, Block 5, Brady

Place, to the northwest corner of said Lot 6 & Tracts 7A, Block 5, Brady Place; THENCE, proceeding in a northerly direction along the west property line of said Lot 6 & Tracts 7A, Block 5, Brady Place, to the northeast corner of a lot described as Lot 3, Block 5, Brady Place; THENCE, proceeding in a westerly direction along the north property line of said Lot 3, Block 5, Brady Place, to the northwest corner of said Lot 3, Block 5, Brady Place, same being the east right-of-way for Sidney Street; THENCE, proceeding in a northerly direction along the said east right-of-way for Sidney Street, to the northwest corner of said Lot 7, Block 25, Brady Place, same being the south right-of-way for Canal Street, the **POINT OF BEGINNING**;

TRACT 8 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Tract 16, Block 27, Brady Place, same being the south right-of-way for Canal Street; THENCE, proceeding in an easterly direction along the north property line of said Tract 16, Block 27, Brady Place, to the northeast corner of a lot described as Tracts 3A & 26, Block 47 & 48, Oak Lawn; THENCE, proceeding in a southerly direction along the east property line of said Tracts 3A & 26, Block 47 & 48, Oak Lawn, to the southwest corner of a lot described as Tracts 2, 3, & 10A, Block 47 & 48, Oak Lawn; THENCE, proceeding in an easterly direction along the south property line of said Tracts 2, 3, & 10A, Block 47 & 48, Oak Lawn, to the northwest corner of a lot described as Tract 10, Block 47 & 48, Oak Lawn; THENCE, proceeding in a southerly direction along the west property line of said Tract 10, Block 47 & 48, Oak Lawn, to the southwest corner of a lot described as Lot 23, Block 47 & 48, Oak Lawn; THENCE, proceeding in a southerly direction by projecting a line from said Lot 23, Block 47 & 48, Oak Lawn, to the northwest corner of a lot described as Lot 1, Block 35, Oak Lawn; THENCE, proceeding in a southerly direction along the west property line of said Lot 1, Block 35, Oak Lawn, to the southwest corner of a lot described as Lot 5, Block 35, Oak Lawn; THENCE, proceeding in a westerly direction along the south property line of said Lot 5, Block 35, Oak Lawn, to the northwest corner of a lot described as Lots 8, 9, 10, 11 & Tract 7A, Block 35, Oak Lawn; THENCE, proceeding in a southerly direction along the west property line of said Lots 8, 9, 10, 11 & Tract 7A, Block 35, Oak

Lawn, to the southwest corner of said Lots 8, 9, 10, 11 & Tract 7A, Block 35, Oak Lawn; THENCE, proceeding in a southerly direction by projecting a line from said Lots 8, 9, 10, 11 & Tract 7A, Block 35, Oak Lawn, to the northwest corner of a lot described as Lots 1 & 4, Block 19, Oak Lawn; THENCE, proceeding in a southerly direction along the west property line of said Lots 1 & 4, Block 19, Oak Lawn, to the southwest corner of said Lot 7, Block 8, Oak Lawn; THENCE, proceeding in a westerly direction along the south property line of said Lot 7, Block 8, Oak Lawn, to the northwest corner of a lot described as Lot 9, Block 8, Oak Lawn, same being the east right-of-way for Hagerman Street; THENCE, proceeding in a northerly direction along the said east right-of-way for Hagerman Street, to the southeast corner of a lot described as Lot 19, Block 47 & 48, Oak Lawn; THENCE, proceeding in a westerly direction along the south property line of said Lot 19, Block 47 & 48, Oak Lawn, to the southwest corner of said Lot 19, Block 47 & 48, Oak Lawn, same being the west right-of-way for Hagerman Street; THENCE, proceeding in a southerly direction along the said west right-of-way for Hagerman Street, to the northeast corner of a lot described as Lot 4, Block 7, Oak Lawn; THENCE, proceeding in a westerly direction along the north property line of said Lot 4, Block 7, Oak Lawn, to the northwest corner of said Lot 4, Block 7, Oak Lawn; THENCE, proceeding in a southerly direction along the west property line of said Lot 4, Block 7, Oak Lawn, to the southwest corner of a lot described as Lot 11 & Tract 10A, Block 7, Oak Lawn, same being the north right-of-way for Harrisburg Boulevard; THENCE, proceeding in a westerly direction along the said north right-of-way for Harrisburg Boulevard, to the southwest corner of a lot described as Lots 1, 3, & Tract 2, Block B, Super, same being the east right-of-way for Super Street; THENCE, proceeding in a northerly direction along the said east right-of-way for Super Street, to the southeast corner of a lot described as Tracts 16 & 17A, Block 22, Oak Lawn; THENCE, proceeding in a westerly direction along the south property line of said Tracts 16 & 17A, Block 22, Oak Lawn, to the southwest corner of a lot described as Lots 15 & 18, Block 22, Oak Lawn, same being the east right-of-way for Eastwood Street; THENCE, proceeding in a northerly direction along the said east right-of-way for Eastwood Street, to the northwest corner of said Tract 16, Block 27, Brady Place, same being the south right-of-way for Canal Street, the **POINT OF BEGINNING**;

TRACT 9 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Tract 1, Block 46, Oak Lawn, same being the south right-of-way for Canal Street; THENCE, proceeding in an easterly direction along the north property line of said Tract 1, Block 46, Oak Lawn, to the northeast corner of said Tract 1, Block 46, Oak Lawn, same being the west right-of-way for Burr Street; THENCE, proceeding in a southerly direction along the said west right-of-way for Burr Street, to the southeast corner of a lot described as Lot 17, Block 18, Oak Lawn; THENCE, proceeding in a westerly direction along the south property line of said Lot 17, Block 18, Oak Lawn, to the southwest corner of said Lot 17, Block 18, Oak Lawn; THENCE, proceeding in a northerly direction along the west property line of said Lot 17, Block 18, Oak Lawn, to the northwest corner of a lot described as Lots 1 & 4, Block 18, Oak Lawn; THENCE, proceeding in a northwesterly direction by projecting a line from said Lots 1 & 4, Block 18, Oak Lawn, to the southwest corner of a lot described as Lot 11, Block 36, Oak Lawn; THE NCE, proceeding in a northerly direction along the west property line of said Lot 11, Block 36, Oak Lawn, to the northwest corner of said Lot 11, Block 36, Oak Lawn; THENCE, proceeding in a northeasterly direction by projecting a line from said Lot 11, Block 36, Oak Lawn, to the southeast corner of a lot described as Tract 7, Block 36, Oak Lawn; THENCE, proceeding in a northerly direction along the east property line of said Tract 7, Block 36, Oak Lawn, to the northeast corner of said Tract 2, Block 36, Oak Lawn; THENCE, proceeding in a northerly direction by projecting a line from said Tract 2, Block 36, Oak Lawn, to the southeast corner of a lot described as Tracts 12A & 13A, Block 46, Oak Lawn; THENCE, proceeding in a northerly direction along the east property line of said Tracts 12A & 13A, Block 46, Oak Lawn, to the northeast corner of said Tracts 12 & 13, Block 46, Oak Lawn; THENCE, proceeding in a northerly direction by projecting a line from said Tracts 12 & 13, Block 46, Oak Lawn, to the southeast corner of a lot described as Tract 7, Block 46, Oak Lawn; THENCE, proceeding in a northerly direction along the east property line of said Tract 7, Block 46, Oak Lawn, to the northwest corner of said Tract 1, Block 46, Oak Lawn, same being the south right-of-way for Canal Street, the **POINT OF BEGINNING**;

TRACT 10 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Tracts 2 & 3, Block 44, Oak Lawn, same being the south right-of-way for Canal Street; THENCE, proceeding in an easterly direction along the north property line of said Tracts 2 & 3, Block 44, Oak Lawn, to the northeast corner of a lot described as Tracts 2B & 3B, Block 45, Oak Lawn; THENCE, proceeding in an southerly direction along the east property line of said Tracts 2B & 3B, Block 45, Oak Lawn, to the northwest corner of a lot described as Lot 4 & Tract 1, Block 45, Oak Lawn; THENCE, proceeding in an easterly direction along the north property line of said Lot 4 & Tract 1, Block 45, Oak Lawn, to the northeast corner of said Lot 4 & Tract 1, Block 45, Oak Lawn, same being the west right-of-way for Stiles Street; THENCE, proceeding in a southerly direction along the said west right-of-way for Stiles Street, to the northeast corner of a lot described as Tracts R20 & R40 Eastwood to Edgewood 60X2773 Magnolia Park Branch, Oak Lawn; THENCE, proceeding in a westerly direction along the north property line of said Tracts R20 & R40 Eastwood to Edgewood 60X2773 Magnolia Park Branch, Oak Lawn, to the northwest corner of said Tracts R20 & R40 Eastwood to Edgewood 60X2773 Magnolia Park Branch, Oak Lawn, same being the east right-of-way for Burr Street; THENCE, proceeding in a northerly direction along the said east right-of-way for Burr Street, to the northwest corner of said Tracts 2 & 3, Block 44, Oak Lawn, same being the south right-of-way for Canal Street, the **POINT OF BEGINNING**;

TRACT 11 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Tract 2B, Block 44, Oak Lawn, same being the south right-of-way for Canal Street; THENCE, proceeding in an easterly direction along the north property line of said Tract 2B, Block 44, Oak Lawn, to the northeast corner of a lot described Tracts 1, Block 44, Oak Lawn, same being the west right-of-way for Bryan Street; THENCE, proceeding in a southerly direction along the said west right-of-way for Bryan Street, to the northeast corner of a lot described as Tracts

R20 & R40 Eastwood to Edgewood 60X2773 Magnolia Park Branch, Oak Lawn; THENCE, proceeding in a westerly direction along the north property line of said Tracts R20 & R40 Eastwood to Edgewood 60X2773 Magnolia Park Branch, Oak Lawn, to the northwest corner of said Tracts R20 & R40 Eastwood to Edgewood 60X2773 Magnolia Park Branch, Oak Lawn, same being the east right-of-way for Stiles Street; THE NCE, proceeding in a northerly direction along the said east right-of-way for Stiles Street, to the northwest corner of said Tract 2B, Block 44, Oak Lawn, same being the south right-of-way for Canal Street, the **POINT OF BEGINNING**;

TRACT 12 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Tracts 2B, 3B & 6C, Block 43, Oak Lawn, same being the south right-of-way for Canal Street; THENCE, proceeding in an easterly direction along the north property line of said Tracts 2B, 3B & 6C, Block 43, Oak Lawn, to the northeast corner of a lot described asTracts 1 & 4A, Block 43, Oak Lawn, same being the west right-of-way for Adams Street; THENCE, proceeding in a southerly direction along the said west right-of-way for Adams Street, to the northeast corner of a lot described as Tracts R20 & R40 Eastwood to Edgewood 60X2773 Magnolia Park Branch, Oak Lawn; THENCE, proceeding in a westerly direction along the north property line of said Tracts R20 & R40 Eastwood to Edgewood 60X2773 Magnolia Park Branch, Oak Lawn, to the northwest corner of said Tracts R20 & R40 Eastwood to Edgewood 60X2773 Magnolia Park Branch, Oak Lawn, same being the east right-of-way for Bryan Street; THENCE, proceeding in a northerly direction along the said east right-of-way for Bryan Street, to the northwest corner of said Tracts 2B, 3B & 6C, Block 43, Oak Lawn, same being the south right-of-way for Canal Street, the **POINT OF BEGINNING**;

TRACT 13 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Tract 2, Block 42, Oak Lawn, same being the south right-of-way

for Canal Street; THENCE, proceeding in an easterly direction along the north property line of said Tract 2, Block 42, Oak Lawn, to the northeast corner of a lot described as Lot 4 & Tract 1, Block 42, Oak Lawn, same being the west right-of-way for Edgewood Street; THENCE, proceeding in a southerly direction along the said west right-of-way for Edgewood Street, to the northeast corner of a lot described as Tracts R20 & R40, 60X758 ROW thru Magnolia Park Branch, Lenox Grove; THENCE, proceeding in a westerly direction along the north property line of said Tracts R20 & R40, 60X758 ROW thru Magnolia Park Branch, Lenox Grove, to the northwest corner of said Tracts R20 & R40 Eastwood to Edgewood 60X2773 Magnolia Park Branch, Oak Lawn, same being the east right-of-way for Adams Street; THENCE, proceeding in a northerly direction along the said east right-of-way for Adams Street, to the northwest corner of said Tract 2, Block 42, Oak Lawn, same being the south right-of-way for Canal Street, the **POINT OF BEGINNING**;

TRACT 14 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Lot 3, Tracts 2, 4, 5, Block 41 & Tract 10A, Block 3, Lenox Grove, Oak Lawn, same being the south right-of-way for Canal Street; THENCE, proceeding in an easterly direction along the north property line of said Lot 3, Tracts 2, 4, 5, Block 41 & Tract 10A, Block 3, Lenox Grove, Oak Lawn, to the northeast corner of a lot described as Lots 1 & 2, Block 3, Lenox Grove, same being the west right-of-way for Lenox Street; THENCE, proceeding in a southerly direction along the said west right-of-way for Lenox Street, to the northeast corner of a lot described as Tracts R20 & R40, 60X758 ROW thru Magnolia Park Branch, Lenox Grove; THENCE, proceeding in a westerly direction along the north property line of said Tracts R20 & R40, 60X758 ROW thru Magnolia Park Branch, Lenox Grove, to the northwest corner of said Tracts R20 & R40, 60X758 ROW thru Magnolia Park Branch, Lenox Grove, same being the east right-of-way for Edgewood Street; THENCE, proceeding in a northerly direction along the said east right-of-way for Edgewood Street, to the northwest corner of said Tract 2, Block

42, Oak Lawn, same being the south right-of-way for Canal Street, the **POINT OF BEGINNING**;

TRACT 15 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Tracts 6A & 7A, Block 2, Lenox Grove, same being the south right-of-way for Canal Street; THENCE, proceeding in an easterly direction along the north property line of said Tracts 6A & 7A, Block 2, Lenox Grove, to the northeast corner of a lot described as Lots 1 & 2, Block 2, Lenox Grove, same being the west right-of-way for Delmar Street; THENCE, proceeding in a southerly direction along the said west right-of-way for Delmar Street, to the northeast corner of a lot described as Tracts R20 & R40, 60X1925 Magnolia Park Branch, Fullerton Place; THENCE, proceeding in a westerly direction along the north property line of said Tracts R20 & R40, 60X1925 Magnolia Park Branch, Fullerton Place, to the northwest corner of said Tracts R20 & R40, 60X758 ROW thru Magnolia Park Branch, Lenox Grove, same being the east right-of-way for Lenox Street; THENCE, proceeding in a northerly direction along the said east right-of-way for Lenox Street, to the northwest corner of said Tracts 6A & 7A, Block 2, Lenox Grove, same being the south right-of-way for Canal Street, the **POINT OF BEGINNING**;

TRACT 16 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Lot 7 & Tract 6, Block 1, Lenox Grove, same being the south right-of-way for Canal Street; THENCE, proceeding in an easterly direction along the north property line of said Lot 7 & Tract 6, Block 1, Lenox Grove, to the northeast corner of a lot described as Tracts 1 & 2B, Block 7, Fullerton Place, same being the west right-of-way for Altic Street; THENCE, proceeding in a southerly direction along the said west right-of-way for Altic Street, to the northeast corner of a lot described as Tracts R20 & R40, 60X1925 Magnolia Park Branch, Fullerton Place; THENCE, proceeding in a westerly direction along the north property line of said Tracts R20 & R40, 60X1925 Magnolia Park Branch, Fullerton Place, to the

northwest corner of said Tracts R20 & R40, 60X1925 Magnolia Park Branch, Fullerton Place, same being the east right-of-way for Delmar Street; THENCE , proceeding in a northerly direction along the said east right-of-way for Delmar Street, to the northwest corner of said Lot 7 & Tract 6, Block 1, Lenox Grove, same being the south right-of-way for Canal Street, the **POINT OF BEGINNING**;

TRACT 17 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Lot 7 & Tract 6, Block 6, Fullerton Place, same being the south right-of-way for Canal Street; THENCE, proceeding in an easterly direction along the north property line of said Lot 7 & Tract 6, Block 6, Fullerton Place, to the northeast corner of a lot described as Lot 2 & Tract 1, Block 6, Fullerton Place, same being the west right-of-way for Latham Street; THENCE, proceeding in a southerly direction along the said west right-of-way for Latham Street, to the northeast corner of a lot described as Tracts R20 & R40, 60X1925 Magnolia Park Branch, Fullerton Place; THENCE, proceeding in a westerly direction along the north property line of said Tracts R20 & R40, 60X1925 Magnolia Park Branch, Fullerton Place, to the northwest corner of said Tracts R20 & R40, 60X1925 Magnolia Park Branch, Fullerton Place, same being the east right-of-way for Altic Street; THENCE, proceeding in a northerly direction along the said east right-of-way for Altic Street, to the northwest corner of said Lot 7 & Tract 6, Block 6, Fullerton Place, same being the south right-of-way for Canal Street, the **POINT OF BEGINNING**;

TRACT 18 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Tracts 6B & 7B, Block 5, Fullerton Place, same being the south right-of-way for Canal Street; THENCE, proceeding in an easterly direction along the north property line of said Tracts 6B & 7B, Block 5, Fullerton Place, to the northeast corner of a lot described as Lot 2 & Tracts 1A, 6A & 7A, Block 5, Fullerton Place, same being the west right-of-way for Clifton Street; THENCE,

proceeding in a southerly direction along the said west right-of-way for Clifton Street, to the southeast corner of a lot described as Lot 13 & Tract 12, Block 25, Fullerton Place; THENCE, proceeding in a westerly direction along the south property line of said Lot 13 & Tract 12, Block 25, Fullerton Place, to the southwest corner of a lot described as Lot 9, 10 & Tract 11, Block 25, Fullerton Place, same being the east right-of-way for Latham Street; THENCE, proceeding in a northerly direction along the said east right-of-way for Latham Street, to the northwest corner of said Tracts 6B & 7B, Block 5, Fullerton Place, same being the south right-of-way for Canal Street, the **POINT OF BEGINNING;**

TRACT 19 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Lot 7 & Tract 6, Block 4, Fullerton Place, same being the south right-of-way for Canal Street; THENCE, proceeding in an easterly direction along the north property line of said Lot 7 & Tract 6, Block 4, Fullerton Place, to the northeast corner of a lot described as Lot 2 & Tract 1, Block 4, Fullerton Place, same being the west right-of-way for Norwood Street; THENCE, proceeding in a southerly direction along the said west right-of-way for Norwood Street, to the southeast corner of a lot described as Lots 11, 12, & 13, Block 26, Fullerton Place; THENCE, proceeding in a westerly direction along the south property line of said Lots 11, 12, & 13, Block 26, Fullerton Place, to the southwest corner of a lot described as Lots 9 & 10, Block 26, Fullerton Place, same being the east right-of-way for Clifton Street; THENCE, proceeding in a northerly direction along the said east right-of-way for Clifton Street, to the northwest corner of said Lot 7 & Tract 6, Block 4, Fullerton Place, same being the south right-of-way for Canal Street, the **POINT OF BEGINNING;**

TRACT 20 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Tracts 6A & 7A, Block 3, Fullerton Place, same being the south right-of-way for Canal Street; THENCE, proceeding in an easterly direction along

the north property line of said Tracts 6A & 7A, Block 3, Fullerton Place, to the northeast corner of a lot described as Tracts 1, 2A, 6 & 7, Block 3, Fullerton Place, same being the west right-of-way for Linwood Street; THENCE, proceeding in a southerly direction along the said west right-of-way for Linwood Street, to the southeast corner of a lot described as Lots 1 thru 8, 10 thru 13, & Tract 9, Block 27, Fullerton Place; THENCE, proceeding in a westerly direction along the south property line of said Lots 1 thru 8, 10 thru 13, & Tract 9, Block 27, Fullerton Place, to the southwest corner of said Lots 1 thru 8, 10 thru 13, & Tract 9, Block 27, Fullerton Place, same being the east right-of-way for Norwood Street; THENCE, proceeding in a northerly direction along the said east right-of-way for Norwood Street, to the northwest corner of said Tracts 6A & 7A, Block 3, Fullerton Place, same being the south right-of-way for Canal Street, the **POINT OF BEGINNING;**

TRACT 21 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Tracts 6 & 7A, Block 2, Fullerton Place, same being the south right-of-way for Canal Street; THENCE, proceeding in an easterly direction along the north property line of said Tracts 6 & 7A, Block 2, Fullerton Place, to the northeast corner of a lot described as Lot 2 & Tract 1, Block 2, Fullerton Place, same being the west right-of-way for Greenwood Street; THENCE, proceeding in a southerly direction along the said west right-of-way for Greenwood Street, to the southeast corner of a lot described as Lot 19, Block 15, Fullerton Place; THENCE, proceeding in a westerly direction along the south property line of said Lot 19, Block 15, Fullerton Place, to the southwest corner of a lot described as Lot 12, Block 15, Fullerton Place, same being the east right-of-way for Linwood Street; THENCE, proceeding in a northerly direction along the said east right-of-way for Linwood Street, to the northwest corner of said Tracts 6 & 7A, Block 2, Fullerton Place, same being the south right-of-way for Canal Street, the **POINT OF BEGINNING;**

TRACT 22 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Tracts 3A & 4A, Block 1, Fullerton Place, same being the south right-of-way for Canal Street; THENCE, proceeding in an easterly direction along the north property line of said Tracts 3A & 4A, Block 1, Fullerton Place, to the northeast corner of a lot described as Tracts 1A & 2A, Block 13, Oakland Place, same being the west right-of-way for Caylor Street; THE NCE, proceeding in a southerly direction along the said west right-of-way for Caylor Street, to the northeast corner of a lot described as Tract R40 60X1322 Adjacent to Block 62 Magnolia Park Branch, ABST 87 S M Williams; THENCE, proceeding in a westerly direction along the north property line of said Tract R40 60X1322 Adjacent to Block 62 Magnolia Park Branch, ABST 87 S M Williams, to a distance approximately 130 linear feet east of the northwest corner of said Tract R40 60X1322 Adjacent to Block 62 Magnolia Park Branch, ABST 87 S M Williams; THENCE, proceeding in a northerly direction by projecting a line from said Tract R40 60X1322 Adjacent to Block 62 Magnolia Park Branch, ABST 87 S M Williams, to the southwest corner of a lot described as Tract 20A, Block 5, Oakland Place, same being the east right-of-way for Greenwood Street; THENCE, proceeding in a northerly direction along the said east right-of-way for Greenwood Street, to the northwest corner of said Tracts 3A & 4A, Block 1, Fullerton Place, same being the south right-of-way for Canal Street, the **POINT OF BEGINNING**;

TRACT 23 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Lot 6 & Tract 7A, Block 14, Oakland Place, same being the south right-of-way for Canal Street; THENCE, proceeding in an easterly direction along the north property line of said Lot 6 & Tract 7A, Block 14, Oakland Place, to the northeast corner of a lot described as Lots 1 & 2, Block 14, Oakland Place, same being the west right-of-way for Marsden Street; THENCE, proceeding in a southerly direction along the said west right-of-way for Marsden Street, to the southeast corner of a lot described as Tracts 7A & 8A, Block 6, Oakland Place;

THENCE, proceeding in a southerly direction by projecting a line from said southeast corner of said Tracts 7A & 8A, Block 6, Oakland Place, perpendicular to the north property line of a lot described as Tract R40 60X1322 Adjacent to Block 62 Magnolia Park Branch, ABST 87 S M Williams; THENCE, proceeding in a westerly direction along the north property line of said Tract R40 60X1322 Adjacent to Block 62 Magnolia Park Branch, ABST 87 S M Williams, to the northwest corner of said Tract R40 60X1322 Adjacent to Block 62 Magnolia Park Branch, ABST 87 S M Williams, same being the east right-of-way for Caylor Street; THENCE, proceeding in a northerly direction along the said east right-of-way for Caylor Street, to the northwest corner of said Lot 6 & Tract 7A, Block 14, Oakland Place, same being the south right-of-way for Canal Street, the **POINT OF BEGINNING;**

TRACT 24 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Lots 6 & 7, Block 15, Oakland Place, same being the south right-of-way for Canal Street; THENCE, proceeding in an easterly direction along the north property line of said Lots 6 & 7, Block 15, Oakland Place, to the northeast corner of a lot described as Lot 1, Block 16, Oakland Place, same being the west right-of-way for 65th Street; THENCE, proceeding in a southerly direction along the said west right-of-way for 65th Street, to the northeast corner of a lot described as Tracts R40 & R60 ROW 80X8140, ABST 87 S M Williams; THENCE, proceeding in a westerly direction along the north property line of said Tracts R40 & R60 ROW 80X8140, ABST 87 S M Williams, to the southwest corner of a lot described as ROW PT Lots 1, 9 thru 17, Block 7, Adj ½ Oldham Street, Adj 25' Oakland Place, same being the east right-of-way for Marsden Street; THENCE, proceeding in a northerly direction along the said east right-of-way for Marsden Street, to the northwest corner of said Lots 6 & 7, Block 15, Oakland Place, same being the south right-of-way for Canal Street, the **POINT OF BEGINNING;**

TRACT 25 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Lots 18 & 19, Block 56, Central Park, same being the south right-of-way for Canal Street; THENCE, proceeding in an easterly direction along the north property line of said Lots 18 & 19, Block 56, Central Park, to the northeast corner of a lot described as Lots 32, 33 & 34, Block 56, Central Park, same being the west right-of-way for 66th Street; THENCE, proceeding in a southerly direction along the said west right-of-way for 66th Street, to the northeast corner of a lot described as Tracts R40 & R60 ROW 80X8140, ABST 87 S M Williams; THENCE, proceeding in a westerly direction along the north property line of said Tracts R40 & R60 ROW 80X8140, ABST 87 S M Williams, to the northwest corner of said R40 & R60 ROW 80X8140, ABST 87 S M Williams, same being the east right-of-way for 65th Street; THENCE, proceeding in a northerly direction along the said east right-of-way for 65th Street, to the northwest corner of said Lots 18 & 19, Block 56, Central Park, same being the south right-of-way for Canal Street, the **POINT OF BEGINNING;**

TRACT 26 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Lots 25 & 26, Block 55, Central Park, same being the south right-of-way for Canal Street; THENCE, proceeding in an easterly direction along the north property line of said Lots 25 & 26, Block 55, Central Park, to the northeast corner of a lot described as Reserve A, Block 1, Central Park Par R/P, same being the west right-of-way for 67th Street; THENCE, proceeding in a southerly direction along the said west right-of-way for 67th Street, to the northeast corner of a lot described as Tracts R40 & R60 ROW 80X8140, ABST 87 S M Williams; THENCE, proceeding in a westerly direction along the north property line of said Tracts R40 & R60 ROW 80X8140, ABST 87 S M Williams, to the northwest corner of said R40 & R60 ROW 80X8140, ABST 87 S M Williams, same being the east right-of-way for 66th Street; THENCE, proceeding in a northerly direction along the said east right-of-way for 66th Street, to the northwest corner of said Lots 25 & 26, Block 55,

Central Park, same being the south right-of-way for Canal Street, the **POINT OF BEGINNING;**

TRACT 27 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Tracts 25 & 26A, Block 54, Central Park, same being the south right-of-way for Canal Street; THENCE, proceeding in an easterly direction along the north property line of said Tracts 25 & 26A, Block 54, Central Park, to the northeast corner of a lot described as Lots 45, 46, 47 & 48, Block 54, Central Park, same being the west right-of-way for Wayside Drive; THENCE, proceeding in a southerly direction along the said west right-of-way for Wayside Drive, to the northeast corner of a lot described as Tracts R40 & R60 ROW 80X8140, ABST 87 S M Williams; THENCE, proceeding in a westerly direction along the north property line of said Tracts R40 & R60 ROW 80X8140, ABST 87 S M Williams, to the northwest corner of said R40 & R60 ROW 80X8140, ABST 87 S M Williams, same being the east right-of-way for 67th Street; THENCE, proceeding in a northerly direction along the said east right-of-way for 67th Street, to the northwest corner of said Tracts 25 & 26A, Block 54, Central Park, same being the south right-of-way for Canal Street, the **POINT OF BEGINNING;**

TRACT 28 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Lots 25, 26, 27, & 28, Block 53, Central Park, same being the south right-of-way for Canal Street; THENCE, proceeding in an easterly direction along the north property line of said Lots 25, 26, 27, & 28, Block 53, Central Park, to the northeast corner of a lot described as Lots 3, 4, 45, 46, 47, & 48, Block 53, Central Park, same being the west right-of-way for SSGT Macario Garcia Drive; THENCE, proceeding in a southerly direction along the said west right-of-way for SSGT Macario Garcia Drive, to the northeast corner of a lot described as Tracts R40 & R60 ROW 80X8140, ABST 87 S M Williams; THENCE, proceeding in a westerly direction along the north property line of said Tracts R40 & R60 ROW

80X8140, ABST 87 S M Williams, to the northwest corner of said R40 & R60 ROW 80X8140, ABST 87 S M Williams, same being the east right-of-way for Wayside Drive; THENCE, proceeding in a northerly direction along the said east right-of-way for Wayside Drive, to the northwest corner of said Lots 25, 26, 27, & 28, Block 53, Central Park, same being the south right-of-way for Canal Street, the **POINT OF BEGINNING;**

TRACT 29 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Lots 25 & 26, Block 52, Central Park, same being the south right-of-way for Canal Street; THENCE, proceeding in an easterly direction along the north property line of said Lots 25 & 26, Block 52, Central Park, to the northeast corner of a lot described as Lots 47 & 48, Block 52, Central Park, same being the west right-of-way for 70th Street; THENCE, proceeding in a southerly direction along the said west right-of-way for 70th Street, to the northeast corner of a lot described as Tracts R40 & R60 ROW 80X8140, ABST 87 S M Williams; THENCE, proceeding in a westerly direction along the north property line of said Tracts R40 & R60 ROW 80X8140, ABST 87 S M Williams, to the northwest corner of said R40 & R60 ROW 80X8140, ABST 87 S M Williams, same being the east right-of-way for SSGT Macario Garcia Drive; THENCE, proceeding in a northerly direction along the said east right-of-way for SSGT Macario Garcia Drive, to the northwest corner of said Lots 25 & 26, Block 52, Central Park, same being the south right-of-way for Canal Street, the **POINT OF BEGINNING;**

TRACT 30 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Lots 30 & 31, Block 51, Central Park, same being the south right-of-way for Canal Street; THENCE, proceeding in an easterly direction along the north property line of said Lots 30 & 31, Block 51, Central Park, to the northeast corner of a lot described as Lots 1 thru 8, 55, 56, 57 & 58, Block 51, Central Park, same being the west right-of-way for 71st Street; THENCE, proceeding in a

southerly direction along the said west right-of-way for 71st Street, to the southeast corner of a lot described as Lots C & D, Block 10 ½, Magnolia Park Sec 2; THENCE, proceeding in a westerly direction along the south property line of said Lots C & D, Block 10 ½, Magnolia Park Sec 2, to a distance approximately 45 linear feet north of the southeast corner of a lot described as Tracts 1A & 1B, ABST 87 S M Williams; THENCE, proceeding in a westerly direction along the south property line of said Tracts 1A & 1B, ABST 87 S M Williams, to the southeast corner of a lot described as Tracts R40 & R60, ROW 80X8140, ABST 87 S M Williams; THENCE, proceeding in a northerly direction along the east property line of said Tracts R40 & R60, ROW 80X8140, ABST 87 S M Williams, to the northeast corner of said Tracts R40 & R60, ROW 80X8140, ABST 87 S M Williams; THENCE, proceeding in a westerly direction along the north property line of said Tracts R40 & R60, ROW 80X8140, ABST 87 S M Williams, to the northwest corner of said Tracts R40 & R60, ROW 80X8140, ABST 87 S M Williams, same being the east right-of-way for 70th Street; THENCE, proceeding in a northerly direction along the said east right-of-way for 70th Street, to the northwest corner of said Lots 30 & 31, Block 51, Central Park, same being the south right-of-way for Canal Street, the **POINT OF BEGINNING;**

TRACT 31 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Reserve A, Block 1, New Vision Temple Sec 1, same being the south right-of-way for Canal Street; THENCE, proceeding in an easterly direction along the north property line of said Reserve A, Block 1, New Vision Temple Sec 1, to the northeast corner of a lot described as N 75 FT of Lots 47 & 48, Block 50, Magnolia Park Sec 2, same being the west right-of-way for 72nd Street; THENCE, proceeding in a southerly direction along the said west right-of-way for 72nd Street, to the northeast corner of a lot described as PT Lot 62 Magnolia Park & Tracts R63, 64, ABST 87 S M Williams; THENCE, proceeding in a westerly direction along the north property line of said PT Lot 62 Magnolia Park & Tracts R63, 64, ABST 87 S M Williams, to the northwest corner of said PT Lot 62 Magnolia Park & Tracts R63, 64, ABST 87 S M Williams, same being the east right-of-way for 71st

Street; THENCE, proceeding in a northerly direction along the said east right-of-way for 71st Street, to the northwest corner of said Reserve A, Block 1, New Vision Temple Sec 1, same being the south right-of-way for Canal Street, the **POINT OF BEGINNING;**

TRACT 32 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Lots 25 & 26, Block 49, Magnolia Park Sec 2, same being the south right-of-way for Canal Street; THENCE, proceeding in an easterly direction along the north property line of said Lots 25 & 26, Block 49, Magnolia Park Sec 2, to the northeast corner of a lot described as Lots 47 & 48, Block 48, Magnolia Park Sec 2, same being the west right-of-way for 74th Street; THENCE, proceeding in a southerly direction along the said west right-of-way for 74th Street, to the southeast corner of a lot described as Tract 64A, ABST 87 S M Williams; THENCE, proceeding in a westerly direction along the south property line of said Tract 64A, ABST 87 S M Williams, to the southwest corner of a lot described as Tract 64, ABST 87 S M Williams, same being the east right-of-way for 73rd Street; THENCE, proceeding in a northerly direction along the said east right-of-way for 73rd Street, to the northwest corner of a lot described as Lots 25, 26 & 27, Block 38, Magnolia Park Sec 2, same being the south right-of-way for Avenue F Street; THENCE, proceeding in a northerly direction by projecting a line from said 25, 26 & 27, Block 38, Magnolia Park Sec 2, perpendicular to south property line of a lot described as Reserve B, Block 1 City of Houston Canal Street, same being the north right-of-way for Avenue F Street; THENCE, proceeding in a westerly direction along the south property line of said Reserve B, Block 1 City of Houston Canal Street, to a distance approximately 60 linear feet west along said Reserve B, Block 1 City of Houston Canal Street; THENCE, proceeding in a southerly direction by projecting a line from said B, Block 1 City of Houston Canal Street, to northeast corner of a lot described as Lots 46, 47 & 48, Block 39, Magnolia Park Sec 2, same being the west right-of-way for 73rd Street; THENCE, proceeding in a southerly direction along the said west right-of-way for 73rd Street, to the southeast corner of a lot described Tract 64, ABST 87 S M Williams; THE NCE, proceeding in a

westerly direction along the south property line of said Tract 64, ABST 87 S M Williams, to the southwest corner of said Tract 64, ABST 87 S M Williams, same being the east right-of-way for 72nd Street;THENCE, proceeding in a northerly direction along the said east right-of-way for 72nd Street, to the northwest corner of said Lots 25 & 26, Block 49, Magnolia Park Sec 2, same being the south right-of-way for Canal Street, the **POINT OF BEGINNING**;

TRACT 33 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Tracts 25, 26, 27 & 28, Block 47, Magnolia Park Sec 2, same being the south right-of-way for Canal Street; THENCE, proceeding in an easterly direction along the north property line of said Tracts 25, 26, 27 & 28, Block 47, Magnolia Park Sec 2, to the northeast corner of a lot described as Lots 41 thru 48, Block 47, Magnolia Park Sec 2, same being the west right-of-way for 75th Street; THENCE, proceeding in a southerly direction along the said west right-of-way for 75th Street, to the southeast corner of a lot described as Lot 2 & Tract 1A, Block 7, Magnolia Park Sec 2; THENCE, proceeding in a westerly direction along the south property line of said Lot 2 & Tract 1A, Block 7, Magnolia Park Sec 2, to the southeast corner of a lot described as Reserve A, Harrisburg School Site, same being the east right-of-way for 74th Street; THENCE, proceeding in a northerly direction along the said east right-of-way for 74th Street, to the northwest corner of said Tracts 25, 26, 27 & 28, Block 47, Magnolia Park Sec 2, same being the south right-of-way for Canal Street, the **POINT OF BEGINNING;**

TRACT 34 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as 75X667 ft ROW, Block 57, Tract R20 ML Hou to Galv, ABST 87 S M Williams; THENCE, proceeding in an easterly direction along the north property line of said Tracts 75X667 ft ROW, Block 57, Tract R20 ML Hou to Galv, ABST 87 S M Williams, to the northeast corner of said 75X667 ft ROW, Block 57, Tract R20 ML Hou to Galv, ABST 87 S M Williams, same being the west right-of-way for

Milby Street; THENCE, proceeding in a southerly direction along the said west right-of-way for Milby Street, to the southeast corner of a lot described as Tract R 100C in Blocks 57 & 58, ABST 87 S M Williams; THENCE, proceeding in a westerly direction along the south property line of said Tract R 100C in Blocks 57 & 58, ABST 87 S M Williams, to the southeast corner of a lot described as ROW Tract 12 & Lot 6 PT 7, Block 623, Ranger ADDN; THENCE, proceeding in a northerly direction along the east property line of said ROW Tract 12 & Lot 6 PT 7, Block 623, Ranger ADDN, to the northwest corner of said 75X667 ft ROW, Block 57, Tract R20 ML Hou to Galv, ABST 87 S M Williams, the **POINT OF BEGINNING;**

TRACT 35 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Lot 1, Block 1, Polk Avenue Gardens; THENCE, proceeding in an easterly direction along the north property line of said Lot 1, Block 1, Polk Avenue Gardens, to a distance approximately 31 linear feet south of the northwest corner of a lot described as Tract 1, Block 57 & Lots 3, 4, 11 & Tracts 2, 7, 8, 9, 10, 12, 13, 15, Block 543, SSBB ABST 87 S M Williams, same being the east right-of-way for York Street; THENCE, proceeding in a southerly direction along the said east right-of-way for York Street, to the southwest corner of said Tract 1, Block 57 & Lots 3, 4, 11 & Tracts 2, 7, 8, 9, 10, 12, 13, 15, Block 543, SSBB ABST 87 S M Williams; THENCE, proceeding in a westerly direction by projecting a line from said Tract 1, Block 57 & Lots 3, 4, 11 & Tracts 2, 7, 8, 9, 10, 12, 13, 15, Block 543, SSBB ABST 87 S M Williams, to the southeast corner of a lot described Tracts 1B, 2B & 12C, Block 542, SSBB, same being the north right-of-way for Polk Street; THENCE, proceeding in a westerly direction along the said north right-of-way for Polk Street, to the southwest corner of a lot described as Lot 8, Block 1, Polk Avenue Gardens, same being the east right-of-way for Roberts Street; THENCE, proceeding in a northerly direction along the west property line of said Lot 8, Block 1, Polk Avenue Gardens, to the northwest corner of said Lot 1, Block 1, Polk Avenue Gardens, the **POINT OF BEGINNING**;

TRACT 36 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as follows: **BEGINNING** at the northwest corner of a lot described as Lot 7, Block 1, Dallas Avenue Square, same being the east right-of-way for Palmer Street; THENCE, proceeding in an easterly direction along the north property line of said Lot 7, Block 1, Dallas Avenue Square, to the northeast corner of a lot described as Lot 4, Block 1, Dallas Avenue Square, same being the west right-of-way for Velasco Street; THENCE, proceeding in a southerly direction along the said west right-of-way for Velasco Street, to the southeast corner of a lot described as Lot 1, Block 1, Dallas Avenue Square; THENCE, proceeding in a westerly direction along the south property line of said Lot 1, Block 1, Dallas Avenue Square, to the southwest corner of a lot described as Lot 10, Block 1, Dallas Avenue Square; THENCE, proceeding in a northerly direction along the west property line of said Lot 10, Block 1, Dallas Avenue Square, to the northwest corner of said Lot 7, Block 1, Dallas Avenue Square, the **POINT OF BEGINNING;**

TRACT 37 Save and Except

Being a tract of land situated in City of Houston, Harris County, Texas and being more particularly described as the lot described as Reserve A, Block 1, Woodhurst Sec 2 R/P.

EXHIBIT "B"

Map 1 – Proposed and Existing Land Uses



City of Houston, Texas, Ordinance No. 2013 - 101

AN ORDINANCE APPROVING THE PROJECT PLAN AND REINVESTMENT ZONE FINANCING PLAN FOR REINVESTMENT ZONE NUMBER TWENTY-THREE, CITY OF HOUSTON, TEXAS (HARRISBURG ZONE); CONTAINING FINDINGS AND OTHER PROVISIONS RELATED TO THE SUBJECT; AND DECLARING AN EMERGENCY.

* * * * * * *

WHEREAS, the City Council of the City of Houston, Texas created Reinvestment Zone Number Twenty-Three on October 19, 2011, by Ordinance No. 2011-900 ("Zone"), pursuant to Chapter 311 of the Texas Tax Code, as amended, for the purposes of Houston's East End; and

WHEREAS, on January 25, 2013, the Board of Directors of the Zone approved the Project Plan and Reinvestment Zone Financing Plan for the development of the Zone ("Plan"); and

WHEREAS, before the Board of Directors of the Zone may implement the Plan, the City Council must approve the Plan; **NOW, THEREFORE,**

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

Section 1. Findings. That the facts and recitals 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. Approval. That the Project Plan and Reinvestment Zone Financing Plan attached hereto as Exhibit "A" are hereby found to be feasible and are approved. The appropriate officials of the City are authorized to take all steps reasonably necessary to implement the Plan.

Section 3. Declaration of Emergency. 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 6th **day of** February**, 2013.**

APPROVED this _____ day of _____, 2013.

Mayor of the City of Houston

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is FEB 12 2013.

City Secretary

(Prepared by Legal Department Donna Capps)
Assistant City Attorney
(DRC:drc February 1, 2013)
(Requested by Andrew F. Icken, Chief Development Officer, Office of the Mayor)
(L.D. File No. 0421300013001)

D:\TIRZ\TIRZ 23 Harrisburg (East End)\Project Plan\ORD #23 Approving Project Plan 2-01-2013.docx

AYE	NO	
✓		MAYOR PARKER
••••	••••	COUNCIL MEMBERS
✓		BROWN
✓		DAVIS
✓		COHEN
✓		ADAMS
✓		MARTIN
✓		HOANG
✓		PENNINGTON
✓		GONZALEZ
✓		RODRIGUEZ
✓		LASTER
✓		GREEN
	ABSENT	COSTELLO
✓		BURKS
	~~ABSENT-OUT OF~~ CITY ON PERSONAL BUSINESS	NORIEGA
✓		BRADFORD
✓		CHRISTIE
CAPTION	ADOPTED	

CAPTION PUBLISHED IN DAILY COURT REVIEW
DATE: FEB 12 2013

EXHIBIT "A"

PROJECT PLAN AND REINVESTMENT ZONE FINANCING PLAN FOR THE HARRISBURG ZONE

TAX INCREMENT REINVESTMENT ZONE NUMBER TWENTY THREE
CITY OF HOUSTON

HARRISBURG ZONE

Project Plan and Reinvestment Zone Financing Plan

January 25, 2013

REINVESTMENT ZONE NUMBER TWENTY THREE, CITY OF HOUSTON, TEXAS
HARRISBURG ZONE –Project Plan and Reinvestment Zone
Financing Plan

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Introduction:

Houston's East End: The East End is a district located on the eastern side of Houston's central business district and stretches from the eastern side of downtown to the Port of Houston. The area includes the site of Harrisburg, an early Texas trading post and the seat of government for the Republic of Texas in 1836. Historically, the area was primary destination for German, Italians and Mexican American immigrants. The Second Ward and Magnolia Park, two of Houston's oldest neighborhoods, are located in the East End. During the 1990's the area experienced a dramatic increase in Hispanic population, primarily south of Buffalo Bayou, within the Denver Harbor, Clinton Park, Second Ward, Eastwood, Harrisburg, Pecan Park, Park Place, Meadowbrook, Magnolia and Lawndale neighborhoods.

Today the area contains the highest concentration of petrochemical industries in the City. Also located in the East End are a significant number of industrial brownfield sites and several inactive landfills. Land use patterns could be characterized by areas consisting of large tracts of underdeveloped parcels, abandoned dock lands, industrial properties, railroads, and various commercials uses located throughout and amid single family residential areas.

Currently the East End is entering in to an unprecedented time in its history. Perhaps the largest single investment, public or private is currently being made in the East End. METRO has broken ground on the Harrisburg light rail alignment. The light rail line will run from the Magnolia Transit Center into downtown Houston and link the East End into the City's light rail transit system. In the future, East End residents will be able to use the light rail to gain access other activity centers within greater the Houston region, conversely residents from other districts of the City will be able to travel to the East End and visit eateries, attend cultural events and tour its historic neighborhoods.

Reinvestment Zone Number Twenty Three, Harrisburg Zone:

Reinvestment Zone Number Twenty Three, City of Houston, Texas, also known as the Harrisburg Tax Increment Reinvestment Zone (TIRZ) is a proposed public finance tool intended to encourage investment and stimulate commercial and residential development in the East End. Essential to making the rail successful will be having the pedestrian infrastructure in place for the riders as they are traveling to or from the rail. To achieve this in the East End significant investments in infrastructure are required. Tax increment financing provides a means to leverage the potential growth in the area to fund this investment. This was recognized by the Texas Legislature when it made the inclusion of land on which a transit rail system is being constructed a single, stand-alone condition for the creation of a tax increment reinvestment zone (ref. Texas Tax Code 311.005(a-1)). As will be addressed further in this Proposed East End Tax Increment Zone Project and Financing Plan, the proposed tax increment zone does include the Harrisburg Light Rail Line. Other conditions within the proposed TIRZ include additional necessary conditions required for the creation of a reinvestment zone (ref. Texas Tax Code 311.005(1)). These include, but are not limited to 311.005(1)(A) a substantial number of substandard, slum, deteriorated, or deteriorated structures; 311.005(1)(B) the predominance of defective or inadequate sidewalk or street layout; 311.005(1)(C) faulty lot layout in relation to size, adequacy, accessibility, or usefulness; 311.005(1)(D) unsanitary or unsafe conditions; 311.005(1)(E) the deterioration of site or other improvements; and 311.005(1)(H) conditions that endanger life or property by fire or other cause.

The following photographs are taken within the proposed boundaries of the TIRZ and document existing conditions (See Figures 1 thru 6).





Figure 1 (Left): Dilapidated structure, vicinity of Sampson and Harrisburg;
Figure 2 (Right): Missing sidewalk at Harrisburg (future light rail alignment).





Figure 3 (Left): Vacant lot along Harrisburg adjacent to future light rail alignment.
Figure 4 (Right): No sidewalks at Texas and Lockwood.





Figure 5 (Left): Illegal Dumping on North Velasco.
Figure 6 (Right): Undeveloped parcel on North Velasco with Downtown skyline in background.

The Project and Reinvestment Zone Financing Plan will create an investment tool for new construction and the redevelopment of the area. The proposed TIRZ will help finance approximately $128 million of improvements and services needed to support the repositioning and revitalization of the East End. Those improvements include:

- Design and construction of public utilities including water, wastewater and storm water systems;
- Design and construction of major and minor roadways and streets including improvements/enhancements;
- Cultural and Public Facility Improvements;
- Parks and Recreational Facilities;
- and Economic Development.

During its 30-year life, the TIRZ expenditures will be funded by tax increment funds, assuming a City tax rate of $0.63875 per $100 valuation and a participation rate of 100% for the first ten years of the Zone, 90 % for the subsequent ten years of the Zone, and a maximum of 80% for the remaining ten years of the 30 year term of the Zone. If the City later determines to issue bonds for the TIRZ, additional City Council approval will be necessary. New projected development opportunities will focus on, strengthening the character of residential and commercial properties, improve and diversify the housing product type offered in the area and increase the stability and desirability of the East End's neighborhoods.

Project Plan:

At approximately 1,600 acres, the proposed TIRZ is comprised of four principal areas:

- The Harrisburg Light Rail Corridor;
- A significant portion of the Second Ward centered around the Jensen/Navigation/Canal intersection stretching to the North York and North Sampson Couplet;
- Undeveloped/underdeveloped land immediately adjacent to the Buffalo Bayou; and
- Commercial/warehouse properties stretching from the Hughes Tool site east to the Gus Wortham Golf Course.

As shown in the Existing Land Use Map, uses with the proposed boundaries of the Zone are predominately commercial (31%), parks and open space (21%), vacant land (15%), and industrial (9%). Over the 30-year life of the TIRZ, it is anticipated that a significant amount of underdeveloped and vacant land will be developed into commercial or residential (single-family and multi-family) uses. Anticipated land uses are proposed to consist of parks and open space (28%), commercial (25%), mixed use development (15%), and public/institutional (10%).

The improvements proposed as the goals of the Harrisburg TIRZ are as follows:

Goal 1: *Infrastructure Improvements*

Public streets and public utility systems are required to create an environment that will stimulate private investment in retail, residential, multi-family and commercial developments. Construction of key streets and utility systems will be undertaken to enhance the level of service in the area, improve functionality, replace aged facilities, and increase aesthetics. Potential projects include public utility and roadway improvements along the METRO Harrisburg transit alignment and intersection reconfiguration and improvements on Navigation and Jenson. All roadway improvements will be integrated with the street reconstruction programs of the City of Houston, TxDOT, METRO and others as needed, and where possible include elements not included by those programs. Attention will be placed on the leveraging of TIRZ monies through the funding of elements not addressed by the CIP programs of sister agencies.

Goal 2: *Utilize the present street grid as a framework to create pedestrian-friendly safe environments through the reconstruction of streets and sidewalks, with ample lighting and streetscape amenities.*

Streetscape enhancements are required to create an environment that will help stimulate investment in retail, residential, and commercial developments. Enhanced streetscapes components will include: sidewalks, lighting, signage, street trees, landscaping, benches and other pedestrian amenities. The reconstruction of key streets and major thoroughfares will enhance the level of service in the area. The construction of sidewalk systems including ADA complaint ramps and other treatments will improve pedestrian safety, enhance the visual environment and provide connectivity and reinforce the existing community framework of small urban neighborhoods.

Goal 3: *Complementing the revitalization activities proposed to occur along the METRO Harrisburg Mass Transit Alignment.*

METRO funding of public transit systems along the Harrisburg alignment can be complemented by TIRZ activities including the funding of streetscapes, right-of-way acquisition, and related transit improvements. The METRO Harrisburg alignment includes proposed stations on York, Lockwood, Altic, Cesar Chavez, and Magnolia. Stations at these locations could spur redevelopment while benefiting existing businesses. According to the METRO Solutions Final Environmental Impact Statement, placement of new stations would likely result in "*redevelopment of vacant parcels and intensification of land uses.*" The placement of METRO transit stations in the East End will be of particular importance, economically speaking, both from the consumer and the merchant's perspectives. The present development schedule for the Harrisburg line calls for construction completion by Fall of 2013.

Goal 4: *Economic Development*

With substantial amounts of vacant land within the TIRZ, in order to stimulate and accelerate redevelopment within the TIRZ, the TIRZ would seek to fund economic development programs that would directly incentivize private enterprise that affect the TIRZ and serve as a catalyst for other business developments. Examples of how the program would be used include funding for business development and retention, business loss mitigation, economic development grants to catalyze investments, such as Agreements under Chapter 380 of the Texas Local Government Code, and matching grants to provide leverage for other economic development funds, such as state enterprise projects, state economic development bank funds and new market tax credit allocations. In cases such as those described in this section, an appropriate economic development program would be proposed by the City and/or the TIRZ and approved by both the TIRZ and City Council.

Goal 5: *The reinforcement of pedestrian-attractive retail developments and mix-density uses with other compatible uses and activities along the Harrisburg, Canal, Wayside, Lockwood, Navigation, and the York/Sampson Corridors.*

The retention and expansion of retail and commercial developments along Harrisburg, Canal, Wayside, Lockwood, Navigation, and the York/Sampson is of key importance to the successful redevelopment of the area. The provision of base level retail functionality is essential to the continued expansion of residential projects in the area. In particular, it is envisioned to develop Harrisburg into a key arterial/town center, through the implementation of a program resulting in an enhanced pedestrian environment with an emphasis on parking, lighting, street trees, landscaping, wide sidewalks, public art and adequate pedestrian amenities.

Goal 6: *Parks and Related Amenities.*

The creation of pedestrian-friendly safe environments, public open green space, access and egress improvements, dedication of public benefit easements, pedestrian bridges and other enhancements.

Proposed redevelopment and upgrades to public green space with the boundaries of the Harrisburg TIRZ, parks, and other appropriate recreational facilities include acquisition of new parkland along Buffalo Bayou, improvements and upgrades to Guadalupe Park and the development of pocket parks in neighborhoods adjacent to the Canal and Harrisburg corridors.

Goal 7: *Cultural, Public Facilities, Affordable Housing and Historic Preservation*

Increasing cultural and public facilities as well as cultural arts centers such as the Talento Bilingue de Houston and museums, historic preservation efforts and affordable housing for East End residents and its workforce is an important public policy goal. TIRZ funds may be leveraged with private, public, and non-profit developers to integrate affordable housing initiatives into ongoing and proposed redevelopment projects within the TIRZ. Also anticipated are the acquisition and rehabilitation of historic structures through the preservation and restoration of historic structures in the area through acquisition/resale and/or rehabilitation of roofs and other structural elements. These projects collectively with improved infrastructure and new fire, police, library, public health facilities, and cultural/community centers will lead to improved security and enhance the quality of life for existing and new residents and businesses.

Project Plan and Reinvestment Zone Financing Plan for the Zone.

A. Project Plan

Existing and Proposed Uses of Land (Texas Tax Code §311.011(b)(1)): Map 1 reflects the existing land and proposed land uses within the boundaries of the TIRZ. The existing and proposed land uses include single-family residential, multi-family residential, commercial, office, industrial, public and institutional, transportation and utility, park and open spaces, undeveloped and agricultural production land uses.

Proposed Changes of Zoning Ordinances, Master Plan of Municipality, Building Codes, and other Municipal Ordinances (Texas Tax Code §311.011(b)(2)): All construction will be performed in conformance with the City's existing rules and regulations. There are no proposed changes to any City ordinance, master plan, or building code.

Estimated Non-Project Cost Items (Texas Tax Code §311.011(b)(3)): The non-project costs reflect in part costs that the Greater East End Management District is making both capital and operation and maintenance investments in the Zone. The District has an annual budget of approximately $1.7 million and has received grants totaling over $5 million to implement the East End Livable Centers Project. An estimated $400 million will be spent by the Metropolitan Transit Authority on the Harrisburg/East End Light Rail Alignment. At a distance of approximately 3 miles, the new alignment will include 5 Transit Stations.

Method of Relocating Persons to be Displaced, if any, as a Result of Implementing the Plan (Texas Tax Code §311.011(b)(4)): It is not anticipated that any residents will be displaced by any of the projects to be undertaken in the Zone.

B. Reinvestment Zone Financing Plan

Estimated Project Costs (Texas Tax Code §311.011(c)(1)): Exhibit 1 (attached) is a detailed listing of the

proposed public improvement and administrative project costs. The dollar amounts are approximate and may be amended from time to time by City Council. The financing cost are a function of project financing needs and will vary with market conditions, and thus may vary significantly from what is shown in on the Exhibit 1.

Proposed Kind, Number, and Location of all Proposed Public Works or Public Improvements to be Financed in the Zone (Texas Tax Code §311.011(c)(2)): These details are provided throughout the Plan.

Economic Feasibility (Texas Tax Code §311.011(c)(3)): Numerous economic feasibility studies have been completed for the area that includes the proposed TIRZ. These include the following:

- *Houston Neighborhood Market Drill Down*, Social Compact for the City of Houston et al, February 2002.
- *East Houston Sector Study*, City of Houston Planning and Development Department, April 2005;
- *Strategic Vision Project*, Greater East End Management District, September 2006;
- *Greater East End Guide to Developer and Business Incentives and Assistance*, Greater East End Management District, February 2007;

Collectively, these reports document the economic potential within the boundaries of the proposed TIRZ. Exhibit 2 and Exhibit 3 constitute revenue estimates for the Zone. The Project Plan estimate total project cost of $128,908,488. The Zone and the City find and determine that the Plan is economically feasible.

Estimated Amount of Bond Indebtedness; Time When Related Costs or Monetary Obligations Incurred (Texas Tax Code §311.011(c)(4), §311.011(c)(5)): Notes or bonds may be issued by the proposed TIRZ. Future note and bond issues will occur as tax increment revenues allow. The value and timing of these future notes or bonds issues will correlate to debt capacity as derived from the revenue and project schedules attached herein, and by actual market conditions for the issue and sale of such notes and bonds. The TIRZ will explore other financing methods, as well, including developer agreement, financing and collaboration with other entities for grant funding and partnerships.

Methods and Sources of Financing Project Costs and Percentage of Increment from Taxing Units Anticipated to Contribute Tax Increment to the Zone (Texas Tax Code §311.011(c)(6)): Methods and sources of financing include the issuance of notes and bonds, as well as collaboration with developers and other entities for grant funding and partnerships. TY 2011 is the proposed base year for the Zone, TY 2040 is the scheduled termination date. As outlined in Exhibit 2 and Exhibit 3, the proposed base year will be TY 2011 and the scheduled terminate date will be TY 2040, using an estimated collection rate of 95%, and a City of Houston contribution of 100% of the TY 2011 tax rate of $0.63875/$100 of assessed valuation for the first ten years of the Zone , 90% for the subsequent ten years of the Zone, and a maximum of 80% for the remaining ten years of the 30 year term of the Zone, approximately $72 million of increment is estimated to be generated by the TIRZ for use in funding Project Costs. The projected $72 million in increment is deemed to be a conservative figure. Should other jurisdictions wish to participate, this Plan will allow such participation now or at a later date. In accordance with the provisions of Texas Tax Code Chapter 311, if a jurisdiction wishes to participate in the Zone, its participation will be evidenced by an Interlocal Agreement with the City and the Zone stating the share of property taxes that will be deposited in the tax increment fund on an annual basis.

Current Total Appraised Value of Taxable Real Property (Texas Tax Code §311.011(c)(7)): The current total appraised value of taxable real property in the Zone is $369,721,736.

Estimated Captured Appraised Value of Zone During Each Year of Existence (Texas Tax Code §311.011(c)(8)): The estimated captured appraised value of the Zone during each year of its 30-year duration is set forth in Exhibit 2.

Zone Duration (Texas Tax Code §311.011(c)(9)): The TIRZ analysis reflects a 30 year duration and will terminate on December 31, 2040, or on an earlier date as adopted by a subsequent City Council Ordinance, or when all project costs, tax increment bonds, and bond interest have been paid, and all contractual obligations completed.

MAPS AND EXHIBITS

Exhibit 1 – Estimated Project Costs

Project Cost Amendments: The following table includes the approved project cost.

Infrastructure Improvements:		**Estimated Costs**
Public Utility Improvements		
Public Utilities	$	8,000,000
Total Public Utility Improvements	**$**	**8,000,000**
Roadway and Sidewalk Improvements		
Roadway, Streets, Sidewalks, Lighting, ROW Acquisiton	$	55,500,000
Light Rail Underpass Infrastructure Improvements	$	2,500,000
Total Roadway and Sidewalk Improvements	**$**	**58,000,000**
Total Infrastructure Improvements	**$**	**66,000,000**
Other Project Costs:		
Cultural and Public Facilities Costs		
Cultural and Public Facilities	$	20,000,000
Total Cultural and Public Facilities	**$**	**20,000,000**
Parks and Recreational Facilities		
Parks and Receational Faciities	$	15,300,000
Total Parks and Land Acquisition	**$**	**15,300,000**
Economic Development		
Economic Development	$	10,000,000
Total Land Acquisition	**$**	**10,000,000**
Affordable Housing		
Affordable Housing	$	150,000
Total Affordable Housing Costs	**$**	**150,000**
TIRZ Creation		
TIRZ Creation	$	150,000
Total TIRZ Creation	**$**	**150,000**
TIRZ Management		
TIRZ Administration and Management	$	1,500,000
Total TIRZ Management	**$**	**1,500,000**
Financing Costs		
Financing Costs	$	12,000,000
Total Financing Costs	**$**	**12,000,000**
City Administration		
City Administration Costs	$	3,808,488
Total Financing Costs	**$**	**3,808,488**
Total Other Project Costs	**$**	**62,908,488**
PROJECT PLAN TOTAL	**$**	**128,908,488**

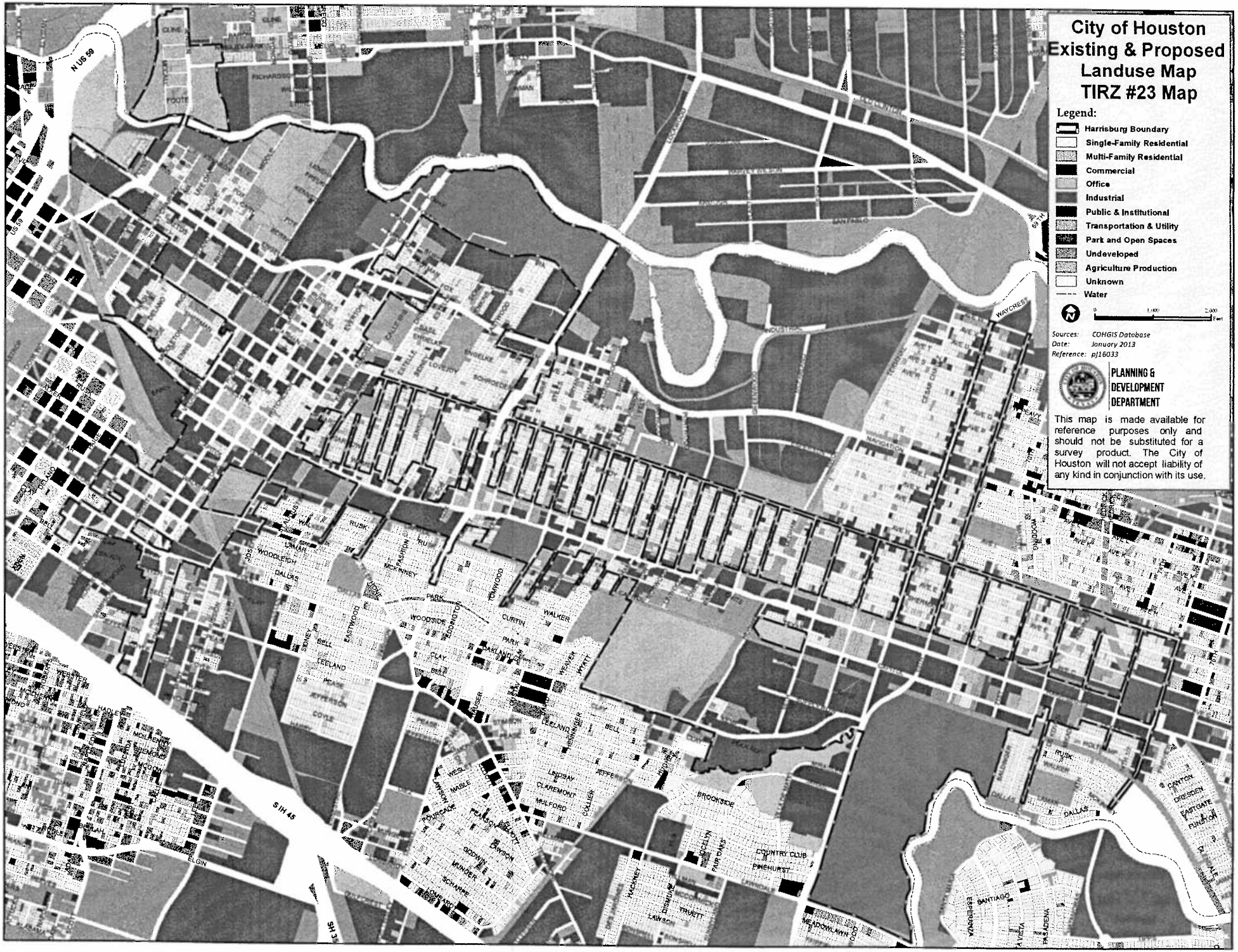

City of Houston
Existing & Proposed
Landuse Map
TIRZ #23 Map
Legend:
Harrisburg Boundary
Single-Family Residential
Multi-Family Residential
Commercial
Office
Industrial
Public & Institutional
Transportation & Utility
Park and Open Spaces
Undeveloped
Agriculture Production
Unknown
Water
Sources: COHGIS Database
Date: January 2013
Reference: pj16033
PLANNING & DEVELOPMENT DEPARTMENT
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.
N US 59
US 59
S IH 45
SH 3
WAYCREST
RUSK
LAMAR
WOODLEIGH
DALLAS
MCKINNEY
PARK
WOODSIDE
CURTIN
WALKER
SIDNEY
BELL
EASTWOOD
FEELAND
CLAY
JEFFERSON
COYLE
LEELAND
LINDSAY
CLAREMONT
MILFORD
COLLIER
BROOKSIDE
COUNTRY CLUB
PINEHURST
FAIR OAKS
ELGIN
MEADOWLAWN
SANTIAGO
ESPERANZA
CANYON
DRESDEN
EASTGATE
FUNSTON

Exhibit 2 – Net Revenue Schedule

Tax Year (1)	Increment Revenue		Net Revenue (Increment Revenue less Transfers)
	City	Transfers	
2011	$ -	$ -	$ -
2012	$ 112,176	$ 5,609	$ 106,567
2013	$ 290,642	$ 14,532	$ 276,110
2014	$ 538,712	$ 26,936	$ 511,777
2015	$ 799,186	$ 39,959	$ 759,227
2016	$ 1,072,684	$ 53,634	$ 1,019,050
2017	$ 1,359,857	$ 67,993	$ 1,291,864
2018	$ 1,661,388	$ 83,069	$ 1,578,318
2019	$ 1,977,996	$ 98,900	$ 1,879,096
2020	$ 2,310,434	$ 115,522	$ 2,194,912
2021	$ 2,284,318	$ 114,216	$ 2,170,102
2022	$ 2,499,492	$ 124,975	$ 2,374,518
2023	$ 2,725,425	$ 136,271	$ 2,589,154
2024	$ 2,962,655	$ 148,133	$ 2,814,522
2025	$ 3,211,746	$ 160,587	$ 3,051,159
2026	$ 3,473,291	$ 173,665	$ 3,299,627
2027	$ 3,747,914	$ 187,396	$ 3,560,519
2028	$ 4,036,268	$ 201,813	$ 3,834,455
2029	$ 4,339,040	$ 216,952	$ 4,122,088
2030	$ 4,656,950	$ 232,848	$ 4,424,103
2031	$ 4,436,228	$ 221,811	$ 4,214,416
2032	$ 4,747,780	$ 237,389	$ 4,510,391
2033	$ 5,074,910	$ 253,745	$ 4,821,164
2034	$ 5,418,396	$ 270,920	$ 5,147,476
2035	$ 5,779,056	$ 288,953	$ 5,490,103
2036	$ 6,157,750	$ 307,887	$ 5,849,862
2037	$ 6,555,378	$ 327,769	$ 6,227,609
2038	$ 6,972,888	$ 348,644	$ 6,624,243
2039	$ 7,411,273	$ 370,564	$ 7,040,709
2040	$ 7,871,577	$ 393,579	$ 7,477,998
	$ 104,485,409	$ 5,224,270	$ 99,261,139

Notes:

(1) Redevelopment Authority is scheduled to terminate in Tax Year 2040

(2) Base Year is Tax Year 2011

(3) Projected Value for Tax Years 2011 to 2020 increases at an annual averag
and for Tax Years 2021 to 2040 at an annual average of 5.00%

(4) Collection Rate for Tax Years 2011 to 2040 at 95%

(5) Contibution Rate for Tax Years 2011 to 2040 is 75%

(6) Transfers is 5% of Increment Revenue

Exhibit 3 – Transfer Schedule

Tax Year(1)	Base Value (2)	Projected Value (3)	Captured Appraised Value	Collection Rate (4)	Tax Rate	Gross Increment Revenue	Contribution Rate (5)	Increment Revenue	Transfers (6)	Net Revenue (Increment Revenue less Admin Fees)
2011	$ 369,721,736	$ 369,721,736	$ -	95.00%	0.63875	$ -	100.00%	$ -	$ -	$ -
2012	$ 369,721,736	$ 388,207,823	$ 18,486,087	95.00%	0.63875	$ 112,176	100.00%	$ 112,176	$ 5,609	$ 106,567
2013	$ 369,721,736	$ 417,618,214	$ 47,896,478	95.00%	0.63875	$ 290,642	100.00%	$ 290,642	$ 14,532	$ 276,110
2014	$ 369,721,736	$ 458,499,125	$ 88,777,389	95.00%	0.63875	$ 538,712	100.00%	$ 538,712	$ 26,936	$ 511,777
2015	$ 369,721,736	$ 501,424,081	$ 131,702,345	95.00%	0.63875	$ 799,186	100.00%	$ 799,186	$ 39,959	$ 759,227
2016	$ 369,721,736	$ 546,495,285	$ 176,773,549	95.00%	0.63875	$ 1,072,684	100.00%	$ 1,072,684	$ 53,634	$ 1,019,050
2017	$ 369,721,736	$ 593,820,049	$ 224,098,313	95.00%	0.63875	$ 1,359,857	100.00%	$ 1,359,857	$ 67,993	$ 1,291,864
2018	$ 369,721,736	$ 643,511,052	$ 273,789,316	95.00%	0.63875	$ 1,661,388	100.00%	$ 1,661,388	$ 83,069	$ 1,578,318
2019	$ 369,721,736	$ 695,686,604	$ 325,964,868	95.00%	0.63875	$ 1,977,996	100.00%	$ 1,977,996	$ 98,900	$ 1,879,096
2020	$ 369,721,736	$ 750,470,934	$ 380,749,198	95.00%	0.63875	$ 2,310,434	100.00%	$ 2,310,434	$ 115,522	$ 2,194,912
2021	$ 369,721,736	$ 787,994,481	$ 418,272,745	95.00%	0.63875	$ 2,538,131	90.00%	$ 2,284,318	$ 114,216	$ 2,170,102
2022	$ 369,721,736	$ 827,394,205	$ 457,672,469	95.00%	0.63875	$ 2,777,214	90.00%	$ 2,499,492	$ 124,975	$ 2,374,518
2023	$ 369,721,736	$ 868,763,915	$ 499,042,179	95.00%	0.63875	$ 3,028,250	90.00%	$ 2,725,425	$ 136,271	$ 2,589,154
2024	$ 369,721,736	$ 912,202,111	$ 542,480,375	95.00%	0.63875	$ 3,291,839	90.00%	$ 2,962,655	$ 148,133	$ 2,814,522
2025	$ 369,721,736	$ 957,812,217	$ 588,090,481	95.00%	0.63875	$ 3,568,607	90.00%	$ 3,211,746	$ 160,587	$ 3,051,159
2026	$ 369,721,736	$ 1,005,702,828	$ 635,981,092	95.00%	0.63875	$ 3,859,213	90.00%	$ 3,473,291	$ 173,665	$ 3,299,627
2027	$ 369,721,736	$ 1,055,987,969	$ 686,266,233	95.00%	0.63875	$ 4,164,349	90.00%	$ 3,747,914	$ 187,396	$ 3,560,519
2028	$ 369,721,736	$ 1,108,787,367	$ 739,065,631	95.00%	0.63875	$ 4,484,743	90.00%	$ 4,036,268	$ 201,813	$ 3,834,455
2029	$ 369,721,736	$ 1,164,226,736	$ 794,505,000	95.00%	0.63875	$ 4,821,156	90.00%	$ 4,339,040	$ 216,952	$ 4,122,088
2030	$ 369,721,736	$ 1,222,438,073	$ 852,716,337	95.00%	0.63875	$ 5,174,389	90.00%	$ 4,656,950	$ 232,848	$ 4,424,103
2031	$ 369,721,736	$ 1,283,559,976	$ 913,838,240	95.00%	0.63875	$ 5,545,285	80.00%	$ 4,436,228	$ 221,811	$ 4,214,416
2032	$ 369,721,736	$ 1,347,737,975	$ 978,016,239	95.00%	0.63875	$ 5,934,725	80.00%	$ 4,747,780	$ 237,389	$ 4,510,391
2033	$ 369,721,736	$ 1,415,124,874	$ 1,045,403,138	95.00%	0.63875	$ 6,343,637	80.00%	$ 5,074,910	$ 253,745	$ 4,821,164
2034	$ 369,721,736	$ 1,485,881,117	$ 1,116,159,381	95.00%	0.63875	$ 6,772,995	80.00%	$ 5,418,396	$ 270,920	$ 5,147,476
2035	$ 369,721,736	$ 1,560,175,173	$ 1,190,453,437	95.00%	0.63875	$ 7,223,820	80.00%	$ 5,779,056	$ 288,953	$ 5,490,103
2036	$ 369,721,736	$ 1,638,183,932	$ 1,268,462,196	95.00%	0.63875	$ 7,697,187	80.00%	$ 6,157,750	$ 307,887	$ 5,849,862
2037	$ 369,721,736	$ 1,720,093,129	$ 1,350,371,393	95.00%	0.63875	$ 8,194,222	80.00%	$ 6,555,378	$ 327,769	$ 6,227,609
2038	$ 369,721,736	$ 1,806,097,785	$ 1,436,376,049	95.00%	0.63875	$ 8,716,109	80.00%	$ 6,972,888	$ 348,644	$ 6,624,243
2039	$ 369,721,736	$ 1,896,402,674	$ 1,526,680,938	95.00%	0.63875	$ 9,264,091	80.00%	$ 7,411,273	$ 370,564	$ 7,040,709
2040	$ 369,721,736	$ 1,991,222,808	$ 1,621,501,072	95.00%	0.63875	$ 9,839,471	80.00%	$ 7,871,577	$ 393,579	$ 7,477,998
								$ 104,485,409	$ 5,224,270	$ 99,261,139

Notes:

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and for Tax Years 2021 to 2040 at an annual average of 5.00%

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(6) Transfers is 5% of Increment Revenue

City of Houston, Texas, Resolution No. 2013-51

A RESOLUTION APPROVING THE CREATION OF THE HARRISBURG REDEVELOPMENT AUTHORITY; APPROVING THE CERTIFICATE OF FORMATION AND THE BYLAWS THEREOF; CONFIRMING THE APPOINTMENT OF THE INITIAL DIRECTORS AND CHAIRPERSON; AND CONTAINING FINDINGS AND OTHER PROVISIONS RELATING TO THE SUBJECT

* * * * * *

WHEREAS, Subchapter D of Chapter 431, Texas Transportation Code ("Act"), authorizes the creation and organization of a public non-profit local government corporation to act as a duly constituted authority of a city to aid and assist the city in the performance of one or more governmental functions; and

WHEREAS, the Act requires a local government corporation to be created pursuant to the provisions of Chapter 394, Texas Local Government Code ("Chapter 394"), and requires the local government corporation's articles of incorporation (now called "Certificate of Formation") and bylaws to be in the form, and to be executed, approved, and filed in the manner, prescribed by Chapter 394; and

WHEREAS, a local government corporation may have and exercise all of the powers prescribed by the Act and Article 1396 of Vernon's Texas Revised Civil Statutes, now codified in Chapter 22, Texas Business Organizations Code; and

WHEREAS, Chapter 394 requires as a condition to the creation of a local government corporation that at least three (3) residents of the city who are citizens of the state and at least eighteen (18) years of age submit a written application for the incorporation of the local government corporation; and

WHEREAS, there has been presented to and filed with the City an application executed by three (3) residents of the City who meet the requirements of Chapter 394 requesting the incorporation of the Harrisburg Redevelopment Authority ("Authority") and

WHEREAS, City Council desires to grant the application for incorporation of the Authority, authorize its Certificate of Formation, approve its Bylaws, appoint the board of directors of the Authority, and take other action with respect to the Authority; **NOW, THEREFORE:**

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF HOUSTON, TEXAS:

Section 1. That the City Council hereby finds, determines, and declares that the application for the incorporation of the Authority is executed and filed in the manner required by Chapter 394 and the City Council therefore has authority to consider and act on the application for incorporation of the Authority.

Section 2. That the City Council hereby finds, determines, recites and declares that it is wise, expedient, necessary, and advisable that the Authority be formed, the creation and organization of the Authority under the provisions of the Act and Chapter 394 as a duly constituted authority of the City is hereby approved, and the Authority is hereby authorized to aid, assist, and act on behalf of the City in the performance of its governmental functions to promote the common good and general welfare of the East End area of Houston and neighboring areas, as more particularly described in City of Houston, Texas, Ordinance No. 2011-900, and as the boundaries of Reinvestment Zone Number Twenty-Three, City of Houston, Texas, may be changed from time to time; to develop a policy for and implement the financing and construction of public infrastructure improvements and open space improvements necessary for the development of mixed use, residential, commercial, retail and other related land uses; and to perform the other purposes described in the Certificate of Formation.

Section 3. That the City Council hereby approves the Certificate of Formation of the Authority in substantially the form attached hereto as Exhibit "A" and authorizes the incorporators of the Authority to file such Certificate of Formation with the Secretary of State of the State of Texas in the manner provided by law.

Section 4. That the City Council hereby approves the Bylaws of the Authority in substantially the form attached hereto as Exhibit "B."

Section 5. That the City Council hereby confirms the appointment of the directors listed in the Articles of Incorporation attached hereto. The City Council hereby confirms the appointment of Gloria Moreno as the initial Chairperson of the Board of Directors. Subsequent chairpersons shall be designated as provided in the Bylaws.

Section 6. That the City Council hereby finds, determines, recites, and declares that any notes, bonds, loans, debts or other obligations of the Authority shall not be deemed an indebtedness, liability, general or moral obligation or pledge of the faith or credit of the State of Texas, the City of Houston, or any other political subdivision or governmental unit, nor shall any such notes, bonds, loans, debts or other obligations constitute an indebtedness within the meaning of any constitutional or statutory debt limitation or restriction or an agreement, obligation, or indebtedness of the City or of the State of Texas within the meaning of the City Charter or of any constitutional or statutory provision whatsoever.

Section 7. That the City Council hereby finds, determines, recites, and declares that it is the purpose, intent, and desire of the City in approving the creation of the Authority and its Certificate of Formation and Bylaws, that such actions and the Authority hereby authorized comply with the requirements of the Internal Revenue Code

of 1986, as amended, and the Treasury Regulations and Internal Revenue Service rulings promulgated thereunder and the rulings issued pursuant thereto, such that the Authority shall be deemed to be a constituted authority acting on behalf of the City pursuant to the provisions of the Act and Chapter 394, Texas Local Government Code.

Section 8. 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 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 16th **day of** October**, 2013.**

APPROVED this _____ day of _____, 2013.

_____
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 Department _____
(SEK: October 8, 2013) Assistant City Attorney
(Requested by Andrew F. Icken, Chief Development Officer, Office of the Mayor)
(L.D. File No. 0391200129005)
D:\TIRZ\TIRZ 23 Harrisburg (East End)\Redevelopment Authority\RES Creating Harrisburg RA & CertForm & Bylaws 6042012.2013.docx

CAPTION PUBLISHED IN DAILY COURT REVIEW
DATE: OCT 2 2 2013

AYE	NO	
✓		**MAYOR PARKER**
• • • •	• • • •	**COUNCIL MEMBERS**
✓		BROWN
✓		DAVIS
✓		COHEN
✓		ADAMS
✓		MARTIN
✓		HOANG
✓		PENNINGTON
✓		GONZALEZ
✓		RODRIGUEZ
✓		LASTER
✓		GREEN
✓		COSTELLO
✓		BURKS
ABSENT-OUT OF CITY CITY BUSINESS		NORIEGA
ABSENT-ON PERSONAL BUSINESS		BRADFORD
✓		CHRISTIE
CAPTION	ADOPTED	

MAY 017 Rev. 12/12

EXHIBIT A

Certificate of Formation

CERTIFICATE OF FORMATION

OF THE

HARRISBURG REDEVELOPMENT AUTHORITY

We, the undersigned natural persons, each of whom is at least eighteen (18) years of age or more, and a resident and a qualified voter of the City of Houston, Texas ("City") and a citizen of the State of Texas, acting as organizers of a corporation under the provisions of Subchapter D of Chapter 431, Texas Transportation Code ("Act"), and Chapter 394, Vernon's Texas Codes Annotated, Texas Local Government Code ("Local Government Code"), Article 1396, Vernon's Texas Civil Statutes, now codified in Chapter 22, Texas Business Organizations Code, and the provisions of Title I of the Texas Business Organizations Code applicable to nonprofit corporations ("Business Organizations Code"), do hereby adopt the following Certificate of Formation for such corporation:

ARTICLE I. NAME

The name of the corporation is HARRISBURG REDEVELOPMENT AUTHORITY ("Corporation").

ARTICLE II. NONPROFIT

The Corporation is a public, nonprofit corporation.

ARTICLE III. DURATION

The period of duration of the Corporation shall be perpetual.

ARTICLE IV. PURPOSES, ACTIVITIES

The Corporation is organized and will be operated exclusively for one or more charitable purposes, within the meaning of Section 501(c)(3) of the U.S. Internal Revenue Code of 1986, as amended ("Code"). The Corporation is further organized for the purpose of aiding, assisting, and acting on behalf of the City in the performance of its governmental functions to promote the common good and general welfare of the area included in Reinvestment Zone Number Twenty-Three, City of Houston, Texas ("Harrisburg Zone") and neighboring areas, as more particularly described in City Ordinance No. 2011-900 and as the boundaries may be amended from time to time ("East End Area"); to promote, develop, encourage and maintain housing, educational facilities, employment, commerce and economic development in the City.

The Corporation is further organized to aid, assist and act on behalf of the City:

(a) in the implementation of the Project Plan and a Reinvestment Zone Financing Plan for the Harrisburg Zone and the implementation of amendments thereto;

(b) in the development of a policy for and implementation of the financing and construction of public infrastructure improvements and open space improvements necessary for the development of mixed use, residential, commercial, retail and other related land uses in the East End Area; and

(c) in the development and implementation of a development policy for the East End area, including the acquisition of land for development purposes.

The Corporation is formed pursuant to the provisions of the Act as it now or may hereafter be amended, and Chapter 394, Texas Local Government Code, which authorizes the Corporation to assist and act on behalf of the City and to engage in activities in the furtherance of the purposes for its creation, provided that the Corporation shall not be authorized to make or acquire home mortgages, or to make loans to lending institutions, the proceeds of which are to be used to make home mortgages or to make loans on residential developments.

The Corporation shall have and exercise all of the rights, powers, privileges, authority, and functions given by the general laws of Texas to nonprofit corporations incorporated under the Act including, without limitation, the Business Organizations Code.

The Corporation shall have all other powers of a like or different nature not prohibited by law which are available to nonprofit corporations in Texas and which are necessary or useful to enable the Corporation to perform the purposes for which it is created, including the power to issue bonds, notes or other obligations, and otherwise exercise its borrowing power to accomplish the purposes for which it was created, provided that the Corporation shall not issue bonds without the consent of the City Council of the City.

The Corporation is created as a local government corporation pursuant to the Act and shall be a governmental unit within the meaning of Subdivision (2), Section 101.001, Texas Civil Practice and Remedies Code. The operations of the Corporation are governmental and not proprietary functions for purposes of the Texas Tort Claims Act, Section 101.001 et seq., Texas Civil Practice and Remedies Code. The Corporation shall have the power to acquire land in accordance with the Act as amended from time to time.

ARTICLE V. NO MEMBERS

The Corporation shall have no members and shall have no stock.

ARTICLE VI. BOARD

All powers of the Corporation shall be vested in a Board consisting of seven (7) persons. The initial directors of the Corporation ("Director" or "Directors") shall be those persons named in Article VII. Each initial Director named in Article VII hereof shall serve for the term prescribed in the Bylaws. Subsequent Directors shall be appointed by position to the Board as prescribed in the Bylaws. Except as provided in the Certificate of Formation, each Director shall serve for the term provided in the Bylaws. Any Director may be removed from office at any time, with or without cause, by the City Council of the City.

The initial Chair shall be Gilda Ramirez, and the Mayor of the City shall designate each subsequent Chair of the Board.

If any of the following persons is not serving as a member of the Board, he or she or his or her designee shall serve as an ex-officio, non-voting member of the Board:

(1) Chief Development Officer, Mayor's Office;

(2) Director of the City Finance Department;

(3) Director of the City Department of Public Works and Engineering;

(4) City Attorney; and

(5) Director of the City Planning and Development Department; and

In addition, the Board of Directors of the Corporation may designate one or more representatives of the Houston Independent School District, Harris County or other political subdivisions as ex officio, non-voting members of the Board of Directors.

The City Attorney of the City of Houston, Texas, or his or her designee, shall serve as legal counsel to the boards of the Harrisburg Redevelopment Authority and Reinvestment Zone Number Twenty-Three (Harrisburg Zone).

All other matters pertaining to the internal affairs of the Corporation shall be governed by the Bylaws of the Corporation, so long as the Bylaws are not inconsistent with the Certificate of Formation and the laws of the State of Texas.

ARTICLE VII. INITIAL BOARD

The number of Directors initially constituting the Board is seven (7). The names, addresses, and positions of the seven (7) initial Directors, each of whom resides within the City, are as follows:

Position	Name	Address	Initial Term Expires
1	Karen S. Niemeier		December 31, 2014
2	Frank M. K. Liu		December 31, 2013
3	Jerry Michael Acosta		December 31, 2014
4	Gilda Ramirez		December 31, 2013
5	Ernest H. Cockrell		December 31, 2014
6	Rick A. Garcia		December 31, 2013
7	Bolivar Fraga		December 31, 2014

ARTICLE VIII. REGISTERED OFFICE, AGENT

The street address of the initial registered office of the Corporation is 901 Bagby, 4th Floor, Houston, TX 77002, and the name of its initial registered agent at such address is Andrew F. Icken.

ARTICLE IX. ORGANIZERS

The names and street addresses of the organizers, each of whom resides within the City, are as follows:

Name	Address
Andrew F. Icken	901 Bagby, 4th Floor, Houston, TX 77002
Gwendolyn Tillotson	901 Bagby, 4th Floor, Houston, TX 77002
Ralph O. De Leon	901 Bagby, 4th Floor, Houston, TX 77002

ARTICLE X. LIMITED LIABILITY

No Director shall be liable to the Corporation for monetary damages for an act or omission in the Director's capacity as a Director, except for liability (i) for any breach of the Director's duty of loyalty to the Corporation, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) for any transaction from which the Director received an improper benefit, whether or not the benefit resulted from an act taken within the scope of the Director's office, or (iv) for acts or omissions for which the liability of a Director is expressly provided by statute. Any repeal or amendment of this Article X by the Directors shall be prospective only, and shall not adversely affect any limitation on the personal liability of a Director existing at the time of such repeal or amendment. In addition to the circumstances in which a Director is not personally liable as set forth in the preceding sentences, a Director shall not be liable to the fullest extent permitted by any amendment to the Texas statutes hereafter enacted that further limits the liability of a Director.

ARTICLE XI. TAX MATTERS

In accordance with the provisions of Section 501(c)(3) of the U.S. Internal Revenue Code of 1986, as amended ("Code"), and regardless of any other provisions of this Certificate of Formation or the laws of the State of Texas, the Corporation: (a) shall not permit any part of the net earnings of the Corporation to inure to the benefit of any private individual (except that reasonable compensation may be paid for personal services rendered to or for the Corporation in effecting one or more of its purposes); (b) shall not devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise; (c) shall not participate in, or intervene in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office; and (d) shall not attempt to influence the outcome of any election for public office or to carry on, directly or indirectly, any voter registration drives. Any income earned by the Corporation after payment of reasonable expenses, debt and establishing a reserve shall accrue to the City.

The City shall, at all times, have an unrestricted right to receive any income earned by the Corporation, exclusive of amounts needed to cover reasonable expenditures and reasonable reserves for future activities. Unless otherwise directed by the City, any income of the Corporation received by the City shall be deposited into the designated Tax Increment Fund of Reinvestment Zone Number Twenty-Three, City of Houston, Texas, or its successor. No part of the Corporation's income shall inure to the benefit of any private interests.

If the Board of Directors determines by resolution that the purposes for which the Corporation was formed have been substantially met and all bonds issued by and all obligations incurred by the Corporation have been fully paid, the Board shall execute a certificate of dissolution which states those facts and declares the Corporation dissolved in accordance with the requirements of Section 394.026 of Vernon's Texas Codes

Annotated, Local Government Code, or with applicable law then in existence. In the event of dissolution or liquidation of the Corporation, all assets will be turned over to the City's Finance Department, or its successor, for deposit into the designated Tax Increment Fund of Reinvestment Zone Number Twenty-Three, City of Houston, Texas, unless the City Council shall direct otherwise.

The City's Director of the Department of Public Works and Engineering shall approve any capital project(s) of the Corporation and all plans and specifications of any improvement to be made by the Corporation.

If the Corporation is a private foundation within the meaning of Section 509(a) of the Code, the Corporation: (a) shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code; (b) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code; (c) shall not retain any excess business holdings as defined in Section 4943(c) of the Code; (d) shall not make any investments in such manner as to subject it to tax under Section 4944 of the Code; and (e) shall not make any taxable expenditures as defined in Section 4945(d) of the Code.

ARTICLE XII. DISSOLUTION

The City Council may at any time consider and approve an ordinance or resolution directing the Board to proceed with the dissolution of the Corporation. Upon final approval of such ordinance or resolution, the Board shall proceed with the dissolution of the Corporation in accordance with applicable state law. The failure of the Board to proceed with the dissolution of the Corporation in accordance with this Article shall be deemed a cause for the removal from office of any or all of the Directors as permitted by Article VI of this Certificate of Formation.

ARTICLE XIII. PUBLIC INSTRUMENTALITY

The Corporation is a constituted authority and a public or governmental instrumentality within the meaning of the regulations of the United States Treasury Department and the rulings of the Internal Revenue Service prescribed and promulgated pursuant to Section 103 of the Internal Revenue Code of 1986, as amended, and the Corporation is authorized to act on behalf of the City in this Certificate of Formation. However, the 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 the Texas 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 grant of public money or thing of value, of or by the City or any other political subdivision or authority or governmental 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 Certificate of Formation create a joint

enterprise between the City and the Corporation.

ARTICLE XIV. AMENDMENTS

This Certificate of Formation may not be changed or amended unless approved by the City Council of the City.

ARTICLE X. SPONSOR

The City of Houston, Texas is the sponsor of the Corporation. The City has specifically authorized the Corporation to act on the City's behalf to further the public purposes set forth above. Resolution No. _____[1] approving the form of this Certificate of Formation has been adopted by the City Council of the City of Houston.

IN WITNESS WHEREOF, we have hereunto set our hands this ____ day of _____, 2013.

_____
Organizer

_____
Organizer

_____
Organizer

THE STATE OF TEXAS §
§
COUNTY OF HARRIS §

BEFORE ME, the undersigned authority, on this day personally appeared _____, known to me to be the person whose name is subscribed to the foregoing instrument and who has sworn to me that he or she executed the same for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this ____ day of _____, 2013.

_____
Notary Public in and for
The State of Texas

(SEAL)

1 Resolution number to be inserted by the City Secretary.

THE STATE OF TEXAS §
§
COUNTY OF HARRIS §

BEFORE ME, the undersigned authority, on this day personally appeared _____, known to me to be the person whose name is subscribed to the foregoing instrument and who has sworn to me that she or he executed the same for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this ____ day of _____, 2013.

_____
Notary Public in and for
(SEAL) The State of Texas

THE STATE OF TEXAS §
§
COUNTY OF HARRIS §

BEFORE ME, the undersigned authority, on this day personally appeared _____, known to me to be the person whose name is subscribed to the foregoing instrument and who has sworn to me that he or she executed the same for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this ____ day of _____, 2013.

_____
Notary Public in and for
(SEAL) The State of Texas

EXHIBIT B

Bylaws

BYLAWS

OF THE

HARRISBURG REDEVELOPMENT AUTHORITY

A Texas Local Government Corporation

Created on behalf of the City of Houston, Texas

Date of Adoption: _____, 2013

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ARTICLE I

PURPOSES

The Harrisburg Redevelopment Authority ("Corporation") is organized and will be operated exclusively for one or more charitable purposes within the meaning of Section 501(c)(3) of the U.S. Internal Revenue Code of 1986, as amended ("Code"). The Corporation is further organized for the purpose of aiding, assisting, and acting on behalf of the City of Houston, Texas ("City") in the performance of its governmental functions to promote the common good and general welfare of the area included in Reinvestment Zone Number Twenty-Three, City of Houston, Texas ("Harrisburg Zone") and neighboring areas in Houston ("East End Area"); to promote, develop, encourage and maintain housing, educational facilities, employment, commerce and economic development in the City.

The Corporation is further organized to aid, assist and act on behalf of the City:

(a) in the implementation of the Project Plan and Reinvestment Zone Financing Plan for the Harrisburg Zone;

(b) in the development of a policy for and implementation of the financing and construction of public infrastructure improvements and open space improvements necessary for the development of mixed use, residential, commercial, retail and other related land uses in the East End Area; and

(c) in the development and implementation of a development policy for the East End Area, including the acquisition of land for development purposes.

The Corporation is formed pursuant to the provisions of Subchapter D of Chapter 431, Texas Transportation Code ("Act") as it now or may hereafter be amended; Chapter 394, Texas Local Government Code, which authorizes the Corporation to assist and act on behalf of the City and to engage in activities in the furtherance of the purposes for its creation, provided that the Corporation shall not be authorized to make or acquire home mortgages, or to make loans to lending institutions, the proceeds of which are to be used to make home mortgages or to make loans on residential developments; and Article 1396, Vernon's Texas Civil Statutes, now codified in Chapter 22, Texas Business Organizations Code, and the provisions of Title I of the Texas Business Organizations Code applicable to nonprofit corporations ("Business Organizations Code").

The Corporation shall have and exercise all of the rights, powers, privileges, authority, and functions given by the general laws of Texas to non-profit corporations incorporated under the Act including, without limitation, the Business Organizations Code.

The Corporation shall have all other powers of a like or different nature not prohibited by law which are available to non-profit corporations in Texas and which are

necessary or useful to enable the Corporation to perform the purposes for which it is created, including the power to issue bonds, notes or other obligations, and otherwise exercise its borrowing power to accomplish the purposes for which it was created, provided that the Corporation shall not issue bonds without the consent of the City Council of the City.

The Corporation is created as a local government corporation pursuant to the Act and shall be a governmental unit within the meaning of Subdivision (2), Section 101.001, Texas Civil Practice and Remedies Code. The operations of the Corporation are governmental and not proprietary functions for purposes of the Texas Tort Claims Act, Section 101.001 et seq., Texas Civil Practice and Remedies Code. The Corporation shall have the power to acquire land in accordance with the Act as amended from time to time.

ARTICLE II

BOARD OF DIRECTORS

Section 1. Appointment, Classes, Powers, Number, and Term of Office. All powers of the Corporation shall be vested in the Board of Directors ("Board"). The Board shall initially consist of seven (7) persons. The Directors of the Board shall be increased to the number of directors on the board of the Harrisburg Zone in the event such board is increased to more than seven (7) directors. Directors of the Corporation shall be appointed by position to the Board by the Mayor of the City with the consent and approval of City Council and shall be the same persons appointed to the corresponding position of the board of directors of the Harrisburg Zone. Appointment of a person by the City to the corresponding position of the board of directors of the Harrisburg Zone shall constitute appointment of such person to the corresponding position of the Board by the City. Each taxing unit that appoints a director to the Harrisburg Zone shall be assigned a position number on the Board corresponding to the position number of that taxing unit appointee on the board of the Harrisburg Zone. Appointment of a person to the corresponding position of the board of directors of the Harrisburg Zone by any taxing unit shall constitute nomination of such person to the corresponding position of the Board by such taxing unit. The Chairman of the Board shall always be appointed by the Mayor of the City.

Each Director shall serve for a term which expires on the date set forth below for the position to which such person was appointed, or until his or her successor is appointed by the City, unless such Director has been appointed to fill an unexpired term, in which case the term of the Director shall expire on the expiration date of the term of the Director whose position he or she was appointed to fill. Any Director may be removed from office at any time, with or without cause, by the City Council. The number of Directors may be increased or decreased only by an amendment to the Bylaws with the consent of the City Council of the City.

The term of each position shall be coterminous with the term of the corresponding position on the board of directors of the Harrisburg Zone as established by City Ordinance No. 2011-900, as may be amended from time to time.

If any of the following persons are not serving as a member of the Board, he or she, or his or her designee, shall serve as an ex-officio, non-voting member of the Board:

(1) Chief Development Officer, Mayor's Office;

(2) Director of the City Finance Department;

(3) Director of the City Department of Public Works and Engineering;

(4) City Attorney; and

(5) Director of the City Planning and Development Department.

Any person designated as an ex-officio member of the Board is entitled to notice of and to attend meetings of the Board.

In addition, the Board of Directors of the Corporation may designate one or more representatives of the Houston Independent School District, Harris County or other political subdivisions as ex officio, non-voting members of the Board of Directors.

Section 2. Meetings of Directors. The Directors may hold their meetings and may have an office and keep the books of the Corporation at such place or places within the City as the Board may from time to time determine; provided, however, in the absence of any such determination, such place shall be the registered office of the Corporation in the State of Texas.

The Board shall meet in accordance with and file notice of each meeting of the Board for the same length of time and in the same manner and location as is required of the City under Chapter 551, Government Code ("Open Meetings Act").

The Corporation, the Board, and any committee of the Board exercising the powers of the Board are subject to Chapter 552, Government Code ("Public Information Act").

Section 3. Annual Meetings. The annual meeting of the Board shall be held at the time and at the location in the City designated by the resolution of the Board for the purposes of transacting such business as may be brought before the meeting.

Section 4. Regular Meetings. Regular meetings of the Board shall be held at such times and places as shall be designated, from time to time, by resolution of the Board.

Section 5. Special and Emergency Meetings. Special and emergency meetings of the Board shall be held whenever called by the Chair of the Board or the Secretary or by a majority of the Directors who are serving duly appointed terms of office at the time the meeting is called.

The Secretary shall give notice of each special meeting in person, by telephone, fax, or mail at least three (3) days before the meeting to each Director and to the public in compliance with the Open Meetings Act. Notice of each emergency meeting shall also be given in the manner required of the City under Section 551.045 of the Open Meetings Act. Unless otherwise indicated in the notice thereof, any and all matters pertaining to the purposes of the Corporation may be considered and acted upon at a special or emergency meeting. At any meeting at which every Director shall be present, even though without any notice, any matter pertaining to the purposes of the Corporation may be considered and acted upon to the extent allowed by the Open Meetings Act.

Section 6. Quorum. A majority of the appointed positions of the Board shall constitute a quorum for the consideration of matters pertaining to the purposes of the Corporation. If at any meeting of the Board there is less than a quorum present, a majority of those present may adjourn the meeting from time to time. The act of a majority of the Directors present and voting at a meeting at which a quorum is in attendance shall constitute the act of the Board, unless the act of a greater number is required by law, by the Certificate of Formation, or by these Bylaws.

A Director who is present at a meeting of the Board at which any corporate action is taken shall be presumed to have assented to such action unless his or her dissent shall be entered in the minutes of the meeting or unless he or she shall file his or her written dissent to such action with the person acting as the secretary of the meeting before the adjournment thereof, or shall forward such dissent by registered mail to the Secretary of the Corporation immediately after the adjournment of the meeting. Such right to dissent shall not apply to a Director who voted in favor of the action.

Section 7. Conduct of Business. At the meetings of the Board, matters pertaining to the purposes of the Corporation shall be considered in such order as from time to time the Board may determine.

At all meetings of the Board, the Chair shall preside, and in the absence of the Chair, the Vice Chair shall preside. In the absence of the Chair and the Vice Chair, a Chair shall be chosen by the Board from among the Directors present.

The Secretary of the Corporation shall act as secretary of all meetings of the Board, but in the absence of the Secretary, the presiding officer may appoint any person to act as secretary of the meeting.

Section 8. Executive Committee, Other Committees. The Board may, by resolution passed by a majority of the Directors, designate three (3) or more Directors to constitute an executive committee or other type of committee. To the extent provided in the authorizing resolution, a committee shall have and may exercise all of the authority of the Board in the management of the Corporation, except where action of the Board is specified by statute. A committee shall act in the manner provided in the authorizing resolution. Each committee so designated shall keep regular minutes of the transactions of its meetings and shall cause such minutes to be recorded in books kept

for that purpose in the office of the Corporation, and shall report the same to the Board from time to time. Committees authorized to exercise the powers of the Board shall give notice of any meeting in the manner required for a meeting of the Board.

Section 9. Compensation of Directors. Directors, as such, shall not receive any salary or compensation for their services as Directors; provided, that nothing contained herein shall be construed to preclude any Director from receiving compensation which is not excessive and which is at commercially reasonable rates for personal services (rendered in other than a "Director" capacity) which are reasonable and necessary in carrying out the Corporation's purposes.

Section 10. Board of Advisory Directors. The Board may establish a Board of Advisory Directors composed of members who are, in the judgment of the Board, qualified to advise with respect to the activities of the Corporation. Members of the Board of Advisory Directors shall serve for a term of one (1) year or such longer term as may be fixed by the Board, not to exceed four (4) years. Advisory Directors may be removed by the Board at any time with or without cause. The number of members of the Board of Advisory Directors shall be fixed from time to time by the Board. The officers and Directors of the Corporation may consult with the Board of Advisory Directors from time to time with respect to the activities of the Corporation but the Board of Advisory Directors shall in no way restrict the powers of the Board nor limit its responsibilities or obligations. The Board of Advisory Directors shall have no responsibility for the management of the affairs of the Corporation. Advisory Directors shall not receive any salary or compensation for their services as Advisory Directors; provided, that nothing contained herein shall be construed to preclude any Advisory Director from receiving compensation which is not excessive and which is at commercially reasonable rates for personal services (rendered in other than an "Advisory Director" capacity) which are reasonable and necessary in carrying out the Corporation's purposes.

Section 11. Director's Reliance on Consultant Information. A Director shall not be liable if while acting in good faith and with ordinary care, he relies on information, opinions, reports, or statements, including financial statements and other financial data, concerning the Corporation or another person, that were prepared or presented by:

(a) one or more other officers or employees of the Corporation;

(b) legal counsel, public accountants, or other persons as to matters the officer reasonably believes are within the person's professional or expert competence; or

(c) a committee of the Board of which the Director is not a member.

ARTICLE III

OFFICERS

Section 1. Titles and Term of Office. The officers of the Corporation shall be a chair of the Board, one or more vice chairs of the Board, a president, one or more vice presidents, a secretary, a treasurer, and such other officers as the Board may from time to time elect or appoint. One person may hold more than one office, except that neither the Chair of the Board nor the President shall hold the office of Secretary. The term of office for each officer (other than the Chair) shall be two (2) years commencing with the date of the annual meeting of the Board at which each such officer is elected. The Chair shall serve for the term designated by the Mayor of the City.

All officers (other than the Chair) shall be subject to removal, with or without cause, at any time by a vote of a majority of the whole Board.

A vacancy in the office of any officer (other than the Chair) shall be filled by the Board.

Section 2. Powers and Duties of the Chair. The Chair shall be a member of the Board and shall preside at all meetings of the Board. The Chair shall be designated by the Mayor of the City. He or she shall have such duties as are assigned by the Board. The Chair may call special or emergency meetings of the Board.

Section 3. Powers and Duties of the Vice Chair. The Vice Chair shall be a member of the Board. The Vice Chair shall perform the duties and exercise the powers of the Chair upon the Chair's death, absence, disability, or resignation, or upon the Chair's inability to perform the duties of his or her office. Any action taken by the Vice Chair in the performance of the duties of the Chair shall be conclusive evidence of the absence or inability to act of the Chair at the time such action was taken.

Section 4. Powers and Duties of the President. The President shall be the principal executive officer of the Corporation and, subject to the Board, he or she shall be in general charge of the properties and affairs of the Corporation. In furtherance of the purposes of the Corporation and subject to the limitations contained in the Certificate of Formation, the President, Chair, or Vice Chair may sign and execute all bonds, notes, deeds, conveyances, franchises, assignments, mortgages, notes, contracts and other obligations in the name of the Corporation.

Section 5. Vice Presidents. A Vice President shall have such powers and duties as may be assigned to him or her by the Board or the President, including the performance of the duties of the President upon the death, absence, disability, or resignation of the President, or upon the President's inability to perform the duties of his or her office. Any action taken by the Vice President in the performance of the duties of the President shall be conclusive evidence of the absence or inability to act of the President at the time such action was taken.

Section 6. Treasurer. The Treasurer shall have custody of all the funds and securities of the Corporation which come into his or her hands. When necessary or proper, he or she may endorse, on behalf of the Corporation, for collection, checks,

notes and other obligations and shall deposit the same to the credit of the Corporation in such bank or banks or depositories as shall be designated in the manner prescribed by the Board; he or she may sign all receipts and vouchers for payments made to the Corporation, either alone or jointly with such other officer as is designated by the Board; whenever required by the Board, he or she shall render a statement of his or her case account; he or she shall enter or cause to be entered regularly in the books of the Corporation to be kept by him or her for that purpose full and accurate accounts of all moneys received and paid out on account of the Corporation; he or she shall perform all acts incident to the position of Treasurer subject to the control of the Board; and he or she shall, if required by the Board, give such bond for the faithful discharge of his or her duties in such form as the Board may require.

Section 7. Secretary. The Secretary shall keep the minutes of all meetings of the Board in books provided for that purpose; he or she shall attend to the giving and serving of all notices; in furtherance of the purposes of the Corporation and subject to the limitations contained in the Certificate of Formation, he or she may sign with the President in the name of the Corporation and/or attest the signatures thereof, all contracts, conveyances, franchises, bonds, deeds, assignments, mortgages, notes and other instruments of the Corporation; he or she shall have charge of the Corporation's books, records, documents and instruments, except the books of account and financial records and securities of which the Treasurer shall have custody and charge, and such other books and papers as the Board may direct, all of which shall at all reasonable times be open to the inspection of any Director upon application at the office of the Corporation during business hours; and, he or she shall in general perform all duties incident to the office of Secretary subject to the control of the Board.

Section 8. Compensation. Officers may be entitled to receive such salary or compensation for personal services which are necessary and reasonable in carrying out the Corporation's purposes as the Board may from time to time determine, provided, that in no event shall the salary or compensation be excessive. Board members, even in their capacity as officers, are not entitled to compensation except as otherwise provided in Article II, Section 9.

Section 9. Officer's Reliance on Consultant Information. In the discharge of a duty imposed or power conferred on an officer of the Corporation, the officer may in good faith and with ordinary care rely on information, opinions, reports, or statements, including financial statements and other financial data, concerning the Corporation or another person, that were prepared or presented by:

(a) one or more other officers or employees of the Corporation, including members of the Board; or

(b) legal counsel, public accountants, or other persons as to matters the officer reasonably believes are within the person's professional or expert competence.

ARTICLE IV

MISCELLANEOUS PROVISIONS

Section 1. Fiscal Year. The fiscal year of the Corporation shall begin July 1 of each year.

Section 2. Seal. The seal of the Corporation shall be such as from time to time may be approved by the Board.

Section 3. Notice and Waiver of Notice. Whenever any notice other than public notice of a meeting given to comply with the Open Meetings law, is required to be given under the provisions of these Bylaws, such notice shall be deemed to be sufficient if given by depositing the same in a post office box in a sealed, postage-paid wrapper addressed to the person entitled thereto at his or her post office address, as it appears on the books of the Corporation, and such notice shall be deemed to have been given on the day of such mailing. A waiver of notice, signed by the person or persons entitled to said notice, whether before or after the time stated therein, shall be deemed equivalent thereto.

Section 4. Resignations. Any Director, officer or Advisory Director may resign at any time. Such resignations shall be made in writing and shall take effect at the time specified therein, or, if no time be specified, at the time of its receipt by the President or Secretary. The acceptance of a resignation shall not be necessary to make it effective, unless expressly so provided in the resignation.

Section 5. Gender. References herein to the masculine gender shall also refer to the feminine in all appropriate cases and vice versa.

Section 6. Appropriations and Grants. The Corporation shall have the power to request and accept any appropriation, grant, contribution, donation, or other form of aid from the federal government, the State, any political subdivision, or municipality in the State, or from any other source.

ARTICLE V

INDEMNIFICATION OF DIRECTORS AND OFFICERS

Section 1. Right to Indemnification. Subject to the limitations and conditions as provided in this Article V and the Certificate of Formation, each person who was or is made a party or is threatened to be made a party to or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, arbitrative or investigative (hereinafter, a "proceeding"), or any appeal in such a proceeding or any inquiry or investigation that could lead to such a proceeding, by reason of the fact that he or she, or a person of whom he or she is the legal representative, is or was a Director or officer of the Corporation or while a Director or officer of the Corporation is or was serving at the request of the Corporation as a director, officer, partner, venturer, proprietor, trustee, employee, agent or similar functionary of another foreign or domestic corporation, partnership, joint venture, sole

proprietorship, trust, employee benefit plan or other enterprise shall be indemnified by the Corporation to the fullest extent permitted by the Texas Non-Profit Corporation Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the Corporation to provide broader indemnification rights than said law permitted the Corporation to provide prior to such amendment) against judgments, penalties (including excise and similar taxes and punitive damages), fines, settlements and reasonable expenses (including, without limitation, attorneys' fees) actually incurred by such person in connection with such proceeding, and indemnification under this Article V shall continue as to a person who has ceased to serve in the capacity which initially entitled such person to indemnity hereunder. The rights granted pursuant to this Article V shall be deemed contract rights, and no amendment, modification or repeal of this Article V shall have the effect of limiting or denying any such rights with respect to actions taken or proceedings arising prior to any such amendment, modification or repeal. It is expressly acknowledged that the indemnification provided in this Article V could involve indemnification for negligence or under theories of strict liability.

Section 2. Advance Payment. The right to indemnification conferred in this Article V shall include the right to be paid in advance or reimbursed by the Corporation the reasonable expenses incurred by a person of the type entitled to be indemnified under Section 1 who was, is or is threatened to be made a named defendant or respondent in a proceeding in advance of the final disposition of the proceeding and without any determination as to the person's ultimate entitlement to indemnification; provided, however, that the payment of such expenses incurred by any such person in advance of the final disposition of a proceeding, shall be made only upon delivery to the Corporation of a written affirmation by such Director or officer of his or her good faith belief that he or she has met the standard of conduct necessary for indemnification under this Article V and a written undertaking, by or on behalf of such person, to repay all amounts so advanced if it shall ultimately be determined that such indemnified person is not entitled to be indemnified under this Article V or otherwise.

Section 3. Indemnification of Employees and Agents. The Corporation, by adoption of a resolution of the Board, may indemnify and advance expenses to an employee or agent of the Corporation to the same extent and subject to the same conditions under which it may indemnify and advance expenses to Directors and officers under this Article V; and the Corporation may indemnify and advance expenses to persons who are not or were not Directors, officers, employees or agents of the Corporation but who are or were serving at the request of the Corporation as a Director, officer, partner, venturer, proprietor, trustee, employee, agent or similar functionary of another foreign or domestic corporation, partnership, joint venture, sole proprietorship, trust, employee benefit plan or other enterprise against any liability asserted against him or her and incurred by him or her in such a capacity or arising out of his or her status as such a person to the same extent that it may indemnify and advance expenses to Directors under this Article V.

Section 4. Appearance as a Witness. Notwithstanding any other provision of

this Article V, the Corporation may pay or reimburse expenses incurred by a Director or officer in connection with his or her appearance as a witness or other participation in a proceeding involving the Corporation or its business at a time when he or she is not a named defendant or respondent in the proceeding.

Section 5. Non-exclusivity of Rights. The right to indemnification and the advancement and payment of expenses conferred in this Article V shall not be exclusive of any other right which a Director or officer or other person indemnified pursuant to Section 3 of this Article V may have or hereafter acquire under any law (common or statutory), provision of the Certificate of Formation or these Bylaws, agreement, vote of shareholders or disinterested Directors or otherwise.

Section 6. Insurance. The Corporation may purchase and maintain insurance, at its expense, to protect itself and any person who is or was serving as a Director, officer, employee or agent of the Corporation or is or was serving at the request of the Corporation as a Director, officer, partner, venturer, proprietor, trustee, employee, agent or similar functionary of another foreign or domestic corporation, partnership, joint venture, proprietorship, employee benefit plan, trust or other enterprise against any expense, liability or loss, whether or not the Corporation would have the power to indemnify such person against such expense, liability or loss under this Article V.

Section 7. Notification. Any indemnification of or advance of expenses to a Director or officer in accordance with this Article V shall be reported in writing to the members of the Board with or before the notice of the next regular meeting of the Board and, in any case, within the 12-month period immediately following the date of the indemnification or advance.

Section 8. Savings Clause. If this Article V or any portion hereof shall be invalidated on any ground by any court of competent jurisdiction, then the Corporation shall nevertheless indemnify and hold harmless each Director, officer or any other person indemnified pursuant to this Article V as to costs, charges and expenses (including attorneys' fees), judgments, fines and amounts paid in settlement with respect to any action, suit or proceeding, whether civil, criminal, administrative or investigative, to the full extent permitted by any applicable portion of this Article V that shall not have been invalidated and to the fullest extent permitted by applicable law.

ARTICLE VI

MINORITY CONTRACTING

The Corporation shall attempt to stimulate the growth of disadvantaged businesses inside the City by encouraging the full participation of disadvantaged businesses in all phases of its procurement activities and affording those disadvantaged businesses a full and fair opportunity to compete for Corporation contracts. The Corporation shall establish one or more programs designed to increase participation by disadvantaged businesses in contract awards which will conform to City approved

programs. Any program established by the Corporation shall provide that disadvantaged businesses certified by the City shall be the disadvantaged businesses certified for Corporation contracts.

ARTICLE VII
CODE OF ETHICS

Section 1. Policy and Purposes.

(a) It is the policy of the Corporation that Directors and officers conduct themselves in a manner consistent with sound business and ethical practices; that the public interest always be considered in conducting corporate business; that the appearance of impropriety be avoided to ensure and maintain public confidence in the Corporation; and that the Board establish policies to control and manage the affairs of the Corporation fairly, impartially, and without discrimination.

(b) This Code of Ethics has been adopted as part of the Corporation's Bylaws for the following purposes: (a) to encourage high ethical standards in official conduct by Directors and corporate officers; and (b) to establish guidelines for such ethical standards of conduct.

Section 2. Conflicts of Interest.

(a) Except as provided in subsection (c), a Director or officer is prohibited from participating in a vote, decision, or award of a contract involving a business entity or real property in which the Director or the officer has a substantial interest, if it is foreseeable that the business entity or real property will be economically benefited by the action. A person has a substantial interest in a business (i) if his or her ownership interest is ten percent or more of the voting stock or shares of the business entity or ownership of $15,000 or more of the fair market value of the business entity, or (ii) if the business entity provides more than ten percent of the person's gross income. A person has a substantial interest in real property if the interest is an equitable or legal ownership with a fair market value of $2,500 or more. An interest of a person related in the second degree by affinity or the third degree by consanguinity to a Director or officer is considered a substantial interest.

(b) If a Director or a person related to a Director in the first or second degree by affinity or the first, second, or third degree by consanguinity has a substantial interest in a business entity or real property that would be pecuniarily affected by any official action taken by the Board, such Director, before a vote or decision on the matter, shall file an affidavit stating the nature and extent of the interest. The affidavit shall be filed with the Secretary of the Board.

(c) A Director who has a substantial interest in a business entity that will receive a pecuniary benefit from an action of the Board may vote on that action if a majority of the Board has a similar interest in the same action or if all other similar business entities in the Corporation will receive a similar pecuniary benefit.

(d) An employee of a public entity may serve on the Board.

Section 3. Acceptance of Gifts. No Director or officer shall accept any benefit as consideration for any decision, opinion, recommendation, vote or other exercise of discretion in carrying out official acts for the Corporation. No Director or officer shall solicit, accept, or agree to accept any benefit from a person known to be interested in or likely to become interested in any contract, purchase, payment, claim or transaction involving the exercise of the Director's or officer's discretion. As used here, "benefit" does not include:

(a) a fee prescribed by law to be received by a Director or officer or any other benefit to which the Director or officer is lawfully entitled or for which he gives legitimate consideration in a capacity other than as a Director or officer;

(b) a gift or other benefit conferred on account of kinship or a personal, professional, or business relationship independent of the official status of the Director or officer;

(c) an honorarium in consideration for legitimate services rendered above and beyond official duties and responsibilities if:

(1) not more than one honorarium is received from the same person in a calendar year;

(2) not more than one honorarium is received for the same service; and

(3) the value of the honorarium does not exceed $250 exclusive of reimbursement for travel, food, and lodging expenses incurred by the Director or officer in performance of the services;

(d) a benefit consisting of food, lodging, transportation, or entertainment accepted as a guest is reported as may be required by law.

Section 4. Bribery. A Director or officer shall not intentionally or knowingly offer, confer or agree to confer on another, or solicit, accept, or agree to accept from another:

(a) any benefit as consideration for the Director's or officer's decision, opinion, recommendation, vote, or other exercise of discretion as a Director or officer;

(b) any benefit as consideration for the Director's or officer's decision, vote, recommendation, or other exercise of official discretion in a judicial or administrative proceeding; or

(c) any benefit as consideration for a violation of a duty imposed by law on the Director or officer.

Section 5. Nepotism. No Director or officer shall appoint, or vote for, or

confirm the appointment to any office, position, clerkship, employment or duty, of any person related within the second degree by affinity (marriage relationship) or within the third degree of consanguinity (blood relationship) to the Director or officer so appointing, voting or confirming, or to any other Director or officer. This provision shall not prevent the appointment, voting for, or confirmation of any person who shall have been continuously employed in any such office, position, clerkship, employment or duty at least thirty (30) days prior to the appointment of the Director or officer so appointing or voting.

ARTICLE VIII

AMENDMENTS

A proposal to alter, amend, or repeal these Bylaws shall be made by the affirmative vote of a majority of the full Board at any annual or regular meeting, or at any special meeting if notice of the proposed amendment be contained in the notice of said special meeting. However, any proposed change or amendment to the Bylaws must be approved by the City Council of the City to be effective.

APPLICATION TO THE MAYOR AND CITY COUNCIL OF THE CITY OF HOUSTON, TEXAS, FOR CREATION OF THE HARRISBURG REDEVELOPMENT AUTHORITY AND APPROVAL OF ITS CERTIFICATE OF FORMATION AND BYLAWS

RECITALS

Subchapter D of Chapter 431, Texas Transportation Code ("Act"), authorizes the creation and organization of a public non-profit local government corporation to act as a duly constituted authority of a city to aid and assist the city in the performance of one or more governmental functions.

A local government corporation is created pursuant to the provisions of Chapter 394, Texas Local Government Code ("Chapter 394"). A local government corporation may have and exercise all of the powers prescribed by Article 1396, Vernon's Texas Civil Statutes, now codified in Chapter 22 of the Texas Business Organizations Code, and the provisions of Title I of the Texas Business Organizations Code applicable to nonprofit corporations ("Business Organizations Code"), and the Act. A local government corporation's certificate of formation and bylaws shall be in the form and be executed, approved, and filed in the manner prescribed by Chapter 394.

Chapter 394 requires as a condition to the creation of a local government corporation that at least three (3) residents of the city who are citizens of the state and at least eighteen (18) years of age submit a written application for the incorporation of the local government corporation.

NOW, THEREFORE, the undersigned hereby petition and make application to the honorable Mayor and City Council of the City of Houston, Texas, ("City") and represent to the City as follows:

I. Pursuant to and in accordance with Chapter 394, the undersigned three (3) individuals, each of whom is a citizen of the State of Texas, a resident of the City and over the age of eighteen (18) years, make application to and request the Honorable Mayor and City Council of the City, to approve and authorize the creation of a public non-profit local government corporation to be designated and known as the Harrisburg Redevelopment Authority ("Authority"). The Authority shall have and exercise all of the powers prescribed by the Business Organizations Code and the Act.

II. The undersigned further request the City Council of the City to approve the incorporation of the Authority with a Certificate of Formation and Bylaws in substantially the form attached hereto as Exhibits "A" and "B," respectively.

III. The undersigned further represent that duly executed original counterparts of this Application have been presented to and filed with the City Council of the City in proper and due time, form, and manner; that this Application constitutes a proper and sufficient application to the City Council of the City for approval and authorization of the creation of a public non-profit local government corporation as required by Chapter 394; and that the City Council of the City may properly consider and act upon this Application.

WHEREFORE, the undersigned respectfully request the Honorable Mayor and City Council of the City to approve this Application in all respects and to grant the relief herein requested and to take such further and additional actions and proceedings as may be deemed necessary and proper in connection therewith.

RESPECTFULLY SUBMITTED this ____ day of _____ 2013.

Andrew F. Icken

Gwendolyn Tillotson

Ralph O. De Leon

THE STATE OF TEXAS §
§
COUNTY OF HARRIS §

BEFORE ME, the undersigned authority, on this day personally appeared Andrew F. Icken, known to me to be the person whose name is subscribed to the foregoing instrument and sworn to me that he executed the same for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this 8th day of October 2013.

KATELYN ORENCHUK
NOTARY PUBLIC STATE OF TEXAS
COMMISSION EXPIRES:
06-01-2016

Notary Public in and for
The State of Texas

(NOTARY SEAL)

THE STATE OF TEXAS §
§
COUNTY OF HARRIS §

BEFORE ME, the undersigned authority, on this day personally appeared Gwendolyn Tillotson, known to me to be the person whose name is subscribed to the foregoing instrument and sworn to me that he executed the same for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this 8th day of October 2013.

KATELYN ORENCHUK
NOTARY PUBLIC STATE OF TEXAS
COMMISSION EXPIRES:
06-01-2016

Katelyn Orenchuk
Notary Public in and for
The State of Texas

(NOTARY SEAL)

THE STATE OF TEXAS §
§
COUNTY OF HARRIS §

BEFORE ME, the undersigned authority, on this day personally appeared Ralph O. De Leon, known to me to be the person whose name is subscribed to the foregoing instrument and sworn to me that he or she executed the same for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this 8th day of October 2013.

KATELYN ORENCHUK
NOTARY PUBLIC STATE OF TEXAS
COMMISSION EXPIRES:
06-01-2016

Katelyn Orenchuk
Notary Public in and for
The State of Texas

(NOTARY SEAL)

EXHIBIT A

CERTIFICATE OF FORMATION

EXHIBIT B

BYLAWS

PUBLIC IMPROVEMENTS DEVELOPMENT AGREEMENT

This Public Improvements Development Agreement ("Agreement") is made and entered into by and among the **CITY OF HOUSTON, TEXAS**, a Texas home-rule municipal corporation ("City"), **REINVESTMENT ZONE NUMBER TWENTY-THREE**, City of Houston, Texas ("Zone"), and **EAST END ON THE BAYOU, L.P.,** a Texas limited liability partnership ("Developer"), effective as of the date the City Controller countersigns this Agreement ("Effective Date"). The City, the Zone, and Developer may also be referred to in this Agreement singularly as a "Party" or collectively as "Parties."

RECITALS

WHEREAS, Developer has under contract to purchase certain tracts of land totaling approximately 2.96 acres located within the corporate limits of the City between Live Oak St., Nagel St., Middle St. and Freund Sts. north of Navigation Blvd., as more particularly described in **Exhibit A** attached hereto ("Property"); and

WHEREAS, Developer intends to develop, design, and construct improvements that include 73 single family units and public improvements on the Property ("Project") in two sections, Section 1 and Section 2, respectively; and

WHEREAS, the public improvements that Developer intends to serve the Property include construction of portions of Kennedy, North Nagle, Freund,Middle and N Live Oak Streets, an offsite water distribution system, landscaping and streetscape enhancements all as more particularly described in **Exhibit B** attached hereto; and

WHEREAS, Developer, in conjunction with partner homebuilder(s), intends to develop and construct an estimated $23,500,000 in improvements to the Property, adding approximately $2,567,710 in incremental tax revenue generated by the Property over the life of the Zone; and

WHEREAS, by City Ordinance No. 2011-900, as amended, the City created the Zone ("Ordinance") and appointed a Board of Directors to the Zone as provided by Chapter 311, Texas Tax Code, as amended; and

WHEREAS, pursuant to Chapter 311, Texas Tax Code, as amended, and by City Ordinance No. 2013-101, the Zone adopted and the City approved a project plan and reinvestment zone financing plan (as amended, "Project Plan") for the Zone that provides for the payment of the eligible project costs of the Public Improvements from the Tax Increment derived from the Property in the Zone in accordance with the terms of this Agreement; and

WHEREAS, the Property is located within the Zone's boundaries and is included in the Zone's Project Plan; and

WHEREAS, to induce Developer to develop and finance the construction of the Project for the public purposes of developing and diversifying the economy of the state

and to operate the Project in accordance with the performance measures set forth herein, which will generate increased ad valorem property tax revenues for the City and the Zone, the City and the Zone agree to reimburse to Developer the Reimbursement Amount, but not to exceed the Maximum Reimbursement Amount (as defined below); and

WHEREAS, to ensure that the benefits that the City and the Zone provide under this Agreement are utilized in a manner consistent with Chapter 311, Texas Tax Code, as amended, and the Zone's Project Plan, Developer agrees that its receipt of such benefits shall be conditioned upon Developer's satisfaction of certain conditions enumerated herein, including performance conditions relating to the development and construction of the Project; and

NOW, THEREFORE, in consideration of the promises and mutual agreements set forth herein, the City, the Zone, and Developer agree as follows:

ARTICLE I
GENERAL TERMS; DEFINITIONS

A. Incorporation of Recitals. The Recitals to this Agreement are hereby incorporated for all purposes.

B. Definitions and Terms. The terms "Agreement," "City," "Developer," "Effective Date," "Ordinance," "Project," "Project Plan," "Public Improvements," "Property," and "Zone," have the meanings given to such terms in the Recitals, and the following terms have the following meanings:

"Available Tax Increment" means, for each tax year during the Term, the amount of the Tax Increment collected by the City that is generated by the Property.

"Builder" shall mean and refer to any person or entity undertaking the construction of a residence on the Property or on any part thereof including the Developer.

"City Commitment" has the meaning set forth in Article VI, Section B of this Agreement.

"Chief Development Officer" means the Chief Development Officer in the Office of the Mayor, Economic Development or successor position, or his or her designee.

"Final Plans and Specifications" has the meaning set forth in Article III, Section C.

"Force Majeure" has the meaning set forth in Article VII, Section E of this Agreement.

"Maximum Reimbursement Amount" means the actual eligible Public Improvements Costs payable only from the Tax Increment generated by the Property and that may be reduced pursuant to Article III, Section B, Article VI, Section E, and

Article VII, Section D, and any other provisions of this Agreement. Notwithstanding anything herein to the contrary, however, the total Public Improvements Costs as defined herein shall not exceed $1,238,068.

"Project Site Plan" means the site plan shown and described in **Exhibit C**.

"Public Improvements" means those certain public improvements described in **Exhibit B** that are (i) actually constructed, (ii) conveyed to and accepted by the City, if applicable, and (iii) otherwise open to the public or available for public use.

"Public Improvements Costs" means eligible project costs, as defined in Section 311.002, Texas Tax Code, as amended, of the Public Improvements, including (i) all costs paid or incurred by Developer in planning, designing, acquiring, constructing, and installing the Public Improvements; engineering, planning, architectural, survey, testing, and laboratory costs, bonding premiums, license fees, any land clearing and grading costs, advertising and other bidding costs, amounts due under construction contracts, costs of labor and material, and (ii) allowable financing costs.

"Allowable Financing Costs" is an amount equal to the lesser of actual interest incurred or 5% to be accrued throughout the Term of this Agreement, if the Public Improvements for Section 1 of the Project are completed within 18 months after the effective date of this agreement. If the Section 1 improvements are not completed within 18 months after the effective date of this agreement, the Developer may seek approval of an extension of time from the Chief Development Officer. If the extension is not granted, then includable financing costs are capped at the lessor of the amount actually accrued or 5% through the end of 18 months after the effective date.

"Public Works Director" means the City's Director of the Department of Public Works and Engineering, or his or her designee.

"Reimbursement Amount" means ninety-five percent (95%) of the Available Tax Increment for each tax year until tax year 2021, then eighty-five percent (85%) of the Available Tax Increment for each tax year thereafter, not to exceed the Maximum Reimbursement Amount.

"Reimbursement Date" means the date that each phase of the Public Improvements is conveyed and accepted by the City.

"Tax Increment" has the meaning set forth in Section 311.012 of the Texas Tax Code, as amended, and as applied to the Zone.

"Tax Increment Fund" means the fund created for the Zone pursuant to the Ordinance into which the Reimbursement Amount from the City will be deposited.

"Term" means the duration of this Agreement, commencing on the Effective Date and continuing until Developer has been reimbursed the Maximum Reimbursement Amount, but not to exceed fifteen years.

"Zone Board" means the Board of Directors of the Harrisburg Zone.

C. Singular and Plural. Words used herein in the singular, where the context so permits, also include the plural and vice versa. The definitions of words in the singular herein also apply to such words when used in the plural where the context so permits and vice versa.

ARTICLE II
REPRESENTATIONS

A. Representations of the City. The City hereby represents to Developer and the Zone that as of the date hereof:

The City is a duly created and existing municipal corporation and home-rule municipality of and under the laws of the State of Texas and is duly qualified and authorized to carry on the governmental functions and operations as contemplated by this Agreement.

The City has the power, authority, and legal right under the laws of the State of Texas and the City Charter to enter into and perform this Agreement and the execution, delivery and performance hereof (i) will not, to the best of its knowledge, violate any applicable judgment, order, law or regulation, and (ii) do not constitute a default under, or result in the creation of, any lien, charge, encumbrance or security interest upon any assets of the City under any agreement or instrument to which the City is a party or by which the City or its assets may be bound or affected.

This Agreement has been duly authorized, executed and delivered by the City and constitutes a legal, valid and binding obligation of the City, enforceable in accordance with its terms except to the extent that (i) the enforceability of such instruments may be limited by bankruptcy, reorganization, insolvency, moratorium or other similar laws of general application in effect from time to time relating to or affecting the enforcement of creditors' rights and (ii) certain equitable remedies including specific performance may be unavailable.

The execution, delivery, and performance of this Agreement by the City do not require the consent or approval of any person that has not been obtained.

B. Representations of Developer. Developer hereby represents to the City and the Zone that as of the date hereof:

Developer is duly authorized and existing and in good standing under the laws of the State of Texas, and is qualified to do business in the State of Texas.

Developer has the power, authority and legal right to enter into and perform its obligations set forth in this Agreement, and the execution, delivery and performance hereof, (i) have been duly authorized, and will not, to the best of its knowledge, violate any judgment, order, law or regulation applicable to Developer, and (ii) do not constitute a default under or result in the creation of, any lien, charge, encumbrance or security interest upon any assets of Developer under any agreement or instrument to which Developer is a party or by which Developer or its assets may be bound or affected.

This Agreement has been duly authorized, executed and delivered and constitutes a legal, valid and binding obligation of Developer, enforceable in accordance with its terms except to the extent that the enforceability of such instruments may be limited by bankruptcy, reorganization, insolvency, moratorium or other similar laws of general application in effect from time to time relating to or affecting the enforcement of creditors' rights.

C. Representations of the Zone. The Zone hereby represents to Developer and the City that as of the date hereof:

The Zone is a duly created and existing tax increment reinvestment zone of the City and under the laws of the State of Texas and is duly qualified and authorized to carry on the governmental functions and operations as contemplated by this Agreement.

The Zone has the power, authority, and legal right under the laws of the State of Texas and the City to enter into and perform this Agreement and the execution, delivery and performance hereof (i) will not, to the best of its knowledge, violate any applicable judgment, order, law or regulation, and (ii) do not constitute a default under, or result in the creation of, any lien, charge, encumbrance or security interest upon any assets of the Zone under any agreement or instrument to which the Zone is a party or by which the Zone or its assets may be bound or affected.

This Agreement has been duly authorized, executed and delivered by the Zone and constitutes a legal, valid and binding obligation of the Zone, enforceable in accordance with its terms except to the extent that (i) the enforceability of such instruments may be limited by bankruptcy, reorganization, insolvency, moratorium or other similar laws of general application in effect from time to time relating to or affecting the enforcement of creditors' rights and (ii) certain equitable remedies including specific performance may be unavailable.

The execution, delivery, and performance of this Agreement by the Zone do not require the consent or approval of any person that has not been obtained.

ARTICLE III
THE PROJECT AND THE PUBLIC IMPROVEMENTS

A. The Project. The Project is a 73-unit single family, residential development to be constructed in two sections on the Property, as more particularly described in the site plan attached hereto as **Exhibit C** ("Project Site Plan"). Developer may modify the Project Site Plan at any time, provided that Developer certifies to the City that the Project as modified will (i) maintain its character as a single family, residential development, and (ii) meet the commitments set forth in Article IV hereof. Developer agrees to comply with all City permitting requirements, including, but not limited to, Chapter 9 of the City's Department of Public Works and Engineering Infrastructure Design Manual and building permitting requirements.

B. The Public Improvements. **Exhibit B** sets forth the Public Improvements which may be developed to serve the Project. Developer may modify or remove any

Public Improvements or modify or change the estimated cost of the Public Improvements, provided that Developer must submit any proposed modification, removal or change to the Public Improvements to the Chief Development Officer for his or her review and comment. The Chief Development Officer shall have fourteen (14) days to review the proposed modification, removal, or change and provide comments to Developer.

Thereafter, the modification, removal, or change shall become effective upon Developer's certification to the City that after the modification, removal or change, Developer will still meet its commitments set forth in Article IV hereof. No such modification, removal, or change will entitle Developer to reimbursement for costs which exceed the Maximum Reimbursement Amount.

C. Standards and Approvals. Developer agrees that the plans and specifications for the Public Improvements shall be subject to the review and approval of all governmental entities with jurisdiction, including the City, for conformance with applicable legal requirements. Developer agrees to comply with all applicable legal requirements from such jurisdictions. Before commencing construction of any Public Improvements, Developer will submit to the Public Works Director all plans and specifications for the construction of the Public Improvements and shall obtain the Public Works Director's approval of the plans and specifications as in conformance with applicable legal requirements. All water wells, water meters, flushing valves, valves, pipes, and appurtenances thereto, must conform to the City's specifications. All water service lines, sewer service lines, lift stations, sewage treatment facilities, road facilities, and appurtenances thereto, must comply with the City's standard plans and specifications as amended from time to time. Prior to construction of any Public Improvements, Developer or Developer's engineer must give written notice to the Public Works Director stating the date that construction will be commenced. Upon review and approval of the plans and specifications of the Public Improvements by the City, which approval shall not be unreasonably withheld, such plans and specifications shall be deemed the final plans and specifications ("Final Plans and Specifications"). Construction of the Public Improvements must be substantially in accordance with the Final Plans and Specifications and with the City's applicable standards and specifications. The Public Works Director may conduct periodic, on-the-ground inspections of the Public Improvements during the progress of the construction and installation of the Public Improvements.

ARTICLE IV
DEVELOPER COMMITMENTS

In consideration of the City and the Zone agreeing to reimburse Developer the Reimbursement Amount in accordance with the terms and conditions of this Agreement, Developer agrees that the following conditions must be met in order to receive the Reimbursement Amount:

A. Construction of the Public Improvements. Developer shall commence construction of the Public Improvements within twenty-four (24) months from the

Effective Date of this Agreement and complete the entire Project within sixty (60) months form the Effective Date. Developer shall obtain and maintain all licenses, permits, and other governmental approvals and consents required by State or federal law and regulation or the City Charter or any City ordinance for the construction of the Public Improvements by Developer pursuant to this Agreement. All such Public Improvements shall be constructed substantially in accordance with plans and specifications approved by the Public Works Director pursuant to construction documentation approved by the Public Works Director.

B. Project and Public Improvements Funding. Within twelve (12) months after the Effective Date of this Agreement, Developer shall certify to the City that sufficient private funds and sources s are available and/or have been expended to fully complete the Public Improvements.. Furthermore, Developer shall certify that agreements are in place with qualified partner homebuilder(s) in order to fully develop the proposed Project. Failure of Developer to timely provide such certification to the City shall constitute a breach of this Agreement.

C. Conveyance of the Public Improvements. Subject to Developer's right to modify or remove a Public Improvement in accordance with the provisions of Article III, Section B, as the acquisition and construction of the Public Improvements are completed and become operational, Developer shall convey (where applicable) such Public Improvements to the City, including rights-of-way.

D. Inspection; Transfer. Once construction of the Public Improvements is completed, City representatives shall inspect the same and, if the City finds that the Public Improvements have been completed in accordance with the Final Plans and Specifications or any modifications thereof, and in accordance with all applicable laws, rules, and regulations, and upon the City's receipt of a one-year maintenance bond, the City will accept the Public Improvements, free and clear of any liens in favor of Developer, whereupon the Public Improvements shall be operated and maintained by the City at its sole expense. Upon expiration of the maintenance bond, all warranties and other contract rights of Developer concerning the design, acquisition, construction, installation, and inspection of the Public Improvements to which such bond pertains shall transfer and be assigned to the City without further action by Developer.

E. Competitive Bidding. Construction contracts for the Public Improvements shall be let on a competitive bidding basis. After preparation of the Final Plans and Specifications and their approvals as required by this Agreement, Developer shall advertise for or solicit bids (as required by law applicable to the City) for construction as described in the Final Plans and Specifications. The Chief Development Officer shall be notified of, and invited to attend when applicable, pre-bid conferences, bid openings, and the award of contracts in accordance with the notice provision of Article VIII, Section B of this Agreement. If Developer has already advertised for, solicited bids for, or received bids for the construction as described in the Final Plans and Specifications prior to the Effective Date of this Agreement,, Developer shall submit to the Chief Development Officer for review any such advertisements, summary of pre-bid conferences and bid openings, and any contracts awarded. The City shall designate

from time to time, in writing, the persons who shall be its designated representatives. In the event of the failure of the City to designate representatives, the Director of Public Works and Engineering shall be the City's representative. Notwithstanding the foregoing provisions providing for construction contracts on a competitive bidding basis, in accordance with the requirements of Section 271.114(a), Local Government Code, the City has determined that the "competitive sealed proposals method," in accordance with Section 271.116, Local Government Code, provides the best value for the City and hereby delegates authority to Developer as its designated representative to take any and all actions required to implement such method. Developer reserves the right to reject all proposals and re-advertise for proposals if the proposals are not acceptable to Developer.

F. Performance Bonds. Developer shall require each contractor constructing the Public Improvements to furnish a performance bond in an amount equal to the full cost of Developer's construction contract with that contractor, conditioned on the contractor's full and timely performance under the construction contract. Developer and the City shall be dual obligees for each performance bond. The performance bond(s) must be in a form approved by the City Attorney and issued by a corporate surety authorized and admitted to write surety bonds in Texas. If the amount of the bond exceeds $100,000, the surety must be listed on the current list of accepted sureties on federal bonds published by the United States Treasury Department or reinsured for any liability in excess of $100,000 by a reinsurer listed on the U.S. Treasury list. The City hereby authorizes Developer to give notices and to make claims under and to enforce such bonds on behalf and for the benefit of the City following notice to the Chief Development Officer. All proceeds of such claims shall be deposited to the Tax Increment Fund and applied to reimburse Developer for Public Improvements Costs for which such bonds were issued.

G. Utilization of Local Contractors and Suppliers. Developer agrees to exercise commercially reasonable efforts to utilize local contractors and suppliers in the construction of the Project and the Public Improvements, with a goal of at least thirty percent (30%) of the total dollar amount of all construction contracts and supply agreements being paid to local contractors and suppliers. A contractor or supplier shall be considered as local if it has maintained an office within the City for at least one year.

H Affirmative Action. Developer shall demonstrate good faith efforts to comply with the City's Affirmative Action program in the design and construction of the Project and the Public Improvements.

I. Participation of Disadvantaged Businesses. In constructing the Public Improvements pursuant to this Agreement, Developer is encouraged to review the City's Minority and Women Business Enterprise ("MWBE") program as set forth in Chapter 15, Article V of the City of Houston Code of Ordinances and comply with the requirements by making good faith efforts to award the maximum number of subcontracts and supply agreements to entities that are certified by the City as MWBEs. Developer shall, until two (2) years after the date of completion of the Public Improvements, maintain records showing as far as is practicable its contracts, subcontracts, supply agreements, and

other support with and to contractors and suppliers evidencing compliance with these provisions. Upon request by the Chief Development Officer, Developer shall provide reports to the City of its efforts under this Section in such form and manner as the Chief Development Officer may reasonably require.

J. Maintenance of Records. Developer shall be responsible for maintaining records of all costs incurred and payments made for the Project and the Public Improvements and records evidencing compliance with all Developer commitments required by this Article IV and shall provide the Zone with all such records for review and approval prior to payment of the Reimbursement Amount.

K. Taxes and Other Charges. Developer agrees, beginning upon completion of the Project and through the remainder of the Term, not to protest any valuation of the Property or the buildings and other structures located on the Property for ad valorem taxation below $30,000,000 or file for an exemption or abatement from ad valorem taxation following the Effective Date of this Agreement. Developer agrees that the Property will be valued for taxation in accordance with Section 23.01, Texas Tax Code, as amended, and that it will not request such property to be valued for taxation on the basis of inventory as permitted by Section 23.12, Texas Tax Code. Upon request, Developer agrees to provide to the City and the Zone copies of all tax statements received from any taxing unit for the Property during the Term.

Developer further agrees that it will require all Builder and other investor purchasers, of the Property, in whole or in part, to agree to abide by the terms of this Section following the Effective Date of this Agreement. Developer shall pay, prior to delinquency, all taxes, assessments, and governmental charges of any kind whatsoever that may at any time be lawfully levied, assessed, charged, or imposed upon or against the Property.

ARTICLE V
ADMINISTRATION OF THE ZONE

A. Delegation of Powers. By approving and authorizing this Agreement, the City Council of the City delegates to the Zone Board all powers and duties of the City relating to implementation of the Project Plan, except the power of eminent domain, powers reserved to the City by Chapter 311, Texas Tax Code, as amended, and powers expressly reserved by the City pursuant to this Agreement.

B. Computation of Tax Increment. After receiving each certified assessment roll for the Zone, and each certified adjustment to the roll, of taxable property comprising or situated on the Property, the City shall calculate the captured appraised value, as defined in Section 311.012, Texas Tax Code, as amended, of the Property. Upon written request, the City shall provide to Developer a copy of each certified roll of taxable property comprising or situated on the Property and shall cooperate with Developer in correcting any roll as required to reflect the assessed value of all such taxable property.

C. Deposits to the Tax Increment Fund. The City shall deposit to the Tax Increment Fund, without counterclaim, except as expressly provided in this Agreement: (1) the Tax Increment attributable to the Property paid by any other taxing unit to the City or the Zone, and (2) the Tax Increment of the City attributable to the Property and required by Section 311.013, Texas Tax Code, as amended, to be deposited by the City into the Tax Increment Fund.

The City covenants and agrees that it will, as authorized by Chapter 311, Texas Tax Code, as amended, continuously collect the Tax Increment during the Term of this Agreement in the manner and to the maximum extent permitted by applicable law. The City also covenants and agrees that it will not permit a reduction in the Tax Increment, except as provided in this Agreement. In addition, the City covenants and agrees that it will not dissolve the Zone or terminate the Zone prior to the date established in the Ordinance, and that any repeal of the right and power to collect the Tax Increments will not be effective until all eligible Public Improvements Costs have been fully paid to Developer as provided in this Agreement. The City covenants and agrees that it will not permit an amendment to the Project Plan that reduces, or negatively affects in any way, the full payment of all Public Improvements Costs to Developer as provided in this Agreement. The obligation of the City to make deposits to the Tax Increment Fund as provided herein and to reimburse Developer as provided in this Agreement shall be absolute and unconditional, and until such time as all eligible Public Improvements Costs have been fully paid to Developer as provided in this Agreement, the City will not suspend or discontinue any payments provided for in this Agreement.

D. Administrative Services and Expenses. The City and the Zone's obligation to pay the Reimbursement Amount is limited to the Available Tax Increment. The rights of Developer in and to the Available Tax Increment is subject only to (1) the rights of any holders of obligations that have been issued previously by the City and that are payable from and secured by general levy of ad valorem taxes through the taxing jurisdiction of the City, and (2) the administrative expenses of the Zone as budgeted and approved by the City Council on an annual basis. The obligation of the City and the Zone to reimburse Developer from the Available Tax Increment is absolute and unconditional until such time as the eligible Public Improvements Costs have been fully reimbursed; however, such obligation does not give rise to a charge against the City's general credit or taxing powers, or that of any other taxing unit, and is payable only as provided in this Agreement. Developer, its successors, and assigns shall have no right to demand payment of the Reimbursement Amount from any Zone funds other than the Available Tax Increment.

ARTICLE VI
REIMBURSEMENT

A. Calculation of Reimbursement Amount. The Reimbursement Amount is defined in Article I.

B. Payment of Reimbursement Amounts. Beginning on the Reimbursement Date and continuing through each calendar year throughout the Term of this Agreement

and so long as no Event of Default by Developer then exists, the City shall transfer the Reimbursement Amount to the Tax Increment Fund ("City Commitment"). The City shall reimburse Developer for eligible Public Improvements Costs from the Available Tax Increment by September 1st of each year. The City Commitment is an unconditional obligation of payment by the City solely from the Available Tax Increment, subject to the terms and conditions of this Agreement. Except as otherwise expressly set forth in this Agreement, reimbursement to Developer of the Reimbursement Amount is not subject to any reduction. The City and the Zone shall never be obligated to make any reimbursement to Developer from any funds other than the Available Tax Increment.

C. Approval of Public Improvements Costs. Prior to payment of the Reimbursement Amount, the City and the Zone shall review all Public Improvements Costs submitted by Developer for approval, and determine their eligibility pursuant to Chapter 311, Texas Tax Code, as amended, and this Agreement. Developer shall provide to the auditor selected by the Zone Board an accounting of all Public Improvements Costs paid or incurred by Developer, excluding interest, together with invoices or such other documentation as the auditor or the Zone Board may reasonably request to evidence payment or incurrence of the Public Improvements Costs. The City and the Zone Board will review and approve for reimbursement to Developer each eligible Public Improvements Cost identified in the accounting.

D. Ineligible Public Improvements Costs. Developer shall bear all risk that any of the Public Improvements Costs may be determined to be ineligible pursuant to Chapter 311, Texas Tax Code, as amended, by the State Attorney General, or by a court of law with competent jurisdiction, and the City and the Zone shall not be obligated to reimburse Developer for any ineligible Public Improvements Costs. In the event that a Public Improvements Cost is determined to be ineligible under Chapter 311, Texas Tax Code, as amended, after the City and the Zone have reimbursed Developer for the Public Improvements Cost in accordance with this Agreement, the amount of the ineligible Public Improvements Cost reimbursed by the City and the Zone shall be offset against future reimbursements owed to Developer by the City and the Zone, or, if no further reimbursements are to be made by the City and the Zone, Developer shall reimburse the City and the Zone for the ineligible Public Improvements Cost reimbursement within thirty (30) days after receipt of an invoice from the City or the Zone.

E. Noncompliance; Reduction. Notwithstanding anything to the contrary in this Agreement, if, following the construction of any Public Improvement, Developer fails to fulfill and comply with its obligations related to such Public Improvement set forth in Article IV, as applicable (including but not limited to Developer's obligation to convey such Public Improvement to the City) and such failure results in an Event of Default, the City shall not remain obligated to transfer the Reimbursement Amount for such Public Improvement to the Tax Increment Fund, and the Maximum Reimbursement Amount will be reduced by an amount equal to the total cost allocated to such Public Improvement.

F. Capital Improvements Budget. The City and the Zone covenant and agree that each will timely approve annual budgets for the Zone that include the reimbursement to Developer of the eligible Public Improvements Costs up to the Reimbursement Amount. Notwithstanding the foregoing, however, the failure of the City or the Zone to timely approve an annual budget for the Zone shall in no way delay, postpone, reduce, or otherwise negatively affect a payment to Developer pursuant to this Agreement.

ARTICLE VII
DEFAULT AND REMEDY

A. Payment Default. The City agrees that its failure to transfer the Reimbursement Amount when due is an Event of Default by the City ("Payment Default") and that Developer shall be entitled to any and all of the remedies available in this Article or otherwise at law or equity.

B. General Events of Default. In addition, an "Event of Default" by a Party shall be deemed to exist under this Agreement if such Party fails to materially perform, observe or comply with any of the commitments, covenants, agreements or obligations set forth in this Agreement and such failure continues beyond the cure period described in Article VII, Section C of this Agreement.

C. Notice. Before the failure of any Party to perform its obligations under this Agreement, except in the case of a Payment Default, is deemed to be an Event of Default, the Party claiming such failure shall give written notice to the Party alleged to have failed to perform of the alleged failure and shall demand performance. No Event of Default, except for a Payment Default, may be found to have occurred if such failure is cured within sixty (60) days after such notice, subject to extension as a result of Force Majeure.

D. Remedies. If an Event of Default by the City occurs, Developer shall have all rights and remedies to which it is entitled under this Agreement and under all applicable laws. Notwithstanding anything which is or may appear to be to the contrary, nothing in this Agreement shall be construed as a waiver of the City's immunity from suit. If an Event of Default by Developer occurs, then the City, as its sole and exclusive remedy (as expressly provided herein) may terminate this Agreement by written notice to Developer. Upon such termination, the City shall have no further payment obligations to Developer under this Agreement.

The City Attorney, or his or her designee, may enforce all rights and obligations of the City or the Zone under this Agreement, without further authorization. Developer shall provide to the City all documents and records that the City may reasonably request to assist in determining Developer's compliance with this Agreement, except those documents made confidential by federal or State law or regulation.

E. Force Majeure. Notwithstanding anything in this Agreement which is or may appear to be to the contrary, if the performance of any covenant or obligation to be performed hereunder by any Party (except for a Payment Default) is delayed as a result of circumstances which are beyond the reasonable control of such Party (which

circumstances may include, without limitation, pending or threatened litigation, acts of God, war, acts of civil disobedience, fire or other casualty, shortage of materials, adverse weather conditions [such as, by way of illustration and not limitation, severe rain storms or below freezing temperatures, hurricanes, or tornadoes] labor action, strikes, or similar acts) the time for such performance shall be extended by the amount of time of such delay ("Force Majeure").

ARTICLE VIII
INSURANCE, INDEMNIFICATION, AND RELEASE

Developer shall maintain insurance coverage continuously until construction of all Public Improvements is completed or abandoned, and Developer shall contract with each construction contractor engaged by it hereunder to maintain (and to cause each of its subcontractors to maintain) insurance coverage during the term of its contract, in each case in accordance with the terms of this Section 5.01 through any combination of primary and excess coverage and, in the case of "claims made" coverage, for an additional two (2) years thereafter.

A. Risks and Limits or Liability. The insurance required by this Section shall insure against the following risks in at least the following amounts:

Coverage	Limit of Liability
Workers' Compensation	Statutory
Employer's Liability	Bodily Injury by Accident $100,000 (each accident) Bodily Injury by Disease $500,000 (policy limit) Bodily Injury by Disease $100,000 (each employee)
Commercial General Liability: Including Broad Form Coverage, Contractual Liability, Bodily and Personal Injury, and Completed Operations (for a period of one year after completion of work	Bodily Injury and Property Damage, Combined Units of $500,000 each Occurrence and $1,000,000 Aggregate
Automobile Liability Insurance (for vehicles used in performing under this Agreement, including Employer's Non-Ownership and Hired Auto Coverage	$500,000 Combined Single Unit per Occurrence
Professional Liability Coverage (for professional service contract only)	$500,000 per occurrence and $1,000,000 aggregate

Defense costs are excluded from the face amount of the policy. Aggregate Limits are per 12-month policy period unless otherwise indicated. If the amount of any contract awarded by Developer to construct Public Improvements shall exceed $1,000,000, Developer shall contract with the contractor to maintain Commercial General Liability coverage for at least twice the combined minimum limits specified above.

B. Form of Policies. The Chief Development Officer may approve, in the exercise of commercially reasonable discretion, the form of the insurance policies, but

nothing the Chief Development Officer does or fails to do relieves Developer of its obligation to provide the required coverage under this Agreement. The Chief Development Officer's actions or inactions do not waive the City's rights under this Agreement.

C. Issuer of Policies. The issuer of each policy shall have a certificate of authority to transact insurance business in the State or a Best's rating of at least B+ and a Best's Financial Size Category of Class VI or better, according to the most current edition *Best's Key Rating Guide, Property-Casualty United States*.

D. Insured Parties. Each policy, except those for Workers' Compensation, Employer's Liability, and Professional Liability, must name the City (and its officers, agents, and employees) as additional insured parties on the original policy and all renewals or replacements.

E. Deductibles. Developer shall be responsible for and bear (or shall contract with each applicable contractor to bear and assume) any claims or losses to the extent of any deductible amounts and waives (and shall contract with each contractor to waive) any claim it may have for such deductibles against the City, its officers, agents, or employees.

F. Cancellation. Each policy must state that it may not be canceled, materially modified, or nonrenewed unless the insurance company gives the Chief Development Officer thirty (30) days' advance written notice. Developer shall (and shall contract with each contractor to) give written notice to the Chief Development Officer within five (5) days of the date on which total claims by any party against such person reduce the aggregate amount of coverage below the amounts required by this Agreement. In the alternative, the policy may contain an endorsement establishing a policy aggregate for the particular project or location subject to this Agreement.

G. Subrogation. Each policy must contain an endorsement to the effect that the issuer waives any claim or right of subrogation to recover against the City, its officers, agents, or employees.

H. Primary Insurance Endorsement. Each policy, except Workers' Compensation and Professional Liability (if any), must contain an endorsement that the policy is primary to any other insurance available to the additional insured with respect to claims arising under this Agreement.

I. Liability for Premium. Developer shall pay (or shall contract with contractors to pay) all insurance premiums for coverage required by this Section, and the City shall not be obligated to pay any premiums.

J. Proof of Insurance. Promptly after Developer's acquisition of the Property and from time to time during the term of this Agreement at the request of the Chief Development Officer, Developer shall furnish the Chief Development Officer with certificates of insurance maintained by Developer in accordance with this Section, along with an affidavit from Developer confirming that the certificates accurately reflect the insurance coverage maintained. If requested in writing by the Chief Development Officer, Developer shall furnish the City with certified copies of Developer's actual insurance policies. If Developer does not comply with the requirements of this Section,

the Chief Development Officer, at his or her sole discretion, may (1) suspend performance by the City and the Zone hereunder and begin procedures to terminate this Agreement for default in accordance with Article VII, or (2) purchase the required insurance with City or Zone funds and deduct the cost of the premiums from amounts due to Developer under this Agreement. The City shall never waive or be estopped to assert its right to terminate this Agreement because of its acts or omissions regarding its review of insurance documents.

INDEMNIFICATION AND RELEASE

DEVELOPER SHALL DEFEND, INDEMNIFY, AND HOLD THE CITY AND THE ZONE, THEIR AGENTS, EMPLOYEES, OFFICERS, AND LEGAL REPRESENTATIVES (COLLECTIVELY, THE "INDEMNIFIED PERSONS") HARMLESS FOR ALL CLAIMS, CAUSES OF ACTION, LIABILITIES, FINES, AND EXPENSES (INCLUDING, WITHOUT LIMITATION, ATTORNEYS' FEES, COURT COSTS, AND ALL OTHER DEFENSE COSTS AND INTEREST) FOR INJURY, DEATH, DAMAGE, OR LOSS TO PERSONS OR PROPERTY SUSTAINED IN CONNECTION WITH OR INCIDENTAL TO PERFORMANCE UNDER THIS AGREEMENT, INCLUDING, WITHOUT LIMITATION, THOSE CAUSED BY:

A. DEVELOPER'S AND/OR ITS AGENTS', EMPLOYEES', OFFICERS', DIRECTORS', CONTRACTORS', OR SUBCONTRACTORS' (COLLECTIVELY, "THE DEVELOPER'S") ACTUAL OR ALLEGED NEGLIGENCE OR INTENTIONAL ACTS OR OMISSIONS; AND

B. THE INDEMNIFIED PERSONS' AND DEVELOPER'S ACTUAL OR ALLEGED CONCURRENT NEGLIGENCE, WHETHER OR NOT DEVELOPER IS IMMUNE FROM LIABILITY.

If an Indemnified Person or Developer receives notice of any claim or circumstance which could give rise to an indemnified loss, the receiving Party shall give written notice to the other Party within ten (10) days. The notice must include a description of the indemnification event in reasonable detail, the basis on which indemnification may be due, and the anticipated amount of the indemnified loss. This notice shall not stop or prevent an Indemnified Person from later asserting a different basis for indemnification or a different amount of indemnified loss than that indicated in the initial notice. If an Indemnified Person does not provide this notice within the ten (10) day period, it does not waive any right to indemnification except to the extent that Developer is prejudiced, suffers loss, or incurs expense because of the delay.

Developer shall assume the defense of the claim at its own expense with counsel chosen by it that is reasonably satisfactory to the Indemnified Person. Developer shall then control the defense and any negotiations to settle the claim. Within ten (10) days after receiving written notice of the indemnification request, Developer shall advise the Indemnified Person as to whether or not it will defend the claim. If Developer does not assume the defense, the Indemnified Person shall assume and control the defense, and all defense expenses incurred by it shall constitute an indemnification loss.

If Developer elects to defend a claim, the Indemnified Person may retain separate counsel to participate in (but not control) the defense and to participate in (but not control) any settlement negotiations. Developer may settle the claim without the consent or agreement of the Indemnified Person, unless the settlement (i) would result in injunctive relief or other equitable remedies or otherwise require the Indemnified Person to comply with restrictions or limitations that adversely affect the Indemnified Person; (ii) would require the Indemnified Person to pay amounts that Developer does not fund in full; or (iii) would not result in the Indemnified Person's full and complete release from all liability to the plaintiffs or claimants who are parties to or otherwise bound by the settlement.

DEVELOPER RELEASES EACH INDEMNIFIED PERSON FROM ALL LIABILITY FOR INJURY, DEATH, DAMAGE, OR LOSS TO PERSONS OR PROPERTY SUSTAINED IN CONNECTION WITH OR INCIDENTAL TO PERFORMANCE UNDER THIS AGREEMENT, EVEN IF THE INJURY, DEATH, DAMAGE, OR LOSS IS CAUSED BY THE INDEMNIFIED PERSON'S SOLE OR CONCURRENT NEGLIGENCE AND/OR THE INDEMNIFIED PERSON'S STRICT PRODUCES LIABILITY OR STRICT STATUTORY LIABILITY. DEVELOPER SHALL REQUIRE ALL CONTRACTORS ENGAGED BY IT TO CONSTRUCT PUBLIC IMPROVEMENTS (AND THEIR SUBCONTRACTORS) TO RELEASE AND INDEMNIFY THE INDEMNIFIED PERSONS TO THE SAME EXTENT AND IN SUBSTANTIALLY THE SAME FORM AS ITS RELEASE OF AND INDEMNITY TO THE INDEMNIFIED PERSONS HEREUNDER.

ARTICLE IX
GENERAL PROVISIONS

A. Time of the Essence. Time is of the essence in the performance of this Agreement. The Parties will make every reasonable effort to expedite the subject matters hereof and acknowledge that the successful performance of this Agreement requires their continued cooperation, including, without limitation, subject to Developer's compliance with all applicable laws, expeditiously processing permits and approvals to facilitate Developer's timely procurement of all entitlements required for the Project and the Public Improvements.

B. Notices. Any notice sent pursuant to this Agreement (except as otherwise expressly required) shall be in writing and mailed by U.S. Mail or sent by rapid transmission confirmed by mailing written confirmation at substantially the same time as such rapid transmission, or personally delivered to an officer of the receiving Party at the following addresses:

If to Developer:

East End on the Bayou LP
5599 San Felipe, #911
Houston, TX 77056

Attention: Antonio Padua

With a copy to:

Alejandro Padua
Attorney at Law
Padua Law Firm
5599 San Felipe, #911
Houston, TX 77056

If to the City or the Zone:

Chief Development Officer, Office of the Mayor
City of Houston, Texas
P. O. Box 1562
Houston, Texas 77251-1562

With a copy to:

City Attorney
City of Houston, Texas
900 Bagby, 4th Floor
City Hall Annex
Houston, Texas 77002

Notice shall be deemed to have been received on the date such notice is personally delivered or three (3) days from the date such notice is mailed or sent by rapid transmission. Any Party may change its address by written notice in accordance with this Section. Any communication addressed and mailed in accordance with this Section shall be deemed to be given when so mailed, any notice so sent by rapid transmission shall be deemed to be given when receipt of such transmission is acknowledged, and any communication so delivered in person shall be deemed to be given when received for by, or actually received by, an authorized officer of Developer, the Zone, or the City, as the case may be.

C. Developer Operations and Employees. Developer shall perform its obligations under this Agreement as an independent contractor and not as an employee or agent of the City or the Zone. All personnel supplied or used by Developer in the performance of its obligations hereunder shall be deemed employees or subcontractors of Developer and shall not be considered employees, agents, or subcontractors of the City or the Zone for any purpose whatsoever. As among the City, the Zone, and Developer, Developer, or in the case of subcontracts, the subcontractors, shall be solely responsible for the compensation of all such personnel, for the withholding of income, social security, and other payroll taxes, and for the coverage of all workers' compensation benefits.

D. Amendments and Waivers. Any provision of this Agreement may be amended or waived if such amendment or waiver is in writing and is approved by Developer, the Zone, and the City. No course of dealing on the part of Developer, the

Zone, or the City nor any failure or delay by Developer, the Zone, or the City with respect to exercising any right, power or privilege pursuant to this Agreement shall operate as a waiver thereof, except as otherwise provided in this Section.

E. Severability. In the event that any of the provisions contained in this Agreement shall be held unenforceable in any respect, such unenforceability shall not affect any other provisions of this Agreement and, to that end, all provisions, covenants, agreements or portions of this Agreement are declared to be severable.

F. Successors and Assigns. No Party shall have the right to assign its rights under this Agreement or any interest herein without the prior written consent of the other Parties, except that Developer may assign its rights and responsibilities hereunder to (i) a lending institution of all of Developer's rights hereunder as security for repayment of one or more loans to finance the construction or ownership of any component of the Property, (ii) any related, affiliated or subsidiary entity to which substantially all of its assets, liabilities and its rights to proceed with development of the Project and the Public Improvements are transferred or (iii) any person or entity to which Developer assigns, subleases, or otherwise conveys its interest in the Property, provided that any assignee under (ii) or (iii) agrees in writing to assume Developer's obligations under this Agreement during such assignee's period of ownership. Upon any assignment permitted hereunder, the assigning Developer shall be released from all liability and obligations under this Agreement arising upon or after the effective date of such assignment. Neither the City nor the Zone shall unreasonably withhold its written consent. The City's Chief Development Officer, or his or her designee, may consent to a qualifying assignment under this Section on behalf of the City. The Zone's Chairman of the Board may consent to a qualifying assignment under this Section on behalf of the Zone.

G. Exhibits, Headings, Titles of Articles, Sections and Subsections. The exhibits attached to this Agreement are incorporated herein and shall be considered a part of this Agreement for the purposes stated herein, except that in the event of any conflict between any of the provisions of such exhibits and the provisions of this Agreement, the provisions of this Agreement shall prevail. All titles or headings are only for the convenience of the Parties and shall not be construed to have any effect or meaning as to the agreement among the Parties hereto. Any reference herein to a section or subsection shall be considered a reference to such section or subsection of this Agreement unless otherwise stated. Any reference herein to an exhibit shall be considered a reference to the applicable exhibit attached hereto unless otherwise stated.

H. Applicable Law. This Agreement is a contract made under and shall, be construed in accordance with and governed by the laws of the United States of America and the State of Texas, and any actions concerning this Agreement shall be brought in either the State Courts of Harris County, Texas, or the United States District Court for the Southern District of Texas.

I. Entire Agreement. This Agreement represents the final agreement among the Parties and may not be contradicted by evidence of prior, contemporaneous, or

subsequent oral agreements of the Parties. There are no unwritten oral agreements among the Parties.

J. Approval by the Parties. Whenever this Agreement requires or permits approval or consent to be hereafter given by any of the Parties, the Parties agree that such approval or consent shall not be unreasonably withheld or delayed.

K. Interpretation. This Agreement has been jointly negotiated by the Parties and shall not be construed against a Party because that Party may have assumed primary responsibility for the drafting of this Agreement.

L. Conflicts with Ordinances. The Parties agree that, in the event of a conflict between the provisions of this Agreement and any City ordinance or regulation by any other agency over which the City has control, whether heretofore or hereafter adopted, the provisions of this Agreement shall govern matters addressed by this Agreement.

M. Counterparts. This Agreement may be executed in several counterparts, each of which shall be an original and all of which shall constitute but one and the same agreement.

N. Estoppel Certificates. Within fifteen (15) business days after a written request from time to time by Developer, but at no charge for only the first two (2) requests in any calendar year, the City and the Zone shall execute and deliver a letter certifying that this Agreement is in full force and effect without an Event of Default or notice of failure to perform under this Agreement (or if an Event of Default exists or a notice of failure to perform under this Agreement has been given, the nature of the Event of Default or failure, and curative action which should be undertaken to cure same), the remaining term of this Agreement, the amount paid and/or subject to payment to Developer under this Agreement, and such other matters related to this Agreement as may be reasonably requested by Developer. After the second such request in a calendar year, the City may charge a reasonable fee, not to exceed $1000.00 per letter.

O. Acquisition of the Property by Developer. If Developer has not acquired the Property by December 31, 2014, either Developer or the City may terminate this Agreement upon at least ten (10) days prior written notice of termination to the other Parties; and upon such termination, none of the Parties shall have any further obligation or liability hereunder (other than with respect to obligations hereunder that expressly survive the termination of this Agreement).

[EXECUTION PAGE FOLLOWS]

IN TESTIMONY OF WHICH this instrument has been executed in multiple counterparts, each of equal dignity and effect, on behalf of the Developer, the Zone, and the City, effective as of the Effective Date defined herein.

CITY:

CITY OF HOUSTON, a Texas home-rule municipal corporation

_____
Mayor

ATTEST/SEAL:

_____
City Secretary

COUNTERSIGNED:

_____
City Controller

Approved:

_____
Chief Development Officer

APPROVED AS TO FORM:

_____
Steven Kirkland
Senior Assistant City Attorney

DEVELOPER:

East End on the Bayou, L.P.

By: Mako, LLC, General Partner

By: _____

Name: Antonio Padua

Title: Manager

Date: 8/18/14

ZONE:

Reinvestment Zone Number Twenty-Three, City of Houston, Texas

By: _____

Name: _____

Title: _____

Date: 11-18-14

ATTEST:

By: _____

Name: _____

Title: _____

Date: 11/6/2014

EXHIBIT A

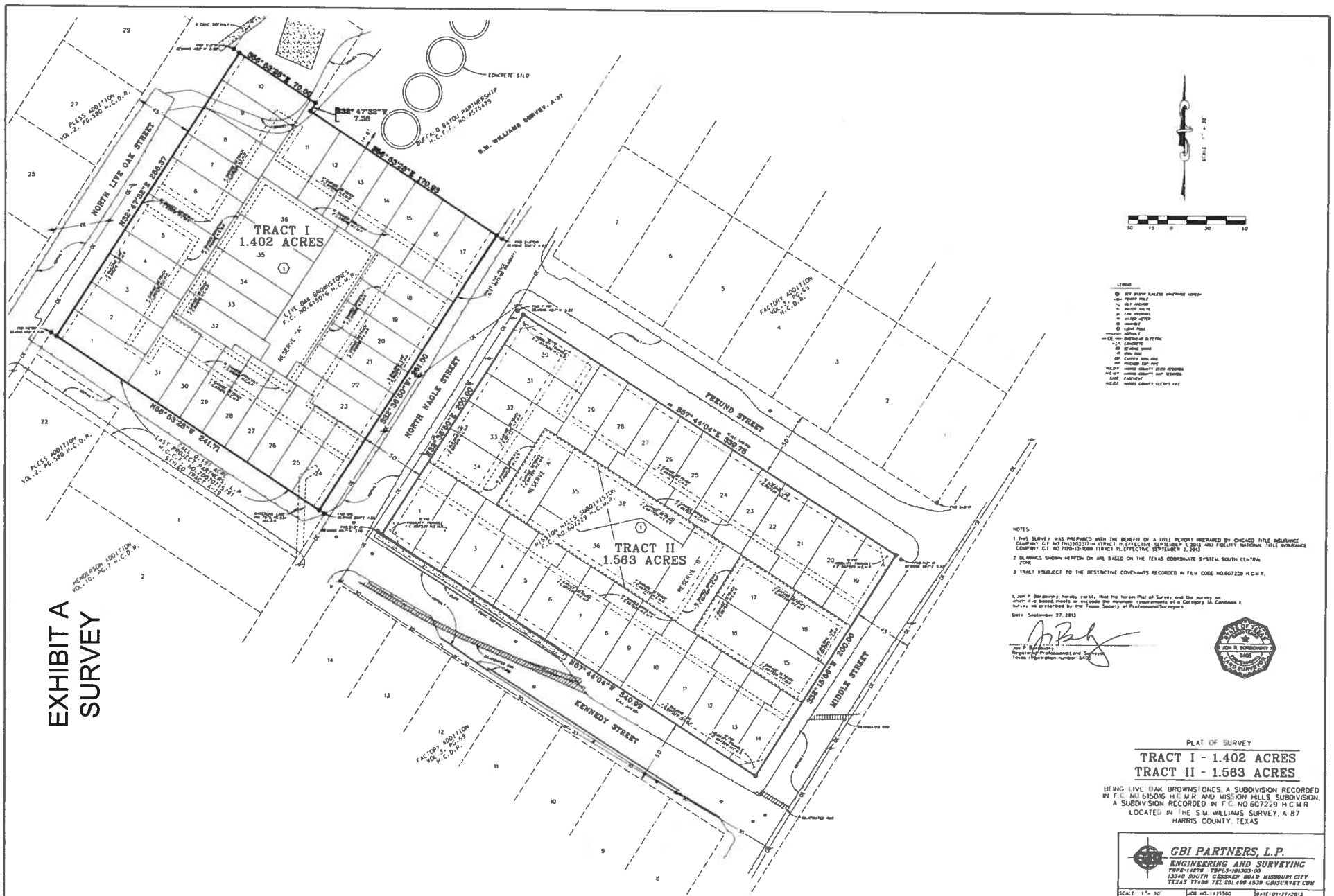
DESCRIPTION OF PROPERTY

EXHIBIT A
Legal Description

Tract I:
All of Lots 1 through 38, inclusive, and all of Restricted Reserves "A" and "B" of MISSION HILLS SUBDIVISION, which aggregates all of said subdivision, a subdivision in Harris County, Texas, according to the map or plat thereof recorded at Film Code No. 607229 of the Map Records of Harris County, Texas.

Tract II:
All of LIVE OAK BROWNSTONES, according to the map or plat thereof recorded in Film Code No. 615016 of the Map Records, Harris County, Texas.

(Tracts I and II will be re-platted, and the new legal description will be automatically substituted herein upon recordation of the plat or plats)



NOTES

1. THIS SURVEY WAS PREPARED WITH THE BENEFIT OF A TITLE REPORT PREPARED BY CHICAGO TITLE INSURANCE COMPANY G.F. NO. TH13202317-H (TRACT I) EFFECTIVE SEPTEMBER 3, 2013 AND FIDELITY NATIONAL TITLE INSURANCE COMPANY G.F. NO. 7099-13-1080 (TRACT II), EFFECTIVE SEPTEMBER 3, 2013
2. BEARINGS SHOWN HEREON ON ARE BASED ON THE TEXAS COORDINATE SYSTEM, SOUTH CENTRAL ZONE
3. TRACT II SUBJECT TO THE RESTRICTIVE COVENANTS RECORDED IN FILM CODE NO. 607229 H.C.M.R.

I, Jon P. Borsbowry, hereby certify, that the herein Plat of Survey and the survey on which it is based, meets or exceeds the minimum requirements of a Category 1A, Condition II, survey as prescribed by the Texas Society of Professional Surveyors

Date: September 27, 2013

Jon P. Borsbowry
Registered Professional Land Surveyor
Texas Registration number 5408

PLAT OF SURVEY

TRACT I - 1.402 ACRES
TRACT II - 1.563 ACRES

BEING LIVE OAK BROWNSTONES, A SUBDIVISION RECORDED IN F.C. NO. 615016 H.C.M.R. AND MISSION HILLS SUBDIVISION, A SUBDIVISION RECORDED IN F.C. NO. 607229 H.C.M.R.
LOCATED IN THE S.M. WILLIAMS SURVEY, A-87
HARRIS COUNTY, TEXAS

GBI PARTNERS, L.P.
ENGINEERING AND SURVEYING
TBPE#14279 TBPLS#101300-00
13548 SOUTH GESSNER 2048 MISSOURI CITY
TEXAS 77489 TEL 281 499 4539 GBISURVEY.COM

SCALE: 1" = 30'	JOB NO. 113560	DATE: 09/27/2013
CREW CHIEF:	FIELD BOOK:	DGN. NO.

EXHIBIT B

LIST OF PUBLIC IMPROVEMENTS – PHASE 1

LIST OF PUBLIC IMPROVEMENTS – PHASE 2

EXHIBIT B-1
OFFSITE IMPROVEMENTS- SECTION 1

TIRZ Costs in Connection with East End on the Bayou Development, Section 1

PRELIMINARY CONSTRUCTION COST ESTIMATE
April 4, 2014

Item N	Item Description	Quantity	Unit	Unit Price	Cost
001	**OFFSITE WATER DISTRIBUTION SYSTEM**				
A.	8" C-900 Water Line	638	LF	$30.00	$19,140.00
B.	Tie into Existing Water Line	2	EA	$750.00	$1,500.00
C.	8" x 8" Tapping Sleeve and Valve	2	EA	$1,500.00	$3,000.00
D.	8" Gate Valve and Box	2	EA	$1,000.00	$2,000.00
E.	Fire Hydrant	2	EA	$1,000.00	$2,000.00
F.	3/4" Service Leads	37	EA	$500.00	$18,500.00
G.	Water Meter	37	EA	$200.00	$7,400.00
	TOTAL WATER DISTRIBUTION SYSTEM				**$53,540.00**
002	**OFFSITE WASTEWATER COLLECTION SYSTEM**				
A.	8" SDR-26 Sanitary Sewer	218	LF	$60.00	$13,080.00
B.	Sanitary Sewer Lead with Clean Out	37	EA	$500.00	$18,500.00
C.	Core drilled Connection to Manhole using Resilient / Flexible Water tight Connectors	1	EA	$1,500.00	$1,500.00
D.	COH Sanitary Sewer Manhole	2	EA	$1,500.00	$3,000.00
	TOTAL WASTEWATER COLLECTION SYSTEM				**$36,080.00**
003	**OFFSITE STORM WATER COLLECTION SYSTEM**				
A.	24" RCP Storm Sewer	649	LF	$60.00	$38,940.00
B.	Type "BB" Inlet	4	EA	$1,500.00	$6,000.00
C.	Type "A" Inlet	7	EA	$1,500.00	$10,500.00
D.	Connect to Existing Storm Sewer Manhole	1	EA	$750.00	$750.00
E.	Storm Sewer Manhole	1	EA	$1,500.00	$1,500.00
F.	Extra Depth for Manhole (greater than 8')	5	VF	$100.00	$500.00
	TOTAL WASTEWATER COLLECTION SYSTEM				**$58,190.00**
004	**LANDSCAPING AND HARDSCAPING ALONG PERMITER, RIGHT OF WAYS AND PARK AREAS**				
A.	Metal Fence along Property / ROW line	1,000	LF	$28.00	$28,000.00
B.	Gate operators (sliding gates to meet fire department codes)	5	EA	$7,500.00	$37,500.00
C.	Landscaping on ROW, Perimeters, and BBP Park, Pedestrian Gates	1	LS	$20,000.00	$20,000.00
D.	Sidewalks on public right of way (~ included in Offsite Paving Budget)	0	N/A	$0.00	$0.00
	LANDSCAPING AND HARDSCAPING				**$85,500.00**
005	**OFFSITE ROAD IMPROVEMENTS BY DEVELOPER***				
A.	Phase I *	1	LS	$223,933.33	$223,933.33
	OFFSITE ROAD IMPROVEMENTS				**$223,933.33**
	* Please refer to Engineer's Preliminary Construction Estimates for more detail and to map for visual representation of the various phases.				
006	**ENVIRONMENTAL AND GEOTECHNICAL**				
A.	SWPPP Reinforced Filter Fabric Fence with Steel Fence Posts and 2-Inch x 4-Inch, 12-Gauge Galvanized Welded Wire Mesh **(installation and maintenance)** on Sections 1	1,080	LF	$2.50	$2,700.00
B.	Stabilized Construction Exit on Sections 1	1	EA	$1,000.00	$1,000.00

EXHIBIT B-1
OFFSITE IMPROVEMENTS- SECTION 1

Item N	Item Description	Quantity	Unit	Unit Price	Cost
C.	Inlet/Catch Basin Storm Sewer Protection Barriers on sections 1	11	EA	$150.00	$1,650.00
D.	Storm Water Pollution Prevention Plan Compliance (including SWPPP implementation, performing project site inspections, completing inspection reports, filing notices, posting permits, certificates and notices, installation of new control measures, maintenance of existing control measures, etc.)	1	LS	$5,000.00	$5,000.00
E.	Phase I Environmental Site Assessments, Soils Studies, Geotechnical Reports, Construction Materials Testing,	1	EACH	$15,000.00	$5,000.00
	Total Environmental and Geotechnical				**$15,350.00**
007	**WATER AND WASTEWATER IMPACT CONNECTION FEES**				
A.	Section 1 *	37	EA	$1,798.54	$66,545.98
	TOTAL WASTEWATER COLLECTION SYSTEM				**$66,545.98**
	* Based on current City of Houston rates for Impact fees				
008	**TIRZ AGREEMENTS AND CONSULTING**				
A.	TIRZ packaging, consulting, coordination, legal, development agreement, etc.	1	LS	$25,000.00	$25,000.00
B.	Miscellanrious administrative costs	1	LS	$5,000.00	$5,000.00
	TOTAL WASTEWATER COLLECTION SYSTEM				**$30,000.00**
	PRELIMINARY CONSTRUCTION COST ESTIMATE				
001	**Offsite Water Distribution System**				**$53,540.00**
002	**Offsite Wastewater Collection System**				**$36,080.00**
003	**Offsite Stormwater Collection Improvements**				**$58,190.00**
004	**Landscaping and Hardscaping**				**$85,500.00**
005	**Offsite Road Improvements by Developer**				**$223,933.33**
	Sub-Total Construction				**$457,243.33**
	Contingencies (20%)				$91,448.67
	Total Construction				**$548,692.00**
	Engineering & Inspection (12%)				$65,843.04
	Surveying/Staking i.e. Topo, Control, Construction Staking				$10,973.84
	Material Testing				$10,973.84
	Landplanning, Platting and Permitting on Sections 1				$12,000.00
006	**Environmental and Geotechnical**				**$15,350.00**
007	**Water and Wastewater Impact Fees**				**$66,545.98**
008	**TIRZ AGREEMENTS**				**$30,000.00**
	TOTAL PRELIMINARY CONSTRUCTION COST ESTIMATE				**$760,378.70**

EXHIBIT B-2
OFFSITE IMPROVEMENTS- SECTION 2

TIRZ Costs in Connection with East End on the Bayou Development, Section 2

PRELIMINARY CONSTRUCTION COST ESTIMATE
January 23, 2014

Item N	Item Description	Quantity	Unit	Unit Price	Cost
001	**OFFSITE WATER DISTRIBUTION SYSTEM**				
A.	8" x 8" Tapping Sleeve and Valve - Phase Two	2	EA	$1,500.00	$3,000.00
B.	8" Gate Valve and Box - Phase Two	3	EA	$1,000.00	$3,000.00
C.	8-Inch C-900 PVC Water Line - Phase Two	250	LF	$30.00	$15,200.00
D.	Fire Hydrant including appurtenances - Two	4	EA	$2,000.00	$2,000.00
	TOTAL WATER DISTRIBUTION SYSTEM				**$23,200.00**
002	**OFFSITE WASTEWATER COLLECTION SYSTEM**				
A.	8-Inch SDR-26, PVC Sanitary Sewer - Phase Two	150	LF	$60.00	$9,000.00
B.	Core Drilled Connection to Manhole using Resilient/ Flexible Water Tight Connectors - Phase Two	1	EA	$1,500.00	$1,500.00
C.	Sanitary Sewer MH - Phase Two	1	EA	$1,500.00	$1,500.00
	TOTAL WASTEWATER COLLECTION SYSTEM				**$10,500.00**
003	**LANDSCAPING AND HARDSCAPING ALONG PERMITER, RIGHT OF WAYS AND PARK AREAS**				
A.	Metal Fence along Property / ROW line	1,000	LF	$30.00	$30,000.00
B.	Gate operators (sliding gates to meet fire department codes)	2	EA	$10,000.00	$20,000.00
C.	Landscaping on ROW, Perimeters, and BBP Park	1	LS	$25,000.00	$25,000.00
D.	Sidewalks on public right of way (~2500 LF included in Offsite Paving Budget)	0	N/A	$0.00	$0.00
	LANDSCAPING AND HARDSCAPING				**$75,000.00**
004	**ENVIRONMENTAL AND GEOTECHNICAL**				
A.	SWPPP Reinforced Filter Fabric Fence with Steel Fence Posts and 2-Inch x 4-Inch, 12-Gauge Galvanized Welded Wire Mesh **(Installation and maintenance)** on Sections 2	2,500	LF	$2.50	$6,250.00
B.	Stabilized Construction Exit on Sections 2	1	EA	$1,000.00	$1,000.00
C.	Inlet/Catch Basin Storm Sewer Protection Barriers on sections 2	3	EA	$150.00	$450.00
D.	Street Cleaning	2	EA	$750.00	$1,500.00
E.	Storm Water Pollution Prevention Plan Compliance (including SWPPP implementation, performing project site inspections, completing inspection reports, filing notices, posting permits, certificates and notices, installation of new control measures, maintenance of existing control measures, etc.)	1	LS	$5,000.00	$5,000.00
F.	Phase I Environmental Site Assessments, Soils Studies, Geotechnical Reports, Construction Materials Testing	1	EACH	$10,000.00	$10,000.00
	Total Environmental and Geotechnical				**$24,200.00**
005	**OFFSITE ROAD IMPROVEMENTS BY DEVELOPER***				
A.	Phase II	1	LS	$178,162.90	$126,357.00
	OFFSITE ROAD IMPROVEMENTS				**$126,357.00**
	* Please refer to Engineer's Preliminary Construction Estimates for more detail and to map for visual representation of the various phases. These values include soft and hard costs and contingencies.				
	** Acquisition Cost				
006	**WATER AND WASTEWATER IMPACT CONNECTION FEES**				
A.	Section 2	36	EA	$1,798.54	$64,747.44

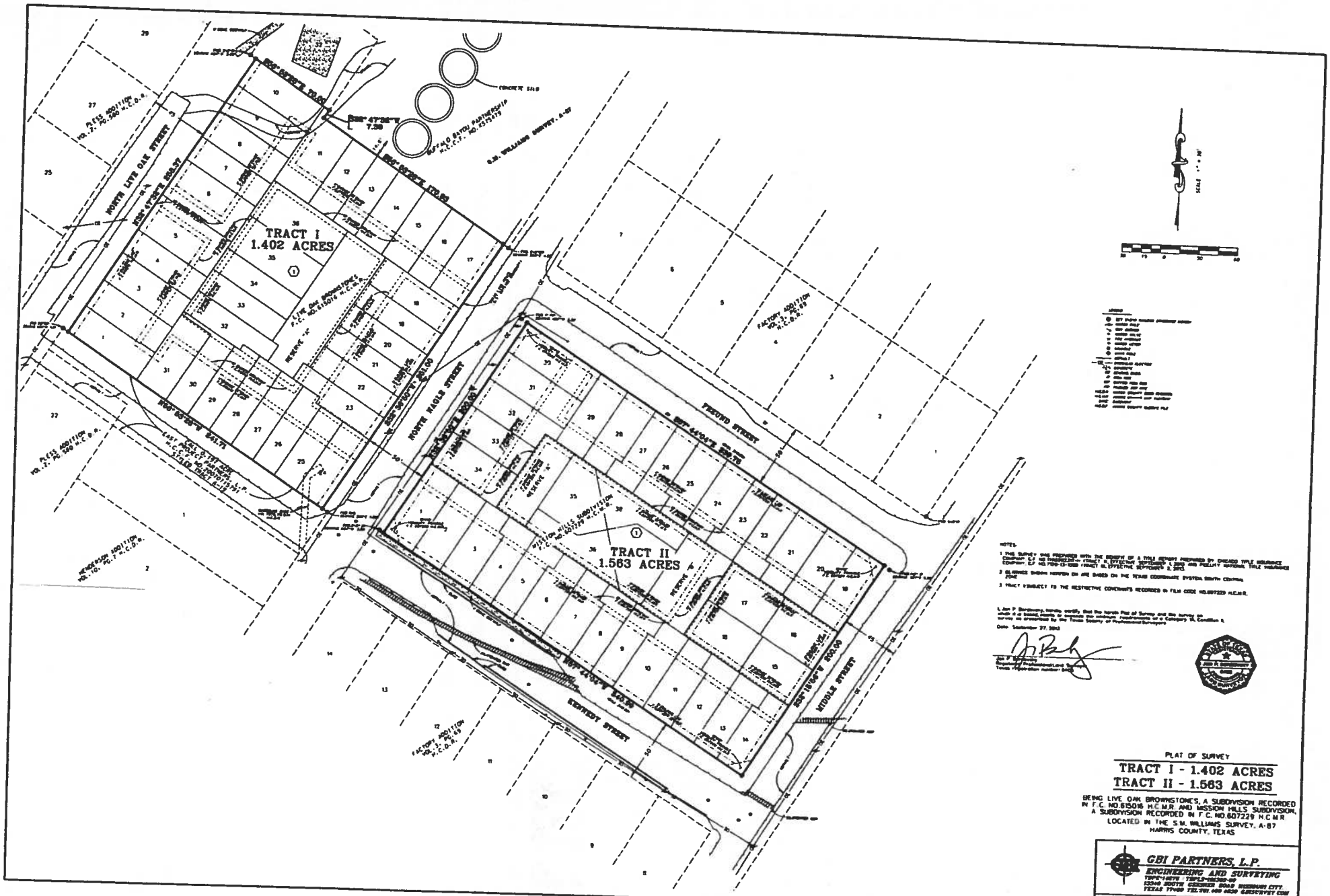
EXHIBIT B-2
OFFSITE IMPROVEMENTS- SECTION 2

Item N	Item Description	Quantity	Unit	Unit Price	Cost
	TOTAL WASTEWATER COLLECTION SYSTEM				**$64,747.44**
007	**TIRZ AGREEMENTS AND CONSULTING**				
A.	Miscellanrious administrative costs	1	LS	$5,000.00	$5,000.00
	TOTAL TIRZ ADMIN COSTS				**$5,000.00**
	PRELIMINARY CONSTRUCTION COST ESTIMATE				
001	**Offsite Water Distribution System**				**$23,200.00**
002	**Offsite Wastewater Collection System**				**$10,500.00**
003	**Landscaping and Hardscaping**				**$75,000.00**
004	**Environmental and Geotechnical**				**$24,200.00**
005	**Offsite Road Improvements by Developer**				**$126,357.00**
	Sub-Total Construction				**$259,257.00**
	Contingencies (20%)				$51,851.40
	Total Construction				**$311,108.40**
	Engineering & Inspection (12%)				$37,333.01
	Surveying/Staking i.e. Topo, Control, Construction Staking				$20,000.00
	Material Testing				$20,000.00
	Landplanning, Platting and Permitting on Sections 2				$19,500.00
006	**Water and Wastewater Impact Fees**				**$64,747.44**
007	**TIRZ AGREEMENTS**				**$5,000.00**
	TOTAL PRELIMINARY CONSTRUCTION COST ESTIMATE				**$477,688.85**

EXHIBIT C

PROJECT SITE PLAN

[*follows this cover page*]



NOTES:

1. THIS SURVEY WAS PREPARED WITH THE BENEFIT OF A TITLE REPORT PREPARED BY CHICAGO TITLE INSURANCE COMPANY G.F. NO.7500012-01-1050 / EFFECTIVE SEPTEMBER 1, 2012 AND PRELIMINARY NATIONAL TITLE INSURANCE COMPANY G.F. NO.7500-12-1050 / EFFECTIVE SEPTEMBER 5, 2012.
2. BEARINGS SHOWN HEREON ARE BASED ON THE TEXAS COORDINATE SYSTEM SOUTH CENTRAL ZONE.
3. TRACT SUBJECT TO THE RESTRICTIVE COVENANTS RECORDED IN FILM CODE NO.549722 H.C.M.R.

I, Jon P. Brownson, hereby certify that the herein Plat of Survey and the survey on which it is based, were made by me or under my supervision, in accordance with the minimum requirements of a Category 1A, Condition II Survey as promulgated by the Texas Society of Professional Surveyors.

Date: September 27, 2013

Jon P. Brownson
Registered Professional Land Surveyor
Texas Registration Number 5486

PLAT OF SURVEY

TRACT I - 1.402 ACRES
TRACT II - 1.563 ACRES

BEING LIVE OAK BROWNSTONES, A SUBDIVISION RECORDED IN F.C. NO.615016 H.C.M.R. AND MISSION HILLS SUBDIVISION, A SUBDIVISION RECORDED IN F.C. NO.607229 H.C.M.R.
LOCATED IN THE S.M. WILLIAMS SURVEY, A-87
HARRIS COUNTY, TEXAS

GBI PARTNERS, L.P.
ENGINEERING AND SURVEYING
TBPE#14676 TBPLS#100360-00
12345 JONES ROAD SUITE 200 HOUSTON CITY
TEXAS 77070 TEL 281 469 4828 GBISURVEY.COM

SCALE: 1" = 30'	JOB NO.: 1129.000	DATE: 09/27/2013
CREW CHIEF:	FIELD BOOK:	DWG. NO.

IN TESTIMONY OF WHICH this instrument has been executed in multiple counterparts, each of equal dignity and effect, on behalf of the Developer, the Zone, and the City, effective as of the Effective Date defined herein.

CITY:

CITY OF HOUSTON, a Texas home-rule municipal corporation

_____
Mayor

ATTEST/SEAL:

_____
City Secretary

COUNTERSIGNED:

_____
City Controller

Approved:

_____
Chief Development Officer

APPROVED AS TO FORM:

_____
Steven Kirkland
Senior Assistant City Attorney

DEVELOPER:

East End on the Bayou, L.P.

By: Mako, LLC, General Partner

By: _____

Name: Antonio Padua

Title: Manager

Date: 8/18/14

ZONE:

Reinvestment Zone Number Twenty-Three, City of Houston, Texas

By: _____

Name: _____

Title: _____

Date: 11-6-14

ATTEST:

By: _____

Name: _____

Title: _____

Date: 11/6/2014

IN TESTIMONY OF WHICH this instrument has been executed in multiple counterparts, each of equal dignity and effect, on behalf of the Developer, the Zone, and the City, effective as of the Effective Date defined herein.

CITY: CITY OF HOUSTON, a Texas home-rule municipal corporation _____ Mayor ATTEST/SEAL: _____ City Secretary **COUNTERSIGNED:** _____ City Controller Approved: _____ Chief Development Officer APPROVED AS TO FORM: _____ Steven Kirkland Senior Assistant City Attorney	**DEVELOPER:** East End on the Bayou, L.P. By: Mako, LLC, General Partner By: _____ Name: Antonio Padua Title: Manager Date: 8/18/14 **ZONE:** Reinvestment Zone Number Twenty-Three, City of Houston, Texas By: _____ Name: _____ Title: _____ Date: 11-6-14 ATTEST: By: _____ Name: _____ Title: _____ Date: 11/6/2014

IN TESTIMONY OF WHICH this instrument has been executed in multiple counterparts, each of equal dignity and effect, on behalf of the Developer, the Zone, and the City, effective as of the Effective Date defined herein.

CITY:

CITY OF HOUSTON, a Texas home-rule municipal corporation

_____
Mayor

ATTEST/SEAL:

_____
City Secretary

COUNTERSIGNED:

_____
City Controller

Approved:

_____
Chief Development Officer

APPROVED AS TO FORM:

_____
Steven Kirkland
Senior Assistant City Attorney

DEVELOPER:

East End on the Bayou, L.P.

By: Mako, LLC, General Partner

By: _____

Name: Antonio Padua

Title: Manager

Date: 8/18/14

ZONE:

Reinvestment Zone Number Twenty-Three, City of Houston, Texas

By: _____

Name: _____

Title: _____

Date: 11/6/14

ATTEST:

By: _____

Name: _____

Title: _____

Date: 11/6/2014

IN TESTIMONY OF WHICH this instrument has been executed in multiple counterparts, each of equal dignity and effect, on behalf of the Developer, the Zone, and the City, effective as of the Effective Date defined herein.

CITY:

CITY OF HOUSTON, a Texas home-rule municipal corporation

_____
Mayor

ATTEST/SEAL:

_____
City Secretary

COUNTERSIGNED:

_____
City Controller

Approved:

_____
Chief Development Officer

APPROVED AS TO FORM:

_____
Steven Kirkland
Senior Assistant City Attorney

DEVELOPER:

East End on the Bayou, L.P.

By: Mako, LLC, General Partner

By: _____

Name: Antonio Padua

Title: Manager

Date: 8/18/14

ZONE:

Reinvestment Zone Number Twenty-Three, City of Houston, Texas

By: _____

Name: _____

Title: _____

Date: 11-6-14

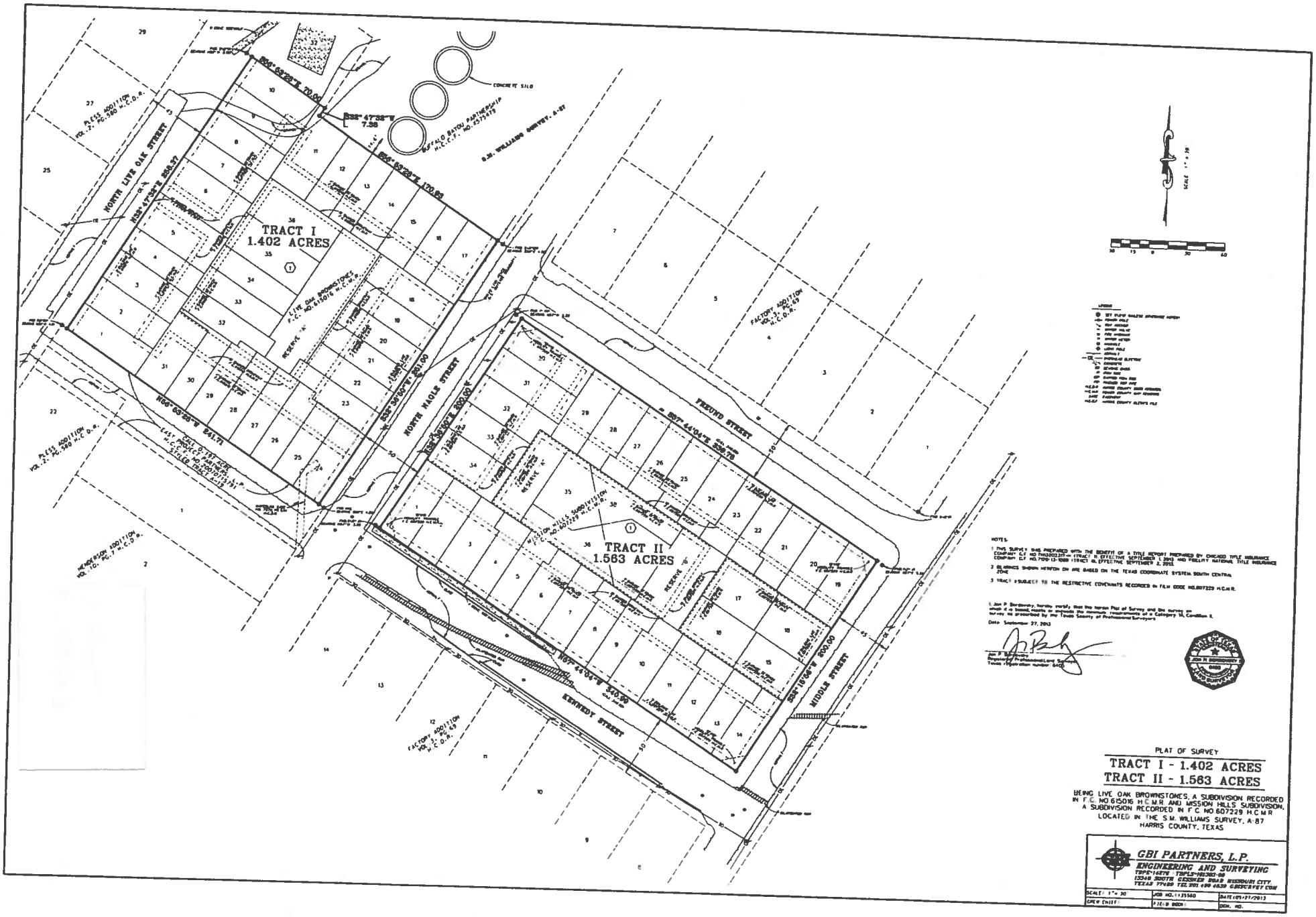
ATTEST:

By: Zoloair M. Braga

Name: _____

Title: _____

Date: 11/6/2014


TRACT I
1.402 ACRES
TRACT II
1.563 ACRES
NORTH LIVE OAK STREET
NORTH EAGLE STREET
MIDDLE STREET
FREUND STREET
KENNEDY STREET
LIVE OAK BROWNSTONES
F.C. NO. 615016 H.C.M.R.
MISSION HILLS SUBDIVISION
F.C. NO. 607229 H.C.M.R.
PLESS ADDITION
VOL. 2, PG. 580 H.C.D.R.
FACTORY ADDITION
VOL. 3, PG. 69
H.C.D.R.
BUFFALO BAYOU PARTNERSHIP
H.C.C.F. NO. 2575419
S.M. WILLIAMS SURVEY, A-87
SCALE 1" = 30'
NOTES:
1 THIS SURVEY WAS PREPARED WITH THE BENEFIT OF A TITLE REPORT PREPARED BY CHICAGO TITLE INSURANCE COMPANY G.F. NO 7453902339-HTRACT I EFFECTIVE SEPTEMBER 1, 2013 AND FIDELITY NATIONAL TITLE INSURANCE COMPANY G.F. NO. 7090-13-1888 (TRACT II) EFFECTIVE SEPTEMBER 2, 2013.
2 BEARINGS SHOWN HEREON ARE BASED ON THE TEXAS COORDINATE SYSTEM SOUTH CENTRAL ZONE
3 TRACT I SUBJECT TO THE RESTRICTIVE COVENANTS RECORDED IN FILM CODE NO.607229 H.C.M.R.
I, Jon P. Brockwell, hereby certify that this hereon Plat of Survey and the survey on which it is based, meets or exceeds the minimum requirements of a Category 1A, Condition II survey as prescribed by the Texas Society of Professional Surveyors
Date: September 27, 2013
Jon P. Brockwell
Registered Professional Land Surveyor
Texas Registration Number 6460
JON P. BROCKWELL
6460
REGISTERED
LAND SURVEYOR
PLAT OF SURVEY
TRACT I - 1.402 ACRES
TRACT II - 1.563 ACRES
BEING LIVE OAK BROWNSTONES, A SUBDIVISION RECORDED IN F.C. NO 615016 H.C.M.R. AND MISSION HILLS SUBDIVISION, A SUBDIVISION RECORDED IN F.C. NO 607229 H.C.M.R
LOCATED IN THE S.M. WILLIAMS SURVEY, A-87
HARRIS COUNTY, TEXAS
GBI PARTNERS, L.P.
ENGINEERING AND SURVEYING
TBPE#14278 TBPLS#10030-08
13349 SOUTH GESSNER ROAD MISSOURI CITY, TEXAS 77489 TEL 281.499.4539 GBISURVEY.COM
SCALE: 1" = 30'
JOB NO. 1135560
DATE: 09/27/2013
CREW CHIEF:
FIELD BOOK:
DOC. NO.

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District E

Item Creation Date: 11/18/2014

PLN-Townsen Disannexation MC MUD No. 118

Agenda Item#: 43.

Summary:
ORDINANCE disannexing approximately 896 acres of undeveloped land in in the vicinity of **SPRING CREEK** and **TOWNSEN BOULEVARD** within the municipal boundaries of the City of Houston in Harris and Montgomery Counties, Texas - **DISTRICT E - MARTIN**

Background:
Upon request from the property owner, and the fulfillment of the terms of a development agreement, the Planning and Development Department is recommending the disannexation of approximately 896 acres of undeveloped land in Northeast Houston in the vicinity of Spring Creek in Council District E. The property owner has agreed to immediately enter into a Strategic Partnership Agreement (SPA) with the City of Houston once the area is disannexed. Following this disannexation on the agenda will be an ordinance for the creation of the district, followed by the annexation of approximately 21 acres of land into the district (part of the disannexation area). The SPA between the City and MC MUD No. 118 will follow these items along with several other SPAs on the same agenda.

Prior Council Action:
December 12, 2012; Ordinance No. 2012-1056

Amount of Funding:
N/A

Contact Information:
Nicole Smothers - PD - 713-837-7856

ATTACHMENTS:

	Description	Type
	RCA	Backup Material
	MC MUD 118 Disannexation Ord	Ordinance/Resolution/Motion

TO: Mayor via City Secretary **REQUEST FOR COUNCIL ACTION**

SUBJECT: Ordinance disannexing approximately 896 acres from the City of Houston's corporate boundaries	**Category** #	**Page** 1 of 1	**Agenda Item** #

FROM (Department or other point of origin): Planning and Development	**Origination Date** November 14, 2014	**Agenda Date** December 3, 2014
DIRECTOR'S SIGNATURE:	**Council District affected:** E	
For additional information contact: Nicole Smothers **Phone:** 713-837-7856	**Date and identification of prior authorizing Council action:** Ord. No. 2012-1056	

RECOMMENDATION: (Summary)
That council pass an ordinance disannexing approximately 896 acres of land from the City of Houston's corporate boundaries

Amount and Source of Funding:	**Finance Budget:**

SPECIFIC EXPLANATION:
Upon request from the property owner, and the fulfillment of the terms of a development agreement, the Planning and Development Department is recommending the disannexation of approximately 896 acres of undeveloped land in Northeast Houston in the vicinity of Spring Creek in Council District E. The property is comprised of two tracts of land, each greater than 3 acres, undeveloped and contiguous to the municipal boundary of the City of Houston. This property makes up what is to be known as Montgomery County MUD No. 118 (MC MUD No. 118) and will become a part of the ETJ of the City of Houston upon disannexation. A Development Agreement was entered into by the City and the developers in 2012 (Ord. No. 2012-1056) which stated in pertinent part that the City would disannex the area if the developer took certain actions. The developer has since taken those actions.

The parcels considered for disannexation are a part of a proposed master planned community currently referred to as the Townsen Bridge Development. MC MUD No. 118 makes up the southernmost portion of the development which will ultimately be comprised of five MUDs, all located within the ETJ of the City of Houston.

The property owner has agreed to immediately enter into a Strategic Partnership Agreement (SPA) with the City of Houston once the area is disannexed. Under that agreement, the City will receive one half of up to 2% of the sales tax collected within the district depending on availability. Once the land is fully developed the city will also have the option to annex the area back into the full purpose city boundaries. When the development is complete, it is expected to have a taxable value of approximately $800,000,000 in MC MUD No. 118 alone, most in the form of ad valorem taxes on single family residential units.

The Public Works and Engineering Department's Public Utilities Division has no objection to this release. The disannexation of these tracts will not impair the city's ability to annex any other territory in the vicinity, nor will it have a negative impact on revenue to the City given that the area will be included in an SPA upon disannexation. This disannexation will not impair the City of Houston's mobility in the present or in the future.

Following this disannexation on the agenda will be an ordinance for the creation of the district, followed by the annexation of approximately 21 acres of land into the district (part of the disannexation area). The SPA between the City and MC MUD No. 118 will follow these items along with several other SPAs on the same agenda.

cc: Marta Crinejo
Kelly Dowe
Sameera Mahendru
Anna Russell

REQUIRED AUTHORIZATION		
Finance Director:	**Other Authorization:**	**Other Authorization:**

City of Houston, Texas, Ordinance No. _____

AN ORDINANCE DISANNEXING APPROXIMATELY 896 ACRES OF UNDEVELOPED LAND IN THE VICINITY OF SPRING CREEK AND TOWNSEN BLVD. WITHIN THE MUNICIPAL BOUNDARIES OF THE CITY OF HOUSTON IN HARRIS AND MONTGOMERY COUNTIES, TEXAS; CONTAINING FINDINGS AND OTHER PROVISIONS RELATING TO THE FOREGOING SUBJECT; PROVIDING FOR SEVERABILITY; AND DECLARING AN EMERGENCY.

* * * * *

WHEREAS, the Developer entered into an agreement approved by Ordinance 2012-1056 and countersigned on December 12, 2012 which approved a restrictive covenant and contemplated a disannexation, creation of municipal utility districts, consent by the City to create such districts and strategic partnership agreements in substantially similar terms with the Related Districts; and

WHEREAS the Developer desires (i) the disannexation of the portion of the Property within the City's corporate limits together with the Additional Property from the general purpose boundaries of the City, and (ii) the City's consent to the creation of Montgomery County Municipal Utility District No. 118 (District 118) and the inclusion of the Additional Property into District 118; and

WHEREAS conditions precedent to the City's consideration of such annexation matters the Developer delivered to the City the Restrictive Covenants in accordance with Section 3.03 of this Agreement, and (ii) provided a Resolution of the Board of Directors of District 118 in support of executing a strategic partnership agreement by District 118, providing for the limited purpose and subsequent full purpose annexation of the Districts and consenting to and joining in the Developer's petitions described in the recitals of this Agreement; and

WHEREAS, the City filed the Declaration of Restriction made on June 10, 2014, which includes a restriction against the construction of a flood protection levee on the property with District 118 and Related Districts in the Real Property records of Montgomery County on September 26, 2014; and

WHEREAS the City will disannex the District 118 Property and the Additional Property immediately followed by the consenting to the creation of District 118 and to the inclusion of the Additional Property into District 118; and

WHEREAS, the City is interested in entering into such Strategic Partnership Agreement with the District and annexing the area for limited purposes subsequent to its consent to the creation and organization of District 118 and the organization of the other Districts; and

WHEREAS, in accordance with Section 43.145 of the Texas Local Government Code the City of Houston is authorized to disannex an area from its general-purpose boundaries by

ordinance if the area is at least three contiguous acres; the area is unimproved; and the area adjoins the City's boundaries; and

WHEREAS, the Department of Planning and Development of the City of Houston has recommended that such area located within the City's current boundaries be disannexed pursuant to Section 43.145 of the Local Government Code;

NOW, THEREFORE,

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

Section 1. The findings set forth in the preamble of this Ordinance are determined to be true and correct and are hereby adopted.

Section 2. The City of Houston hereby disannexes a certain area of approximately 896 acres located within the City and Harris and Montgomery Counties, Texas. The boundaries of such area are set out in "Exhibit A," a property description, and also represented visually in "Exhibit B," a map.

Section 3. This Ordinance and the disannexation will only become effective upon passage and approval by City Council.

Section 4. 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 have 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 5. 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 unconstitutional, void or 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. 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 that date and shall take effect as provided in Section 3, above.

PASSED AND ADOPTED this _____ day of _____.

APPROVED this _____ day of _____.

_____
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.

Senior Assistant City Attorney

Requested by Patrick Walsh, Director, Department of Planning and Development
L.D. File No. 0611400118001
G:\General\Annexation\Fall 2014\MC118\MC 118 LPA Ord.doc

EXHIBIT "A"

EXHIBIT "A"

METES AND BOUNDS DESCRIPTION
PROPOSED MONTGOMERY COUNTY MUNICIPAL
UTILITY DISTRICT NUMBER 118
875.426 ACRES
38,133,574 SQUARE FEET
MONTGOMERY COUNTY, TEXAS
October 20, 2006

All that certain 875.426 acre (38,133,574 square feet) parcel of land situated in the Joseph A. Parker Survey, Abstract Number 418, in Montgomery County, Texas, and being a portion of that certain call 2,086.441 acre tract described in a Warranty Deed to Pacific Indio Properties, Inc. recorded in Clerk's File Number 2005-116973 of the Official Public Records of Real Property at Montgomery County, Texas (O.P.R.R.P.M.C.T), and being all of that certain call 347.750 net acres described in a Warranty Deed to Pacific Indio Properties in Clerk's File Number 2006-026099 of the O.P.R.R.P.M.C.T, said 875.426 acre tract being more particularly described by metes and bounds as follows: (All bearings are referenced to the Texas State Plane Coordinate System, South Central Zone)

COMMENCING at a 90d nail found for an interior corner of said 2,086.441 acre tract and the northwest corner of said 347.750 acre tract;

THENCE, generally along a barbed wire fence line marking the occupied southerly line of said 2,086.441 acre tract and the occupied northerly line of said 347.750 acre tract, the following three (3) courses:

1) North 76 Degrees 42 Minutes 28 Seconds East, a distance of 1,639.86 feet to a 5/8-inch iron rod with plastic cap stamped "BENCHMARK ENGR." found for an angle point;

2) North 77 Degrees 50 Minutes 35 Seconds East, a distance of 1,494.90 feet to a 5/8-inch iron rod with plastic cap stamped "BENCHMARK ENGR." found for an angle point;

3) North 73 Degrees 20 Minutes 40 Seconds East, a distance of 896.00 feet to the intersection of the north line of said 347.570 acre tract and the west bank of the West Fork of the San Jacinto River for the **POINT OF BEGINNING** of the herein described tract;

THENCE, southerly, with the meanders of the west bank of the West Fork of the San Jacinto River, the following fifty-five (55) courses:

1) South 13 Degrees 34 Minutes 14 Seconds West, a distance of 16.30 feet;

2) South 09 Degrees 53 Minutes 26 Seconds East, a distance of 133.74 feet;

3) South 16 Degrees 38 Minutes 15 Seconds East, a distance of 73.61 feet;

4) South 19 Degrees 31 Minutes 13 Seconds East, a distance of 116.98 feet;

5) South 32 Degrees 54 Minutes 28 Seconds East, a distance of 145.16 feet;

6) South 38 Degrees 38 Minutes 20 Seconds East, a distance of 103.32 feet;

7) South 41 Degrees 57 Minutes 28 Seconds East, a distance of 118.10 feet;

8) South 54 Degrees 00 Minutes 34 Seconds East, a distance of 129.83 feet;

9) South 55 Degrees 39 Minutes 23 Seconds East, a distance of 110.71 feet

10) South 66 Degrees 53 Minutes 44 Seconds East, a distance of 73.22 feet;

11) South 72 Degrees 25 Minutes 29 Seconds East, a distance of 88.16 feet;

12) South 65 Degrees 50 Minutes 00 Seconds East, a distance of 65.94 feet;

13) South 79 Degrees 17 Minutes 56 Seconds East, a distance of 92.74 feet;

14) South 78 Degrees 35 Minutes 31 Seconds East, a distance of 79.11 feet;

15) South 58 Degrees 09 Minutes 49 Seconds East, a distance of 56.76 feet;

16) South 88 Degrees 59 Minutes 24 Seconds East, a distance of 70.62 feet;

17) South 54 Degrees 16 Minutes 32 Seconds East, a distance of 41.79 feet;

18) South 78 Degrees 54 Minutes 47 Seconds East, a distance of 69.93 feet;

19) North 59 Degrees 26 Minutes 39 Seconds East, a distance of 59.52 feet;

20) South 71 Degrees 42 Minutes 48 Seconds East, a distance of 70.58 feet;

21) South 70 Degrees 36 Minutes 57 Seconds East, a distance of 57.20 feet;

22) South 82 Degrees 34 Minutes 32 Seconds East, a distance of 43.73 feet;

23) North 85 Degrees 40 Minutes 02 Seconds East, a distance of 75.16 feet;

24) North 67 Degrees 42 Minutes 24 Seconds East, a distance of 47.81 feet;

25) South 85 Degrees 01 Minute 45 Seconds East, a distance of 20.48 feet;

26) South 73 Degrees 26 Minutes 33 Seconds East, a distance of 28.81 feet;

27) South 68 Degrees 02 Minutes 14 Seconds East, a distance of 158.38 feet;

28) South 63 Degrees 08 Minutes 39 Seconds East, a distance of 88.71 feet;

29) South 56 Degrees 06 Minutes 22 Seconds East, a distance of 123.11 feet;

30) South 49 Degrees 42 Minutes 41 Seconds East, a distance of 102.06 feet;

31) South 48 Degrees 16 Minutes 29 Seconds East, a distance of 116.52 feet

32) South 43 Degrees 01 Minutes 51 Seconds East, a distance of 119.92 feet;

33) South 12 Degrees 48 Minutes 47 Seconds East, a distance of 104.77 feet;

34) South 31 Degrees 16 Minutes 58 Seconds East, a distance of 116.13 feet;

35) South 18 Degrees 57 Minutes 55 Seconds East, a distance of 108.66 feet;

36) South 14 Degrees 02 Minutes 37 Seconds East, a distance of 112.14 feet;

37) South 20 Degrees 36 Minutes 57 Seconds East, a distance of 99.63 feet;

38) South 17 Degrees 52 Minutes 48 Seconds East, a distance of 121.18 feet;

39) South 17 Degrees 33 Minutes 50 Seconds East, a distance of 140.50 feet;

40) South 11 Degrees 20 Minutes 12 Seconds East, a distance of 78.23 feet;

41) South 08 Degrees 46 Minutes 43 Seconds East, a distance of 70.75 feet;

42) South 09 Degrees 28 Minutes 02 Seconds East, a distance of 74.18 feet;

43) South 08 Degrees 38 Minutes 18 Seconds East, a distance of 116.59 feet;

44) South 14 Degrees 33Minutes 32 Seconds East, a distance of 100.26 feet;

45) South 12 Degrees 02 Minutes 45 Seconds East, a distance of 102.47 feet;

46) South 12 Degrees 22 Minutes 20 Seconds East, a distance of 92.49 feet;

47) South 00 Degrees 03 Minutes 09 Seconds East, a distance of 72.45 feet;

48) South 10 Degrees 50 Minutes 22 Seconds East, a distance of 37.82 feet;

49) South 08 Degrees 02 Minutes 58 Seconds East, a distance of 102.61 feet;

50) South 00 Degrees 09 Minutes 26 Seconds East, a distance of 143.92 feet;

51) South 04 Degrees 42 Minutes 52 Seconds East, a distance of 150.23 feet;

52) South 09 Degrees 19 Minutes 25 Seconds East, a distance of 115.79 feet;

53) South 08 Degrees 57 Minutes 42 Seconds East, a distance of 70.29 feet;

54) South 24 Degrees 11 Minutes 10 Seconds East, a distance of 53.99 feet;

55) South 16 Degrees 29 Minutes 30 Seconds East, a distance of 9.15 feet to the point of intersection of the west bank of the west fork of the San Jacinto River with the north bank of Spring Creek;

THENCE, westerly, with the meanders of the north bank of Spring Creek, the following one hundred eleven (111) courses:

1) South 84 Degrees 10 Minutes 17 Seconds West, a distance of 12.16 feet;

2) North 82 Degrees 05 Minutes 24 Seconds West, a distance of 52.61 feet;

3) South 87 Degrees 30 Minutes 52 Seconds West, a distance of 53.69 feet;

4) North 85 Degrees 13 Minutes 30 Seconds West, a distance of 55.97 feet;

5) North 89 Degrees 58 Minutes 05 Seconds West, a distance of 63.43 feet;

6) South 83 Degrees 59 Minutes 32 Seconds West, a distance of 56.18 feet;

7) South 83 Degrees 08 Minutes 53 Seconds West, a distance of 57.94 feet;

8) South 87 Degrees 05 Minutes 35 Seconds West, a distance of 54.78 feet;

9) South 79 Degrees 12 Minutes 39 Seconds West, a distance of 57.57 feet;

10) North 87 Degrees 18 Minutes 08 Seconds West, a distance of 53.43 feet;

11) South 78 Degrees 02 Minutes 27 Seconds West, a distance of 66.74 feet;

12) South 81 Degrees 04 Minutes 10 Seconds West, a distance of 59.60 feet;

13) South 80 Degrees 01 Minutes 09 Seconds West, a distance of 65.19 feet;

14) South 83 Degrees 14 Minutes 43 Seconds West, a distance of 56.92 feet;

15) North 86 Degrees 02 Minutes 02 Seconds West, a distance of 70.98 feet;

16) South 80 Degrees 01 Minute 36 Seconds West, a distance of 30.04 feet;

17) South 79 Degrees 51 Minutes 57 Seconds West, a distance of 45.86 feet;

18) South 82 Degrees 10 Minutes 15 Seconds West, a distance of 51.35 feet;

19) South 88 Degrees 49 Minutes 36 Seconds West, a distance of 112.54 feet;

20) South 86 Degrees 30 Minutes 18 Seconds West, a distance of 72.53 feet;

21) North 88 Degrees 51 Minutes 59 Seconds West, a distance of 68.44 feet;

22) North 64 Degrees 05 Minutes 26 Seconds West, a distance of 114.39 feet;

23) North 71 Degrees 33 Minutes 04 Seconds West, a distance of 103.48 feet;

24) North 76 Degrees 15 Minutes 50 Seconds West, a distance of 103.87 feet;

25) North 73 Degrees 28 Minutes 22 Seconds West, a distance of 104.56 feet;

26) North 81 Degrees 02 Minutes 43 Seconds West, a distance of 90.53 feet;

27) North 83 Degrees 54 Minutes 04 Seconds West, a distance of 58.82 feet;

28) North 78 Degrees 20 Minutes 21 Seconds West, a distance of 58.65 feet;

29) North 76 Degrees 33 Minutes 35 Seconds West, a distance of 145.88 feet;

30) North 68 Degrees 50 Minutes 05 Seconds West, a distance of 103.05 feet;

31) South 84 Degrees 44 Minutes 17 Seconds West, a distance of 105.88 feet;

32) South 88 Degrees 03 Minutes 24 Seconds West, a distance of 183.85 feet;

33) South 88 Degrees 18 Minutes 37 Seconds West, a distance of 67.90 feet;

34) South 83 Degrees 52 Minutes 15 Seconds West, a distance of 94.33 feet;

35) South 78 Degrees 45 Minutes 34 Seconds West, a distance of 185.77 feet;

36) South 68 Degrees 52 Minutes 14 Seconds West, a distance of 96.12 feet;

37) South 89 Degrees 42 Minutes 53 Seconds West, a distance of 114.36 feet;

38) South 69 Degrees 18 Minutes 57 Seconds West, a distance of 182.63 feet;

39) South 65 Degrees 05 Minutes 47 Seconds West, a distance of 131.79 feet;

40) South 67 Degrees 49 Minutes 48 Seconds West, a distance of 118.11 feet;

41) South 67 Degrees 30 Minutes 43 Seconds West, a distance of 78.96 feet;

42) South 65 Degrees 36 Minutes 02 Seconds West, a distance of 107.52 feet;

43) South 63 Degrees 46 Minutes 55 Seconds West, a distance of 95.81 feet;

44) South 66 Degrees 23 Minutes 06 Seconds West, a distance of 90.69 feet;

45) South 65 Degrees 35 Minutes 24 Seconds West, a distance of 154.98 feet;

46) South 70 Degrees 11 Minutes 48 Seconds West, a distance of 137.88 feet;

47) South 68 Degrees 16 Minutes 20 Seconds West, a distance of 134.82 feet;

48) South 73 Degrees 02 Minutes 10 Seconds West, a distance of 58.11 feet;

49) South 87 Degrees 44 Minutes 52 Seconds West, a distance of 67.81 feet;

50) South 64 Degrees 43 Minutes 04 Seconds West, a distance of 177.66 feet;

51) South 72 Degrees 04 Minutes 22 Seconds West, at 69.77 feet pass the southeast corner of said 2086.441 acre tract and the southwest corner of said 347.750 acre tract, and continue, a distance of 83.18 feet;

52) South 73 Degrees 00 Minutes 42 Seconds West, a distance of 117.01 feet;

53) South 72 Degrees 17 Minutes 35 Seconds West, a distance of 92.37 feet;

54) South 74 Degrees 11 Minutes 33 Seconds West, a distance of 108.18 feet;

55) South 79 Degrees 35 Minutes 08 Seconds West, a distance of 78.91 feet;

56) South 75 Degrees 45 Minutes 12 Seconds West, a distance of 102.58 feet;

57) South 77 Degrees 55 Minutes 50 Seconds West, a distance of 80.73 feet;

58) South 82 Degrees 28 Minutes 28 Seconds West, a distance of 71.66 feet;

59) South 81 Degrees 17 Minutes 42 Seconds West, a distance of 109.60 feet;

60) North 83 Degrees 14 Minutes 34 Seconds West, a distance of 106.79 feet;

61) North 86 Degrees 49 Minutes 24 Seconds West, a distance of 410.41 feet;

62) South 79 Degrees 58 Minutes 36 Seconds West, a distance of 109.74 feet;

63) South 68 Degrees 32 Minutes 22 Seconds West, a distance of 95.21 feet;

64) South 71 Degrees 53 Minutes 23 Seconds West, a distance of 129.93 feet;

65) South 68 Degrees 57 Minutes 45 Seconds West, a distance of 82.76 feet;

66) South 72 Degrees 17 Minutes 01 Second West, a distance of 97.06 feet;

67) South 69 Degrees 59 Minutes 14 Seconds West, a distance of 102.77 feet;

68) South 64 Degrees 30 Minutes 13 Seconds West, a distance of 57.73 feet;

69) South 69 Degrees 58 Minutes 22 Seconds West, a distance of 93.93 feet;

70) South 69 Degrees 12 Minutes 15 Seconds West, a distance of 70.45 feet;

71) South 64 Degrees 35 Minutes 58 Seconds West, a distance of 59.79 feet;

72) South 64 Degrees 44 Minutes 57 Seconds West, a distance of 59.16 feet;

73) South 60 Degrees 13 Minutes 56 Seconds West, a distance of 252.86 feet;

74) South 64 Degrees 10 Minutes 28 Seconds West, a distance of 62.59 feet;

75) South 65 Degrees 06 Minutes 39 Seconds West, a distance of 91.82 feet;

76) South 59 Degrees 53 Minutes 47 Seconds West, a distance of 163.90 feet;

77) South 54 Degrees 16 Minutes 56 Seconds West, a distance of 74.01 feet;

78) South 61 Degrees 44 Minutes 05 Seconds West, a distance of 60.82 feet;

79) South 64 Degrees 41 Minutes 37 Seconds West, a distance of 111.39 feet;

80) South 66 Degrees 07 Minutes 21 Seconds West, a distance of 98.40 feet;

81) South 57 Degrees 41 Minutes 49 Seconds West, a distance of 68.10 feet;

82) South 47 Degrees 45 Minutes 02 Seconds West, a distance of 170.94 feet;

83) South 35 Degrees 08 Minutes 27 Seconds West, a distance of 103.10 feet;

84) South 24 Degrees 52 Minutes 57 Seconds West, a distance of 90.42 feet;

85) South 22 Degrees 05 Minutes 54 Seconds West, a distance of 76.13 feet;

86) South 25 Degrees 51 Minutes 39 Seconds West, a distance of 122.93 feet;

87) South 41 Degrees 59 Minutes 34 Seconds West, a distance of 113.29 feet;

88) South 34 Degrees 52 Minutes 03 Seconds West, a distance of 131.64 feet;

89) South 31 Degrees 35 Minutes 15 Seconds West, a distance of 151.54 feet;

90) South 43 Degrees 25 Minutes 49 Seconds West, a distance of 56.67 feet;

91) South 52 Degrees 48 Minutes 42 Seconds West, a distance of 70.82 feet;

92) South 63 Degrees 40 Minutes 47 Seconds West, a distance of 73.57 feet;

93) South 72 Degrees 43 Minutes 32 Seconds West, a distance of 68.14 feet;

94) South 82 Degrees 33 Minutes 04 Seconds West, a distance of 68.37 feet;

95) South 86 Degrees 13 Minutes 24 Seconds West, a distance of 82.31 feet;

96) South 89 Degrees 05 Minutes 31 Seconds West, a distance of 140.91 feet;

97) North 73 Degrees 28 Minutes 38 Seconds West, a distance of 122.17 feet;

98) North 62 Degrees 37 Minutes 33 Seconds West, a distance of 93.38 feet;

99) North 71 Degrees 03 Minutes 25 Seconds West, a distance of 140.97 feet;

100) North 23 Degrees 11 Minutes 48 Seconds West, a distance of 72.02 feet;

101) North 10 Degrees 48 Minutes 54 Seconds West, a distance of 100.46 feet;

102) North 36 Degrees 54 Minutes 49 Seconds West, a distance of 77.90 feet;

103) North 30 Degrees 44 Minutes 55 Seconds West, a distance of 98.44 feet;

104) North 22 Degrees 41 Minutes 08 Seconds West, a distance of 68.29 feet;

105) North 10 Degrees 14 Minutes 18 Seconds West, a distance of 68.35 feet;

106) North 14 Degrees 47 Minutes 43 Seconds West, a distance of 97.80 feet;

107) North 21 Degrees 31 Minutes 02 Seconds West, a distance of 154.31 feet;

108) North 24 Degrees 31 Minutes 13 Seconds West, a distance of 106.92 feet;

109) North 28 Degrees 31 Minutes 21 Seconds West, a distance of 106.37 feet;

110) North 33 Degrees 54 Minutes 39 Seconds West, a distance of 94.11 feet;

111) North 49 Degrees 05 Minutes 53 Seconds West, a distance of 166.66 feet to the intersection of the southerly line of said 2,086.441 acre tract and a west line of the City of Houston City Limits, as prepared by the City of Houston Geographic Information System Office and made available to the public in Release 12, dated June 2006;

THENCE, departing the north high bank of Spring Creek, through and across said 2,086.441 acre tract, and with the west line of said City of Houston City Limit Line, the following two (2) courses:

1) North 02 Degrees 47 Minutes 12 Seconds West, a distance of 3,425.25 feet to an angle point;

2) North 02 Degree 47 Minutes 24 Seconds West, a distance of 1,365.81 feet to an exterior corner of said City of Houston City Limit line and the northwest corner of the herein described tract;

THENCE, continuing through and across said 2,086.441 acre tract and with a north line of said City of Houston City Limit Line and the north line of the herein described tract, the following three (3) courses:

1) North 88 Degrees 42 Minutes 54 Seconds East, a distance of 5,691.72 feet to an angle point;

2) North 87 Degrees 57 Minutes 42 Seconds East, a distance of 6.43 feet to an angle point;

3) North 88 Degrees 08 Minutes 36 Seconds East, a distance of 1,430.41 feet to the intersection of the north line of said City of Houston City Limit Line with the west bank of the west fork of the San Jacinto River;

THENCE, southerly, with the meanders of the west bank of the West Fork of the San Jacinto River, the following three (3) courses:

1) South 24 Degrees 34 Minutes 53 Seconds West, a distance of 88.11 feet;

2) South 17 Degrees 20 Minutes 07 Seconds West, a distance of 78.44 feet;

3) South 13 Degrees 34 Minutes 14 Seconds West, a distance of 118.21 feet to the **POINT OF BEGINNING** and containing 875.426 acres (38,133,574 square feet) of land.

This description is based on a survey made on the ground on and is issued in conjunction with an exhibit prepared by Benchmark Engineering Corporation dated October 20, 2006.

Michael Hoover, R.P.L.S.
Texas Registration No. 5423

STATE OF TEXAS
REGISTERED
MICHAEL HOOVER
5423
PROFESSIONAL
LAND SURVEYOR

METES AND BOUNDS DESCRIPTION
21.453 ACRES
(934,482 SQUARE FEET)
HARRIS COUNTY, TEXAS
October 10, 2005

All that certain 21.453 Acre (934,482 square feet) tract of land situated in the William Hobby Survey, Abstract 345, Harris County, Texas, and being out of and a portion of that certain tract known as Tract "F" described in that certain partition deed recorded in Volume 69, Page 320, of the Harris County Deed Records (H.C.D.R.), and further being out of and a portion of that certain call 70 acres described in a deed to E. L. Bender and F. V. Bender in Volume 882, Page 54, of the H.C.D.R., said 21.453 Acre tract being more particularly described by metes and bounds as follows: (All bearings are referenced to Texas State Plane Coordinates, South Central Zone)

COMMENCING at a 5/8 inch iron rod found for an angle point in the westerly right-of-way (R.O.W.) line of Townsen Road (width varies) as described in a deed to the City of Humble recorded in Harris County Clerk's File (H.C.C.F.) Number U865373, and from which a 5/8 inch iron rod found for an angle point in the westerly right-of-way (R.O.W.) line of Townsen Road bears North 82 Degrees 33 Minutes 40 Seconds West, a distance of 14.98 feet;

THENCE, with said westerly R.O.W line, North 07 Degrees 27 Minutes 58 Seconds East, a distance of 126.71 feet to a 5/8 inch iron rod with plastic cap stamped "BENCHMARK ENGR." set for the southeast corner of the proposed extension of Townsen Road;

THENCE, through and across the T.F. Pinckney Survey, Abstract 1588, the following three (3) courses:

1) North 82 Degrees 32 Minutes 02 Seconds West, a distance of 711.47 feet to a 5/8 inch iron rod with plastic cap stamped "BENCHMARK ENGR." set for the beginning of a curve to the right;

2) 1132.53 feet along the arc of said curve to the right having a radius of 1600.00 feet, a central angle of 40 Degrees 33 Minutes 21 Seconds, and a chord that bears North 62 Degrees 15 Minutes 21 Seconds West, a distance of 1109.04 feet to a 5/8 inch iron rod with plastic cap stamped "BENCHMARK ENGR." set;

3) North 41 Degrees 58 Minutes 41 Seconds West, at 6.14 feet pass the upper southeast corner of a call 3.78 acre R.O.W. easement described in a deed to Houston Lighting and Power Company in H.C.C.F. Number H184618, and continue, in all, a distance of 163.18 feet to a 5/8 inch iron rod with plastic cap stamped "S & V" SURVEY" found in the recognized common line of said Pinckney Survey and Hobby Survey for the upper southeast corner of a call 48.814 acre tract described in a deed to Appaloosa Land Company, L.P. in H.C.C.F. Number W739931, and the south corner and **POINT OF BEGINNNING** of the herein described tract;

THENCE, through and across the Hobby Survey, and with the northeastly line of said 48.814 acre tract, North 41 Degrees 58 Minutes 41 Seconds West, a distance of 1461.52 feet to a 5/8 inch iron rod with plastic cap stamped "S & V" SURVEY" found for an angle point in said 48.814 acre tract and the herein described tract;

THENCE, continuing with the northeasterly line of said 48.814 acre tract, North 62 Degrees 25 Minutes 07 Seconds West, a distance of 37.09 feet to a point on the meanders of the gradient boundary line of Spring Creek for the northwest corner of the herein described tract;

THENCE, with the meanders of the gradient boundary line of Spring Creek, the following twenty (20) courses:

1) North 24 Degrees 07 Minutes 35 Seconds East, a distance of 69.95 feet;

2) North 17 Degrees 40 Minutes 08 Seconds East, a distance of 36.16 feet;

3) North 42 Degrees 08 Minutes 53 Seconds East, a distance of 96.95 feet;

4) North 40 Degrees 35 Minutes 54 Seconds East, a distance of 38.56 feet;

5) North 39 Degrees 20 Minutes 03 Seconds East, a distance of 37.65 feet;

6) North 49 Degrees 23 Minutes 25 Seconds East, a distance of 45.50 feet;

7) North 46 Degrees 44 Minutes 52 Seconds East, a distance of 46.70 feet;

8) North 31 Degrees 06 Minutes 01 Second East, a distance of 32.38 feet;

9) North 05 Degrees 49 Minutes 46 Seconds West, a distance of 10.92 feet;

10) North 30 Degrees 28 Minutes 34 Seconds East, a distance of 4.25 feet;

11) North 57 Degrees 31 Minutes 43 Seconds East, a distance of 48.82 feet;

12) North 54 Degrees 36 Minutes 22 Seconds East, a distance of 39.80 feet;

13) North 59 Degrees 07 Minutes 01 Second East, a distance of 100.92 feet;

14) North 64 Degrees 51 Minutes 37 Seconds East, a distance of 71.87 feet;

15) North 63 Degrees 04 Minutes 47 Seconds East, a distance of 56.39 feet;

16) North 67 Degrees 00 Minutes 41 Seconds East, a distance of 79.82 feet;

17) North 67 Degrees 12 Minutes 51 Seconds East, a distance of 70.46 feet;

18) North 65 Degrees 16 Minutes 12 Seconds East, a distance of 99.94 feet;

19) North 64 Degrees 44 Minutes 40 Seconds East, a distance of 106.53 feet;

20) North 64 Degrees 25 Minutes 51 Seconds East, a distance of 103.97 feet to the intersection of the meanders of the gradient boundary line of Spring Creek with the recognized common line of said Pinckney Survey and Hobby Survey for the northeast corner of the herein described tract;

21.453 Acres
October 10, 2005

THENCE, with the recognized common line of said Pinckney Survey and Hobby Survey, South 02 Degrees 25 Minutes 30 Seconds East, at 1237.87 feet pass the proposed northeasterly R.O.W. line of said Townsen Road, and continue, in all, a distance of 1,785.45 to the POINT OF BEGINNING and containing 21.453 Acres (934,482 Square Feet) of land.

This description is based on a survey made on the ground and is issued in conjunction with a Boundary Survey prepared by Benchmark Engineering Corporation dated December 2004 through January 2005.

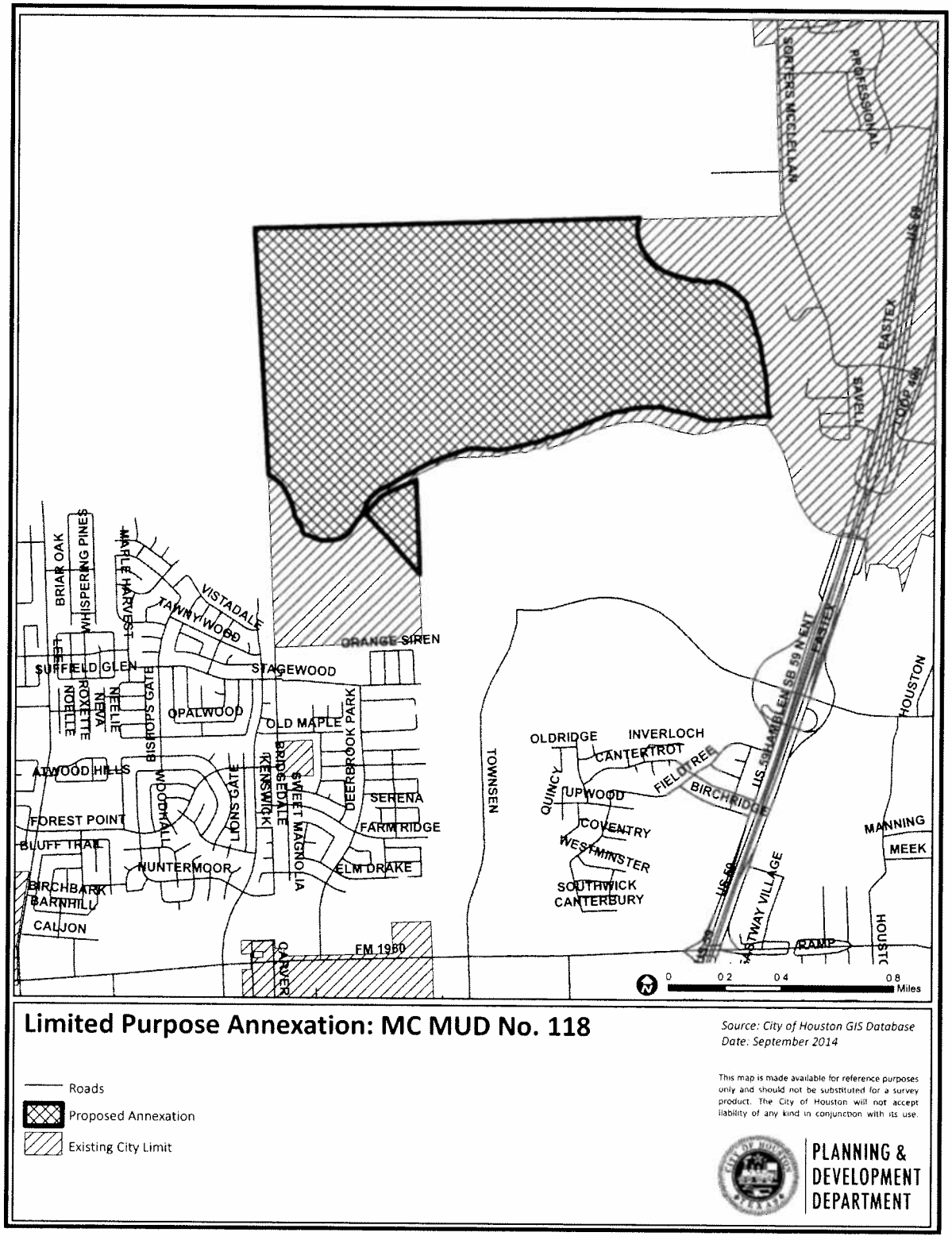
Michael Hoover, R.P.L.S.
Texas Registration No. 5423



William E. Merten, R.P.L.S.
Texas Registration No. 50
Licensed State Land Surve



EXHIBIT "B"



Limited Purpose Annexation: MC MUD No. 118

Source: City of Houston GIS Database
Date: September 2014

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.

Roads
Proposed Annexation
Existing City Limit

PLANNING & DEVELOPMENT DEPARTMENT

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
ETJ

Item Creation Date: 11/19/2014

20IPB136 Montgomery County MUD No. 118

Agenda Item#: 44.

Summary:
ORDINANCE consenting to the creation of **MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 118**

Background:
SUBJECT: Petition for the City's consent to the creation of 860.526 acres of land as Montgomery County Municipal Utility District No. 118 (Key Map No. 335-F,G)

RECOMMENDATION: (Summary) The petition for the creation of 860.526 acres of land as Montgomery County Municipal Utility District No. 118 be approved.

SPECIFIC EXPLANATION: The owners of 860.526 acres of land have petitioned the City of Houston for consent to create a district.

The Utility District Review Committee has evaluated the application with respect to wastewater collection and treatment, potable water distribution, storm water conveyance, and other public services.

The district is located in the vicinity of Spring Creek, Riley Fuzzel, and the San Jacinto River. The district will consist of 860.526 acres. The district will be served by a regional plant, proposed Montgomery County Municipal Utility District No. 118 Regional Wastewater Treatment Plant. Other districts to be served by this proposed regional plant are Montgomery County Municipal Utility District Nos. 102, 103,104, and 117. The nearest major drainage facility for Montgomery County Municipal Utility District No. 118 is Spring Creek which flows into the San Jacinto River and then into Lake Houston.

Potable water will be provided by proposed Montgomery County Municipal Utility District Nos. 102-104, 117 and 118 Regional Water Plant Numbers 1, 2, and 3. By executing the Petition for Consent, the district has acknowledged that all plans for the construction of water conveyance, wastewater collection, and storm water collection systems within the district must be approved by the City of Houston prior to their construction.

The Utility District Review Committee recommends that the subject petition be approved.

Attachments

cc: Marta Crinejo
Patrick Walsh, P.E.
Jun Chang, P.E., D.WRE
Bill Zrioka
Gary Dzierlenga
Tim Lincoln, P.E.

Prior Council Action:
Ordinance 2012-1056; Dated 12/12/2012

Amount of Funding:
Amount and Source of Funding:
NONE REQUIRED

Contact Information:
Carol Ellinger Haddock, P.E
Senior Assistant Director Phone: (832) 395-2686

ATTACHMENTS:

	Description	Type
	RCA	Backup Material
	MAP	Backup Material
	20IPB136 Montgomery County MUD No. 118 Map	Backup Material
	20IPB136 Montgomery County MUD No. 118 Prior Council Action	Backup Material
	20IPB136 Montgomery County MUD No. 118 Water District Consent Application Form	Backup Material

TO: Mayor via City Secretary REQUEST FOR COUNCIL ACTION

SUBJECT: Petition for the City's consent to the creation of 860.526 acres of land as Montgomery County Municipal Utility District No. 118 (Key Map No. 335-F,G)	Category #	Page 1 of 1	Agenda Item #

FROM (Department or other point of origin):	Origination Date	Agenda Date
Department of Public Works and Engineering	11/20/14	

DIRECTOR'S SIGNATURE

Dale A. Rudick

Dale A. Rudick, P.E., Director

Council District affected: "ETJ"

For additional information contact:

Carol Haddock

Carol Ellinger Haddock, P.E
Senior Assistant Director Phone: (832) 395-2686

Date and identification of prior authorizing Council action: December 12, 2012; Ordinance 2012-1056

RECOMMENDATION: (Summary)

The petition for the creation of 860.526 acres of land as Montgomery County Municipal Utility District No. 118 be approved.

Amount and Source of Funding:
NONE REQUIRED

SPECIFIC EXPLANATION:

The owners of 860.526 acres of land have petitioned the City of Houston for consent to create a district.

The Utility District Review Committee has evaluated the application with respect to wastewater collection and treatment, potable water distribution, storm water conveyance, and other public services.

The district is located in the vicinity of Spring Creek, Riley Fuzzel, and the San Jacinto River. The district will consist of 860.526 acres. The district will be served by a regional plant, proposed Montgomery County Municipal Utility District No. 118 Regional Wastewater Treatment Plant. Other districts to be served by this proposed regional plant are Montgomery County Municipal Utility District Nos. 102, 103,104, and 117. The nearest major drainage facility for Montgomery County Municipal Utility District No. 118 is Spring Creek which flows into the San Jacinto River and then into Lake Houston.

Potable water will be provided by proposed Montgomery County Municipal Utility District Nos. 102-104, 117 and 118 Regional Water Plant Numbers 1, 2, and 3. By executing the Petition for Consent, the district has acknowledged that all plans for the construction of water conveyance, wastewater collection, and storm water collection systems within the district must be approved by the City of Houston prior to their construction.

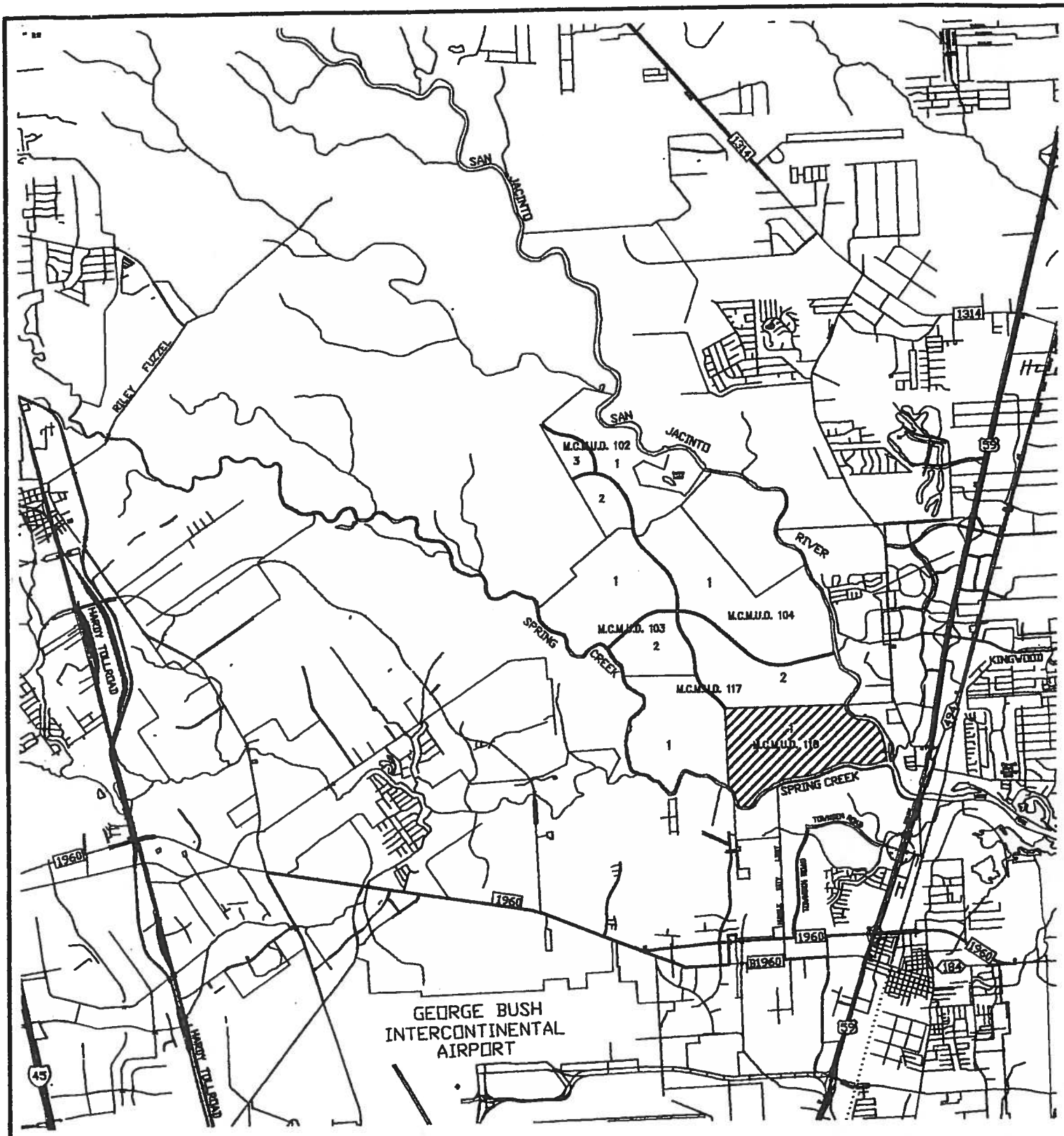
The Utility District Review Committee recommends that the subject petition be approved.

Attachments

c: Marta Crinejo
Patrick Walsh, P.E.
Jun Chang, P.E., D.WRE
Bill Zrioka
Gary Dzierlenga
Tim Lincoln, P.E.

LTS# 12914 REQUIRED AUTHORIZATION 20IPB136

Finance Department	Other Authorization:	Other Authorization:
		Mark L. Loethen, P.E., CFM, PTOE Deputy Director Planning & Development Services Div.



GRAPHIC SCALE

7920 0 3960 7920 15840

(IN FEET)

1 inch = 7920 ft.

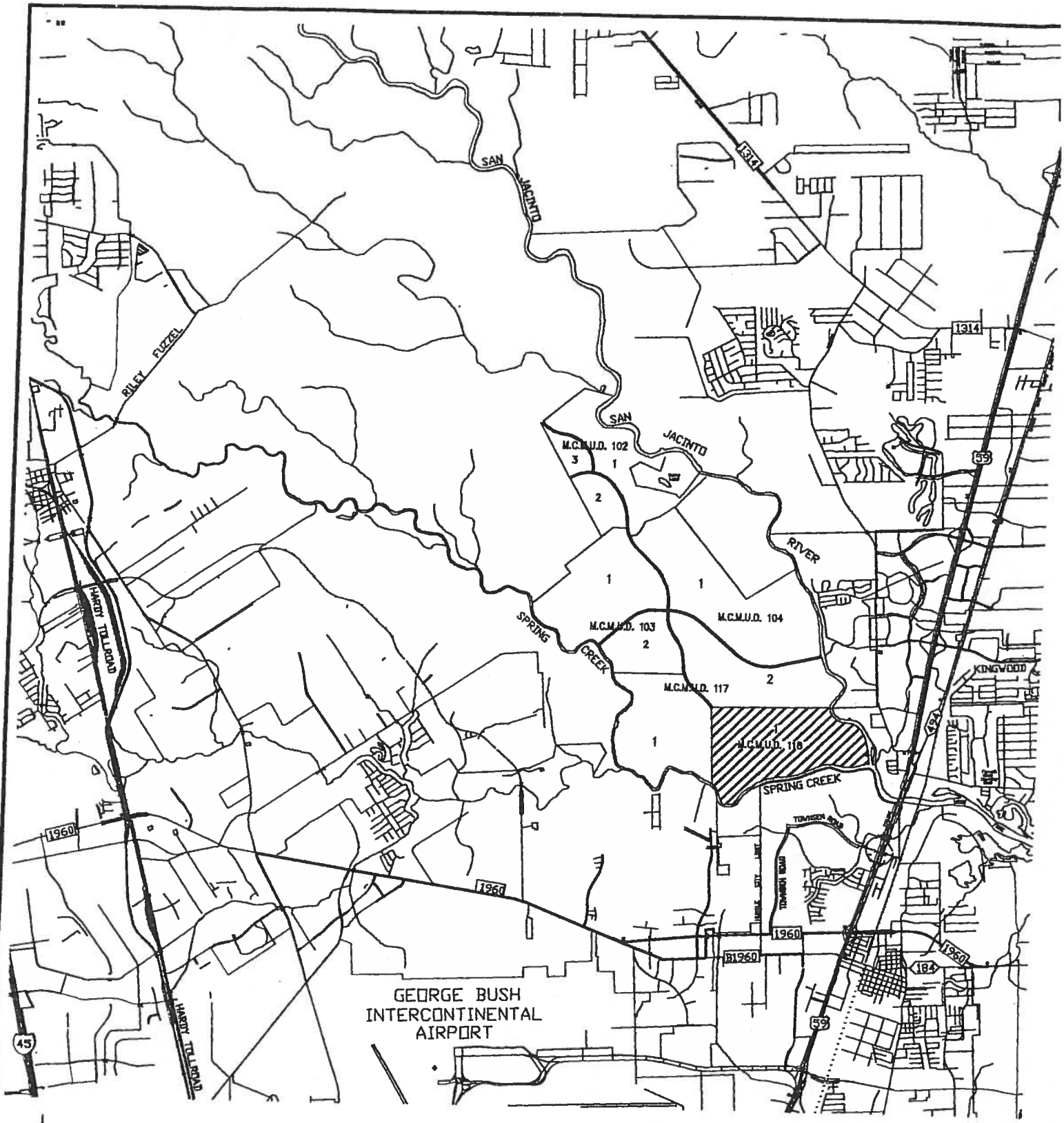
Benchmark Engineering Corporation

Consulting Engineers – Planners – Surveyors

2401 Fountainview Suite 500
Houston, Texas 77057 U.S.A. (713)266-9930

VICINITY MAP OF PROPOSED M.C.M.U.D. 118
875.426 ACRES (860.526 NET ACRES) SITUATED IN THE JOSEPH A. PARKER SURVEY, ABSTRACT No. 418, MONTGOMERY COUNTY, TEXAS

DRAWN BY: AB	DATE: 10-20-06	SCALE: 1" = 1.5 Mile



GRAPHIC SCALE

7920 0 3960 7920 15840

(IN FEET)

1 inch = 7920 ft.

Benchmark Engineering Corporation
Consulting Engineers – Planners – Surveyors
2401 Fountainview Suite 500
Houston, Texas 77057 U.S.A. (713)266-9930

VICINITY MAP OF PROPOSED M.C.M.U.D. 118 875.426 ACRES (860.526 NET ACRES) SITUATED IN THE JOSEPH A. PARKER SURVEY, ABSTRACT No. 418, MONTGOMERY COUNTY, TEXAS

DRAWN BY: AB	DATE: 10-20-06	SCALE: 1" = 1.5 Mile
CHECKED BY:	JOB No. 01053	

TO: Mayor via City Secretary REQUEST FOR COUNCIL ACTION

SUBJECT:	Category #	Page	Agenda Item #
That Council approve an Ordinance allowing the City of Houston to enter into a Development Agreement with Pacific Indio Properties, L.L.C. regarding the area in Montgomery County MUD 118		1 of 1	46

FROM (Department or other point of origin):	Origination Date	Agenda Date
Planning and Development	December 4, 2012	December 12, 2012

DIRECTOR'S SIGNATURE:	Council District affected:
Marlene K. Gafrick	E
For additional information contact: Margaret Wallace Brown **Phone:** 713-837-7826	**Date and identification of prior authorizing Council action:** N/A

RECOMMENDATION: (Summary)

That Council approve an Ordinance allowing the City of Houston to enter into a Development Agreement with Pacific Indio Properties, L.L.C. regarding the area in Montgomery County MUD 118

Amount and Source of Funding:	Finance Budget:
N/A	

Pacific Indio Properties is owner of a large tract of land located near the vicinity of US 59 and Townsen Road, in Montgomery County. The property consists of approximately 5,300 acres, 875 of which is located within the City of Houston, in five separate utility districts. The developer plans to create a master planned mixed use development on this territory. The fact that this property falls both inside and outside the City limits make the financing of such a development problematic. The Planning Department believes it is in the long-term best interest of the city to encourage the development while preserving the right to annex the development into the City limits as soon as economically viable.

In order to facilitate the development and provide for the potential annexation of the entire development into the City of Houston, the Planning & Development Department, in concert with the Mayor's Office of Economic Affairs and the Department of Public Works and Engineering, has negotiated a Developer Agreement that sets forth to a process involving the following steps:

The agreement identifies two areas that will be considered for disannexation. They include MC MUD No. 118 in its entirety (approximately 875 acres) as well as a 21 acre parcel owned by the developer but located outside the MUD. Both parcels are currently undeveloped and meet the statutory requirements for disannexation. Prior to the disannexation, the Developer will provide:

- A resolution in support of executing a strategic partnership agreement by the District, which will provide for the possible future general purpose annexation of the District, and
- a restrictive covenant, filed in the real property records, restricting the construction of levees in District 118.

The agreement states that, following disannexation, the City may consent to the creation of MC MUD No. 118 and to the annexation of a 21 acre parcel into the newly formed District.

This Developer Agreement lays out the process and precedent requirements in order for the City to consider the above listed steps, none of which may be accomplished without Council approval. It does not require that any of these items be placed on the Council agenda, nor does it require any specific actions by City Council.

This item was presented to the Housing, Sustainable Growth and Development Committee on December 5, 2012. The Planning and Development Department recommends approval of an ordinance allowing the City to enter into a Development Agreement with Pacific Indio Properties, L.L.C.

cc: Marta Crinejo Sameera Mahendru
David Feldman Omar Izfar
Anna Russell Jessica Dennis

REQUIRED AUTHORIZATION

Finance Director:	Other Authorization:	Other Authorization:

City of Houston, Texas Ordinance No. 2012-1056

AN ORDINANCE APPROVING AND AUTHORIZING A DEVELOPMENT AGREEMENT BETWEEN THE CITY AND PACIFIC INDIO PROPERTIES LLC IN THE VICINITY OF SPRING CREEK WEST OF HIGHWAY 59, WITHIN AND NEAR THE PROPOSED MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 118; 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 12th **day of** December, **2012.**

APPROVED this _____ day of _____, 2012.

_____
Mayor of the City of Houston, Texas

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is DEC 18 2012.

City Secretary

(Prepared by Legal Dept. Simeen Lagan Maheshwari)
Senior Assistant City Attorney
(Requested by Planning and Development)
(L.D. File No. 0611200045001)

u: skm\Annexation\Disannexation\MC MUD 118\Ord approving Developer Agreement.doc

AYE	NO	
✓		MAYOR PARKER
....	....	COUNCIL MEMBERS
✓		BROWN
✓		DAVIS
✓		COHEN
✓		ADAMS
✓		SULLIVAN
✓		HOANG
✓		PENNINGTON
✓		GONZALEZ
✓		RODRIGUEZ
✓		LASTER
✓		GREEN
ABSENT ON PERSONAL BUSINESS		COSTELLO
✓		BURKS
ABSENT OUT OF CITY ON PERSONAL BUSINESS		NORIEGA
✓		BRADFORD
✓		CHRISTIE
CAPTION	ADOPTED	

CAPTION PUBLISHED IN DAILY COURT REVIEW DATE DEC 18 2012

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
ETJ

Item Creation Date: 11/19/2014

20IPB181 Montgomery County MUD District No. 118

Agenda Item#: 45.

Summary:
ORDINANCE consenting to the addition of 21.453 acres of land to **MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 118**, for inclusion in its district

Background:
SUBJECT: Petition for the City's consent to the addition of 21.453 acres of land to Montgomery County Municipal Utility District No. 118 (Key Map No. 335-K)

RECOMMENDATION: (Summary) The petition for the addition of 21.453 acres of land to Montgomery County Municipal Utility District No. 118 be approved.

SPECIFIC EXPLANATION:
Montgomery County Municipal Utility District No. 118 has petitioned the City of Houston for consent to add 21.453 acres of land to the district.

The Utility District Review Committee has evaluated the application with respect to wastewater collection and treatment, potable water distribution, storm water conveyance, and other public services.

The district is located in the vicinity of FM 1960, Cypresswood Drive, Spring Creek, and 59 Eastex Freeway. The district desires to add 21.453 acres, thus yielding a total of 881.979 acres. The district will be served by a regional plant, proposed Montgomery County Municipal Utility District No. 118 Regional Wastewater Treatment Plant. Other districts to be served by this proposed regional plant are Montgomery County Municipal Utility District Nos. 102, 103, 104, and 117. The nearest major drainage facility for Montgomery County Municipal Utility District No. 118 is Spring Creek which flows into the San Jacinto River and then into Lake Houston.

Potable water will be provided by the proposed Regional Water Plant Numbers 1, 2, and 3. By executing the Petition for Consent, the district has acknowledged that all plans for the construction of water conveyance, wastewater collection, and storm water collection systems within the district must be approved by the City of Houston prior to their construction.

The Utility District Review Committee recommends that the subject petition be approved.

Attachments

cc: Marta Crinejo, Patrick Walsh, P.E., Jun Chang P.E., D.WRE, Bill Zrioka, Gary Dzierlenga, Tim Lincoln, P.E.

Amount of Funding:
Amount and Source of Funding: NONE REQUIRED

Contact Information:
Carol Ellinger Haddock, P.E.
Senior Assistant Director (832) 395-2705

ATTACHMENTS:

	Description	Type
	RCA	Backup Material
	MAP	Backup Material
	20IPB181 Montgomery County MUD District No. 118 Map	Backup Material
	20IPB181 Montgomery County MUD District No. 118 Water District Consent Application	Backup Material

TO: Mayor via City Secretary REQUEST FOR COUNCIL ACTION

SUBJECT: Petition for the City's consent to the addition of 21.453 acres of land to Montgomery County Municipal Utility District No. 118 (Key Map No. 335-K)	Page 1 of 1	Agenda Item #
FROM (Department or other point of origin): Department of Public Works and Engineering	Origination Date 11/20/14	Agenda Date
DIRECTOR'S SIGNATURE Dale A. Rudick Dale A. Rudick, P.E.	Council District affected: ETJ V.J.	
For additional information contact: Carol Haddock Carol Ellinger Haddock, P.E. Senior Assistant Director (832) 395-2705	Date and identification of prior authorizing Council action:	

RECOMMENDATION: (Summary)

The petition for the addition of 21.453 acres of land to Montgomery County Municipal Utility District No. 118 be approved.

Amount and Source of Funding:

NONE REQUIRED

SPECIFIC EXPLANATION:

Montgomery County Municipal Utility District No. 118 has petitioned the City of Houston for consent to add 21.453 acres of land to the district.

The Utility District Review Committee has evaluated the application with respect to wastewater collection and treatment, potable water distribution, storm water conveyance, and other public services.

The district is located in the vicinity of FM 1960, Cypresswood Drive, Spring Creek, and 59 Eastex Freeway. The district desires to add 21.453 acres, thus yielding a total of 881.979 acres. The district will be served by a regional plant, proposed Montgomery County Municipal Utility District No. 118 Regional Wastewater Treatment Plant. Other districts to be served by this proposed regional plant are Montgomery County Municipal Utility District Nos. 102, 103, 104, and 117. The nearest major drainage facility for Montgomery County Municipal Utility District No. 118 is Spring Creek which flows into the San Jacinto River and then into Lake Houston.

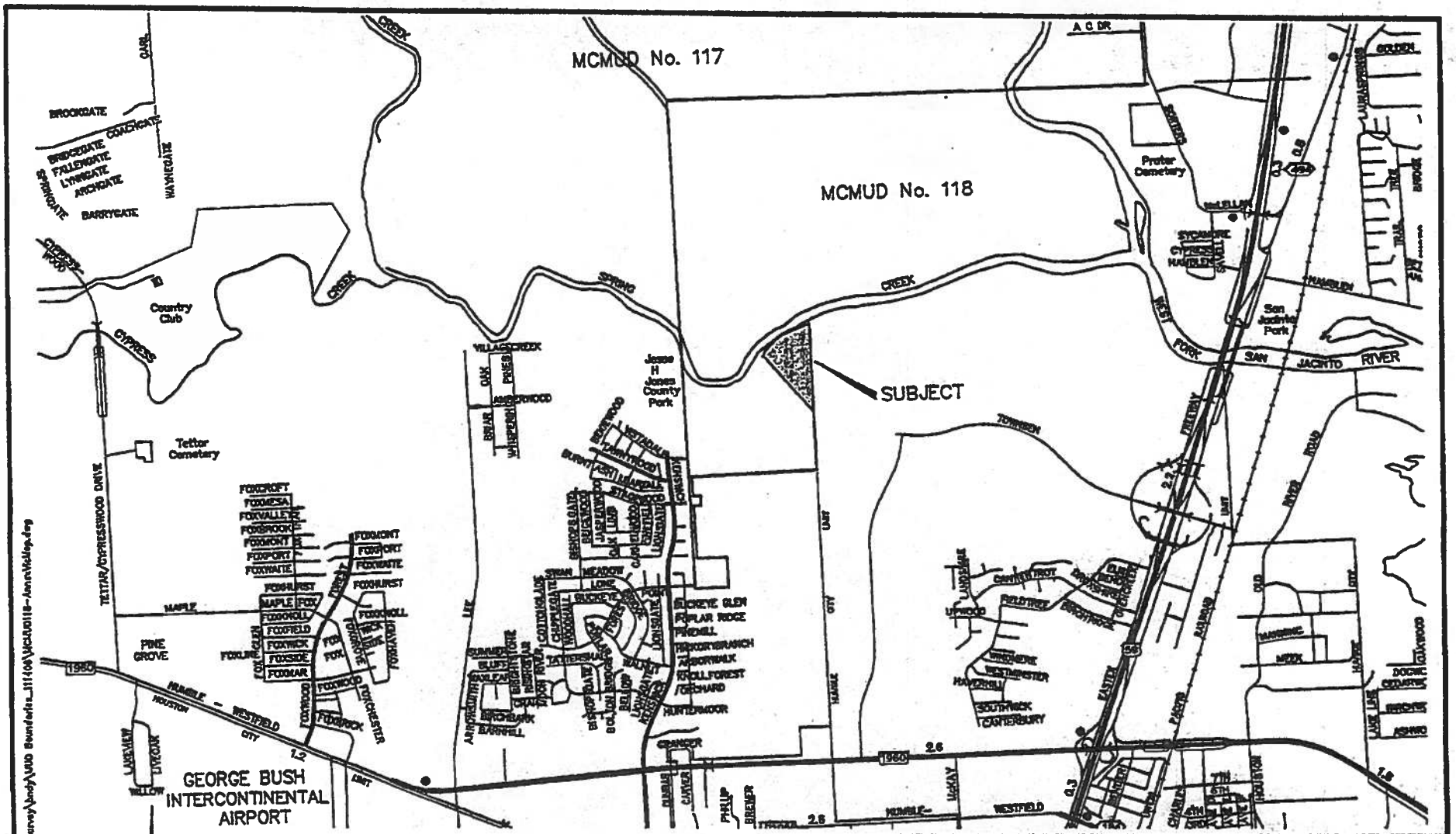
Potable water will be provided by the proposed Regional Water Plant Numbers 1, 2, and 3. By executing the Petition for Consent, the district has acknowledged that all plans for the construction of water conveyance, wastewater collection, and storm water collection systems within the district must be approved by the City of Houston prior to their construction.

The Utility District Review Committee recommends that the subject petition be approved.

Attachments

c: Marta Crinejo
Patrick Walsh, P.E.
Jun Chang P.E., D.WRE
Bill Zrioka
Gary Dzierlenga
Tim Lincoln, P.E.

LTS#13318	REQUIRED AUTHORIZATION	20IPB181
Finance Department	Other Authorization:	Other Authorization: Mark L. Loethen Mark L. Loethen, P.E., CFM, PTOE Deputy Director Planning & Development Services Div.

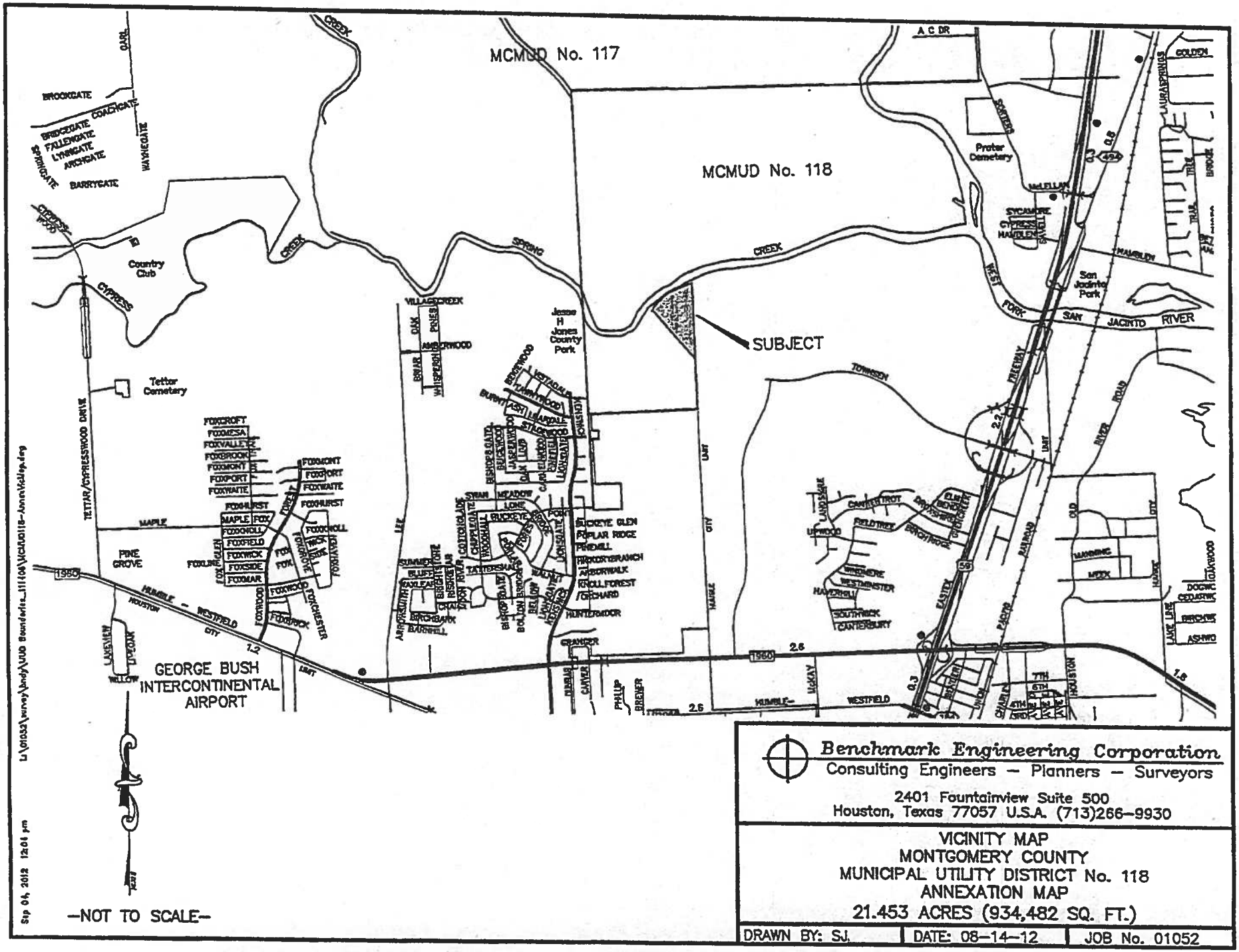


Benchmark Engineering Corporation
Consulting Engineers – Planners – Surveyors
2401 Fountainview Suite 500
Houston, Texas 77057 U.S.A. (713)266–9930

VICINITY MAP
MONTGOMERY COUNTY
MUNICIPAL UTILITY DISTRICT No. 118
ANNEXATION MAP
21.453 ACRES (934,482 SQ. FT.)

DRAWN BY: SJ.	DATE: 08–14–12	JOB No. 01052

Sep 04, 2012 12:01 pm L:\01052\survey\Judy\MUD Boundaries_11x17\04\MCMUD118-AnnexMap.dwg



Benchmark Engineering Corporation
Consulting Engineers – Planners – Surveyors
2401 Fountainview Suite 500
Houston, Texas 77057 U.S.A. (713)266-9930

VICINITY MAP
MONTGOMERY COUNTY
MUNICIPAL UTILITY DISTRICT No. 118
ANNEXATION MAP
21.453 ACRES (934,482 SQ. FT.)

DRAWN BY: SJ.	DATE: 08-14-12	JOB No. 01052

Sep 04, 2012 12:01 pm L:\01052\survey\Andy\MUD Boundaries_111104\MCMUD118-AnnVicMap.dwg

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
ETJ

Item Creation Date: 11/18/2014

PLN-SPA Montgomery County MUD No. 118

Agenda Item#: 46.

Summary:
ORDINANCE approving and authorizing Strategic Partnership Agreement between the City of Houston and **MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 118**

Background:
The Planning Department has negotiated an SPA with Montgomery County MUD No. 118. Sales taxes will be divided evenly between the City and the MUD.

Prior Council Action:
Public Hearings were held on November 5, 2014 and November 12, 2014

Amount of Funding:
N/A

Contact Information:
Nicole Smothers - PD - 713-837-7856

ATTACHMENTS:

Description	Type
RCA	Backup Material
SPA Ord-MC MUD No. 118 Ord	Ordinance/Resolution/Motion

TO: Mayor via City Secretary **REQUEST FOR COUNCIL ACTION**

SUBJECT: Ordinances Approving Strategic Partnership Agreements with Various Utility Districts and Annexing Territory for Limited Purposes	**Category #**	**Page 1 of 1**	**Agenda Item #**

FROM (Department or other point of origin): Planning and Development Department	**Origination Date** November 14, 2014	**Agenda Date** December 3, 2014
DIRECTOR'S SIGNATURE:	**Council District affected:** A, E & F	
For additional information contact: Nicole Smothers **Phone:** 713-837-7856	**Date and identification of prior authorizing Council action:** Public Hearings: November 5, 2014 and November 12, 2014	

RECOMMENDATION: (Summary)
That City Council approve Strategic Partnership Agreements with the Utility Districts listed below, for the annexation for limited purpose of the territory within and in the vicinity of those districts, and for the assignment of such territory to City Council Districts.

Amount and Source of Funding:	**Finance Budget:**

SPECIFIC EXPLANATION:
The Planning and Development Department has negotiated Strategic Partnership Agreements between the City of Houston and the utility districts listed below.

In each of these Districts, the city is annexing only commercial property and undeveloped land intended for commercial use. There is no population located in these territories proposed to be annexed for limited purposes. In addition, the city will levy a 1 percent sales tax and all taxes collected in the areas will be divided evenly between the City and the District for all SPAs other than Montgomery County MUD 118. The city will levy up to a 2 percent sales tax and all taxes collected will be divided evenly between the City and Montgomery County MUD No. 118. Harris County MUD No. 62 will have no change to its boundary, the amendment is only to remove language related to a developer no longer involved in the project. For each of the Districts that include the annexation of territory outside of the District's boundary, the city will extend Section 6-3 of the Code of Ordinances regarding the running at large of domestic animals. In areas where there is no out of District territory being annexed, the city is not required to provide a service.

All agreements require public notice and two public hearings which were held on November 5th and November 12th.

New Agreement:

Montgomery County MUD No. 118

Amendments to Existing Agreements:

Dowdell PUD (Amendment1)
Fort Bend County MUD No. 30 (Amendment 2)
Harris County MUD No. 62 (Amendment 1)
West Harris County MUD No. 2 (Amendment 2)

Council District assignments of the newly annexed areas are detailed on the accompanying memorandum.

Attachment

Copy: Marta Crinejo, Agenda Director
David Feldman, City Attorney
Anna Russell, City Secretary
Sameera Mahendru, Assistant City Attorney

REQUIRED AUTHORIZATION		
Finance Director:	**Other Authorization:**	**Other Authorization:**

City of Houston, Texas Ordinance No. _____

AN ORDINANCE APPROVING AND AUTHORIZING THE STRATEGIC PARTNERSHIP AGREEMENT BETWEEN THE CITY OF HOUSTON AND MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 118; MAKING VARIOUS FINDINGS AND PROVISIONS RELATING TO THE SUBJECT; AND DECLARING AN EMERGENCY

* * * *

WHEREAS, the Developer entered into an agreement approved by Ordinance 2012-1056 countersigned on December 12, 2012 which approved a restrictive covenant and contemplated a disannexation, creation of municipal utility districts, consent by the City to create such districts and strategic partnership agreements in substantially similar terms with the Related Districts; and

WHEREAS the Developer desires (i) the disannexation of the portion of the Property within the City's corporate limits together with the Additional Property from the general purpose boundaries of the City, and (ii) the City's consent to the creation of Montgomery County Municipal Utility District No. 118 (District 118) and the inclusion of the Additional Property into District 118; and

WHEREAS conditions precedent to the City's consideration of such annexation matters the Developer delivered to the City the Restrictive Covenants in accordance with Section 3.03 of this Agreement, and (ii) provided a Resolution of the Board of Directors of District 118 in support of executing a strategic partnership agreement by District 118, providing for the limited purpose and subsequent full purpose annexation of the Districts and consenting to and joining in the Developer's petitions described in the recitals of this Agreement; and

WHEREAS, the City filed the Declaration of Restriction made on June 10, 2014, which includes a restriction against the construction of a flood protection levee on the property with District 118 and Related Districts in the Real Property records of Montgomery County on September 26, 2014; and

WHEREAS the City will disannex the District 118 Property and the Additional Property immediately followed by the consenting to the creation of District 118 and to the inclusion of the Additional Property into District 118; and

WHEREAS, the City is interested in entering into such Strategic Partnership Agreement with the District and annexing the area for limited purposes subsequent to its consent to the creation and organization of District 118 and the organization of the other Districts; and

WHEREAS, the City of Houston, Texas (the "City"), is authorized to enter into a Strategic Partnership Agreement pursuant to Section 43.0751 of the Texas Local Government Code; and

WHEREAS, the City Council, by Ordinance No. 2014-919 adopted on October 8, 2014, called certain public hearings relating to the proposed Strategic Partnership Agreement with Montgomery County Municipal Utility District No.118; and

WHEREAS, the City Council, in compliance with Section 43.0751(d) of the Texas Local Government Code, held the required public hearings regarding the proposed Strategic Partnership Agreement on November 5, 2014, and November 12, 2014; **NOW, THEREFORE,**

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

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

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 December 2014.

APPROVED this _____ day of December 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

(Prepared by Legal Dept. _____)
Senior Assistant City Attorney

(Requested by Patrick Walsh, Director, Planning and Development Department)
(L.D. File No. 0611400118001)
G:\General\Annexation\Fall 2014\MC118\MC 118 SPA Ord.doc

STRATEGIC PARTNERSHIP AGREEMENT
BETWEEN THE CITY OF HOUSTON, TEXAS,
AND MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 118

THE STATE OF TEXAS §
§
COUNTY OF MONTGOMERY §

This **STRATEGIC PARTNERSHIP AGREEMENT** (this "Agreement") is entered into as of the Effective Date between the **CITY OF HOUSTON, TEXAS**, a municipal corporation principally situated in Montgomery County and Harris County, Texas, acting through its governing body, the City Council of the City of Houston, Texas (the "City"), and Montgomery County Municipal Utility District No. 118 (the "District"), a municipal utility district created pursuant to Article XVI, Section 59, of the Texas Constitution and operating under Chapters 49 and 54 of the Texas Water Code.

RECITALS

1. Texas Local Government Code, §43.0751 (the "Act") authorizes the City and certain utility districts to negotiate and enter into a strategic partnership agreement by mutual consent; and

2. Pacifico Indio Properties, L.L.C. ("Developer") entered into a development agreement with the City (the "Development Agreement"), approved by Ordinance 2012-1056 and countersigned on December 12, 2012, which provides for the execution of restrictive covenants by the Developer and contemplates the following: (i) the disannexation of the District 118 Property (as defined in the Development Agreement) and the Additional Property (as defined in the Development Agreement) from the corporate limits of the City, (ii) the City's consent to the creation of the District, and (iii) the City's consent to include the Additional Property in the District; and

3. The City intends to consent to the disannexations described above and, immediately thereafter, consent to the creation of the District and the annexation of the Additional Property into the District and, thereafter, the City intends to file the Declaration of Restriction made on June 10, 2014, which includes a restriction against the construction of a flood protection levee on the Property (as defined in the Development Agreement) in the Real Property records of Montgomery County; and

4. The Development Agreement also provides that the District (and the Related Districts) will consider a strategic partnership agreement as soon as practicable following the City's disannexation of the District 118 Property and the Additional Property and the City's consent to the creation of the District and the inclusion of the Additional Property into the District; and

5. As required by the Act, the City held public hearings on November 5, 2014 and November 12, 2014 at City Council Chambers, and the District held public hearings on October 30, 2014, and November 5, 2014, at which members of the public were given the opportunity to present testimony or evidence regarding the proposed Agreement, and the City and the District made copies of the proposed Agreement available, and gave notice of the hearings prior to the public hearings in accordance with the terms of the Act; and

6. This Agreement now provides for the annexation of area in the District as more specifically described in Exhibit "A" and illustrated in Exhibit "B" ("Tract"), by the City for limited purposes; it being understood, however, that the effectiveness of this Agreement as to the Additional Property is subject to the annexation of the same into the boundaries of the District; and

7. The City and the District wish to enter into this Agreement to provide the terms under which services will be provided by the District and under which the District will continue to exist for an extended period of time after the Tract of land within the District is annexed for limited purposes.

THE PARTIES AGREE AS FOLLOWS:

ARTICLE I

FINDINGS

The City and the District find and declare:

1. The Act authorizes the City and the District to enter into this Agreement to define the terms under which services will be provided to the City and the District and under which the District will continue to exist after the Tract is annexed for limited purposes pursuant to this Agreement;

2. This Agreement does not require the District to provide revenue to the City solely for the purpose of an agreement with the City to forgo annexation of the District;

3. This Agreement provides benefits to the City and the District, including revenue, services, or regulations which are reasonable and equitable with regard to the benefits provided to the other Party;

4. All the terms contained in this Agreement are lawful and appropriate to provide for the provision of municipal services; and

5. The City and the District negotiated this Agreement by mutual consent; the terms of the Agreement are not a result of the City's Annexation Plan or any arbitration between the City and the District.

ARTICLE II

DEFINITIONS

Unless the context requires otherwise, and in addition to the terms defined above, the following terms used in this Agreement will have the meanings set out below:

"Act" means Texas Local Government Code, §43.0751 and any amendments thereto.

"Agreement" means this strategic partnership agreement between the City and the District.

"Board" means the Board of Directors of the District.

"City" means the City of Houston, Texas, a municipal corporation principally situated in Harris County, Texas.

"City Charter" means the Charter of the City and any amendments thereto.

"City Code" means the Code of Ordinances of the City and any amendments thereto.

"City Council" means the City Council of the City or any successor governing body.

"Commercial Purposes" means a developed land use other than for single family, mutli-family, or other residential use.

"Consent Ordinance" means the ordinances, including all attachments and exhibits, passed by the City Council on November 12, 2014, consenting to the creation of and inclusion of land in the District.

"Comptroller" means the Comptroller of Public Accounts of the State of Texas.

"Director" means the Director of Planning and Development Department of the City or his or her designee.

"District" means Montgomery County Municipal Utility District No. 118, a municipal utility district created pursuant to Article XVI, Section 59, of the Texas Constitution and operating under Chapters 49 and 54 of the Texas Water Code.

"Effective Date" means the date the City Controller countersigns this Agreement.

"ETJ" means the extraterritorial jurisdiction of the City.

"Government Code" means the Texas Government Code and any amendments thereto.

"Implementation Date" means the date the limited-purpose annexation ordinance is passed by City Council pursuant to Section 3.01.

"Landowner" means a person that owns real property in the District.

"Local Government Code" means the Texas Local Government Code and any amendments thereto.

"Party" or "Parties" means a party or the parties to this Agreement, being the City and the District.

"Related Districts" means Montgomery County Municipal Utility District Nos. 102 ("District 102"), 103 ("District 103"), 104 ("District 104") and 117 ("District 117").

"Resident" means a person that resides in the District.

"Sales and Use Tax" means the sales and use tax authorized to be imposed in the Tract by the Act and Tax Code Chapter 321.

"Tax Code" means the Texas Tax Code and any amendments thereto.

"Tract" means the tract(s) of land described in Exhibit "A" and illustrated in Exhibit "B" to this Agreement but excluding territory outside the boundaries of the District.

ARTICLE III

LIMITED-PURPOSE ANNEXATION

Section 3.01 Generally

As soon as practicable following the approval of this Agreement by City Council, as authorized by the Act, and from time to time thereafter the City shall annex, for limited purposes:

(i) those portions of the Tract which have, as of the date hereof, been developed for Commercial Purposes; and

(ii) those portions of the Tract which, after the date of this Agreement, are developed for Commercial Purposes.

Any portions of the Tract that are annexed for limited purposes shall be set forth and described on Exhibit "A-1" as such areas are added from time to time. The City shall provide the District with at least ninety (90) days prior written notice of its intent to annex, for limited purposes any portion of the Tract described in subsection (ii) above.

The Parties recognize that at the time of the Agreement, the City's power to zone is restricted by City Charter Article VII-b, Section 13. If the City adopts a zoning ordinance pursuant to City

Charter Article VII-b, Section 13, during the period of limited-purpose annexation, the zoning ordinance shall only apply to the Tract if the exclusion of the Tract from the zoning ordinance would, as a matter of law, invalidate the City's ability to zone the City as a whole. If the City initiates procedures to adopt a zoning ordinance, the City agrees to use its best efforts to draft an ordinance in a manner that would not require any application of the ordinance to the Tract. If the City is required to apply any zoning ordinance to the Tract during the period of limited-purpose annexation, the City agrees to apply a zoning classification to the property inside the Tract that would not cause any then-current structure or the use of any property inside the Tract to become noncomplying or nonconforming as a result of the classification.

Section 3.02 Property Taxes and District Liability for Debts of the City

During the term of this Agreement, except as provided in Article V: (i) neither the District nor any owners of taxable property within the District is liable for any present or future debts of the City, and (ii) current and future ad valorem taxes levied by the City will not be levied on taxable property within the District.

Section 3.03 Powers and Functions Retained by the District

Except as limited by the Consent Ordinance, the District is authorized to exercise all powers and functions of a municipal utility district provided by existing law or any amendments or additions thereto. The District's assets, liabilities, indebtedness, and obligations will remain the responsibility of the District. Disposition or acquisition of additional assets, liabilities, indebtedness, and obligations will be governed by the Consent Ordinance to the extent the Consent Ordinance is not inconsistent with this Agreement.

Section 3.04 Extraterritorial Jurisdiction

This agreement does not remove any area of the District from the extraterritorial jurisdiction of the City of Houston. The City may regulate the District in the same manner in which it may regulate other areas within the extraterritorial jurisdiction of the City.

ARTICLE IV

VOTING RIGHTS IN THE DISTRICT

Section 4.01 Generally

Upon annexation of the Tract for limited purposes by the City, the qualified voters of the Tract may vote in City elections pursuant to Local Government Code §43.130. Voting rights are subject to all state and federal laws and regulations.

Section 4.02 Notice

On or after the 15th day but before the fifth day before the date of the first election held in which the residents of the Tract are entitled to vote as set out in Section 4.01, the City at its own expense, shall publish a quarter-page advertisement in a newspaper of general circulation in the District per Subsection 43.130(a) of the Act notifying the residents of the Tract of their eligibility to vote in the election and stating the location of all polling places within the Tract. The District, at its own expense, may provide for similar notice in a newspaper of general circulation in the Tract or otherwise.

Section 4.03 Designation of Precincts and Preparation of Ballots

The City shall include the Tract in an adjacent single-member City Council district and establish an election precinct or election precincts for the purpose of allowing qualified voters in the area to participate in City elections. The City Secretary shall prepare the official ballot by which the qualified resident voters of the Tract are entitled to vote pursuant to the laws of the State of Texas.

ARTICLE V

SALES AND USE TAX

Section 5.01 Imposition of the City's Sales and Use Tax

Pursuant to Subsection (k) of the Act, the City shall impose a Sales and Use Tax within the Tract upon the limited-purpose annexation of the Tract. The Sales and Use Tax shall be imposed on the receipts from the sale and use at retail of taxable items at the maximum available rate up to two

percent or the rate specified under future amendments to Chapter 321 of the Tax Code. The Sales and Use Tax shall take effect on the date described in Tax Code §321.102.

Section 5.02 Payment of Sales and Use Tax to the District

The City shall pay to the District an amount equal to 50% of the Sales and Use Tax revenues that are reported on the monthly sales tax report provided by the Comptroller and received by the City from the Comptroller after the date of the limited-purpose annexation of the Tract. The City shall deliver the District's portion of the Sales and Use Tax revenues to the District within 30 days of the City's receipt of the sales report from the Comptroller. Government Code Chapter 2251 shall govern and provide the penalty if the City fails to deliver the District's portion in a timely manner. For the purposes of determining the applicable overdue date under Chapter 2251, the City is deemed to have received an invoice from the District on the date the City receives the sales tax report from the Comptroller without further action from the District.

The City agrees to make reasonable efforts to obtain amended and supplemental reports from the Comptroller to reflect, to the greatest extent practicable, all Sales and Use Tax revenues generated within the boundaries of the Tract. Revenues resulting from such amended and supplemental reports will be divided and paid as provided above.

The City shall deliver to the District a condensed version of each monthly sales tax report provided by the Comptroller, containing only the contents of the sales tax report relating to retail sales and retailers in the Tract within 30 days of the City's receipt of the sales tax report.

Section 5.03 Notification of Comptroller

The City shall send notice of this Agreement and the limited-purpose annexation of the Tract to the Comptroller within three days of the Implementation Date in the manner provided by Tax Code §321.102. The City shall send to the District a copy of any notice from the Comptroller delaying the effectiveness of the Sales and Use Tax in the Tract.

Section 5.04 District Use of Sales and Use Tax Revenue

The District shall use the Sales and Use Tax revenue provided in Section 5.02 only for purposes for which the District is lawfully authorized to use its ad valorem tax revenues or other revenues.

Section 5.05 District Audit Rights

The District may audit the Sales and Use Tax collections by the City solely to determine whether the Sales and Use Tax revenue payments provided by Section 5.02 have been made to the District in accordance with this Agreement. Any audit shall be made at the District's sole cost and expense and may be performed at any time during the City's regular business hours by an auditor hired by the District on 30 days written notice to the City. For the purpose of any audits, the City shall maintain and make available to the District or its representatives all books, records, documents and other evidence of accounting procedures or practices in whatever form sufficiently maintained to reflect the collection of all Sales and Use Tax revenues that are subject to this Agreement.

Section 5.06 City Audit Rights

The District is required by law to prepare an annual audit within 120 days after the close of the District's fiscal year. The District shall provide a copy of its annual audit to the City within 30 days after the audit is completed.

The City may audit the District's expenditures made with the Sales and Use Tax revenue paid under Section 5.02, solely to determine whether the expenditures have been made by the District in accordance with Section 5.04. Any audit shall be made at the City's sole cost and expense and may be performed at any time during regular business hours by the City's internal auditors or an independent auditing firm on 30 days written notice to the District. For the purpose of any audits, the District shall maintain and make available to the City or its representatives all books, records, documents and other evidence of accounting procedures or practices in whatever form maintained sufficient to reflect the expenditure of all Sales and Use Tax revenues that are subject to this Agreement.

Section 5.07 Emergency Services District

The creation of an Emergency Services District ("ESD") overlapping any territory in the Tract and which imposes or intends to impose a Sales and Use Tax within the Tract without City consent would diminish the benefits to be derived by the City and the District under this Agreement. In the event such an overlapping ESD is created that imposes or intends to impose a Sales and Use Tax within the Tract, the District will use all reasonable efforts to support the exclusion of the Tract from the territory of the ESD and/or oppose the imposition of a Sales and Use Tax by such ESD within the Tract.

ARTICLE VI

SERVICES PROVIDED BY THE DISTRICT AND THE CITY

Section 6.01 Water, Sewer, and Drainage Services

The District shall continue to develop, to own, and to operate and maintain a water, wastewater, and drainage system in the District. Further, as consideration of the receipt of funds from the City as described in this Agreement, the District shall take one or a combination of the following actions for the benefit of the District, its Landowners and Residents:

1. Accelerate the development of the water, wastewater and drainage system in the District (including the Tract) as necessary to encourage private investment in new construction in the District;

2. Accelerate reimbursements to developers for eligible infrastructure development to encourage such development in the District;

3. Lower the overall property tax rate of the Landowners to encourage additional investment and development within the District;

4. Perform other District functions that might otherwise be diminished, curtailed, abbreviated or delayed by financial limitations.

The District agrees to operate and maintain water, wastewater, and drainage service at the same level as the District has operated and maintained them before the Implementation Date. The City may periodically inspect the District's water, wastewater, and drainage facilities.

ARTICLE VII

FULL-PURPOSE ANNEXATION

Section 7.01 No Full-Purpose Annexation During Term of Agreement

The City agrees that irrespective of its right and power it will not annex all or part of the District or commence any action to annex all or part of the District for full purposes until at least the later of (i) 90% of the District's water supply and distribution, waste water treatment and collection facilities, drainage facilities, recreational facilities, and road facilities have been developed and the developer of such facilities within the District has been reimbursed for costs and expenses associated therewith, or (ii) 30 years have elapsed. If on the twenty-ninth anniversary date of the Effective Date, the District has not been annexed for full purposes, then the Director shall evaluate whether the City should negotiate a new strategic partnership agreement with the District, annex the District for full purposes upon the termination of this Agreement if 7.01(i) is satisfied, or allow this Agreement to expire. Within six months of twenty-ninth anniversary date, the Director shall make a recommendation to the City Council regarding the negotiation of a new strategic partnership agreement, the full-purpose annexation of the District, or the expiration of the Agreement. If the Director recommends that the City negotiate a new strategic partnership agreement or annex the District and the City Council approves the recommendation the City shall begin proceedings to enter into a new strategic partnership agreement or to annex the District for full purposes at the end of the term of this Agreement as applicable. If the Director recommends that the City neither negotiate a new strategic partnership agreement nor annex the District for full purposes, and the City Council agrees or if the City Council rejects the Director's recommendation to negotiate a new strategic partnership agreement or to annex the District for full purposes, the City may begin proceedings to disannex the limited purpose annexed portions of the Tract for limited purposes if authorized under the applicable provision of the Local Government Code. If the City decides to disannex the limited purpose annexed portions of the Tract and has the authority to disannex, the City may institute proceedings to accomplish such disannextion to be effective upon termination of this Agreement.

MATERIAL BREACH, NOTICE AND REMEDIES

Section 8.01 Material Breach of Agreement

A. It is the intention of the Parties to this Agreement that the District and the City be regulated in accordance with the terms of this Agreement. A material breach of this Agreement by the District includes any one or more of the following:

1. Failure of the District to act in good faith in the annexation of the Tract by the City for limited purposes as authorized by this Agreement; or

2. Failure of the District to develop and to operate and maintain the District's water, sewer, and drainage facilities as provided in Article VI.

B. A material breach of this Agreement by the City includes any one or more of the following:

1. Any attempt by the City to annex the District for full purposes during the term of this Agreement; or

2. Failure of the City to pay to the District the District's share of the Sales and Use Tax, as provided in Article V.

If a Party to this Agreement believes that another Party has, by act or omission, committed a material breach of this Agreement, the provisions of this Article shall govern the remedies for breach of this Agreement.

Section 8.02 Notice of District's Default

A. The City shall notify the District in writing of an alleged failure by the District to comply with a provision of this Agreement, describing the alleged failure with reasonable particularity. The District shall, within 30 days after receipt of the notice or a longer period of time as the City may specify in the notice, either cure the alleged failure or, in a written response to the

City, either present facts and arguments in refutation or excuse of the alleged failure or state that the alleged failure will be cured and set forth the method and time schedule for accomplishing the cure.

B. The City shall determine (i) whether a failure to comply with a provision has occurred; (ii) whether the failure is excusable; and (iii) whether the failure has been cured or will be cured by the District. The District shall make available to the City, if requested, any records, documents or other information necessary to make the determination.

C. If the City determines that the failure has not occurred, or that the failure either has been or will be cured in a manner and in accordance with a schedule reasonably satisfactory to the City, or that the failure is excusable, the determination shall conclude the investigation.

D. If the City determines that a failure to comply with a provision has occurred and that the failure is not excusable and has not been or will not be cured by the District in a manner and in accordance with a schedule reasonably satisfactory to the City, then the City may exercise the applicable remedy under Section 8.04(A).

Section 8.03 Notice of City's Default

A. The District shall notify the Director in writing specifying any alleged failure by the City to comply with a provision of this Agreement, describing the alleged failure with reasonable particularity. The City shall, within 30 days after receipt of the notice or the longer period of time as the District may specify in the notice, either cure the alleged failure or, in a written response to the District, either present facts and arguments in refutation or excuse of the alleged failure or state that the alleged failure will be cured and set forth the method and time schedule for accomplishing the cure.

B. The District shall determine (i) whether a failure to comply with a provision has occurred; (ii) whether the failure is excusable; and (iii) whether the failure has been cured or will be cured by the City. The City shall make available to the District, if requested, any records, documents or other information necessary to make the determination.

C. If the District determines that the failure has not occurred, or that the failure either has been or will be cured in a manner and in accordance with a schedule reasonably satisfactory to the District, or that the failure is excusable, the determination shall conclude the investigation.

D. If the District determines that a failure to comply with a provision has occurred and that the failure is not excusable and has not been or will not be cured by the City in a manner and in accordance with a schedule reasonably satisfactory to the District, then the District may exercise the applicable remedy under Section 8.04(B).

Section 8.04 Remedies

A. If the City determines that the District has committed a material breach of this Agreement, the City may file suit in a court of competent jurisdiction in Harris County, Texas, and seek any relief available at law or in equity, including, but not limited to, an action under the Uniform Declaratory Judgment Act and termination of this Agreement as to the District in addition to the monetary awards as may be appropriate.

B. If the District determines that the City has committed a material breach of this Agreement, the District may file suit in a court of competent jurisdiction in Harris County, Texas, and seek any relief available at law or in equity, including, but not limited to, an action under the Uniform Declaratory Judgment Act in addition to the monetary awards as may be appropriate.

ARTICLE IX
BINDING AGREEMENT, TERM, AND AMENDMENT

Section 9.01 Beneficiaries

This Agreement binds and inures to the benefit of the Parties, their successors and assigns, and, only as provided in Article VII, the Landowners and Residents. In the event of a material breach of Article VII by the City, the Landowners and Residents shall have the same rights as the District

and shall follow the same procedures as the District as set out in Article VIII. The District shall record this Agreement with the County Clerk in Official Records of Montgomery County and Harris County, Texas. This Agreement binds each owner and each future owner of land included within the District's boundaries in accordance with Subsection (c) of the Act.

Section 9.02 Term

This Agreement commences and binds the Parties on the Effective Date and continues for 30 years from the Effective Date. Any rights or privileges of the Landowners and Residents under this Agreement will terminate 30 years from the Effective Date. Notwithstanding the foregoing, if the City fails to disannex the District 118 Property and the Additional Property or consent to the creation of the District and the inclusion of the Additional Property into the District prior to its approval of this Agreement as described in the Recitals, then this Agreement shall be null and void.

Section 9.03 Amendment

The Parties by mutual consent may amend the terms of this Agreement at any time.

ARTICLE X
MISCELLANEOUS PROVISIONS

Section 10.01 Notice

Any formal notices or other communications (Notice) required to be given by one Party to another by this Agreement shall be given in writing addressed to the Party to be notified at the address set forth below for the Party, (i) by delivering the Notice in person (ii) by depositing the Notice in the United States Mail, certified or registered, return receipt requested, postage prepaid, addressed to the Party to be notified, (iii) by depositing the Notice with Federal Express or another nationally recognized courier service guaranteeing next day delivery, addressed to the Party to be notified, or (iv) by sending the Notice by telefax with confirming copy sent by mail. Notice deposited in the United States mail in the manner herein above described shall be deemed effective from and after the date of such deposit. Notice given in any other manner shall be effective only if and when received by the Party to be notified. For the purposes of Notice, the addresses of the Parties, until changed as provided below, shall be as follows:

All Notices required or permitted under this Agreement shall be in writing and shall be served on the Parties at the following address:

City: City of Houston
P.O. Box 1562
Houston, Texas 77251
Attn: Director, Department of Planning and Development

District: Montgomery County Municipal District No. 118
c/o: Schwartz, Page, & Harding, L.L.P.
Address: 1300 Post Oak Blvd., Ste. 1400
Houston, Texas 77056
Attn: Howard Cohen

The Parties may from time to time change their respective addresses, and each may specify as its address any other address within the United States of America by giving at least five days written notice to the other Party. If any date or any period provided in this Agreement ends on a Saturday, Sunday, or legal holiday, the applicable period for calculating the notice shall be extended to the first business day following the Saturday, Sunday or legal holiday.

Section 10.02 Time

Time is of the essence in all things pertaining to the performance of this Agreement.

Section 10.03 Severability

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

Section 10.04 Waiver

Any failure by a Party to insist upon strict performance by the other Party of any material provision of this Agreement shall not be deemed a waiver thereof or of any other provision hereof, and the Party shall have the right at any time thereafter to insist upon strict performance of any and all of the provisions of this Agreement.

Section 10.05 Applicable Law and Venue

The construction and validity of this Agreement shall be governed by the laws of the State of Texas without regard to conflicts of law principles. Venue shall be in Harris County, Texas.

Section 10.06 Reservation of Rights

To the extent not inconsistent with this Agreement, each Party reserves all rights, privileges, and immunities under applicable laws.

Section 10.07 Further Documents

The Parties agree that at any time after execution of this Agreement, they will, upon request of the other Party, execute and deliver the further documents and do the further acts and things as the other Party may reasonably request in order to effectuate the terms of this Agreement.

Section 10.08 Incorporation of Exhibits and Other Documents by Reference

All Exhibits and other documents attached to or referred to in this Agreement are incorporated into this Agreement by reference for the purposes set forth in this Agreement.

Section 10.09 Effect of State and Federal Laws

Notwithstanding any other provision of this Agreement, the District shall comply with all applicable statutes or regulations of the United States, the State of Texas, and City Ordinances and City Charter provisions implementing such statutes or regulations.

Section 10.10 Authority for Execution

The City certifies and represents that the execution of this Agreement is duly authorized and adopted in conformity with the City Charter and City Ordinances. The District certifies and represents that the execution of this Agreement is duly authorized and adopted by the Board.

Section 10.11 Semi-Annual Review

At least semi-annually, the District shall review and confirm, and will notify the Planning and Development Department in a form prescribed by the Department, of the accuracy of the list of resale permit holders as provided by the State Comptroller's Office.

SIGNATURE PAGES FOLLOW

SIGNATURE PAGE

IN WITNESS WHEREOF, the parties have executed this Agreement in multiple copies, each of which shall be an original, as of the date countersigned by the City Controller of the City of Houston.

Montgomery County Municipal Utility District No. 118

By: _____
Timothy J. Early, President, Board of Directors

ATTEST:
By: _____
Dan G. Hoffman, Secretary, Board of Directors

Tax ID No. 47-1031821

STATE OF TEXAS §
§
COUNTY OF MONTGOMERY §

This instrument was acknowledged before me this 5th day of November, 2014, by Timothy J. Early, as President and Dan G. Hoffman, as Secretary, of Montgomery County Municipal Utility District No. 118, a political subdivision of the State of Texas, on behalf of said political subdivision.

_____
Notary Public in and for the State of Texas

(NOTARY SEAL)

LINDA L. KNOX
Notary Public, State of Texas
My Commission Expires 01-28-2017

CITY OF HOUSTON, TEXAS

By:_____
Mayor

ATTEST:
By:_____
City Secretary

APPROVED:

By:_____
Director, Department of Planning and Development

APPROVED AS TO FORM:

By:_____
Assistant City Attorney
L.D. File No. 0611400118001

COUNTERSIGNED:

By:_____
City Controller

DATE COUNTERSIGNED:_____

EXHIBIT "A"

EXHIBIT "A"

METES AND BOUNDS DESCRIPTION
PROPOSED MONTGOMERY COUNTY MUNICIPAL
UTILITY DISTRICT NUMBER 118
875.426 ACRES
38,133,574 SQUARE FEET
MONTGOMERY COUNTY, TEXAS
October 20, 2006

All that certain 875.426 acre (38,133,574 square feet) parcel of land situated in the Joseph A. Parker Survey, Abstract Number 418, in Montgomery County, Texas, and being a portion of that certain call 2,086.441 acre tract described in a Warranty Deed to Pacific Indio Properties, Inc. recorded in Clerk's File Number 2005-116973 of the Official Public Records of Real Property at Montgomery County, Texas (O.P.R.R.P.M.C.T), and being all of that certain call 347.750 net acres described in a Warranty Deed to Pacific Indio Properties in Clerk's File Number 2006-026099 of the O.P.R.R.P.M.C.T, said 875.426 acre tract being more particularly described by metes and bounds as follows: (All bearings are referenced to the Texas State Plane Coordinate System, South Central Zone)

COMMENCING at a 90d nail found for an interior corner of said 2,086.441 acre tract and the northwest corner of said 347.750 acre tract;

THENCE, generally along a barbed wire fence line marking the occupied southerly line of said 2,086.441 acre tract and the occupied northerly line of said 347.750 acre tract, the following three (3) courses:

1) North 76 Degrees 42 Minutes 28 Seconds East, a distance of 1,639.86 feet to a 5/8-inch iron rod with plastic cap stamped "BENCHMARK ENGR." found for an angle point;

2) North 77 Degrees 50 Minutes 35 Seconds East, a distance of 1,494.90 feet to a 5/8-inch iron rod with plastic cap stamped "BENCHMARK ENGR." found for an angle point;

3) North 73 Degrees 20 Minutes 40 Seconds East, a distance of 896.00 feet to the intersection of the north line of said 347.570 acre tract and the west bank of the West Fork of the San Jacinto River for the **POINT OF BEGINNING** of the herein described tract;

THENCE, southerly, with the meanders of the west bank of the West Fork of the San Jacinto River, the following fifty-five (55) courses:

1) South 13 Degrees 34 Minutes 14 Seconds West, a distance of 16.30 feet;

2) South 09 Degrees 53 Minutes 26 Seconds East, a distance of 133.74 feet;

3) South 16 Degrees 38 Minutes 15 Seconds East, a distance of 73.61 feet;

4) South 19 Degrees 31 Minutes 13 Seconds East, a distance of 116.98 feet;

5) South 32 Degrees 54 Minutes 28 Seconds East, a distance of 145.16 feet;

6) South 38 Degrees 38 Minutes 20 Seconds East, a distance of 103.32 feet;

7) South 41 Degrees 57 Minutes 28 Seconds East, a distance of 118.10 feet;

8) South 54 Degrees 00 Minutes 34 Seconds East, a distance of 129.83 feet;

9) South 55 Degrees 39 Minutes 23 Seconds East, a distance of 110.71 feet

10) South 66 Degrees 53 Minutes 44 Seconds East, a distance of 73.22 feet;

11) South 72 Degrees 25 Minutes 29 Seconds East, a distance of 88.16 feet;

12) South 65 Degrees 50 Minutes 00 Seconds East, a distance of 65.94 feet;

13) South 79 Degrees 17 Minutes 56 Seconds East, a distance of 92.74 feet;

14) South 78 Degrees 35 Minutes 31 Seconds East, a distance of 79.11 feet;

15) South 58 Degrees 09 Minutes 49 Seconds East, a distance of 56.76 feet;

16) South 88 Degrees 59 Minutes 24 Seconds East, a distance of 70.62 feet;

17) South 54 Degrees 16 Minutes 32 Seconds East, a distance of 41.79 feet;

18) South 78 Degrees 54 Minutes 47 Seconds East, a distance of 69.93 feet;

19) North 59 Degrees 26 Minutes 39 Seconds East, a distance of 59.52 feet;

20) South 71 Degrees 42 Minutes 48 Seconds East, a distance of 70.58 feet;

21) South 70 Degrees 36 Minutes 57 Seconds East, a distance of 57.20 feet;

22) South 82 Degrees 34 Minutes 32 Seconds East, a distance of 43.73 feet;

23) North 85 Degrees 40 Minutes 02 Seconds East, a distance of 75.16 feet;

24) North 67 Degrees 42 Minutes 24 Seconds East, a distance of 47.81 feet;

25) South 85 Degrees 01 Minute 45 Seconds East, a distance of 20.48 feet;

26) South 73 Degrees 26 Minutes 33 Seconds East, a distance of 28.81 feet;

27) South 68 Degrees 02 Minutes 14 Seconds East, a distance of 158.38 feet;

28) South 63 Degrees 08 Minutes 39 Seconds East, a distance of 88.71 feet;

29) South 56 Degrees 06 Minutes 22 Seconds East, a distance of 123.11 feet;

30) South 49 Degrees 42 Minutes 41 Seconds East, a distance of 102.06 feet;

31) South 48 Degrees 16 Minutes 29 Seconds East, a distance of 116.52 feet

32) South 43 Degrees 01 Minutes 51 Seconds East, a distance of 119.92 feet;

33) South 12 Degrees 48 Minutes 47 Seconds East, a distance of 104.77 feet;

34) South 31 Degrees 16 Minutes 58 Seconds East, a distance of 116.13 feet;

35) South 18 Degrees 57 Minutes 55 Seconds East, a distance of 108.66 feet;

36) South 14 Degrees 02 Minutes 37 Seconds East, a distance of 112.14 feet;

37) South 20 Degrees 36 Minutes 57 Seconds East, a distance of 99.63 feet;

38) South 17 Degrees 52 Minutes 48 Seconds East, a distance of 121.18 feet;

39) South 17 Degrees 33 Minutes 50 Seconds East, a distance of 140.50 feet;

40) South 11 Degrees 20 Minutes 12 Seconds East, a distance of 78.23 feet;

41) South 08 Degrees 46 Minutes 43 Seconds East, a distance of 70.75 feet;

42) South 09 Degrees 28 Minutes 02 Seconds East, a distance of 74.18 feet;

43) South 08 Degrees 38 Minutes 18 Seconds East, a distance of 116.59 feet;

44) South 14 Degrees 33Minutes 32 Seconds East, a distance of 100.26 feet;

45) South 12 Degrees 02 Minutes 45 Seconds East, a distance of 102.47 feet;

46) South 12 Degrees 22 Minutes 20 Seconds East, a distance of 92.49 feet;

47) South 00 Degrees 03 Minutes 09 Seconds East, a distance of 72.45 feet;

48) South 10 Degrees 50 Minutes 22 Seconds East, a distance of 37.82 feet;

49) South 08 Degrees 02 Minutes 58 Seconds East, a distance of 102.61 feet;

50) South 00 Degrees 09 Minutes 26 Seconds East, a distance of 143.92 feet;

51) South 04 Degrees 42 Minutes 52 Seconds East, a distance of 150.23 feet;

52) South 09 Degrees 19 Minutes 25 Seconds East, a distance of 115.79 feet;

53) South 08 Degrees 57 Minutes 42 Seconds East, a distance of 70.29 feet;

54) South 24 Degrees 11 Minutes 10 Seconds East, a distance of 53.99 feet;

55) South 16 Degrees 29 Minutes 30 Seconds East, a distance of 9.15 feet to the point of intersection of the west bank of the west fork of the San Jacinto River with the north bank of Spring Creek;

THENCE, westerly, with the meanders of the north bank of Spring Creek, the following one hundred eleven (111) courses:

1) South 84 Degrees 10 Minutes 17 Seconds West, a distance of 12.16 feet;
2) North 82 Degrees 05 Minutes 24 Seconds West, a distance of 52.61 feet;
3) South 87 Degrees 30 Minutes 52 Seconds West, a distance of 53.69 feet;
4) North 85 Degrees 13 Minutes 30 Seconds West, a distance of 55.97 feet;
5) North 89 Degrees 58 Minutes 05 Seconds West, a distance of 63.43 feet;
6) South 83 Degrees 59 Minutes 32 Seconds West, a distance of 56.18 feet;
7) South 83 Degrees 08 Minutes 53 Seconds West, a distance of 57.94 feet;
8) South 87 Degrees 05 Minutes 35 Seconds West, a distance of 54.78 feet;
9) South 79 Degrees 12 Minutes 39 Seconds West, a distance of 57.57 feet;
10) North 87 Degrees 18 Minutes 08 Seconds West, a distance of 53.43 feet;
11) South 78 Degrees 02 Minutes 27 Seconds West, a distance of 66.74 feet;
12) South 81 Degrees 04 Minutes 10 Seconds West, a distance of 59.60 feet;
13) South 80 Degrees 01 Minutes 09 Seconds West, a distance of 65.19 feet;
14) South 83 Degrees 14 Minutes 43 Seconds West, a distance of 56.92 feet;
15) North 86 Degrees 02 Minutes 02 Seconds West, a distance of 70.98 feet;
16) South 80 Degrees 01 Minute 36 Seconds West, a distance of 30.04 feet;
17) South 79 Degrees 51 Minutes 57 Seconds West, a distance of 45.86 feet;
18) South 82 Degrees 10 Minutes 15 Seconds West, a distance of 51.35 feet;
19) South 88 Degrees 49 Minutes 36 Seconds West, a distance of 112.54 feet;
20) South 86 Degrees 30 Minutes 18 Seconds West, a distance of 72.53 feet;
21) North 88 Degrees 51 Minutes 59 Seconds West, a distance of 68.44 feet;

22) North 64 Degrees 05 Minutes 26 Seconds West, a distance of 114.39 feet;

23) North 71 Degrees 33 Minutes 04 Seconds West, a distance of 103.48 feet;

24) North 76 Degrees 15 Minutes 50 Seconds West, a distance of 103.87 feet;

25) North 73 Degrees 28 Minutes 22 Seconds West, a distance of 104.56 feet;

26) North 81 Degrees 02 Minutes 43 Seconds West, a distance of 90.53 feet;

27) North 83 Degrees 54 Minutes 04 Seconds West, a distance of 58.82 feet;

28) North 78 Degrees 20 Minutes 21 Seconds West, a distance of 58.65 feet;

29) North 76 Degrees 33 Minutes 35 Seconds West, a distance of 145.88 feet;

30) North 68 Degrees 50 Minutes 05 Seconds West, a distance of 103.05 feet;

31) South 84 Degrees 44 Minutes 17 Seconds West, a distance of 105.88 feet;

32) South 88 Degrees 03 Minutes 24 Seconds West, a distance of 183.85 feet;

33) South 88 Degrees 18 Minutes 37 Seconds West, a distance of 67.90 feet;

34) South 83 Degrees 52 Minutes 15 Seconds West, a distance of 94.33 feet;

35) South 78 Degrees 45 Minutes 34 Seconds West, a distance of 185.77 feet;

36) South 68 Degrees 52 Minutes 14 Seconds West, a distance of 96.12 feet;

37) South 89 Degrees 42 Minutes 53 Seconds West, a distance of 114.36 feet;

38) South 69 Degrees 18 Minutes 57 Seconds West, a distance of 182.63 feet;

39) South 65 Degrees 05 Minutes 47 Seconds West, a distance of 131.79 feet;

40) South 67 Degrees 49 Minutes 48 Seconds West, a distance of 118.11 feet;

41) South 67 Degrees 30 Minutes 43 Seconds West, a distance of 78.96 feet;

42) South 65 Degrees 36 Minutes 02 Seconds West, a distance of 107.52 feet;

43) South 63 Degrees 46 Minutes 55 Seconds West, a distance of 95.81 feet;

44) South 66 Degrees 23 Minutes 06 Seconds West, a distance of 90.69 feet;

45) South 65 Degrees 35 Minutes 24 Seconds West, a distance of 154.98 feet;

46) South 70 Degrees 11 Minutes 48 Seconds West, a distance of 137.88 feet;

47) South 68 Degrees 16 Minutes 20 Seconds West, a distance of 134.82 feet;

48) South 73 Degrees 02 Minutes 10 Seconds West, a distance of 58.11 feet;

49) South 87 Degrees 44 Minutes 52 Seconds West, a distance of 67.81 feet;

50) South 64 Degrees 43 Minutes 04 Seconds West, a distance of 177.66 feet;

51) South 72 Degrees 04 Minutes 22 Seconds West, at 69.77 feet pass the southeast corner of said 2086.441 acre tract and the southwest corner of said 347.750 acre tract, and continue, a distance of 83.18 feet;

52) South 73 Degrees 00 Minutes 42 Seconds West, a distance of 117.01 feet;

53) South 72 Degrees 17 Minutes 35 Seconds West, a distance of 92.37 feet;

54) South 74 Degrees 11 Minutes 33 Seconds West, a distance of 108.18 feet;

55) South 79 Degrees 35 Minutes 08 Seconds West, a distance of 78.91 feet;

56) South 75 Degrees 45 Minutes 12 Seconds West, a distance of 102.58 feet;

57) South 77 Degrees 55 Minutes 50 Seconds West, a distance of 80.73 feet;

58) South 82 Degrees 28 Minutes 28 Seconds West, a distance of 71.66 feet;

59) South 81 Degrees 17 Minutes 42 Seconds West, a distance of 109.60 feet;

60) North 83 Degrees 14 Minutes 34 Seconds West, a distance of 106.79 feet;

61) North 86 Degrees 49 Minutes 24 Seconds West, a distance of 410.41 feet;

62) South 79 Degrees 58 Minutes 36 Seconds West, a distance of 109.74 feet;

63) South 68 Degrees 32 Minutes 22 Seconds West, a distance of 95.21 feet;

64) South 71 Degrees 53 Minutes 23 Seconds West, a distance of 129.93 feet;

65) South 68 Degrees 57 Minutes 45 Seconds West, a distance of 82.76 feet;

66) South 72 Degrees 17 Minutes 01 Second West, a distance of 97.06 feet;

67) South 69 Degrees 59 Minutes 14 Seconds West, a distance of 102.77 feet;

68) South 64 Degrees 30 Minutes 13 Seconds West, a distance of 57.73 feet;

69) South 69 Degrees 58 Minutes 22 Seconds West, a distance of 93.93 feet;

70) South 69 Degrees 12 Minutes 15 Seconds West, a distance of 70.45 feet;

71) South 64 Degrees 35 Minutes 58 Seconds West, a distance of 59.79 feet;

72) South 64 Degrees 44 Minutes 57 Seconds West, a distance of 59.16 feet;

73) South 60 Degrees 13 Minutes 56 Seconds West, a distance of 252.86 feet;

74) South 64 Degrees 10 Minutes 28 Seconds West, a distance of 62.59 feet;

75) South 65 Degrees 06 Minutes 39 Seconds West, a distance of 91.82 feet;

76) South 59 Degrees 53 Minutes 47 Seconds West, a distance of 163.90 feet;

77) South 54 Degrees 16 Minutes 56 Seconds West, a distance of 74.01 feet;

78) South 61 Degrees 44 Minutes 05 Seconds West, a distance of 60.82 feet;

79) South 64 Degrees 41 Minutes 37 Seconds West, a distance of 111.39 feet;

80) South 66 Degrees 07 Minutes 21 Seconds West, a distance of 98.40 feet;

81) South 57 Degrees 41 Minutes 49 Seconds West, a distance of 68.10 feet;

82) South 47 Degrees 45 Minutes 02 Seconds West, a distance of 170.94 feet;

83) South 35 Degrees 08 Minutes 27 Seconds West, a distance of 103.10 feet;

84) South 24 Degrees 52 Minutes 57 Seconds West, a distance of 90.42 feet;

85) South 22 Degrees 05 Minutes 54 Seconds West, a distance of 76.13 feet;

86) South 25 Degrees 51 Minutes 39 Seconds West, a distance of 122.93 feet;

87) South 41 Degrees 59 Minutes 34 Seconds West, a distance of 113.29 feet;

88) South 34 Degrees 52 Minutes 05 Seconds West, a distance of 131.64 feet;

89) South 31 Degrees 35 Minutes 15 Seconds West, a distance of 151.54 feet;

90) South 43 Degrees 25 Minutes 49 Seconds West, a distance of 56.67 feet;

91) South 52 Degrees 48 Minutes 42 Seconds West, a distance of 70.82 feet;

92) South 63 Degrees 40 Minutes 47 Seconds West, a distance of 73.57 feet;

93) South 72 Degrees 43 Minutes 32 Seconds West, a distance of 68.14 feet;

94) South 82 Degrees 33 Minutes 04 Seconds West, a distance of 68.37 feet;

95) South 86 Degrees 13 Minutes 24 Seconds West, a distance of 82.31 feet;

96) South 89 Degrees 05 Minutes 31 Seconds West, a distance of 140.91 feet;

97) North 73 Degrees 28 Minutes 38 Seconds West, a distance of 122.17 feet;

98) North 62 Degrees 37 Minutes 33 Seconds West, a distance of 93.38 feet;

99) North 71 Degrees 03 Minutes 25 Seconds West, a distance of 140.97 feet;

100) North 23 Degrees 11 Minutes 48 Seconds West, a distance of 72.02 feet;

101) North 10 Degrees 48 Minutes 54 Seconds West, a distance of 100.46 feet;

102) North 36 Degrees 54 Minutes 49 Seconds West, a distance of 77.90 feet;

103) North 30 Degrees 44 Minutes 55 Seconds West, a distance of 98.44 feet;

104) North 22 Degrees 41 Minutes 08 Seconds West, a distance of 68.29 feet;

105) North 10 Degrees 14 Minutes 18 Seconds West, a distance of 68.35 feet;

106) North 14 Degrees 47 Minutes 43 Seconds West, a distance of 97.80 feet;

107) North 21 Degrees 31 Minutes 02 Seconds West, a distance of 154.31 feet;

108) North 24 Degrees 31 Minutes 13 Seconds West, a distance of 106.92 feet;

109) North 28 Degrees 31 Minutes 21 Seconds West, a distance of 106.37 feet;

110) North 33 Degrees 54 Minutes 39 Seconds West, a distance of 94.11 feet;

111) North 49 Degrees 05 Minutes 53 Seconds West, a distance of 166.66 feet to the intersection of the southerly line of said 2,086.441 acre tract and a west line of the City of Houston City Limits, as prepared by the City of Houston Geographic Information System Office and made available to the public in Release 12, dated June 2006;

THENCE, departing the north high bank of Spring Creek, through and across said 2,086.441 acre tract, and with the west line of said City of Houston City Limit Line, the following two (2) courses:

1) North 02 Degrees 47 Minutes 12 Seconds West, a distance of 3,425.25 feet to an angle point;

2) North 02 Degree 47 Minutes 24 Seconds West, a distance of 1,365.81 feet to an exterior corner of said City of Houston City Limit line and the northwest corner of the herein described tract;

THENCE, continuing through and across said 2,086.441 acre tract and with a north line of said City of Houston City Limit Line and the north line of the herein described tract, the following three (3) courses:

1) North 88 Degrees 42 Minutes 54 Seconds East, a distance of 5,691.72 feet to an angle point;

2) North 87 Degrees 57 Minutes 42 Seconds East, a distance of 6.43 feet to an angle point;

3) North 88 Degrees 08 Minutes 36 Seconds East, a distance of 1,430.41 feet to the intersection of the north line of said City of Houston City Limit Line with the west bank of the west fork of the San Jacinto River;

THENCE, southerly, with the meanders of the west bank of the West Fork of the San Jacinto River, the following three (3) courses:

1) South 24 Degrees 34 Minutes 53 Seconds West, a distance of 88.11 feet;

2) South 17 Degrees 20 Minutes 07 Seconds West, a distance of 78.44 feet;

3) South 13 Degrees 34 Minutes 14 Seconds West, a distance of 118.21 feet to the **POINT OF BEGINNING** and containing 875.426 acres (38,133,574 square feet) of land.

This description is based on a survey made on the ground on and is issued in conjunction with an exhibit prepared by Benchmark Engineering Corporation dated October 20, 2006.

Michael Hoover, R.P.L.S.
Texas Registration No. 5423

STATE OF TEXAS
REGISTERED
MICHAEL HOOVER
5423
PROFESSIONAL
LAND SURVEYOR

METES AND BOUNDS DESCRIPTION
21.453 ACRES
(934,482 SQUARE FEET)
HARRIS COUNTY, TEXAS
October 10, 2005

All that certain 21.453 Acre (934,482 square feet) tract of land situated in the William Hobby Survey, Abstract 345, Harris County, Texas, and being out of and a portion of that certain tract known as Tract "F" described in that certain partition deed recorded in Volume 69, Page 320, of the Harris County Deed Records (H.C.D.R.), and further being out of and a portion of that certain call 70 acres described in a deed to E. L. Bender and F. V. Bender in Volume 882, Page 54, of the H.C.D.R., said 21.453 Acre tract being more particularly described by metes and bounds as follows: (All bearings are referenced to Texas State Plane Coordinates, South Central Zone)

COMMENCING at a 5/8 inch iron rod found for an angle point in the westerly right-of-way (R.O.W.) line of Townsen Road (width varies) as described in a deed to the City of Humble recorded in Harris County Clerk's File (H.C.C.F.) Number U865373, and from which a 5/8 inch iron rod found for an angle point in the westerly right-of-way (R.O.W.) line of Townsen Road bears North 82 Degrees 33 Minutes 40 Seconds West, a distance of 14.98 feet;

THENCE, with said westerly R.O.W line, North 07 Degrees 27 Minutes 58 Seconds East, a distance of 126.71 feet to a 5/8 inch iron rod with plastic cap stamped "BENCHMARK ENGR." set for the southeast corner of the proposed extension of Townsen Road;

THENCE, through and across the T.F. Pinckney Survey, Abstract 1588, the following three (3) courses:

1) North 82 Degrees 32 Minutes 02 Seconds West, a distance of 711.47 feet to a 5/8 inch iron rod with plastic cap stamped "BENCHMARK ENGR." set for the beginning of a curve to the right;

2) 1132.53 feet along the arc of said curve to the right having a radius of 1600.00 feet, a central angle of 40 Degrees 33 Minutes 21 Seconds, and a chord that bears North 62 Degrees 15 Minutes 21 Seconds West, a distance of 1109.04 feet to a 5/8 inch iron rod with plastic cap stamped "BENCHMARK ENGR." set;

3) North 41 Degrees 58 Minutes 41 Seconds West, at 6.14 feet pass the upper southeast corner of a call 3.78 acre R.O.W. easement described in a deed to Houston Lighting and Power Company in H.C.C.F. Number H184618, and continue, in all, a distance of 163.18 feet to a 5/8 inch iron rod with plastic cap stamped "S & V" SURVEY" found in the recognized common line of said Pinckney Survey and Hobby Survey for the upper southeast corner of a call 48.814 acre tract described in a deed to Appaloosa Land Company, L.P. in H.C.C.F. Number W739931, and the south corner and **POINT OF BEGINNNING** of the herein described tract;

THENCE, through and across the Hobby Survey, and with the northeastly line of said 48.814 acre tract, North 41 Degrees 58 Minutes 41 Seconds West, a distance of 1461.52 feet to a 5/8 inch iron rod with plastic cap stamped "S & V" SURVEY" found for an angle point in said 48.814 acre tract and the herein described tract;

THENCE, continuing with the northeasterly line of said 48.814 acre tract, North 62 Degrees 25 Minutes 57 Seconds West, a distance of 37.09 feet to a point on the meanders of the gradient boundary line of Spring Creek for the northwest corner of the herein described tract;

THENCE, with the meanders of the gradient boundary line of Spring Creek, the following twenty (20) courses:

1) North 24 Degrees 07 Minutes 35 Seconds East, a distance of 59.95 feet;

2) North 17 Degrees 40 Minutes 08 Seconds East, a distance of 36.16 feet;

3) North 42 Degrees 08 Minutes 53 Seconds East, a distance of 96.95 feet;

4) North 40 Degrees 35 Minutes 54 Seconds East, a distance of 38.56 feet;

5) North 39 Degrees 20 Minutes 03 Seconds East, a distance of 37.65 feet;

6) North 49 Degrees 23 Minutes 25 Seconds East, a distance of 45.50 feet;

7) North 46 Degrees 44 Minutes 52 Seconds East, a distance of 46.70 feet;

8) North 31 Degrees 06 Minutes 01 Second East, a distance of 32.38 feet;

9) North 05 Degrees 49 Minutes 46 Seconds West, a distance of 10.92 feet;

10) North 30 Degrees 28 Minutes 14 Seconds East, a distance of 4.25 feet;

11) North 57 Degrees 31 Minutes 43 Seconds East, a distance of 48.82 feet;

12) North 54 Degrees 36 Minutes 22 Seconds East, a distance of 39.80 feet;

13) North 59 Degrees 07 Minutes 01 Second East, a distance of 100.92 feet;

14) North 64 Degrees 51 Minutes 37 Seconds East, a distance of 71.37 feet;

15) North 63 Degrees 04 Minutes 47 Seconds East, a distance of 56.39 feet;

16) North 67 Degrees 00 Minutes 41 Seconds East, a distance of 79.82 feet;

17) North 67 Degrees 12 Minutes 51 Seconds East, a distance of 20.46 feet;

18) North 65 Degrees 16 Minutes 12 Seconds East, a distance of 99.94 feet;

19) North 64 Degrees 44 Minutes 40 Seconds East, a distance of 106.53 feet;

20) North 64 Degrees 25 Minutes 51 Seconds East, a distance of 103.97 feet to the intersection of the meanders of the gradient boundary line of Spring Creek with the recognized common line of said Pinckney Survey and Hobby Survey for the northeast corner of the herein described tract;

21.453 Acres
October 10, 2005

THENCE, with the recognized common line of said Pinckney Survey and Hobby Survey, South 02 Degrees 25 Minutes 30 Seconds East, at 1237.87 feet pass the proposed northeasterly R.O.W. line of said Townsen Road, and continue, in all, a distance of 1,785.45 to the POINT OF BEGINNING and containing 21.453 Acres (934,482 Square Feet) of land.

This description is based on a survey made on the ground and is issued in conjunction with a Boundary Survey prepared by Benchmark Engineering Corporation dated December 2004 through January 2005.

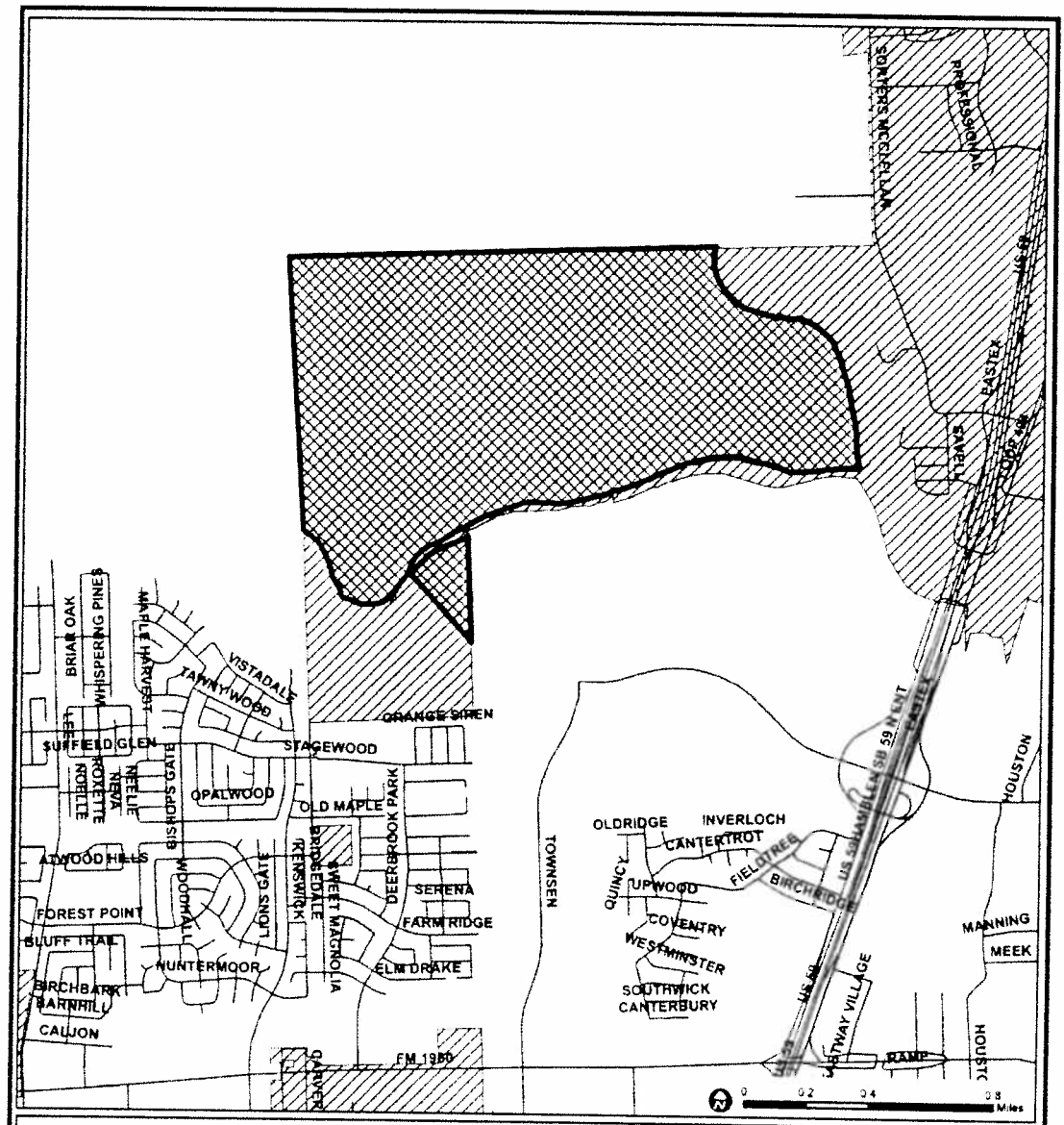
Michael Hoover, R.P.L.S.
Texas Registration No. 5423

STATE OF TEXAS
REGISTERED
MICHAEL HOOVER
5423
PROFESSIONAL
LAND SURVEYOR

William B. Morten, R.P.L.S.
Texas Registration No. 50
Licensed State Land Survey

LICENSED STATE LAND SURVEYOR
STATE OF TEXAS

EXHIBIT "B"



Limited Purpose Annexation: MC MUD No. 118

Source: City of Houston GIS Database
Date: September 2014

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.

Roads
Proposed Annexation
Existing City Limit

PLANNING & DEVELOPMENT DEPARTMENT

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District E, ETJ

Item Creation Date: 11/19/2014

PLN-LPA Montgomery County MUD No. 118

Agenda Item#: 47.

Summary:
Ordinance annexing to the City of Houston, Texas for limited purposes a certain area located within **MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 118** (the "District"), in Harris and Montgomery Counties, Texas; containing findings and other provisions relating to the foregoing subject; imposing the sales and use tax of the City of Houston in the area within the district annexed for limited purposes; assigning annexed areas to adjacent district from which district council member is elected until such time as district boundaries may be changed pursuant to the City of Houston Charter

Background:
Montgomery County MUD No. 118 is to be disannexed from the full purpose city boundaries. On that same agenda (Dec. 3, 2014) it is recommended that it is annexed back into the City for limited purposes. The City will enter into an SPA with the District at the same time.

Prior Council Action:
December 12, 2012; Ordinance No. 2012-1056

Amount of Funding:
N/A

Contact Information:
Nicole Smothers - PD - 713-837-7856

ATTACHMENTS:

Description	Type
RCA	Backup Material
Map	Backup Material
Metes and Bounds Description	Signed Cover sheet
LPA Ord-MC MUD No. 118	Ordinance/Resolution/Motion

TO: Mayor via City Secretary **REQUEST FOR COUNCIL ACTION**

SUBJECT: Ordinances Approving Strategic Partnership Agreements with Various Utility Districts and Annexing Territory for Limited Purposes	**Category #**	**Page 1 of 1**	**Agenda Item #**

FROM (Department or other point of origin): Planning and Development Department	**Origination Date** November 14, 2014	**Agenda Date** December 3, 2014
DIRECTOR'S SIGNATURE:	**Council District affected:** A, E & F	
For additional information contact: Nicole Smothers **Phone:** 713-837-7856	**Date and identification of prior authorizing Council action:** Public Hearings: November 5, 2014 and November 12, 2014	

RECOMMENDATION: (Summary)
That City Council approve Strategic Partnership Agreements with the Utility Districts listed below, for the annexation for limited purpose of the territory within and in the vicinity of those districts, and for the assignment of such territory to City Council Districts.

Amount and Source of Funding:	**Finance Budget:**

SPECIFIC EXPLANATION:
The Planning and Development Department has negotiated Strategic Partnership Agreements between the City of Houston and the utility districts listed below.

In each of these Districts, the city is annexing only commercial property and undeveloped land intended for commercial use. There is no population located in these territories proposed to be annexed for limited purposes. In addition, the city will levy a 1 percent sales tax and all taxes collected in the areas will be divided evenly between the City and the District for all SPAs other than Montgomery County MUD 118. The city will levy up to a 2 percent sales tax and all taxes collected will be divided evenly between the City and Montgomery County MUD No. 118. Harris County MUD No. 62 will have no change to its boundary, the amendment is only to remove language related to a developer no longer involved in the project. For each of the Districts that include the annexation of territory outside of the District's boundary, the city will extend Section 6-3 of the Code of Ordinances regarding the running at large of domestic animals. In areas where there is no out of District territory being annexed, the city is not required to provide a service.

All agreements require public notice and two public hearings which were held on November 5th and November 12th.

New Agreement:

Montgomery County MUD No. 118

Amendments to Existing Agreements:

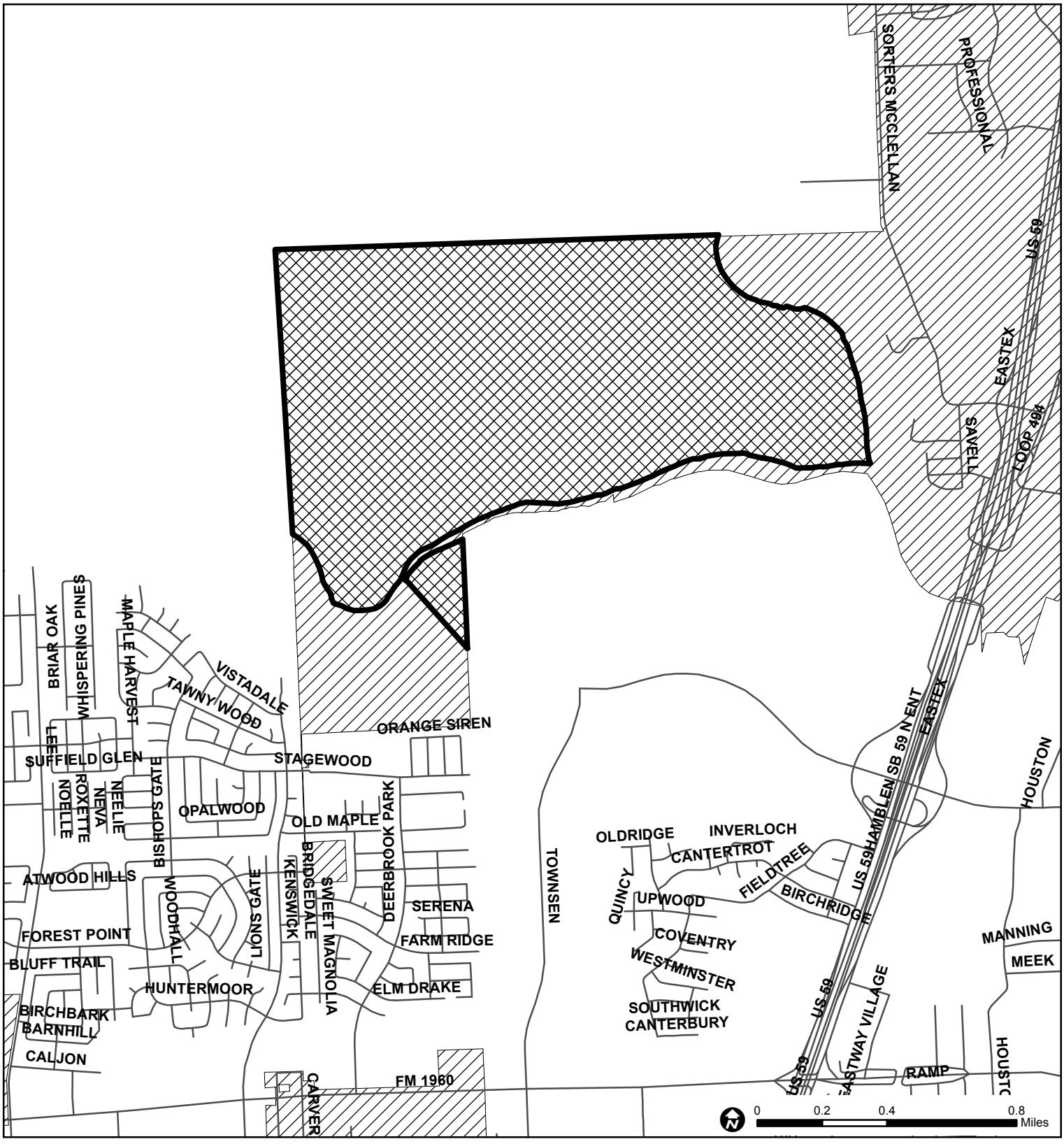
Dowdell PUD (Amendment1)
Fort Bend County MUD No. 30 (Amendment 2)
Harris County MUD No. 62 (Amendment 1)
West Harris County MUD No. 2 (Amendment 2)

Council District assignments of the newly annexed areas are detailed on the accompanying memorandum.

Attachment

Copy: Marta Crinejo, Agenda Director
David Feldman, City Attorney
Anna Russell, City Secretary
Sameera Mahendru, Assistant City Attorney

REQUIRED AUTHORIZATION		
Finance Director:	**Other Authorization:**	**Other Authorization:**



Limited Purpose Annexation: MC MUD No. 118

Source: City of Houston GIS Database
Date: September 2014

Roads

Proposed Annexation

Existing City Limit

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.

PLANNING & DEVELOPMENT DEPARTMENT

City of Houston, Texas, Ordinance No. _____

AN ORDINANCE ANNEXING TO THE CITY OF HOUSTON, TEXAS FOR LIMITED PURPOSES A CERTAIN AREA LOCATED WITHIN MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 118 (THE "DISTRICT"), IN HARRIS AND MONTGOMERY COUNTIES, TEXAS; CONTAINING FINDINGS AND OTHER PROVISIONS RELATING TO THE FOREGOING SUBJECT; IMPOSING THE SALES AND USE TAX OF THE CITY OF HOUSTON IN THE AREA WITHIN THE DISTRICT ANNEXED FOR LIMITED PURPOSES; ASSIGNING ANNEXED AREAS TO ADJACENT DISTRICT FROM WHICH DISTRICT COUNCIL MEMBER IS ELECTED UNTIL SUCH TIME AS DISTRICT BOUNDARIES MAY BE CHANGED PURSUANT TO THE CITY OF HOUSTON CHARTER; PROVIDING FOR SEVERABILITY; AND DECLARING AN EMERGENCY.

* * * * *

WHEREAS, the Developer entered into an agreement approved by Ordinance 2012-1056 countersigned on December 12, 2012 which approved a restrictive covenant and contemplated a disannexation, creation of municipal utility districts, consent by the City to create such districts and strategic partnership agreements in substantially similar terms with the Related Districts; and

WHEREAS the Developer desires (i) the disannexation of the portion of the Property within the City's corporate limits together with the Additional Property from the general purpose boundaries of the City, and (ii) the City's consent to the creation of District 118 and the inclusion of the Additional Property into District 118; and

WHEREAS conditions precedent to the City's consideration of such annexation matters the Developer delivered to the City the Restrictive Covenants in accordance with Section 3.03 of this Agreement, and (ii) provided a Resolution of the Board of Directors of District 118 in support of executing a strategic partnership agreement by District 118, providing for the limited purpose and subsequent full purpose annexation of the Districts and consenting to and joining in the Developer's petitions described in the recitals of this Agreement; and

WHEREAS, the City filed the Declaration of Restriction made on June 10, 2014, which includes a restriction against the construction of a flood protection levee on the property with District 118 and Related Districts in the Real Property records of Montgomery County on September 26, 2014; and

WHEREAS the City will disannex the District 118 Property and the Additional Property immediately followed by the consenting to the creation of District 118 and to the inclusion of the Additional Property into District 118; and

WHEREAS, the City is interested in entering into such Strategic Partnership Agreement with the District and annexing the area for limited purposes subsequent to

its consent to the creation and organization of District 118 and the organization of the other Districts; and

WHEREAS, the City of Houston, Texas is authorized to annex territory for limited purposes in compliance with the procedures established by the Texas Local Government Code; and

WHEREAS, the City Council, by Ordinance No. 2014-919 adopted on October 8, 2014, called certain public hearings relating to the proposed annexation for limited purposes of a certain area located within Montgomery County Municipal Utility District No. 118, in Harris and Montgomery Counties, Texas; and

WHEREAS, in compliance with pertinent sections of the Texas Local Government Code, on November 5 and November 12, 2014 the City Council held the required public hearings regarding the proposed limited purpose annexation of said areas; and

WHEREAS, Article V, Section 3 of the Houston City Charter provides that promptly following the addition of territory to the City by a boundary change, the City Council shall, by ordinance, add such territory to an adjacent district or districts; and

WHEREAS, Section 42.005(a)(6) of the Texas Election Code prohibits county election precincts from containing territory from more than one city council district; and

WHEREAS, the City Council, having received the best available data and expert assistance from the Department of Planning and Development, has determined that the newly annexed tracts should be assigned to adjacent districts so as to preserve existing precinct assignments, to avoid splitting a precinct between council districts, and, where possible, to create district boundaries based on identifiable geographic features; **NOW, THEREFORE,**

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

Section 1. The findings set forth in the preamble of this Ordinance are determined to be true and correct and are hereby adopted.

Section 2. Subject to all sections of this Ordinance, the City of Houston hereby annexes for limited purposes certain territory located within Montgomery County Municipal Utility District No. 118, in Harris and Montgomery Counties, Texas. The boundaries of the annexed areas are set out in written form in "Exhibit A," attached hereto, incorporated herein by this reference, and made a part hereof for all purposes. A visual map of the annexed area is represented in "Exhibit B."

Section 3. In accordance with the authority granted by Section 43.0751(k) of the Texas Local Government Code, the City of Houston hereby imposes a retail sales and use tax within the boundaries of the area in Montgomery County Municipal Utility District No. 118 annexed for limited purposes. Such sales and use tax will be administered and governed by the pertinent provisions of the Texas Tax Code.

Section 4. City Council, acting pursuant to the provisions of Article V, Section 3 of the City Charter, assigns the areas annexed by this Ordinance to the adjacent district below as recommended by the Department of Planning and Development as follows:

COUNCIL DISTRICT	LOCATED IN HARRIS AND MONTGOMERY COUNTIES PRECINCT NOS.	AREAS ANNEXED
E	0599 0088	Within Montgomery County Municipal Utility District No. 118

Section 5. This Ordinance shall not repeal, impair, modify, or otherwise affect any other ordinance annexing territory to the City of Houston or any other ordinance heretofore passed on one or more readings and not yet passed on final reading, annexing any territory to the City of Houston, but such other ordinance or ordinances shall remain and continue to be effective as to their intent and purpose as therein stated, wholly unaffected in any way or manner by the passage of this Ordinance. This

Ordinance shall be effective as to its intent and purpose as hereinabove stated, wholly unaffected by any other annexation ordinance introduced and passed or hereafter introduced and passed on any reading, whether final or not.

Section 6. It is the intention of the City of Houston and its City Council to comply with the Constitutions and laws of the United States of America and the State of Texas and with all applicable provisions of the Charter of the City of Houston, and this Ordinance shall be interpreted and construed in harmony therewith.

Section 7. 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 have 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 8. 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 unconstitutional, void or 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. Should this Ordinance for any reason be ineffective as to any part of the area hereby annexed to the City of Houston, such ineffectiveness of this Ordinance as to any such part or parts of any such area shall not affect the

effectiveness of this Ordinance as to all of the remainder of such area, and the City Council hereby declares it to be its purpose to annex to the City of Houston for limited purposes every part of the area described in Exhibit A of this Ordinance, regardless of whether any other part of such described area is hereby effectively annexed to the City. Provided, further, that if there is included within the description of territory set out in Exhibit A of this Ordinance to be hereby annexed for limited purposes to the City of Houston any area or lands which are presently part of and included within the general limits of the City of Houston, or which are presently part of and included within the limits of any other municipality, or which are not within the jurisdiction or power of the City of Houston to annex, the same is hereby excluded and excepted from the territory to be hereby annexed as fully as if such excluded and excepted area were expressly described herein.

Section 9. 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 that 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 _____.

APPROVED this _____ day of _____.

_____

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. _____)
Senior Assistant City Attorney

Requested by Patrick Walsh, Director, Department of Planning and Development
L.D. File No. 0611400118001

G:\General\Annexation\Fall 2014\MC118\MC 118 LPA Ord.doc

EXHIBIT “A”

EXHIBIT "A"

METES AND BOUNDS DESCRIPTION
PROPOSED MONTGOMERY COUNTY MUNICIPAL
UTILITY DISTRICT NUMBER 118
875.426 ACRES
38,133,574 SQUARE FEET
MONTGOMERY COUNTY, TEXAS
October 20, 2006

All that certain 875.426 acre (38,133,574 square feet) parcel of land situated in the Joseph A. Parker Survey, Abstract Number 418, in Montgomery County, Texas, and being a portion of that certain call 2,086.441 acre tract described in a Warranty Deed to Pacific Indio Properties, Inc. recorded in Clerk's File Number 2005-116973 of the Official Public Records of Real Property at Montgomery County, Texas (O.P.R.R.P.M.C.T), and being all of that certain call 347.750 net acres described in a Warranty Deed to Pacific Indio Properties in Clerk's File Number 2006-026099 of the O.P.R.R.P.M.C.T, said 875.426 acre tract being more particularly described by metes and bounds as follows: (All bearings are referenced to the Texas State Plane Coordinate System, South Central Zone)

COMMENCING at a 90d nail found for an interior corner of said 2,086.441 acre tract and the northwest corner of said 347.750 acre tract;

THENCE, generally along a barbed wire fence line marking the occupied southerly line of said 2,086.441 acre tract and the occupied northerly line of said 347.750 acre tract, the following three (3) courses:

1) North 76 Degrees 42 Minutes 28 Seconds East, a distance of 1,639.86 feet to a 5/8-inch iron rod with plastic cap stamped "BENCHMARK ENGR." found for an angle point;

2) North 77 Degrees 50 Minutes 35 Seconds East, a distance of 1,494.90 feet to a 5/8-inch iron rod with plastic cap stamped "BENCHMARK ENGR." found for an angle point;

3) North 73 Degrees 20 Minutes 40 Seconds East, a distance of 896.00 feet to the intersection of the north line of said 347.570 acre tract and the west bank of the West Fork of the San Jacinto River for the **POINT OF BEGINNING** of the herein described tract;

THENCE, southerly, with the meanders of the west bank of the West Fork of the San Jacinto River, the following fifty-five (55) courses:

1) South 13 Degrees 34 Minutes 14 Seconds West, a distance of 16.30 feet;

2) South 09 Degrees 53 Minutes 26 Seconds East, a distance of 133.74 feet;

3) South 16 Degrees 38 Minutes 15 Seconds East, a distance of 73.61 feet;

4) South 19 Degrees 31 Minutes 13 Seconds East, a distance of 116.98 feet;

5) South 32 Degrees 54 Minutes 28 Seconds East, a distance of 145.16 feet;

6) South 38 Degrees 38 Minutes 20 Seconds East, a distance of 103.32 feet;

7) South 41 Degrees 57 Minutes 28 Seconds East, a distance of 118.10 feet;

8) South 54 Degrees 00 Minutes 34 Seconds East, a distance of 129.83 feet;

9) South 55 Degrees 39 Minutes 23 Seconds East, a distance of 110.71 feet

10) South 66 Degrees 53 Minutes 44 Seconds East, a distance of 73.22 feet;

11) South 72 Degrees 25 Minutes 29 Seconds East, a distance of 88.16 feet;

12) South 65 Degrees 50 Minutes 00 Seconds East, a distance of 65.94 feet;

13) South 79 Degrees 17 Minutes 56 Seconds East, a distance of 92.74 feet;

14) South 78 Degrees 35 Minutes 31 Seconds East, a distance of 79.11 feet;

15) South 58 Degrees 09 Minutes 49 Seconds East, a distance of 56.76 feet;

16) South 88 Degrees 59 Minutes 24 Seconds East, a distance of 70.62 feet;

17) South 54 Degrees 16 Minutes 32 Seconds East, a distance of 41.79 feet;

18) South 78 Degrees 54 Minutes 47 Seconds East, a distance of 69.93 feet;

19) North 59 Degrees 26 Minutes 39 Seconds East, a distance of 59.52 feet;

20) South 71 Degrees 42 Minutes 48 Seconds East, a distance of 70.58 feet;

21) South 70 Degrees 36 Minutes 57 Seconds East, a distance of 57.20 feet;

22) South 82 Degrees 34 Minutes 32 Seconds East, a distance of 43.73 feet;

23) North 85 Degrees 40 Minutes 02 Seconds East, a distance of 75.16 feet;

24) North 67 Degrees 42 Minutes 24 Seconds East, a distance of 47.81 feet;

25) South 85 Degrees 01 Minute 45 Seconds East, a distance of 20.48 feet;

26) South 73 Degrees 26 Minutes 33 Seconds East, a distance of 28.81 feet;

27) South 68 Degrees 02 Minutes 14 Seconds East, a distance of 158.38 feet;

28) South 63 Degrees 08 Minutes 39 Seconds East, a distance of 88.71 feet;

29) South 56 Degrees 06 Minutes 22 Seconds East, a distance of 123.11 feet;

30) South 49 Degrees 42 Minutes 41 Seconds East, a distance of 102.06 feet;

31) South 48 Degrees 16 Minutes 29 Seconds East, a distance of 116.52 feet

32) South 43 Degrees 01 Minutes 51 Seconds East, a distance of 119.92 feet;

33) South 12 Degrees 48 Minutes 47 Seconds East, a distance of 104.77 feet;

34) South 31 Degrees 16 Minutes 58 Seconds East, a distance of 116.13 feet;

35) South 18 Degrees 57 Minutes 55 Seconds East, a distance of 108.66 feet;

36) South 14 Degrees 02 Minutes 37 Seconds East, a distance of 112.14 feet;

37) South 20 Degrees 36 Minutes 57 Seconds East, a distance of 99.63 feet;

38) South 17 Degrees 52 Minutes 48 Seconds East, a distance of 121.18 feet;

39) South 17 Degrees 33 Minutes 50 Seconds East, a distance of 140.50 feet;

40) South 11 Degrees 20 Minutes 12 Seconds East, a distance of 78.23 feet;

41) South 08 Degrees 46 Minutes 43 Seconds East, a distance of 70.75 feet;

42) South 09 Degrees 28 Minutes 02 Seconds East, a distance of 74.18 feet;

43) South 08 Degrees 38 Minutes 18 Seconds East, a distance of 116.59 feet;

44) South 14 Degrees 33Minutes 32 Seconds East, a distance of 100.26 feet;

45) South 12 Degrees 02 Minutes 45 Seconds East, a distance of 102.47 feet;

46) South 12 Degrees 22 Minutes 20 Seconds East, a distance of 92.49 feet;

47) South 00 Degrees 03 Minutes 09 Seconds East, a distance of 72.45 feet;

48) South 10 Degrees 50 Minutes 22 Seconds East, a distance of 37.82 feet;

49) South 08 Degrees 02 Minutes 58 Seconds East, a distance of 102.61 feet;

50) South 00 Degrees 09 Minutes 26 Seconds East, a distance of 143.92 feet;

51) South 04 Degrees 42 Minutes 52 Seconds East, a distance of 150.23 feet;

52) South 09 Degrees 19 Minutes 25 Seconds East, a distance of 115.79 feet;

53) South 08 Degrees 57 Minutes 42 Seconds East, a distance of 70.29 feet;

54) South 24 Degrees 11 Minutes 10 Seconds East, a distance of 53.99 feet;

55) South 16 Degrees 29 Minutes 30 Seconds East, a distance of 9.15 feet to the point of intersection of the west bank of the west fork of the San Jacinto River with the north bank of Spring Creek;

THENCE, westerly, with the meanders of the north bank of Spring Creek, the following one hundred eleven (111) courses:

1) South 84 Degrees 10 Minutes 17 Seconds West, a distance of 12.16 feet;

2) North 82 Degrees 05 Minutes 24 Seconds West, a distance of 52.61 feet;

3) South 87 Degrees 30 Minutes 52 Seconds West, a distance of 53.69 feet;

4) North 85 Degrees 13 Minutes 30 Seconds West, a distance of 55.97 feet;

5) North 89 Degrees 58 Minutes 05 Seconds West, a distance of 63.43 feet;

6) South 83 Degrees 59 Minutes 32 Seconds West, a distance of 56.18 feet;

7) South 83 Degrees 08 Minutes 53 Seconds West, a distance of 57.94 feet;

8) South 87 Degrees 05 Minutes 35 Seconds West, a distance of 54.78 feet;

9) South 79 Degrees 12 Minutes 39 Seconds West, a distance of 57.57 feet;

10) North 87 Degrees 18 Minutes 08 Seconds West, a distance of 53.43 feet;

11) South 78 Degrees 02 Minutes 27 Seconds West, a distance of 66.74 feet;

12) South 81 Degrees 04 Minutes 10 Seconds West, a distance of 59.60 feet;

13) South 80 Degrees 01 Minutes 09 Seconds West, a distance of 65.19 feet;

14) South 83 Degrees 14 Minutes 43 Seconds West, a distance of 56.92 feet;

15) North 86 Degrees 02 Minutes 02 Seconds West, a distance of 70.98 feet;

16) South 80 Degrees 01 Minute 36 Seconds West, a distance of 30.04 feet;

17) South 79 Degrees 51 Minutes 57 Seconds West, a distance of 45.86 feet;

18) South 82 Degrees 10 Minutes 15 Seconds West, a distance of 51.35 feet;

19) South 88 Degrees 49 Minutes 36 Seconds West, a distance of 112.54 feet;

20) South 86 Degrees 30 Minutes 18 Seconds West, a distance of 72.53 feet;

21) North 88 Degrees 51 Minutes 59 Seconds West, a distance of 68.44 feet;

22) North 64 Degrees 05 Minutes 26 Seconds West, a distance of 114.39 feet;

23) North 71 Degrees 33 Minutes 04 Seconds West, a distance of 103.48 feet;

24) North 76 Degrees 15 Minutes 50 Seconds West, a distance of 103.87 feet;

25) North 73 Degrees 28 Minutes 22 Seconds West, a distance of 104.56 feet;

26) North 81 Degrees 02 Minutes 43 Seconds West, a distance of 90.53 feet;

27) North 83 Degrees 54 Minutes 04 Seconds West, a distance of 58.82 feet;

28) North 78 Degrees 20 Minutes 21 Seconds West, a distance of 58.65 feet;

29) North 76 Degrees 33 Minutes 35 Seconds West, a distance of 145.88 feet;

30) North 68 Degrees 50 Minutes 05 Seconds West, a distance of 103.05 feet;

31) South 84 Degrees 44 Minutes 17 Seconds West, a distance of 105.88 feet;

32) South 88 Degrees 03 Minutes 24 Seconds West, a distance of 183.85 feet;

33) South 88 Degrees 18 Minutes 37 Seconds West, a distance of 67.90 feet;

34) South 83 Degrees 52 Minutes 15 Seconds West, a distance of 94.33 feet;

35) South 78 Degrees 45 Minutes 34 Seconds West, a distance of 185.77 feet;

36) South 68 Degrees 52 Minutes 14 Seconds West, a distance of 96.12 feet;

37) South 89 Degrees 42 Minutes 53 Seconds West, a distance of 114.36 feet;

38) South 69 Degrees 18 Minutes 57 Seconds West, a distance of 182.63 feet;

39) South 65 Degrees 05 Minutes 47 Seconds West, a distance of 131.79 feet;

40) South 67 Degrees 49 Minutes 48 Seconds West, a distance of 118.11 feet;

41) South 67 Degrees 30 Minutes 43 Seconds West, a distance of 78.96 feet;

42) South 65 Degrees 36 Minutes 02 Seconds West, a distance of 107.52 feet;

43) South 63 Degrees 46 Minutes 55 Seconds West, a distance of 95.81 feet;

44) South 66 Degrees 23 Minutes 06 Seconds West, a distance of 90.69 feet;

45) South 65 Degrees 35 Minutes 24 Seconds West, a distance of 154.98 feet;

46) South 70 Degrees 11 Minutes 48 Seconds West, a distance of 137.88 feet;

47) South 68 Degrees 16 Minutes 20 Seconds West, a distance of 134.82 feet;

48) South 73 Degrees 02 Minutes 10 Seconds West, a distance of 58.11 feet;

49) South 87 Degrees 44 Minutes 52 Seconds West, a distance of 67.81 feet;

50) South 64 Degrees 43 Minutes 04 Seconds West, a distance of 177.66 feet;

51) South 72 Degrees 04 Minutes 22 Seconds West, at 69.77 feet pass the southeast corner of said 2086.441 acre tract and the southwest corner of said 347.750 acre tract, and continue, a distance of 83.18 feet;

52) South 73 Degrees 00 Minutes 42 Seconds West, a distance of 117.01 feet;

53) South 72 Degrees 17 Minutes 35 Seconds West, a distance of 92.37 feet;

54) South 74 Degrees 11 Minutes 33 Seconds West, a distance of 108.18 feet;

55) South 79 Degrees 35 Minutes 08 Seconds West, a distance of 78.91 feet;

56) South 75 Degrees 45 Minutes 12 Seconds West, a distance of 102.58 feet;

57) South 77 Degrees 55 Minutes 50 Seconds West, a distance of 80.73 feet;

58) South 82 Degrees 28 Minutes 28 Seconds West, a distance of 71.66 feet;

59) South 81 Degrees 17 Minutes 42 Seconds West, a distance of 109.60 feet;

60) North 83 Degrees 14 Minutes 34 Seconds West, a distance of 106.79 feet;

61) North 86 Degrees 49 Minutes 24 Seconds West, a distance of 410.41 feet;

62) South 79 Degrees 58 Minutes 36 Seconds West, a distance of 109.74 feet;

63) South 68 Degrees 32 Minutes 22 Seconds West, a distance of 95.21 feet;

64) South 71 Degrees 53 Minutes 23 Seconds West, a distance of 129.93 feet;

65) South 68 Degrees 57 Minutes 45 Seconds West, a distance of 82.76 feet;

66) South 72 Degrees 17 Minutes 01 Second West, a distance of 97.06 feet;

67) South 69 Degrees 59 Minutes 14 Seconds West, a distance of 102.77 feet;

68) South 64 Degrees 30 Minutes 13 Seconds West, a distance of 57.73 feet;

69) South 69 Degrees 58 Minutes 22 Seconds West, a distance of 93.93 feet;

70) South 69 Degrees 12 Minutes 15 Seconds West, a distance of 70.45 feet;

71) South 64 Degrees 35 Minutes 58 Seconds West, a distance of 59.79 feet;

72) South 64 Degrees 44 Minutes 57 Seconds West, a distance of 59.16 feet;

73) South 60 Degrees 13 Minutes 56 Seconds West, a distance of 252.86 feet;

74) South 64 Degrees 10 Minutes 28 Seconds West, a distance of 62.59 feet;

75) South 65 Degrees 06 Minutes 39 Seconds West, a distance of 91.82 feet;

76) South 59 Degrees 53 Minutes 47 Seconds West, a distance of 163.90 feet;

77) South 54 Degrees 16 Minutes 56 Seconds West, a distance of 74.01 feet;

78) South 61 Degrees 44 Minutes 05 Seconds West, a distance of 60.82 feet;

79) South 64 Degrees 41 Minutes 37 Seconds West, a distance of 111.39 feet;

80) South 66 Degrees 07 Minutes 21 Seconds West, a distance of 98.40 feet;

81) South 57 Degrees 41 Minutes 49 Seconds West, a distance of 68.10 feet;

82) South 47 Degrees 45 Minutes 02 Seconds West, a distance of 170.94 feet;

83) South 35 Degrees 08 Minutes 27 Seconds West, a distance of 103.10 feet;

84) South 24 Degrees 52 Minutes 57 Seconds West, a distance of 90.42 feet;

85) South 22 Degrees 05 Minutes 54 Seconds West, a distance of 76.13 feet;

86) South 25 Degrees 51 Minutes 39 Seconds West, a distance of 122.93 feet;

87) South 41 Degrees 59 Minutes 34 Seconds West, a distance of 113.29 feet;

88) South 34 Degrees 52 Minutes 05 Seconds West, a distance of 131.64 feet;

89) South 31 Degrees 35 Minutes 15 Seconds West, a distance of 151.54 feet;

90) South 43 Degrees 25 Minutes 49 Seconds West, a distance of 56.67 feet;

91) South 52 Degrees 48 Minutes 42 Seconds West, a distance of 70.82 feet;

92) South 63 Degrees 40 Minutes 47 Seconds West, a distance of 73.57 feet;

93) South 72 Degrees 43 Minutes 32 Seconds West, a distance of 68.14 feet;

94) South 82 Degrees 33 Minutes 04 Seconds West, a distance of 68.37 feet;

95) South 86 Degrees 13 Minutes 24 Seconds West, a distance of 82.31 feet;

96) South 89 Degrees 05 Minutes 31 Seconds West, a distance of 140.91 feet;

97) North 73 Degrees 28 Minutes 38 Seconds West, a distance of 122.17 feet;

98) North 62 Degrees 37 Minutes 33 Seconds West, a distance of 93.38 feet;

99) North 71 Degrees 03 Minutes 25 Seconds West, a distance of 140.97 feet;

100) North 23 Degrees 11 Minutes 48 Seconds West, a distance of 72.02 feet;

101) North 10 Degrees 48 Minutes 54 Seconds West, a distance of 100.46 feet;

102) North 36 Degrees 54 Minutes 49 Seconds West, a distance of 77.90 feet;

103) North 30 Degrees 44 Minutes 55 Seconds West, a distance of 98.44 feet;

104) North 22 Degrees 41 Minutes 08 Seconds West, a distance of 68.29 feet;

105) North 10 Degrees 14 Minutes 18 Seconds West, a distance of 68.35 feet;

106) North 14 Degrees 47 Minutes 43 Seconds West, a distance of 97.80 feet;

107) North 21 Degrees 31 Minutes 02 Seconds West, a distance of 154.31 feet;

108) North 24 Degrees 31 Minutes 13 Seconds West, a distance of 106.92 feet;

109) North 28 Degrees 31 Minutes 21 Seconds West, a distance of 106.37 feet;

110) North 33 Degrees 54 Minutes 39 Seconds West, a distance of 94.11 feet;

111) North 49 Degrees 05 Minutes 53 Seconds West, a distance of 166.66 feet to the intersection of the southerly line of said 2,086.441 acre tract and a west line of the City of Houston City Limits, as prepared by the City of Houston Geographic Information System Office and made available to the public in Release 12, dated June 2006;

THENCE, departing the north high bank of Spring Creek, through and across said 2,086.441 acre tract, and with the west line of said City of Houston City Limit Line, the following two (2) courses:

1) North 02 Degrees 47 Minutes 12 Seconds West, a distance of 3,425.25 feet to an angle point;

2) North 02 Degree 47 Minutes 24 Seconds West, a distance of 1,365.81 feet to an exterior corner of said City of Houston City Limit line and the northwest corner of the herein described tract;

THENCE, continuing through and across said 2,086.441 acre tract and with a north line of said City of Houston City Limit Line and the north line of the herein described tract, the following three (3) courses:

1) North 88 Degrees 42 Minutes 54 Seconds East, a distance of 5,691.72 feet to an angle point;

2) North 87 Degrees 57 Minutes 42 Seconds East, a distance of 6.43 feet to an angle point;

3) North 88 Degrees 08 Minutes 36 Seconds East, a distance of 1,430.41 feet to the intersection of the north line of said City of Houston City Limit Line with the west bank of the west fork of the San Jacinto River;

THENCE, southerly, with the meanders of the west bank of the West Fork of the San Jacinto River, the following three (3) courses:

1) South 24 Degrees 34 Minutes 53 Seconds West, a distance of 88.11 feet;

2) South 17 Degrees 20 Minutes 07 Seconds West, a distance of 78.44 feet;

3) South 13 Degrees 34 Minutes 14 Seconds West, a distance of 118.21 feet to the **POINT OF BEGINNING** and containing 875.426 acres (38,133,574 square feet) of land.

This description is based on a survey made on the ground on and is issued in conjunction with an exhibit prepared by Benchmark Engineering Corporation dated October 20, 2006.

Michael Hoover, R.P.L.S.
Texas Registration No. 5423

STATE OF TEXAS
REGISTERED
MICHAEL HOOVER
5423
PROFESSIONAL
LAND SURVEYOR

METES AND BOUNDS DESCRIPTION
21.453 ACRES
(934,482 SQUARE FEET)
HARRIS COUNTY, TEXAS
October 10, 2005

All that certain 21.453 Acre (934,482 square feet) tract of land situated in the William Hobby Survey, Abstract 345, Harris County, Texas, and being out of and a portion of that certain tract known as Tract "F" described in that certain partition deed recorded in Volume 69, Page 320, of the Harris County Deed Records (H.C.D.R.), and further being out of and a portion of that certain call 70 acres described in a deed to E. L. Bender and F. V. Bender in Volume 882, Page 54, of the H.C.D.R., said 21.453 Acre tract being more particularly described by metes and bounds as follows: (All bearings are referenced to Texas State Plane Coordinates, South Central Zone)

COMMENCING at a 5/8 inch iron rod found for an angle point in the westerly right-of-way (R.O.W.) line of Townsen Road (width varies) as described in a deed to the City of Humble recorded in Harris County Clerk's File (H.C.C.F.) Number U865373, and from which a 5/8 inch iron rod found for an angle point in the westerly right-of-way (R.O.W.) line of Townsen Road bears North 82 Degrees 33 Minutes 40 Seconds West, a distance of 14.98 feet;

THENCE, with said westerly R.O.W line, North 07 Degrees 27 Minutes 58 Seconds East, a distance of 126.71 feet to a 5/8 inch iron rod with plastic cap stamped "BENCHMARK ENGR." set for the southeast corner of the proposed extension of Townsen Road;

THENCE, through and across the T.F. Pinckney Survey, Abstract 1588, the following three (3) courses:

1) North 82 Degrees 32 Minutes 02 Seconds West, a distance of 711.47 feet to a 5/8 inch iron rod with plastic cap stamped "BENCHMARK ENGR." set for the beginning of a curve to the right;

2) 1132.53 feet along the arc of said curve to the right having a radius of 1600.00 feet, a central angle of 40 Degrees 33 Minutes 21 Seconds, and a chord that bears North 62 Degrees 15 Minutes 21 Seconds West, a distance of 1109.04 feet to a 5/8 inch iron rod with plastic cap stamped "BENCHMARK ENGR." set;

3) North 41 Degrees 58 Minutes 41 Seconds West, at 6.14 feet pass the upper southeast corner of a call 3.78 acre R.O.W. easement described in a deed to Houston Lighting and Power Company in H.C.C.F. Number H184618, and continue, in all, a distance of 163.18 feet to a 5/8 inch iron rod with plastic cap stamped "S & V" SURVEY" found in the recognized common line of said Pinckney Survey and Hobby Survey for the upper southeast corner of a call 48.814 acre tract described in a deed to Appaloosa Land Company, L.P. in H.C.C.F. Number W739931, and the south corner and **POINT OF BEGINNNING** of the herein described tract;

THENCE, through and across the Hobby Survey, and with the northeastly line of said 48.814 acre tract, North 41 Degrees 58 Minutes 41 Seconds West, a distance of 1461.52 feet to a 5/8 inch iron rod with plastic cap stamped "S & V" SURVEY" found for an angle point in said 48.814 acre tract and the herein described tract;

THENCE, continuing with the northeasterly line of said 48.814 acre tract, North 62 Degrees 25 Minutes 07 Seconds West, a distance of 37.09 feet to a point on the meanders of the gradient boundary line of Spring Creek for the northwest corner of the herein described tract;

THENCE, with the meanders of the gradient boundary line of Spring Creek, the following twenty (20) courses:

1) North 24 Degrees 07 Minutes 35 Seconds East, a distance of 69.95 feet;

2) North 17 Degrees 40 Minutes 08 Seconds East, a distance of 36.16 feet;

3) North 42 Degrees 08 Minutes 53 Seconds East, a distance of 96.95 feet;

4) North 40 Degrees 35 Minutes 54 Seconds East, a distance of 38.56 feet;

5) North 39 Degrees 20 Minutes 03 Seconds East, a distance of 37.65 feet;

6) North 49 Degrees 23 Minutes 25 Seconds East, a distance of 45.50 feet;

7) North 46 Degrees 44 Minutes 52 Seconds East, a distance of 46.70 feet;

8) North 31 Degrees 06 Minutes 01 Second East, a distance of 32.38 feet;

9) North 05 Degrees 49 Minutes 46 Seconds West, a distance of 10.92 feet;

10) North 30 Degrees 28 Minutes 34 Seconds East, a distance of 4.25 feet;

11) North 57 Degrees 31 Minutes 43 Seconds East, a distance of 48.82 feet;

12) North 54 Degrees 36 Minutes 22 Seconds East, a distance of 39.80 feet;

13) North 59 Degrees 07 Minutes 01 Second East, a distance of 100.92 feet;

14) North 64 Degrees 51 Minutes 37 Seconds East, a distance of 71.87 feet;

15) North 63 Degrees 04 Minutes 47 Seconds East, a distance of 56.39 feet;

16) North 67 Degrees 00 Minutes 41 Seconds East, a distance of 79.82 feet;

17) North 67 Degrees 12 Minutes 51 Seconds East, a distance of 70.46 feet;

18) North 65 Degrees 16 Minutes 12 Seconds East, a distance of 99.94 feet;

19) North 64 Degrees 44 Minutes 40 Seconds East, a distance of 106.53 feet;

20) North 64 Degrees 25 Minutes 51 Seconds East, a distance of 103.97 feet to the intersection of the meanders of the gradient boundary line of Spring Creek with the recognized common line of said Pinckney Survey and Hobby Survey for the northeast corner of the herein described tract;

21.453 Acres
October 10, 2005

THENCE, with the recognized common line of said Pinckney Survey and Hobby Survey, South 02 Degrees 25 Minutes 30 Seconds East, at 1237.87 feet pass the proposed northeasterly R.O.W. line of said Townsen Road, and continue, in all, a distance of 1,785.45 to the POINT OF BEGINNING and containing 21.453 Acres (934,482 Square Feet) of land.

This description is based on a survey made on the ground and is issued in conjunction with a Boundary Survey prepared by Benchmark Engineering Corporation dated December 2004 through January 2005.

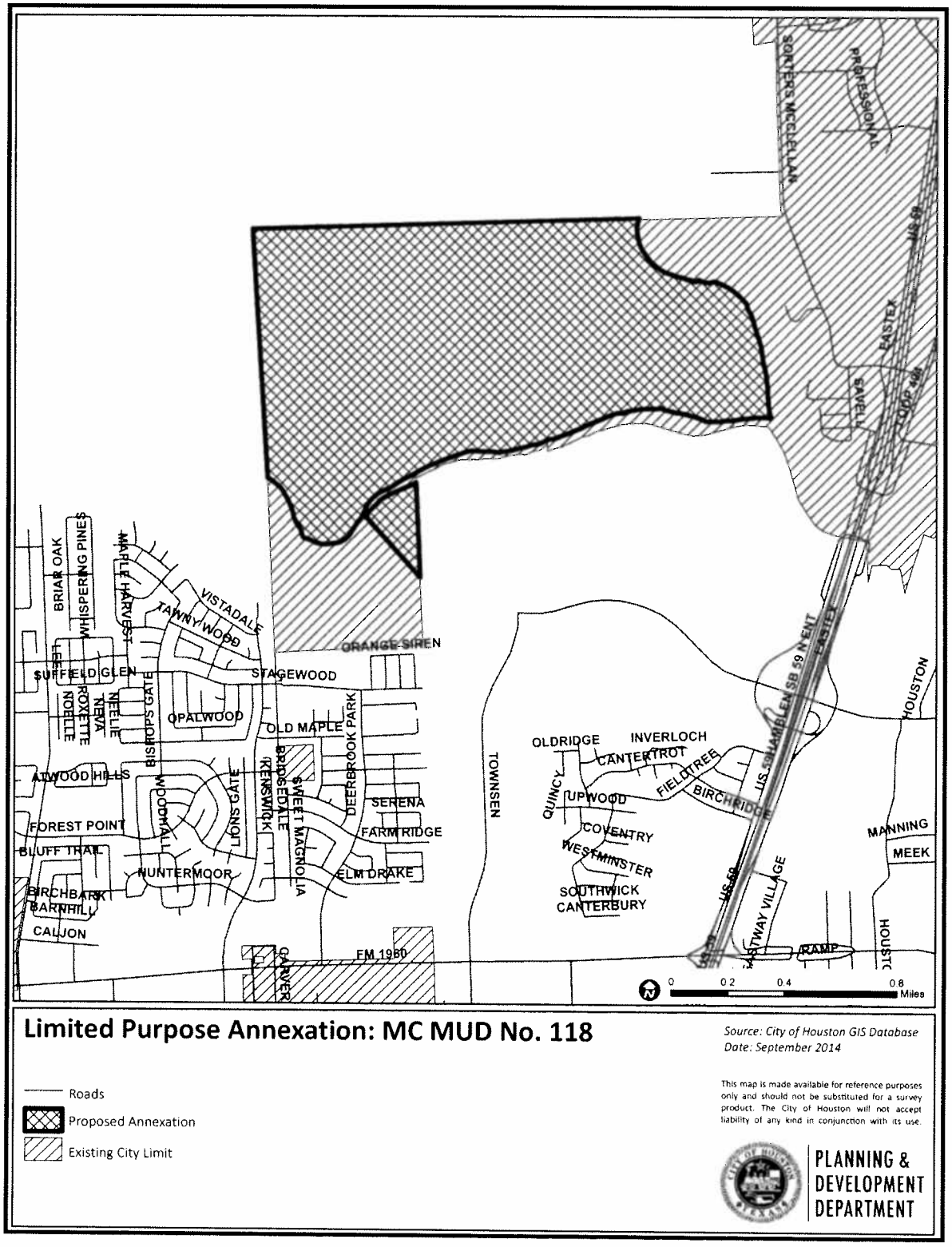
Michael Hoover, R.P.L.S.
Texas Registration No. 5423



William E. Merten, R.P.L.
Texas Registration No. 50
Licensed State Land Surve



EXHIBIT “B”



Limited Purpose Annexation: MC MUD No. 118

Source: City of Houston GIS Database
Date: September 2014

Roads
Proposed Annexation
Existing City Limit

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.

PLANNING & DEVELOPMENT DEPARTMENT

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
ETJ

Item Creation Date: 11/19/2014

PLN-LPA Dowdell PUD

Agenda Item#: 48.

Summary:
ORDINANCE annexing to the City of Houston, Texas for limited purposes a certain area located within **DOWDELL PUBLIC UTILITY DISTRICT** ("the District"), in Harris County, Texas; containing findings and other provisions relating to the foregoing subject; imposing the sales and use tax of the City of Houston in the area within the district annexed for limited purposes; assigning annexed areas to adjacent District from which District Council member is elected until such time as District boundaries may be changed pursuant to the City of Houston Charter - **DISTRICT A - STARDIG**

Background:
The City is annexing additional land in Dowdell PUD into the limited purpose jurisdiction area. This area will become part of the existing SPA the City has with that District.

Prior Council Action:
There were hearings held on November 5, 2014 and November 12, 2014.
May 1, 2013; 2013-0379 & 2013-0380

Amount of Funding:
N/A

Contact Information:
Nicole Smothers - PD - 713-837-7856

ATTACHMENTS:

Description	Type
RCA	Backup Material
Map	Backup Material
LPA Ord - Dowdell PUD	Ordinance/Resolution/Motion
Metes and Bounds Description	Signed Cover sheet

TO: Mayor via City Secretary **REQUEST FOR COUNCIL ACTION**

SUBJECT: Ordinances Approving Strategic Partnership Agreements with Various Utility Districts and Annexing Territory for Limited Purposes	**Category #**	**Page 1 of 1**	**Agenda Item #**

FROM (Department or other point of origin): Planning and Development Department	**Origination Date** November 14, 2014	**Agenda Date** December 3, 2014
DIRECTOR'S SIGNATURE:	**Council District affected:** A, E & F	
For additional information contact: Nicole Smothers **Phone:** 713-837-7856	**Date and identification of prior authorizing Council action:** Public Hearings: November 5, 2014 and November 12, 2014	

RECOMMENDATION: (Summary)
That City Council approve Strategic Partnership Agreements with the Utility Districts listed below, for the annexation for limited purpose of the territory within and in the vicinity of those districts, and for the assignment of such territory to City Council Districts.

Amount and Source of Funding:	**Finance Budget:**

SPECIFIC EXPLANATION:
The Planning and Development Department has negotiated Strategic Partnership Agreements between the City of Houston and the utility districts listed below.

In each of these Districts, the city is annexing only commercial property and undeveloped land intended for commercial use. There is no population located in these territories proposed to be annexed for limited purposes. In addition, the city will levy a 1 percent sales tax and all taxes collected in the areas will be divided evenly between the City and the District for all SPAs other than Montgomery County MUD 118. The city will levy up to a 2 percent sales tax and all taxes collected will be divided evenly between the City and Montgomery County MUD No. 118. Harris County MUD No. 62 will have no change to its boundary, the amendment is only to remove language related to a developer no longer involved in the project. For each of the Districts that include the annexation of territory outside of the District's boundary, the city will extend Section 6-3 of the Code of Ordinances regarding the running at large of domestic animals. In areas where there is no out of District territory being annexed, the city is not required to provide a service.

All agreements require public notice and two public hearings which were held on November 5th and November 12th.

New Agreement:

Montgomery County MUD No. 118

Amendments to Existing Agreements:

Dowdell PUD (Amendment1)
Fort Bend County MUD No. 30 (Amendment 2)
Harris County MUD No. 62 (Amendment 1)
West Harris County MUD No. 2 (Amendment 2)

Council District assignments of the newly annexed areas are detailed on the accompanying memorandum.

Attachment

Copy: Marta Crinejo, Agenda Director
David Feldman, City Attorney
Anna Russell, City Secretary
Sameera Mahendru, Assistant City Attorney

REQUIRED AUTHORIZATION		
Finance Director:	**Other Authorization:**	**Other Authorization:**



Limited Purpose Annexation: Dowdell PUD

Source: City of Houston GIS Database
Date: September 2014

Roads

Proposed Annexation

Existing City Limit

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.

PLANNING & DEVELOPMENT DEPARTMENT

City of Houston, Texas, Ordinance No. _____

An Ordinance Annexing to the City of Houston, Texas for limited purposes a certain area located within Dowdell Public Utility District ("the District"), in Harris County, Texas; containing findings and other provisions relating to the foregoing subject; imposing the sales and use tax of the City of Houston in the area within the district annexed for limited purposes; assigning annexed areas to adjacent District from which District Council member is elected until such time as District boundaries may be changed pursuant to the City of Houston Charter; providing for severability; and declaring an emergency.

* * * * *

WHEREAS, the City of Houston, Texas is authorized to annex territory for limited purposes in compliance with the procedures established by the Texas Local Government Code; and

WHEREAS, the City Council, by Ordinance No. 2014-919 adopted on October 8, 2014, called certain public hearings relating to the proposed annexation for limited purposes of a certain area located within Dowdell Public Utility District, in Harris County, Texas; and

WHEREAS, in compliance with pertinent sections of the Texas Local Government Code, on November 5 and November 12, 2014 the City Council held the required public hearings regarding the proposed limited purpose annexation of said areas; and

WHEREAS, Article V, Section 3 of the Houston City Charter provides that promptly following the addition of territory to the City by a boundary change, the City Council shall, by ordinance, add such territory to an adjacent district or districts; and

WHEREAS, Section 42.005(a)(6) of the Texas Election Code prohibits county election precincts from containing territory from more than one city council district; and

WHEREAS, the City Council, having received the best available data and expert assistance from the Department of Planning and Development, has determined that the

newly annexed tracts should be assigned to adjacent districts so as to preserve existing precinct assignments, to avoid splitting a precinct between council districts, and, where possible, to create district boundaries based on identifiable geographic features; **NOW, THEREFORE,**

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

Section 1. The findings set forth in the preamble of this Ordinance are determined to be true and correct and are hereby adopted.

Section 2. Subject to all sections of this Ordinance, the City of Houston hereby annexes for limited purposes certain territory located within Dowdell Public Utility District, in Harris County, Texas. The boundaries of the annexed areas are set out in written form in "Exhibit A," attached hereto, incorporated herein by this reference, and made a part hereof for all purposes. A visual map of the annexed area is represented in "Exhibit B."

Section 3. A regulatory plan for the territory located in the vicinity of Dowdell Public Utility District is hereby adopted as part of this Ordinance, pursuant to Subchapter F of Chapter 43 of the Local Government Code. Such regulatory plan is set out in "Exhibit C," which is attached hereto, incorporated herein by this reference, and made a part hereof for all purposes. In the area within Dowdell Public Utility District, services are specified in the Strategic Partnership Agreement.

Section 4. In accordance with the authority granted by Section 43.0751(k) of the Texas Local Government Code, the City of Houston hereby imposes a retail sales and use tax within the boundaries of the area in Dowdell Public Utility District annexed for limited purposes. Such sales and use tax will be administered and governed by the pertinent provisions of the Texas Tax Code.

Section 5. City Council, acting pursuant to the provisions of Article V, Section 3 of the City Charter, assigns the areas annexed by this Ordinance to the adjacent district below as recommended by the Department of Planning and Development as follows:

COUNCIL DISTRICT	LOCATED IN HARRIS COUNTY PRECINCT NO.	AREAS ANNEXED
A	0245, 0880	Within Dowdell Public Utility District

Section 6. This Ordinance shall not repeal, impair, modify, or otherwise affect any other ordinance annexing territory to the City of Houston or any other ordinance heretofore passed on one or more readings and not yet passed on final reading, annexing any territory to the City of Houston, but such other ordinance or ordinances shall remain and continue to be effective as to their intent and purpose as therein stated, wholly unaffected in any way or manner by the passage of this Ordinance. This Ordinance shall be effective as to its intent and purpose as hereinabove stated, wholly unaffected by any other annexation ordinance introduced and passed or hereafter introduced and passed on any reading, whether final or not.

Section 7. It is the intention of the City of Houston and its City Council to comply with the Constitutions and laws of the United States of America and the State of Texas and with all applicable provisions of the Charter of the City of Houston, and this Ordinance shall be interpreted and construed in harmony therewith.

Section 8. 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 have 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 9. 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 unconstitutional, void or 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. Should this Ordinance for any reason be ineffective as to any part of the area hereby annexed to the City of Houston, such ineffectiveness of this Ordinance as to any such part or parts of any such area shall not affect the effectiveness of this Ordinance as to all of the remainder of such area, and the City Council hereby declares it to be its purpose to annex to the City of Houston for limited purposes every part of the area described in Exhibit A of this Ordinance, regardless of whether any other part of such described area is hereby effectively annexed to the City. Provided, further, that if there is included within the description of territory set out in Exhibit A of this Ordinance to be hereby annexed for limited purposes to the City of Houston any area or lands which are presently part of and included within the general limits of the City of Houston, or which are presently part of and included within the limits of any other municipality, or which are not within the jurisdiction or power of the City of Houston to annex, the same is hereby excluded and excepted from the territory to be hereby annexed as fully as if such excluded and excepted area were expressly described herein.

Section 10. 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 that 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 _____.

APPROVED this _____ day of _____.

_____
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. _____)
Assistant City Attorney

Requested by Patrick Walsh, Director, Department of Planning and Development
L.D. File No. 0611400119001

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EXHIBIT "A"

Dowdell PUD (Amendment 1)
Property Description

1. BEGINNING at an existing southwesterly City of Houston city limit line defined by the Ordinance 2013-0380 (the limited purpose annexation of Dowdell Public Utility District), this line also being the southwesterly right-of-way line of F.M. 2920 and its intersection with an existing northwesterly full purpose City of Houston city limit line defined by the Ordinance 63-1219;

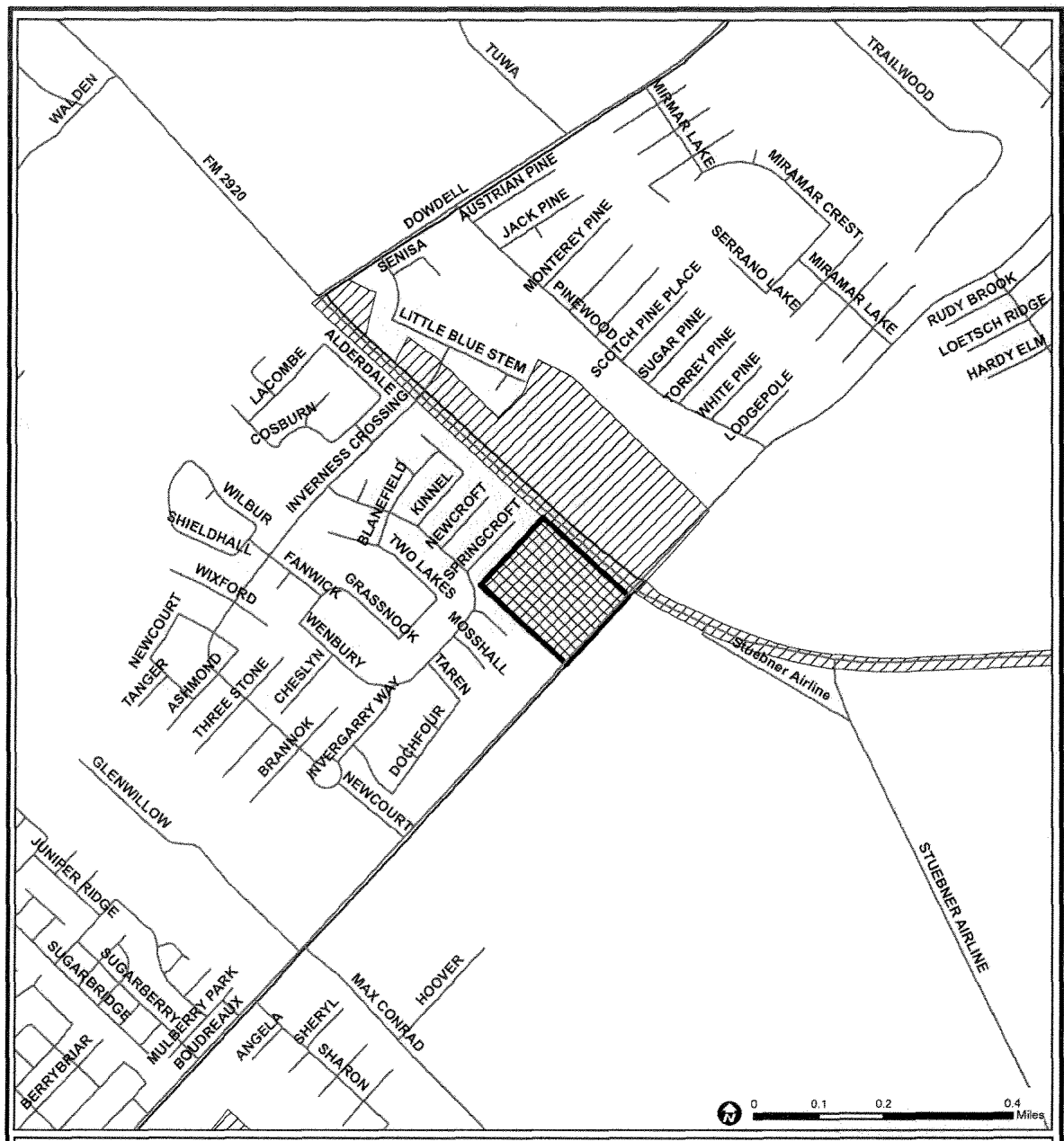
2. THENCE in a southwesterly direction along that northwesterly full purpose city limit line to its intersection with the southeasterly extension in the same course of the southwesterly boundary line of the Hooks Tract (City of Houston Planning and Development Department file # 2008-1660);

3. THENCE in a northwesterly direction along that southeasterly extension and the southwesterly boundary line of that Tract to its intersection with the northwesterly boundary line of that Tract;

4. THENCE in a northeasterly direction along that northwesterly boundary line of that Tract to its intersection with the southwesterly right-of-way line of F.M. 2920, this line also being an existing southwesterly City of Houston City limit line defined by the Ordinance 2013-0380 (the limited purpose annexation of Dowdell Public Utility District);

5. THENCE in a southeasterly direction along that southwesterly right-of-way line of F.M. 2920 and its southeasterly extension in the same course or that southwesterly city limit line to its intersection with an existing northwesterly full purpose City of Houston city limit line defined by the Ordinance 63-1219; such point being the POINT OF BEGINNING.

EXHIBIT "B"



Limited Purpose Annexation: Dowdell PUD

Source: City of Houston GIS Database
Date: September 2014

Roads

Proposed Annexation

Existing City Limit

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.

PLANNING & DEVELOPMENT DEPARTMENT

EXHIBIT "C"

A Report on the Proposed Limited Purpose Annexation of Certain property in the vicinity of the Dowdell PUD

Regulatory Plan

The City of Houston will enforce Chapter 6 Article I Section 6.3 of the Houston, Texas Code of Ordinances, or any successor chapters. Since the City does not have a zoning ordinance, the area will not be zoned. No other services will be provided.

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
ETJ

Item Creation Date: 11/18/2014

PLN-SPA Dowdell PUD

Agenda Item#: 49.

Summary:
ORDINANCE approving and authorizing the first amended and restated Strategic Partnership Agreement between the City of Houston and **DOWDELL PUBLIC UTILITY DISTRICT** **DISTRICT A - STARDIG**

Background:
The Planning Department has negotiated an amendment to the SPA with Dowdell PUD. The amendment adds land to the SPA/LPA area.

Prior Council Action:
Public Hearings were held on November 5, 2014 & November 12, 2014
May 1, 2013; Ordinance Nos. 2013-0379 & 2013-0380

Amount of Funding:
N/A

Contact Information:
Nicole Smothers - PD - 713-837-7856

ATTACHMENTS:

	Description	Type
	RCA	Backup Material
	SPA Ord - Dowdell PUD	Ordinance/Resolution/Motion

TO: Mayor via City Secretary **REQUEST FOR COUNCIL ACTION**

SUBJECT: Ordinances Approving Strategic Partnership Agreements with Various Utility Districts and Annexing Territory for Limited Purposes	**Category #**	**Page 1 of 1**	**Agenda Item #**

FROM (Department or other point of origin): Planning and Development Department	**Origination Date** November 14, 2014	**Agenda Date** December 3, 2014
DIRECTOR'S SIGNATURE:	**Council District affected:** A, E & F	
For additional information contact: Nicole Smothers **Phone:** 713-837-7856	**Date and identification of prior authorizing Council action:** Public Hearings: November 5, 2014 and November 12, 2014	

RECOMMENDATION: (Summary)
That City Council approve Strategic Partnership Agreements with the Utility Districts listed below, for the annexation for limited purpose of the territory within and in the vicinity of those districts, and for the assignment of such territory to City Council Districts.

Amount and Source of Funding:	**Finance Budget:**

SPECIFIC EXPLANATION:
The Planning and Development Department has negotiated Strategic Partnership Agreements between the City of Houston and the utility districts listed below.

In each of these Districts, the city is annexing only commercial property and undeveloped land intended for commercial use. There is no population located in these territories proposed to be annexed for limited purposes. In addition, the city will levy a 1 percent sales tax and all taxes collected in the areas will be divided evenly between the City and the District for all SPAs other than Montgomery County MUD 118. The city will levy up to a 2 percent sales tax and all taxes collected will be divided evenly between the City and Montgomery County MUD No. 118. Harris County MUD No. 62 will have no change to its boundary, the amendment is only to remove language related to a developer no longer involved in the project. For each of the Districts that include the annexation of territory outside of the District's boundary, the city will extend Section 6-3 of the Code of Ordinances regarding the running at large of domestic animals. In areas where there is no out of District territory being annexed, the city is not required to provide a service.

All agreements require public notice and two public hearings which were held on November 5th and November 12th.

New Agreement:

Montgomery County MUD No. 118

Amendments to Existing Agreements:

Dowdell PUD (Amendment1)
Fort Bend County MUD No. 30 (Amendment 2)
Harris County MUD No. 62 (Amendment 1)
West Harris County MUD No. 2 (Amendment 2)

Council District assignments of the newly annexed areas are detailed on the accompanying memorandum.

Attachment

Copy: Marta Crinejo, Agenda Director
David Feldman, City Attorney
Anna Russell, City Secretary
Sameera Mahendru, Assistant City Attorney

REQUIRED AUTHORIZATION		
Finance Director:	**Other Authorization:**	**Other Authorization:**

City of Houston, Texas Ordinance No. _____

AN ORDINANCE APPROVING AND AUTHORIZING THE FIRST AMENDED AND RESTATED STRATEGIC PARTNERSHIP AGREEMENT BETWEEN THE CITY OF HOUSTON AND DOWDELL PUBLIC UTILITY DISTRICT; MAKING VARIOUS FINDINGS AND PROVISIONS RELATING TO THE SUBJECT; AND DECLARING AN EMERGENCY.

* * * *

WHEREAS, the City of Houston, Texas (the "City"), is authorized to enter into a Strategic Partnership Agreement pursuant to Section 43.0751 of the Texas Local Government Code; and

WHEREAS, the City and Dowdell Public Utility District entered into a strategic partnership agreement approved by Ordinance No. 2013-0379 on May 1,2013; and

WHEREAS, the City Council, by Ordinance No. 2014-919 adopted on October 8, 2014, called certain public hearings regarding the proposed First Amended and Restated Strategic Partnership Agreement with Dowdell Public Utility District; and

WHEREAS, the City Council in compliance with Section 43.0751(d) of the Texas Local Government Code held the required public hearings regarding the proposed First Amended and Restated Strategic Partnership Agreement on November 5, 2014 and November 12, 2014; **NOW, THEREFORE,**

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

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

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 December 2014.

APPROVED this _____ day of December 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

(Prepared by Legal Dept. _____)
Assistant City Attorney

(Requested by Patrick Walsh, Director, Planning and Development Department)
(L.D. File No. 0611400119001)

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FIRST AMENDED AND RESTATED STRATEGIC PARTNERSHIP AGREEMENT BETWEEN THE CITY OF HOUSTON, TEXAS, AND DOWDELL PUBLIC UTILITY DISTRICT

THE STATE OF TEXAS §
§
COUNTY OF HARRIS §

This **FIRST AMENDED AND RESTATED STRATEGIC PARTNERSHIP AGREEMENT** (this "Agreement") is entered into as of the Effective Date between the **CITY OF HOUSTON, TEXAS**, a municipal corporation principally situated in Harris County, Texas, acting through its governing body, the City Council of the City of Houston, Texas (the "City"), and Dowdell Public Utility District (the "District"), a municipal utility district created and operating under Chapters 49 and 54 of the Texas Water Code. This Agreement supersedes and replaces the Strategic Partnership Agreement approved by City Council on May 1, 2013, as Ordinance No. 2013-0379 (the "Original Agreement").

RECITALS

1. Texas Local Government Code, §43.0751 (the "Act") authorizes the City and certain utility districts to negotiate and enter into a strategic partnership agreement by mutual consent; and

2. The City and District entered into a Strategic Partnership Agreement, which is recorded in the Harris County Real Property Records under Film Code No. 20130247206; and

3. The parties desire to amend and restate the Original Agreement to provide for the limited-purpose annexation by the City of an additional tract of land in the District, which is described in Exhibit "A" and illustrated in Exhibit "B" as the "First Amendment Tract"; and

4. The City and the District wish to enter into a First Amended and Restated Strategic Partnership Agreement to provide the terms under which services will be provided by the District and under which the District will continue to exist for an extended period of time after the Tract of land within the District is annexed for limited purposes; and

5. As required by the Act, the City held public hearings on November 5, 2014, and November 12, 2014, at City Council Chambers, and the District held public hearings on October 22, 2014 and October 29, 2014 at the Klein Multipurpose Center, 7500 FM 2920, Klein, Texas, at which members of the public were given the opportunity to present testimony or evidence regarding the proposed Agreement, and the City and the District made copies of the proposed Agreement available, and gave notice of the hearings prior to the public hearings in accordance with the terms of the Act.

THE PARTIES AGREE AS FOLLOWS:

ARTICLE I

FINDINGS

The City and the District find and declare:

1. The Act authorizes the City and the District to enter into this Agreement to define the terms under which services will be provided to the City and the District and under which the District will continue to exist after the First Amendment Tract is annexed for limited purposes pursuant to this Agreement;

2. This Agreement does not require the District to provide revenue to the City solely for the purpose of an agreement with the City to forgo annexation of the District;

3. This Agreement provides benefits to the City and the District, including revenue, services, or regulations which are reasonable and equitable with regard to the benefits provided to the other Party;

4. All the terms contained in this Agreement are lawful and appropriate to provide for the provision of municipal services;

5. The City and the District negotiated this Agreement by mutual consent; the terms of the Agreement are not a result of the City's Annexation Plan or any arbitration between the City and the District.

ARTICLE II

DEFINITIONS

Unless the context requires otherwise, and in addition to the terms defined above, the following terms used in this Agreement will have the meanings set out below:

"Act" means Texas Local Government Code, §43.0751 and any amendments thereto.

"Agreement" means this First Amended and Restated Strategic Partnership Agreement between the City and the District.

"Board" means the Board of Directors of the District.

"City" means the City of Houston, Texas, a municipal corporation principally situated in Harris County, Texas.

"City Charter" means the Charter of the City and any amendments thereto.

"City Code" means the Code of Ordinances of the City and any amendments thereto.

"City Council" means the City Council of the City or any successor governing body.

"Consent Ordinance" means Ordinance Nos. 67-20, 73-808, 1999-1303, 2000-1091, 2001-781, 2002-815, 2002-1027, 2004-1250, 2006-867, 2006-1219, 2007-548, 2007-925, 2011-228, 2012-869, 2013-224, 2013-327 and 2013-0379, including all attachments and exhibits passed by the City Council consenting to the creation of and inclusion of land in the District.

"Comptroller" means the Comptroller of Public Accounts of the State of Texas.

"Director" means the Director of Planning and Development Department of the City or his or her designee.

"District" means Dowdell Public Utility District a municipal utility district created and operating under Chapters 49 and 54 of the Texas Water Code.

"Effective Date" means the date the City Controller countersigns this Agreement.

"ETJ" means the extraterritorial jurisdiction of the City.

"First Amendment Tract" means the tract of land annexed pursuant to this Agreement located in the boundaries of the District, as described in Exhibit "A" and illustrated in Exhibit "B" to this Agreement, but not including the Original Tract or any area outside the District.

"Government Code" means the Texas Government Code and any amendments thereto.

"Implementation Date" means the date the limited-purpose annexation ordinance is passed by City Council pursuant to Section 3.01.

"Landowner" means a person that owns real property in the District.

"Local Government Code" means the Texas Local Government Code and any amendments thereto.

"Original Tract" means the tract of land that was annexed by Ordinance No. 2013-0380 after the approval of the Original Agreement (the Strategic Partnership Agreement approved by City Council on May 1, 2013, as Ordinance No. 2013-0379).

"Party" or "Parties" means a party or the parties to this Agreement, being the City and the District.

"Resident" means a person that resides in the District.

"Sales and Use Tax" means the sales and use tax authorized to be imposed in the Tract by the Act and Tax Code Chapter 321.

"Tax Code" means the Texas Tax Code and any amendments thereto.

"Tract" means the Original Tract and the First Amendment Tract, but excluding territory outside the boundaries of the District.

LIMITED-PURPOSE ANNEXATION

Section 3.01 Generally

As soon as practicable following the approval of this Agreement by City Council, as authorized by the Act, the City shall annex the First Amendment Tract for limited purposes. The Original Tract has been annexed by Ordinance No. 2013-0380.

The Parties recognize that at the time of this Agreement, the City's power to zone is restricted by City Charter Article VII-b, Section 13. If the City adopts a zoning ordinance pursuant to City Charter Article VII-b, Section 13, during the period of limited-purpose annexation, the zoning ordinance shall only apply to the Tract if the exclusion of the Tract from the zoning ordinance would, as a matter of law, invalidate the City's ability to zone the City as a whole. If the City initiates procedures to adopt a zoning ordinance, the City agrees to use its best efforts to draft an ordinance in a manner that would not require any application of the ordinance to the Tract. If the City is required to apply any zoning ordinance to the Tract during the period of limited-purpose annexation, the City agrees to apply a zoning classification to the property inside the Tract that would not cause any then-current structure or the use of any property inside the Tract to become noncomplying or nonconforming as a result of the classification.

Section 3.02 Property Taxes and District Liability for Debts of the City

During the term of this Agreement, except as provided in Article V: (i) neither the District nor any owners of taxable property within the District is liable for any present or future debts of the City, and (ii) current and future ad valorem taxes levied by the City will not be levied on taxable property within the District.

Section 3.03 Powers and Functions Retained by the District

Except as limited by the Consent Ordinance, the District is authorized to exercise all powers and functions of a municipal utility district provided by existing law or any amendments or additions thereto. The District's assets, liabilities, indebtedness, and obligations will remain the responsibility of the District. Disposition or acquisition of additional assets, liabilities, indebtedness, and obligations will be governed by the Consent Ordinance to the extent the Consent Ordinance is not inconsistent with this Agreement.

Section 3.04 Extraterritorial Jurisdiction

This agreement does not remove any area of the District from the extraterritorial jurisdiction of the City of Houston. The City may regulate the District in the same manner in which it may regulate other areas within the extraterritorial jurisdiction of the City.

ARTICLE IV

VOTING RIGHTS IN THE DISTRICT

Section 4.01 Generally

Upon annexation of the Tract for limited purposes by the City, the qualified voters of the Tract may vote in City elections pursuant to Local Government Code §43.130. Voting rights are subject to all state and federal laws and regulations.

Section 4.02 Notice

On or after the 15th day but before the fifth (5th) day before the date of the first (1st) election held in which the residents of the Tract are entitled to vote as set out in Section 4.01, the City at its own expense, shall publish a quarter-page advertisement in a newspaper of general circulation in the District per subsection 43.130 (a) of the Act notifying the residents of the Tract of their eligibility to vote in the election and stating the location of all polling places within the Tract. The District, at its own expense, may provide for similar notice in a newspaper of general circulation in the Tract or otherwise.

Section 4.03 Designation of Precincts and Preparation of Ballots

The City shall include the Tract in an adjacent single-member City Council district and establish an election precinct or election precincts for the purpose of allowing qualified voters in the area to participate in City elections. The City Secretary shall prepare the official ballot by which the qualified resident voters of the Tract are entitled to vote pursuant to the laws of the State of Texas.

ARTICLE V

SALES AND USE TAX

Section 5.01 Imposition of the City's Sales and Use Tax

Pursuant to Subsection (k) of the Act, the City shall impose a Sales and Use Tax within the Tract upon the limited-purpose annexation of the Tract. The Sales and Use Tax shall be imposed on the receipts from the sale and use at retail of taxable items at the rate of one percent or the rate specified under future amendments to Chapter 321 of the Tax Code. The Sales and Use Tax shall take effect on the date described in Tax Code §321.102.

Section 5.02 Payment of Sales and Use Tax to the District

The City shall pay to the District an amount equal to 50 percent (50%) of the Sales and Use Tax revenues that are reported on the monthly sales tax report provided by the Comptroller and received by the City from the Comptroller after the date of the limited-purpose annexation of the Tract. The City shall deliver the District's portion of the Sales and Use Tax revenues to the District within 30 days of the City's receipt of the sales report from the Comptroller. Government Code Chapter 2251 shall govern and provide the penalty if the City fails to deliver the District's portion in a timely manner. For the purposes of determining the applicable overdue date under Chapter 2251, the City is deemed to have received an invoice from the District on the

date the City receives the sales tax report from the Comptroller without further action from the District.

The City agrees to make reasonable efforts to obtain amended and supplemental reports from the Comptroller to reflect, to the greatest extent practicable, all Sales and Use Tax revenues generated within the boundaries of the Tract. Revenues resulting from such amended and supplemental reports will be divided and paid as provided above.

The City shall deliver to the District a condensed version of each monthly sales tax report provided by the Comptroller, containing only the contents of the sales tax report relating to retail sales and retailers in the Tract within 30 days of the City's receipt of the sales tax report.

Section 5.03 Notification of Comptroller

The City shall send notice of this Agreement and the limited-purpose annexation of the Tract to the Comptroller within three days of the Implementation Date in the manner provided by Tax Code §321.102. The City shall send to the District a copy of any notice from the Comptroller delaying the effectiveness of the Sales and Use Tax in the Tract.

Section 5.04 District Use of Sales and Use Tax Revenue

The District shall use the Sales and Use Tax revenue provided in Section 5.02 only for purposes for which the District is lawfully authorized to use its ad valorem tax revenues or other revenues.

Section 5.05 District Audit Rights

The District may audit the Sales and Use Tax collections by the City solely to determine whether the Sales and Use Tax revenue payments provided by Section 5.02 have been made to the District in accordance with this Agreement. Any audit shall be made at the District's sole cost and expense and may be performed at any time during the City's regular business hours by an auditor hired by the District on 30 days written notice to the City. For the purpose of any audits, the City shall maintain and make available to the District or its representatives all books, records, documents and other evidence of accounting procedures or practices in whatever form sufficiently maintained to reflect the collection of all Sales and Use Tax revenues that are subject to this Agreement.

Section 5.06 City Audit Rights

The District is required by law to prepare an annual audit within 120 days after the close of the District's fiscal year. The District shall provide a copy of its annual audit to the City within 30 days after the audit is completed.

The City may audit the District's expenditures made with the Sales and Use Tax revenue paid under Section 5.02, solely to determine whether the expenditures have been made by the District in accordance with Section 5.04. Any audit shall be made at the City's sole cost and expense and may be performed at any time during regular business hours by the City's internal auditors or an independent auditing firm on 30 days written notice to the District. For the purpose of any audits, the District shall maintain and make available to the City or its representatives all books, records, documents and other evidence of accounting procedures or

practices in whatever form maintained sufficient to reflect the expenditure of all Sales and Use Tax revenues that are subject to this Agreement.

ARTICLE VI

SERVICES PROVIDED BY THE DISTRICT AND THE CITY

Section 6.01 Water, Sewer, and Drainage Services

The District shall continue to develop, to own, and to operate and maintain a water, wastewater, and drainage system in the District. Further, as consideration of the receipt of funds from the City as described in this Agreement, the District shall take one or a combination of the following actions for the benefit of the District, its Landowners and Residents:

1. Accelerate the development of the water, wastewater and drainage system in the District (including the Tract) as necessary to encourage private investment in new construction in the District;

2. Accelerate reimbursements to developers for eligible infrastructure development to encourage such development in the District;

3. Lower the overall property tax rate of the Landowners to encourage additional investment and development within the District;

4. Perform other District functions that might otherwise be diminished, curtailed, abbreviated or delayed by financial limitations.

The District agrees to operate and maintain water, wastewater, and drainage service at the same level as the District has operated and maintained them before the Implementation Date. The City may periodically inspect the District's water, wastewater, and drainage facilities.

ARTICLE VII

FULL-PURPOSE ANNEXATION

Section 7.01 No Full-Purpose Annexation During Term of Agreement

The City agrees that it will not annex all or part of the District or commence any action to annex all or part of the District for full purposes during the term of this Agreement.

Section 7.02 Full Purpose Annexation Option at Termination of Agreement

On the twenty-ninth (29th) anniversary date of the Original Agreement, the Director shall evaluate whether the City should negotiate a new strategic partnership agreement with the District, annex the District for full purposes upon the termination of this Agreement, or allow this Agreement to expire. Within six (6) months of the twenty-ninth (29th) anniversary date, the Director shall make a recommendation to the City Council regarding the negotiation of a new strategic partnership agreement, the full-purpose annexation of the District, or the expiration of this Agreement. If the Director recommends that the City negotiate a new strategic partnership agreement or annex the District and the City Council approves the recommendation, the City shall begin proceedings to enter into a new strategic partnership agreement or to annex the District for full purposes at the end of the term of this Agreement as applicable. If the Director

recommends that the City neither negotiate a new strategic partnership agreement nor annex the District for full purposes, and the City Council agrees or if the City Council rejects the Director's recommendation to negotiate a new strategic partnership agreement or to annex the District for full purposes, the City may begin proceedings to disannex the Tract for limited purposes if authorized under the applicable provision of the Local Government Code. If the City decides to disannex the Tract and has the authority to disannex, the City may institute proceedings to accomplish such disannexation to be effective upon the termination of this Agreement.

ARTICLE VIII

MATERIAL BREACH, NOTICE AND REMEDIES

Section 8.01 Material Breach of Agreement

A. It is the intention of the Parties to this Agreement that the District and the City be regulated in accordance with the terms of this Agreement. A material breach of this Agreement by the District includes any one or more of the following:

1. Failure of the District to act in good faith in the annexation of the Tract by the City for limited purposes as authorized by this Agreement; or

2. Failure of the District to develop and to operate and maintain the District's water, sewer, and drainage facilities as provided in Article VI.

B. A material breach of this Agreement by the City includes any one or more of the following:

1. Any attempt by the City to annex the District for full purposes during the term of this Agreement; or

2. Failure of the City to pay to the District the District's share of the Sales and Use Tax, as provided in Article V.

If a Party to this Agreement believes that another Party has, by act or omission, committed a material breach of this Agreement, the provisions of this Article shall govern the remedies for breach of this Agreement.

Section 8.02 Notice of District's Default

A. The City shall notify the District in writing of an alleged failure by the District to comply with a provision of this Agreement, describing the alleged failure with reasonable particularity. The District shall, within 30 days after receipt of the notice or a longer period of time as the City may specify in the notice, either cure the alleged failure or, in a written response to the City, either present facts and arguments in refutation or excuse of the alleged failure or state that the alleged failure will be cured and set forth the method and time schedule for accomplishing the cure.

B. The City shall determine (i) whether a failure to comply with a provision has occurred; (ii) whether the failure is excusable; and (iii) whether the failure has been cured or will be cured by the District. The District shall make available to the City, if requested, any records, documents or other information necessary to make the determination.

C. If the City determines that the failure has not occurred, or that the failure either has been or will be cured in a manner and in accordance with a schedule reasonably satisfactory to the City, or that the failure is excusable, the determination shall conclude the investigation.

D. If the City determines that a failure to comply with a provision has occurred and that the failure is not excusable and has not been or will not be cured by the District in a manner and in accordance with a schedule reasonably satisfactory to the City, then the City may exercise the applicable remedy under Section 8.04(A).

Section 8.03 Notice of City's Default

A. The District shall notify the Director in writing specifying any alleged failure by the City to comply with a provision of this Agreement, describing the alleged failure with reasonable particularity. The City shall, within 30 days after receipt of the notice or the longer period of time as the District may specify in the notice, either cure the alleged failure or, in a written response to the District, either present facts and arguments in refutation or excuse of the alleged failure or state that the alleged failure will be cured and set forth the method and time schedule for accomplishing the cure.

B. The District shall determine (i) whether a failure to comply with a provision has occurred; (ii) whether the failure is excusable; and (iii) whether the failure has been cured or will be cured by the City. The City shall make available to the District, if requested, any records, documents or other information necessary to make the determination.

C. If the District determines that the failure has not occurred, or that the failure either has been or will be cured in a manner and in accordance with a schedule reasonably satisfactory to the District, or that the failure is excusable, the determination shall conclude the investigation.

D. If the District determines that a failure to comply with a provision has occurred and that the failure is not excusable and has not been or will not be cured by the City in a manner and in accordance with a schedule reasonably satisfactory to the District, then the District may exercise the applicable remedy under Section 8.04(B).

Section 8.04 Remedies

A. If the City determines that the District has committed a material breach of this Agreement, the City may file suit in a court of competent jurisdiction in Harris County, Texas, and seek any relief available at law or in equity, including, but not limited to, an action under the Uniform Declaratory Judgment Act and termination of this Agreement as to the District in addition to the monetary awards as may be appropriate.

B. If the District determines that the City has committed a material breach of this Agreement, the District may file suit in a court of competent jurisdiction in Harris County, Texas, and seek any relief available at law or in equity, including, but not limited to, an action under the Uniform Declaratory Judgment Act in addition to the monetary awards as may be appropriate.

ARTICLE IX

BINDING AGREEMENT, TERM, AND AMENDMENT

Section 9.01 Beneficiaries

This Agreement binds and inures to the benefit of the Parties, their successors and assigns, and, only as provided in Article VII, the Landowners and Residents. In the event of a material breach of Article VII by the City, the Landowners and Residents shall have the same rights as the District and shall follow the same procedures as the District as set out in Article VIII. The District shall record this Agreement with the County Clerk in Official Records of Harris County, Texas. This Agreement binds each owner and each future owner of land included within the District's boundaries in accordance with Subsection (c) of the Act.

Section 9.02 Term

This Agreement commences and binds the Parties on the Effective Date of this First Amended and Restated Strategic Partnership Agreement, and continues for 30 years from the effective date of the Original Agreement. Any rights or privileges of the Landowners and Residents under this Agreement will terminate 30 years from the effective date of the Original Agreement.

Section 9.03 Amendment

The Parties by mutual consent may amend the terms of this Agreement at any time.

ARTICLE X

MISCELLANEOUS PROVISIONS

Section 10.01 Notice

Any formal notices or other communications (Notice) required to be given by one Party to another by this Agreement shall be given in writing addressed to the Party to be notified at the address set forth below for the Party, (i) by delivering the Notice in person (ii) by depositing the Notice in the United States Mail, certified or registered, return receipt requested, postage prepaid, addressed to the Party to be notified, (iii) by depositing the Notice with Federal Express or another nationally recognized courier service guaranteeing next day delivery, addressed to the Party to be notified, or (iv) by sending the Notice by telefax with confirming copy sent by mail. Notice deposited in the United States mail in the manner herein above described shall be deemed effective from and after the date of such deposit. Notice given in any other manner shall be effective only if and when received by the Party to be notified. For the purposes of Notice, the addresses of the Parties, until changed as provided below, shall be as follows:

All Notices required or permitted under this Agreement shall be in writing and shall be served on the Parties at the following address:

City: City of Houston
P.O. Box 1562
Houston, Texas 77251
Attn: Director, Department of Planning and Development
or his or her designee

District: Dowdell Public Utility District
c/o: Smith, Murdaugh, Little & Bonham, LLP
Address: 2727 Allen Parkway, Suite 1100
Houston, Texas 77019
Attn: G. Taylor Goodall / Terese Wahl

The Parties may from time to time change their respective addresses, and each may specify as its address any other address within the United States of America by giving at least five days written notice to the other Party. If any date or any period provided in this Agreement ends on a Saturday, Sunday, or legal holiday, the applicable period for calculating the notice shall be extended to the first business day following the Saturday, Sunday or legal holiday.

Section 10.02 Time

Time is of the essence in all things pertaining to the performance of this Agreement.

Section 10.03 Severability

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

Section 10.04 Waiver

Any failure by a Party to insist upon strict performance by the other Party of any material provision of this Agreement shall not be deemed a waiver thereof or of any other provision hereof, and the Party shall have the right at any time thereafter to insist upon strict performance of any and all of the provisions of this Agreement.

Section 10.05 Applicable Law and Venue

The construction and validity of this Agreement shall be governed by the laws of the State of Texas without regard to conflicts of law principles. Venue shall be in Harris County, Texas.

Section 10.06 Reservation of Rights

To the extent not inconsistent with this Agreement, each Party reserves all rights, privileges, and immunities under applicable laws.

Section 10.07 Further Documents

The Parties agree that at any time after execution of this Agreement, they will, upon request of the other Party, execute and deliver the further documents and do the further acts and things as the other Party may reasonably request in order to effectuate the terms of this Agreement.

Section 10.08 Incorporation of Exhibits and Other Documents by Reference

All Exhibits and other documents attached to or referred to in this Agreement are incorporated into this Agreement by reference for the purposes set forth in this Agreement.

Section 10.09 Effect of State and Federal Laws

Notwithstanding any other provision of this Agreement, the District shall comply with all applicable statutes or regulations of the United States, the State of Texas, and City Ordinances and City Charter provisions implementing such statutes or regulations.

Section 10.10 Authority for Execution

The City certifies and represents that the execution of this Agreement is duly authorized and adopted in conformity with the City Charter and City Ordinances. The District certifies and represents that the execution of this Agreement is duly authorized and adopted by the Board.

Section 10.11 Semi-Annual Review

At least semi-annually, the District shall review and confirm, and will notify the Planning and Development Department in a form prescribed by the Department, of the accuracy of the list of resale permit holders as provided by the State Comptroller's Office.

Section 10.12 Original Agreement Superseded

This Agreement supersedes and replaces the Original Agreement and applies to the Original Tract and the First Amendment Tract collectively referred to as the Tract.

SIGNATURE PAGES FOLLOW

SIGNATURE PAGE

IN WITNESS WHEREOF, the parties have executed this Agreement in multiple copies, each of which shall be an original, as of the date countersigned by the City Controller of the City of Houston.

DOWDELL PUBLIC UTILITY DISTRICT

By: _____
Jerry L. Nelson, President

ATTEST:

By: _____ Assistant
~~Allison Copony~~, Secretary
Christopher Kotran

Tax ID No. 74-6245462

STATE OF TEXAS '
'
COUNTY OF HARRIS '

This instrument was acknowledged before me this 29th day of October, 2014, by Jerry L. Nelson, as President, and ~~Allison Copony~~, as Secretary, of the Board of Directors of Dowdell Public Utility District, a political subdivision of the State of Texas, on behalf of said political subdivision.

Christopher Kotran
_____
Notary Public in and for the State of Texas

(NOTARY SEAL)

TERESE L. WAHL
Notary Public, State of Texas
My Commission Expires
October 28, 2016

CITY OF HOUSTON, TEXAS

By:_____
Mayor

ATTEST:

By:_____
City Secretary

APPROVED:

By:_____
Director, Department of Planning and Development

APPROVED AS TO FORM:

By:_____
Assistant City Attorney
L.D. File No. 0611400119001

COUNTERSIGNED:

By:_____
City Controller

DATE COUNTERSIGNED:_____

EXHIBIT "A"

Dowdell PUD (Amendment 1)
Property Description

1. BEGINNING at an existing southwesterly City of Houston city limit line defined by the Ordinance 2013-0380 (the limited purpose annexation of Dowdell Public Utility District), this line also being the southwesterly right-of-way line of F.M. 2920 and its intersection with an existing northwesterly full purpose City of Houston city limit line defined by the Ordinance 63-1219;

2. THENCE in a southwesterly direction along that northwesterly full purpose city limit line to its intersection with the southeasterly extension in the same course of the southwesterly boundary line of the Hooks Tract (City of Houston Planning and Development Department file # 2008-1660);

3. THENCE in a northwesterly direction along that southeasterly extension and the southwesterly boundary line of that Tract to its intersection with the northwesterly boundary line of that Tract;

4. THENCE in a northeasterly direction along that northwesterly boundary line of that Tract to its intersection with the southwesterly right-of-way line of F.M. 2920, this line also being an existing southwesterly City of Houston City limit line defined by the Ordinance 2013-0380 (the limited purpose annexation of Dowdell Public Utility District);

5. THENCE in a southeasterly direction along that southwesterly right-of-way line of F.M. 2920 and its southeasterly extension in the same course or that southwesterly city limit line to its intersection with an existing northwesterly full purpose City of Houston city limit line defined by the Ordinance 63-1219; such point being the POINT OF BEGINNING.

EXHIBIT "B"



Limited Purpose Annexation: Dowdell PUD

Source: City of Houston GIS Database
Date: September 2014

Roads
Proposed Annexation
Existing City Limit

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.

PLANNING & DEVELOPMENT DEPARTMENT

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
ETJ

Item Creation Date: 11/19/2014

PLN-LPA Fort Bend County MUD No. 30

Agenda Item#: 50.

Summary:
ORDINANCE annexing to the City of Houston, Texas for limited purposes a certain area located within **FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 30** (the "District"), in Fort Bend County, Texas; containing findings and other provisions relating to the foregoing subject; imposing the sales and use tax of the City of Houston in the area within the district annexed for limited purposes; assigning annexed areas to adjacent District from which District Council member is elected until such time as District boundaries may be changed pursuant to the City of Houston Charter - **DISTRICT F - NGUYEN**

Background:
The Planning Department is recommending the addition of land to the limited purpose jurisdiction area within Fort Bend County MUD No.30. There will be an amendment to the existing SPA the City has with this District as well.

Prior Council Action:
Public hearings were held on November 5, 2014 and November 12, 2014
December 7, 2011; Ordinance Nos. 2011-1082 & 2011-1083
May 28, 2014; Ordinance Nos. 2014-0505 & 2014-0506

Amount of Funding:
N/A

Contact Information:
Nicole Smothers - PD -713-837-7856

ATTACHMENTS:

Description	Type
RCA	Signed Cover sheet
Map	Signed Cover sheet
Metes and Bounds Description	Signed Cover sheet
LPA Ord-FBC MUD No. 30	Ordinance/Resolution/Motion

City of Houston, Texas, Ordinance No. _____

AN ORDINANCE ANNEXING TO THE CITY OF HOUSTON, TEXAS FOR LIMITED PURPOSES A CERTAIN AREA LOCATED WITHIN FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 30 (THE "DISTRICT"), IN FORT BEND COUNTY, TEXAS; CONTAINING FINDINGS AND OTHER PROVISIONS RELATING TO THE FOREGOING SUBJECT; IMPOSING THE SALES AND USE TAX OF THE CITY OF HOUSTON IN THE AREA WITHIN THE DISTRICT ANNEXED FOR LIMITED PURPOSES; ASSIGNING ANNEXED AREAS TO ADJACENT DISTRICT FROM WHICH DISTRICT COUNCIL MEMBER IS ELECTED UNTIL SUCH TIME AS DISTRICT BOUNDARIES MAY BE CHANGED PURSUANT TO THE CITY OF HOUSTON CHARTER; PROVIDING FOR SEVERABILITY; AND DECLARING AN EMERGENCY.

* * * * *

WHEREAS, the City of Houston, Texas is authorized to annex territory for limited purposes in compliance with the procedures established by the Texas Local Government Code; and

WHEREAS, the City Council, by Ordinance No. 2014-919 adopted on October 8, 2014, called certain public hearings relating to the proposed annexation for limited purposes of a certain area located within Fort Bend County Municipal Utility District No. 30, in Fort Bend County, Texas; and

WHEREAS, in compliance with pertinent sections of the Texas Local Government Code, on November 5 and November 12, 2014 the City Council held the required public hearings regarding the proposed limited purpose annexation of said areas; and

WHEREAS, Article V, Section 3 of the Houston City Charter provides that promptly following the addition of territory to the City by a boundary change, the City Council shall, by ordinance, add such territory to an adjacent district or districts; and

WHEREAS, Section 42.005(a)(6) of the Texas Election Code prohibits county election precincts from containing territory from more than one city council district; and

WHEREAS, the City Council, having received the best available data and expert assistance from the Department of Planning and Development, has determined that the newly annexed tracts should be assigned to adjacent districts so as to preserve existing precinct assignments, to avoid splitting a precinct between council districts, and, where possible, to create district boundaries based on identifiable geographic features; **NOW, THEREFORE,**

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

Section 1. The findings set forth in the preamble of this Ordinance are determined to be true and correct and are hereby adopted.

Section 2. Subject to all sections of this Ordinance, the City of Houston hereby annexes for limited purposes certain territory located within Fort Bend County Municipal Utility District No. 30, in Fort Bend County, Texas. The boundaries of the annexed areas are set out in written form in "Exhibit A," attached hereto, incorporated herein by this reference, and made a part hereof for all purposes. A visual map of the annexed area is represented in "Exhibit B."

Section 3. In accordance with the authority granted by Section 43.0751(k) of the Texas Local Government Code, the City of Houston hereby imposes a retail sales and use tax within the boundaries of the area in Fort Bend County Municipal Utility District No. 30 annexed for limited purposes. Such sales and use tax will be administered and governed by the pertinent provisions of the Texas Tax Code.

Section 4. City Council, acting pursuant to the provisions of Article V, Section 3 of the City Charter, assigns the areas annexed by this Ordinance to the adjacent district below as recommended by the Department of Planning and Development as follows:

COUNCIL DISTRICT	LOCATED IN FORT BEND COUNTY PRECINCT NO.	AREAS ANNEXED
F	2106	Within Fort Bend County Municipal Utility District No. 30

Section 5. This Ordinance shall not repeal, impair, modify, or otherwise affect any other ordinance annexing territory to the City of Houston or any other ordinance heretofore passed on one or more readings and not yet passed on final reading, annexing any territory to the City of Houston, but such other ordinance or ordinances shall remain and continue to be effective as to their intent and purpose as therein stated, wholly unaffected in any way or manner by the passage of this Ordinance. This Ordinance shall be effective as to its intent and purpose as hereinabove stated, wholly unaffected by any other annexation ordinance introduced and passed or hereafter introduced and passed on any reading, whether final or not.

Section 6. It is the intention of the City of Houston and its City Council to comply with the Constitutions and laws of the United States of America and the State of Texas and with all applicable provisions of the Charter of the City of Houston, and this Ordinance shall be interpreted and construed in harmony therewith.

Section 7. 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 have 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 8. 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 unconstitutional, void or 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. Should this Ordinance for any reason be ineffective as to any part of the area hereby annexed to the City of Houston, such ineffectiveness of this Ordinance as to any such part or parts of any such area shall not affect the effectiveness of this Ordinance as to all of the remainder of such area, and the City Council hereby declares it to be its purpose to annex to the City of Houston for limited purposes every part of the area described in Exhibit A of this Ordinance, regardless of whether any other part of such described area is hereby effectively annexed to the City. Provided, further, that if there is included within the description of territory set out in Exhibit A of this Ordinance to be hereby annexed for limited purposes to the City of Houston any area or lands which are presently part of and included within the general limits of the City of Houston, or which are presently part of and included within the limits of any other municipality, or which are not within the jurisdiction or power of the City of Houston to annex, the same is hereby excluded and excepted from the territory to be hereby annexed as fully as if such excluded and excepted area were expressly described herein.

Section 9. 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 that 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 December, 2014.

APPROVED this _____ day of December, 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. _____)
Assistant City Attorney

Requested by Patrick Walsh, Director, Department of Planning and Development
L.D. File No. 0611400117001

G:\General\Annexation\Fall 2014\FBC 30\FBC 30 LPA Ord.doc

EXHIBIT "A"

Fort Bend County MUD No. 30 (Amendment 2)
Property Description

1. BEGINNING at an existing westerly City of Houston city limit line defined by the Ordinance 2011-1082 (the limited purpose annexation of Fort Bend County Municipal Utility District No. 30), this line also being the westerly right-of-way line of F.M. 1464 and its intersection with an existing northerly City of Houston city limit line defined by the Ordinance 2014-0506 (the limited purpose annexation of Fort Bend County Municipal Utility District No. 30), this line also being the northerly right-of-way line of Beechnut Street;

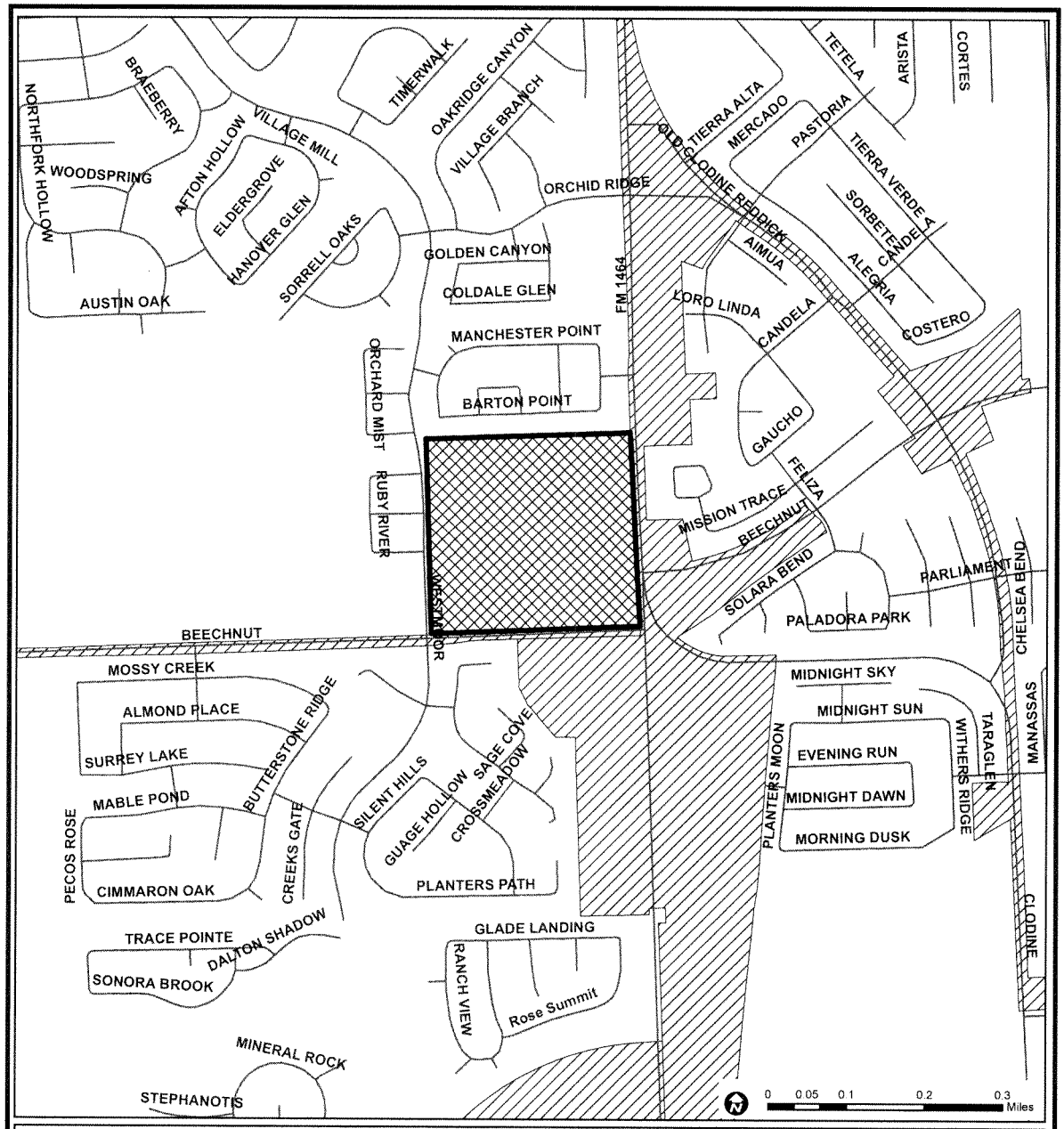
2. THENCE in a westerly direction along that northerly City limit line or that northerly right-of-way line of Beechnut Street to its intersection with the easterly right of way line of Westmoor Drive;

3. THENCE in a northerly direction along that easterly right-of-way line of Westmoor Drive and its northerly extension in the same course to its intersection with the southerly boundary line of Mission Oaks Section 1 Subdivision (City of Houston Planning and Development Department File # 2003-0194);

4. THENCE in an easterly direction along that southerly boundary line of that Subdivision to its intersection with the westerly right-of-way line of F.M. 1464, this line also being an existing westerly City of Houston city limit line defined by the Ordinance 2011-1082 (the limited purpose annexation of Fort Bend County Municipal Utility District No. 30);

5. THENCE in a southerly direction along that westerly right-of-way line of F.M. 1464 or that westerly city limit line to its intersection with the northerly right-of-way line of Beechnut Street, this line also being an existing northerly City of Houston city limit line defined by the Ordinance 2014-0506 (the limited purpose annexation of Fort Bend County Municipal Utility District No. 30), such point being the POINT OF BEGINNING.

EXHIBIT "B"



Limited Purpose Annexation: FBC MUD No. 30

Source: City of Houston GIS Database
Date: August 2014

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.

Roads
Proposed Annexation
Existing City Limit

PLANNING & DEVELOPMENT DEPARTMENT

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
ETJ

Item Creation Date: 11/18/2014

PLN-SPA Fort Bend County MUD No.30

Agenda Item#: 51.

Summary:
ORDINANCE approving and authorizing the second amended and restated Strategic Partnership Agreement between the City of Houston and **FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 30** - **DISTRICT F - NGUYEN**

Background:
The Planning Department has negotiated a second amendment to the SPA with Fort Bend County MUD No. 30. The amendment adds land to the SPA/LPA area.

Prior Council Action:
Public Hearings were held on November 5, 2014 & November 12, 2014
December 7, 2011; 2011-1082 & 2011-1083; May 28, 2014; 2014-0505 & 2014- 0506

Amount of Funding:
N/A

Contact Information:
Nicole Smothers - PD - 713-837-7856

ATTACHMENTS:

	Description	Type
	RCA	Backup Material
	SPA Ord-FBC MUD No. 30	Ordinance/Resolution/Motion

TO: Mayor via City Secretary **REQUEST FOR COUNCIL ACTION**

SUBJECT: Ordinances Approving Strategic Partnership Agreements with Various Utility Districts and Annexing Territory for Limited Purposes	**Category #**	**Page 1 of 1**	**Agenda Item #**

FROM (Department or other point of origin): Planning and Development Department	**Origination Date** November 14, 2014	**Agenda Date** December 3, 2014
DIRECTOR'S SIGNATURE:	**Council District affected:** A, E & F	
For additional information contact: Nicole Smothers **Phone:** 713-837-7856	**Date and identification of prior authorizing Council action:** Public Hearings: November 5, 2014 and November 12, 2014	

RECOMMENDATION: (Summary)
That City Council approve Strategic Partnership Agreements with the Utility Districts listed below, for the annexation for limited purpose of the territory within and in the vicinity of those districts, and for the assignment of such territory to City Council Districts.

Amount and Source of Funding:	**Finance Budget:**

SPECIFIC EXPLANATION:
The Planning and Development Department has negotiated Strategic Partnership Agreements between the City of Houston and the utility districts listed below.

In each of these Districts, the city is annexing only commercial property and undeveloped land intended for commercial use. There is no population located in these territories proposed to be annexed for limited purposes. In addition, the city will levy a 1 percent sales tax and all taxes collected in the areas will be divided evenly between the City and the District for all SPAs other than Montgomery County MUD 118. The city will levy up to a 2 percent sales tax and all taxes collected will be divided evenly between the City and Montgomery County MUD No. 118. Harris County MUD No. 62 will have no change to its boundary, the amendment is only to remove language related to a developer no longer involved in the project. For each of the Districts that include the annexation of territory outside of the District's boundary, the city will extend Section 6-3 of the Code of Ordinances regarding the running at large of domestic animals. In areas where there is no out of District territory being annexed, the city is not required to provide a service.

All agreements require public notice and two public hearings which were held on November 5th and November 12th.

New Agreement:

Montgomery County MUD No. 118

Amendments to Existing Agreements:

Dowdell PUD (Amendment1)
Fort Bend County MUD No. 30 (Amendment 2)
Harris County MUD No. 62 (Amendment 1)
West Harris County MUD No. 2 (Amendment 2)

Council District assignments of the newly annexed areas are detailed on the accompanying memorandum.

Attachment

Copy: Marta Crinejo, Agenda Director
David Feldman, City Attorney
Anna Russell, City Secretary
Sameera Mahendru, Assistant City Attorney

REQUIRED AUTHORIZATION		
Finance Director:	**Other Authorization:**	**Other Authorization:**

City of Houston, Texas Ordinance No. _____

AN ORDINANCE APPROVING AND AUTHORIZING THE SECOND AMENDED AND RESTATED STRATEGIC PARTNERSHIP AGREEMENT BETWEEN THE CITY OF HOUSTON AND FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 30; MAKING VARIOUS FINDINGS AND PROVISIONS RELATING TO THE SUBJECT; AND DECLARING AN EMERGENCY.

* * * *

WHEREAS, the City of Houston, Texas ("the City"), is authorized to enter into a Strategic Partnership Agreement pursuant to Section 43.0751 of the Texas Local Government Code; and

WHEREAS, the City and Fort Bend County Municipal Utility District No. 30 entered into a strategic partnership agreement approved by Ordinance No. 2011-1082 on December 7, 2011, which was amended by approval of Ordinance No. 2014-0505 on May 28, 2014; and

WHEREAS, the City Council, by Ordinance No. 2014-919 adopted on October 8, 2014, called certain public hearings regarding the proposed Second Amended and Restated Strategic Partnership Agreement with Fort County Municipal Utility District No. 30; and

WHEREAS, the City Council in compliance with Section 43.0751(d) of the Texas Local Government Code held the required public hearings regarding the proposed Second Amended and Restated Strategic Partnership Agreement on November 5, 2014 and November 12, 2014; **NOW, THEREFORE,**

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

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

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 December 2014.

APPROVED this _____ day of December 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

(Prepared by Legal Dept. _____)
Assistant City Attorney

(Requested by Patrick Walsh, Director, Planning and Development Department)
(L.D. File No. 0611400117001)

G:\General\Annexation\Fall 2014\FBC30\FBC 30 SPA Ord.doc

SECOND AMENDED AND RESTATED STRATEGIC PARTNERSHIP AGREEMENT BETWEEN THE CITY OF HOUSTON, TEXAS, AND FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 30

THE STATE OF TEXAS §
§
COUNTY OF FORT BEND §

This **SECOND AMENDED AND RESTATED STRATEGIC PARTNERSHIP AGREEMENT** (this "Agreement") is entered into as of the Effective Date between the **CITY OF HOUSTON, TEXAS**, a municipal corporation principally situated in Fort Bend County, Texas, acting through its governing body, the City Council of the City of Houston, Texas (the "City"), and Fort Bend County Municipal Utility District No. 30 (the "District"), a municipal utility district created pursuant to Article XVI, Section 59, Texas Constitution and operating pursuant to Chapters 49 and 54 Texas Water Code. This Agreement supersedes and replaces the Strategic Partnership Agreement approved by City Council on December 7, 2011, as Ordinance No. 2011-1082 and its amendment, the First Amended and Restated Strategic Partnership Agreement approved by City Council on May 28, 2014, as Ordinance No. 2014-0505 (collectively the "Original Agreement").

RECITALS

1. Texas Local Government Code, §43.0751 (the "Act") authorizes the City and certain utility districts to negotiate and enter into a strategic partnership agreement by mutual consent; and

2. The City and District entered into a Strategic Partnership Agreement, which is recorded in the Official Public Records of Fort Bend County, Texas under Clerk's File No. 2014025741and a First Amended and Restated Strategic Partnership Agreement, which is recorded in the Official Public Records of Fort Bend County, Texas under Clerk's File No. 2014107610 and

3. The parties desire to amend and restate the Original Agreement to provide for the limited-purpose annexation by the City of an additional tract of land in the District, which is described in Exhibit "A" and illustrated in Exhibit "B" as the "Second Amendment Tract"; and

4. The City and the District wish to enter into a Second Amended and Restated Strategic Partnership Agreement to provide the terms under which services will be provided by the District and under which the District will continue to exist for an extended period of time after the Tract of land within the District is annexed for limited purposes; and

5. As required by the Act, the City held public hearings on November 5, 2014, and November 12, 2014, at City Council Chambers, and the District held public hearings on October 22, 2014 at 7539 Tetela Dr., Houston, Texas 77083 and October 28, 2014 at 406 West Grand Parkway South, Suite 260, Katy, Texas 77494 at which members of the public were given the opportunity to present testimony or evidence regarding the proposed Agreement, and the City and the District made copies of the proposed Agreement available, and gave notice of the hearings prior to the public hearings in accordance with the terms of the Act.

THE PARTIES AGREE AS FOLLOWS:

ARTICLE I

FINDINGS

The City and the District find and declare:

1. The Act authorizes the City and the District to enter into this Agreement to define the terms under which services will be provided to the City and the District and under which the District will continue to exist after the Second Amendment Tract is annexed for limited purposes pursuant to this Agreement;

2. This Agreement does not require the District to provide revenue to the City solely for the purpose of an agreement with the City to forgo annexation of the District;

3. This Agreement provides benefits to the City and the District, including revenue, services, or regulations which are reasonable and equitable with regard to the benefits provided to the other Party;

4. All the terms contained in this Agreement are lawful and appropriate to provide for the provision of municipal services;

5. The City and the District negotiated this Agreement by mutual consent; the terms of the Agreement are not a result of the City's Annexation Plan or any arbitration between the City and the District.

ARTICLE II

DEFINITIONS

Unless the context requires otherwise, and in addition to the terms defined above, the following terms used in this Agreement will have the meanings set out below:

"Act" means Texas Local Government Code, §43.0751 and any amendments thereto.

"Agreement" means this Second Amended and Restated Strategic Partnership Agreement between the City and the District.

"Board" means the Board of Directors of the District.

"City" means the City of Houston, Texas, a municipal corporation principally situated in Harris County, Texas.

"City Charter" means the Charter of the City and any amendments thereto.

"City Code" means the Code of Ordinances of the City and any amendments thereto.

"City Council" means the City Council of the City or any successor governing body.

"Consent Ordinance" means Ordinance Nos. 79-581, 83-1487, 83-1818, 1999-1276, 2002-719, 2005-978, 2007-786, 2013-589, and 2014-0506, including all attachments and exhibits passed by the City Council consenting to the creation of and inclusion of land in the District.

"Comptroller" means the Comptroller of Public Accounts of the State of Texas.

"Director" means the Director of Planning and Development Department of the City or his or her designee.

"District" means Fort Bend County Municipal Utility District No. 30 a municipal utility district created and operating under Chapters 49 and 54 of the Texas Water Code.

"Effective Date" means the date the City Controller countersigns this Agreement.

"ETJ" means the extraterritorial jurisdiction of the City.

"First Amendment Tract" means the tract of land annexed by Ordinance No. 2014-0506 following the approval of the First Amended and Restated Strategic Partnership Agreement.

"Government Code" means the Texas Government Code and any amendments thereto.

"Implementation Date" means the date the limited-purpose annexation ordinance is passed by City Council pursuant to Section 3.01.

"Landowner" means a person that owns real property in the District.

"Local Government Code" means the Texas Local Government Code and any amendments thereto.

"Original Tract" means the tract of land that was annexed by Ordinance No. 2011- 1083 following the approval of the Strategic Partnership Agreement.

"Party" or "Parties" means a party or the parties to this Agreement, being the City and the District.

"Resident" means a person that resides in the District.

"Sales and Use Tax" means the sales and use tax authorized to be imposed in the Tract by the Act and Tax Code Chapter 321.

"Second Amendment Tract" means the tract of land newly annexed pursuant to this Agreement and located in the boundaries of the District, as described in Exhibit "A" and illustrated in Exhibit "B" to this Agreement, but not including the Original Tract, First Amendment Tract or any area outside the District.

"Tax Code" means the Texas Tax Code and any amendments thereto.

"Tract" means the Original Tract, the First Amendment Tract, and Second Amendment Tract, but excluding territory outside the boundaries of the District.

ARTICLE III

LIMITED-PURPOSE ANNEXATION

Section 3.01 Generally

As soon as practicable following the approval of this Agreement by City Council, as authorized by the Act, the City shall annex the Second Amendment Tract for limited purposes. The Original Tract and the First Amendment Tract have been annexed by Ordinance Nos. 2011-1083 and 2014-0506, respectively.

The Parties recognize that at the time of this Agreement, the City's power to zone is restricted by City Charter Article VII-b, Section 13. If the City adopts a zoning ordinance pursuant to City Charter Article VII-b, Section 13, during the period of limited-purpose annexation, the zoning ordinance shall only apply to the Tract if the exclusion of the Tract from the zoning ordinance would, as a matter of law, invalidate the City's ability to zone the City as a whole. If the City initiates procedures to adopt a zoning ordinance, the City agrees to use its best efforts to draft an ordinance in a manner that would not require any application of the ordinance to the Tract. If the City is required to apply any zoning ordinance to the Tract during the period of limited-purpose annexation, the City agrees to apply a zoning classification to the property inside the Tract that would not cause any then-current structure or the use of any property inside the Tract to become noncomplying or nonconforming as a result of the classification.

Section 3.02 Property Taxes and District Liability for Debts of the City

During the term of this Agreement, except as provided in Article V: (i) neither the District nor any owners of taxable property within the District is liable for any present or future debts of the City, and (ii) current and future ad valorem taxes levied by the City will not be levied on taxable property within the District.

Section 3.03 Powers and Functions Retained by the District

Except as limited by the Consent Ordinance, the District is authorized to exercise all powers and functions of a municipal utility district provided by existing law or any amendments or additions thereto. The District's assets, liabilities, indebtedness, and obligations will remain the responsibility of the District. Disposition or acquisition of additional assets, liabilities, indebtedness, and obligations will be governed by the Consent Ordinance to the extent the Consent Ordinance is not inconsistent with this Agreement.

Section 3.04 Extraterritorial Jurisdiction

This agreement does not remove any area of the District from the extraterritorial jurisdiction of the City of Houston. The City may regulate the District in the same manner in which it may regulate other areas within the extraterritorial jurisdiction of the City.

ARTICLE IV

VOTING RIGHTS IN THE DISTRICT

Section 4.01 Generally

Upon annexation of the Tract for limited purposes by the City, the qualified voters of the Tract may vote in City elections pursuant to Local Government Code §43.130. Voting rights are subject to all state and federal laws and regulations.

Section 4.02 Notice

On or after the 15th day but before the fifth (5th) day before the date of the first (1st) election held in which the residents of the Tract are entitled to vote as set out in Section 4.01, the City at its own expense, shall publish a quarter-page advertisement in a newspaper of general circulation in the District per subsection 43.130 (a) of the Act notifying the residents of the Tract of their eligibility to vote in the election and stating the location of all polling places within the Tract. The District, at its own expense, may provide for similar notice in a newspaper of general circulation in the Tract or otherwise.

Section 4.03 Designation of Precincts and Preparation of Ballots

The City shall include the Tract in an adjacent single-member City Council district and establish an election precinct or election precincts for the purpose of allowing qualified voters in the area to participate in City elections. The City Secretary shall prepare the official ballot by which the qualified resident voters of the Tract are entitled to vote pursuant to the laws of the State of Texas.

ARTICLE V

SALES AND USE TAX

Section 5.01 Imposition of the City's Sales and Use Tax

Pursuant to Subsection (k) of the Act, the City shall impose a Sales and Use Tax within the Tract upon the limited-purpose annexation of the Tract. The Sales and Use Tax shall be imposed on the receipts from the sale and use at retail of taxable items at the rate of one percent or the rate specified under future amendments to Chapter 321 of the Tax Code. The Sales and Use Tax shall take effect on the date described in Tax Code §321.102.

Section 5.02 Payment of Sales and Use Tax to the District

The City shall pay to the District an amount equal to 50 percent (50%) of the Sales and Use Tax revenues that are reported on the monthly sales tax report provided by the Comptroller and received by the City from the Comptroller after the date of the limited-purpose annexation of the Tract. The City shall deliver the District's portion of the Sales and Use Tax revenues to the District within 30 days of the City's receipt of the sales report from the Comptroller. Government Code Chapter 2251 shall govern and provide the penalty if the City fails to deliver the District's portion in a timely manner. For the purposes of determining the applicable overdue date under Chapter 2251, the City is deemed to have received an invoice from the District on the

date the City receives the sales tax report from the Comptroller without further action from the District.

The City agrees to make reasonable efforts to obtain amended and supplemental reports from the Comptroller to reflect, to the greatest extent practicable, all Sales and Use Tax revenues generated within the boundaries of the Tract. Revenues resulting from such amended and supplemental reports will be divided and paid as provided above.

The City shall deliver to the District a condensed version of each monthly sales tax report provided by the Comptroller, containing only the contents of the sales tax report relating to retail sales and retailers in the Tract within 30 days of the City's receipt of the sales tax report.

Section 5.03 Notification of Comptroller

The City shall send notice of this Agreement and the limited-purpose annexation of the Tract to the Comptroller within three days of the Implementation Date in the manner provided by Tax Code §321.102. The City shall send to the District a copy of any notice from the Comptroller delaying the effectiveness of the Sales and Use Tax in the Tract.

Section 5.04 District Use of Sales and Use Tax Revenue

The District shall use the Sales and Use Tax revenue provided in Section 5.02 only for purposes for which the District is lawfully authorized to use its ad valorem tax revenues or other revenues.

Section 5.05 District Audit Rights

The District may audit the Sales and Use Tax collections by the City solely to determine whether the Sales and Use Tax revenue payments provided by Section 5.02 have been made to the District in accordance with this Agreement. Any audit shall be made at the District's sole cost and expense and may be performed at any time during the City's regular business hours by an auditor hired by the District on 30 days written notice to the City. For the purpose of any audits, the City shall maintain and make available to the District or its representatives all books, records, documents and other evidence of accounting procedures or practices in whatever form sufficiently maintained to reflect the collection of all Sales and Use Tax revenues that are subject to this Agreement.

Section 5.06 City Audit Rights

The District is required by law to prepare an annual audit within 120 days after the close of the District's fiscal year. The District shall provide a copy of its annual audit to the City within 30 days after the audit is completed.

The City may audit the District's expenditures made with the Sales and Use Tax revenue paid under Section 5.02, solely to determine whether the expenditures have been made by the District in accordance with Section 5.04. Any audit shall be made at the City's sole cost and expense and may be performed at any time during regular business hours by the City's internal auditors or an independent auditing firm on 30 days written notice to the District. For the purpose of any audits, the District shall maintain and make available to the City or its representatives all books, records, documents and other evidence of accounting procedures or

practices in whatever form maintained sufficient to reflect the expenditure of all Sales and Use Tax revenues that are subject to this Agreement.

ARTICLE VI

SERVICES PROVIDED BY THE DISTRICT AND THE CITY

Section 6.01 Water, Sewer, and Drainage Services

The District shall continue to develop, to own, and to operate and maintain a water, wastewater, and drainage system in the District. Further, as consideration of the receipt of funds from the City as described in this Agreement, the District shall take one or a combination of the following actions for the benefit of the District, its Landowners and Residents:

1. Accelerate the development of the water, wastewater and drainage system in the District (including the Tract) as necessary to encourage private investment in new construction in the District;

2. Accelerate reimbursements to developers for eligible infrastructure development to encourage such development in the District;

3. Lower the overall property tax rate of the Landowners to encourage additional investment and development within the District;

4. Perform other District functions that might otherwise be diminished, curtailed, abbreviated or delayed by financial limitations.

The District agrees to operate and maintain water, wastewater, and drainage service at the same level as the District has operated and maintained them before the Implementation Date. The City may periodically inspect the District's water, wastewater, and drainage facilities.

ARTICLE VII

FULL-PURPOSE ANNEXATION

Section 7.01 No Full-Purpose Annexation During Term of Agreement

The City agrees that it will not annex all or part of the District or commence any action to annex all or part of the District for full purposes during the term of this Agreement.

Section 7.02 Full Purpose Annexation Option at Termination of Agreement

On December 19, 2040, the Director shall evaluate whether the City should negotiate a new strategic partnership agreement with the District, annex the District for full purposes upon the termination of this Agreement, or allow this Agreement to expire. Within six (6) months of December 19, 2040, the Director shall make a recommendation to the City Council regarding the negotiation of a new strategic partnership agreement, the full-purpose annexation of the District, or the expiration of this Agreement. If the Director recommends that the City negotiate a new strategic partnership agreement or annex the District and the City Council approves the recommendation, the City shall begin proceedings to enter into a new strategic partnership agreement or to annex the District for full purposes at the end of the term of this Agreement as

applicable. If the Director recommends that the City neither negotiate a new strategic partnership agreement nor annex the District for full purposes, and the City Council agrees or if the City Council rejects the Director's recommendation to negotiate a new strategic partnership agreement or to annex the District for full purposes, the City may begin proceedings to disannex the Tract for limited purposes if authorized under the applicable provision of the Local Government Code. If the City decides to disannex the Tract and has the authority to disannex, the City may institute proceedings to accomplish such disannexation to be effective upon the termination of this Agreement.

ARTICLE VIII

MATERIAL BREACH, NOTICE AND REMEDIES

Section 8.01 Material Breach of Agreement

A. It is the intention of the Parties to this Agreement that the District and the City be regulated in accordance with the terms of this Agreement. A material breach of this Agreement by the District includes any one or more of the following:

1. Failure of the District to act in good faith in the annexation of the Tract by the City for limited purposes as authorized by this Agreement; or

2. Failure of the District to develop and to operate and maintain the District's water, sewer, and drainage facilities as provided in Article VI.

B. A material breach of this Agreement by the City includes any one or more of the following:

1. Any attempt by the City to annex the District for full purposes during the term of this Agreement; or

2. Failure of the City to pay to the District the District's share of the Sales and Use Tax, as provided in Article V.

If a Party to this Agreement believes that another Party has, by act or omission, committed a material breach of this Agreement, the provisions of this Article shall govern the remedies for breach of this Agreement.

Section 8.02 Notice of District's Default

A. The City shall notify the District in writing of an alleged failure by the District to comply with a provision of this Agreement, describing the alleged failure with reasonable particularity. The District shall, within 30 days after receipt of the notice or a longer period of time as the City may specify in the notice, either cure the alleged failure or, in a written response to the City, either present facts and arguments in refutation or excuse of the alleged failure or state that the alleged failure will be cured and set forth the method and time schedule for accomplishing the cure.

B. The City shall determine (i) whether a failure to comply with a provision has occurred; (ii) whether the failure is excusable; and (iii) whether the failure has been cured or will be cured by the District. The District shall make available to the City, if requested, any records, documents or other information necessary to make the determination.

C. If the City determines that the failure has not occurred, or that the failure either has been or will be cured in a manner and in accordance with a schedule reasonably satisfactory to the City, or that the failure is excusable, the determination shall conclude the investigation.

D. If the City determines that a failure to comply with a provision has occurred and that the failure is not excusable and has not been or will not be cured by the District in a manner and in accordance with a schedule reasonably satisfactory to the City, then the City may exercise the applicable remedy under Section 8.04(A).

Section 8.03 Notice of City's Default

A. The District shall notify the Director in writing specifying any alleged failure by the City to comply with a provision of this Agreement, describing the alleged failure with reasonable particularity. The City shall, within 30 days after receipt of the notice or the longer period of time as the District may specify in the notice, either cure the alleged failure or, in a written response to the District, either present facts and arguments in refutation or excuse of the alleged failure or state that the alleged failure will be cured and set forth the method and time schedule for accomplishing the cure.

B. The District shall determine (i) whether a failure to comply with a provision has occurred; (ii) whether the failure is excusable; and (iii) whether the failure has been cured or will be cured by the City. The City shall make available to the District, if requested, any records, documents or other information necessary to make the determination.

C. If the District determines that the failure has not occurred, or that the failure either has been or will be cured in a manner and in accordance with a schedule reasonably satisfactory to the District, or that the failure is excusable, the determination shall conclude the investigation.

D. If the District determines that a failure to comply with a provision has occurred and that the failure is not excusable and has not been or will not be cured by the City in a manner and in accordance with a schedule reasonably satisfactory to the District, then the District may exercise the applicable remedy under Section 8.04(B).

Section 8.04 Remedies

A. If the City determines that the District has committed a material breach of this Agreement, the City may file suit in a court of competent jurisdiction in Harris County, Texas, and seek any relief available at law or in equity, including, but not limited to, an action under the Uniform Declaratory Judgment Act and termination of this Agreement as to the District in addition to the monetary awards as may be appropriate.

B. If the District determines that the City has committed a material breach of this Agreement, the District may file suit in a court of competent jurisdiction in Harris County, Texas, and seek any relief available at law or in equity, including, but not limited to, an action under the Uniform Declaratory Judgment Act in addition to the monetary awards as may be appropriate.

ARTICLE IX

BINDING AGREEMENT, TERM, AND AMENDMENT

Section 9.01 Beneficiaries

This Agreement binds and inures to the benefit of the Parties, their successors and assigns, and, only as provided in Article VII, the Landowners and Residents. In the event of a material breach of Article VII by the City, the Landowners and Residents shall have the same rights as the District and shall follow the same procedures as the District as set out in Article VIII. The District shall record this Agreement with the County Clerk in Official Records of Fort Bend County, Texas. This Agreement binds each owner and each future owner of land included within the District's boundaries in accordance with Subsection (c) of the Act.

Section 9.02 Term

This Agreement commences and binds the Parties on the Effective Date of this Second Amended and Restated Strategic Partnership Agreement and continues for 30 years from the effective date, December 19, 2011, of the Strategic Partnership Agreement as approved by Ordinance No. 2011-1082 on December 7, 2011. Any rights or privileges of the Landowners and Residents under this Agreement will terminate 30 years from the effective date, December 19, 2011, of the Strategic Partnership Agreement as approved by Ordinance No. 2011-1082 on December 7, 2011.

Section 9.03 Amendment

The Parties by mutual consent may amend the terms of this Agreement at any time.

ARTICLE X

MISCELLANEOUS PROVISIONS

Section 10.01 Notice

Any formal notices or other communications (Notice) required to be given by one Party to another by this Agreement shall be given in writing addressed to the Party to be notified at the address set forth below for the Party, (i) by delivering the Notice in person (ii) by depositing the Notice in the United States Mail, certified or registered, return receipt requested, postage prepaid, addressed to the Party to be notified, (iii) by depositing the Notice with Federal Express or another nationally recognized courier service guaranteeing next day delivery, addressed to the Party to be notified, or (iv) by sending the Notice by telefax with confirming copy sent by mail. Notice deposited in the United States mail in the manner herein above described shall be deemed effective from and after the date of such deposit. Notice given in any other manner shall be

effective only if and when received by the Party to be notified. For the purposes of Notice, the addresses of the Parties, until changed as provided below, shall be as follows:

All Notices required or permitted under this Agreement shall be in writing and shall be served on the Parties at the following address:

City: City of Houston
P.O. Box 1562
Houston, Texas 77251
Attn: Director, Department of Planning and Development
or his or her designee

District: Fort Bend County Municipal Utility District No. 30
c/o: Allen Boone Humphries Robinson LLP
Address: Phoenix Tower
3200 Southwest Freeway, Ste. 2600
Houston, Texas 77027
Attn: Ryan Harper

The Parties may from time to time change their respective addresses, and each may specify as its address any other address within the United States of America by giving at least five days written notice to the other Party. If any date or any period provided in this Agreement ends on a Saturday, Sunday, or legal holiday, the applicable period for calculating the notice shall be extended to the first business day following the Saturday, Sunday or legal holiday.

Section 10.02 Time

Time is of the essence in all things pertaining to the performance of this Agreement.

Section 10.03 Severability

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

Section 10.04 Waiver

Any failure by a Party to insist upon strict performance by the other Party of any material provision of this Agreement shall not be deemed a waiver thereof or of any other provision hereof, and the Party shall have the right at any time thereafter to insist upon strict performance of any and all of the provisions of this Agreement.

Section 10.05 Applicable Law and Venue

The construction and validity of this Agreement shall be governed by the laws of the State of Texas without regard to conflicts of law principles. Venue shall be in Harris County, Texas.

Section 10.06 Reservation of Rights

To the extent not inconsistent with this Agreement, each Party reserves all rights, privileges, and immunities under applicable laws.

Section 10.07 Further Documents

The Parties agree that at any time after execution of this Agreement, they will, upon request of the other Party, execute and deliver the further documents and do the further acts and things as the other Party may reasonably request in order to effectuate the terms of this Agreement.

Section 10.08 Incorporation of Exhibits and Other Documents by Reference

All Exhibits and other documents attached to or referred to in this Agreement are incorporated into this Agreement by reference for the purposes set forth in this Agreement.

Section 10.09 Effect of State and Federal Laws

Notwithstanding any other provision of this Agreement, the District shall comply with all applicable statutes or regulations of the United States, the State of Texas, and City Ordinances and City Charter provisions implementing such statutes or regulations.

Section 10.10 Authority for Execution

The City certifies and represents that the execution of this Agreement is duly authorized and adopted in conformity with the City Charter and City Ordinances. The District certifies and represents that the execution of this Agreement is duly authorized and adopted by the Board.

Section 10.11 Semi-Annual Review

At least semi-annually, the District shall review and confirm, and will notify the Planning and Development Department in a form prescribed by the Department, of the accuracy of the list of resale permit holders as provided by the State Comptroller's Office.

Section 10.12 Original Agreement Superseded

This Agreement supersedes and replaces the Original Agreement and the First Amended and Restated Strategic Partnership Agreement and applies to the Original Tract, the First Amendment Tract, and Second Amendment Tract collectively referred to as the Tract.

SIGNATURE PAGES FOLLOW

SIGNATURE PAGE

IN WITNESS WHEREOF, the parties have executed this Agreement in multiple copies, each of which shall be an original, as of the date countersigned by the City Controller of the City of Houston.

FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 30

By: _____
Linda S. Yoelano, President

ATTEST:

By: _____
Christopher S. Bill, Secretary

Tax ID No. 76-0054711

STATE OF TEXAS '

COUNTY OF FORT BEND '

This instrument was acknowledged before me this 28 day of October, 2014 by Linda S. Yoelano President, and Christopher S. Bill as Secretary, of the Board of Directors of Fort Bend County Municipal Utility District No. 30, a political subdivision of the State of Texas, on behalf of said political subdivision.

_____
Notary Public in and for the State of Texas

(NOTARY SEAL)

SHARON COVAN
MY COMMISSION EXPIRES
March 29, 2016

CITY OF HOUSTON, TEXAS

By:_____
Mayor

ATTEST:

By:_____
City Secretary

APPROVED:

By:_____
Director, Department of Planning and Development

APPROVED AS TO FORM:

By:_____
Assistant City Attorney
L.D. File No. 0611400117001

COUNTERSIGNED:

By:_____
City Controller

DATE COUNTERSIGNED:_____

EXHIBIT "A"

Fort Bend County MUD No. 30 (Amendment 2)
Property Description

1. BEGINNING at an existing westerly City of Houston city limit line defined by the Ordinance 2011-1082 (the limited purpose annexation of Fort Bend County Municipal Utility District No. 30), this line also being the westerly right-of-way line of F.M. 1464 and its intersection with an existing northerly City of Houston city limit line defined by the Ordinance 2014-0506 (the limited purpose annexation of Fort Bend County Municipal Utility District No. 30), this line also being the northerly right-of-way line of Beechnut Street;

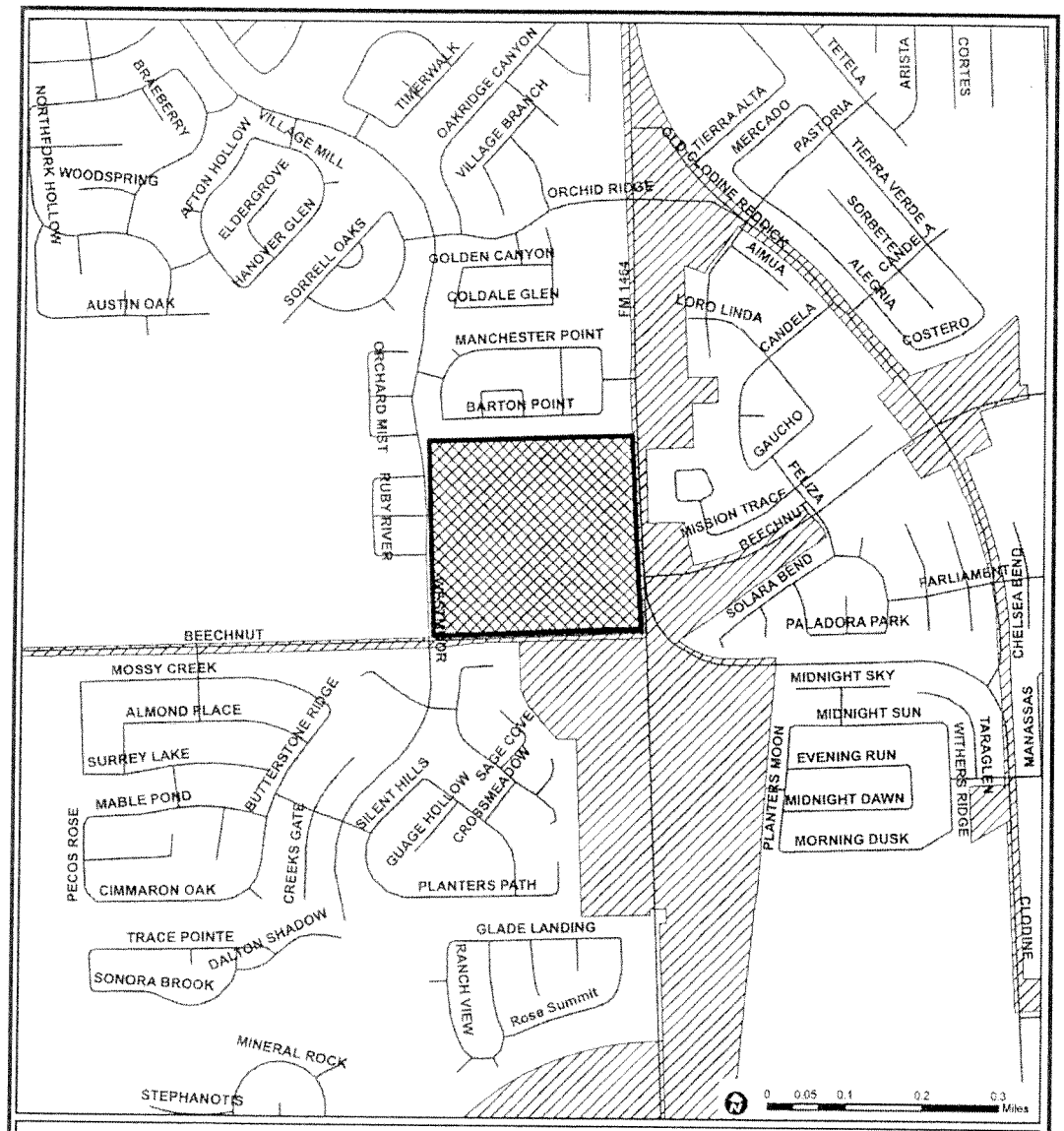
2. THENCE in a westerly direction along that northerly City limit line or that northerly right-of-way line of Beechnut Street to its intersection with the easterly right of way line of Westmoor Drive;

3. THENCE in a northerly direction along that easterly right-of-way line of Westmoor Drive and its northerly extension in the same course to its intersection with the southerly boundary line of Mission Oaks Section 1 Subdivision (City of Houston Planning and Development Department File # 2003-0194);

4. THENCE in an easterly direction along that southerly boundary line of that Subdivision to its intersection with the westerly right-of-way line of F.M. 1464, this line also being an existing westerly City of Houston city limit line defined by the Ordinance 2011-1082 (the limited purpose annexation of Fort Bend County Municipal Utility District No. 30);

5. THENCE in a southerly direction along that westerly right-of-way line of F.M. 1464 or that westerly city limit line to its intersection with the northerly right-of-way line of Beechnut Street, this line also being an existing northerly City of Houston city limit line defined by the Ordinance 2014-0506 (the limited purpose annexation of Fort Bend County Municipal Utility District No. 30), such point being the POINT OF BEGINNING.

EXHIBIT "B"



Limited Purpose Annexation: FBC MUD No. 30

Source: City of Houston GIS Database
Date: August 2014

Roads
Proposed Annexation
Existing City Limit

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.

PLANNING & DEVELOPMENT DEPARTMENT

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
ETJ

Item Creation Date: 11/19/2014

PLN-SPA Harris County MUD No. 62

Agenda Item#: 52.

Summary:
ORDINANCE approving and authorizing first amending and restated Strategic Partnership Agreement between the City of Houston and **HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 62**

Background:
The Planning Department has negotiated an amendment to the Strategic Partnership Agreement with Harris County MUD No. 62. There are no boundary changes associated with this amendment. The amendment is only to remove language related to a developer no longer involved with the project.

Prior Council Action:
Public Hearings were held on November 5, 2014 & November 12, 2014.
March 26, 2003- Ordinance Nos. 2003-0287 & 2003-0288

Amount of Funding:
N/A

Contact Information:
Nicole Smothers - PD - 713-837-7856

ATTACHMENTS:

Description	Type
RCA	Backup Material
SPA Ord-HC MUD NO. 62	Ordinance/Resolution/Motion

TO: Mayor via City Secretary **REQUEST FOR COUNCIL ACTION**

SUBJECT: Ordinances Approving Strategic Partnership Agreements with Various Utility Districts and Annexing Territory for Limited Purposes	**Category #**	**Page 1 of 1**	**Agenda Item #**

FROM (Department or other point of origin): Planning and Development Department	**Origination Date** November 14, 2014	**Agenda Date** December 3, 2014
DIRECTOR'S SIGNATURE:	**Council District affected:** A, E & F	
For additional information contact: Nicole Smothers **Phone:** 713-837-7856	**Date and identification of prior authorizing Council action:** Public Hearings: November 5, 2014 and November 12, 2014	

RECOMMENDATION: (Summary)
That City Council approve Strategic Partnership Agreements with the Utility Districts listed below, for the annexation for limited purpose of the territory within and in the vicinity of those districts, and for the assignment of such territory to City Council Districts.

Amount and Source of Funding:	**Finance Budget:**

SPECIFIC EXPLANATION:
The Planning and Development Department has negotiated Strategic Partnership Agreements between the City of Houston and the utility districts listed below.

In each of these Districts, the city is annexing only commercial property and undeveloped land intended for commercial use. There is no population located in these territories proposed to be annexed for limited purposes. In addition, the city will levy a 1 percent sales tax and all taxes collected in the areas will be divided evenly between the City and the District for all SPAs other than Montgomery County MUD 118. The city will levy up to a 2 percent sales tax and all taxes collected will be divided evenly between the City and Montgomery County MUD No. 118. Harris County MUD No. 62 will have no change to its boundary, the amendment is only to remove language related to a developer no longer involved in the project. For each of the Districts that include the annexation of territory outside of the District's boundary, the city will extend Section 6-3 of the Code of Ordinances regarding the running at large of domestic animals. In areas where there is no out of District territory being annexed, the city is not required to provide a service.

All agreements require public notice and two public hearings which were held on November 5th and November 12th.

New Agreement:

Montgomery County MUD No. 118

Amendments to Existing Agreements:

Dowdell PUD (Amendment1)
Fort Bend County MUD No. 30 (Amendment 2)
Harris County MUD No. 62 (Amendment 1)
West Harris County MUD No. 2 (Amendment 2)

Council District assignments of the newly annexed areas are detailed on the accompanying memorandum.

Attachment

Copy: Marta Crinejo, Agenda Director
David Feldman, City Attorney
Anna Russell, City Secretary
Sameera Mahendru, Assistant City Attorney

REQUIRED AUTHORIZATION		
Finance Director:	**Other Authorization:**	**Other Authorization:**

City of Houston, Texas Ordinance No. _____

AN ORDINANCE APPROVING AND AUTHORIZING THE FIRST AMENDED AND RESTATED STRATEGIC PARTNERSHIP AGREEMENT BETWEEN THE CITY OF HOUSTON AND HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 62; MAKING VARIOUS FINDINGS AND PROVISIONS RELATING TO THE SUBJECT; AND DECLARING AN EMERGENCY.

* * * *

WHEREAS, the City of Houston, Texas (the "City"), is authorized to enter into a Strategic Partnership Agreement pursuant to Section 43.0751 of the Texas Local Government Code; and

WHEREAS, the City and Harris County Municipal Utility District No. 62 entered into a strategic partnership agreement approved by Ordinance No. 2003-0287 on March 26, 2003; and

WHEREAS, the City Council, by Ordinance No. 2014-919 adopted on October 8, 2014, called certain public hearings regarding the proposed First Amended and Restated Strategic Partnership Agreement with Harris County Municipal Utility District No. 62; and

WHEREAS, the City Council in compliance with Section 43.0751(d) of the Texas Local Government Code held the required public hearings regarding the proposed First Amended and Restated Strategic Partnership Agreement on November 5, 2014 and November 12, 2014; **NOW, THEREFORE,**

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

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

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 December 2014.

APPROVED this _____ day of December 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

(Prepared by Legal Dept. _____)
Assistant City Attorney

(Requested by Patrick Walsh, Director, Planning and Development Department)
(L.D. File No. 0611400123001)

G:\General\Annexation\Fall 2014\HC62\HC 62 SPA Ord.doc

FIRST AMENDED AND RESTATED STRATEGIC PARTNERSHIP AGREEMENT BETWEEN THE CITY OF HOUSTON, TEXAS, AND HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 62

THE STATE OF TEXAS §
§
COUNTY OF HARRIS §

This **FIRST AMENDED AND RESTATED STRATEGIC PARTNERSHIP AGREEMENT** (this "Agreement") is entered into as of the Effective Date between the **CITY OF HOUSTON, TEXAS**, a municipal corporation principally situated in Harris County, Texas, acting through its governing body, the City Council of the City of Houston, Texas (the "City"), and Harris County Municipal Utility District No. 62 (the "District"), a municipal utility district created and operating under Chapters 49 and 54 of the Texas Water Code. This Agreement supersedes and replaces the Strategic Partnership Agreement approved by City Council on March 26, 2003 as Ordinance No. 2013-0287 (the "Original Agreement").

RECITALS

1. Texas Local Government Code, §43.0751 (the "Act") authorizes the City and certain utility districts to negotiate and enter into a strategic partnership agreement by mutual consent; and

2. The City and District previously entered into a Strategic Partnership Agreement effective April 11, 2003; and

3. The parties desire to amend and restate the Original Agreement, which provides for the limited-purpose annexation by the City of a tract of land in the District, which is described in Exhibit "A" and illustrated in Exhibit "B" as the "Tract"; and

4. The Original Agreement called for a portion of the monthly Sales and Use tax revenue collected from a tract of the annexed land to be paid to the owner or developer of such property within the District pursuant to a now inoperative reimbursement agreement with a local government corporation created under Subchapter C, Chapter 431, Texas Transportation Code.

5. The City and the District wish to enter into a First Amended and Restated Strategic Partnership Agreement to provide updated terms under which services will be provided by the District and under which the District will continue to exist for an extended period of time; and

6. As required by the Act, the City held public hearings on November 5, 2014, and November 12, 2014, at City Council Chambers, and the District held public hearings on October 10, 2014, and on November 14, 2014, at 22534 Vobe Court, Katy, Texas, inside the District's boundaries, at which members of the public were given the opportunity to present testimony or evidence regarding the proposed Agreement, and the City and the District made copies of the proposed Agreement available, and gave notice of the hearings prior to the public hearings in accordance with the terms of the Act.

THE PARTIES AGREE AS FOLLOWS:

ARTICLE I

FINDINGS

The City and the District find and declare:

1. The Act authorizes the City and the District to enter into this Agreement, which restates the Original Agreement and relates to the tract of land annexed for limited purposes under the same, to define the terms under which services will be provided to the City and the District and under which the District will continue to exist pursuant to this Agreement;

2. This Agreement does not require the District to provide revenue to the City solely for the purpose of an agreement with the City to forgo annexation of the District;

3. This Agreement provides benefits to the City and the District, including revenue, services, or regulations which are reasonable and equitable with regard to the benefits provided to the other Party;

4. All the terms contained in this Agreement are lawful and appropriate to provide for the provision of municipal services;

5. The City and the District negotiated this Agreement by mutual consent; the terms of the Agreement are not a result of the City's Annexation Plan or any arbitration between the City and the District.

ARTICLE II

DEFINITIONS

Unless the context requires otherwise, and in addition to the terms defined above, the following terms used in this Agreement will have the meanings set out below:

"Act" means Texas Local Government Code, §43.0751 and any amendments thereto.

"Agreement" means this First Amended and Restated Strategic Partnership Agreement between the City and the District.

"Board" means the Board of Directors of the District.

"City" means the City of Houston, Texas, a municipal corporation principally situated in Harris County, Texas.

"City Charter" means the Charter of the City and any amendments thereto.

"City Code" means the Code of Ordinances of the City and any amendments thereto.

"City Council" means the City Council of the City or any successor governing body.

"Consent Ordinance" means Ordinance No. 76-1954, including all attachments and exhibits passed by the City Council consenting to the creation of and inclusion of land in the District.

"Comptroller" means the Comptroller of Public Accounts of the State of Texas.

"Director" means the Director of Planning and Development Department of the City or his or her designee.

"District" means Harris County Municipal Utility District No. 62, a municipal utility district created and operating under Chapters 49 and 54 of the Texas Water Code.

"Effective Date" means the date the City Controller countersigns this Agreement.

"ETJ" means the extraterritorial jurisdiction of the City.

"Government Code" means the Texas Government Code and any amendments thereto.

"Implementation Date" means the date the limited-purpose annexation ordinance is passed by City Council pursuant to Section 3.01.

"Landowner" means a person that owns real property in the District.

"Local Government Code" means the Texas Local Government Code and any amendments thereto.

"Original Tract" means the tract of land that was annexed by Ordinance No. 2003-0288 after the approval of the Original Agreement.

"Party" or "Parties" means a party or the parties to this Agreement, being the City and the District.

"Resident" means a person that resides in the District.

"Sales and Use Tax" means the sales and use tax authorized to be imposed in the Tract by the Act and Tax Code Chapter 321.

"Tax Code" means the Texas Tax Code and any amendments thereto.

"Tract" means the Original Tract, but excluding territory outside the boundaries of the District.

ARTICLE III

LIMITED-PURPOSE ANNEXATION

Section 3.01 Generally

Section 3.01 Generally
The Tract was previously annexed by Ordinance 2003-0288.

The Parties recognize that at the time of this Agreement, the City's power to zone is restricted by City Charter Article VII-b, Section 13. If the City adopts a zoning ordinance

pursuant to City Charter Article VII-b, Section 13, during the period of limited-purpose annexation, the zoning ordinance shall only apply to the Tract if the exclusion of the Tract from the zoning ordinance would, as a matter of law, invalidate the City's ability to zone the City as a whole. If the City initiates procedures to adopt a zoning ordinance, the City agrees to use its best efforts to draft an ordinance in a manner that would not require any application of the ordinance to the Tract. If the City is required to apply any zoning ordinance to the Tract during the period of limited-purpose annexation, the City agrees to apply a zoning classification to the property inside the Tract that would not cause any then-current structure or the use of any property inside the Tract to become noncomplying or nonconforming as a result of the classification.

Section 3.02 Property Taxes and District Liability for Debts of the City

During the term of this Agreement, except as provided in Article V: (i) neither the District nor any owners of taxable property within the District is liable for any present or future debts of the City, and (ii) current and future ad valorem taxes levied by the City will not be levied on taxable property within the District.

Section 3.03 Powers and Functions Retained by the District

Except as limited by the Consent Ordinance, the District is authorized to exercise all powers and functions of a municipal utility district provided by existing law or any amendments or additions thereto. The District's assets, liabilities, indebtedness, and obligations will remain the responsibility of the District. Disposition or acquisition of additional assets, liabilities, indebtedness, and obligations will be governed by the Consent Ordinance to the extent the Consent Ordinance is not inconsistent with this Agreement.

Section 3.04 Extraterritorial Jurisdiction

This agreement does not remove any area of the District from the extraterritorial jurisdiction of the City of Houston. The City may regulate the District in the same manner in which it may regulate other areas within the extraterritorial jurisdiction of the City.

ARTICLE IV

VOTING RIGHTS IN THE DISTRICT

Section 4.01 Generally

The qualified voters of the Tract may vote in City elections pursuant to Local Government Code §43.130. Voting rights are subject to all state and federal laws and regulations.

Section 4.02 Notice

On or after the 15th day but before the fifth (5th) day before the date of the first (1st) election held in which the residents of the Tract are entitled to vote as set out in Section 4.01, the City at its own expense, shall publish a quarter-page advertisement in a newspaper of general circulation in the District per subsection 43.130 (a) of the Act notifying the residents of the Tract of their eligibility to vote in the election and stating the location of all polling places within the

Tract. The District, at its own expense, may provide for similar notice in a newspaper of general circulation in the Tract or otherwise.

Section 4.03 Designation of Precincts and Preparation of Ballots

The City shall include the Tract in an adjacent single-member City Council district and establish an election precinct or election precincts for the purpose of allowing qualified voters in the area to participate in City elections. The City Secretary shall prepare the official ballot by which the qualified resident voters of the Tract are entitled to vote pursuant to the laws of the State of Texas.

ARTICLE V

SALES AND USE TAX

Section 5.01 Imposition of the City's Sales and Use Tax

Pursuant to Subsection (k) of the Act, the City imposed a Sales and Use Tax within the Tract that was annexed for limited-purposes under the Original Agreement. The Sales and Use Tax is imposed on the receipts from the sale and use at retail of taxable items at the rate of one percent or the rate specified under future amendments to Chapter 321 of the Tax Code. The Sales and Use Tax shall take effect on the date described in Tax Code §321.102 as contemplated in the Original Agreement.

Section 5.02 Payment of Sales and Use Tax to the District

The City shall pay to the District an amount equal to 50 percent (50%) of the Sales and Use Tax revenues that are reported on the monthly sales tax report provided by the Comptroller and received by the City from the Comptroller after the date of the limited-purpose annexation of the Tract. The City shall deliver the District's portion of the Sales and Use Tax revenues to the District within 30 days of the City's receipt of the sales report from the Comptroller. Government Code Chapter 2251 shall govern and provide the penalty if the City fails to deliver the District's portion in a timely manner. For the purposes of determining the applicable overdue date under Chapter 2251, the City is deemed to have received an invoice from the District on the date the City receives the sales tax report from the Comptroller without further action from the District.

The City agrees to make reasonable efforts to obtain amended and supplemental reports from the Comptroller to reflect, to the greatest extent practicable, all Sales and Use Tax revenues generated within the boundaries of the Tract. Revenues resulting from such amended and supplemental reports will be divided and paid as provided above.

The City shall deliver to the District a condensed version of each monthly sales tax report provided by the Comptroller, containing only the contents of the sales tax report relating to retail sales and retailers in the Tract within 30 days of the City's receipt of the sales tax report.

Section 5.03 Notification of Comptroller

The City sent notice of this Agreement and the limited-purpose annexation of the Tract to the Comptroller within three days of the Implementation Date of the Original Agreement in 2003 in the manner provided by Tax Code §321.102. The City also sent to the District a copy of any notice from the Comptroller delaying the effectiveness of the Sales and Use Tax in the Tract.

Section 5.04 District Use of Sales and Use Tax Revenue

The District shall use the Sales and Use Tax revenue provided in Section 5.02 only for purposes for which the District is lawfully authorized to use its ad valorem tax revenues or other revenues.

Section 5.05 District Audit Rights

The District may audit the Sales and Use Tax collections by the City solely to determine whether the Sales and Use Tax revenue payments provided by Section 5.02 have been made to the District in accordance with this Agreement. Any audit shall be made at the District's sole cost and expense and may be performed at any time during the City's regular business hours by an auditor hired by the District on 30 days written notice to the City. For the purpose of any audits, the City shall maintain and make available to the District or its representatives all books, records, documents and other evidence of accounting procedures or practices in whatever form sufficiently maintained to reflect the collection of all Sales and Use Tax revenues that are subject to this Agreement.

Section 5.06 City Audit Rights

The District is required by law to prepare an annual audit within 120 days after the close of the District's fiscal year. The District shall provide a copy of its annual audit to the City within 30 days after the audit is completed.

The City may audit the District's expenditures made with the Sales and Use Tax revenue paid under Section 5.02, solely to determine whether the expenditures have been made by the District in accordance with Section 5.04. Any audit shall be made at the City's sole cost and expense and may be performed at any time during regular business hours by the City's internal auditors or an independent auditing firm on 30 days written notice to the District. For the purpose of any audits, the District shall maintain and make available to the City or its representatives all books, records, documents and other evidence of accounting procedures or practices in whatever form maintained sufficient to reflect the expenditure of all Sales and Use Tax revenues that are subject to this Agreement.

ARTICLE VI

SERVICES PROVIDED BY THE DISTRICT AND THE CITY

Section 6.01 Water, Sewer, and Drainage Services

The District shall continue to develop, to own, and to operate and maintain a water, wastewater, and drainage system in the District. Further, as consideration of the receipt of funds from the City as described in this Agreement, the District shall take one or a combination of the following actions for the benefit of the District, its Landowners and Residents:

1. Accelerate the development of the water, wastewater and drainage system in the District (including the Tract) as necessary to encourage private investment in new construction in the District;

2. Accelerate reimbursements to developers for eligible infrastructure development to encourage such development in the District;

3. Lower the overall property tax rate of the Landowners to encourage additional investment and development within the District;

4. Perform other District functions that might otherwise be diminished, curtailed, abbreviated or delayed by financial limitations.

The District agrees to operate and maintain water, wastewater, and drainage service at the same level as the District has operated and maintained them before the Implementation Date. The City may periodically inspect the District's water, wastewater, and drainage facilities.

ARTICLE VII

FULL-PURPOSE ANNEXATION

Section 7.01 No Full-Purpose Annexation During Term of Agreement

The City agrees that it will not annex all or part of the District or commence any action to annex all or part of the District for full purposes during the term of this Agreement.

Section 7.02 Full Purpose Annexation Option at Termination of Agreement

On March 26, 2042, the Director shall evaluate whether the City should negotiate a new strategic partnership agreement with the District, annex the District for full purposes upon the termination of this Agreement, or allow this Agreement to expire. Within six (6) months of March 26, 2042, the Director shall make a recommendation to the City Council regarding the negotiation of a new strategic partnership agreement, the full-purpose annexation of the District, or the expiration of this Agreement. If the Director recommends that the City negotiate a new strategic partnership agreement or annex the District and the City Council approves the recommendation, the City shall begin proceedings to enter into a new strategic partnership agreement or to annex the District for full purposes at the end of the term of this Agreement as applicable. If the Director recommends that the City neither negotiate a new strategic partnership agreement nor annex the District for full purposes, and the City Council agrees or if the City Council rejects the Director's recommendation to negotiate a new strategic partnership agreement or to annex the District for full purposes, the City may begin proceedings to disannex the Tract for limited purposes if authorized under the applicable provision of the Local Government Code. If the City decides to disannex the Tract and has the authority to disannex, the City may institute proceedings to accomplish such disannexation to be effective upon the termination of this Agreement.

ARTICLE VIII

MATERIAL BREACH, NOTICE AND REMEDIES

Section 8.01 Material Breach of Agreement

A. It is the intention of the Parties to this Agreement that the District and the City be regulated in accordance with the terms of this Agreement. A material breach of this Agreement by the District includes any one or more of the following:

1. Failure of the District to act in good faith in the annexation of the Tract by the City for limited purposes as authorized by this Agreement; or

2. Failure of the District to develop and to operate and maintain the District's water, sewer, and drainage facilities as provided in Article VI.

B. A material breach of this Agreement by the City includes any one or more of the following:

1. Any attempt by the City to annex the District for full purposes during the term of this Agreement; or

2. Failure of the City to pay to the District the District's share of the Sales and Use Tax, as provided in Article V.

If a Party to this Agreement believes that another Party has, by act or omission, committed a material breach of this Agreement, the provisions of this Article shall govern the remedies for breach of this Agreement.

Section 8.02 Notice of District's Default

A. The City shall notify the District in writing of an alleged failure by the District to comply with a provision of this Agreement, describing the alleged failure with reasonable particularity. The District shall, within 30 days after receipt of the notice or a longer period of time as the City may specify in the notice, either cure the alleged failure or, in a written response to the City, either present facts and arguments in refutation or excuse of the alleged failure or state that the alleged failure will be cured and set forth the method and time schedule for accomplishing the cure.

B. The City shall determine (i) whether a failure to comply with a provision has occurred; (ii) whether the failure is excusable; and (iii) whether the failure has been cured or will be cured by the District. The District shall make available to the City, if requested, any records, documents or other information necessary to make the determination.

C. If the City determines that the failure has not occurred, or that the failure either has been or will be cured in a manner and in accordance with a schedule reasonably satisfactory to the City, or that the failure is excusable, the determination shall conclude the investigation.

D. If the City determines that a failure to comply with a provision has occurred and that the failure is not excusable and has not been or will not be cured by the District in a manner and in accordance with a schedule reasonably satisfactory to the City, then the City may exercise the applicable remedy under Section 8.04(A).

Section 8.03 Notice of City's Default

A. The District shall notify the Director in writing specifying any alleged failure by the City to comply with a provision of this Agreement, describing the alleged failure with reasonable particularity. The City shall, within 30 days after receipt of the notice or the longer period of time as the District may specify in the notice, either cure the alleged failure or, in a written response to the District, either present facts and arguments in refutation or excuse of the alleged failure or state that the alleged failure will be cured and set forth the method and time schedule for accomplishing the cure.

B. The District shall determine (i) whether a failure to comply with a provision has occurred; (ii) whether the failure is excusable; and (iii) whether the failure has been cured or will be cured by the City. The City shall make available to the District, if requested, any records, documents or other information necessary to make the determination.

C. If the District determines that the failure has not occurred, or that the failure either has been or will be cured in a manner and in accordance with a schedule reasonably satisfactory to the District, or that the failure is excusable, the determination shall conclude the investigation.

D. If the District determines that a failure to comply with a provision has occurred and that the failure is not excusable and has not been or will not be cured by the City in a manner and in accordance with a schedule reasonably satisfactory to the District, then the District may exercise the applicable remedy under Section 8.04(B).

Section 8.04 Remedies

A. If the City determines that the District has committed a material breach of this Agreement, the City may file suit in a court of competent jurisdiction in Harris County, Texas, and seek any relief available at law or in equity, including, but not limited to, an action under the Uniform Declaratory Judgment Act and termination of this Agreement as to the District in addition to the monetary awards as may be appropriate.

B. If the District determines that the City has committed a material breach of this Agreement, the District may file suit in a court of competent jurisdiction in Harris County, Texas, and seek any relief available at law or in equity, including, but not limited to, an action under the Uniform Declaratory Judgment Act in addition to the monetary awards as may be appropriate.

ARTICLE IX
BINDING AGREEMENT, TERM, AND AMENDMENT

Section 9.01 Beneficiaries

This Agreement binds and inures to the benefit of the Parties, their successors and assigns, and, only as provided in Article VII, the Landowners and Residents. In the event of a material breach of Article VII by the City, the Landowners and Residents shall have the same rights as the District and shall follow the same procedures as the District as set out in Article VIII. The District shall record this Agreement with the County Clerk in Official Records of Fort Bend County, Texas. This Agreement binds each owner and each future owner of land included within the District's boundaries in accordance with Subsection (c) of the Act.

Section 9.02 Term

This Agreement commences and binds the Parties on the Effective Date of this First Amended and Restated Strategic Partnership Agreement and continues for 30 years from the effective date of the Original Agreement as approved by Ordinance No. 2013-0287 on March 26, 2003. Any rights or privileges of the Landowners and Residents under this Agreement will terminate 30 years from the effective date of the Original Agreement as approved by Ordinance No. 2013-0287 on March 26, 2003.

Section 9.03 Amendment

The Parties by mutual consent may amend the terms of this Agreement at any time.

ARTICLE X
MISCELLANEOUS PROVISIONS

Section 10.01 Notice

Any formal notices or other communications (Notice) required to be given by one Party to another by this Agreement shall be given in writing addressed to the Party to be notified at the address set forth below for the Party, (i) by delivering the Notice in person (ii) by depositing the Notice in the United States Mail, certified or registered, return receipt requested, postage prepaid, addressed to the Party to be notified, (iii) by depositing the Notice with Federal Express or another nationally recognized courier service guaranteeing next day delivery, addressed to the Party to be notified, or (iv) by sending the Notice by telefax with confirming copy sent by mail. Notice deposited in the United States mail in the manner herein above described shall be deemed effective from and after the date of such deposit. Notice given in any other manner shall be effective only if and when received by the Party to be notified. For the purposes of Notice, the addresses of the Parties, until changed as provided below, shall be as follows:

All Notices required or permitted under this Agreement shall be in writing and shall be served on the Parties at the following address:

City: City of Houston
P.O. Box 1562
Houston, Texas 77251
Attn: Director, Department of Planning and Development
or his or her designee

District: Harris County Municipal Utility District No. 62
c/o: Bacon & Wallace
Address: 6363 Woodway, Ste. 800
Houston, Texas 77057

Attn: Michael Bacon

The Parties may from time to time change their respective addresses, and each may specify as its address any other address within the United States of America by giving at least five days written notice to the other Party. If any date or any period provided in this Agreement ends on a Saturday, Sunday, or legal holiday, the applicable period for calculating the notice shall be extended to the first business day following the Saturday, Sunday or legal holiday.

Section 10.02 Time

Time is of the essence in all things pertaining to the performance of this Agreement.

Section 10.03 Severability

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

Section 10.04 Waiver

Any failure by a Party to insist upon strict performance by the other Party of any material provision of this Agreement shall not be deemed a waiver thereof or of any other provision hereof, and the Party shall have the right at any time thereafter to insist upon strict performance of any and all of the provisions of this Agreement.

Section 10.05 Applicable Law and Venue

The construction and validity of this Agreement shall be governed by the laws of the State of Texas without regard to conflicts of law principles. Venue shall be in Harris County, Texas.

Section 10.06 Reservation of Rights

To the extent not inconsistent with this Agreement, each Party reserves all rights, privileges, and immunities under applicable laws.

Section 10.07 Further Documents

The Parties agree that at any time after execution of this Agreement, they will, upon request of the other Party, execute and deliver the further documents and do the further acts and things as the other Party may reasonably request in order to effectuate the terms of this Agreement.

Section 10.08 Incorporation of Exhibits and Other Documents by Reference

All Exhibits and other documents attached to or referred to in this Agreement are incorporated into this Agreement by reference for the purposes set forth in this Agreement.

Section 10.09 Effect of State and Federal Laws

Notwithstanding any other provision of this Agreement, the District shall comply with all applicable statutes or regulations of the United States, the State of Texas, and City Ordinances and City Charter provisions implementing such statutes or regulations.

Section 10.10 Authority for Execution

The City certifies and represents that the execution of this Agreement is duly authorized and adopted in conformity with the City Charter and City Ordinances. The District certifies and represents that the execution of this Agreement is duly authorized and adopted by the Board.

Section 10.11 Semi-Annual Review

At least semi-annually, the District shall review and confirm, and will notify the Planning and Development Department in a form prescribed by the Department, of the accuracy of the list of resale permit holders as provided by the State Comptroller's Office.

Section 10.12 Original Agreement Superseded

This Agreement supersedes and replaces the Original Agreement and applies to the Tract.

SIGNATURE PAGES FOLLOW

SIGNATURE PAGE

IN WITNESS WHEREOF, the parties have executed this Agreement in multiple copies, each of which shall be an original, as of the date countersigned by the City Controller of the City of Houston.

HARRIS COUNTY MUNICIPAL DISTRICT NO. 62

By: _____
S.J. Doehring, III, President

ATTEST:

By: _____
Candace B. Jones, Secretary

Tax ID No. 74-2010590

STATE OF TEXAS '
'
COUNTY OF FORT BEND '

This instrument was acknowledged before me this 29th day of October, 2014, by S.J. Doehring, III, as President, and Candace B. Jones as Secretary, of the Board of Directors of Harris County Municipal District No. 62, a political subdivision of the State of Texas, on behalf of said political subdivision.

_____
Notary Public in and for the State of Texas

(NOTARY SEAL)

JOHN R. WALLACE
MY COMMISSION EXPIRES
October 23, 2016

CITY OF HOUSTON, TEXAS

By:_____
Mayor

ATTEST:

By:_____
City Secretary

APPROVED:

By:_____
Director, Department of Planning and Development

APPROVED AS TO FORM:

By:_____
Assistant City Attorney
L.D. File No. 0611400123001

COUNTERSIGNED:

By:_____
City Controller

DATE COUNTERSIGNED:_____

EXHIBIT "A"

Harris County MUD 62 (Amendment 1)
Property Description

1. BEGINNING at the southeasterly corner of Harris County Municipal Utility District 62, such point also being a point in the northerly right of way line of the former Missouri, Kansas and Texas Railroad;

2. THENCE in a westerly direction along the southerly boundary line of the District to its most southerly southwesterly corner;

3. THENCE in a northerly direction along a westerly boundary of the District to its intersection with a southwesterly boundary of the District;

4. THENCE in a northwesterly direction along that southwesterly boundary line of the District to its intersection with a northwesterly boundary line of the District;

5. THENCE in a northeasterly direction along that northwesterly boundary line of the district to its intersection with a northerly boundary line of the District, such line also being the southerly right of way line of Franz Road;

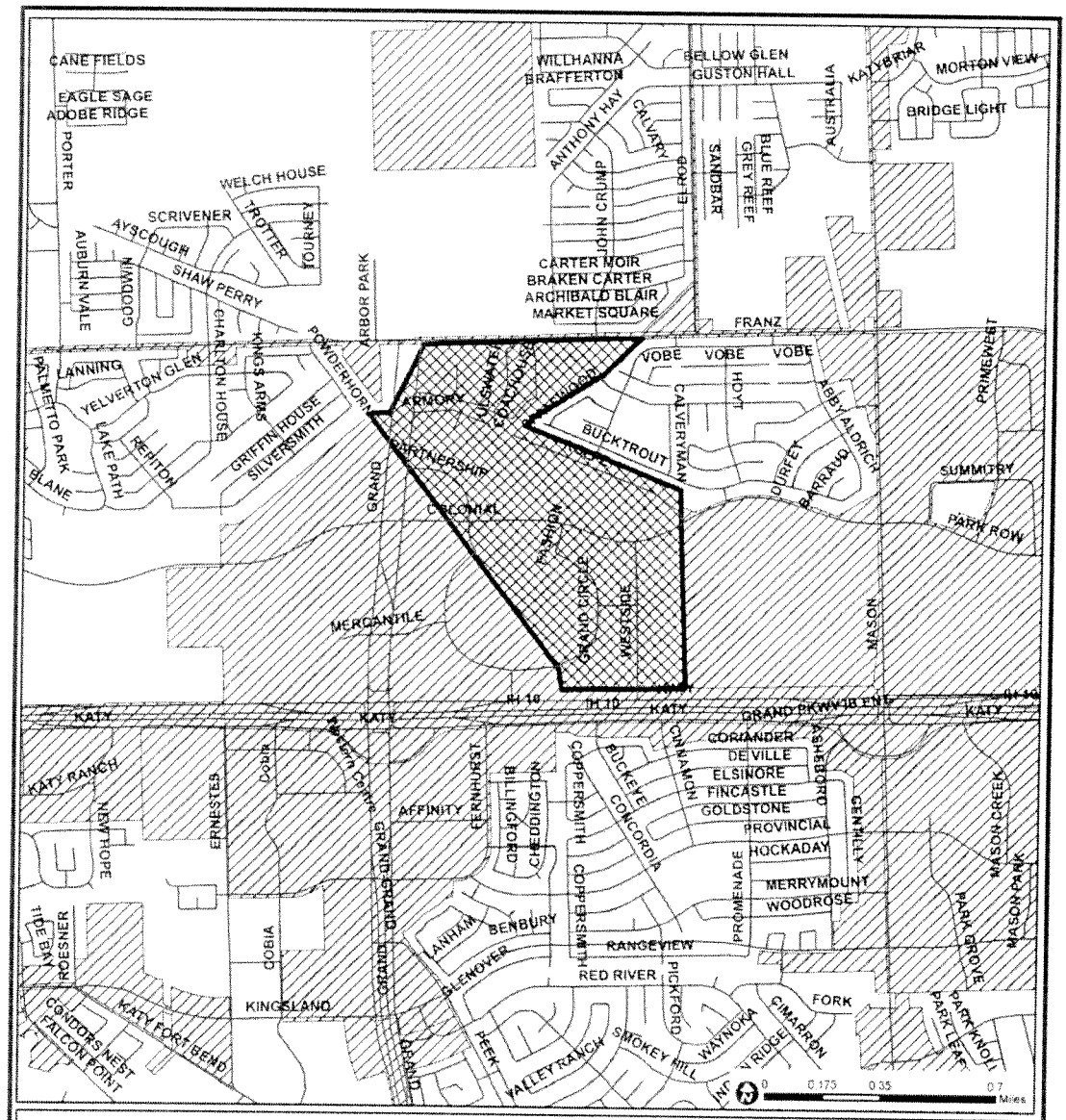
6. THENCE in an easterly direction along that northerly boundary line to its intersection with a northwesterly boundary line of the Williamsburg Settlement subdivision, block 19, such line also being the southeasterly right of way line of the Transcontinental Gas Pipeline;

7. THENCE in a southwesterly direction along that southeasterly right of way line to its intersection with the southwesterly boundary line of a Harris County Flood Control District drainage course also known as Mason Creek;

8. THENCE in a southeasterly direction along that southwesterly boundary line of Mason Creek to its intersection with the easterly boundary line of Harris County Municipal Utility District 62;

9. THENCE in a southerly direction along that easterly boundary line of that district to its southeasterly corner, the POINT OF BEGINNING.

EXHIBIT "B"



Limited Purpose Annexation: HC MUD No. 62

Source: City of Houston GIS Database
Date: September 2014

Roads

HC MUD No. 62 SPA

Existing City Limit

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.

PLANNING & DEVELOPMENT DEPARTMENT

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
ETJ

Item Creation Date: 11/19/2014

PLN-LPA West Harris County MUD No. 2

Agenda Item#: 53.

Summary:
ORDINANCE annexing to the City of Houston, Texas for limited purposes a certain area located within **WEST HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 2** (the "District"), in Harris County, Texas; containing findings and other provisions relating to the foregoing subject; imposing the sales and use tax of the City of Houston in the area within the district annexed for limited purposes; assigning annexed areas to adjacent District from which District Council member is elected until such time as District boundaries may be changed pursuant to the City of Houston Charter - **DISTRICT A - STARDIG**

Background:
The Planning Department is recommending the addition of land located within West Harris County MUD No. 2 to the limited purpose jurisdiction area of the City of Houston. The existing SPA the City has with the District will be amended to reflect this change.

Prior Council Action:
Hearings were held on November 5, 2014 & November 12, 2014
November 6, 2012; Ordinance Nos. 2012-0980 & 2012-0981
November 13, 2013; Ordinance Nos. 2013-1037 & 2013-1038

Amount of Funding:
N/A

Contact Information:
Nicole Smothers - PD - 713-837-7856

ATTACHMENTS:

	Description	Type
	RCA	Backup Material
	Map	Backup Material
	Metes and Bounds Description	Signed Cover sheet
	LPA Ord-West Harris Co No 2	Ordinance/Resolution/Motion

TO: Mayor via City Secretary **REQUEST FOR COUNCIL ACTION**

SUBJECT: Ordinances Approving Strategic Partnership Agreements with Various Utility Districts and Annexing Territory for Limited Purposes	**Category #**	**Page 1 of 1**	**Agenda Item #**

FROM (Department or other point of origin): Planning and Development Department	**Origination Date** November 14, 2014	**Agenda Date** December 3, 2014
DIRECTOR'S SIGNATURE:	**Council District affected:** A, E & F	
For additional information contact: Nicole Smothers **Phone:** 713-837-7856	**Date and identification of prior authorizing Council action:** Public Hearings: November 5, 2014 and November 12, 2014	

RECOMMENDATION: (Summary)
That City Council approve Strategic Partnership Agreements with the Utility Districts listed below, for the annexation for limited purpose of the territory within and in the vicinity of those districts, and for the assignment of such territory to City Council Districts.

Amount and Source of Funding:	**Finance Budget:**

SPECIFIC EXPLANATION:
The Planning and Development Department has negotiated Strategic Partnership Agreements between the City of Houston and the utility districts listed below.

In each of these Districts, the city is annexing only commercial property and undeveloped land intended for commercial use. There is no population located in these territories proposed to be annexed for limited purposes. In addition, the city will levy a 1 percent sales tax and all taxes collected in the areas will be divided evenly between the City and the District for all SPAs other than Montgomery County MUD 118. The city will levy up to a 2 percent sales tax and all taxes collected will be divided evenly between the City and Montgomery County MUD No. 118. Harris County MUD No. 62 will have no change to its boundary, the amendment is only to remove language related to a developer no longer involved in the project. For each of the Districts that include the annexation of territory outside of the District's boundary, the city will extend Section 6-3 of the Code of Ordinances regarding the running at large of domestic animals. In areas where there is no out of District territory being annexed, the city is not required to provide a service.

All agreements require public notice and two public hearings which were held on November 5th and November 12th.

New Agreement:

Montgomery County MUD No. 118

Amendments to Existing Agreements:

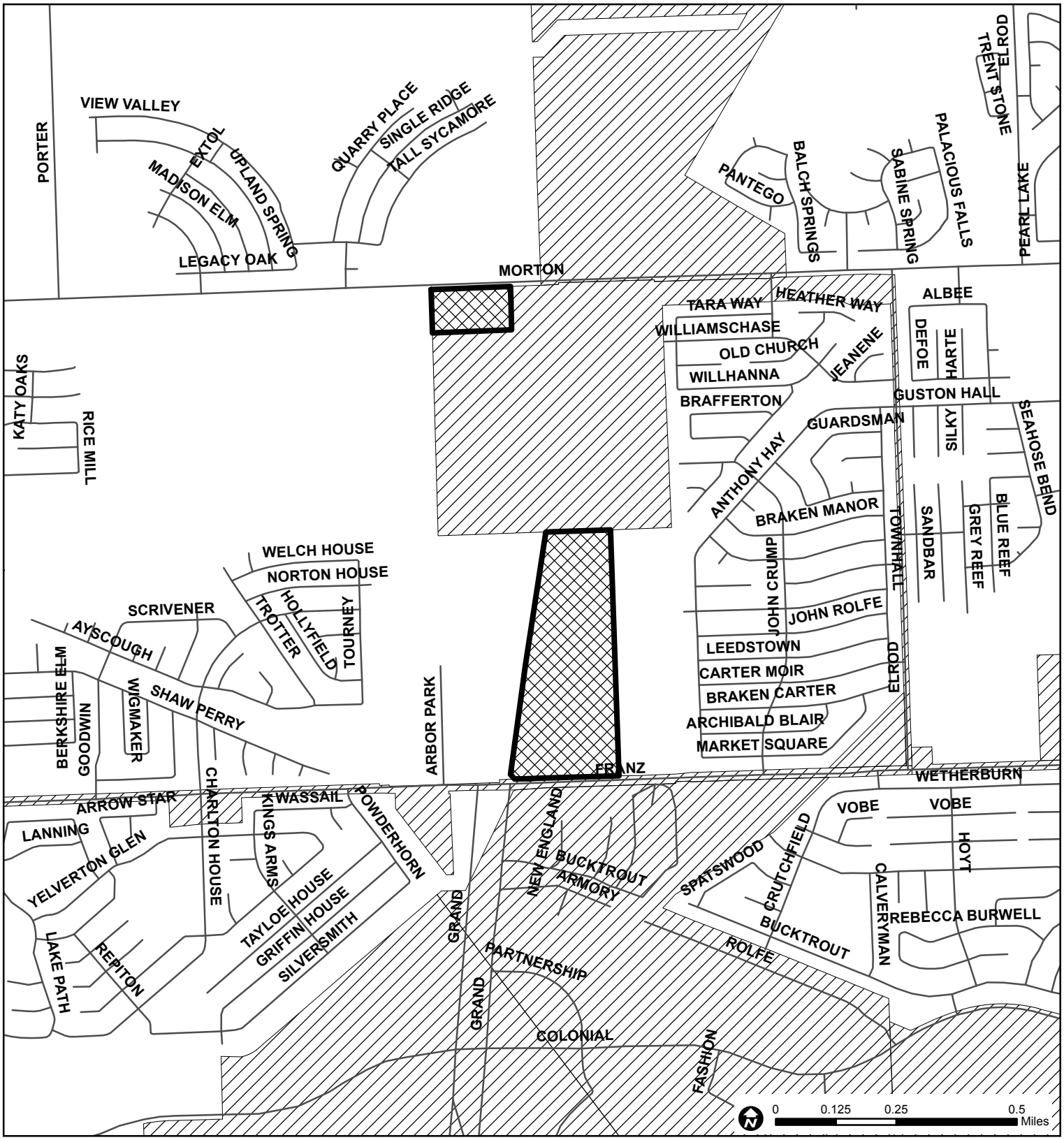
Dowdell PUD (Amendment1)
Fort Bend County MUD No. 30 (Amendment 2)
Harris County MUD No. 62 (Amendment 1)
West Harris County MUD No. 2 (Amendment 2)

Council District assignments of the newly annexed areas are detailed on the accompanying memorandum.

Attachment

Copy: Marta Crinejo, Agenda Director
David Feldman, City Attorney
Anna Russell, City Secretary
Sameera Mahendru, Assistant City Attorney

REQUIRED AUTHORIZATION		
Finance Director:	**Other Authorization:**	**Other Authorization:**



Limited Purpose Annexation: WHC MUD No. 2

Source: City of Houston GIS Database
Date: September 2014

Roads

Proposed Annexation

Existing City Limit

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.

PLANNING & DEVELOPMENT DEPARTMENT

City of Houston, Texas, Ordinance No. _____

An Ordinance Annexing to the City of Houston, Texas for limited purposes a certain area located within West Harris County Municipal Utility District No. 2 (the "district"), in Harris County, Texas; containing findings and other provisions relating to the foregoing subject; imposing the sales and use tax of the City of Houston in the area within the district annexed for limited purposes; assigning annexed areas to adjacent District from which District Council member is elected until such time as District boundaries may be changed pursuant to the City of Houston Charter; providing for severability; and declaring an emergency.

* * * * *

WHEREAS, the City of Houston, Texas is authorized to annex territory for limited purposes in compliance with the procedures established by the Texas Local Government Code; and

WHEREAS, the City Council, by Ordinance No. 2014-919 adopted on October 8, 2014, called certain public hearings relating to the proposed annexation for limited purposes of a certain area located within West Harris County Municipal Utility District No. 2, in Harris County, Texas; and

WHEREAS, in compliance with pertinent sections of the Texas Local Government Code, on November 5, 2014 and November 12, 2014 the City Council held the required public hearings regarding the proposed limited purpose annexation of said areas; and

WHEREAS, Article V, Section 3 of the Houston City Charter provides that promptly following the addition of territory to the City by a boundary change, the City Council shall, by ordinance, add such territory to an adjacent district or districts; and

WHEREAS, the proposed annexation will cause certain territory to be completely surrounded by the boundaries of the City of Houston, but not included within such boundaries; and

WHEREAS, it is in the public interest to cause such territory to be surrounded by the City of Houston in such manner; and

WHEREAS, Section 42.005(a)(6) of the Texas Election Code prohibits county election precincts from containing territory from more than one city council district; and

WHEREAS, the City Council, having received the best available data and expert assistance from the Department of Planning and Development, has determined that the newly annexed tracts should be assigned to adjacent districts so as to preserve existing precinct assignments, to avoid splitting a precinct between council districts, and, where possible, to create district boundaries based on identifiable geographic features; **NOW, THEREFORE,**

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

Section 1. The findings set forth in the preamble of this Ordinance are determined to be true and correct and are hereby adopted.

Section 2. Subject to all sections of this Ordinance, the City of Houston hereby annexes for limited purposes certain territory located within West Harris County Municipal Utility District No. 2, in Harris County, Texas. The boundaries of the annexed areas are set out in written form in "Exhibit A," attached hereto, incorporated herein by this reference, and made a part hereof for all purposes. A visual map of the annexed area is represented in "Exhibit B."

Section 3. In accordance with the authority granted by Section 43.0751(k) of the Texas Local Government Code, the City of Houston hereby imposes a retail sales and use tax within the boundaries of the area in West Harris County Municipal Utility District No. 2 annexed for limited purposes. Such sales and use tax will be administered and governed by the pertinent provisions of the Texas Tax Code.

Section 4. City Council, acting pursuant to the provisions of Article V, Section 3 of the City Charter, assigns the areas annexed by this Ordinance to the adjacent district below as recommended by the Department of Planning and Development as follows:

COUNCIL DISTRICT	LOCATED IN HARRIS COUNTY PRECINCT NO.	AREAS ANNEXED
A	0603	Within West Harris County Municipal Utility District No. 2

Section 5. This Ordinance shall not repeal, impair, modify, or otherwise affect any other ordinance annexing territory to the City of Houston or any other ordinance heretofore passed on one or more readings and not yet passed on final reading, annexing any territory to the City of Houston, but such other ordinance or ordinances shall remain and continue to be effective as to their intent and purpose as therein stated, wholly unaffected in any way or manner by the passage of this Ordinance. This Ordinance shall be effective as to its intent and purpose as hereinabove stated, wholly unaffected by any other annexation ordinance introduced and passed or hereafter introduced and passed on any reading, whether final or not.

Section 6. It is the intention of the City of Houston and its City Council to comply with the Constitutions and laws of the United States of America and the State of Texas and with all applicable provisions of the Charter of the City of Houston, and this Ordinance shall be interpreted and construed in harmony therewith.

Section 7. 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 have 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 8. 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 unconstitutional, void or 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. Should this Ordinance for any reason be ineffective as to any part of the area hereby annexed to the City of Houston, such ineffectiveness of this Ordinance as to any such part or parts of any such area shall not affect the effectiveness of this Ordinance as to all of the remainder of such area, and the City Council hereby declares it to be its purpose to annex to the City of Houston for limited purposes every part of the area described in Exhibit A of this Ordinance, regardless of whether any other part of such described area is hereby effectively annexed to the City. Provided, further, that if there is included within the description of territory set out in Exhibit A of this Ordinance to be hereby annexed for limited purposes to the City of Houston any area or lands which are presently part of and included within the general limits of the City of Houston, or which are presently part of and included within the limits of any other municipality, or which are not within the jurisdiction or power of the City of Houston to annex, the same is hereby excluded and excepted from the territory to be hereby annexed as fully as if such excluded and excepted area were expressly described herein.

Section 9. 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 that 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 _____.

APPROVED this _____ day of _____.

_____
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. (_____)
Assistant City Attorney CMS

Requested by Patrick Walsh, Director, Department of Planning and Development
L.D. File No. 0611400120001

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EXHIBIT "A"

West Harris County MUD No. 2 (Amendment 2)
Property Description

1. BEGINNING at an existing westerly City of Houston city limit line, defined by Ordinance 2012-0981 (the limited purpose annexation of West Harris County Municipal Utility District No. 2) and its intersection with another existing northerly City of Houston city limit line defined by Ordinance 2012-0981 (the limited purpose annexation of West Harris County Municipal Utility District No. 2);

2. THENCE in a westerly direction along that southerly boundary line of that District to its intersection with an easterly boundary line of Morton Creek Ranch G.P. Subdivision (City of Houston Planning and Development Department file # 2013-2804);

3. THENCE in a northerly direction along that easterly boundary line of that Subdivision to its intersection with the southerly right-of-way line of Morton Road;

4. THENCE in an easterly direction along that southerly right-of-way line of Morton Road to its intersection with an existing westerly City of Houston city limit line, defined by Ordinance 2012-0981 (the limited purpose annexation of West Harris County Municipal Utility District No. 2);

5. THENCE in a southerly direction along that existing westerly city limit line to its intersection with another existing northerly City of Houston city limit line defined by Ordinance 2012-0981 (the limited purpose annexation of West Harris County Municipal Utility District No. 2), such point being the POINT OF BEGINNING.

AND

1. BEGINNING at an existing southerly City of Houston city limit line, defined by the Ordinance 2012-0981 (the limited purpose annexation of West Harris County Municipal Utility District No. 2) and its intersection with the easterly boundary line of Grandway West Subdivision (City of Houston Planning and Development Department file # 2014-2049);

2. THENCE in a southerly direction along that easterly boundary line of that Subdivision to its intersection with an existing northerly City of Houston city limit line defined by the Ordinance 2010-0982 (the limited purpose annexation of Harris County Municipal Utility District No. 64), this line also being the northerly right-of-way line of Franz Road;

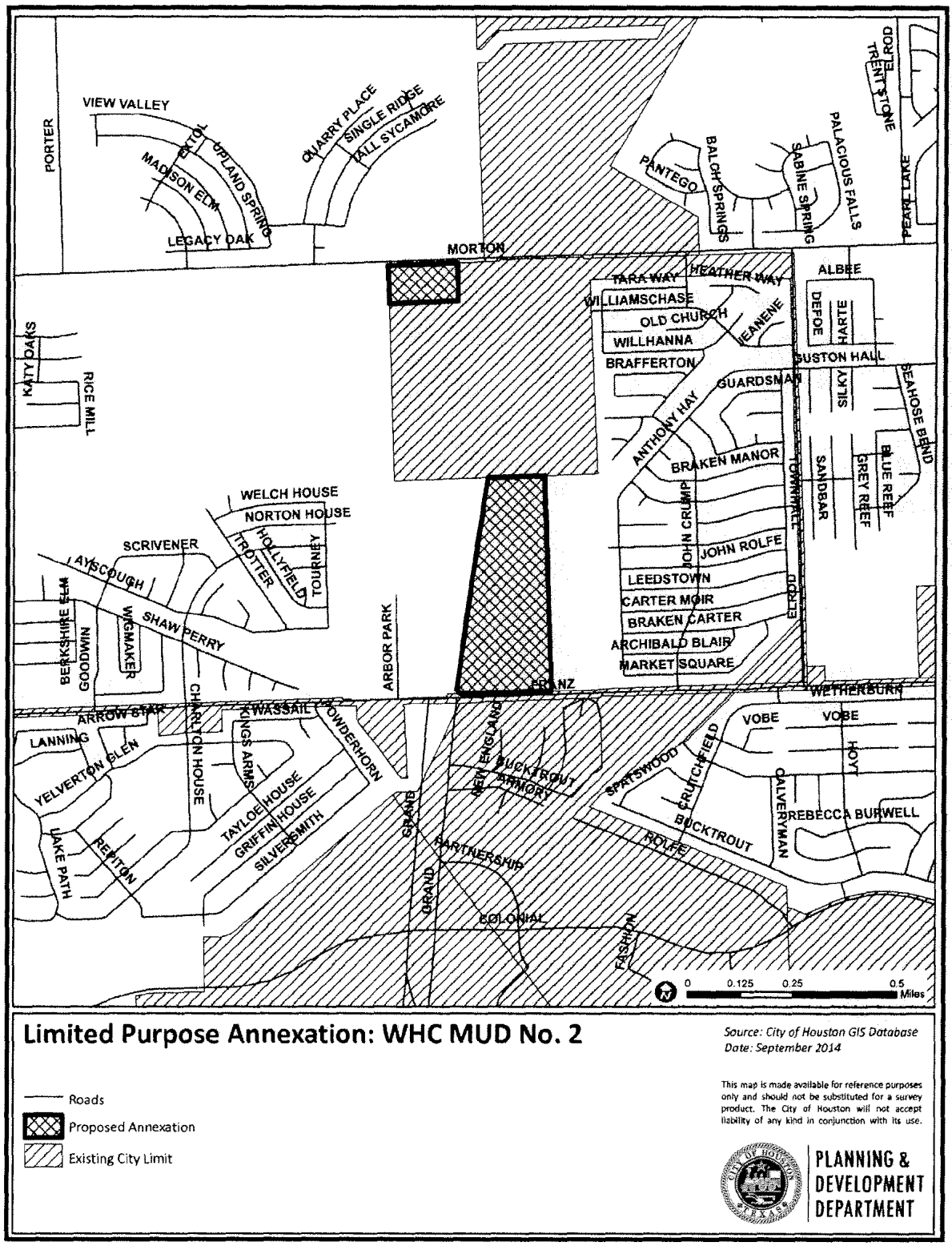
3. THENCE in a westerly direction along that northerly right-of-way line of Franz Road or that northerly city limit line to its intersection with the proposed southeasterly right-of-way line of Grand Parkway;

West Harris County MUD No. 2 (Amendment 2)
Property Description

4. THENCE in a northeasterly direction along that proposed southeasterly right-of-way line of Grand Parkway to its intersection with an existing southerly City of Houston city limit line, defined by the Ordinance 2012-0981 (the limited purpose annexation of West Harris County Municipal Utility District No. 2);

5. THENCE in an easterly direction along that existing southerly city limit line to its intersection with the easterly boundary line of Grandway West Subdivision (City of Houston Planning and Development Department file # 2014-2049), such point being the POINT OF BEGINNING.

EXHIBIT "B"



Limited Purpose Annexation: WHC MUD No. 2

Source: City of Houston GIS Database
Date: September 2014

Roads

Proposed Annexation

Existing City Limit

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.

PLANNING & DEVELOPMENT DEPARTMENT

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
ETJ

Item Creation Date: 11/19/2014

PLN-SPA West Harris County MUD No. 2

Agenda Item#: 54.

Summary:
ORDINANCE approving and authorizing the second amended and restated Strategic Partnership Agreement between the City of Houston and **WEST HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 2** - **DISTRICT A - STARDIG**

Background:
The Planning Department has negotiated a second amendment to the Strategic Partnership Agreement with West Harris County MUD No. 2. The amendment will add land to the SPA/LPA area.

Prior Council Action:
Public Hearings were held on November 5, 2014 & November 12, 2014.
November 6, 2012; Ordinance Nos. 2012-0980 & 2012-0981
November 13, 2013; Ordinance Nos. 2013-1037 & 2013- 1038

Amount of Funding:
N/A

Contact Information:
Nicole Smothers - PD - 713-837-7856

ATTACHMENTS:

Description	Type
RCA	Backup Material
SPA Ord-West Harris Co No 2	Ordinance/Resolution/Motion

TO: Mayor via City Secretary **REQUEST FOR COUNCIL ACTION**

SUBJECT: Ordinances Approving Strategic Partnership Agreements with Various Utility Districts and Annexing Territory for Limited Purposes	**Category #**	**Page 1 of 1**	**Agenda Item #**

FROM (Department or other point of origin): Planning and Development Department	**Origination Date** November 14, 2014	**Agenda Date** December 3, 2014
DIRECTOR'S SIGNATURE:	**Council District affected:** A, E & F	
For additional information contact: Nicole Smothers **Phone:** 713-837-7856	**Date and identification of prior authorizing Council action:** Public Hearings: November 5, 2014 and November 12, 2014	

RECOMMENDATION: (Summary)
That City Council approve Strategic Partnership Agreements with the Utility Districts listed below, for the annexation for limited purpose of the territory within and in the vicinity of those districts, and for the assignment of such territory to City Council Districts.

Amount and Source of Funding:	**Finance Budget:**

SPECIFIC EXPLANATION:
The Planning and Development Department has negotiated Strategic Partnership Agreements between the City of Houston and the utility districts listed below.

In each of these Districts, the city is annexing only commercial property and undeveloped land intended for commercial use. There is no population located in these territories proposed to be annexed for limited purposes. In addition, the city will levy a 1 percent sales tax and all taxes collected in the areas will be divided evenly between the City and the District for all SPAs other than Montgomery County MUD 118. The city will levy up to a 2 percent sales tax and all taxes collected will be divided evenly between the City and Montgomery County MUD No. 118. Harris County MUD No. 62 will have no change to its boundary, the amendment is only to remove language related to a developer no longer involved in the project. For each of the Districts that include the annexation of territory outside of the District's boundary, the city will extend Section 6-3 of the Code of Ordinances regarding the running at large of domestic animals. In areas where there is no out of District territory being annexed, the city is not required to provide a service.

All agreements require public notice and two public hearings which were held on November 5th and November 12th.

New Agreement:

Montgomery County MUD No. 118

Amendments to Existing Agreements:

Dowdell PUD (Amendment1)
Fort Bend County MUD No. 30 (Amendment 2)
Harris County MUD No. 62 (Amendment 1)
West Harris County MUD No. 2 (Amendment 2)

Council District assignments of the newly annexed areas are detailed on the accompanying memorandum.

Attachment

Copy: Marta Crinejo, Agenda Director
David Feldman, City Attorney
Anna Russell, City Secretary
Sameera Mahendru, Assistant City Attorney

REQUIRED AUTHORIZATION		
Finance Director:	**Other Authorization:**	**Other Authorization:**

City of Houston, Texas Ordinance No. _____

AN ORDINANCE APPROVING AND AUTHORIZING THE SECOND AMENDED AND RESTATED STRATEGIC PARTNERSHIP AGREEMENT BETWEEN THE CITY OF HOUSTON AND WEST HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 2; MAKING VARIOUS FINDINGS AND PROVISIONS RELATING TO THE SUBJECT; AND DECLARING AN EMERGENCY.

* * * *

WHEREAS, the City of Houston, Texas ("the City"), is authorized to enter into a Strategic Partnership Agreement pursuant to Section 43.0751 of the Texas Local Government Code; and

WHEREAS, the City and West Harris County Municipal Utility District No. 2 entered into a strategic partnership agreement approved by Ordinance No. 2012-0980 on November 13, 2012, which was amended by approval of Ordinance No. 2013-1037 on November 13, 2013; and

WHEREAS, the City Council, by Ordinance No. 2014-919 adopted on October 8, 2014, called certain public hearings regarding the proposed Second Amended and Restated Strategic Partnership Agreement with West Harris County Municipal Utility District No. 2; and

WHEREAS, the City Council in compliance with Section 43.0751(d) of the Texas Local Government Code held the required public hearings regarding the proposed Second Amended and Restated Strategic Partnership Agreement on November 5, 2014 and November 12, 2014; **NOW, THEREFORE,**

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

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

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 December 2014.

APPROVED this _____ day of December 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

(Prepared by Legal Dept. _____)
Assistant City Attorney

(Requested by Patrick Walsh, Director, Planning and Development Department)
(L.D. File No. 0611400120001)

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SECOND AMENDED AND RESTATED STRATEGIC PARTNERSHIP AGREEMENT BETWEEN THE CITY OF HOUSTON, TEXAS, AND WEST HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 2

THE STATE OF TEXAS §
§
COUNTY OF HARRIS §

This **SECOND AMENDED AND RESTATED STRATEGIC PARTNERSHIP AGREEMENT** (this "Agreement") is entered into as of the Effective Date between the **CITY OF HOUSTON, TEXAS**, a municipal corporation principally situated in Harris County, Texas, acting through its governing body, the City Council of the City of Houston, Texas (the "City"), and West Harris County Municipal Utility District No. 2 (the "District"), a municipal utility district created pursuant to Article XVI, Section 59, Texas Constitution and operating pursuant to Chapters 49 and 54, Texas Water Code. This Agreement supersedes and replaces the Strategic Partnership Agreement approved by City Council on November 13, 2012 as Ordinance No. 2012-0980 and its amendment, the First Amended and Restated Strategic Partnership Agreement approved by City Council on November 13, 2013 as Ordinance No. 2013-1037 (collectively the "Original Agreement").

RECITALS

1. Texas Local Government Code, §43.0751 (the "Act") authorizes the City and certain utility districts to negotiate and enter into a strategic partnership agreement by mutual consent; and

2. The City and District entered into a Strategic Partnership Agreement, which is recorded in the Harris County Real Property Records under Film Code No. RP 085-06-0835 through RP 085-06-0853 and a First Amended and Restated Partnership Agreement, which is recorded in the Harris County Real Property Records under Film Code Nos. RP 089-79-2546 through RP 089-79-2563; and

3. The parties desire to amend and restate the Original Agreement and to provide for the limited-purpose annexation by the City of an additional tract of land in the District, which is described in Exhibit "A" and illustrated in Exhibit "B" as the "Second Amendment Tract"; and

4. The City and the District wish to enter into a Second Amended and Restated Strategic Partnership Agreement to provide the terms under which services will be provided by the District and under which the District will continue to exist for an extended period of time after the Tract of land within the District is annexed for limited purposes; and

5. As required by the Act, the City held public hearings on November 5, 2014 and November 12, 2014 at City Council Chambers, and the District held public hearings on October 14, 2014 at 2315 John Crump Ln, Katy, Texas 77449, a location within the boundaries of the District and on October 15, 2014, at the District meeting facility, 6363 Woodway Suite 800 Houston, Texas 77057-1762, at which members of the public were given the opportunity to present testimony or evidence regarding the proposed Agreement, and the City and the District

made copies of the proposed Agreement available, and gave notice of the hearings prior to the public hearings in accordance with the terms of the Act.

THE PARTIES AGREE AS FOLLOWS:

ARTICLE I

FINDINGS

The City and the District find and declare:

1. The Act authorizes the City and the District to enter into this Agreement to define the terms under which services will be provided to the City and the District and under which the District will continue to exist after the Second Amendment Tract is annexed for limited purposes pursuant to this Agreement;

2. This Agreement does not require the District to provide revenue to the City solely for the purpose of an agreement with the City to forgo annexation of the District;

3. This Agreement provides benefits to the City and the District, including revenue, services, or regulations which are reasonable and equitable with regard to the benefits provided to the other Party;

4. All the terms contained in this Agreement are lawful and appropriate to provide for the provision of municipal services;

5. The City and the District negotiated this Agreement by mutual consent; the terms of the Agreement are not a result of the City's Annexation Plan or any arbitration between the City and the District.

ARTICLE II

DEFINITIONS

Unless the context requires otherwise, and in addition to the terms defined above, the following terms used in this Agreement will have the meanings set out below:

"Act" means Texas Local Government Code, §43.0751 and any amendments thereto.

"Agreement" means this Second Amended and Restated Strategic Partnership Agreement between the City and the District.

"Board" means the Board of Directors of the District.

"City" means the City of Houston, Texas, a municipal corporation principally situated in Harris County, Texas.

"City Charter" means the Charter of the City and any amendments thereto.

"City Code" means the Code of Ordinances of the City and any amendments thereto.

"City Council" means the City Council of the City or any successor governing body.

"Consent Ordinance" means Ordinance Nos. 74-1807, 2014-775, and any other ordinances, including all attachments and exhibits passed by the City Council prior to the effective Date of this Agreement consenting to the creation of and inclusion of land in the District.

"Comptroller" means the Comptroller of Public Accounts of the State of Texas.

"Director" means the Director of Planning and Development Department of the City or his or her designee.

"District" means West Harris County Municipal Utility District No. 2 a municipal utility district created and operating under Chapters 49 and 54 of the Texas Water Code.

"Effective Date" means the date the City Controller countersigns this Agreement.

"ETJ" means the extraterritorial jurisdiction of the City.

"First Amendment Tract" means the tract of land annexed by Ordinance No. 2013-1038.

"Fire Code" means the most current section of the International Fire Code banning fireworks, as incorporated and adopted by the City of Houston Fire Code via Ordinance No. 2003-738 and any subsequent Ordinance.

"Government Code" means the Texas Government Code and any amendments thereto.

"Implementation Date" means the date the limited-purpose annexation ordinance is passed by City Council pursuant to Section 3.01.

"Landowner" means a person that owns real property in the District.

"Local Government Code" means the Texas Local Government Code and any amendments thereto.

"Original Tract" means the tract of land that was annexed by Ordinance No. 2012-0981 following the approval of the Strategic Partnership Agreement.

"Party" or "Parties" means a party or the parties to this Agreement, being the City and the District.

"Resident" means a person that resides in the District.

"Sales and Use Tax" means the sales and use tax authorized to be imposed in the Tract by the Act and Tax Code Chapter 321.

"Second Amendment Tract" means the newly annexed tract of land pursuant to this Agreement and located in the boundaries of the District, as described in Exhibit "A" and illustrated in Exhibit "B" to this Agreement, but not including the Original Tract, First Amendment Tract or any area outside the District.

"Tax Code" means the Texas Tax Code and any amendments thereto.

"Tract" means the Original Tract, the First Amendment Tract, and Second Amendment Tract, but excluding territory outside the boundaries of the District.

ARTICLE III

LIMITED-PURPOSE ANNEXATION

Section 3.01 Generally

As soon as practicable following the approval of this Agreement by City Council, as authorized by the Act, the City shall annex the Second Amendment Tract for limited purposes. The Original Tract and the First Amendment Tract have been annexed by Ordinance Nos. 2012-0981 and 2013-1038, respectively.

The Parties recognize that at the time of this Agreement, the City's power to zone is restricted by City Charter Article VII-b, Section 13. If the City adopts a zoning ordinance pursuant to City Charter Article VII-b, Section 13, during the period of limited-purpose annexation, the zoning ordinance shall only apply to the Tract if the exclusion of the Tract from the zoning ordinance would, as a matter of law, invalidate the City's ability to zone the City as a whole. If the City initiates procedures to adopt a zoning ordinance, the City agrees to use its best efforts to draft an ordinance in a manner that would not require any application of the ordinance to the Tract. If the City is required to apply any zoning ordinance to the Tract during the period of limited-purpose annexation, the City agrees to apply a zoning classification to the property inside the Tract that would not cause any then-current structure or the use of any property inside the Tract to become noncomplying or nonconforming as a result of the classification.

Section 3.02 Property Taxes and District Liability for Debts of the City

During the term of this Agreement, except as provided in Article V: (i) neither the District nor any owners of taxable property within the District is liable for any present or future debts of the City, and (ii) current and future ad valorem taxes levied by the City will not be levied on taxable property within the District.

Section 3.03 Powers and Functions Retained by the District

Except as limited by the Consent Ordinance, the District is authorized to exercise all powers and functions of a municipal utility district provided by existing law or any amendments or additions thereto. The District's assets, liabilities, indebtedness, and obligations will remain the responsibility of the District. Disposition or acquisition of additional assets, liabilities, indebtedness, and obligations will be governed by the Consent Ordinance to the extent the Consent Ordinance is not inconsistent with this Agreement.

Section 3.04 Extraterritorial Jurisdiction

This agreement does not remove any area of the District from the extraterritorial jurisdiction of the City of Houston. The City may regulate the District in the same manner in which it may regulate other areas within the extraterritorial jurisdiction of the City.

ARTICLE IV

VOTING RIGHTS IN THE DISTRICT

Section 4.01 Generally

Upon annexation of the Tract for limited purposes by the City, the qualified voters of the Tract may vote in City elections pursuant to Local Government Code §43.130. Voting rights are subject to all state and federal laws and regulations.

Section 4.02 Notice

On or after the 15th day but before the fifth (5th) day before the date of the first (1st) election held in which the residents of the Tract are entitled to vote as set out in Section 4.01, the City at its own expense, shall publish a quarter-page advertisement in a newspaper of general circulation in the District per subsection 43.130 (a) of the Act notifying the residents of the Tract of their eligibility to vote in the election and stating the location of all polling places within the Tract. The District, at its own expense, may provide for similar notice in a newspaper of general circulation in the Tract or otherwise.

Section 4.03 Designation of Precincts and Preparation of Ballots

The City shall include the Tract in an adjacent single-member City Council district and establish an election precinct or election precincts for the purpose of allowing qualified voters in the area to participate in City elections. The City Secretary shall prepare the official ballot by which the qualified resident voters of the Tract are entitled to vote pursuant to the laws of the State of Texas.

ARTICLE V

SALES AND USE TAX

Section 5.01 Imposition of the City's Sales and Use Tax

Pursuant to Subsection (k) of the Act, the City shall impose a Sales and Use Tax within the Tract upon the limited-purpose annexation of the Tract. The Sales and Use Tax shall be imposed on the receipts from the sale and use at retail of taxable items at the rate of one percent or the rate specified under future amendments to Chapter 321 of the Tax Code. The Sales and Use Tax shall take effect on the date described in Tax Code §321.102.

Section 5.02 Payment of Sales and Use Tax to the District

The City shall pay to the District an amount equal to 50 percent (50%) of the Sales and Use Tax revenues that are reported on the monthly sales tax report provided by the Comptroller and received by the City from the Comptroller after the date of the limited-purpose annexation of the Tract. The City shall deliver the District's portion of the Sales and Use Tax revenues to the District within 30 days of the City's receipt of the sales report from the Comptroller. Government Code Chapter 2251 shall govern and provide the penalty if the City fails to deliver the District's portion in a timely manner. For the purposes of determining the applicable overdue

date under Chapter 2251, the City is deemed to have received an invoice from the District on the date the City receives the sales tax report from the Comptroller without further action from the District.

The City agrees to make reasonable efforts to obtain amended and supplemental reports from the Comptroller to reflect, to the greatest extent practicable, all Sales and Use Tax revenues generated within the boundaries of the Tract. Revenues resulting from such amended and supplemental reports will be divided and paid as provided above.

The City shall deliver to the District a condensed version of each monthly sales tax report provided by the Comptroller, containing only the contents of the sales tax report relating to retail sales and retailers in the Tract within 30 days of the City's receipt of the sales tax report.

Section 5.03 Notification of Comptroller

The City shall send notice of this Agreement and the limited-purpose annexation of the Tract to the Comptroller within three days of the Implementation Date in the manner provided by Tax Code §321.102. The City shall send to the District a copy of any notice from the Comptroller delaying the effectiveness of the Sales and Use Tax in the Tract.

Section 5.04 District Use of Sales and Use Tax Revenue

The District shall use the Sales and Use Tax revenue provided in Section 5.02 only for purposes for which the District is lawfully authorized to use its ad valorem tax revenues or other revenues.

Section 5.05 District Audit Rights

The District may audit the Sales and Use Tax collections by the City solely to determine whether the Sales and Use Tax revenue payments provided by Section 5.02 have been made to the District in accordance with this Agreement. Any audit shall be made at the District's sole cost and expense and may be performed at any time during the City's regular business hours by an auditor hired by the District on 30 days written notice to the City. For the purpose of any audits, the City shall maintain and make available to the District or its representatives all books, records, documents and other evidence of accounting procedures or practices in whatever form sufficiently maintained to reflect the collection of all Sales and Use Tax revenues that are subject to this Agreement.

Section 5.06 City Audit Rights

The District is required by law to prepare an annual audit within 120 days after the close of the District's fiscal year. The District shall provide a copy of its annual audit to the City within 30 days after the audit is completed.

The City may audit the District's expenditures made with the Sales and Use Tax revenue paid under Section 5.02, solely to determine whether the expenditures have been made by the District in accordance with Section 5.04. Any audit shall be made at the City's sole cost and expense and may be performed at any time during regular business hours by the City's internal auditors or an independent auditing firm on 30 days written notice to the District. For the purpose of any audits, the District shall maintain and make available to the City or its

representatives all books, records, documents and other evidence of accounting procedures or practices in whatever form maintained sufficient to reflect the expenditure of all Sales and Use Tax revenues that are subject to this Agreement.

ARTICLE VI

SERVICES PROVIDED BY THE DISTRICT AND THE CITY

Section 6.01 Water, Sewer, and Drainage Services

The District shall continue to develop, to own, and to operate and maintain a water, wastewater, and drainage system in the District. Further, as consideration of the receipt of funds from the City as described in this Agreement, the District shall take one or a combination of the following actions for the benefit of the District, its Landowners and Residents:

1. Accelerate the development of the water, wastewater and drainage system in the District (including the Tract) as necessary to encourage private investment in new construction in the District;

2. Accelerate reimbursements to developers for eligible infrastructure development to encourage such development in the District;

3. Lower the overall property tax rate of the Landowners to encourage additional investment and development within the District;

4. Perform other District functions that might otherwise be diminished, curtailed, abbreviated or delayed by financial limitations.

The District agrees to operate and maintain water, wastewater, and drainage service at the same level as the District has operated and maintained them before the Implementation Date. The City may periodically inspect the District's water, wastewater, and drainage facilities.

ARTICLE VII

FULL-PURPOSE ANNEXATION

Section 7.01 No Full-Purpose Annexation During Term of Agreement

The City agrees that it will not annex all or part of the District or commence any action to annex all or part of the District for full purposes during the term of this Agreement.

Section 7.02 Full Purpose Annexation Option at Termination of Agreement

On November 13, 2041, the Director shall evaluate whether the City should negotiate a new strategic partnership agreement with the District, annex the District for full purposes upon the termination of this Agreement, or allow this Agreement to expire. Within six (6) months of November 13, 2041, the Director shall make a recommendation to the City Council regarding the negotiation of a new strategic partnership agreement, the full-purpose annexation of the District, or the expiration of this Agreement. If the Director recommends that the City negotiate a new strategic partnership agreement or annex the District and the City Council approves the recommendation, the City shall begin proceedings to enter into a new strategic partnership

agreement or to annex the District for full purposes at the end of the term of this Agreement as applicable. If the Director recommends that the City neither negotiate a new strategic partnership agreement nor annex the District for full purposes, and the City Council agrees or if the City Council rejects the Director's recommendation to negotiate a new strategic partnership agreement or to annex the District for full purposes, the City may begin proceedings to disannex the Tract for limited purposes if authorized under the applicable provision of the Local Government Code. If the City decides to disannex the Tract and has the authority to disannex, the City may institute proceedings to accomplish such disannexation to be effective upon the termination of this Agreement.

ARTICLE VIII

MATERIAL BREACH, NOTICE AND REMEDIES

Section 8.01 Material Breach of Agreement

A. It is the intention of the Parties to this Agreement that the District and the City be regulated in accordance with the terms of this Agreement. A material breach of this Agreement by the District includes any one or more of the following:

1. Failure of the District to act in good faith in the annexation of the Tract by the City for limited purposes as authorized by this Agreement; or

2. Failure of the District to develop and to operate and maintain the District's water, sewer, and drainage facilities as provided in Article VI.

B. A material breach of this Agreement by the City includes any one or more of the following:

1. Any attempt by the City to annex the District for full purposes during the term of this Agreement; or

2. Failure of the City to pay to the District the District's share of the Sales and Use Tax, as provided in Article V.

If a Party to this Agreement believes that another Party has, by act or omission, committed a material breach of this Agreement, the provisions of this Article shall govern the remedies for breach of this Agreement.

Section 8.02 Notice of District's Default

A. The City shall notify the District in writing of an alleged failure by the District to comply with a provision of this Agreement, describing the alleged failure with reasonable particularity. The District shall, within 30 days after receipt of the notice or a longer period of time as the City may specify in the notice, either cure the alleged failure or, in a written response to the City, either present facts and arguments in refutation or excuse of the alleged failure or state that the alleged failure will be cured and set forth the method and time schedule for accomplishing the cure.

B. The City shall determine (i) whether a failure to comply with a provision has occurred; (ii) whether the failure is excusable; and (iii) whether the failure has been cured or will be cured by the District. The District shall make available to the City, if requested, any records, documents or other information necessary to make the determination.

C. If the City determines that the failure has not occurred, or that the failure either has been or will be cured in a manner and in accordance with a schedule reasonably satisfactory to the City, or that the failure is excusable, the determination shall conclude the investigation.

D. If the City determines that a failure to comply with a provision has occurred and that the failure is not excusable and has not been or will not be cured by the District in a manner and in accordance with a schedule reasonably satisfactory to the City, then the City may exercise the applicable remedy under Section 8.04(A).

Section 8.03 Notice of City's Default

A. The District shall notify the Director in writing specifying any alleged failure by the City to comply with a provision of this Agreement, describing the alleged failure with reasonable particularity. The City shall, within 30 days after receipt of the notice or the longer period of time as the District may specify in the notice, either cure the alleged failure or, in a written response to the District, either present facts and arguments in refutation or excuse of the alleged failure or state that the alleged failure will be cured and set forth the method and time schedule for accomplishing the cure.

B. The District shall determine (i) whether a failure to comply with a provision has occurred; (ii) whether the failure is excusable; and (iii) whether the failure has been cured or will be cured by the City. The City shall make available to the District, if requested, any records, documents or other information necessary to make the determination.

C. If the District determines that the failure has not occurred, or that the failure either has been or will be cured in a manner and in accordance with a schedule reasonably satisfactory to the District, or that the failure is excusable, the determination shall conclude the investigation.

D. If the District determines that a failure to comply with a provision has occurred and that the failure is not excusable and has not been or will not be cured by the City in a manner and in accordance with a schedule reasonably satisfactory to the District, then the District may exercise the applicable remedy under Section 8.04(B).

Section 8.04 Remedies

A. If the City determines that the District has committed a material breach of this Agreement, the City may file suit in a court of competent jurisdiction in Harris County, Texas, and seek any relief available at law or in equity, including, but not limited to, an action under the Uniform Declaratory Judgment Act and termination of this Agreement as to the District in addition to the monetary awards as may be appropriate.

B. If the District determines that the City has committed a material breach of this Agreement, the District may file suit in a court of competent jurisdiction in Harris County, Texas, and seek any relief available at law or in equity, including, but not limited to, an action under the Uniform Declaratory Judgment Act in addition to the monetary awards as may be appropriate.

ARTICLE IX
BINDING AGREEMENT, TERM, AND AMENDMENT

Section 9.01 Beneficiaries

This Agreement binds and inures to the benefit of the Parties, their successors and assigns, and, only as provided in Article VII, the Landowners and Residents. In the event of a material breach of Article VII by the City, the Landowners and Residents shall have the same rights as the District and shall follow the same procedures as the District as set out in Article VIII. The District shall record this Agreement with the County Clerk in Official Records of Harris County, Texas. This Agreement binds each owner and each future owner of land included within the District's boundaries in accordance with Subsection (c) of the Act.

Section 9.02 Term

This Agreement commences and binds the Parties on the Effective Date of this Second Amended and Restated Strategic Partnership Agreement and continues for 30 years from the effective date of the Strategic Partnership Agreement as approved by Ordinance No. 2012-0980 on November 13, 2012. Any rights or privileges of the Landowners and Residents under this Agreement will terminate 30 years from the effective date of the Strategic Partnership Agreement as approved by Ordinance No. 2012-0980 on November 13, 2012.

Section 9.03 Amendment

The Parties by mutual consent may amend the terms of this Agreement at any time.

ARTICLE X
MISCELLANEOUS PROVISIONS

Section 10.01 Notice

Any formal notices or other communications (Notice) required to be given by one Party to another by this Agreement shall be given in writing addressed to the Party to be notified at the address set forth below for the Party, (i) by delivering the Notice in person (ii) by depositing the Notice in the United States Mail, certified or registered, return receipt requested, postage prepaid, addressed to the Party to be notified, (iii) by depositing the Notice with Federal Express or another nationally recognized courier service guaranteeing next day delivery, addressed to the Party to be notified, or (iv) by sending the Notice by telefax with confirming copy sent by mail. Notice deposited in the United States mail in the manner herein above described shall be deemed effective from and after the date of such deposit. Notice given in any other manner shall be effective only if and when received by the Party to be notified. For the purposes of Notice, the addresses of the Parties, until changed as provided below, shall be as follows:

All Notices required or permitted under this Agreement shall be in writing and shall be served on the Parties at the following address:

City: City of Houston
P.O. Box 1562
Houston, Texas 77251
Attn: Director, Department of Planning and Development
or his or her designee

District: West Harris County MUD No. 2
c/o: Bacon & Wallace, LLP
Address: 6363 Woodway, Ste. 800
Houston, Texas 77057
Attn: Michael Bacon

The Parties may from time to time change their respective addresses, and each may specify as its address any other address within the United States of America by giving at least five days written notice to the other Party. If any date or any period provided in this Agreement ends on a Saturday, Sunday, or legal holiday, the applicable period for calculating the notice shall be extended to the first business day following the Saturday, Sunday or legal holiday.

Section 10.02 Time

Time is of the essence in all things pertaining to the performance of this Agreement.

Section 10.03 Severability

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

Section 10.04 Waiver

Any failure by a Party to insist upon strict performance by the other Party of any material provision of this Agreement shall not be deemed a waiver thereof or of any other provision hereof, and the Party shall have the right at any time thereafter to insist upon strict performance of any and all of the provisions of this Agreement.

Section 10.05 Applicable Law and Venue

The construction and validity of this Agreement shall be governed by the laws of the State of Texas without regard to conflicts of law principles. Venue shall be in Harris County, Texas.

Section 10.06 Reservation of Rights

To the extent not inconsistent with this Agreement, each Party reserves all rights, privileges, and immunities under applicable laws.

Section 10.07 Further Documents

The Parties agree that at any time after execution of this Agreement, they will, upon request of the other Party, execute and deliver the further documents and do the further acts and things as the other Party may reasonably request in order to effectuate the terms of this Agreement.

Section 10.08 Incorporation of Exhibits and Other Documents by Reference

All Exhibits and other documents attached to or referred to in this Agreement are incorporated into this Agreement by reference for the purposes set forth in this Agreement.

Section 10.09 Effect of State and Federal Laws

Notwithstanding any other provision of this Agreement, the District shall comply with all applicable statutes or regulations of the United States, the State of Texas, and City Ordinances and City Charter provisions implementing such statutes or regulations.

Section 10.10 Authority for Execution

The City certifies and represents that the execution of this Agreement is duly authorized and adopted in conformity with the City Charter and City Ordinances. The District certifies and represents that the execution of this Agreement is duly authorized and adopted by the Board.

Section 10.11 Semi-Annual Review

At least semi-annually, the District shall review and confirm, and will notify the Planning and Development Department in a form prescribed by the Department, of the accuracy of the list of resale permit holders as provided by the State Comptroller's Office.

Section 10.12 Original Agreement Superseded

This Agreement supersedes and replaces the First Amended and Restated Strategic Partnership Agreement and applies to the Original Tract, the First Amendment Tract, and Second Amendment Tract collectively referred to as the Tract.

SIGNATURE PAGES FOLLOW

SIGNATURE PAGE

IN WITNESS WHEREOF, the parties have executed this Agreement in multiple copies, each of which shall be an original, as of the date countersigned by the City Controller of the City of Houston.

WEST HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 2

By: Melanie Mueller
Melanie Mueller, President

ATTEST:

By: Loretta Evans
Loretta Evans, Secretary

Tax ID No. 74-1902110

STATE OF TEXAS '
'
COUNTY OF HARRIS '

This instrument was acknowledged before me this 15 day of October 2014 by Melanie Mueller as President, and Loretta Evans as Secretary, of the Board of Directors of West Harris County Municipal Utility District No. 2, a political subdivision of the State of Texas, on behalf of said political subdivision.

Notary Public in and for the State of Texas

(NOTARY SEAL)

NOTARY PUBLIC STATE OF TEXAS
MICHAEL P. BACON
My Commission Expires
July 02, 2016

CITY OF HOUSTON, TEXAS

By:_____
Mayor

ATTEST:

By:_____
City Secretary

APPROVED:

By:_____
Director, Department of Planning and Development

APPROVED AS TO FORM:

By:_____
Assistant City Attorney
L.D. File No. 0611400120001

COUNTERSIGNED:

By:_____
City Controller

DATE COUNTERSIGNED:_____

EXHIBIT "A"

West Harris County MUD No. 2 (Amendment 2)
Property Description

1. BEGINNING at an existing westerly City of Houston city limit line, defined by Ordinance 2012-0981 (the limited purpose annexation of West Harris County Municipal Utility District No. 2) and its intersection with another existing northerly City of Houston city limit line defined by Ordinance 2012-0981 (the limited purpose annexation of West Harris County Municipal Utility District No. 2);

2. THENCE in a westerly direction along that southerly boundary line of that District to its intersection with an easterly boundary line of Morton Creek Ranch G.P. Subdivision (City of Houston Planning and Development Department file # 2013-2804);

3. THENCE in a northerly direction along that easterly boundary line of that Subdivision to its intersection with the southerly right-of-way line of Morton Road;

4. THENCE in an easterly direction along that southerly right-of-way line of Morton Road to its intersection with an existing westerly City of Houston city limit line, defined by Ordinance 2012-0981 (the limited purpose annexation of West Harris County Municipal Utility District No. 2);

5. THENCE in a southerly direction along that existing westerly city limit line to its intersection with another existing northerly City of Houston city limit line defined by Ordinance 2012-0981 (the limited purpose annexation of West Harris County Municipal Utility District No. 2), such point being the POINT OF BEGINNING.

AND

1. BEGINNING at an existing southerly City of Houston city limit line, defined by the Ordinance 2012-0981 (the limited purpose annexation of West Harris County Municipal Utility District No. 2) and its intersection with the easterly boundary line of Grandway West Subdivision (City of Houston Planning and Development Department file # 2014-2049);

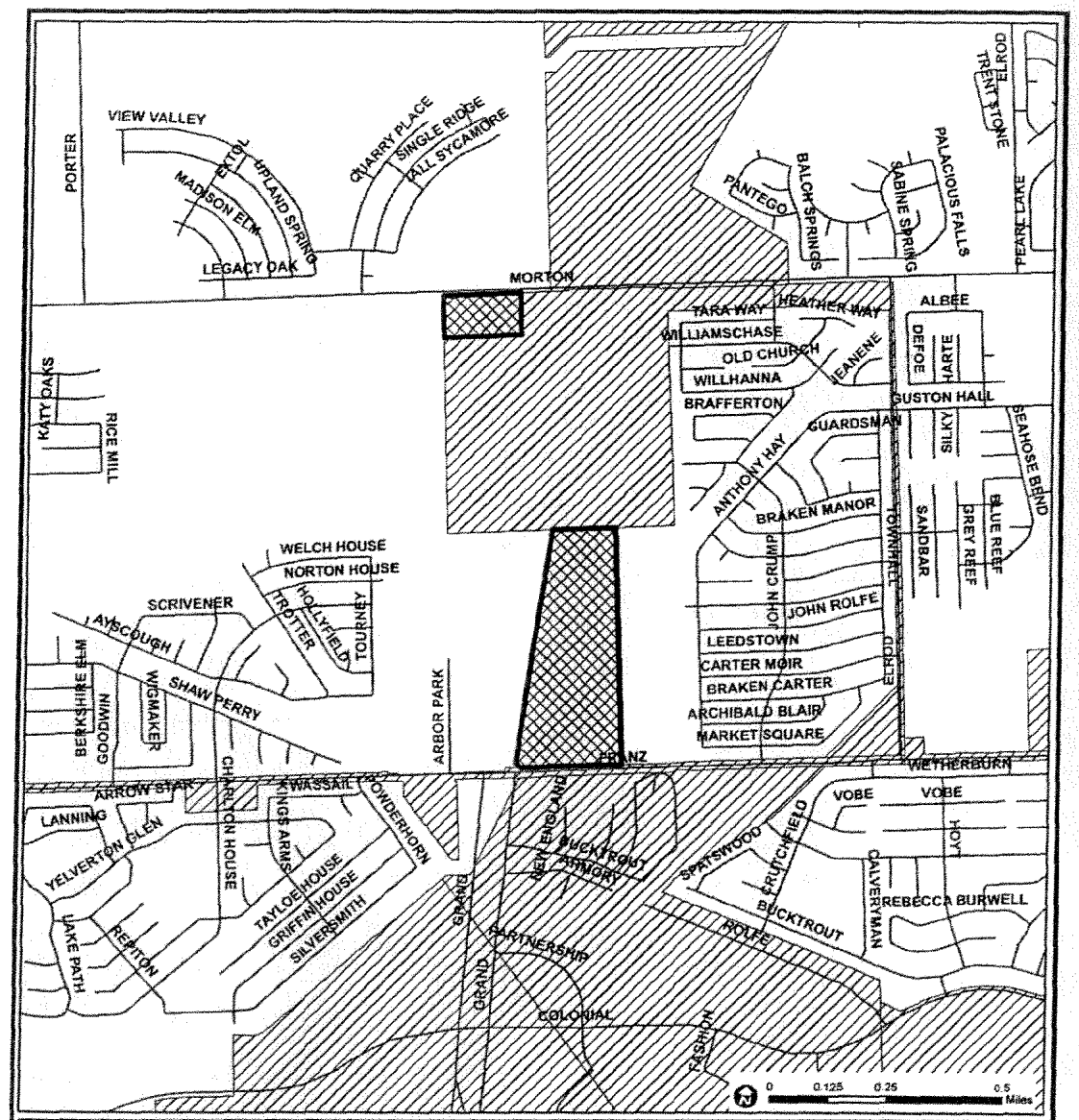
2. THENCE in a southerly direction along that easterly boundary line of that Subdivision to its intersection with an existing northerly City of Houston city limit line defined by the Ordinance 2010-0982 (the limited purpose annexation of Harris County Municipal Utility District No. 64), this line also being the northerly right-of-way line of Franz Road;

3. THENCE in a westerly direction along that northerly right-of-way line of Franz Road or that northerly city limit line to its intersection with the proposed southeasterly right-of-way line of Grand Parkway;

4. THENCE in a northeasterly direction along that proposed southeasterly right-of-way line of Grand Parkway to its intersection with an existing southerly City of Houston city limit line, defined by the Ordinance 2012-0981 (the limited purpose annexation of West Harris County Municipal Utility District No. 2);

5. THENCE in an easterly direction along that existing southerly city limit line to its intersection with the easterly boundary line of Grandway West Subdivision (City of Houston Planning and Development Department file # 2014-2049), such point being the POINT OF BEGINNING.

EXHIBIT "B"



Limited Purpose Annexation: WHC MUD No. 2

Source: City of Houston GIS Database
Date: September 2014

Roads

Proposed Annexation

Existing City Limit

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.

PLANNING & DEVELOPMENT DEPARTMENT

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
ETJ

Item Creation Date: 11/18/2014

PLN-Woodlands Township Amendment

Agenda Item#: 55.

Summary:
ORDINANCE approving and authorizing second amendment to Regional Participation Agreement between the City of Houston and **THE WOODLANDS TOWNSHIP**, a political subdivision of the State of Texas and the successor by name change to Town Center Improvement District of Montgomery County, Texas

Background:
The Woodlands Land Development Co. is requesting the addition of seven parcels of land located in the COH's ETJ to the Township boundaries. They are also asking that we correct a scribner's error of no legal significance from Exhibit A of the first amendment to the agreement. Once added, the City will receive 1/16 of 1% of any sales tax generated on the property. Once they are added to the Township, the parcels will no longer be eligible for annextion into the City but due to their location, annexation is highly unlikely in the futute.

Prior Council Action:
October 24, 2007; Ordinance No. 2007-1169 & May 19, 2010; Ordinance No. 2010-0379

Amount of Funding:
N/A

Contact Information:
Nicole Smothers - PD - 713-837-7856

ATTACHMENTS:

	Description	Type
	RCA	Backup Material
	RCA Ord-Woodlands Township	Ordinance/Resolution/Motion

TO: Mayor via City Secretary **REQUEST FOR COUNCIL ACTION**

SUBJECT: Ordinance authorizing the second amendment to the Regional Participation Agreement between the City of Houston and The Woodlands Township	**Category #**	**Page 1 of 1**	**Agenda Item #**

FROM (Department or other point of origin): Planning and Development Department	**Origination Date** September 22, 2014	**Agenda Date**
DIRECTOR'S SIGNATURE:	**Council District affected:** ETJ	
For additional information contact: Nicole Smothers **Phone:** 713-837-7856	**Date and identification of prior authorizing Council action:** October 24, 2007, Ordinance No. 2007-1169 & May 19, 2010, Ordinance No. 2010-0379	

RECOMMENDATION: (Summary)
That Council pass an ordinance authorizing the second amendment to the Regional Participation Agreement between the City of Houston and The Woodlands Township

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

SPECIFIC EXPLANATION:

The Woodlands Land Development Company, L.P. (the Developer), is in control of seven small parcels of land located in Houston's Extra Territorial Jurisdiction (ETJ) and contiguous to the existing boundary of The Woodlands Township, as defined by the Regional Participation Agreement between the City of Houston and The Woodlands Township. The Developer is requesting the following amendments to the Agreement:

- Inclusion of all seven parcels into the Township boundaries;
- Correct a scribner's error in EXHIBIT I to the First Amendment changing "TRACT 645/646" to TRACT "644/645"

The addition of the seven parcels to the Township will add approximately 89 acres to its boundary. All areas within the Township are subject to the terms of the Regional Participation Agreement between The Woodlands Township and the City of Houston. As such, the city will receive 1/16 of 1% of any sales tax generated on the property (the property is primarily residential). While the areas added will remain a part of the ETJ, once they become a part of The Woodlands Township, the parcels will no longer be eligible for annexation into the City of Houston. However, due to their location, it is highly unlikely that the city would ever consider the parcels for annexation.

The Planning and Development Department recommends that Council pass an ordinance authorizing the second amendment to the Regional Participation Agreement between the City of Houston and The Woodlands Township.

Copy: David Feldman
Sameera Mahendru
Marta Crinejo
Anna Russell

Finance Director:	**Other Authorization:**	**Other Authorization:**

City of Houston, Texas Ordinance No. _____

AN ORDINANCE APPROVING AND AUTHORIZING THE SECOND AMENDMENT TO THE REGIONAL PARTICIPATION AGREEMENT BETWEEN THE CITY OF HOUSTON AND TOWN CENTER IMPROVEMENT DISTRICT OF MONTGOMERY COUNTY, TEXAS; MAKING VARIOUS FINDINGS AND PROVISIONS RELATING TO THE SUBJECT; 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 December 2014.

APPROVED this _____ day of December 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

(Prepared by Legal Dept. _____)
Senior Assistant City Attorney

(Requested by Patrick Walsh, Director, Planning and Development Department)
(L.D. File No. 0611400009001)

SECOND AMENDMENT TO
REGIONAL PARTICIPATION AGREEMENT

THE STATE OF TEXAS	§
	§
COUNTIES OF HARRIS AND	§
MONTGOMERY	§

THIS SECOND AMENDMENT TO REGIONAL PARTICIPATION AGREEMENT ("Second Amendment") is made and entered into by and between THE WOODLANDS TOWNSHIP (the "Township"), a political subdivision of the State of Texas and the successor by name change to Town Center Improvement District of Montgomery County, Texas (the "District"), and the CITY OF HOUSTON, TEXAS (the "City"), a municipality operating pursuant to its home rule charter.

RECITALS

WHEREAS, the Township, as successor by name change to the District, has heretofore entered into that certain Regional Participation Agreement last countersigned by the City on November 9, 2007 (the "Agreement"), which provides, among other matters, that under the terms and circumstances prescribed therein, certain Territory (as defined in the Agreement) may be released from the ETJ (as defined in the Agreement) of the City upon request of the Township; and

WHEREAS, Section 5.5 of the Agreement further provides that the Township shall not take any action or proceeding to annex or include within its boundaries or any plan of annexation by the Township any lands or territories which at the time are situated within the corporate limits or the ETJ of the City, other than the Territory, without the express written consent of the City given by ordinance or resolution; and

WHEREAS, subsequent to the effective date of the Agreement, the City and the Township entered into a First Amendment to Regional Participation Agreement last countersigned by the City on July 20, 2010 (the "First Amendment") to revise and amend EXHIBIT "A" to the Agreement and provide a procedure for future revisions and reforms to EXHIBIT "A" under limited circumstances; and

WHEREAS, subsequent to the effective date of the First Amendment, both The Woodlands Land Development Company, L.P., the principal developer within the Township, and other landowners have acquired several additional tracts of land more particularly described in EXHIBIT I attached hereto and made a part hereof for all purposes (the "Additional Territory"), which are surrounded by or are adjacent to the existing boundaries of the Township and within the exclusive ETJ of the City; and

WHEREAS, all such additional tracts of land do not meet the requirements and criteria of the First Amendment for certification by the Mayor of the City and for revision and reform of EXHIBIT "A" to the Agreement without further action of the City Council; and

WHEREAS, such additional tracts of land cannot be practically served by the City but are well suited to receive municipal type services from the Township and overlapping municipal utility districts within the Township; and

WHEREAS, EXHIBIT I to the First Amendment includes an erroneous reference to TRACT 645/646 that requires correction; and

WHEREAS, the parties have determined to further amend the Agreement and the First Amendment (the Agreement, as amended by the First Amendment, being hereinafter referred to as the "Amended Agreement"), by entering into this Second Amendment; Now, therefore

AGREEMENT

FOR AND IN CONSIDERATION of the mutual promises, benefits, covenants, undertakings, payments and deposits described in the Agreement and made applicable to the Additional Territory pursuant to this Second Amendment to the Amended Agreement, the Township and the City contract and agree as follows:

Section 1: EXHIBIT "A" to the Amended Agreement is hereby amended and revised and reformed to include the Additional Territory referenced in the recitals hereto and described in EXHIBIT I hereto.

Section 2: EXHIBIT I to the First Amendment is hereby amended and revised and reformed to change the reference to "TRACT 645/646" therein to "TRACT 644/645".

Section 3: By ordinance of the City Council of the City approving and authorizing the execution of this Second Amendment, the City consents to the addition to the boundaries of the Township of the Additional Territory.

Section 4: Except as amended by the terms of this Second Amendment, the remaining terms and provisions of the Amended Agreement shall continue in full force and effect for the term and upon the conditions specified therein.

IN WITNESS WHEREOF, the parties have executed this Second Amendment in multiple counterparts, each of which shall be deemed to be an original, as of the latest date of signature set forth below.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

THE WOODLANDS TOWNSHIP,
a political subdivision of the State of Texas

Chairman, Board of Directors

ATTEST:

Secretary, Board of Directors

(SEAL)

Date: November 13, 2014

CITY OF HOUSTON, TEXAS

Mayor

ATTEST/SEAL:

City Secretary

COUNTERSIGNED

City Controller

DATE COUNTERSIGNED:

APPROVED AS TO FORM:

Senior Assistant City Attorney

APPROVED:

Director, Planning and Development Department

EXHIBIT I

Consisting of seven (7) parcels of land located in Montgomery County, Texas, or Harris County, Texas, being more particularly described as follows, but save and except such portions of same, if any, as may be described in EXHIBIT I to the First Amendment or in EXHIBIT "A" to the Agreement:

ADDITIONAL MONTGOMERY COUNTY PARCELS

Parcel A
(Vick Tracts)

COUNTY OF MONTGOMERY

LEGAL DESCRIPTION OF A LAND

A 5.088 acre tract of land located in the Walker County School Land Survey, Abstract 599, Montgomery County, Texas and containing:

a) that certain called 2.5293 acre Tract 1, as recorded under Montgomery County Clerk's File No. 2010026482, save and except that certain 628 sq. ft. part of current northeasterly R.O.W. of Nursery Road as shown on The Woodlands Village of Grogan's Mill, Section 47 recorded under Montgomery County Map Records Slide D, Sheet 88
b) that certain called 2.5723 acre Tract 2, as recorded under Montgomery County Clerk's File No. 2010026482

Said 5.088 acre is being further more particularly described by metes and bounds as follows:

BEGINNING at a 5/8" iron rod found on the common northerly corner of Village of Grogan's Mill, Section 47, a subdivision recorded under Montgomery County Map Records Cabinet D, Sheet 88, the called 2.5293 acre Tract 1and herein described Tract. Said point being on the southerly line of Village of Grogan's Mill, Section 23, as recorded under Montgomery County Map Records, Cabinet B, Sheet 80;

THENCE: North 88°00'37" East, a distance of 240.31 feet with common line of said Tract 1, and said Village of Grogan's Mill, Section 23, to a 5/8" iron rod found on the northeasterly corner of herein described Tract. Said point being the northwesterly corner of Village of Grogan's Mill Section 69, as recorded under Montgomery County Map Records Cabinet Q, Sheet 111;

THENCE: South 02°37'04" East, a distance of 457.27, with common line of said 2.5293 acre, and said Grogan's Mill, Section 69 subdivision, to the 5/8" iron rod found on the corner, Said point being on the southeasterly corner of said 2.5293 acre Tract 1. Said point bearing North 87°21'23" East, a distance of 12.36 feet, from the northwesterly corner of said 2.5723 acre Tract 2;

THENCE: North 87°20'55" East, a distance of 228.08 feet, with common line of said 2.5293 acre Tract 2, and said Grogan's Mill, Section 69 subdivision, to a 5/8" iron rod found on the northeasterly corner of said 2.5723 acre Tract 2. Said point being a corner of said Grogan's Mill, Section 69;

THENCE: South 02°35'56" East, a distance of 467.55 feet, with common line of said 2.5723 acre Tract 2, and said Grogan's Mill, Section 69, to a 5/8" iron rod found on the common corner of herein described Tract, said Tract 2, and said Grogan's Mill, Section 69; Said point being also on northerly line of Grogan's Mill, Section 25, as recorded under Cabinet B, Sheet 66 of Montgomery County Map Records;

THENCE: South 87°48'56" West, a distance of 240.08 feet, with common line of said 2.5723 acre Tract 2, and said Grogan's Mill, Section 25, to a 5/8" iron rod found on common southerly corner of said Tract 2, and said Village of Grogan's Mill, Section 47;

THENCE: North 02°38'25" West, a distance of 465.58 feet, with common line of said 2.5723 acre Tract 2, and said Grogan's Mill Section 47, to a point;

THENCE: South 87°21'35" West, a distance of 196.36 feet, with said Grogan's Mill Section 47, to a point on the centerline of said Nursery Road (60' wide);

THENCE: North 02°38'25" West, a distance of 20.00 feet, with said Grogan's Mill, Section 47, and across said 2.5293 acre Tract, to a 5/8" iron rod found on the corner;

THENCE: South 87°21'35" West, a distance of 31.42 feet, across said 2.5293 acre Tract, and with said Grogan's Mill, Section 47, to a 5/8" iron rod found on the westerly line of said 2.5293 acre;

THENCE: North 02°38'25" West, a distance of 440.01 feet, with common line of said 2.593 Tract 1, and said Grogan's Mill, Section 47, to the **POINT of BEGINNING**, and containing 221,643 sq. ft. or 5.088 acres of land.



Piotr A. Debski,
RPLS No. 5902

Job No.: 12091-01
GF No.: N/A
January 23, 2014

Parcel B
(Silver Crest, Section 2 Tracts)

Tract 1
Description of 0.716 Acre

BEING A TRACT OR PARCEL, CONTAINING 0.716 ACRES OR 31,189 SQUARE FEET OF LAND SITUATED IN THE WALKER COUNTY SCHOOL LAND SURVEY, ABSTRACT NO. 599 IN MONTGOMERY COUNTY, TEXAS AND BEING IN THE NORTH HALF OF THE WEST HALF OF THE WEST 3 ACRES OF LOT 129, MC WILLIAMS SUBDIVISION ACCORDING TO THE MAP OR PLAT THEREOF RECORDED IN VOLUME 1, PAGE 42, MAP RECORDS OF MONTGOMERY COUNTY, TEXAS, AND BEING THAT SAME PROPERTY CONVEYED TO JOHN BRUCE ILER AND WIFE SHARYN W. ILER RECORDED IN MONTGOMERY COUNTY CLERK'S FILE NO. 9348668 OF THE OFFICIAL RECORDS OF REAL PROPERTY OF MONTGOMERY COUNTY, TEXAS. SAID 0.716 ACRES BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

COMMENCING FOR REFERENCE AT A FOUND 1 ¼ INCH IRON PIPE FOR THE SOUTHEAST CORNER OF A CALLED 1.433 ACRE TRACT 3 (62,370 SQ. FT.) CONVEYED UNDER THE SAME DEED REFERENCED ABOVE;

THENCE, S89°45'20" W, WITH THE SOUTH LINE OF THE SAID 1.433 ACRE TRACT 3, SAME BEING, THE NORTH LINE OF NURSERY ROAD (WIDTH VARIES), A DISTANCE OF 92.25 FEET TO THE SOUTHEAST CORNER OF A 0.716 ACRE TRACT 2;

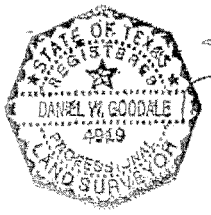
THENCE, N0°11'23"W, WITH THE EAST LINE OF SAID 0.716 ACRE TRACT 2, SAME BEING THE COMMON WEST LINE OF SAID 1.433 ACRE TRACT 3, A DISTANCE OF (CALL = 338.22) 337.96 FEET TO A SET ½ INCH IRON ROD FOR THE SOUTHEAST CORNER AND POINT OF BEGINNING OF THIS DESCRIBED TRACT 1;

THENCE, S89°45'13" W, WITH THE SOUTH LINE OF THE HEREIN DESCRIBED 0.716 ACRE TRACT 1, SAME BEING THE COMMON NORTH LINE OF SAID 0.716 ACRE TRACT 2, A DISTANCE OF 92.25 FEET TO A SET ½ INCH IRON ROD FOR THE SOUTHWEST CORNER;

THENCE, N0°11'23"W, WITH THE WEST LINE OF THIS DESCRIBED 0.716 ACRE TRACT 1, AND LOT 129, MC WILLIAMS SUBDIVISION, A DISTANCE OF 338.22 FEET TO A SET ½ INCH IRON ROD FOR THE NORTHWEST CORNER;

THENCE, N89°46'13"E, WITH THE NORTH LINE OF THIS DESCRIBED TRACT AND SAID LOT 129, MCWILLIAMS SUBDIVISION, SAME BEING THE SOUTH LINE OF A CALLED 0.2627 ACRE TRACT 2, A DISTANCE OF 92.25 FEET TO A SET ½ INCH ROD FOR THE NORTHEAST CORNER;

THENCE, S0°11'23"E, WITH THE EAST LINE OF THE HEREIN DESCRIBED TRACT 1, SAME BEING THE COMMON WEST LINE OF THE PREVIOUSLY DESCRIBED 1.433 ACRE TRACT 3, A DISTANCE OF 338.22 FEET TO THE POINT OF BEGINNING AND CONTAINING 0.716 ACRES OR 31,189 SQUARE FEET OF LAND, MORE OR LESS.



Daniel W. Goodale 1-12-2010

DANIEL W. GOODALE, R.P.L.S. #4919
PRIME TEXAS SURVEYS, LLC

Tract 2
Description of 0.716 Acre

BEING A TRACT OR PARCEL, CONTAINING 0.716 ACRES OR 31,189 SQUARE FEET OF LAND SITUATED IN THE WALKER COUNTY SCHOOL LAND SURVEY, ABSTRACT NO. 599 IN MONTGOMERY COUNTY, TEXAS AND BEING IN THE SOUTH HALF OF THE WEST HALF OF THE WEST 3 ACRES OF LOT 129, MC WILLIAMS SUBDIVISION ACCORDING TO THE MAP OR PLAT THEREOF RECORDED IN VOLUME 1, PAGE 42, MAP RECORDS OF MONTGOMERY COUNTY, TEXAS, AND BEING THAT SAME PROPERTY CONVEYED TO JOHN BRUCE ILER AND WIFE SHARYN W. ILER RECORDED IN MONTGOMERY COUNTY CLERK'S FILE NO. 9348658 OF THE OFFICIAL RECORDS OF REAL PROPERTY OF MONTGOMERY COUNTY, TEXAS. SAID 0.716 ACRES BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

COMMENCING FOR REFERENCE AT A FOUND 1 ½ INCH IRON PIPE FOR THE SOUTHEAST CORNER OF A CALLED 1.433 ACRE TRACT 3 (62,370 SQ. FT.) CONVEYED UNDER THE SAME DEED REFERENCED ABOVE;

THENCE, S89°45'20" W, WITH THE SOUTH LINE OF THE SAID 1.433 ACRE TRACT 3, SAME BEING, THE NORTH LINE OF NURSERY ROAD (WIDTH VARIES), A DISTANCE OF 92.25 FEET TO A SET ½ ' IRON ROD FOR THE SOUTHEAST CORNER AND POINT BEGINNING OF THIS DESCRIBED 0.716 ACRE TRACT 2;

THENCE, CONTINUE S89°45'20" W, WITH THE SOUTH LINE OF THE HEREIN DESCRIBED TRACT 2, SAME BEING THE NORTH LINE OF NURSERY ROAD (WIDTH VARIES), A DISTANCE OF 92.25 FEET TO A SET ½ INCH IRON ROD FOR THE SOUTHWEST CORNER;

THENCE, N0°11'23"W, WITH THE WEST LINE OF THIS DESCRIBED 0.716 ACRE TRACT 2, AND THE SAID LOT 129, MCWILLIAMS SUBDIVISION, A DISTANCE OF (CALL = 338.22) 337.99 FEET TO A SET ½ INCH IRON ROD FOR THE NORTHWEST CORNER.

THENCE, N89°46'13" E, WITH THE NORTH LINE OF THE HEREIN DESCRIBED 0.716 ACRE TRACT 2, SAME BEING THE SOUTH LINE OF SAID 0.716 ACRE TRACT 1, A DISTANCE OF 92.25 FEET TO A SET ½ INCH IRON ROD FOR THE NORTHEAST CORNER;

THENCE, S0°11'23"E, WITH THE EAST LINE OF THIS DESCRIBED TRACT 2, SAME BEING THE WEST LINE OF SAID 1.433 ACRE TRACT 3, A DISTANCE OF (CALL = 338.22) 337.96 FEET TO THE POINT OF BEGINNING AND CONTAINING 0.716 ACRES OR 31,189 SQUARE FEET OF LAND, MORE OR LESS.

STATE OF TEXAS
REGISTERED
DANIEL W. GOODALE
4919
PROFESSIONAL
LAND SURVEYOR

Daniel W. Goodale 1-12-2010
DANIEL W. GOODALE, R.P.L.S. #4919
PRIME TEXAS SURVEYS, LLC

~~10-0162 – 502 NURSERY RD. TRACT 2~~

Tract 3
Description of 1.433 Acres

BEING A TRACT OR PARCEL, CONTAINING 1.433 ACRES OR 62,370 SQUARE FEET OF LAND SITUATED IN THE WALKER COUNTY SCHOOL LAND SURVEY, ABSTRACT NO. 599 IN MONTGOMERY COUNTY, TEXAS AND BEING IN THE EAST HALF OF THE WEST HALF OF THE WEST 3 ACRES OF LOT 129, MC WILLIAMS SUBDIVISION ACCORDING TO THE MAP OR PLAT THEREOF RECORDED IN VOLUME 1, PAGE 42, MAP RECORDS OF MONTGOMERY COUNTY, TEXAS, AND BEING THAT SAME PROPERTY CONVEYED TO JOHN BRUCE ILER AND WIFE SHARYN W. ILER RECORDED IN MONTGOMERY COUNTY CLERK'S FILE NO. 9348653 OF THE OFFICIAL RECORDS OF REAL PROPERTY OF MONTGOMERY COUNTY, TEXAS. SAID 1.433 ACRES – TRACT 3 BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

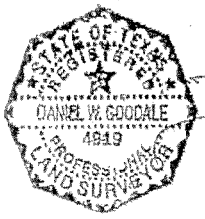
BEGINNING AT A FOUND 1 ¼ INCH IRON PIPE FOR THE SOUTHEAST CORNER AND POINT OF BEGINNING OF THE HEREIN DESCRIBED 1.433 ACRES TRACT 3 AND THE SOUTHWEST CORNER OF A TRACT CONVEYED TO WOODLANDS DEVELOPMENT CORPORATION RECORDED IN VOLUME 735, PAGE 675, MONTGOMERY COUNTY DEED RECORDS, AND ALSO BEING ON THE NORTH LINE OF NURSERY ROAD (WIDTH VARIES);

THENCE, S89°45'20" W, WITH THE SAID NORTH LINE OF NURSERY ROAD, SAME BEING, THE SOUTH LINE OF THE HEREIN DESCRIBED 1.433 ACRE TRACT 3, , A DISTANCE OF 92.25 FEET TO A SET ½ ' IRON ROD FOR THE SOUTHWEST CORNER;

THENCE, N0°11'23"W, WITH THE WEST LINE OF THIS DESCRIBED TRACT 3, SAME BEING THE COMMON EAST LINE OF THE PREVIOUSLY DESCRIBED TRACT 1 AND TRACT 2, A DISTANCE OF (CALL = 676.02') 676.16 FEET TO A SET ½ INCH IRON ROD FOR THE NORTHWEST CORNER;

THENCE, N89°46'13" E, WITH THE NORTH LINE OF THE HEREIN DESCRIBED TRACT AND THE AFORESAID LOT 129, MCWILLIAMS SUBDIVISION, A DISTANCE OF 92.25 FEET TO A SET ½ INCH IRON ROD FOR THE NORTHEAST CORNER;

THENCE, S0°11'23"E, WITH THE EAST LINE OF THIS DESCRIBED 1.433 ACRE TRACT 3, AND THE WEST LINE OF THE PREVIOUSLY REFERENCED WOODLANDS DEVELOPMENT CORPORATION TRACT, A DISTANCE OF (CALL = 676.16) 676.16 FEET TO THE POINT OF BEGINNING AND CONTAINING 1.433 ACRES OR 62,370 SQUARE FEET OF LAND, MORE OR LESS.



Daniel W. Goodale 1-12-2010

DANIEL W. GOODALE, R.P.L.S. #4919
PRIME TEXAS SURVEYS, LLC

Parcel C
(Woodforest Bank Tract)

DESCRIPTION OF A TRACT OF LAND CONTAINING
15.3700 ACRES (669,518 SQUARE FEET) SITUATED
IN THE WALKER COUNTY SCHOOL LAND SURVEY,
A-599, MONTGOMERY COUNTY, TEXAS

Being a tract of land containing 15.3700 acres (669,518 square feet) situated in the Walker County School Land Survey, A-599 in Montgomery County, Texas, and also being all of a 7.36-acre tract and the residue of a 7.34-acre tract as conveyed unto A.G. Gonzales and wife, Margaret Gonzales by deed recorded in Volume 542, Page 361 of the Deed Records of Montgomery County, Texas and the residue of a parcel (1.24 acres by calculation), 66 feet by 818.2 feet off of the east side of a 5 acre tract described in a deed from Donald R. Pruett and wife, Vita L. Pruett to Margaret E. Gonzales as recorded in Volume 880, Page 614 of the Deed Records of Montgomery County, Texas. Said 15.3251-acre tract being more particularly described by metes and bounds as follows:

BEGINNING at a found 5/8-inch iron rod with cap located in the north right-of-way line of Sawdust Road (100 feet wide) for the southwest corner of said 1.24-acre tract, for the southeast corner of the residue of a 5-acre tract as conveyed unto Bascom A. Dove, Jr. and wife, Bettye Lane Dove by deed recorded in Volume 520, Page 461 of the Deed Records of Montgomery County, Texas, for the southwest corner of said tract herein described and for the POINT OF BEGINNING from which a found bent 3/8-inch iron rod located at the southwest corner of the residue of said 5-acre tract bears South 79° 04' 12" West with the north right-of-way line of said Sawdust Road, a distance of 184.22 feet;

THENCE North 02° 48' 28" West with the east line of the residue of said 5-acre tract, a distance of 760.24 feet to a found 5/8-inch iron rod with cap located in the south line of said 7.36-acre tract for the northeast corner of the residue of said 5-acre tract and for an interior corner of said tract herein described;

THENCE South 86° 36' 05" West with the south line of said 7.36-acre tract and the north line of the residue of said 5-acre tract, a distance of 200.00 feet to a found 1/2-inch iron rod located in the east line of a 2.38-acre tract as conveyed unto Conroe Independent School District by deed recorded in Volume 839, Page 233 of the Deed Records of Montgomery County, Texas, for the southwest corner of said 7.36-acre tract, for the northwest corner of the residue of said 5-acre tract and for a corner of said tract herein described;

THENCE North 03° 41' 51" West with the west line of said 7.36-acre tract, the east line of said 2.38-acre tract, at 30.08 feet passing the northeast corner of said 2.38-acre tract and the southeast corner of a 31.102-acre tract as conveyed unto Conroe Independent School District by deed recorded in Volume 834, Page 237 of the Deed Records of Montgomery County, Texas, continuing with the east line of said 31.102-acre tract and the west line of said 7.36-acre tract for a total distance of 419.54 feet to a ser 5/8-inch iron rod with yellow cap stamped "Cobb, Fendley and Associates" for the northwest corner of said tract herein described, for the northwest corner of said 7.36-acre tract and for an interior corner of said 31.102-acre tract;

THENCE North 86° 12' 51" East with the north line of said 7.36-acre tract and the south line of said 31.102-acre tract, a distance of 773.61 feet to a found 3/4-inch iron rod for the northeast corner of said tract herein described, for the northeast corner of said 7.36-acre tract and the northwest corner of Restricted Reserve "A" of Woodlands Green II, a subdivision plat recorded in Cabinet E, Sheet 66B of the Map Records of Montgomery County, Texas;

THENCE South with the east line of said 7.36-acre tract and the west line of said Restricted Reserve "A", a distance of 425.51 feet to a found 1/2-inch iron rod located in the north line of a 5.3106-acre tract as conveyed unto George H. Bishop by deed recorded under County Clerk's File No. 8216427, Film Code No. 128-01-2240 of the Official Records of Real Property of Montgomery County, Texas, for a corner of said tract herein described, for the southeast corner of said 7.36-acre tract, the southwest corner of said Restricted Reserve "A";

THENCE South 86° 36' 05" West with the south line of said 7.36-acre tract and the north line of said 5.3106-acre tract, a distance of 235.26 feet to a found 1/2-inch iron rod for an interior corner of said tract herein described, for the northeast corner of the residue of said 7.34-acre tract and for the northwest corner of said 5.3106-acre tract from which a found 5/8-inch iron rod (bent) bears North 13° 29' 45" East, a distance of 0.55 feet;

THENCE South 39° 36' 04" East with the northeast line of the residue of said 7.34-acre tract and the west line of said 5.3106-acre tract, a distance of 337.76 feet to found 2-inch aluminum pipe for an angle point in the east line of said tract herein described, for an angle point in the east line of the residue of said 7.34-acre tract, for an angle point in the west line of said 5.3106-acre tract and for the northwest corner of a 1.418-acre tract as conveyed unto George Todd Brady, III and wife, by deed recorded under County Clerk's Film Code No. 153-01-0219 of the Official Records of Real Property of Montgomery County, Texas, from which a wood stake bears North 12° 28' 43" West, a distance of 0.88 feet;

THENCE South 00° 32' 46" West with the east line of the residue of said 7.34-acre tract and the west line of said 1.418-acre tract, a distance of 485.00 feet to a point located in the north right-of-way line of said Sawdust Road for the southeast corner of said tract herein described and for the beginning of a non-tangent curve to the left from which a found 3/8-inch iron rod bears North 00° 32' 46" East, a distance of 0.40 feet;

THENCE in a southwesterly direction with the north right-of-way line of said Sawdust Road and with said curve to the left whose central angle is 01° 54' 24" and whose radius is 2050.00 feet (chord bears North 88° 00' 45" West, a distance of 68.22 feet) for a curve length of 68.22 feet to a set 5/8-inch iron rod with yellow cap stamped "Cobb, Fendley and Associates" for a corner being in the old northerly right-of-way line of said Sawdust Road;

THENCE North 83° 23' 56" West, along said old northerly right-of-way line, a distance of 103.17 feet to a set 5/8-inch iron rod with yellow cap stamped "Cobb, Fendley and Associates" being an angle point;

THENCE South 80° 59' 15" West, continuing along said old northerly right-of-way line, a distance of 135.33 feet to a set 5/8-inch iron rod with yellow cap stamped "Cobb, Fendley and Associates" for a point on a curve to the left;

THENCE along the northerly right-of-way line of said Sawdust Road and with said curve to the left whose central angle is 05° 04' 15" and whose radius is 2050.00 feet (chord bears South 81° 53' 44" West, a distance of 181.37 feet) for a curve length of 181.43 feet to the POINT OF BEGINNING and containing 15.3700 acres (669,518 square feet) of land, more or less.

Note: This metes and bounds description is referenced to a survey drawing prepared by Cobb, Fendley & Associates, Inc. dated December 7, 2006 and titled "A LAND TITLE SURVEY OF A 15.3700 ACRE TRACT LOCATED IN THE WALKER COUNTY SCHOOL LAND SURVEY, A-599 IN MONTGOMERY COUNTY, TEXAS".

Note: All bearings shown hereon are based on the east line of the 7.36-acre tract, which was rotated to a deed bearing of "South".

Cobb, Fendley & Associates, Inc.
13430 Northwest Freeway, Suite 1100
Houston, Texas 77040

Job No. 0602-056-01

December 7, 2006

STATE OF TEXAS
REGISTERED
BLAINE FISHER
#2500
PROFESSIONAL
LAND SURVEYOR

Parcel D
(TWLDC Drill Site)

Description of 4.000 Acres

4.000 acres of land, more or less, out of the Isaac Mansfield Survey, Abstract No. 244, Montgomery County, Texas, also known as Drill Site No. 3 in instrument recorded under County Clerk's File No. 8954666 of the Real Property Records of Montgomery County, Texas, more fully described by metes and bounds as follows:

BEGINNING at a ½ iron rod found in the centerline of a roadway at a point South 70° 11' 38" West, 1287.89 feet from the concrete monument set at the Northwest corner of the William White Survey, Abstract No. 692;

THENCE South 88° 43' 02" East, 430.00 feet to a ½ inch iron rod set for corner;

THENCE South 03° 47' 12" West, 375.46 feet to a ½ inch iron rod set in the center of a proposed road;

THENCE with said roadway North 87° 00' 00" West 321.71 feet to a ½ inch iron rod set for corner;

THENCE North 64° 60' 15" West, 280.00 feet to a ½ inch iron rod set for the center of existing roadway;

THENCE with said roadway North 35° 09' 45" East, 235.79 feet to a ½ inch iron rod set for corner;

THENCE North 34° 42' 30" East, 16.31 feet to the POINT OF BEGINNING and containing 4.000 acres of land, more or less.

ADDITIONAL HARRIS COUNTY PARCELS

Parcel A
(Del Papa Tract)

METES AND BOUNDS DESCRIPTION
8.459 ACRES OUT OF THE
WILLIAM WHITE SURVEY, A-829
AND THE ANDREW LAWSON SURVEY, A-509
HARRIS COUNTY, TEXAS

A tract of land containing 8.459 acres (368,457 square feet) of land out of the William White Survey, Abstract No. 829 and the Andrew Lawson Survey, Abstract No. 509, Harris County, Texas, being out of a 4.682 acre tract of land conveyed to RDJC Kuykendahl L.P. as recorded under County Clerk's File (C.C.F.) No. X343759 of the Official Public Records of Real Property of Harris County (O.P.R.R.P.H.C.), a 1.6576 acre tract conveyed to Del Papa Ventures, Ltd. as recorded under C.C.F. No. X343761 of the O.P.R.R.P.H.C., and a 2.1608 acre tract conveyed to Del Papa Ventures, Ltd., as recorded under C.C.F. No. Y587423 of the O.P.R.R.P.H.C. All bearings and coordinates are based on the Texas State Plane Coordinate System, South Central Zone, North American Datum of 1927, said 8.459 acres being more particularly described as follows:

BEGINNING at a 5/8-inch iron rod being the southwest corner of said 2.1608 acre tract, being in the north line of a 0.0811 acre tract (called Tract 4) Kuykendahl Right-Of-Way conveyed to Harris County under County Clerk's File No. 20100374149 of the O.P.R.R.P.H.C. and lying in an easterly line of a 0.2574 acre tract of land conveyed to Harris County, Kuykendahl Right-Of-Way under County Clerk's File No. 20100386424 of the O.P.R.R.P.H.C. and having a coordinate value of X=3,090,586.73 (E), Y=857,737.12 (N).

THENCE NORTH 54 degrees 48 minutes 43 seconds WEST, 24.96 feet along the east line of said 0.2574 acre Kuykendahl Right-Of-Way tract to a 5/8-inch iron rod with cap found at a southwesterly corner of the herein described tract;

THENCE NORTHERLY along the east line of said 0.2574 acre Kuykendahl Right-Of-Way tract and a curve to the right through a central angle of 10 degrees 24 minutes 55 seconds to a 5/8-inch iron rod with cap set at a westerly corner of the herein described tract, said curve having a radius of 1,166.00 feet, an arc length of 211.96 feet and a long chord bearing NORTH 12 degrees 10 minutes 20 seconds WEST, 211.67 feet;

THENCE NORTH 06 degrees 57 minutes 53 seconds WEST, 57.96 feet along the east line of said 0.2574 acre tract to a 5/8-inch iron rod with cap set at at the northwest corner of said 2.1608 acre tract and the southwest corner of the said 1.6576 acre tract and a westerly corner of the herein described tract and being in the east Right-Of-Way of Kuykendahl;

THENCE NORTH 06 degrees 38 minutes 46 seconds EAST, along the west lines of said 1.6576 acre tract and said 4.6842 tract and the east Right-Of-Way of Kuykendahl, at 202.87 feet passing a 5/8-inch iron rod with cap found at the northwest corner of the 1.6576 acre tract and continuing along the west line of the 4.6842 tract for a total distance of 433.68 feet to a PK nail set at the northwest corner of said 4.6842 acre tract and also being the northwest corner of the herein described tract;

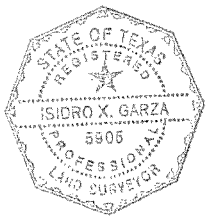
THENCE NORTH 87 degrees 58 minutes 26 seconds EAST, along the north line of said 4.6842 acre tract, at 19.52 feet passing a 5/8-inch iron rod with cap found at the southwest corner of a tract conveyed to AAA Self Storage as recorded under Film Code (F.C.) No. 520032 of the Harris County Map Records (H.C.M.R.), continuing along the south line of said AAA Self Storage Tract for a total distance of 763.05 feet to a 5/8-inch iron rod with cap found on a west line of a 10.29 acre tract conveyed to James R. Cochran and Wanda Cochran as recorded under C.C.F.No. W208704 of the O.P.R.R.P.H.C., being the southeast corner of said AAA Self Storage tract and the northeast corner of said 4.6842 acre tract;

THENCE SOUTH 03 degrees 53 minutes 10 seconds WEST, 298.16 feet along the west line of said 10.29 acre tract and the east line of said 4.6842 acre tract to a 5/8-inch iron rod found at the northeast corner of a 4.0000 acre tract conveyed to Jeannie Estelle Cammack McConnell under County Clerk's File No. U382008 of the O.P.R.R.P.H.C., being an easterly corner of the herein described tract;

THENCE SOUTH 89 degrees 15 minutes 11 seconds WEST, 417.41 feet along the north line of said 4.00 acre tract, the south line of said 4.6842 acre tract to a 1/2-inch iron rod found at an easterly corner of said 1.6576 acre tract, being an interior corner of the herein described tract;

THENCE SOUTH 03 degrees 45 minutes 23 seconds WEST, 426.70 feet along the east lines of said 1.6576 acre tract and said 2.1608 acre tract to a 3/4-inch iron pipe found at the southwest corner of said 4.00 acre tract, the southeast corner of said 2.1608 acre tract and being the southeast corner of the herein described tract and lying in the north line of Indian Hill Drive (30 feet wide);

THENCE SOUTH 88 degrees 21 minutes 43 seconds WEST, 275.29 feet along the south line of said 2.1608 acre tract and said north line of Indian Hill Drive (30 feet wide) to the POINT OF BEGINNING, containing 8.459 acres (368,457 square feet) of land.



S & V SURVEYING, INC.

BY: _____
10/22/13

8.459 Acre Del Papa Tract
October 22, 2013
Job No. 83300-000-3-008
Drawing No. C-2100

I:\GENERAL\M&B\83000\83300\8.459 ac M&B.docx

Parcel B
(Tract 650)

DESCRIPTION OF A 2.8573-ACRE TRACT
SITUATED IN THE ANDREW LAWSON
SURVEY, A-509, HARRIS COUNTY, TEXAS

Being a 2.8573-acre tract of land situated in the Andrew Lawson Survey, A-509, Harris County, Texas, being out of a (called) 36.0661-acre tract conveyed to James Lawrence Davis, Jr. and Sallie Rebecca Davis Schwall and out of a (called) 13.1149-acre tract conveyed to Frances Stuart Davis Blackshear as recorded under Clerk's File Number V506564 of the Official Public Records of Real Property Harris County, Texas. Said 2.8573-acre tract being more particularly described by metes and bounds as follows; (bearings based on the Woodlands Coordinate System)

BEGINNING at a 5/8-inch iron rod with cap stamped "WEISSER ENG. HOUSTON, TX" set in the west right-of-way line of Kuykendahl Road (60 feet wide), a south line of a 30-foot wide Private Road, the northeast corner of said 13.1149-acre tract and being the northeast corner of said tract herein described having a Texas State Plane Coordinate value of X=3,090,246.6690, Y=856,226.9768;

THENCE South 06°43'03" West, at a distance of 285.86 feet passing a found 1/2-inch iron rod being the southeast corner of said 13.1149-acre tract and the northeast corner of said 36.0661-acre tract and continuing for a total distance of 424.65 feet to a 5/8-inch iron rod with cap stamped "WEISSER ENG. HOUSTON, TX" set for the southeast corner of said tract herein described;

THENCE South 88°13'45" West, a distance of 265.00 feet to a 5/8-inch iron rod with cap stamped "WEISSER ENG. HOUSTON, TX" set for the southwest corner of said tract herein described;

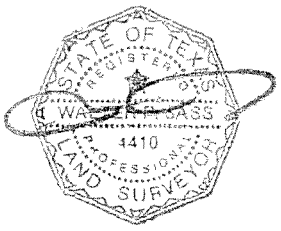
THENCE North 01°46'15" West, at a distance of 137.25 feet passing the northwest corner of said 36.0661-acre tract and the southwest corner of said 13.1149-acre tract and continuing for a total distance of 420.00 feet to a 5/8-inch iron rod with cap stamped "WEISSER ENG. HOUSTON, TX" set for the northwest corner of said tract herein described, located in a south line of said 30-foot wide Private Road, also being the north line of said 13.1149-acre tract;

THENCE North 88°13'45" East along a south line of said 30-foot wide Private Road and the north line of said 13.1149-acre tract, a distance of 327.68 feet to the POINT OF BEGINNING and containing 2.8573 acres of land.

Compiled By:

WEISSER ENGINEERING COMPANY
19500 Park Row, Suite 100
Houston, Texas 77084

Job No.: EG745 (1492-045)
Date: 1/14/03



Description of Harris County Parcel C

Parcel C
(Flair Custom Home Tract)

FIELD NOTES FOR 50.5518 ACRES

Being 50.5518 acres of land located in the William White Survey, Abstract No. 829, in Harris County, Texas. Said 50.5518 acres being a call 5 acre tract of land recorded in the name of Charlotte Huffman under Harris County Clerk's File (H.C.C.F.) No.'s D341068 and 20070604218; a call 22.7914 acre tract (Tract 1) recorded in the name of Carnahan Construction Company, LLC under H.C.C.F. No. 20120183472; and those call 11.1558 (Tract 1) and 11.6321 (Tract 2) acre tracts recorded in the name of Flair Builders, LLC under H.C.C.F. No. 20130313874. Said 50.5518 acres being more particularly described by metes and bounds as follows (Bearings are referenced to the Texas Coordinate System of 1983, South Central Zone, as derived from GPS observations):

BEGINNING at a railroad rail found in the West line of The Woodlands Village of Creekside Park Sec 18, a subdivision of record in Film Code No. 636208 of the Harris County Map Records (H.C.M.R.), and the North line of a call 1,214.63 acre tract recorded in Volume 3144, Page 241 of the Harris County Deed Records (H.C.D.R.) for the Southeast corner of said 11.6321 acre tract, and said rail further being at the common line for said William White Survey and the Andrew Lawson Survey, Abstract No. 509, Harris County, Texas;

THENCE, with said common line, South 88 degrees 14 minutes 53 seconds West, at 400.63 feet pass a 5/8 inch iron rod found for the Southwest corner of said 11.6321 acres and the Southeast corner of said 11.1558 acres, at 801.57 feet pass a railroad rail found for the Southwest corner of said 11.1558 acres and the Southeast corner of said 22.7914 acres, at 1,602.96 feet pass a railroad rail found for the Southwest corner of said 22.7914 acres and the Southeast corner of said 5 acres, and continuing for a total distance of 2,069.17 feet to a 5/8 inch capped iron rod set in the North line of a call 70.2301 acre tract recorded in the name of The Woodlands Corporation under H.C.C.F. No. P649181 for the Southwest corner of said 5 acres and the Southeast corner of a call 10.295 acre tract (Fee Tract One) recorded in the name of James R. Cochran and Wanda M. Cochran under H.C.C.F. No. W208704, from which rod a railroad rail found for the Southwest corner of said 10.295 acres bears South 88 degrees 14 minutes 53 seconds West, a distance of 334.67 feet;

THENCE, with the East line of said 10.295 acres, North 02 degrees 10 minutes 44 seconds East, a distance of 467.60 feet to a 1/2 inch iron rod found for the Northwest corner of said 5 acres and the Southwest corner of a call 2.000 acre tract (Fee Tract One) recorded in the name of Fred LeBlanc,et ux under H.C.C.F. No. V774402;

THENCE, with the North line of said 5 acres and the South line of said 2.000 acres, North 88 degrees 14 minutes 53 seconds East, a distance of 465.77 feet to a point in the West line of the aforementioned 22.7914 acre tract, from which point a found 1 inch iron pipe bears North 79 degrees 51 minutes 42 seconds East, a distance of 1.23 feet;

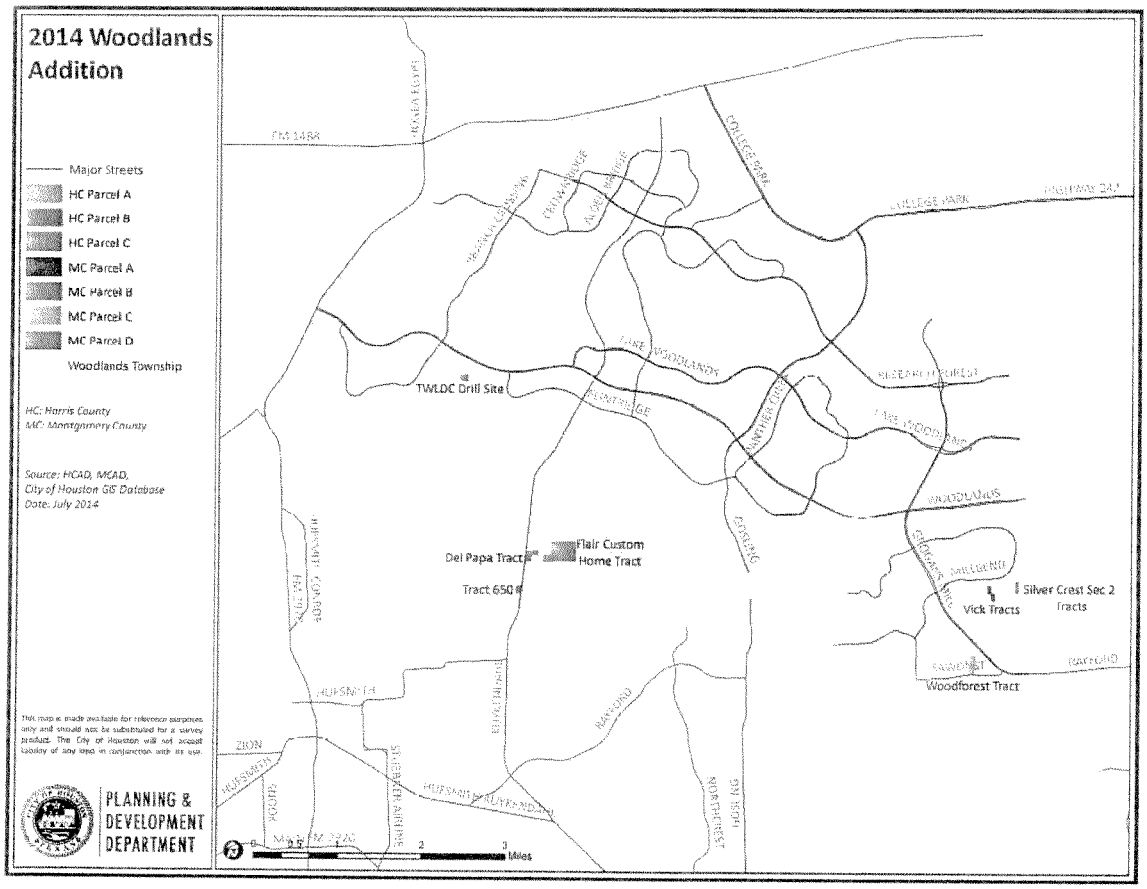
THENCE, with said West line, North 02 degrees 07 minutes 28 seconds East, a distance of 799.41 feet to a railroad rail found in the South line of Rolling Oaks Country (Unrecorded) for the Northwest corner of said 22.7914 acre tract and the Northeast corner of a call 2.7979 acre tract recorded in the name of Houston Cellular Telephone Company under H.C.C.F. No. S691440;

THENCE, with said South line, the following two (2) courses:

1. North 87 degrees 26 minutes 46 seconds East, a distance of 763.02 feet to a railroad rail found for the Northeast corner of said 22.7914 acre tract and the Northwest corner of said 11.1558 acre tract;

2. North 89 degrees 08 minutes 34 seconds East, at 362.75 feet pass a 5/8 inch iron rod found for the Northeast corner of said 11.1558 acre tract and the Northwest corner of said 11.6321 acre tract, and continuing for a total distance of 762.10 feet to an axle found in the West line of The Woodlands Carlton Woods Creekside Sec 6 in the Village of Creekside Park, a subdivision of record in Film Code No. 560042 of the H.C.M.R., for the Northeast corner of said 11.6321 acre tract and the Southeast corner of said Rolling Oaks Country;

THENCE, with said West line and the West line of the aforementioned The Woodlands Village of Creekside Park Sec 18, South 01 degrees 24 minutes 19 seconds East, a distance of 1,262.89 feet to the **POINT OF BEGINNING** and containing 50.5518 acres of land.


2014 Woodlands Addition
Major Streets
HC Parcel A
HC Parcel B
HC Parcel C
MC Parcel A
MC Parcel B
MC Parcel C
MC Parcel D
Woodlands Township
HC: Harris County
MC: Montgomery County
Source: HCAD, MCAD, City of Houston GIS Database
Date: July 2014
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.
PLANNING & DEVELOPMENT DEPARTMENT
FM 1488
COLLEGE PARK
HIGHWAY 242
LAKE WOODLANDS
TWLDC Drill Site
RESEARCH FOREST
WOODLANDS
Del Papa Tract
Flair Custom Home Tract
Tract 650
Silver Crest Sec 2 Tracts
Vick Tracts
Woodforest Tract
RAYFORD
HUFSMITH
ZION
MUESEBECK
SHERMAN ACRES
HUFSMITH-KUYKENDAHL
NORTHSIDE
0
1
2
3
Miles

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014

HCE LGC Council appointment

Agenda Item#: 56.

Summary:
RECEIVE nominations for Position 8 of the **BOARD OF DIRECTORS OF THE HOUSTON CIVIC EVENT, INC, CITY OF HOUSTON TEXAS**, for a term to expire January 1, 2016

ATTACHMENTS:

	Description	Type
🗋	Ltr. motion to set a date	Backup Material

CITY OF HOUSTON

Office of the Mayor

Interoffice

Correspondence

To: Anna Russell
City Secretary

From: Jenn Char
Director of External Affairs

Date: November 17, 2014

Subject: Houston Civic Events, Inc.
Council Nominations

NON-CONSENT AGENDA
MISCELLANEOUS

Motion to set a date not less than seven (7) days from November 19, 2014, to receive nominations for appointment to Position 8 of the Board of Directors of the Houston Civic Events, Inc., City of Houston, Texas for a term to expire January 1, 2016.

JC/jsk

cc: Ms. Marta Crinejo, Agenda Director

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District G

Item Creation Date: 11/3/2014

MYR - Historic Site Exempt 3003 Chevy Chase

Agenda Item#: 57.

Summary:
ORDINANCE providing for an ad valorem tax exemption on a historical site located at 3003 Chevy Chase Drive in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT G - PENNINGTON** - **TAGGED BY COUNCIL MEMBER MARTIN**
This was Item 11 on Agenda of November 19, 2014

Background:
SUBJECT: Ordinances approving Historic Site Tax Exemptions for Historic or Protected Landmarks for the five (5) properties located at: 3003 Chevy Chase Dr; 3414 Del Monte Dr; 2910 Lazy Lane Blvd; 2504 Brentwood Dr; 2603 Milam St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances. - **DISTRICTS G - PENNINGTON; H - GONZALEZ**

RECOMMENDATION: (Summary)
That City Council adopt ordinances approving Historic Site Tax Exemptions for Historic or Protected Landmarks for the five (5) properties located at: 3003 Chevy Chase Dr; 3414 Del Monte Dr.; 2910 Lazy Lane Blvd; 2504 Brentwood Dr.; 2603 Milam St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.

SPECIFIC EXPLNATION:
Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for Historic or Protected Landmarks. Prior City Council designation of the property as a Historic or Protected Landmark is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). **The exemption is for a 15-year period, but is capped each year at the exemption amount calculated for year one**.

Per
Firs
Ass
City
Att

The owners of the following Historic Landmarks submitted sworn affidavits that meet the criteria set out in the Code of Ordinances. The table below shows the base value of improvement (pre-restoration), the amount of the restoration investment made by the property owner, the approximate dollar amount of the taxes that will be foregone for the first year, based on Harris County Appraisal District's 2014 property valuation and the City's current property tax rate, and the estimated maximum amount that would be exempt over 15 years:

Historic Landmark	Base Yr. Improvement Value (HCAD)	Total Restoration Expenditure	Estimated Yr. One Exemption	Max. Estimated Exemption over 15 Yr.
3003 Chevy Chase Dr.	$235,708	$470,472	$3,799	$56,985
3414 Del Monte Dr.	$1,972,725	$1,066,776	$6,732	$100,980
2910 Lazy Lane Blvd.	$1,091,940	$2,766,885	$10,997	$164,955

2504 Brentwood Dr.	$546,924	$851,240	$7,878	$118,170
2603 Milam St.	$90,499	$143,798	$2,540	$38,100

Since the properties have been designated as Historic or Protected Landmarks, and meet all other criteria, it is recommended that City Council grant each of the properties the exemption from ad valorem taxation provided under Section 44-5 of the Code of Ordinances.

cc: Marta Crinejo, Agenda Director
Anna Russell, City Secretary
David Feldman, City Attorney

Prior Council Action:

Date and identification of prior authorizing Council Action:

Ord. No. 2007-0658, Res. No. 1999-0002, Res. No. 2004-0019, Res. No. 2008-0026, Res. No. 2013-0032,Res. No. 2014-0039

Contact Information:

For additional information contact:

Gwendolyn Tillotson Phone: (832) 393-0937
Ketan Inamdar Phone: (832) 393-0840

ATTACHMENTS:

	Description	Type
	RCA	Signed Cover sheet
	HSTE designating 3003 Chevy Chase Dr	Backup Material
	Backup	Backup Material
	HSTE Amendment Sec 44-5 & additional Sec 44-29 - enabling ord	Backup Material

REQUEST FOR COUNCIL ACTION

TO: Mayor via City Secretary **RCA #**

SUBJECT: Ordinances approving Historic Site Tax Exemptions for Historic or Protected Landmarks for the five (5) properties located at: 3003 Chevy Chase Dr; 3414 Del Monte Dr; 2910 Lazy Lane Blvd; 2504 Brentwood Dr; 2603 Milam St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.	**Category #**	**Page 1 of 1**	**Agenda Item#**
FROM: (Department or other point of origin): Andy Icken Chief Development Officer	**Origination Date**		**Agenda Date**
SIGNATURE	**Council Districts affected:** G and H		
For additional information contact: Gwendolyn Tillotson Phone (832) 393-0937 Ketan Inamdar Phone: (832) 393-0840	**Date and identification of prior authorizing Council Action:** Ord. No. 2007-0658, Res. No. 1999-0002, Res. No. 2004-0019, Res. No. 2008-0026, Res. No. 2013-0032,Res. No. 2014-0039		

RECOMMENDATION: (Summary)

That City Council adopt ordinances approving Historic Site Tax Exemptions for Historic or Protected Landmarks for the five (5) properties located at: 3003 Chevy Chase Dr; 3414 Del Monte Dr.; 2910 Lazy Lane Blvd; 2504 Brentwood Dr.; 2603 Milam St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.

Amount of Funding: No funding required	**Finance Budget:**

SOURCE OF FUNDING: [ ] General Fund [ ] Grant Fund [ ] Enterprise Fund [ ] Other (Specify)

SPECIFIC EXPLNATION:

Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for Historic or Protected Landmarks. Prior City Council designation of the property as a Historic or Protected Landmark is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). **The exemption is for a 15-year period, but is capped each year at the exemption amount calculated for year one**.

The owners of the following Historic Landmarks submitted sworn affidavits that meet the criteria set out in the Code of Ordinances. The table below shows the base value of improvement (pre-restoration), the amount of the restoration investment made by the property owner, the approximate dollar amount of the taxes that will be foregone for the first year, based on Harris County Appraisal District's 2014 property valuation and the City's current property tax rate, and the estimated maximum amount that would be exempt over 15 years:

Historic Landmark	Base Yr. Improvement Value (HCAD)	Total Restoration Expenditure	Estimated Yr. One Exemption	Max. Estimated Exemption over 15 Yr.
3003 Chevy Chase Dr.	$235,708	$470,472	$3,799	$56,985
3414 Del Monte Dr.	$1,972,725	$1,066,776	$6,732	$100,980
2910 Lazy Lane Blvd.	$1,091,940	$2,766,885	$10,997	$164,955
2504 Brentwood Dr.	$546,924	$851,240	$7,878	$118,170
2603 Milam St.	$90,499	$143,798	$2,540	$38,100

Since the properties have been designated as Historic or Protected Landmarks, and meet all other criteria, it is recommended that City Council grant each of the properties the exemption from ad valorem taxation provided under Section 44-5 of the Code of Ordinances.

cc: Marta Crinejo, Agenda Director
Anna Russell, City Secretary
David Feldman, City Attorney
Deidra Penny, First Assistant City Attorney

REQUIRED AUTHORIZATION

Finance Department:	**Planning & Development Department:**	**Other Authorization:**
Director	**Director**	

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District G

Item Creation Date: 11/3/2014

MYR - Historic Site Exempt 3414 Del Monte Dr

Agenda Item#: 58.

Summary:
ORDINANCE providing for an ad valorem tax exemption on a historical site located at 3414 Del Monte Drive in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT G - PENNINGTON**
TAGGED BY COUNCIL MEMBER MARTIN
This was Item 12 on Agenda of November 19, 2014

Background:
SUBJECT: Ordinances approving Historic Site Tax Exemptions for Historic or Protected Landmarks for the five (5) properties located at: 3003 Chevy Chase Dr; 3414 Del Monte Dr; 2910 Lazy Lane Blvd; 2504 Brentwood Dr; 2603 Milam St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances. - **DISTRICTS G - PENNINGTON; H - GONZALEZ**

RECOMMENDATION: (Summary)
That City Council adopt ordinances approving Historic Site Tax Exemptions for Historic or Protected Landmarks for the five (5) properties located at: 3003 Chevy Chase Dr; 3414 Del Monte Dr.; 2910 Lazy Lane Blvd; 2504 Brentwood Dr.; 2603 Milam St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.

SPECIFIC EXPLNATION:
Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for Historic or Protected Landmarks. Prior City Council designation of the property as a Historic or Protected Landmark is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). **The exemption is for a 15-year period, but is capped each year at the exemption amount calculated for year one**.

Per
Firs
Ass
City
Att

The owners of the following Historic Landmarks submitted sworn affidavits that meet the criteria set out in the Code of Ordinances. The table below shows the base value of improvement (pre-restoration), the amount of the restoration investment made by the property owner, the approximate dollar amount of the taxes that will be foregone for the first year, based on Harris County Appraisal District's 2014 property valuation and the City's current property tax rate, and the estimated maximum amount that would be exempt over 15 years:

Historic Landmark	Base Yr. Improvement Value (HCAD)	Total Restoration Expenditure	Estimated Yr. One Exemption	Max. Estimated Exemption over 15 Yr.
3003 Chevy Chase Dr.	$235,708	$470,472	$3,799	$56,985
3414 Del Monte Dr.	$1,972,725	$1,066,776	$6,732	$100,980
2910 Lazy Lane	$1,091,940	$2,766,885	$10,997	$164,955

Blvd.				
2504 Brentwood Dr.	$546,924	$851,240	$7,878	$118,170
2603 Milam St.	$90,499	$143,798	$2,540	$38,100

Since the properties have been designated as Historic or Protected Landmarks, and meet all other criteria, it is recommended that City Council grant each of the properties the exemption from ad valorem taxation provided under Section 44-5 of the Code of Ordinances.

cc: Marta Crinejo, Agenda Director
Anna Russell, City Secretary
David Feldman, City Attorney

Prior Council Action:

Date and identification of prior authorizing Council Action:

Ord. No. 2007-0658, Res. No. 1999-0002, Res. No. 2004-0019, Res. No. 2008-0026, Res. No. 2013-0032,Res. No. 2014-0039

Contact Information:

For additional information contact:

Gwendolyn Tillotson Phone: (832) 393-0937
Ketan Inamdar Phone: (832) 393-0840

ATTACHMENTS:

	Description	Type
	RCA	Signed Cover sheet
	Backup info	Backup Material
	Backup reso	Backup Material
	HSTE Amendment Sec 44-5 & additional Sec 44-29 - enabling ord	Backup Material

REQUEST FOR COUNCIL ACTION

TO: Mayor via City Secretary **RCA #**

SUBJECT: Ordinances approving Historic Site Tax Exemptions for Historic or Protected Landmarks for the five (5) properties located at: 3003 Chevy Chase Dr; 3414 Del Monte Dr; 2910 Lazy Lane Blvd; 2504 Brentwood Dr; 2603 Milam St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.	**Category #**	**Page 1 of 1**	**Agenda Item#**
FROM: (Department or other point of origin): Andy Icken Chief Development Officer	**Origination Date**		**Agenda Date**
SIGNATURE	**Council Districts affected:** G and H		
For additional information contact: Gwendolyn Tillotson Phone (832) 393-0937 Ketan Inamdar Phone: (832) 393-0840	**Date and identification of prior authorizing Council Action:** Ord. No. 2007-0658, Res. No. 1999-0002, Res. No. 2004-0019, Res. No. 2008-0026, Res. No. 2013-0032,Res. No. 2014-0039		

RECOMMENDATION: (Summary)

That City Council adopt ordinances approving Historic Site Tax Exemptions for Historic or Protected Landmarks for the five (5) properties located at: 3003 Chevy Chase Dr; 3414 Del Monte Dr.; 2910 Lazy Lane Blvd; 2504 Brentwood Dr.; 2603 Milam St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.

Amount of Funding: No funding required	**Finance Budget:**

SOURCE OF FUNDING: [ ] General Fund [ ] Grant Fund [ ] Enterprise Fund [ ] Other (Specify)

SPECIFIC EXPLNATION:

Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for Historic or Protected Landmarks. Prior City Council designation of the property as a Historic or Protected Landmark is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). **The exemption is for a 15-year period, but is capped each year at the exemption amount calculated for year one**.

The owners of the following Historic Landmarks submitted sworn affidavits that meet the criteria set out in the Code of Ordinances. The table below shows the base value of improvement (pre-restoration), the amount of the restoration investment made by the property owner, the approximate dollar amount of the taxes that will be foregone for the first year, based on Harris County Appraisal District's 2014 property valuation and the City's current property tax rate, and the estimated maximum amount that would be exempt over 15 years:

Historic Landmark	Base Yr. Improvement Value (HCAD)	Total Restoration Expenditure	Estimated Yr. One Exemption	Max. Estimated Exemption over 15 Yr.
3003 Chevy Chase Dr.	$235,708	$470,472	$3,799	$56,985
3414 Del Monte Dr.	$1,972,725	$1,066,776	$6,732	$100,980
2910 Lazy Lane Blvd.	$1,091,940	$2,766,885	$10,997	$164,955
2504 Brentwood Dr.	$546,924	$851,240	$7,878	$118,170
2603 Milam St.	$90,499	$143,798	$2,540	$38,100

Since the properties have been designated as Historic or Protected Landmarks, and meet all other criteria, it is recommended that City Council grant each of the properties the exemption from ad valorem taxation provided under Section 44-5 of the Code of Ordinances.

cc: Marta Crinejo, Agenda Director
Anna Russell, City Secretary
David Feldman, City Attorney
Deidra Penny, First Assistant City Attorney

REQUIRED AUTHORIZATION

Finance Department:	**Planning & Development Department:**	**Other Authorization:**
Director	**Director**	

CITY OF HOUSTON, TEXAS, RESOLUTION NO. 2008-26

A RESOLUTION DESIGNATING CERTAIN PROPERTIES WITHIN THE CITY OF HOUSTON AS HISTORIC LANDMARKS.

* * * * * *

WHEREAS, Section 33-225(d) of the City of Houston Code of Ordinances authorizes the City Council to consider each application for designation of a historic landmark after receiving a recommendation from the Planning Commission of the City of Houston; and

WHEREAS, Section 33-224 of the City of Houston Code of Ordinances authorizes the City Council to consider the appropriate criteria as enumerated therein for the designation of historic landmarks; and

WHEREAS, Section 33-225(d) of the City of Houston Code of Ordinances authorizes the City Council to decide whether to designate the properties as historic landmarks; and

WHEREAS, the City Council has considered the applications for designation of the properties described in Exhibits "A" through "C," attached hereto and made a part hereof for all purposes, as historic landmarks after receiving favorable recommendations from the Houston Archeological and Historical Commission and the Planning Commission of the City of Houston; **NOW, THEREFORE,**

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF HOUSTON, TEXAS:

Section 1. That the City Council finds that the applications for designation of the properties described in Exhibits "A" through "C," attached hereto and made a part hereof for all purposes, as historic landmarks satisfy the applicable criteria of Section 33-224 of the City of Houston Code of Ordinances.

Section 2. That the City Council hereby designates the properties described in Exhibits "A" through "C," as a historic landmarks.

Section 3. That the City Council approves the legal description as established in the description attached hereto and made a part hereof for all purposes as Exhibits "A" through "C."

Section 4. 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 days after its passage and adoption, it shall take effect in accordance with Article VI, Section 6, Houston City Charter.

PASSED AND ADOPTED, this 8th day of October, 2008.

APPROVED, this ___ day _____, 2008.

Mayor of the City of Houston

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Resolution is _____, 2008.

City Secretary

(Prepared by Legal Dept. _____ DFM
SOI/fg 09/08/08 Assistant City Attorney
(Requested by Marlene L. Gafrick, Director, Department of Planning and Development
L.D. File No. 0610800090001
G:\LAND\OMAR IZFAR\Historic Preservation\Landmark\2211 Brentwood (George M. Dow House), 3214 Locke Lane (Craig-Amburn House) & 3414 Del Monte (Dillon and Lena Carrol Anderson House).wpd

AYE	NO	
✓		**MAYOR WHITE**
••••	••••	**COUNCIL MEMBERS**
✓		LAWRENCE
✓		JOHNSON
✓		CLUTTERBUCK
✓		ADAMS
✓		SULLIVAN
✓		KHAN
	ABSENT	HOLM
✓		GARCIA
✓		RODRIGUEZ
✓		BROWN
✓		LOVELL
✓		NORIEGA
✓		GREEN
✓		JONES
CAPTION	ADOPTED	

MAY 017 Rev.1/04

EXHIBIT "A"

LEGAL DESCRIPTION:

Lot 4, Block 46, River Oaks Section 1, City of Houston, City of Houston, Harris County, Texas. The site includes a two-story brick veneered residence.

STREET ADDRESS:

2211 Brentwood Drive, Houston, Texas 77019

BUILDING DESCRIPTION:

George M. Dow House

OWNER:

George G. Hansen

EXHIBIT "B"

LEGAL DESCRIPTION:

Lot 22, Block 23, River Oaks Section 4, City of Houston, Harris County, Texas. The site includes a two-story residence.

STREET ADDRESS:

3214 Locke Lane, Houston, Texas 77019.

BUILDING DESCRIPTION:

Craig-Amburn House.

OWNER:

Matthew V. Milukas and Patricia E. Butorac.

EXHIBIT "C"

LEGAL DESCRIPTION:

Lot 8, Block 5, River Oaks Country Club Estates, City of Houston, Harris County, Texas. The building on the site includes a two-story, stucco home.

STREET ADDRESS:

3414 Del Monte Drive, Houston, Texas 77019.

BUILDING DESCRIPTION:

Dillon and Lena Carroll Anderson House.

OWNER:

Linda K. Finger.

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District G

Item Creation Date: 11/3/2014

MYR - Historic Site Exempt 2910 Lazy Lane Blvd

Agenda Item#: 59.

Summary:
ORDINANCE providing for an ad valorem tax exemption on a historical site located at 2910 Lazy Lane Boulevard in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT G - PENNINGTON** - **TAGGED BY COUNCIL MEMBER MARTIN**
This was Item 13 on Agenda of November 19, 2014

Background:
SUBJECT: Ordinances approving Historic Site Tax Exemptions for Historic or Protected Landmarks for the five (5) properties located at: 3003 Chevy Chase Dr; 3414 Del Monte Dr; 2910 Lazy Lane Blvd; 2504 Brentwood Dr; 2603 Milam St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances. - **DISTRICTS G - PENNINGTON; H - GONZALEZ**

RECOMMENDATION: (Summary)
That City Council adopt ordinances approving Historic Site Tax Exemptions for Historic or Protected Landmarks for the five (5) properties located at: 3003 Chevy Chase Dr; 3414 Del Monte Dr.; 2910 Lazy Lane Blvd; 2504 Brentwood Dr.; 2603 Milam St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.

SPECIFIC EXPLNATION:
Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for Historic or Protected Landmarks. Prior City Council designation of the property as a Historic or Protected Landmark is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). **The exemption is for a 15-year period, but is capped each year at the exemption amount calculated for year one**.

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The owners of the following Historic Landmarks submitted sworn affidavits that meet the criteria set out in the Code of Ordinances. The table below shows the base value of improvement (pre-restoration), the amount of the restoration investment made by the property owner, the approximate dollar amount of the taxes that will be foregone for the first year, based on Harris County Appraisal District's 2014 property valuation and the City's current property tax rate, and the estimated maximum amount that would be exempt over 15 years:

Historic Landmark	Base Yr. Improvement Value (HCAD)	Total Restoration Expenditure	Estimated Yr. One Exemption	Max. Estimated Exemption over 15 Yr.
3003 Chevy Chase Dr.	$235,708	$470,472	$3,799	$56,985
3414 Del Monte Dr.	$1,972,725	$1,066,776	$6,732	$100,980
2910 Lazy Lane Blvd.	$1,091,940	$2,766,885	$10,997	$164,955

2504 Brentwood Dr.	$546,924	$851,240	$7,878	$118,170
2603 Milam St.	$90,499	$143,798	$2,540	$38,100

Since the properties have been designated as Historic or Protected Landmarks, and meet all other criteria, it is recommended that City Council grant each of the properties the exemption from ad valorem taxation provided under Section 44-5 of the Code of Ordinances.

cc: Marta Crinejo, Agenda Director
Anna Russell, City Secretary
David Feldman, City Attorney

Prior Council Action:

Date and identification of prior authorizing Council Action:

Ord. No. 2007-0658, Res. No. 1999-0002, Res. No. 2004-0019, Res. No. 2008-0026, Res. No. 2013-0032,Res. No. 2014-0039

Contact Information:

For additional information contact:

Gwendolyn Tillotson Phone: (832) 393-0937
Ketan Inamdar Phone: (832) 393-0840

ATTACHMENTS:

	Description	Type
	RCA	Signed Cover sheet
	Backup Info	Backup Material
	Backup Reso	Backup Material
	HSTE Amendment Sec 44-5 & additional Sec 44-29 - enabling ord	Backup Material

REQUEST FOR COUNCIL ACTION

TO: Mayor via City Secretary **RCA #**

SUBJECT: Ordinances approving Historic Site Tax Exemptions for Historic or Protected Landmarks for the five (5) properties located at: 3003 Chevy Chase Dr; 3414 Del Monte Dr; 2910 Lazy Lane Blvd; 2504 Brentwood Dr; 2603 Milam St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.	**Category #**	**Page 1 of 1**	**Agenda Item#**
FROM: (Department or other point of origin): Andy Icken Chief Development Officer	**Origination Date**		**Agenda Date**
SIGNATURE	**Council Districts affected:** G and H		
For additional information contact: Gwendolyn Tillotson Phone (832) 393-0937 Ketan Inamdar Phone: (832) 393-0840	**Date and identification of prior authorizing Council Action:** Ord. No. 2007-0658, Res. No. 1999-0002, Res. No. 2004-0019, Res. No. 2008-0026, Res. No. 2013-0032,Res. No. 2014-0039		

RECOMMENDATION: (Summary)

That City Council adopt ordinances approving Historic Site Tax Exemptions for Historic or Protected Landmarks for the five (5) properties located at: 3003 Chevy Chase Dr; 3414 Del Monte Dr.; 2910 Lazy Lane Blvd; 2504 Brentwood Dr.; 2603 Milam St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.

Amount of Funding: No funding required	**Finance Budget:**

SOURCE OF FUNDING: [ ] General Fund [ ] Grant Fund [ ] Enterprise Fund [ ] Other (Specify)

SPECIFIC EXPLNATION:

Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for Historic or Protected Landmarks. Prior City Council designation of the property as a Historic or Protected Landmark is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). **The exemption is for a 15-year period, but is capped each year at the exemption amount calculated for year one**.

The owners of the following Historic Landmarks submitted sworn affidavits that meet the criteria set out in the Code of Ordinances. The table below shows the base value of improvement (pre-restoration), the amount of the restoration investment made by the property owner, the approximate dollar amount of the taxes that will be foregone for the first year, based on Harris County Appraisal District's 2014 property valuation and the City's current property tax rate, and the estimated maximum amount that would be exempt over 15 years:

Historic Landmark	Base Yr. Improvement Value (HCAD)	Total Restoration Expenditure	Estimated Yr. One Exemption	Max. Estimated Exemption over 15 Yr.
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2504 Brentwood Dr.	$546,924	$851,240	$7,878	$118,170
2603 Milam St.	$90,499	$143,798	$2,540	$38,100

Since the properties have been designated as Historic or Protected Landmarks, and meet all other criteria, it is recommended that City Council grant each of the properties the exemption from ad valorem taxation provided under Section 44-5 of the Code of Ordinances.

cc: Marta Crinejo, Agenda Director
Anna Russell, City Secretary
David Feldman, City Attorney
Deidra Penny, First Assistant City Attorney

REQUIRED AUTHORIZATION

Finance Department:	**Planning & Development Department:**	**Other Authorization:**
Director	**Director**	

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District G

Item Creation Date: 11/3/2014

MYR - Historic Site Exempt 2504 Brentwood Dr.

Agenda Item#: 60.

Summary:
ORDINANCE providing for an ad valorem tax exemption on a historical site located at 2504 Brentwood Drive in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT G - PENNINGTON**
TAGGED BY COUNCIL MEMBER MARTIN
This was Item 14 on Agenda of November 19, 2014

Background:
SUBJECT: Ordinances approving Historic Site Tax Exemptions for Historic or Protected Landmarks for the five (5) properties located at: 3003 Chevy Chase Dr; 3414 Del Monte Dr; 2910 Lazy Lane Blvd; 2504 Brentwood Dr; 2603 Milam St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances. - **DISTRICTS G - PENNINGTON; H - GONZALEZ**

RECOMMENDATION: (Summary)
That City Council adopt ordinances approving Historic Site Tax Exemptions for Historic or Protected Landmarks for the five (5) properties located at: 3003 Chevy Chase Dr; 3414 Del Monte Dr.; 2910 Lazy Lane Blvd; 2504 Brentwood Dr.; 2603 Milam St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.

SPECIFIC EXPLNATION:
Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for Historic or Protected Landmarks. Prior City Council designation of the property as a Historic or Protected Landmark is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). **The exemption is for a 15-year period, but is capped each year at the exemption amount calculated for year one**.

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The owners of the following Historic Landmarks submitted sworn affidavits that meet the criteria set out in the Code of Ordinances. The table below shows the base value of improvement (pre-restoration), the amount of the restoration investment made by the property owner, the approximate dollar amount of the taxes that will be foregone for the first year, based on Harris County Appraisal District's 2014 property valuation and the City's current property tax rate, and the estimated maximum amount that would be exempt over 15 years:

Historic Landmark	Base Yr. Improvement Value (HCAD)	Total Restoration Expenditure	Estimated Yr. One Exemption	Max. Estimated Exemption over 15 Yr.
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3414 Del Monte Dr.	$1,972,725	$1,066,776	$6,732	$100,980
2910 Lazy Lane	$1,091,940	$2,766,885	$10,997	$164,955

Blvd.				
2504 Brentwood Dr.	$546,924	$851,240	$7,878	$118,170
2603 Milam St.	$90,499	$143,798	$2,540	$38,100

Since the properties have been designated as Historic or Protected Landmarks, and meet all other criteria, it is recommended that City Council grant each of the properties the exemption from ad valorem taxation provided under Section 44-5 of the Code of Ordinances.

cc: Marta Crinejo, Agenda Director
Anna Russell, City Secretary
David Feldman, City Attorney

Prior Council Action:

Date and identification of prior authorizing Council Action:

Ord. No. 2007-0658, Res. No. 1999-0002, Res. No. 2004-0019, Res. No. 2008-0026, Res. No. 2013-0032,Res. No. 2014-0039

Contact Information:

For additional information contact:

Gwendolyn Tillotson Phone: (832) 393-0937
Ketan Inamdar Phone: (832) 393-0840

ATTACHMENTS:

	Description	Type
	RCA	Signed Cover sheet
	Bakup Info	Backup Material
	Backup Reso	Backup Material
	HSTE Amendment Sec 44-5 & additional Sec 44-29 - enabling ord	Backup Material

REQUEST FOR COUNCIL ACTION

TO: Mayor via City Secretary **RCA #**

SUBJECT: Ordinances approving Historic Site Tax Exemptions for Historic or Protected Landmarks for the five (5) properties located at: 3003 Chevy Chase Dr; 3414 Del Monte Dr; 2910 Lazy Lane Blvd; 2504 Brentwood Dr; 2603 Milam St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.	**Category #**	**Page 1 of 1**	**Agenda Item#**
FROM: (Department or other point of origin): Andy Icken Chief Development Officer	**Origination Date**		**Agenda Date**
SIGNATURE	**Council Districts affected:** G and H		
For additional information contact: Gwendolyn Tillotson Phone (832) 393-0937 Ketan Inamdar Phone: (832) 393-0840	**Date and identification of prior authorizing Council Action:** Ord. No. 2007-0658, Res. No. 1999-0002, Res. No. 2004-0019, Res. No. 2008-0026, Res. No. 2013-0032,Res. No. 2014-0039		

RECOMMENDATION: (Summary)

That City Council adopt ordinances approving Historic Site Tax Exemptions for Historic or Protected Landmarks for the five (5) properties located at: 3003 Chevy Chase Dr; 3414 Del Monte Dr.; 2910 Lazy Lane Blvd; 2504 Brentwood Dr.; 2603 Milam St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.

Amount of Funding: No funding required	**Finance Budget:**

SOURCE OF FUNDING: [ ] General Fund [ ] Grant Fund [ ] Enterprise Fund [ ] Other (Specify)

SPECIFIC EXPLNATION:

Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for Historic or Protected Landmarks. Prior City Council designation of the property as a Historic or Protected Landmark is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). **The exemption is for a 15-year period, but is capped each year at the exemption amount calculated for year one**.

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cc: Marta Crinejo, Agenda Director
Anna Russell, City Secretary
David Feldman, City Attorney
Deidra Penny, First Assistant City Attorney

REQUIRED AUTHORIZATION

Finance Department:	**Planning & Development Department:**	**Other Authorization:**
Director	**Director**	

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District C

Item Creation Date: 11/3/2014

MYR - Historic Site Exempt 2603 Milan St

Agenda Item#: 61.

Summary:
ORDINANCE providing for an ad valorem tax exemption on a historical site located at 2603 Milam Street in Houston, Texas; containing findings and other provisions relating to the foregoing subject; providing for the revocation of such tax exemption and the recapture of taxes upon the occurrence of stated events; providing for severability - **DISTRICT C - COHEN**
TAGGED BY COUNCIL MEMBER MARTIN
This was Item 15 on Agenda of November 19, 2014

Background:
SUBJECT: Ordinances approving Historic Site Tax Exemptions for Historic or Protected Landmarks for the five (5) properties located at: 3003 Chevy Chase Dr; 3414 Del Monte Dr; 2910 Lazy Lane Blvd; 2504 Brentwood Dr; 2603 Milam St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances. - **DISTRICTS G - PENNINGTON; H - GONZALEZ**

RECOMMENDATION: (Summary)
That City Council adopt ordinances approving Historic Site Tax Exemptions for Historic or Protected Landmarks for the five (5) properties located at: 3003 Chevy Chase Dr; 3414 Del Monte Dr.; 2910 Lazy Lane Blvd; 2504 Brentwood Dr.; 2603 Milam St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.

SPECIFIC EXPLNATION:
Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for Historic or Protected Landmarks. Prior City Council designation of the property as a Historic or Protected Landmark is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). **The exemption is for a 15-year period, but is capped each year at the exemption amount calculated for year one**.

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Blvd.				
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Since the properties have been designated as Historic or Protected Landmarks, and meet all other criteria, it is recommended that City Council grant each of the properties the exemption from ad valorem taxation provided under Section 44-5 of the Code of Ordinances.

cc: Marta Crinejo, Agenda Director
Anna Russell, City Secretary
David Feldman, City Attorney

Prior Council Action:

Date and identification of prior authorizing Council Action:

Ord. No. 2007-0658, Res. No. 1999-0002, Res. No. 2004-0019, Res. No. 2008-0026, Res. No. 2013-0032,Res. No. 2014-0039

Contact Information:

For additional information contact:

Gwendolyn Tillotson Phone: (832) 393-0937
Ketan Inamdar Phone: (832) 393-0840

ATTACHMENTS:

	Description	Type
🗋	RCA	Signed Cover sheet
🗋	Backup Info	Backup Material
🗋	HSTE Amendment Sec 44-5 & additional Sec 44-29 - enabling ord	Backup Material

REQUEST FOR COUNCIL ACTION

TO: Mayor via City Secretary **RCA #**

SUBJECT: Ordinances approving Historic Site Tax Exemptions for Historic or Protected Landmarks for the five (5) properties located at: 3003 Chevy Chase Dr; 3414 Del Monte Dr; 2910 Lazy Lane Blvd; 2504 Brentwood Dr; 2603 Milam St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.	**Category #**	**Page 1 of 1**	**Agenda Item#**
FROM: (Department or other point of origin): Andy Icken Chief Development Officer	**Origination Date**		**Agenda Date**
SIGNATURE	**Council Districts affected:** G and H		
For additional information contact: Gwendolyn Tillotson Phone (832) 393-0937 Ketan Inamdar Phone: (832) 393-0840	**Date and identification of prior authorizing Council Action:** Ord. No. 2007-0658, Res. No. 1999-0002, Res. No. 2004-0019, Res. No. 2008-0026, Res. No. 2013-0032,Res. No. 2014-0039		

RECOMMENDATION: (Summary)

That City Council adopt ordinances approving Historic Site Tax Exemptions for Historic or Protected Landmarks for the five (5) properties located at: 3003 Chevy Chase Dr; 3414 Del Monte Dr.; 2910 Lazy Lane Blvd; 2504 Brentwood Dr.; 2603 Milam St; which meet the relevant eligibility requirements of Section 44-5 of the Code of Ordinances.

Amount of Funding: No funding required	**Finance Budget:**

SOURCE OF FUNDING: [ ] General Fund [ ] Grant Fund [ ] Enterprise Fund [ ] Other (Specify)

SPECIFIC EXPLNATION:

Section 44-5 of the Code of Ordinances provides an incentive for historic preservation in the form of a tax exemption for Historic or Protected Landmarks. Prior City Council designation of the property as a Historic or Protected Landmark is a prerequisite to granting an historic site tax exemption. The property owner must then demonstrate to the Chief Development Officer that restoration and preservation expenditures were made in an amount equal to at least 50% of appraised value of the improvements within the time frames prescribed in the Ordinance. The tax exemption amount is then calculated based on the amount spent on restoration, up to 100% of ad valorem taxes that would be owed the following year on the appraised value of improvements only (not land). **The exemption is for a 15-year period, but is capped each year at the exemption amount calculated for year one**.

The owners of the following Historic Landmarks submitted sworn affidavits that meet the criteria set out in the Code of Ordinances. The table below shows the base value of improvement (pre-restoration), the amount of the restoration investment made by the property owner, the approximate dollar amount of the taxes that will be foregone for the first year, based on Harris County Appraisal District's 2014 property valuation and the City's current property tax rate, and the estimated maximum amount that would be exempt over 15 years:

Historic Landmark	Base Yr. Improvement Value (HCAD)	Total Restoration Expenditure	Estimated Yr. One Exemption	Max. Estimated Exemption over 15 Yr.
3003 Chevy Chase Dr.	$235,708	$470,472	$3,799	$56,985
3414 Del Monte Dr.	$1,972,725	$1,066,776	$6,732	$100,980
2910 Lazy Lane Blvd.	$1,091,940	$2,766,885	$10,997	$164,955
2504 Brentwood Dr.	$546,924	$851,240	$7,878	$118,170
2603 Milam St.	$90,499	$143,798	$2,540	$38,100

Since the properties have been designated as Historic or Protected Landmarks, and meet all other criteria, it is recommended that City Council grant each of the properties the exemption from ad valorem taxation provided under Section 44-5 of the Code of Ordinances.

cc: Marta Crinejo, Agenda Director
Anna Russell, City Secretary
David Feldman, City Attorney
Deidra Penny, First Assistant City Attorney

REQUIRED AUTHORIZATION

Finance Department:	**Planning & Development Department:**	**Other Authorization:**
Director	**Director**	

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
District A, District G

Item Creation Date: 11/12/2014

MYR - FY15 Budget & CIP for Reinvestment Zone No. Seventeen (Memorial City)

Agenda Item#: 62.

Summary:
ORDINANCE relating to the Fiscal Affairs of the **MEMORIAL CITY REDEVELOPMENT AUTHORITY ON BEHALF OF REINVESTMENT ZONE NUMBER SEVENTEEN**, **CITY OF HOUSTON**, **TEXAS (MEMORIAL CITY ZONE)**; approving the Fiscal Year 2015 Operating Budget for the Authority and the Fiscal Years 2015-2019 Capital Improvements Budget for the Zone - **DISTRICTS A - STARDIG and G - PENNINGTON**
TAGGED BY COUNCIL MEMBER PENNINGTON
This was Item 21 on Agenda of November 19, 2014

Background:
SUBJECT: Ordinance approving the Fiscal Year 2015 Operating Budget for the Memorial City Redevelopment Authority and the Fiscal Years 2015 - 2019 Capital Improvement Plan (CIP) Budget for Reinvestment Zone Number Seventeen (Memorial City Zone). **DISTRICTS A - STARDIG; G - PENNINGTON**

RECOMMENDATION: (Summary)
City Council adopt an ordinance approving the Fiscal Year 2015 Operating Budget for Memorial City Redevelopment Authority and the Fiscal Years 2015 - 2019 CIP Budget for Reinvestment Zone Number Seventeen (Memorial City Zone).

SPECIFIC EXPLANATION:
The Administration has undertaken a comprehensive review of proposed FY15 TIRZ budgets and recommends approval of the FY15 Operating Budget for the Memorial City Redevelopment Authority (Authority) and the FY15 - FY19 CIP Budget for Reinvestment Zone Number Seventeen (Zone).
Total Operating Budget for FY15 is $16,945,179, which includes $1,116,212 for required fund transfers and $15,828,967 for Project Costs.
The FY15 - 19 CIP for the Zone totals $100,419,500. The CIP includes provisions for the design and construction of flood remediation infrastructure including detention basins, utility system upgrades and replacements and pedestrian and mobility improvements.
The FY15 Operating Budget includes $11,070,000 for capital expenditures and $394,300 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 $490,000 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. 2013-0977, 10/23/13

Amount of Funding:
No funding required

Contact Information:
Gwendolyn Tillotson **Phone:** (832) 393-0937

ATTACHMENTS:

Description	Type
TIRZ 17 Memorial City Budget RCA	Ordinance/Resolution/Motion
TIRZ 17 Memorial City Budget BACKUP	Backup Material
TIRZ 17 Memorial City FY14 & CIP Budget PRIOR ACTION	Backup Material

REQUEST FOR COUNCIL ACTION

TO: Mayor via City Secretary **RCA #**

SUBJECT: Ordinance approving the Fiscal Year 2015 Operating Budget for the Memorial City Redevelopment Authority and the Fiscal Years 2015 - 2019 Capital Improvement Plan (CIP) Budget for Reinvestment Zone Number Seventeen (Memorial City 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:** A, G		
For additional information contact: Gwen Tillotson **Phone:** (832) 393-0937	**Date and identification of prior authorizing Council Action:** Ord. No. 2013-0977, 10/23/13		

RECOMMENDATION: (Summary)
City Council adopt an ordinance approving the Fiscal Year 2015 Operating Budget for Memorial City Redevelopment Authority and the Fiscal Years 2015 - 2019 CIP Budget for Reinvestment Zone Number Seventeen (Memorial City 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 proposed FY15 TIRZ budgets and recommends approval of the FY15 Operating Budget for the Memorial City Redevelopment Authority (Authority) and the FY15 - FY19 CIP Budget for Reinvestment Zone Number Seventeen (Zone).

- Total Operating Budget for FY15 is $16,945,179, which includes $1,116,212 for required fund transfers and $15,828,967 for Project Costs.
- The FY15 - 19 CIP for the Zone totals $100,419,500. The CIP includes provisions for the design and construction of flood remediation infrastructure including detention basins, utility system upgrades and replacements and pedestrian and mobility improvements.
- The FY15 Operating Budget includes $11,070,000 for capital expenditures and $394,300 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 $490,000 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

Other Authorization:	**Other Authorization:**	**Other Authorization:**

City of Houston, Texas, Ordinance No. 2013 - 977

AN ORDINANCE RELATING TO THE FISCAL AFFAIRS OF THE MEMORIAL CITY REDEVELOPMENT AUTHORITY ON BEHALF OF REINVESTMENT ZONE NUMBER SEVENTEEN, CITY OF HOUSTON, TEXAS (MEMORIAL CITY ZONE); APPROVING THE FISCAL YEAR 2014 OPERATING BUDGET FOR THE AUTHORITY AND THE FISCAL YEARS 2014-2018 CAPITAL IMPROVEMENTS BUDGET FOR THE ZONE; CONTAINING FINDINGS AND OTHER PROVISIONS RELATED TO THE FOREGOING SUBJECT; AND DECLARING AN EMERGENCY.

* * * * * * *

WHEREAS, the Memorial City Redevelopment Authority (the "Authority"), a local government corporation acting on behalf of the City in connection with Tax Increment Reinvestment Zone Number Seventeen, City of Houston, Texas (the "Zone"), has submitted an Operating Budget for Fiscal Year 2014 (the "Operating Budget") and a five-year Capital Improvements Budget for Fiscal Years 2014-2018 (the "CIP Budget," and, collectively with the Operating Budget, the "Budgets") to the City Council for approval pursuant to that certain agreement among the City, the Authority, and the Zone approved by Ordinance No. 2002-1145; and

WHEREAS, the Budgets are based on the following assumptions:

1. The timely implementation of capital improvements in the Budgets may require the Authority to incur debt; and

2. The City's Chief Development Officer will assist the Authority in identifying cost-efficient methods to finance the costs of the capital improvements; and

WHEREAS, the City has experienced an incremental increase in the cost of providing municipal services as a result of the creation of the Zone and the development and redevelopment of the land in the Zone; and

WHEREAS, the City Council finds that it is appropriate to recover its incremental costs of municipal services for Fiscal Year 2014 from the tax increment produced by the City and paid into the Tax Increment Fund of the Zone, subject to complying with the provisions of Texas Tax Code Section 311.010(i); and

WHEREAS, the City Council finds that the incremental costs of providing municipal services set forth in the Operating Budget attached hereto as Exhibit "A" are reasonable and will be paid from the tax increment produced by the City and paid into the Tax Increment Fund of the Zone; and

WHEREAS, the City Council desires to approve the Budgets; **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 takes cognizance of the fact that in order to implement the Project Plan and Reinvestment Zone Financing Plan for the Zone, and to make adjustments occasioned by events transpiring during the year, the Authority, upon the approval of the City's Chief Development Officer, may transfer funds from one Line Item of Project Costs shown on Exhibit "A" to another. Unless approved by the City

Council, the Authority may only transfer funds (1) as needed for Debt Service; and (2) from one Line Item of Project Costs to another, provided that the aggregate of such transfers does not exceed $400,000 during Fiscal Year 2014. Subject to the foregoing, the Operating Budget attached hereto as Exhibit "A" is hereby approved for the Authority.

Section 3. That the CIP Budget attached hereto as Exhibit "B" is hereby approved for the Zone.

Section 4. That the City's Chief Development Officer is directed to assist the Authority in identifying a cost-efficient method for financing public infrastructure consistent with financing principles used by the City.

Section 5. That not later than March 31, 2014, the Zone and the Authority shall, in cooperation with City representatives, (1) identify surplus funds in the Authority's Fiscal Year 2014 Operating Budget based on the difference between Zone revenues and the Fiscal Year 2014 Operating Budget for the Authority approved by the City; and (2) make available any surplus Zone funds, through appropriate agreement, for projects identified by the City that are eligible for tax increment funding, such as affordable housing, areas of public assembly, incremental costs of municipal services attributable to development and redevelopment in the Zone, and capital projects that benefit the City and the Zone. The agreement may provide for the payment of surplus funds into one or more accounts established by the City or may provide for direct payment by the Authority for the purpose. The Zone and the Authority shall consider amendments to the Project Plan and Reinvestment Zone Financing Plan for the Zone

that may be necessary to accomplish this purpose, and shall expedite any such amendments.

Section 6. That the approval of this Budget is contingent upon receipt by the City's Chief Development Officer of a document signed by the Administrator of the Authority and/or Zone disclosing the name of each owner or developer of property within the Zone from which the Administrator has received compensation during the last five calendar years, and the amount of compensation by owner by year. Compensation may be expressed by category as follows:

Category I	Less than $1,000.00
Category II	At least $1,000.00 but less than $10,000.00
Category III	At least $10,000.00 but less than $50,000.00
Category IV	At least $50,000.00 but less than $100,000.00
Category V	At least $100,000.00 but less than $500,000.00
Category VI	At least $500,000.00 but less than $1,000,000.00
Category VII	$1,000,000.00 or more

Section 7. 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 23rd day of October, 2013.

APPROVED this _____ day of _____, 2013.

_____
Mayor of the City of Houston

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is OCT 2 9 2013.

_____
City Secretary

(Prepared by Legal Department _____ DFA)
(MFB:mfb October 10, 2013) Assistant City Attorney
(Requested by Andrew F. Icken, Chief Development Officer)
(L.D. File No. 0421300155001)
G:\REALESTATE\TIRZ\TIRZ 17 Memorial City\Budgets\FY14 Budget\OF

AYE	NO	
✓		MAYOR PARKER
....	....	COUNCIL MEMBERS
✓		BROWN
✓		DAVIS
✓		COHEN
✓		ADAMS
✓		MARTIN
✓		HOANG
✓		PENNINGTON
ABSENT-OUT OF CITY CITY BUSINESS		GONZALEZ
✓		RODRIGUEZ
✓		LASTER
✓		GREEN
✓		COSTELLO
✓		BURKS
✓		NORIEGA
✓		BRADFORD
✓		CHRISTIE
CAPTION	ADOPTED	

CAPTION PUBLISHED IN DAILY COURT REVIEW DATE: OCT 2 9 2013

EXHIBIT "A"

Fiscal Year 2014 Annual Operating Budget for Memorial City Redevelopment Authority

CITY OF HOUSTON
ECONOMIC DEVELOPMENT DIVISION
FISCAL YEAR 2014 BUDGET PROFILE

Fund Summary
Fund Name: **Memorial City Redevelopment Authority**
TIRZ: **17**
Fund Number: **7565/50**

PROFILE

Base Year:		1999
Base Year Taxable Value:	$	509,671,530
Projected Taxable Value (TY2013):	$	2,103,158,904
Current Taxable Value (TY2012):	$	1,802,065,788
Acres:		971.98
Administrator (Contact):		Don Huml
Contact Number:		(713) 829-5720

NARRATIVE

Zone Purpose:

Tax Increment Reinvestment Zone Number Seventeen, City of Houston, Texas was created to provide plans and programs needed to address blighted conditions in the Memorial City area associated with failing infrastructure, lack of utility capacity, increased traffic congestion and declining retail sales resulting from increased competition to older inner-city malls and shopping centers from suburban retail centers.

In FY2014 the capital improvement program consists of nine active projects totaling $29,005,510 in projected expenditures. These projects include design and construction services for drainage and mobility improvements to Lumpkin Road, Town & Country Lane, and Barryknoll Drive. Also scheduled are drainage improvements for W-140 detention basin and channel. There is $15,000,000 allocated for the acquisition of real property for a 125 ac-ft detention basin. There is $500,000 allocated in the budget for signalization and crosswalk improvements at the Queensbury and Town & Country intersection. There is $500,000 allocated in the budget for parks and greenspace improvements planning. In FY2105 the capital improvement program consists of nine active projects totaling $15,435,000 in projected expenditures. These projects include design and construction services for drainage and mobility improvements to Lumpkin Road, Bunker Hill Drive, Frostwood Drive, Barryknoll Drive, Town & Country Lane, Memorial Drive, and North Gessner Road. The budget also includes $5 million towards W-140 channel improvements. In FY2016 - 2017 the capital improvement program completes the drainage and mobility projects initiated in earlier years with projected expenditures of $10,855,000 and $3,985,000 respectively. Also, included are new drainage and mobility projects and improvements to North Witte Road. In FY2018 the capital improvement program consists of $3,200,000 towards the West Bough Roadway improvements. There are no plans to raise additional capital funds in the proposed FY2014 – 2018 budget.

PROJECT PLAN

	Total Plan	Cumulative Expenses (to 6/30/12)	Variance
Capital Projects:			
Roadway and Sidewalk Improvements	$ 53,429,681	$ 18,172,450	$ 35,257,231
Public Utility Improvements	43,194,163	15,801,110	27,393,053
Parks and Recreational Facilities	11,889,119	243,474	11,645,645
	-	-	-
Total Capital Projects	$ 108,512,963	$ 34,217,034	$ 74,295,929
Affordable Housing	-	-	-
School & Education/Cultural Facilities	-	-	-
Financing Costs	25,000,000	7,287,828	17,712,172
Administration Costs/ Professional Services	3,352,851	2,976,580	376,271
Creation Costs	-	-	-
Total Project Plan	$ 136,865,814	$ 44,481,442	$ 92,384,372

DEBT

Additional Financial Data	FY2013 Budget	FY2013 Estimate	FY2014 Budget
Debt Service	$ 3,265,085	$ 3,498,900	$ 4,366,771
Principal	$ 1,595,000	$ 1,610,000	$ 2,560,000
Interest	$ 1,670,085	$ 1,888,900	$ 1,806,771
	Balance as of 6/30/12	**Projected Balance as of 6/30/13**	**Projected Balance as of 6/30/14**
Year End Outstanding (Principal)			
Bond Debt	$ 48,920,000	$ 47,310,000	$ 44,750,000
Bank Loan	$ -	$ -	$ -
Line of Credit	$ -	$ -	$ -
Developer Agreement	$ -	$ -	$ -
Other	$ -	$ -	$ -

CITY OF HOUSTON
ECONOMIC DEVELOPMENT DIVISION
FISCAL YEAR 2014 BUDGET PROFILE

Fund Summary
Fund Name: **Memorial City Redevelopment Authority**
TIRZ: **17**
Fund Number: **7565/50**

TIRZ Budget Line Items	FY2013 Budget	FY2013 Estimate	FY2014 Budget
RESOURCES			
RESTRICTED Funds - Capital Projects	$ 30,250,000	$ 23,038,744	$ 20,782,969
RESTRICTED Funds - Affordable Housing	$ -	$ -	$ -
RESTRICTED Funds - Bond Debt Service	$ 2,519,457	$ 3,501,848	$ 3,501,848
UNRESTRICTED Funds	$ 7,549,497	$ 13,143,143	$ 16,086,342
Beginning Balance	**$ 40,318,954**	**$ 39,683,735**	**$ 40,371,159**
City tax revenue	$ 7,238,097	$ 8,015,509	$ 10,170,258
County tax revenue	$ -	$ -	$ -
ISD tax revenue	$ -	$ -	$ -
ISD tax revenue - Pass Through	$ -	$ -	$ -
Community College tax revenue	$ -	$ -	$ -
Incremental property tax revenue	**$ 7,238,097**	**$ 8,015,509**	**$ 10,170,258**
Miscellaneous revenue	**$ -**	**$ -**	**$ -**
COH TIRZ interest	$ 4,480	$ -	$ -
Interest Income	$ 300,000	$ 56,516	$ 69,171
Other Interest Income	**$ 304,480**	**$ 56,516**	**$ 69,171**
	$ -	$ -	$ -
	$ -	$ -	$ -
Grant Proceeds	**$ -**	**$ -**	**$ -**
	$ -	$ -	$ -
Proceeds from Bank Loan	**$ -**	**$ -**	**$ -**
	$ -	$ -	$ -
Contract Revenue Bond Proceeds	**$ -**	**$ -**	**$ -**
TOTAL AVAILABLE RESOURCES	**$ 47,861,531**	**$ 47,755,760**	**$ 50,610,588**

CITY OF HOUSTON
ECONOMIC DEVELOPMENT DIVISION
FISCAL YEAR 2014 BUDGET PROFILE

Fund Summary
Fund Name: **Memorial City Redevelopment Authority**
TIRZ: **17**
Fund Number: **7565/50**

TIRZ Budget Line Items	FY2013 Budget	FY2013 Estimate	FY2014 Budget
EXPENDITURES			
Accounting	$ 10,500	$ 10,507	$ 10,500
Administration Salaries & Benefits	$ 137,200	$ 80,065	$ 142,000
Auditor	$ 17,000	$ 16,500	$ 17,000
Bond Services/Trustee/Financial Advisor	$ 4,800	$ 4,800	$ 4,800
Insurance	$ 3,000	$ 43,592	$ 45,000
Office Administration	$ 38,782	$ 10,031	$ 30,000
TIRZ Administration and Overhead	**$ 211,282**	**$ 165,495**	**$ 249,300**
Engineering Consultants	$ -	$ -	$ 50,000
Legal	$ 25,000	$ 59,765	$ 40,000
Construction Audit	$ -	$ -	$ 10,000
Planning Consultants	$ -	$ 23,891	$ -
Program and Project Consultants	**$ 25,000**	**$ 83,656**	**$ 100,000**
Management consulting services	**$ 236,282**	**$ 249,151**	**$ 349,300**
Capital Expenditures (See CIP Schedule)	$ 17,202,000	$ 2,255,775	$ 29,005,510
TIRZ Capital Expenditures	**$ 17,202,000**	**$ 2,255,775**	**$ 29,005,510**
Developer / Project Reimbursements	**$ -**	**$ -**	**$ -**
Bond Debt Service (Series 2008)			
Principal	$ 375,000	$ 390,000	$ 410,000
Interest	$ 405,284	$ 388,263	$ 370,462
Bond Debt Service (Series 2011)			
Principal	$ 1,220,000	$ 120,000	$ 520,000
Interest	$ 1,264,801	$ 343,712	$ 331,936
Bond Debt Service (Series 2011A)			
Principal	$ -	$ 1,100,000	$ 1,630,000
Interest	$ -	$ 1,156,925	$ 1,104,373
Cost of Issuance	$ -	$ -	$ -
Loan debt service			
Principal	$ -	$ -	$ -
Interest	$ -	$ -	$ -
Line of Credit			
Principal	$ -	$ -	$ -
Interest	$ -	$ -	$ -
Convenience Fee	$ -	$ -	$ -
System debt service	**$ 3,265,085**	**$ 3,498,900**	**$ 4,366,771**
TOTAL PROJECT COSTS	**$ 20,703,367**	**$ 6,003,826**	**$ 33,721,581**

CITY OF HOUSTON
ECONOMIC DEVELOPMENT DIVISION
FISCAL YEAR 2014 BUDGET PROFILE

Fund Summary
Fund Name: **Memorial City Redevelopment Authority**
TIRZ: **17**
Fund Number: **7565/50**

TIRZ Budget Line Items	FY2013 Budget	FY2013 Estimate	FY2014 Budget
Payment/transfer to ISD - educational facilities	$ -	$ -	$ -
Payment/transfer to ISD - educational facilities (Pass Through)	$ -	$ -	$ -
Adminstration Fees:			
City	$ 361,905	$ 400,775	$ 508,513
County	$ -	$ -	$ -
ISD	$ -	$ -	$ -
HCC	$ -	$ -	$ -
Affordable Housing:			
City	$ -	$ -	$ -
County	$ -	$ -	$ -
ISD to City of Houston	$ -	$ -	$ -
Municipal Services (Payable to COH)	$ 490,000	$ 980,000	$ 490,000
Total Transfers	**$ 851,905**	**$ 1,380,775**	**$ 998,513**
Total Budget	**$ 21,555,272**	**$ 7,384,601**	**$ 34,720,094**
RESTRICTED Funds - Capital Projects	$ 9,782,915	$ 20,782,969	$ 8,977,459
RESTRICTED Funds - Affordable Housing	$ -	$ -	$ -
RESTRICTED Funds - Bond Debt Service	$ 2,519,457	$ 3,501,848	$ 3,501,848
UNRESTRICTED Funds	$ 14,003,887	$ 16,086,342	$ 3,411,187
Ending Fund Balance	**$ 26,306,259**	**$ 40,371,159**	**$ 15,890,494**
Total Budget & Ending Fund Balance	**$ 47,861,531**	**$ 47,755,760**	**$ 50,610,588**

Notes:

EXHIBIT "B"

Fiscal Years 2014-2018 Capital Improvement Projects Budget for Memorial City Zone

Council District	CIP No.	Project	Fiscal Year Planned Appropriations								
			Through 2012	Projected 2013	2014	2015	2016	2017	2018	FY14 - FY18 Total	Cumulative Total (To Date)
G	T-1701	Gessner Widening	$ 11,029,427	-	-	-	-	-	-	-	11,029,427
A	T-1702	Bunker Hill Widening	$ 6,099,259	-	-	-	-	-	-	-	6,099,259
A	T-1709	Improvement to Lumpkin from I-10 to Westview	$ 115,798	302,000	1,700,000	4,500,000	-	-	-	6,200,000	6,617,798
G	T-1712	Bunker Hill South of IH 10 Mobility Improvements	$ 1,326	-	-	400,000	-	-	-	400,000	401,326
G	T-1713	Memorial near Beltway 8 Drainage Improvement	$ 329,627	-	-	-	-	-	-	-	329,627
G	T-1714	Frostwood Drive and Kingsride Drainage	$ -	98,500	-	200,000	2,120,000	2,045,000	-	4,365,000	4,463,500
G	T-1715A	Barryknoll East Drainage Improvements	$ 745,158	$ 775,225	$ 6,183,510	$ -	$ -	$ -	$ -	6,183,510	7,703,893
G	T-1715B	Barryknoll West Drainage Improvements	$ -	$ 165,000	$ 166,000	$ 1,600,000	$ 1,550,000	$ -	$ -	3,316,000	3,481,000
G	T-1716	Queensbury Drainage Improvements	$ 545,086	-	-	-	-	-	-	-	545,086
G	T-1717	Town and Country West Drainage and Mobility	$ 208,191	9,300	2,200,000	1,800,000	750,000	-	-	4,750,000	4,967,491
G	T-1718	Kimberly near Beltway 8 Drainage Improvements	$ 1,433,581	10,000	-	-	-	-	-	-	1,443,581
G	T-1719	Kingsride East Bound at Gessner	$ 669,167	-	-	-	-	-	-	-	669,167
G	T-1722	Town and Country Blvd. at Queensbury Signalization	$ -	-	500,000	-	-	-	-	500,000	500,000
A, G	T-1725	Park and Green Space Improvements	$ 67,966	-	500,000	-	-	-	-	500,000	567,966
G	T-1726	West Bough Roadway Improvements	$ 5,873	-	-	-	-	400,000	3,200,000	3,600,000	3,605,873
A	T-1727	N. Gessner Area Thoroughfare Improvement Plan	$ 18,546	-	-	-	-	-	-	-	18,546
G	T-1731A	Detention Basin and W-140	$ 7,307,266	44,900	2,200,000	-	-	-	-	2,200,000	9,552,166
A	T-1731B	Memorial Dr. Drainage and Mobility Improvement	$ 288,065	-	-	350,000	500,000	-	-	850,000	1,138,065
A	T-1732A	N. Gessner Drainage and Mobility Improvement -	$ 69,204	270,800	-	1,510,000	2,800,000	-	-	4,310,000	4,650,004
A	T-1732B	N. Gessner Drainage and Mobility Improvement -	$ 69,204	276,000	-	75,000	885,000	-	-	960,000	1,305,204
A	T-1733A	N. Witte Drainage and Mobility Improvement -	$ 69,204	29,300	-	-	250,000	1,280,000	-	1,530,000	1,628,504
A	T-1733B	N. Witte Drainage and Mobility Improvement -	$ 69,204	31,750	-	-	-	260,000	-	260,000	360,954
A	T-1734	W140 Channel Improvements	$ -	243,000	556,000	5,000,000	2,000,000	-	-	7,556,000	7,799,000
0	T-1735	Detention Basin	$ -	-	15,000,000	-	-	-	-	15,000,000	15,000,000
		Totals	**$ 29,141,152**	**$ 2,255,775**	**$ 29,005,510**	**$ 15,435,000**	**$ 10,855,000**	**$ 3,985,000**	**$ 3,200,000**	**$ 62,480,510**	**$ 93,877,437**

* NOTE:
** NOTE:
*** NOTE:

Source of Funds	Fiscal Year Planned Appropriations								
	Through 2012	Projected 2013	2014	2015	2016	2017	2018	FY14 - FY18 Total	Cumulative Total (To Date)
TIRZ Funds	29,141,152	2,255,775	29,005,510	15,435,000	10,855,000	3,985,000	3,200,000	62,480,510	93,877,437
City of Houston	-	-	-	-	-	-	-	-	-
Grants	-	-	-	-	-	-	-	-	-
Other	-	-	-	-	-	-	-	-	-
Project Total	**29,141,152**	**2,255,775**	**29,005,510**	**15,435,000**	**10,855,000**	**3,985,000**	**3,200,000**	**62,480,510**	**93,877,437**

Project:	**Gessner Widening** **Barryknoll to I-10**	**City Council District**	**Key Map:**	490A	**WBS.:** T-1701
		Location: G	**Geo. Ref.:**		
Description:	Widen Gessner, enhance signalization and improve drainage to W151 watershed.	**Served:** G	**Neighborhood:**	16	
Justification:	Addition of one northbound and one southbound lane will facilitate right turn movements and serve as a transit lane. Project will improve traffic flow at I-10 and Gessner.				

Operating and Maintenance Costs: ($ Thousands)

	2014	2015	2016	2017	2018	Total
Personnel	-	-	-	-	-	$ -
Supplies	-	-	-	-	-	$ -
Svcs. & Chgs.	-	-	-	-	-	$ -
Capital Outlay	-	-	-	-	-	$ -
Total	$ -	$ -	$ -	$ -	$ -	$ -
FTEs						-

Fiscal Year Planned Expenses

Project Allocation	**Projected Expenses thru 6/30/12**	**2013 Budget**	**2013 Estimate**	**2014**	**2015**	**2016**	**2017**	**2018**	**FY14 - FY18 Total**	**Cumulative Total (To Date)**
Phase										
1 Planning	344,627	-	-	-	-	-		-	$ -	$ 344,627
2 Acquisition	59,400	-	-	-	-	-	-	-	$ -	$ 59,400
3 Design	839,167	-	-	-	-	-	-	-	$ -	$ 839,167
4 Construction	9,716,617	-	-	-	-	-	-	-	$ -	$ 9,716,617
5 Equipment	-	-	-	-	-	-	-	-	$ -	$ -
6 Close-Out	-	-	-	-	-	-	-	-	$ -	$ -
7 Other	69,616	-	-	-	-	-	-	-	$ -	$ 69,616
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
Other Sub-Total:	69,616	-	-	-	-	-	-	-	$ -	$ 69,616
Total Allocations	$ 11,029,427	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ 11,029,427
Source of Funds										
TIRZ Funds	11,029,427	-	-	-	-	-	-	-	$ -	$ 11,029,427
City of Houston	-	-	-	-	-	-	-	-	$ -	$ -
Grant Funds	-	-	-	-	-	-	-	-	$ -	$ -
Other	-	-	-	-	-	-	-	-	$ -	$ -
Total Funds	$ 11,029,427	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ 11,029,427

*NOTE:

Project:	**Bunker Hill Widening** **I-10 to Long Point**	**City Council District**		**Key Map:**	490B, 450X
		Location:	A	**Geo. Ref.:**	
		Served:	A	**Neighborhood:**	10
Description:	Widen Bunker Hill to 4 lanes, provide curb and gutter, storm water system upgrades and improve intersection of Long Point at Bunker Hill.	**WBS.:**		**T-1702**	
Justification:	Present traffic volumes with large number of turning movements and redevelopment of adjacent commercial area requires upgrades to existing roadway.				

Operating and Maintenance Costs: ($ Thousands)

	2014	2015	2016	2017	2018	Total
Personnel	-	-	-	-	-	$ -
Supplies	-	-	-	-	-	$ -
Svcs. & Chgs.	-	-	-	-	-	$ -
Capital Outlay	-	-	-	-	-	$ -
Total	$ -	$ -	$ -	$ -	$ -	$ -
FTEs						-

Fiscal Year Planned Expenses

Project Allocation	**Projected Expenses thru 6/30/12**	**2013 Budget**	**2013 Estimate**	**2014**	**2015**	**2016**	**2017**	**2018**	**FY14 - FY18 Total**	**Cumulative Total (To Date)**
Phase										
1 Planning	-	-	-	-	-	-	-	-	$ -	$ -
2 Acquisition	-	-	-	-	-	-	-	-	$ -	$ -
3 Design	1,062,035	-	-	-	-	-	-	-	$ -	$ 1,062,035
4 Construction	5,028,874	-	-	-	-	-	-	-	$ -	$ 5,028,874
5 Equipment	-	-	-	-	-	-	-	-	$ -	$ -
6 Close-Out	-	-	-	-	-	-	-	-	$ -	$ -
7 Other	8,350	-	-	-	-	-	-	-	$ -	$ 8,350
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
Other Sub-Total:	8,350	-	-	-	-	-	-	-	$ -	$ 8,350
Total Allocations	$ 6,099,259	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ 6,099,259
Source of Funds										
TIRZ Funds	6,099,259	-	-	-	-	-	-	-	$ -	$ 6,099,259
City of Houston	-	-	-	-	-	-	-	-	$ -	$ -
Grant	-	-	-	-	-	-	-	-	$ -	$ -
Other	-	-	-	-	-	-	-	-	$ -	$ -
Total Funds	$ 6,099,259	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ 6,099,259

Project:	**Improvement to Lumpkin from I-10 to Westview**	**City Council District**		**Key Map:**	498D, 449Z	**WBS.:** T-1709
		Location:	A	**Geo. Ref.:**		
		Served:	A	**Neighborhood:**	10	
Description:	Improve Lumpkin from a 2 lane roadside ditch roadway section to a 2 lane curb and gutter roadway section.					
Justification:	Large traffic volumes from HCC Town & Country Campus and adjacent retail development require additional roadway capacity.					

Operating and Maintenance Costs: ($ Thousands)

	2014	2015	2016	2017	2018	Total
Personnel	-	-	-	-	-	$ -
Supplies	-	-	-	-	-	$ -
Svcs. & Chgs.	-	-	-	-	-	$ -
Capital Outlay	-	-	-	-	-	$ -
Total	$ -	$ -	$ -	$ -	$ -	$ -
FTEs						-

Fiscal Year Planned Expenses

Project Allocation	Projected Expenses thru 6/30/12	2013 Budget	2013 Estimate	2014	2015	2016	2017	2018	FY14 - FY18 Total	Cumulative Total (To Date)
Phase										
1 Planning	59,703	-	-	-	-	-	-	-	$ -	$ 59,703
2 Acquisition	-	-	-	500,000	-	-	-	-	$ 500,000	$ 500,000
3 Design	56,095	300,000	302,000	200,000	-	-	-	-	$ 200,000	$ 558,095
4 Construction	-	2,742,000	-	1,000,000	4,500,000	-	-	-	$ 5,500,000	$ 5,500,000
5 Equipment	-	-	-	-	-	-	-	-	$ -	$ -
6 Close-Out	-	-	-	-	-	-	-	-	$ -	$ -
7 Other	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
Other Sub-Total:	-	-	-	-	-	-	-	-	$ -	$ -
Total Allocations	$ 115,798	$ 3,042,000	$ 302,000	$ 1,700,000	$ 4,500,000	$ -	$ -	$ -	$ 6,200,000	$ 6,617,798
Source of Funds										
TIRZ Funds	115,798	3,042,000	302,000	1,700,000	4,500,000	-	-	-	$ 6,200,000	$ 6,617,798
City of Houston	-	-	-	-	-	-	-	-	$ -	$ -
Grants	-	-	-	-	-	-	-	-	$ -	$ -
Other	-	-	-	-	-	-	-	-	$ -	$ -
Total Funds	$ 115,798	$ 3,042,000	$ 302,000	$ 1,700,000	$ 4,500,000	$ -	$ -	$ -	$ 6,200,000	$ 6,617,798

*NOTE:

Project:	**Bunker Hill South of IH 10 Mobility Improvements**	**City Council District**	**Key Map:**	**WBS.:**	**T-1712**
		Location: G	**Geo. Ref.:**		
Description:	Improve operation of Bunker Hill/Gaylord intersection by re-striping and modifying existing signals to enhance through traffic by dedicating turning movements.	**Served:** G	**Neighborhood:** 16		

Justification: Improve traffic flow and provide pedestrian actuation.

Operating and Maintenance Costs: ($ Thousands)

	2014	2015	2016	2017	2018	Total
Personnel	-	-	-	-	-	$ -
Supplies	-	-	-	-	-	$ -
Svcs. & Chgs.	-	-	-	-	-	$ -
Capital Outlay	-	-	-	-	-	$ -
Total	$ -	$ -	$ -	$ -	$ -	$ -
FTEs						-

Fiscal Year Planned Expenses

Project Allocation	**Projected Expenses thru 6/30/12**	**2013 Budget**	**2013 Estimate**	**2014**	**2015**	**2016**	**2017**	**2018**	**FY14 - FY18 Total**	**Cumulative Total (To Date)**
Phase										
1 Planning	-	-	-	-	-	-	-	-	$ -	$ -
2 Acquisition	-	-	-	-	-	-	-	-	$ -	$ -
3 Design	1,326	-	-	-	100,000	-	-	-	$ 100,000	$ 101,326
4 Construction	-	-	-	-	300,000	-	-	-	$ 300,000	$ 300,000
5 Equipment	-	-	-	-	-	-	-	-	$ -	$ -
6 Close-Out	-	-	-	-	-	-	-	-	$ -	$ -
7 Other	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
Other Sub-Total:	-	-	-	-	-	-	-	-	$ -	$ -
Total Allocations	$ 1,326	$ -	$ -	$ -	$ 400,000	$ -	$ -	$ -	$ 400,000	$ 401,326
Source of Funds										
TIRZ Funds	1,326	-	-	-	400,000	-	-	-	$ 400,000	$ 401,326
City of Houston	-	-	-	-	-	-	-	-	$ -	$ -
Grants	-	-	-	-	-	-	-	-	$ -	$ -
Other	-	-	-	-	-	-	-	-	$ -	$ -
Total Funds	$ 1,326	$ -	$ -	$ -	$ 400,000	$ -	$ -	$ -	$ 400,000	$ 401,326

*NOTE:

Project:	**Memorial near Beltway 8 Drainage Improvement**	**City Council District**		**Key Map:**	
		Location:	G	**Geo. Ref.:**	
		Served:	G	**Neighborhood:**	16
Description:	Storm sewer improvements on Memorial Drive between Beltway 8 and West Bough intended to improve study area and surrounding neighborhood drainage.	**WBS.:**		**T-1713**	
Justification:	Drainage improvement needed to adequately convey water during the two-year design storm event.				

Operating and Maintenance Costs: ($ Thousands)

	2014	2015	2016	2017	2018	Total
Personnel	-	-	-	-	-	$ -
Supplies	-	-	-	-	-	$ -
Svcs. & Chgs.	-	-	-	-	-	$ -
Capital Outlay	-	-	-	-	-	$ -
Total	$ -	$ -	$ -	$ -	$ -	$ -
FTEs						-

Fiscal Year Planned Expenses

Project Allocation	Projected Expenses thru 6/30/12	2013 Budget	2013 Estimate	2014	2015	2016	2017	2018	FY14 - FY18 Total	Cumulative Total (To Date)
Phase										
1 Planning	119,491	-	-	-	-	-	-	-	$ -	$ 119,491
2 Acquisition	-	-	-	-	-	-	-	-	$ -	$ -
3 Design	210,136	-	-	-	-	-	-	-	$ -	$ 210,136
4 Construction	-	-	-	-	-	-	-	-	$ -	$ -
5 Equipment	-	-	-	-	-	-	-	-	$ -	$ -
6 Close-Out	-	-	-	-	-	-	-	-	$ -	$ -
7 Other	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
Other Sub-Total:	-	-	-	-	-	-	-	-	$ -	$ -
Total Allocations	$ 329,627	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ 329,627
Source of Funds										
TIRZ Funds	329,627	-	-	-	-	-	-	-	$ -	$ 329,627
City of Houston	-	-	-	-	-	-	-	-	$ -	$ -
Grants	-	-	-	-	-	-	-	-	$ -	$ -
Other	-	-	-	-	-	-	-	-	$ -	$ -
Total Funds	$ 329,627	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ 329,627

*NOTE:

Project:	**Frostwood Drive and Kingsride Drainage Improvements**	**City Council District**		**Key Map:**		**WBS.:**	**T-1714**				
		Location:	G	**Geo. Ref.:**							
Description:	Storm sewer improvements on Frostwood Drive and Kingsride between IH-10 and Gessner. Improvements are intended to provide benefit to study area and adjacent neighborhood.	**Served:**	G	**Neighborhood:**	16						
Justification:	Drainage improvement needed to adequately convey storm sewer water to drainage channel W151-00-00.	**Operating and Maintenance Costs: ($ Thousands)**									
			2014	**2015**	**2016**	**2017**	**2018**	**Total**			
		Personnel	-	-	-	-	-	$ -			
		Supplies	-	-	-	-	-	$ -			
		Svcs. & Chgs.	-	-	-	-	-	$ -			
		Capital Outlay	-	-	-	-	-	$ -			
		Total	$ -	$ -	$ -	$ -	$ -	$ -			
		FTEs						-			

Fiscal Year Planned Expenses

Project Allocation	**Projected Expenses thru 6/30/12**	**2013 Budget**	**2013 Estimate**	**2014**	**2015**	**2016**	**2017**	**2018**	**FY14 - FY18 Total**	**Cumulative Total (To Date)**
Phase										
1 Planning	-	-	-	-	-	-	-	-	$ -	$ -
2 Acquisition	-	-	-	-	-	-	-	-	$ -	$ -
3 Design	-	300,000	98,500	-	200,000	75,000	-	-	$ 275,000	$ 373,500
4 Construction	-	2,690,000	-	-	-	2,045,000	2,045,000	-	$ 4,090,000	$ 4,090,000
5 Equipment	-	-	-	-	-	-	-	-	$ -	$ -
6 Close-Out	-	-	-	-	-	-	-	-	$ -	$ -
7 Other	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
Other Sub-Total:	-	-	-	-	-	-	-	-	$ -	$ -
Total Allocations	$ -	$ 2,990,000	$ 98,500	$ -	$ 200,000	$ 2,120,000	$ 2,045,000	$ -	$ 4,365,000	$ 4,463,500
Source of Funds										
TIRZ Funds	-	2,990,000	98,500	-	200,000	2,120,000	2,045,000	-	$ 4,365,000	$ 4,463,500
City of Houston	-	-	-	-	-	-	-	-	$ -	$ -
Grants	-	-	-	-	-	-	-	-	$ -	$ -
Other	-	-	-	-	-	-	-	-	$ -	$ -
Total Funds	$ -	$ 2,990,000	$ 98,500	$ -	$ 200,000	$ 2,120,000	$ 2,045,000	$ -	$ 4,365,000	$ 4,463,500

*NOTE:

Project:	Barryknoll East Drainage Improvements	City Council District		Key Map:		WBS.:	T-1715A
		Location:	G	Geo. Ref.:			
		Served:	G	Neighborhood:	16		
Description:	Storm sewer improvements on Barryknoll Lane from Bunker Hill to drainage channel W151-00-00. Improvements are intended to provide benefit to study area and adjacent neighborhood.						
Justification:	Drainage improvement needed to adequately convey storm sewer water to drainage channel W151-00-00.						

aintenance Costs: ($ Thousands)

	2014	2015	2016	2017	2018	Total
Personnel	-	-	-	-	-	$ -
Supplies	-	-	-	-	-	$ -
Svcs. & Chgs.	-	-	-	-	-	$ -
Capital Outlay	-	-	-	-	-	$ -
Total	$ -	$ -	$ -	$ -	$ -	$ -
FTEs						-

Fiscal Year Planned Expenses

Project Allocation	Projected Expenses thru 6/30/12	2013 Budget	2013 Estimate	2014	2015	2016	2017	2018	FY14 - FY18 Total	Cumulative Total (To Date)
Phase										
1 Planning	99,973	-	-	-	-	-	-	-	$ -	$ 99,973
2 Acquisition	-	-	-	-	-	-	-	-	$ -	$ -
3 Design	645,185	280,000	275,000	-	-	-	-	-	$ -	$ 920,185
4 Construction	-	4,515,000	500,225	6,183,510	-	-	-	-	$ 6,183,510	$ 6,683,735
5 Equipment	-	-	-	-	-	-	-	-	$ -	$ -
6 Close-Out	-	-	-	-	-	-	-	-	$ -	$ -
7 Other	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
Other Sub-Total:	-	-	-	-	-	-	-	-	$ -	$ -
Total Allocations	$ 745,158	$ 4,795,000	$ 775,225	$ 6,183,510	$ -	$ -	$ -	$ -	$ 6,183,510	$ 7,703,893
Source of Funds										
TIRZ Funds	745,158	4,795,000	775,225	6,183,510	-	-	-	-	$ 6,183,510	$ 7,703,893
City of Houston	-	-	-	-	-	-	-	-	$ -	$ -
Grants	-	-	-	-	-	-	-	-	$ -	$ -
Other	-	-	-	-	-	-	-	-	$ -	$ -
Total Funds	$ 745,158	$ 4,795,000	$ 775,225	$ 6,183,510	$ -	$ -	$ -	$ -	$ 6,183,510	$ 7,703,893

NOTE:

Project:	**Barryknoll West Drainage Improvements**	**City Council District**		**Key Map:**	
		Location:	G	**Geo. Ref.:**	
		Served:	G	**Neighborhood:**	16
Description:	Storm sewer improvements on Barryknoll Lane from Gessner to drainage channel W151-00-00. Improvements are intended to provide benefit to study area and adjacent neighborhood.				
Justification:	Drainage improvement needed to adequately convey storm sewer water to drainage channel W151-00-00.				

WBS.: T-1715B

Maintenance Costs: ($ Thousands)

	2014	2015	2016	2017	2018	Total
Personnel	-	-	-	-	-	$ -
Supplies	-	-	-	-	-	$ -
Svcs. & Chgs.	-	-	-	-	-	$ -
Capital Outlay	-	-	-	-	-	$ -
Total	$ -	$ -	$ -	$ -	$ -	$ -
FTEs						-

Fiscal Year Planned Expenses

Project Allocation	**Projected Expenses thru 6/30/12**	**2013 Budget**	**2013 Estimate**	**2014**	**2015**	**2016**	**2017**	**2018**	**FY14 - FY18 Total**	**Cumulative Total (To Date)**
Phase										
1 Planning	-	-	-	-	-	-	-	-	$ -	$ -
2 Acquisition	-	-	-	-	-	-	-	-	$ -	$ -
3 Design		370,000	165,000	166,000	50,000	-	-	-	$ 216,000	$ 381,000
4 Construction	-		-	-	1,550,000	1,550,000	-	-	$ 3,100,000	$ 3,100,000
5 Equipment	-	-	-	-	-	-	-	-	$ -	$ -
6 Close-Out	-	-	-	-	-	-	-	-	$ -	$ -
7 Other	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
Other Sub-Total:	-	-	-	-	-	-	-	-	$ -	$ -
Total Allocations	$ -	$ 370,000	$ 165,000	$ 166,000	$ 1,600,000	$ 1,550,000	$ -	$ -	$ 3,316,000	$ 3,481,000
Source of Funds										
TIRZ Funds		370,000	165,000	166,000	1,600,000	1,550,000	-	-	$ 3,316,000	$ 3,481,000
City of Houston	-	-	-	-	-	-	-	-	$ -	$ -
Grants	-	-	-	-	-	-	-	-	$ -	$ -
Other	-	-	-	-	-	-	-	-	$ -	$ -
Total Funds	$ -	$ 370,000	$ 165,000	$ 166,000	$ 1,600,000	$ 1,550,000	$ -	$ -	$ 3,316,000	$ 3,481,000

NOTE:

Project:	**Queensbury Drainage Improvements**	**City Council District**		**Key Map:**	
		Location:	G	**Geo. Ref.:**	
		Served:	G	**Neighborhood:**	16
Description:	Storm sewer improvements on Queensbury between Beltway 8 and Town and Country Boulevard.	**WBS.:**		**T-1716**	
Justification:	Drainage improvement needed to adequately convey storm sewer water during the two-year design storm event.				

Operating and Maintenance Costs: ($ Thousands)

	2014	2015	2016	2017	2018	Total
Personnel	-	-	-	-	-	$ -
Supplies	-	-	-	-	-	$ -
Svcs. & Chgs.	-	-	-	-	-	$ -
Capital Outlay	-	-	-	-	-	$ -
Total	$ -	$ -	$ -	$ -	$ -	$ -
FTEs						-

Fiscal Year Planned Expenses

Project Allocation	**Projected Expenses thru 6/30/12**	**2013 Budget**	**2013 Estimate**	**2014**	**2015**	**2016**	**2017**	**2018**	**FY14 - FY18 Total**	**Cumulative Total (To Date)**
Phase										
1 Planning	99,973	-	-	-	-	-	-	-	$ -	$ 99,973
2 Acquisition	-	-	-	-	-	-	-	-	$ -	$ -
3 Design	95,611	-	-	-	-	-	-	-	$ -	$ 95,611
4 Construction	349,502	-	-	-	-	-	-	-	$ -	$ 349,502
5 Equipment	-	-	-	-	-	-	-	-	$ -	$ -
6 Close-Out	-	-	-	-	-	-	-	-	$ -	$ -
7 Other	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
Other Sub-Total:	-	-	-	-	-	-	-	-	$ -	$ -
Total Allocations	$ 545,086	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ 545,086
Source of Funds										
TIRZ Funds	545,086	-	-	-	-	-	-	-	$ -	$ 545,086
City of Houston	-	-	-	-	-	-	-	-	$ -	$ -
Grants	-	-	-	-	-	-	-	-	$ -	$ -
Other	-	-	-	-	-	-	-	-	$ -	$ -
Total Funds	$ 545,086	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ 545,086

NOTE:

Project:	**Town and Country West Drainage and Mobility Improvements**	**City Council District**		**Key Map:**	
		Location:	G	**Geo. Ref.:**	
		Served:	G	**Neighborhood:**	16
Description:	Storm sewer improvements on Town and Country Way between IH-10 and Town and Country Blvd. Extend existing four-lane undivided roadway west to intersect with Beltway 8 northbound frontage road.	**WBS.:**		**T-1717**	
Justification:	Drainage improvement needed to adequately convey storm sewer water during the two-year design storm event. Improve east-west traffic flow.				

Operating and Maintenance Costs: ($ Thousands)

	2014	2015	2016	2017	2018	Total
Personnel	-	-	-	-	-	$ -
Supplies	-	-	-	-	-	$ -
Svcs. & Chgs.	-	-	-	-	-	$ -
Capital Outlay	-	-	-	-	-	$ -
Total	$ -	$ -	$ -	$ -	$ -	$ -
FTEs						-

Fiscal Year Planned Expenses

Project Allocation	**Projected Expenses thru 6/30/12**	**2013 Budget**	**2013 Estimate**	**2014**	**2015**	**2016**	**2017**	**2018**	**FY14 - FY18 Total**	**Cumulative Total (To Date)**
Phase										
1 Planning	175,691	-	-	-	-	-	-	-	$ -	$ 175,691
2 Acquisition	-	2,000,000	-	2,100,000	-	-	-	-	$ 2,100,000	$ 2,100,000
3 Design	32,500	-	9,300	100,000	50,000	-	-	-	$ 150,000	$ 191,800
4 Construction	-	-	-	-	1,750,000	750,000	-	-	$ 2,500,000	$ 2,500,000
5 Equipment	-	-	-	-	-	-	-	-	$ -	$ -
6 Close-Out	-	-	-	-	-	-	-	-	$ -	$ -
7 Other	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
Other Sub-Total:	-	-	-	-	-	-	-	-	$ -	$ -
Total Allocations	$ 208,191	$ 2,000,000	$ 9,300	$ 2,200,000	$ 1,800,000	$ 750,000	$ -	$ -	$ 4,750,000	$ 4,967,491
Source of Funds										
TIRZ Funds	208,191	2,000,000	9,300	2,200,000	1,800,000	750,000	-	-	$ 4,750,000	$ 4,967,491
City of Houston	-	-	-	-	-	-	-	-	$ -	$ -
Grants	-	-	-	-	-	-	-	-	$ -	$ -
Other	-	-	-	-	-	-	-	-	$ -	$ -
Total Funds	$ 208,191	$ 2,000,000	$ 9,300	$ 2,200,000	$ 1,800,000	$ 750,000	$ -	$ -	$ 4,750,000	$ 4,967,491

NOTE:

Project:	**Kimberly near Beltway 8 Drainage Improvements**	**City Council District**		**Key Map:**		**WBS.:** T-1718
		Location:	G	**Geo. Ref.:**		
		Served:	G	**Neighborhood:**	16	
Description:	Storm sewer improvements on Kimberly between Beltway 8 and West Bough. Improvements are intended to provide benefit to study area and adjacent neighborhood.					
Justification:	Drainage improvement needed to adequately convey storm sewer water during the two-year design storm event.					

Operating and Maintenance Costs: ($ Thousands)

	2014	2015	2016	2017	2018	Total
Personnel	-	-	-	-	-	$ -
Supplies	-	-	-	-	-	$ -
Svcs. & Chgs.	-	-	-	-	-	$ -
Capital Outlay	-	-	-	-	-	$ -
Total	$ -	$ -	$ -	$ -	$ -	$ -
FTEs						-

Fiscal Year Planned Expenses

Project Allocation	**Projected Expenses thru 6/30/12**	**2013 Budget**	**2013 Estimate**	**2014**	**2015**	**2016**	**2017**	**2018**	**FY14 - FY18 Total**	**Cumulative Total (To Date)**
Phase										
1 Planning	112,344	-	-	-	-	-	-	-	$ -	$ 112,344
2 Acquisition	-	-	-	-	-	-	-	-	$ -	$ -
3 Design	219,341	-	10,000	-	-	-	-	-	$ -	$ 229,341
4 Construction	1,101,896	-	-	-	-	-	-	-	$ -	$ 1,101,896
5 Equipment	-	-	-	-	-	-	-	-	$ -	$ -
6 Close-Out	-	-	-	-	-	-	-	-	$ -	$ -
7 Other	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
Other Sub-Total:	-	-	-	-	-	-	-	-	$ -	$ -
Total Allocations	$ 1,433,581	$ -	$ 10,000	$ -	$ -	$ -	$ -	$ -	$ -	$ 1,443,581
Source of Funds										
TIRZ Funds	1,433,581	-	10,000	-	-	-	-	-	$ -	$ 1,443,581
City of Houston	-	-	-	-	-	-	-	-	$ -	$ -
Grants	-	-	-	-	-	-	-	-	$ -	$ -
Other	-	-	-	-	-	-	-	-	$ -	$ -
Total Funds	$ 1,433,581	$ -	$ 10,000	$ -	$ -	$ -	$ -	$ -	$ -	$ 1,443,581

*NOTE:

Project:	**Kingsride East Bound at Gessner**	**City Council District**	**Key Map:**	**WBS.:**	**T-1719**
		Location: G	**Geo. Ref.:**		
		Served: G	**Neighborhood:** 16		
Description:	Provide right turn lane on Kingsride eastbound at intersection of Gessner Road.				
Justification:	Improve east/west traffic flow.				

Operating and Maintenance Costs: ($ Thousands)

	2014	2015	2016	2017	2018	Total
Personnel	-	-	-	-	-	$ -
Supplies	-	-	-	-	-	$ -
Svcs. & Chgs.	-	-	-	-	-	$ -
Capital Outlay	-	-	-	-	-	$ -
Total	$ -	$ -	$ -	$ -	$ -	$ -
FTEs						-

Fiscal Year Planned Expenses

Project Allocation	**Projected Expenses thru 6/30/12**	**2013 Budget**	**2013 Estimate**	**2014**	**2015**	**2016**	**2017**	**2018**	**FY14 - FY18 Total**	**Cumulative Total (To Date)**
Phase										
1 Planning	69,949	-	-	-	-	-	-	-	$ -	$ 69,949
2 Acquisition	20,115	-	-	-	-	-	-	-	$ -	$ 20,115
3 Design	122,380	-	-	-	-	-	-	-	$ -	$ 122,380
4 Construction	456,723	-	-	-	-	-	-	-	$ -	$ 456,723
5 Equipment	-	-	-	-	-	-	-	-	$ -	$ -
6 Close-Out	-	-	-	-	-	-	-	-	$ -	$ -
7 Other	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
Other Sub-Total:	-	-	-	-	-	-	-	-	$ -	$ -
Total Allocations	$ 669,167	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ 669,167
Source of Funds										
TIRZ Funds	669,167	-	-	-	-	-	-	-	$ -	$ 669,167
City of Houston	-	-	-	-	-	-	-	-	$ -	$ -
Grants	-	-	-	-	-	-	-	-	$ -	$ -
Other	-	-	-	-	-	-	-	-	$ -	$ -
Total Funds	$ 669,167	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ 669,167

*NOTE:

Project:	**Town and Country Blvd. at Queensbury Signalization Signalization**	**City Council District**		**Key Map:**	
		Location:	G	**Geo. Ref.:**	
		Served:	G	**Neighborhood:**	16
Description:	Traffic signal installation at intersection of Town and Country Blvd. and Queensbury.	**WBS.:**		T-1722	
Justification:	Improve traffic flow and provide pedestrian access.				

Operating and Maintenance Costs: ($ Thousands)

	2014	2015	2016	2017	2018	Total
Personnel	-	-	-	-	-	$ -
Supplies	-	-	-	-	-	$ -
Svcs. & Chgs.	-	-	-	-	-	$ -
Capital Outlay	-	-	-	-	-	$ -
Total	$ -	$ -	$ -	$ -	$ -	$ -
FTEs						-

Fiscal Year Planned Expenses

Project Allocation	Projected Expenses thru 6/30/12	2013 Budget	2013 Estimate	2014	2015	2016	2017	2018	FY14 - FY18 Total	Cumulative Total (To Date)
Phase										
1 Planning	-	-	-	15,000	-	-	-	-	$ 15,000	$ 15,000
2 Acquisition	-	-	-	-	-	-	-	-	$ -	$ -
3 Design	-	-	-	60,000	-	-	-	-	$ 60,000	$ 60,000
4 Construction	-	-		425,000	-	-	-	-	$ 425,000	$ 425,000
5 Equipment	-	-	-	-	-	-	-	-	$ -	$ -
6 Close-Out	-	-		-	-	-	-	-	$ -	$ -
7 Other	-	-		-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
Other Sub-Total:	-	-	-	-	-	-	-	-	$ -	$ -
Total Allocations	$ -	$ -	$ -	$ 500,000	$ -	$ -	$ -	$ -	$ 500,000	$ 500,000
Source of Funds										
TIRZ Funds	-	-	-	500,000	-	-	-	-	$ 500,000	$ 500,000
City of Houston	-	-	-	-	-	-	-	-	$ -	$ -
Grants	-	-	-	-	-	-	-	-	$ -	$ -
Other	-	-	-	-	-	-	-	-	$ -	$ -
Total Funds	$ -	$ -	$ -	$ 500,000	$ -	$ -	$ -	$ -	$ 500,000	$ 500,000

*NOTE:

Project:	**Park and Green Space Improvements**	**City Council District**	**Key Map:**	**WBS.:**	**T-1725**
		Location: A, G	**Geo. Ref.:**		
Description:	Provide pedestrian friendly environment throughout the TIRZ. This includes pedestrian trails, bikeways, and public green space.	**Served:** A, G	**Neighborhood:** 10, 16		

Justification: Projects include funding for route studies, design, construction, and ROW acquisition.

Operating and Maintenance Costs: ($ Thousands)

	2014	2015	2016	2017	2018	Total
Personnel	-	-	-	-	-	$ -
Supplies	-	-	-	-	-	$ -
Svcs. & Chgs.	-	-	-	-	-	$ -
Capital Outlay	-	-	-	-	-	$ -
Total	$ -	$ -	$ -	$ -	$ -	$ -
FTEs						-

Fiscal Year Planned Expenses

Project Allocation	**Projected Expenses thru 6/30/12**	**2013 Budget**	**2013 Estimate**	**2014**	**2015**	**2016**	**2017**	**2018**	**FY14 - FY18 Total**	**Cumulative Total (To Date)**
Phase										
1 Planning	-	-	-	500,000	-	-	-	-	$ 500,000	$ 500,000
2 Acquisition	-	-	-	-	-	-	-	-	$ -	$ -
3 Design	7,966	-	-	-	-	-	-	-	$ -	$ 7,966
4 Construction	60,000	-	-	-	-	-	-	-	$ -	$ 60,000
5 Equipment	-	-	-	-	-	-	-	-	$ -	$ -
6 Close-Out	-	-	-	-	-	-	-	-	$ -	$ -
7 Other	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
Other Sub-Total:	-	-	-	-	-	-	-	-	$ -	$ -
Total Allocations	$ 67,966	$ -	$ -	$ 500,000	$ -	$ -	$ -	$ -	$ 500,000	$ 567,966
Source of Funds										
TIRZ Funds	67,966	-	-	500,000	-	-	-	-	$ 500,000	$ 567,966
City of Houston	-	-	-	-	-	-	-	-	$ -	$ -
Grants	-	-	-	-	-	-	-	-	$ -	$ -
Other	-	-	-	-	-	-	-	-	$ -	$ -
Total Funds	$ 67,966	$ -	$ -	$ 500,000	$ -	$ -	$ -	$ -	$ 500,000	$ 567,966

*NOTE:

Project:	**West Bough Roadway Improvements**	**City Council District**	**Key Map:**	**WBS.:**	**T-1726**
		Location: G	**Geo. Ref.:**		
Description:	Improve West Bough to a curb and gutter section and evaluate the need for additional drainage capacity.	**Served:** G	**Neighborhood:** 16		

Justification: Eliminate ponding issues caused by inadequate surface drainage and evaluate options for providing additional benefit to adjacent neighborhoods. Coordinate with future hike and bike path.

Operating and Maintenance Costs: ($ Thousands)

	2014	2015	2016	2017	2018	Total
Personnel	-	-	-	-	-	$ -
Supplies	-	-	-	-	-	$ -
Svcs. & Chgs.	-	-	-	-	-	$ -
Capital Outlay	-	-	-	-	-	$ -
Total	$ -	$ -	$ -	$ -	$ -	$ -
FTEs						-

Fiscal Year Planned Expenses

Project Allocation	Projected Expenses thru 6/30/12	2013 Budget	2013 Estimate	2014	2015	2016	2017	2018	FY14 - FY18 Total	Cumulative Total (To Date)
Phase										
1 Planning	-	-	-	-	-	-	-	-	$ -	$ -
2 Acquisition	-	-	-	-	-	-	-	-	$ -	$ -
3 Design	5,873	-	-	-	-	-	400,000	-	$ 400,000	$ 405,873
4 Construction	-	-	-	-	-	-	-	3,200,000	$ 3,200,000	$ 3,200,000
5 Equipment	-	-	-	-	-	-	-	-	$ -	$ -
6 Close-Out	-	-	-	-	-	-	-	-	$ -	$ -
7 Other	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
Other Sub-Total:	-	-	-	-	-	-	-	-	$ -	$ -
Total Allocations	$ 5,873	$ -	$ -	$ -	$ -	$ -	$ 400,000	$ 3,200,000	$ 3,600,000	$ 3,605,873
Source of Funds										
TIRZ Funds	5,873	-	-	-	-	-	400,000	3,200,000	$ 3,600,000	$ 3,605,873
City of Houston	-	-	-	-	-	-	-	-	$ -	$ -
Grants	-	-	-	-	-	-	-	-	$ -	$ -
Other	-	-	-	-	-	-	-	-	$ -	$ -
Total Funds	$ 5,873	$ -	$ -	$ -	$ -	$ -	$ 400,000	$ 3,200,000	$ 3,600,000	$ 3,605,873

NOTE:

Project:	N. Gessner Area Thoroughfare Improvement Plan	City Council District		Key Map:		WBS.:	T-1727
		Location:	A	Geo. Ref.:			
		Served:	A	Neighborhood:	10		
Description:	Evaluate and improve the major thoroughfares in the Gessner area between IH-10 and Long Point.						
Justification:	Improve both north-south and east-weset mobility north of IH-10.						

Operating and Maintenance Costs: ($ Thousands)

	2014	2015	2016	2017	2018	Total
Personnel	-	-	-	-	-	$ -
Supplies	-	-	-	-	-	$ -
Svcs. & Chgs.	-	-	-	-	-	$ -
Capital Outlay	-	-	-	-	-	$ -
Total	$ -	$ -	$ -	$ -	$ -	$ -
FTEs						-

Fiscal Year Planned Expenses

Project Allocation	Projected Expenses thru 6/30/12	2013 Budget	2013 Estimate	2014	2015	2016	2017	2018	FY14 - FY18 Total	Cumulative Total (To Date)
Phase										
1 Planning	-	-	-	-	-	-	-	-	$ -	$ -
2 Acquisition	-	-	-	-	-	-	-	-	$ -	$ -
3 Design	18,546	-	-	-	-	-	-	-	$ -	$ 18,546
4 Construction	-	-	-	-	-	-	-	-	$ -	$ -
5 Equipment	-	-	-	-	-	-	-	-	$ -	$ -
6 Close-Out	-	-	-	-	-	-	-	-	$ -	$ -
7 Other	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
Other Sub-Total:	-	-	-	-	-	-	-	-	$ -	$ -
Total Allocations	$ 18,546	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ 18,546
Source of Funds										
TIRZ Funds	18,546	-	-	-	-	-	-	-	$ -	$ 18,546
City of Houston	-	-	-	-	-	-	-	-	$ -	$ -
Grants	-	-	-	-	-	-	-	-	$ -	$ -
Other	-	-	-	-	-	-	-	-	$ -	$ -
Total Funds	$ 18,546	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ 18,546

*NOTE:

Project:	Detention Basin and W-140	City Council District		Key Map:		WBS.:	T-1731A
		Location:	A	Geo. Ref.:			
		Served:	A, G	Neighborhood:	10, 16		
Description:	Acquire land for a detention facility as recommended by the TIRZ 17 Regional Drainage Study. Design and construct facility.						
Justification:	Project will address flooding and drainage problems within the boundaries of the TIRZ.						

Operating and Maintenance Costs: ($ Thousands)

	2014	2015	2016	2017	2018	Total
Personnel	-	-	-	-	-	$ -
Supplies	-	-	-	-	-	$ -
Svcs. & Chgs.	-	-	-	-	-	$ -
Capital Outlay	-	-	-	-	-	$ -
Total	$ -	$ -	$ -	$ -	$ -	$ -
FTEs						-

Fiscal Year Planned Expenses

Project Allocation	Projected Expenses thru 6/30/12	2013 Budget	2013 Estimate	2014	2015	2016	2017	2018	FY14 - FY18 Total	Cumulative Total (To Date)
Phase										
1 Planning	-	-	-	-	-	-	-	-	$ -	$ -
2 Acquisition	6,776,062	-	-	-	-	-	-	-	$ -	$ -
3 Design	531,204	40,000	44,900	-	-	-	-	-	$ -	$ 6,776,062
4 Construction	-	2,190,000	-	2,200,000	-	-	-	-	$ 2,200,000	$ 576,104
5 Equipment	-	-	-	-	-	-	-	-	$ -	$ 2,200,000
6 Close-Out	-	-	-	-	-	-	-	-	$ -	$ -
7 Other	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
Other Sub-Total:	-	-	-	-	-	-	-	-	$ -	$ -
Total Allocations	$ 7,307,266	$ 2,230,000	$ 44,900	$ 2,200,000	$ -	$ -	$ -	$ -	$ 2,200,000	$ 9,552,166
Source of Funds										
TIRZ Funds	7,307,266	2,230,000	44,900	2,200,000	-	-	-	-	$ 2,200,000	$ 9,552,166
City of Houston	-	-	-	-	-	-	-	-	$ -	$ -
Grants	-	-	-	-	-	-	-	-	$ -	$ -
Other	-	-	-	-	-	-	-	-	$ -	$ -
Total Funds	$ 7,307,266	$ 2,230,000	$ 44,900	$ 2,200,000	$ -	$ -	$ -	$ -	$ 2,200,000	$ 9,552,166

*NOTE:

Project:	**Memorial Dr. Drainage and Mobility Improvement Project**	**City Council District**		**Key Map:**		**WBS.:**	**T-1731B**
		Location:	G	**Geo. Ref.:**			
		Served:	G	**Neighborhood:**	16		
Description:	Flooding and drainage improvements based on recommendations of the TIRZ 17 Regional Drainage Study to address flooding within W153-00-00 watershed and to address mobility issues BW8 to West Bough.						
Justification:	Project will address flooding and drainage problems within the boundaries of the TIRZ. Project will also improve mobility between BW8 and West Bough.						

Operating and Maintenance Costs: ($ Thousands)

	2014	2015	2016	2017	2018	Total
Personnel	-	-	-	-	-	$ -
Supplies	-	-	-	-	-	$ -
Svcs. & Chgs.	-	-	-	-	-	$ -
Capital Outlay	-	-	-	-	-	$ -
Total	$ -	$ -	$ -	$ -	$ -	$ -
FTEs						-

Fiscal Year Planned Expenses

Project Allocation	**Projected Expenses thru 6/30/12**	**2013 Budget**	**2013 Estimate**	**2014**	**2015**	**2016**	**2017**	**2018**	**FY14 - FY18 Total**	**Cumulative Total (To Date)**
Phase										
1 Planning	119,491	-	-	-	-	-	-	-	$ -	$ 119,491
2 Acquisition	-	-	-	-	-	-	-	-	$ -	$ -
3 Design	168,574		-	-	350,000	500,000	-	-	$ 850,000	$ 1,018,574
4 Construction	-		-	-	-	-	-	-	$ -	$ -
5 Equipment	-	-	-	-	-	-	-	-	$ -	$ -
6 Close-Out	-	-	-	-	-	-	-	-	$ -	$ -
7 Other	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
Other Sub-Total:	-	-	-	-	-	-	-	-	$ -	$ -
Total Allocations	$ 288,065	$ -	$ -	$ -	$ 350,000	$ 500,000	$ -	$ -	$ 850,000	$ 1,138,065
Source of Funds										
TIRZ Funds	288,065	-	-	-	350,000	500,000	-	-	$ 850,000	$ 1,138,065
City of Houston	-	-	-	-	-	-	-	-	$ -	$ -
Grants	-	-	-	-	-	-	-	-	$ -	$ -
Other	-	-	-	-	-	-	-	-	$ -	$ -
Total Funds	$ 288,065	$ -	$ -	$ -	$ 350,000	$ 500,000	$ -	$ -	$ 850,000	$ 1,138,065

*NOTE:

Project:	**N. Gessner Drainage and Mobility Improvement - Phase I**	**City Council District**		**Key Map:**	
		Location:	A	**Geo. Ref.:**	
Description:	Improve Gessner between IH-10 and Westview	**Served:**	A	**Neighborhood:**	10
Justification:	Documented issues with drainage, mobility, access management, and pavement condition.	**WBS.:**		**T-1732A**	

Operating and Maintenance Costs: ($ Thousands)

	2014	2015	2016	2017	2018	Total
Personnel	-	-	-	-	-	$ -
Supplies	-	-	-	-	-	$ -
Svcs. & Chgs.	-	-	-	-	-	$ -
Capital Outlay	-	-	-	-	-	$ -
Total	$ -	$ -	$ -	$ -	$ -	$ -
FTEs						-

Fiscal Year Planned Expenses

Project Allocation	**Projected Expenses thru 6/30/12**	**2013 Budget**	**2013 Estimate**	**2014**	**2015**	**2016**	**2017**	**2018**	**FY14 - FY18 Total**	**Cumulative Total (To Date)**
Phase										
1 Planning	69,204	-	-	-	-	-	-	-	$ -	$ 69,204
2 Acquisition	-	-	-	-	-	-	-	-	$ -	$ -
3 Design	-	470,000	270,800	-	210,000	-	-	-	$ 210,000	$ 480,800
4 Construction	-	-	-	-	1,300,000	2,800,000	-	-	$ 4,100,000	$ 4,100,000
5 Equipment	-	-	-	-	-	-	-	-	$ -	$ -
6 Close-Out	-	-	-	-	-	-	-	-	$ -	$ -
7 Other	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
Other Sub-Total:	-	-	-	-	-	-	-	-	$ -	$ -
Total Allocations	$ 69,204	$ 470,000	$ 270,800	$ -	$ 1,510,000	$ 2,800,000	$ -	$ -	$ 4,310,000	$ 4,650,004
Source of Funds										
TIRZ Funds	69,204	470,000	270,800	-	1,510,000	2,800,000	-	-	$ 4,310,000	$ 4,650,004
City of Houston	-	-	-	-	-	-	-	-	$ -	$ -
Grants	-	-	-	-	-	-	-	-	$ -	$ -
Other	-	-	-	-	-	-	-	-	$ -	$ -
Total Funds	$ 69,204	$ 470,000	$ 270,800	$ -	$ 1,510,000	$ 2,800,000	$ -	$ -	$ 4,310,000	$ 4,650,004

*NOTE:

Project:	**N. Gessner Drainage and Mobility Improvement - Phase II**	**City Council District**		**Key Map:**	
		Location:	A	**Geo. Ref.:**	
Description:	Improve Gessner between Westview and Long Point	**Served:**	A	**Neighborhood:**	10
Justification:	Documented issues with drainage, mobility, access management, and pavement condition.	**WBS.:**		**T-1732B**	

Operating and Maintenance Costs: ($ Thousands)

	2014	2015	2016	2017	2018	Total
Personnel	-	-	-	-	-	$ -
Supplies	-	-	-	-	-	$ -
Svcs. & Chgs.	-	-	-	-	-	$ -
Capital Outlay	-	-	-	-	-	$ -
Total	$ -	$ -	$ -	$ -	$ -	$ -
FTEs						-

Fiscal Year Planned Expenses

Project Allocation	Projected Expenses thru 6/30/12	2013 Budget	2013 Estimate	2014	2015	2016	2017	2018	FY14 - FY18 Total	Cumulative Total (To Date)
Phase										
1 Planning	69,204	-	-	-	-	-	-	-	$ -	$ 69,204
2 Acquisition	-	-	-	-	-	-	-	-	$ -	$ -
3 Design	-	455,000	276,000	-	75,000	135,000	-	-	$ 210,000	$ 486,000
4 Construction	-	-	-	-	-	750,000	-	-	$ 750,000	$ 750,000
5 Equipment	-	-	-	-	-	-	-	-	$ -	$ -
6 Close-Out	-	-	-	-	-	-	-	-	$ -	$ -
7 Other	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
Other Sub-Total:	-	-	-	-	-	-	-	-	$ -	$ -
Total Allocations	$ 69,204	$ 455,000	$ 276,000	$ -	$ 75,000	$ 885,000	$ -	$ -	$ 960,000	$ 1,305,204
Source of Funds										
TIRZ Funds	69,204	455,000	276,000	-	75,000	885,000	-	-	$ 960,000	$ 1,305,204
City of Houston	-	-	-	-	-	-	-	-	$ -	$ -
Grants	-	-	-	-	-	-	-	-	$ -	$ -
Other	-	-	-	-	-	-	-	-	$ -	$ -
Total Funds	$ 69,204	$ 455,000	$ 276,000	$ -	$ 75,000	$ 885,000	$ -	$ -	$ 960,000	$ 1,305,204

NOTE:

Project:	**N. Witte Drainage and Mobility Improvement - Phase 1**	**City Council District**		**Key Map:**	
		Location:	A	**Geo. Ref.:**	
		Served:	A	**Neighborhood:**	10
Description:	Improve Witte between Westview and Long Point	**WBS.:**		**T-1733A**	
Justification:	Documented issues with drainage, mobility, access management, and pavemnt condition.				

Operating and Maintenance Costs: ($ Thousands)

	2014	2015	2016	2017	2018	Total
Personnel	-	-	-	-	-	$ -
Supplies	-	-	-	-	-	$ -
Svcs. & Chgs.	-	-	-	-	-	$ -
Capital Outlay	-	-	-	-	-	$ -
Total	$ -	$ -	$ -	$ -	$ -	$ -
FTEs						-

Fiscal Year Planned Expenses

Project Allocation	**Projected Expenses thru 6/30/12**	**2013 Budget**	**2013 Estimate**	**2014**	**2015**	**2016**	**2017**	**2018**	**FY14 - FY18 Total**	**Cumulative Total (To Date)**
Phase										
1 Planning	69,204	-	-	-	-	-	-	-	$ -	$ 69,204
2 Acquisition	-	-	-	-	-	-	-	-	$ -	$ -
3 Design	-	75,000	29,300	-	-	250,000	130,000	-	$ 380,000	$ 409,300
4 Construction	-	-	-	-	-	-	1,150,000	-	$ 1,150,000	$ 1,150,000
5 Equipment	-	-	-	-	-	-	-	-	$ -	$ -
6 Close-Out	-	-	-	-	-	-	-	-	$ -	$ -
7 Other	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
Other Sub-Total:	-	-	-	-	-	-	-	-	$ -	$ -
Total Allocations	$ 69,204	$ 75,000	$ 29,300	$ -	$ -	$ 250,000	$ 1,280,000	$ -	$ 1,530,000	$ 1,628,504
Source of Funds										
TIRZ Funds	69,204	75,000	29,300	-	-	250,000	1,280,000	-	$ 1,530,000	$ 1,628,504
City of Houston	-	-	-	-	-	-	-	-	$ -	$ -
Grants	-	-	-	-	-	-	-	-	$ -	$ -
Other	-	-	-	-	-	-	-	-	$ -	$ -
Total Funds	$ 69,204	$ 75,000	$ 29,300	$ -	$ -	$ 250,000	$ 1,280,000	$ -	$ 1,530,000	$ 1,628,504

*NOTE:

Project:	**N. Witte Drainage and Mobility Improvement - Phase 2**	**City Council District**		**Key Map:**	
		Location:	A	**Geo. Ref.:**	
		Served:	A	**Neighborhood:**	10
Description:	Improve Witte between Westview and Long Point	**WBS.:**		**T-1733B**	
Justification:	Documented issues with drainage, mobility, access management, and pavemnt condition.				

Operating and Maintenance Costs: ($ Thousands)

	2014	2015	2016	2017	2018	Total
Personnel	-	-	-	-	-	$ -
Supplies	-	-	-	-	-	$ -
Svcs. & Chgs.	-	-	-	-	-	$ -
Capital Outlay	-	-	-	-	-	$ -
Total	$ -	$ -	$ -	$ -	$ -	$ -
FTEs						-

Fiscal Year Planned Expenses

Project Allocation	**Projected Expenses thru 6/30/12**	**2013 Budget**	**2013 Estimate**	**2014**	**2015**	**2016**	**2017**	**2018**	**FY14 - FY18 Total**	**Cumulative Total (To Date)**
Phase										
1 Planning	69,204	-	-	-	-	-	-	-	$ -	$ 69,204
2 Acquisition	-	-	-	-	-	-	-	-	$ -	$ -
3 Design	-	75,000	31,750	-	-	-	260,000	-	$ 260,000	$ 291,750
4 Construction	-	-	-	-	-	-	-	-	$ -	$ -
5 Equipment	-	-	-	-	-	-	-	-	$ -	$ -
6 Close-Out	-	-	-	-	-	-	-	-	$ -	$ -
7 Other	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
Other Sub-Total:	-	-	-	-	-	-	-	-	$ -	$ -
Total Allocations	$ 69,204	$ 75,000	$ 31,750	$ -	$ -	$ -	$ 260,000	$ -	$ 260,000	$ 360,954
Source of Funds										
TIRZ Funds	69,204	75,000	31,750	-	-	-	260,000	-	$ 260,000	$ 360,954
City of Houston	-	-	-	-	-	-	-	-	$ -	$ -
Grants	-	-	-	-	-	-	-	-	$ -	$ -
Other	-	-	-	-	-	-	-	-	$ -	$ -
Total Funds	$ 69,204	$ 75,000	$ 31,750	$ -	$ -	$ -	$ 260,000	$ -	$ 260,000	$ 360,954

*NOTE:

Project:	W140 Channel Improvements	City Council District	Key Map:		WBS.:	T-1734
		Location: A	Geo. Ref.:			
Description:	W140-01 Channel between Bunker Hill Road and Gessner Drive	Served: A	Neighborhood:			
Justification:	Increase capacity of W140-01 Channel to reduce flooding and street ponding in surrounding areas.					

Operating and Maintenance Costs: ($ Thousands)

	2014	2015	2016	2017	2018	Total
Personnel	-	-	-	-	-	$ -
Supplies	-	-	-	-	-	$ -
Svcs. & Chgs.	-	-	-	-	-	$ -
Capital Outlay	-	-	-	-	-	$ -
Total	$ -	$ -	$ -	$ -	$ -	$ -
FTEs						-

Fiscal Year Planned Expenses

Project Allocation	Projected Expenses thru 6/30/12	2013 Budget	2013 Estimate	2014	2015	2016	2017	2018	FY14 - FY18 Total	Cumulative Total (To Date)
Phase										
1 Planning	-	-	-	-	-	-	-	-	$ -	$ -
2 Acquisition	-	-	-	-	-	-	-	-	$ -	$ -
3 Design	-	700,000	243,000	456,000	-	-	-	-	$ 456,000	$ 699,000
4 Construction	-	-	-	-	5,000,000	2,000,000	-	-	$ 7,000,000	$ 7,000,000
5 Equipment	-	-	-	-	-	-	-	-	$ -	$ -
6 Close-Out	-	-	-	-	-	-	-	-	$ -	$ -
7 Other	-	-	-	100,000	-	-	-	-	$ 100,000	$ 100,000
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
Other Sub-Total:	-	-	-	100,000	-	-	-	-	$ -	$ -
Total Allocations	$ -	$ 700,000	$ 243,000	$ 556,000	$ 5,000,000	$ 2,000,000	$ -	$ -	$ 7,556,000	$ 7,799,000
Source of Funds										
TIRZ Funds	-	700,000	243,000	556,000	5,000,000	2,000,000	-	-	$ 7,556,000	$ 7,799,000
City of Houston	-	-	-	-	-	-	-	-	$ -	$ -
Grants	-	-	-	-	-	-	-	-	$ -	$ -
Other	-	-	-	-	-	-	-	-	$ -	$ -
Total Funds	$ -	$ 700,000	$ 243,000	$ 556,000	$ 5,000,000	$ 2,000,000	$ -	$ -	$ 7,556,000	$ 7,799,000

NOTE:

Project:	Detention Basin	City Council District	Key Map:		WBS.:	T-1735
		Location:	Geo. Ref.:			
Description:	Approximately 125 acre foot detention basin.	Served:	Neighborhood:			
Justification:	Storm water storage needed for Regional Drainage Study recommendations specific to 100-year flood event.					

Operating and Maintenance Costs: ($ Thousands)

	2014	2015	2016	2017	2018	Total
Personnel	-	-	-	-	-	$ -
Supplies	-	-	-	-	-	$ -
Svcs. & Chgs.	-	-	-	-	-	$ -
Capital Outlay	-	-	-	-	-	$ -
Total	$ -	$ -	$ -	$ -	$ -	$ -
FTEs						-

Fiscal Year Planned Expenses

Project Allocation	Projected Expenses thru 6/30/12	2013 Budget	2013 Estimate	2014	2015	2016	2017	2018	FY14 - FY18 Total	Cumulative Total (To Date)
Phase										
1 Planning	-	-	-	700,000	-	-	-	-	$ 700,000	$ 700,000
2 Acquisition	-	-	-	14,000,000	-	-	-	-	$ 14,000,000	$ 14,000,000
3 Design	-	-	-	-	-	-	-	-	$ -	$ -
4 Construction	-	-	-	-	-	-	-	-	$ -	$ -
5 Equipment	-	-	-	-	-	-	-	-	$ -	$ -
6 Close-Out	-	-	-	-	-	-	-	-	$ -	$ -
7 Other	-	-	-	300,000	-	-	-	-	$ 300,000	$ 300,000
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
	-	-	-	-	-	-	-	-	$ -	$ -
Other Sub-Total:	-	-	-	300,000	-	-	-	-	$ 300,000	$ 300,000
Total Allocations	$ -	$ -	$ -	$ 15,000,000	$ -	$ -	$ -	$ -	$ 15,000,000	$ 15,000,000
Source of Funds										
TIRZ Funds	-	-	-	15,000,000	-	-	-	-	$ 15,000,000	$ 15,000,000
City of Houston	-	-	-	-	-	-	-	-	$ -	$ -
Grants	-	-	-	-	-	-	-	-	$ -	$ -
Other	-	-	-	-	-	-	-	-	$ -	$ -
Total Funds	$ -	$ -	$ -	$ 15,000,000	$ -	$ -	$ -	$ -	$ 15,000,000	$ 15,000,000

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
ALL

20JSW94-Pfeiffer & Son, LTD - Arterial Travel Time System

Agenda Item#: 63.

Summary:
ORDINANCE appropriating $601,646.00 out of Metro Projects Construction DDSRF Fund; awarding contract to **PFEIFFER & SON, LTD** for Arterial Travel Time System; 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 CIP Cost Recovery and contingencies relating to construction of facilities financed by the Metro Projects Construction DDSRF Fund
TAGGED BY COUNCIL MEMBER GALLEGOS
This was Item 29 on Agenda of November 19, 2014

Background:
PROJECT NOTICE/JUSTIFICATION: This provides the City of Houston with enhanced interconnectivity between traffic signals. This will increase the City's ability to manage traffic and improve mobility on Houston streets.

PREVIOUS HISTORY: On May 28, 2014, Ordinance No. 2014-492 approved the appropriation of $5,000.00 and the Advance Funding Agreement between the City of Houston and Texas Department of Transportation for the Arterial Travel Time System along corridors citywide.

DESCRIPTION/SCOPE: This project consists of installing Bluetooth Automatic Vehicle Identification (AVI) at 602 locations in various roadway corridors within the City of Houston services areas. All AVI's will tie into existing City of Houston Ethernet communications, Wi-max or fiber cable. The Contract duration for this project is 730 calendar days.

Under the Texas Transportation Commission, construction funding included both Federal and City participation. The City's participation shall be a 20% match up to the amount of $376,029.00, and the State shall reimburse the City up to 80% of the funds in the amount of $1,504,116.00 which will be through monthly billings as construction cost incurs. The City will accept and deposit the funds into the Federal State Local-Pass Through Fund 5030.

BIDS: This project was advertised for bidding on August 1st, 8th and 15th of 2014. Bids were received on *August 21, 2014.* Four *(4)* bids are as follows:

	Bidder	Bid Amount
1.	Pfeiffer & Son, LTD	$ 1,880,145.00
2.	Florida Traffic Control Devices, Inc.	$ 1,949,870.00
3.	Traffic Systems Construction Inc.	$ 1,993,855.00
4.	Third Coast Services, LLC	$ 2,015,920.00

AWARD: It is recommended that this construction contract be awarded to Pfeiffer & Son, LTD with a low bid of $1,880,145.00 and that Addendum Numbers 1 and 2 be made a part of this Contract.

PROJECT COST: The total cost of this project is $2,105,762.00 to be appropriated as follows:

·	Bid Amount	$1,880,145.00
·	Contingencies	$ 94,007.00
·	CIP Cost Recovery	$ 131,610.00

PAY OR PLAY: This procurement is exempt for the City's Pay or Play Ordinance, because it involves the use of federal funds and is subject to specific procurement rules of the federal government.

HIRE HOUSTON FIRST: Hire Houston First does not apply to this expenditure, because it involves the use of

federal funds and is subject to specific procurement rules of the federal government. However, Pfeiffer & Son, LTD is registered under Hire Houston First as a Local Business.

DBE PARTICIPATION: The type of bid items listed with estimated values and the total size of the project; TxDOT has set a DBE goal of ZERO (0%) percent for this project.

Prior Council Action:
Ordinance No. 2014-492; Dated: May 28, 2014

Amount of Funding:
$1,504,116.00 from Federal State Local-Pass Through Fund (5030)
$ 601,646.00 from Metro Projects Construction DDSRF (4040)
$2,105,762.00 TOTAL

Source of Funding:
Grant Fund, Enterprise Fund

Contact Information:
Khang M. Nguyen, P.E., PTOE
Assistant Director
Phone: (832) 395-3008

ATTACHMENTS:

Description	Type
RCA	Signed Cover sheet
Maps 1 of 2	Backup Material
Maps 2 of 2	Backup Material
Ordinance	Ordinance/Resolution/Motion
Advance Funding Agreement as previously approved	Backup Material
prior action RCA & ordin	Backup Material
fair campaign-affidavit	Backup Material
clear tax	Backup Material
financial backup information	Financial Information

TO: Mayor via City Secretary **REQUEST FOR COUNCIL ACTION**

SUBJECT: Contract Award for Arterial Travel Time System along multiple corridors within the City. WBS No. N-310650-0077-4	**Page 1 of 2**	**Agenda Item #**

FROM: (Department or other point of origin): Department of Public Works and Engineering	**Origination Date:**	**Agenda Date:**

Director's Signature: Dale A. Rudick Dale A. Rudick, P.E., Director	**Council District affected:** All
For additional information contact: Khang M. Nguyen, P.E., PTOE **Phone:** (832) 395-3008 Assistant Director	**Date and identification of prior authorizing Council action:** Ordinance No. 2014-492; Dated: May 28, 2014

RECOMMENDATION: (Summary)
Accept low bid, award construction Contract to Pfeiffer & Son, LTD and appropriate funds.

Amount and Source of Funding:
$1,504,116.00 from Federal State Local-Pass Through Fund 5030
$ 601,646.00 from Fund 4040- Metro Projects Construction DDSRF M.P. 10/15/2014
$2,105,762.00 TOTAL

PROJECT NOTICE/JUSTIFICATION: This provides the City of Houston with enhanced interconnectivity between traffic signals. This will increase the City's ability to manage traffic and improve mobility on Houston streets.

PREVIOUS HISTORY: On May 28, 2014, Ordinance No. 2014-492 approved the appropriation of $5,000.00 and the Advance Funding Agreement between the City of Houston and Texas Department of Transportation for the Arterial Travel Time System along corridors citywide.

DESCRIPTION/SCOPE: This project consists of installing Bluetooth Automatic Vehicle Identification (AVI) at 602 locations in various roadway corridors within the City of Houston services areas. All AVI's will tie into existing City of Houston Ethernet communications, Wi-max or fiber cable. The Contract duration for this project is 730 calendar days.

Under the Texas Transportation Commission, construction funding included both Federal and City participation. The City's participation shall be a 20% match up to the amount of $376,029.00, and the State shall reimburse the City up to 80% of the funds in the amount of $1,504,116.00 which will be through monthly billings as construction cost incurs. The City will accept and deposit the funds into the Federal State Local-Pass Through Fund 5030.

BIDS: This project was advertised for bidding on August 1st, 8th and 15th of 2014. Bids were received on *August 21, 2014.* Four *(4)* bids are as follows:

	Bidder	Bid Amount
1.	Pfeiffer & Son, LTD	$ 1,880,145.00
2.	Florida Traffic Control Devices, Inc.	$ 1,949,870.00
3.	Traffic Systems Construction Inc.	$ 1,993,855.00
4.	Third Coast Services, LLC	$ 2,015,920.00

LTS No. *12948* **CUIC ID #20JSW94**

Finance Department:	**Other Authorization:**	**Other Authorization:** Jeffrey Weatherford, P.E., PTOE Deputy Director Traffic Operations Division

REV 3/06

Date	**Subject:** Contract Award for Arterial Travel Time System along multiple corridors within the City. WBS No. N-310650-0077-4.	**Originator's Initials**	**Page 2 of 2**

AWARD: It is recommended that this construction contract be awarded to Pfeiffer & Son, LTD with a low bid of $1,880,145.00 and that Addendum Numbers 1 and 2 be made a part of this Contract.

PROJECT COST: The total cost of this project is $2,105,762.00 to be appropriated as follows:

• Bid Amount	$1,880,145.00
• Contingencies	$ 94,007.00
• CIP Cost Recovery	$ 131,610.00

PAY OR PLAY: This procurement is exempt for the City's Pay or Play Ordinance, because it involves the use of federal funds and is subject to specific procurement rules of the federal government.

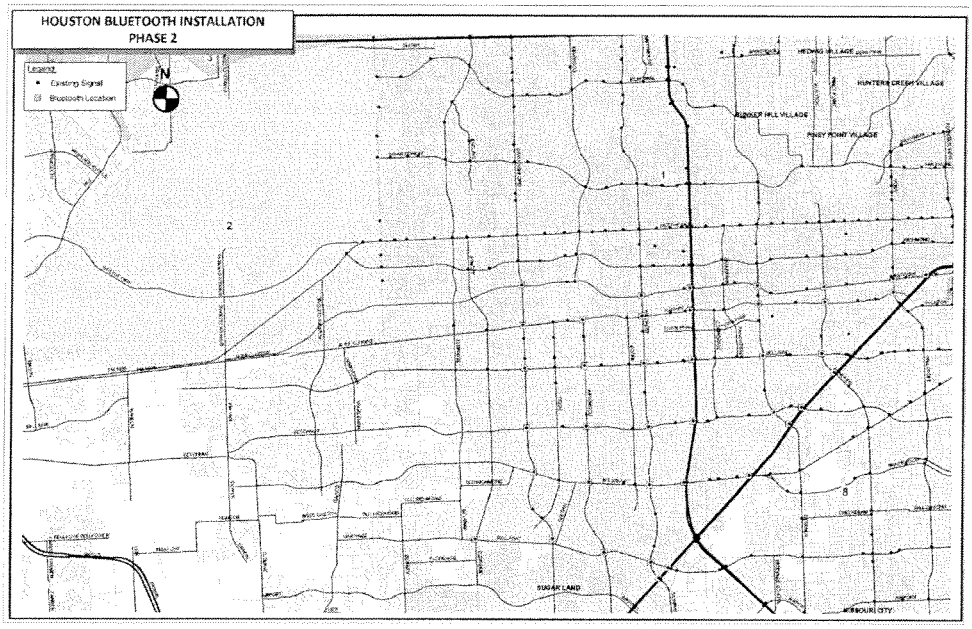
HIRE HOUSTON FIRST: Hire Houston First does not apply to this expenditure, because it involves the use of federal funds and is subject to specific procurement rules of the federal government. However, Pfeiffer & Son, LTD is registered under Hire Houston First as a Local Business.

DBE PARTICIPATION: The type of bid items listed with estimated values and the total size of the project; TxDOT has set a DBE goal of ZERO (0%) percent for this project.

DAR:JSW:LHM

c: Marta Crinejo, Agenda Director
Jeffrey Weatherford, P.E., PTOE
Khang M. Nguyen, P.E., PTOE
Michael Wahl, P.E., PTOE
Patrick Nguyen
LaVerne Hollins-McGlothen

HOUSTON BLUETOOTH INSTALLATION PHASE 2



LOCATION	Phase	CABINET	Ethernet Switch	FOC Ethernet Switch
Alief Clodine @ Kirkwood	2	332	1	
Beechnut @ Dairy Ashford S Rd	2	Metro	1	
Beechnut @ Gessner Dr	2	Metro		1
Beechnut @ Kirkwood	2	332		1
Sam Houston W Loop @ Beechnut	2	Naztec		1
US-59 @ Beechnut	2	P		1
Beechnut @ Wilcrest Dr	2	ITS340		1
Bellaire Blvd @ Dairy Ashford S Rd	2	332		1
Bellaire Blvd @ Fondren Rd	2	332	1	
Bellaire Blvd @ Gessner Dr	2	ITS340	1	
Bellaire Blvd @ Kirkwood	2	332		1
Sam Houston W Loop @ Bellaire Blvd	2	ITS340		1
Bellaire Blvd @ Wilcrest Dr	2	ITS340		1
Bellfort W @ Dairy Ashford S Rd	2	Naztec	1	
Bellfort W @ Kirkwood	2	ITS340	1	
Bellfort W @ Synott	2	Nema	1	
US-59 @ Bellfort W	2	0	1	
Bellfort W @ Wilcrest Dr	2	332		1
Bissonnet @ Dairy Ashford S Rd	2	Naztec		1
Bissonnet @ Kirkwood	2	Naztec		1
Sam Houston W Loop @ Bissonnet	2	Kentron		1
US-59 @ Bissonnet	2	Naztec		1
Bissonnet @ Wilcrest Dr	2	Naztec		1
Fondren Rd @ Harwin	2	Metro	1	
US-59 @ Fondren Rd	2	Naztec	1	
Gessner Dr @ Harwin	2	Metro	1	
US-59 @ Gessner Dr	2	Naztec	1	
Harwin Dr @ Hillcroft	2	Metro		1
Sam Houston W Loop @ Harwin Dr	2	Transyt	1	
Harwin Dr @ Wilcrest Dr	2	Metro		1
US-59 @ Wilcrest	2	Nema		1

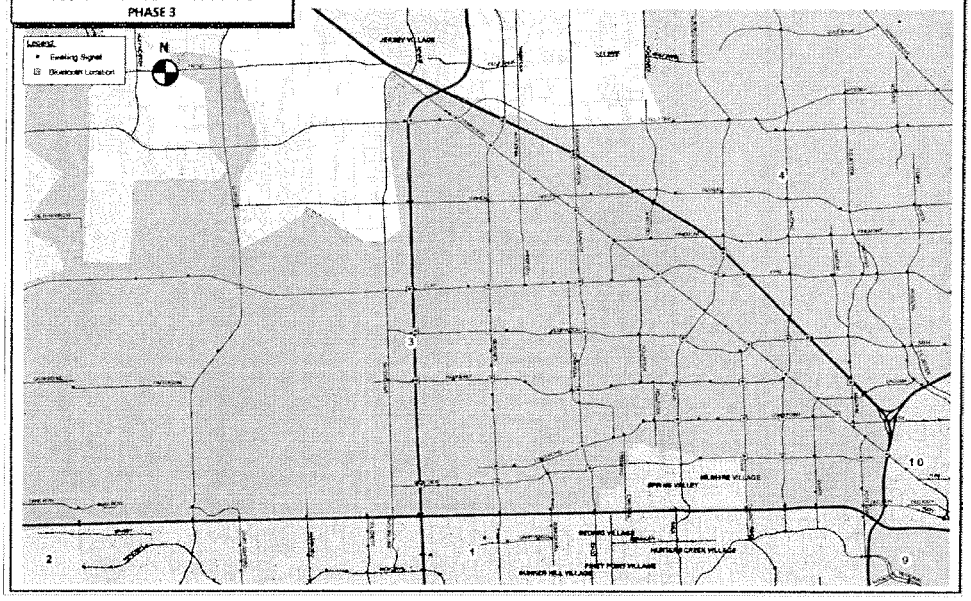
STATE OF TEXAS
MICHAEL T. WARE
93528
5/2/14

CITY OF HOUSTON
DEPARTMENT OF PUBLIC WORKS AND ENGINEERING

VICINITY MAP AND LIST OF LOCATIONS

HIGHWAY: VARIOUS
CSJ NO.: 0912-72-309
DATE: 01/22/2014
SCALE: NTS
WBS: N-310650-0077-7
COUNTY: HARRIS
SHEET NO. 4

HOUSTON BLUETOOTH INSTALLATION PHASE 3



LOCATION	Phase	CABINET	Ethernet Switch	FOC Ethernet Switch
34th @ Antoine Dr	3	ITS340		1
34th @ Hempstead Rd @ Kempwood Rd	3	Naztec	1	
US-290 @ 34th	3	Naztec	1	
43rd @ Bingle Rd	3	Naztec	1	
43rd @ Clay Rd @ Hempstead	3	Naztec	1	
US-290 @ 43rd	3	Naztec	1	
Antoine Dr @ Hempstead Rd	3	ITS340		1
Antoine Dr @ Long Point Rd	3	P	1	
Antoine Dr @ Westview Dr	3	Naztec	1	
Bingle Rd @ Hammerly Blvd	3	Naztec	1	
Bingle Rd @ Kempwood	3	Naztec	1	
Bingle Rd @ Long Point Rd	3	0	1	
US-290 @ Bingle Rd	3	Naztec	1	
Blalock Rd @ Clay	3	ITS340	1	
Blalock Rd @ Hammerly Blvd	3	Naztec	1	
Blalock Rd @ Kempwood	3	Naztec	1	
Blalock Rd @ Long Point Rd	3	ITS340	1	
Blalock Rd @ Westview Dr	3	Naztec	1	
Brittmoore Rd @ Clay Rd	3	Naztec	1	
Clay Rd @ Eldridge Pkwy N	3	Naztec	1	
Clay Rd @ Gessner Dr	3	ITS	1	
Sam Houston W Loop @ Clay Rd	3	ITS	1	
Fairbanks North Houston @ Hempstead Rd	3	Eagle	1	
US-290 @ Fairbanks North Houston	3	Naztec	1	
Gessner Dr @ Hammerly Blvd	3	ITS340	1	
Gessner Dr @ Hempstead Rd	3	Naztec	1	
Gessner Dr @ Kempwood	3	ITS	1	
Gessner Dr @ Long Point Rd	3	Naztec	1	
US-290 @ Gessner Dr	3	Nema	1	
Gessner Dr @ Westview Dr	3	332	1	
Sam Houston W Loop @ Hammerly Blvd	3	Traftec	1	
Hammerly Blvd @ Wirt Rd	3	Naztec	1	
I-610 W Loop @ Hempstead Rd	3	ITS340		1
Hempstead Rd @ Little York Rd	3	Naztec	1	
Hempstead Rd @ Long Point Rd	3	ITS340		1
Sam Houston W Loop @ Kempwood	3	Naztec	1	
Sam Houston W Loop @ Little York W Rd	3	Naztec	1	
Long Point Rd @ Wirt Rd	3	0	1	
US-290 @ Mangum Rd	3	ITS340	1	
Post Oak N Rd @ Westview Dr	3	Naztec	1	
Sam Houston W Loop @ Westview	3	0	1	
Westview @ Wirt Rd	3	0	1	

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83589
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CITY OF HOUSTON

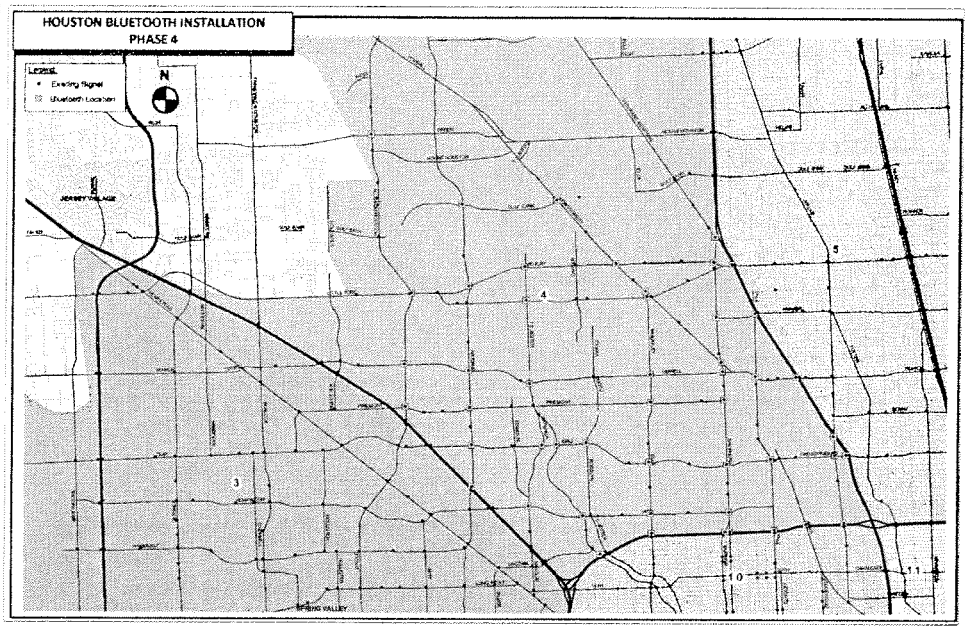
DEPARTMENT OF PUBLIC WORKS AND ENGINEERING

VICINITY MAP AND LIST OF LOCATIONS

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CSJ NO.: 5913-73-309	
DATE: 01/23/2014	
SCALE: NTS	
MAPSCO: N-2 K0980-0077-7	
COUNTY: HARRIS	
SHEET NO. 5	

LOCATION	Phase	CABINET	Ethernet Switch	FOC Ethernet Switch
34th @ Ella Blvd	4	P	1	
34th @ Mangum Rd	4	ITS340	1	
34th @ Shepherd N Dr	4	P	1	
34th @ TC Jester W Blvd	4	P	1	
43rd @ Antoine Dr	4	ITS340		1
43rd @ Ella Blvd	4	P	1	
43rd @ Rosslyn	4	332	1	
43rd @ Shepherd N Dr	4	P	1	
43rd @ TC Jester W Blvd	4	P	1	
43rd @ Watonga	4	ITS340	1	
Airline Dr @ Crosstimbers	4	P	1	
I-45 @ Airline Dr	4	ITS340	1	
I-610 N Loop @ Airline Dr	4	Naztec	1	
Alabonson @ Houston Rosslyn N	4	Eagle	1	
Antoine Dr @ Gulf Bank W Rd	4	0	1	
Antoine Dr @ Pinemont	4	ITS340		1
Antoine Dr @ Tidwell W Rd	4	ITS340		1
US-290 @ Antoine Dr	4	ITS340		1
Antoine Dr @ Victory Dr	4	ITS340	1	
Bingle Rd @ Little York Rd	4	332	1	
Bingle Rd @ Pinemont	4	332	1	
Bingle Rd @ Tidwell W Rd	4	Naztec	1	
Breen @ Houston Rosslyn N Rd	4	Nema	1	
I-45 @ Crosstimbers	4	Naztec	1	
Crosstimbers @ Yale	4	Naztec	1	
I-610 N Loop @ Durham	4	ITS340	1	
I-610 N Loop @ Ella Blvd	4	Naztec	1	
Ella Blvd @ Pinemont	4	Naztec	1	
Gulf Bank W Rd @ Montgomery W Rd	4	Naztec	1	
I-45 @ Little York Rd	4	Naztec	1	
I-45 @ Parker	4	Naztec	1	
I-45 @ Tidwell E Rd	4	Naztec	1	
I-610 N Loop @ Main N	4	Naztec	1	
I-610 N Loop @ Shepherd N Dr	4	ITS340	1	
I-610 N Loop @ TC Jester W Blvd	4	Naztec	1	
I-610 N Loop @ Yale	4	Naztec	1	
Little York Rd @ TC Jester Blvd	4	Naztec	1	
Little York Rd @ Wheatley	4	ITS340	1	
Montgomery W @ Sealy @ Victory N Dr	4	Naztec	1	
Montgomery W @ Shepherd N Dr	4	Naztec	1	
Montgomery W @ Wheatley	4	ITS340	1	
Parker @ Shepherd N Dr	4	METRO	1	
Pinemont @ Shepherd N Dr	4	Naztec	1	
Shepherd N Dr @ Tidwell W Rd	4	ITS342		1
Shepherd N Dr @ Veterans Memorial Blvd	4	Naztec		1
Shepherd N Dr @ Victory N Dr	4	Naztec		1
TC Jester Blvd @ Tidwell W Rd	4	ITS340		1
TC Jester Blvd @ Victory Dr	4	Naztec	1	
Tidwell Rd @ Wheatley	4	Naztec		1
Tidwell Rd @ Yale	4	Naztec	1	

HOUSTON BLUETOOTH INSTALLATION
PHASE 4

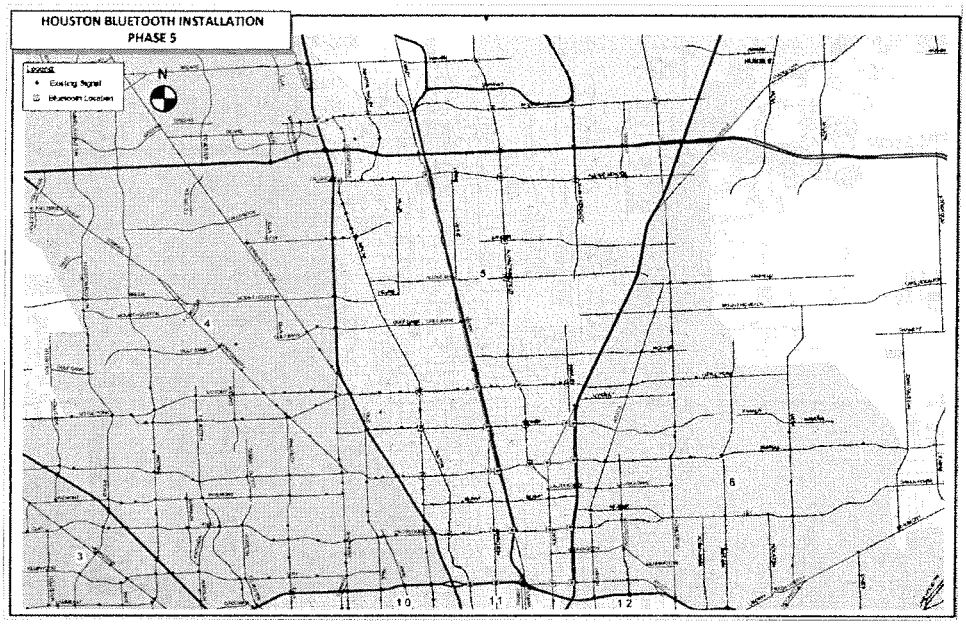


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CITY OF HOUSTON
DEPARTMENT OF PUBLIC WORKS AND ENGINEERING

VICINITY MAP AND LIST OF LOCATIONS

HIGHWAY: VARIOUS	
CSJ NO.: 0912-77-308	
DATE: 01/22/2014	
SCALE: NTS	
WBE: N-310852-0077-7	
COUNTY: HARRIS	
SHEET NO.: 6	



LOCATION	Phase	CABINET	Ethernet Switch	FOC Ethernet Switch
Airline Dr @ Aldine Bender	5	Naztec		1
Airline Dr @ Fulton @ Parker	5	Naztec	1	
Airline Dr @ Little York Rd	5	Naztec	1	
Airline Dr @ Tidwell Rd	5	P	1	
Airline Dr @ West Rd	5	Eagle	1	
Aldine Bender @ Aldine Westfield	5	Nema	1	
Aldine Bender SH-525 @ Drummet Blvd @ JF	5	Naztec	1	
Aldine Bender SH-525 @ Hardy W Rd	5	ITS346		1
Aldine Mail Rd @ Aldine Westfield	5	Naztec	1	
Aldine Westfield @ Lauder	5	Kentron	1	
Aldine Westfield @ Little York Rd	5	ITS40		1
Aldine Westfield @ Parker	5	ITS342	1	
Sam Houston N Loop @ Aldine Westfield	5	Naztec	1	
Aldine Westfield @ Tidwell Rd	5	332	1	
Bentley @ Little York Rd	5	ITS		1
Crosstimbers @ Fulton	5	P	1	
Crosstimbers @ Hardy Rd	5	O	1	
Crosstimbers @ Irvington Blvd	5	Naztec	1	
Crosstimbers @ Jensen	5	ITS340	1	
US-59 @ Crosstimbers	5	Naztec	1	
I-610 N Loop @ Fulton	5	Naztec	1	
I-45 @ Greens Rd	5	Naztec	1	
Greens Rd @ Imperial Valley	5	Kentron	1	
Greens Rd @ JFK Blvd	5	O	1	
Greens Rd @ Lee Rd	5	Safetran	1	
Hardy W Rd @ Little York Rd	5	Naztec		1
Hardy W Rd @ Parker	5	Nema	1	
Hardy W Rd @ Tidwell Rd	5	Nema	1	
I-610 N Loop @ Irvington Blvd	5	Naztec	1	
Irvington Blvd @ Tidwell Rd	5	P	1	
Jensen @ Kelley	5	332	1	
Jensen @ Parker	5	Naztec	1	
Jensen @ Tidwell Rd	5	332	1	
US-59 @ Kelley	5	Naztec	1	
US-59 @ Parker	5	Kentron	1	
US-59 @ Tidwell Rd	5	Naztec	1	

STATE OF TEXAS
MICHAEL T. WINN
83929
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PROFESSIONAL ENGINEER

5/2/14

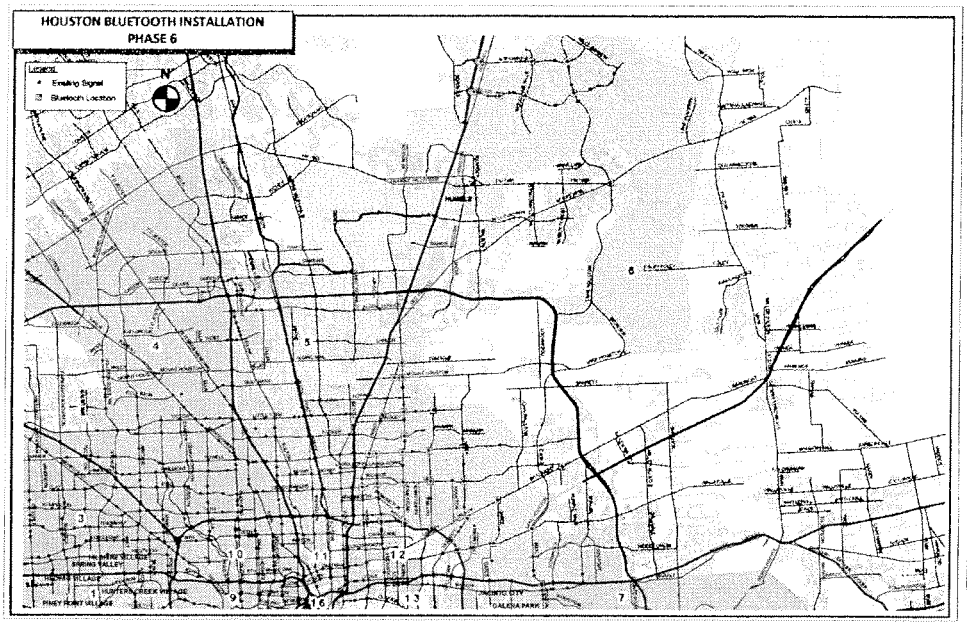
CITY OF HOUSTON

DEPARTMENT OF PUBLIC WORKS AND ENGINEERING

VICINITY MAP AND LIST OF LOCATIONS

HIGHWAY: VARIOUS
C&I NO.: 0813-72-308
DATE: 01/22/2014
SCALE: NTS
WBS#: H-510855-0077-7
COUNTY: HARRIS
SHEET NO.: 7

HOUSTON BLUETOOTH INSTALLATION PHASE 6



LOCATION	Phase	CABINET	Ethernet Switch	FOC Ethernet Switch
Crosstimbers @ Hirsch Rd	6	ITS340	1	
Crosstimbers @ Homestead @ Ley	6	ITS	1	
Crosstimbers @ Lockwood Dr	6	Naztec	1	
I-10 @ Federal	6	ITS340	1	
Green Oak Dr @ Kingwood Dr	6	Matrix	1	
I-610 N Loop @ Hirsch Rd	6	ITS340	1	
Hirsch Rd @ Mt Houston	6	Nema	1	
Hirsch Rd @ Tidwell Rd	6	Naztec	1	
I-610 N Loop @ Homestead Rd	6	ITS340	1	
Homestead Rd @ Little York Rd	6	Naztec	1	
Homestead Rd @ Mt Houston	6	Naztec	1	
Homestead Rd @ Parker	6	Naztec	1	
Homestead Rd @ Tidwell Rd	6	Naztec	1	
I-610 E Loop @ Wallisville Rd	6	ITS340	1	
I-610 N Loop @ Lockwood Dr	6	ITS340	1	
I-610 N Loop @ Mc Carty	6	Naztec	1	
I-610 N Loop @ Wayside N Dr	6	Nema	1	
Kingwood Dr @ Lake Houston Pkwy W	6	ITS340	1	
US-59 @ Kingwood Dr	6	Naztec	1	
Kingwood Dr @ Woodland Hills Dr	6	Naztec	1	
Lake Houston Pkwy W @ Northpark Dr	6	Matrix	1	
Ley @ Mesa Dr	6	ITS340	1	
Ley @ Wayside N Dr	6	ITS340	1	
Little York Rd @ Wayside N Dr	6	Nema	1	
Lockwood Dr @ Tidwell Rd	6	Naztec	1	
Maxey @ Wallisville Rd	6	Naztec	1	
Mc Carty @ Mesa Dr	6	Naztec	1	
Mesa Dr @ Tidwell Rd	6	Naztec	1	
US-59 @ Northpark Dr	6	Naztec	1	
Northpark Dr @ Woodland Hills Dr	6	ITS340	1	
US-90 @ Oates Rd	6	Naztec	1	
Oates Rd @ Wallisville Rd	6	Naztec	1	
Tidwell Rd @ Wayside N Dr	6	Naztec	1	
Hirsch @ Little York	6	ITS340	1	
BEAUMONT HWY @ NORMANDY	6	ITS340	1	
FM 1960 @ Lake Houston Pkwy E	6	Eagle	1	

5/3/14

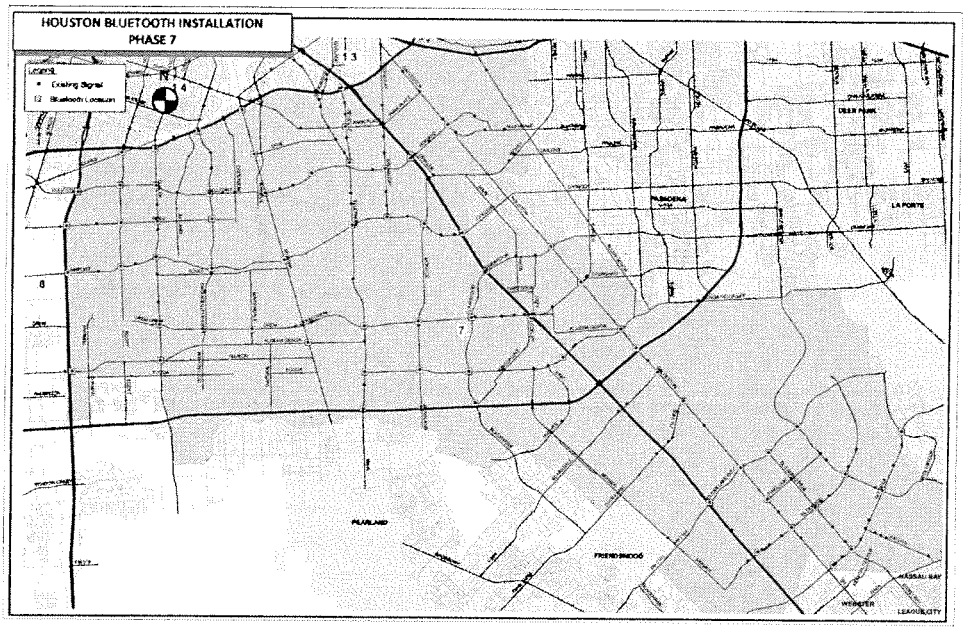
CITY OF HOUSTON

DEPARTMENT OF PUBLIC WORKS AND ENGINEERING

VICINITY MAP AND LIST OF LOCATIONS

HIGHWAY: VARIOUS	
CSJ NO.: 0912-72-309	
DATE: 01/22/2014	
SCALE: NTS	
WBS: N-S10650-0077-7	
COUNTY: HARRIS	
SHEET NO.: 8	

LOCATION	Phase	CABINET	Ethernet Switch	FOC Ethernet Switch
Airport Blvd @ Broadway	7	332	1	
I-45 @ Airport Blvd @ College	7	P	1	
Airport Blvd @ Cullen	7	METRO	1	
Airport Blvd @ Martin Luther King Blvd	7	332	1	
Airport Blvd @ Monroe	7	332	1	
Airport Blvd @ Mykawa Rd	7	332	1	
Airport Blvd @ Scott	7	Metro	1	
SH-288 @ Airport Blvd	7	332	1	
Airport Blvd @ Telephone Rd	7	332	1	
Almeda Genoa Rd @ Clearwood	7	P	1	
Almeda Genoa Rd @ Cullen	7	ITS340	1	
I-45 @ Almeda Genoa Rd	7	Nema	1	
Almeda Genoa Rd @ Monroe	7	332	1	
Almeda Genoa Rd @ Mykawa Rd	7	P	1	
SH-288 @ Almeda Genoa Rd	7	ITS340	1	
Almeda Genoa Rd @ Telephone Rd	7	METRO	1	
Bay Area Blvd @ El Camino Real	7	332	1	
Bay Area Blvd @ Gemini	7	Flasher	1	
Bay Area Blvd @ Middlebrook Dr	7	METRO	1	
Bay Area Blvd @ Space Center Blvd	7	332	1	
Bellfort @ Broadway	7	P	1	
Bellfort @ Cullen Blvd	7	P	1	
I-45 @ Bellfort	7	P	1	
Bellfort @ Martin Luther King Blvd	7	332	1	
Bellfort @ Mykawa Rd	7	332	1	
Bellfort @ Scott	7	332	1	
SH-288 @ Bellfort	7	332	1	
Bellfort @ Telephone Rd	7	332		1
Bellfort @ Wallrip	7	332	1	
Blackhawk @ Fuqua	7	332	1	
Clear Lake City Blvd @ El Camino Real	7	Nema	1	
SH-3 @ Clear Lake City Blvd	7	P	1	
I-45 @ Clear Lake City Blvd	7	P	1	
Clear Lake City Blvd @ Space Center Blvd	7	Nastec	1	
I-610 S Loop @ Cullen Blvd	7	P	1	
Cullen Blvd @ Green Ivy Rd	7	332	1	
Cullen Blvd @ Reed	7	ITS340	1	
Donoho @ Mykawa Rd	7	P	1	
SH-3 @ Edgebrook	7	332	1	
I-45 @ Edgebrook	7	P		1
El Camino Real @ El Dorado Blvd	7	P	1	
SH-3 @ El Dorado Blvd	7	P	1	
El Dorado Blvd @ Space Center Blvd	7	P	1	
SH-3 @ FM 1959 Rd	7	P	1	
SH-3 @ Fuqua @ Genoa Red Bluff Rd	7	P	1	
I-45 @ Fuqua	7	332	1	
Fuqua @ Monroe	7	ITS340	1	
Fuqua @ Telephone Rd	7	332	1	
SH-3 @ Howard	7	332	1	
SH-3 @ Pinelooch	7	P	1	
SH-3 @ Sam Houston S Loop	7	P	1	
SH-3 @ Scarsdale	7	P	1	
SH-3 @ Shaver	7	P	1	
Holmes @ Scott	7	ITS340	1	
I-610 S Loop @ Martin Luther King Blvd	7	P	1	
I-610 S Loop @ Mykawa Rd	7	P	1	
I-610 S Loop @ Reveille	7	332	1	
Martin Luther King Blvd @ Reed	7	P	1	
Park Place @ Reveille	7	METRO	1	
Reed @ Scott	7	P	1	
SH-288 @ Reed	7	Nema	1	
SH-288 @ Reed	7	Nema	1	
Reveille @ Telephone Rd	7	332		1
Sam Houston S Loop @ Telephone Rd	7	Nema	1	
I-45 @ El Dorado Blvd	7	332	1	
Sam Houston S Loop @ Pearland Pkwy	7	0	1	
WILLARDVILLE RD @ CREM W	7	332	1	



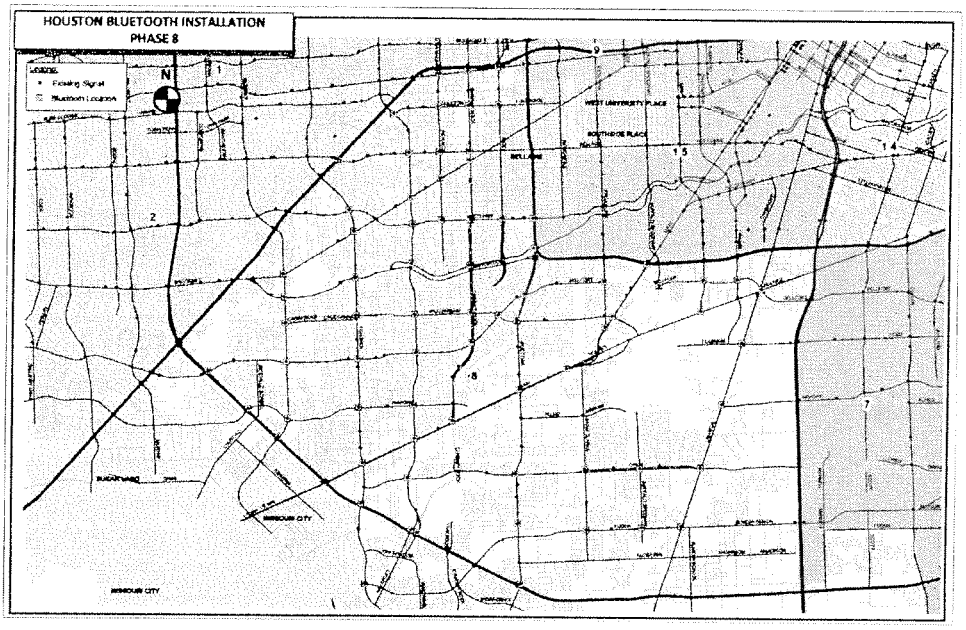
STATE OF TEXAS
MICHAEL T. WISE
93528
5/2/14

CITY OF HOUSTON
DEPARTMENT OF PUBLIC WORKS AND ENGINEERING

VICINITY MAP AND LIST OF LOCATIONS

HIGHWAY: VARIOUS	
C&J NO.: 0912-72-300	
DATE: 01/20/2014	
SCALE: NTS	
MAP NO.: 5106S3-0071-7	
COUNTY: HARRIS	
SHEET NO.: 8	

LOCATION	Phase	CABINET	Ethernet Switch	FOC Ethernet Switch
Airport Blvd @ Almeda Rd	8	332	1	
Airport Blvd @ Fondren Rd	8	ITS340	1	
Airport Blvd @ Gessner Dr	8	333	1	
Airport Blvd @ Hillcroft	8	ITS340	1	
Sam Houston W Loop @ Airport W Blvd	8	Nema	1	
Almeda Rd @ Almeda Genoa Rd @ Fuqua W	8	333	1	
Almeda Rd @ Holmes	8	332	1	
Almeda Rd @ Orem W Rd	8	ITS340	1	
Almeda Rd @ Reed	8	METRO	1	
Beechnut @ Chimney Rock Dr	8	P		1
Beechnut @ Fondren Rd	8	ITS340		1
Beechnut @ Hillcroft	8	P		1
I-610 W Loop @ Beechnut	8	P		1
Beechnut @ Renwick	8	P		1
Beechnut @ Rice S Ave	8	P		1
Bellaire Blvd @ Chimney Rock Dr	8	Naztec	1	
Bellaire Blvd @ Hillcroft	8	Naztec		1
Bellaire Blvd @ Renwick	8	Naztec		1
US-59 @ Bellaire Blvd	8	Naztec	1	
Bellfort @ Fannin	8	Eagle	1	
Bellfort @ Post Oak S Rd	8	Naztec		1
Bellfort W @ Chimney Rock Dr	8	Naztec	1	
Bellfort W @ Fondren Rd	8	METRO	1	
Bellfort W @ Gessner Dr	8	ITS340	1	
Bellfort W @ Hillcroft	8	Naztec	1	
Bellfort W @ Kirby Dr	8	ITS343	1	
Sam Houston W Loop @ Bellfort W	8	Nema	1	
Bellfort W @ Stella Link	8	METRO	1	
Bellfort W @ Willowbend Blvd	8	METRO		1
Bissonnet @ Chimney Rock Dr	8	332	1	
Bissonnet @ Fondren Rd	8	ITS340		1
Bissonnet @ Gessner S Dr	8	332		1
Bissonnet @ Hillcroft	8	Metro		1
Bissonnet @ Renwick	8	Metro		1
Braeswood N Blvd @ Chimney Rock Dr	8	Naztec		1
Braeswood N Blvd @ Chimney Rock Dr	8	Naztec		1
Braeswood N Blvd @ Hillcroft	8	P		1
I-610 W Loop @ Braeswood N Blvd	8	Naztec	1	
Braeswood N Blvd @ Rice S Ave	8	Naztec		1
Braeswood S Blvd @ Fondren Rd	8	Naztec		1
Braeswood S Blvd @ Gessner Dr	8	ITS340		1
Buffalo Spwy @ Fuqua	8	Traffic	1	
Buffalo Spwy @ Orem W Rd	8	Naztec	1	
Chimney Rock @ Coutinho	8	METRO	1	
Chimney Rock Dr @ Main S	8	Naztec	1	
Chimney Rock Dr @ Westpark Dr	8	332	1	
Chimney Rock Dr @ Willowbend Blvd	8	Econolite		1
Creekbend @ Gessner S Dr @ Willow Meadows	8	Naztec	1	
Fondren Rd @ Fuqua W	8	Nema	1	
Fondren Rd @ Main S	8	Naztec	1	
Sam Houston W Loop @ Fondren Rd	8	Nema	1	
Fondren Rd @ Willowbend Blvd	8	Naztec	1	
Fountainview @ Fernlock @ Westpark Dr	8	332		1
Fuqua W @ Hiram Clarke	8	Naztec	1	
Fuqua W @ Post Oak S Rd	8	332	1	
Sam Houston W Loop @ Gessner Dr	8	ITS340	1	
Gulfton @ Hillcroft	8	ITS340		1
Gulfton @ Renwick	8	ITS340	1	
Gulfton @ Rice S Ave	8	Naztec	1	
Hillcroft @ Main S	8	Naztec	1	
Hillcroft @ Orem W	8	Naztec	1	
Sam Houston S Loop @ Hillcroft	8	Nema	1	
Sam Houston S Loop @ Hillcroft	8	Nema	1	
Hillcroft @ Willowbend Blvd	8	Naztec		1
Hiram Clarke Rd @ Main	8	0	1	
Hiram Clarke Rd @ Orem W Rd	8	Naztec	1	
Holmes @ Kirby Dr	8	Naztec	1	
I-610 S Loop @ Main	8	Naztec		1
I-610 W Loop @ Westpark Dr	8	332	1	
Main S @ Post Oak S Rd	8	Naztec		1
Main S @ Stella Link	8	0	1	
Main S @ Willowbend Blvd	8	Nema	1	
Orem W Dr @ Post Oak S Rd	8	P	1	
Sam Houston S Loop @ Post Oak S Rd	8	Nema	1	
Post Oak S Rd @ Willowbend Blvd	8	332		1
Rice S Ave @ Westpark Dr	8	332		1
Beechnut @ Rice S Ave	8	P		1
Beechnut @ Chimney Rock Dr	8	P		1
Sam Houston W Loop @ Fondren Rd	8	Nema	1	
Bellfort W @ Buffalo Speedway	8	ITS340	1	



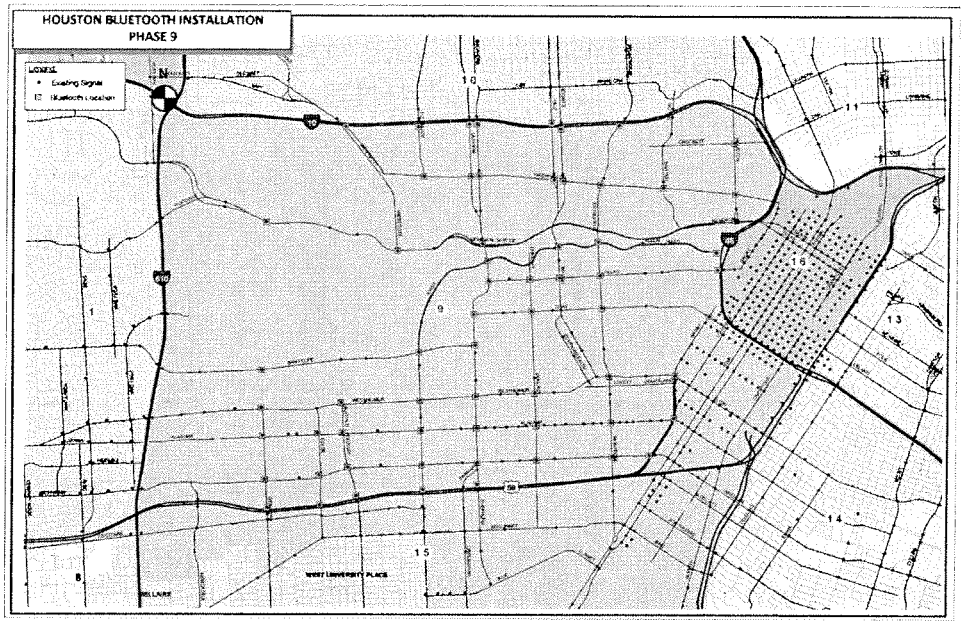
5/2/14

CITY OF HOUSTON
DEPARTMENT OF PUBLIC WORKS AND ENGINEERING

VICINITY MAP AND LIST OF LOCATIONS

HIGHWAY: VARIOUS	
GBI NO.: 3612-78-309	
DATE: 8/22/2014	
SCALE: NTS	
WBS: N-310860-0077-7	
COUNTY: HARRIS	
SHEET NO: 19	

LOCATION	Phase	CABINET	Ethernet Switch	FOC Ethernet Switch
Alabama @ Milam	9	METRO	1	
Alabama W @ Buffalo Spwy	9	Naztec	1	
Alabama W @ Dunlavy	9	332	1	
Alabama W @ Edloe	9	Naztec	1	
Alabama W @ Kirby Dr	9	ITS340	1	
Alabama W @ Montrose Blvd	9	Naztec	1	
Alabama W @ Shepherd S Dr	9	332	1	
Alabama W @ Weslayan	9	Eagle	1	
Allen Pkwy @ Heiner	9	Flasher	1	
Allen Pkwy @ Kirby Dr @ Shepherd Dr	9	Naztec	1	
Allen Pkwy @ Montrose Blvd	9	ITS340	1	
Allen Pkwy @ Waugh Dr	9	P	1	
Bagby @ Elgin	9	Naztec	1	
Bagby @ Gray	9	Naztec	1	
Buffalo Spwy @ Richmond Ave	9	332	1	
US-59 @ Buffalo Spwy	9	Naztec	1	
Buffalo Spwy @ Westheimer	9	Naztec	1	
Chilton @ Dallas W @ Shepherd S Dr	9	Eagle		1
Crockett @ Houston	9	332	1	
Dallas @ Dunlavy	9	Naztec	1	
I-45 @ Dallas @ Heiner	9	ITS346	1	
Dallas W @ Montrose Blvd	9	Naztec	1	
Dallas W @ Waugh Dr	9	Metro	1	
Dunlavy @ Gray	9	Naztec	1	
Dunlavy @ Richmond Ave	9	P	1	
Dunlavy @ Westheimer	9	Naztec	1	
I-10 @ Durham	9	ITS340	1	
Durham @ Washington Ave	9	ITS340	1	
Edloe @ Richmond Ave	9	Naztec	1	
Gray W @ Inwood @ Shepherd S Dr	9	332		1
Gray W @ Montrose Blvd	9	Naztec	1	
I-10 @ Heights Blvd	9	ITS340	1	
Heights Blvd @ Washington Ave	9	ITS340		1
Houston Ave @ Memorial Dr	9	332	1	
Houston Ave @ Washington Ave	9	ITS340		1
I-10 @ Shepherd Dr	9	ITS340	1	
I-10 @ Studemont	9	ITS340	1	
I-10 @ TC Jester Blvd	9	ITS340	1	
I-10 @ Washington Ave @ Westcott	9	ITS340	1	
I-10 @ Yale	9	ITS340	1	
Kirby Dr @ Richmond Ave	9	ITS340		1
Kirby Dr @ San Felipe	9	Naztec	1	
US-59 @ Kirby Dr	9	ITS340		1
Kirby Dr @ Westheimer	9	ITS340	1	
Memorial Dr @ Picnic N Ln	9	ITS340	1	
Memorial Dr @ Shepherd Dr	9	Metro		1
Memorial Dr @ Westcott	9	ITS340	1	
Montrose Blvd @ Richmond Ave	9	Naztec	1	
Montrose Blvd @ Westheimer	9	Metro	1	
Richmond Ave @ Shepherd S Dr	9	332	1	
Spur 527 @ Richmond Ave	9	332	1	
Richmond Ave @ Weslayan	9	332	1	
San Felipe @ Shepherd S Dr @ Vermont	9	Eagle		1
San Felipe @ Willowick	9	Metro	1	
Sawyer @ Washington Ave	9	ITS340		1
Shepherd Dr @ Washington Ave	9	ITS340		1
US-59 @ Shepherd S Dr	9	Naztec	1	
Shepherd S Dr @ Westheimer	9	Naztec		1
Studemont @ Washington Ave	9	ITS340		1
TC Jester Blvd @ Washington Ave	9	ITS340	1	
US-59 @ Edloe HOV	9	Naztec	1	
US-59 @ Weslayan	9	Naztec	1	
Washington @ Yale	9	ITS340		1
Weslayan @ Westheimer @ Willowick	9	332		1



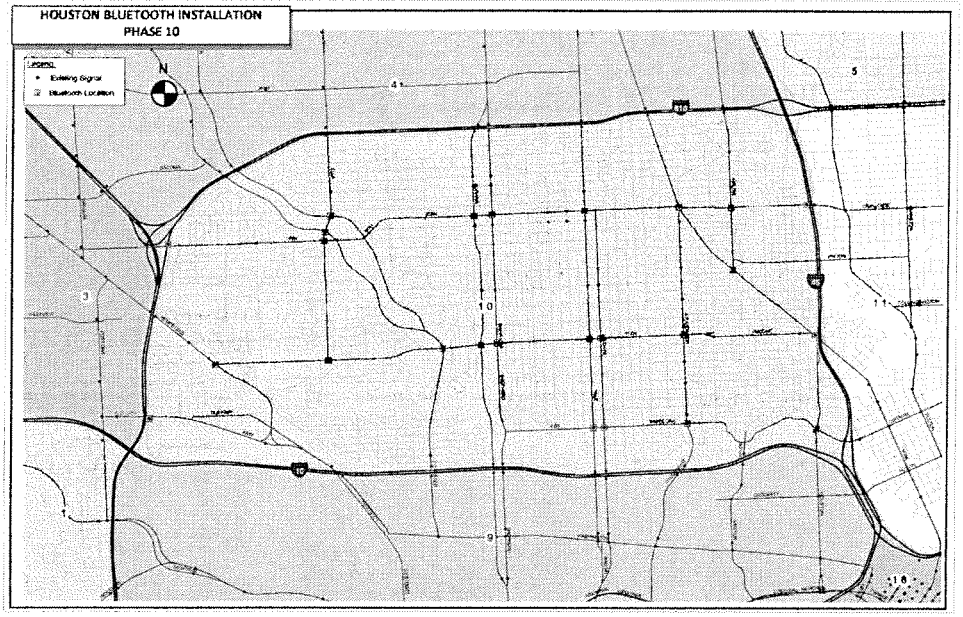
5/2/14

CITY OF HOUSTON
DEPARTMENT OF PUBLIC WORKS AND ENGINEERING

VICINITY MAP AND LIST OF LOCATIONS

HIGHWAY: VARIOUS	
CSJ NO.: 0918-73-508	
DATE: 01/22/2014	
SCALE: NTS	
WBS: N-310566-0077-7	
COUNTY: HARRIS	
SHEET NO.: 11	

HOUSTON BLUETOOTH INSTALLATION
PHASE 10



LOCATION	Phase	CABINET	Ethernet Switch	FOC Ethernet Switch
11th @ Durham N	10	332		1
11th @ Ella Blvd	10	332	1	
11th @ Heights Blvd	10	ITS340	1	
11th @ Hempstead Rd	10	ITS340		1
11th @ Shepherd N Dr	10	ITS340		1
11th @ Studewood	10	P	1	
11th @ TC Jester Blvd	10	332	1	
11th @ Yale	10	P	1	
18th @ Ella Blvd	10	P	1	
I-610 W Loop @ 18th	10	Naztec	1	
20th @ Cavalcade @ Main N/Studewood	10	P		1
20th @ Durham	10	332		1
20th @ Shepherd N Dr	10	332		1
20th @ Yale	10	P		1
6th @ Heights Blvd	10	Kentron	1	
6th @ Yale	10	C Hinds	1	
Airline Dr @ Cavalcade	10	Naztec	1	
Airline Dr @ Julian @ Main N	10	ITS340	1	
I-45 @ Cavalcade	10	Naztec	1	
Ella Blvd @ TC Jester E Blvd	10	Naztec	1	
Ella Blvd @ TC Jester W Blvd	10	Naztec	1	
Houston @ White Oak Dr	10	Naztec	1	
I-45 @ Main N	10	Naztec	1	
Studewood @ White Oak Dr	10	Nema		1
I-610 (W Loop) @ Old Katy	10	332	1	

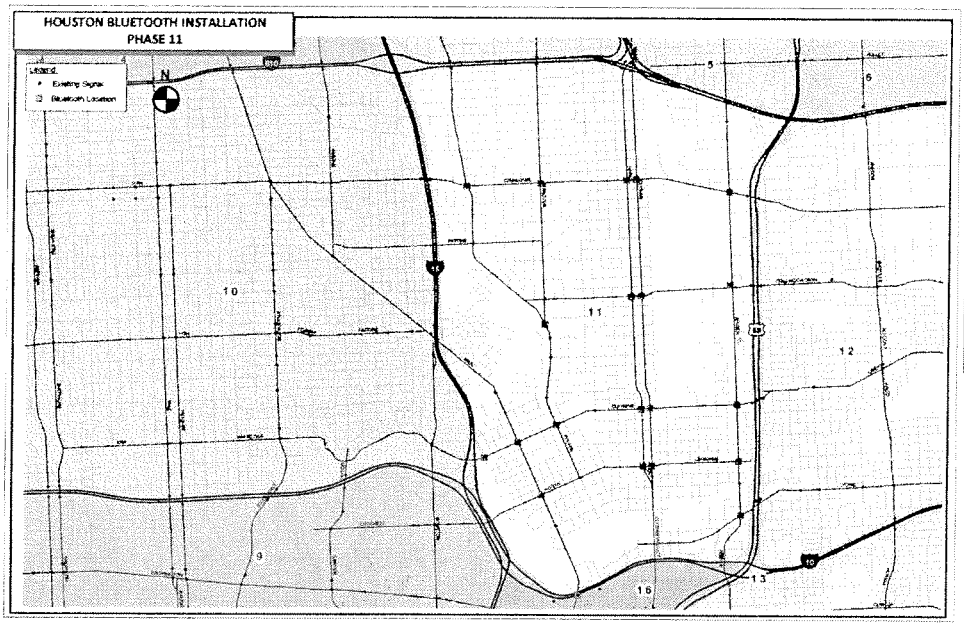
5/2/14

CITY OF HOUSTON
DEPARTMENT OF PUBLIC WORKS AND ENGINEERING

VICINITY MAP AND LIST OF LOCATIONS

HIGHWAY: VARIOUS	
CSJ NO.: 0912-77-308	
DATE: 01/22/2014	
SCALE: NTS	
WBS: H-310950-0077-7	
COUNTY: HARRIS	
SHEET NO. 12	

HOUSTON BLUETOOTH INSTALLATION
PHASE 11



LOCATION	Phase	CABINET	Ethernet Switch	FOC Ethernet Switch
Bigelow @ Fulton @ Irvington Blvd	11	Naztec	1	
Buck @ Jensen	11	Naztec	1	
Cavalcade @ Elysian	11	P	1	
Cavalcade @ Fulton	11	P	1	
Cavalcade @ Hardy Rd	11	P	1	
Cavalcade @ Irvington Blvd	11	METRO	1	
Cavalcade @ Jensen	11	P	1	
Collingsworth @ Elysian	11	332	1	
Collingsworth @ Hardy	11	332	1	
Collingsworth @ Jensen	11	332	1	
Elysian @ Lorraine	11	332	1	
Elysian @ Quitman	11	332	1	
Fulton @ Quitman	11	Naztec	1	
Hardy Rd @ Lorraine	11	332	1	
Hardy Rd @ Quitman	11	332	1	
Hogan @ Main	11	ITS340	1	
Quitman @ South	11	Nema	1	
Jensen @ Lorraine	11	0	1	
Jensen @ Lyons	11	0	1	
Jensen @ Quitman	11	Naztec	1	
Main N @ Quitman	11	ITS340	1	

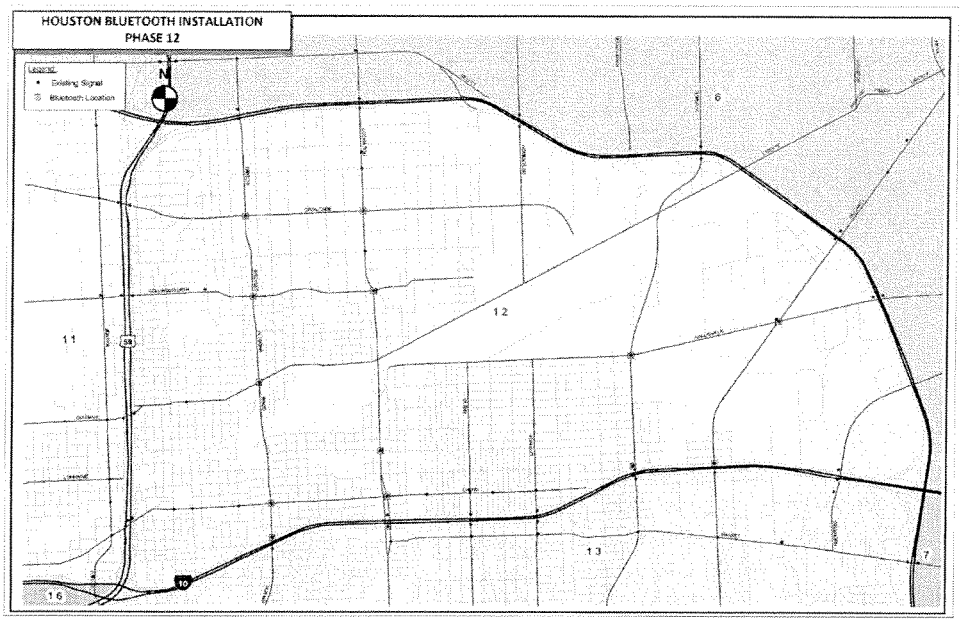
5/2/14

CITY OF HOUSTON
DEPARTMENT OF PUBLIC WORKS AND ENGINEERING

VICINITY MAP AND LIST OF LOCATIONS

HIGHWAY: VARIOUS
CSJ NO.: 0912-72-308
DATE: 01/23/2014
SCALE: NTS
WBS: H-310860-0077-7
COUNTY: HARRIS
SHEET NO. 12

HOUSTON BLUETOOTH INSTALLATION PHASE 12



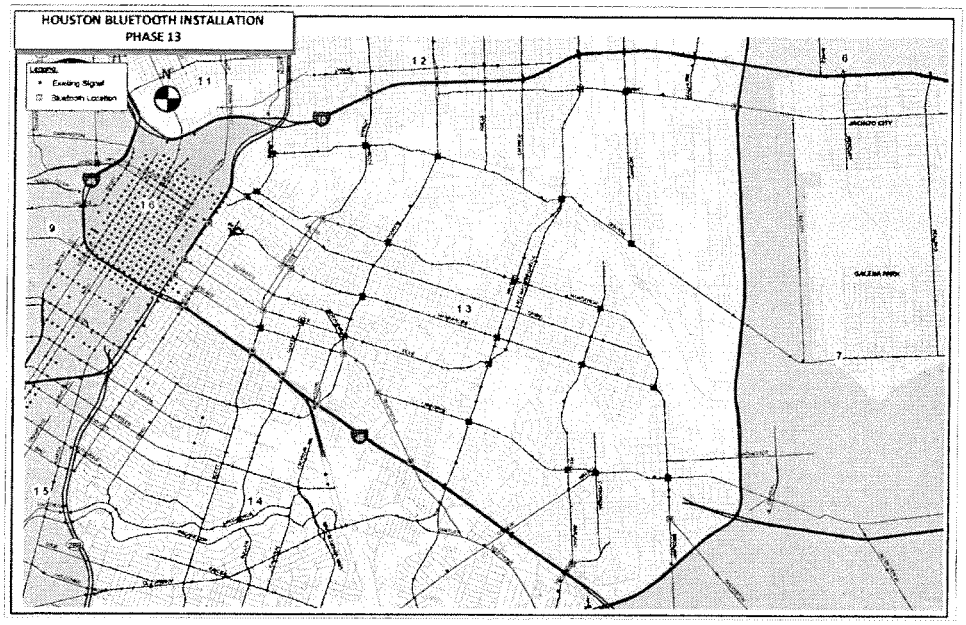
LOCATION	Phase	CABINET	Ethernet Switch	FOC Ethernet Switch
Cavalcade @ Hirsch Rd	12	Naztec	1	
Cavalcade @ Lockwood Dr	12	0	1	
Collingsworth @ Hirsch Rd	12	Naztec	1	
Collingsworth @ Lockwood Dr	12	0	1	
I-10 @ Hirsch Rd @ Waco	12	Naztec	1	
Hirsch Rd @ Liberty Rd @ Waco	12	Kentron	1	
Hirsch Rd @ Lyons @ Waco	12	Naztec	1	
I-10 @ Lockwood Dr	12	Naztec	1	
I-10 @ Mc Carty	12	Naztec	1	
I-10 @ Wayside N Dr	12	ITS340	1	
Lockwood Dr @ Lyons	12	Kentron	1	
Lockwood Dr @ Mulvey	12	0	1	
Wallisville Rd @ Wayside N Dr	12	Naztec	1	
N MCCARTHY ST @ WALLISVILLE	12	ITS340	1	

STATE OF TEXAS
MICHAEL T. WARE
83528
LICENSED
PROFESSIONAL ENGINEER
5/2/14

CITY OF HOUSTON
DEPARTMENT OF PUBLIC WORKS AND ENGINEERING

VICINITY MAP AND LIST OF LOCATIONS

HIGHWAY: VARIOUS	
CSJ NO.: 0912-72-309	
DATE: 01/22/2014	
SCALE: NTS	
WBS: N-310680-0077-7	
COUNTY: HARRIS	
SHEET NO. 14	



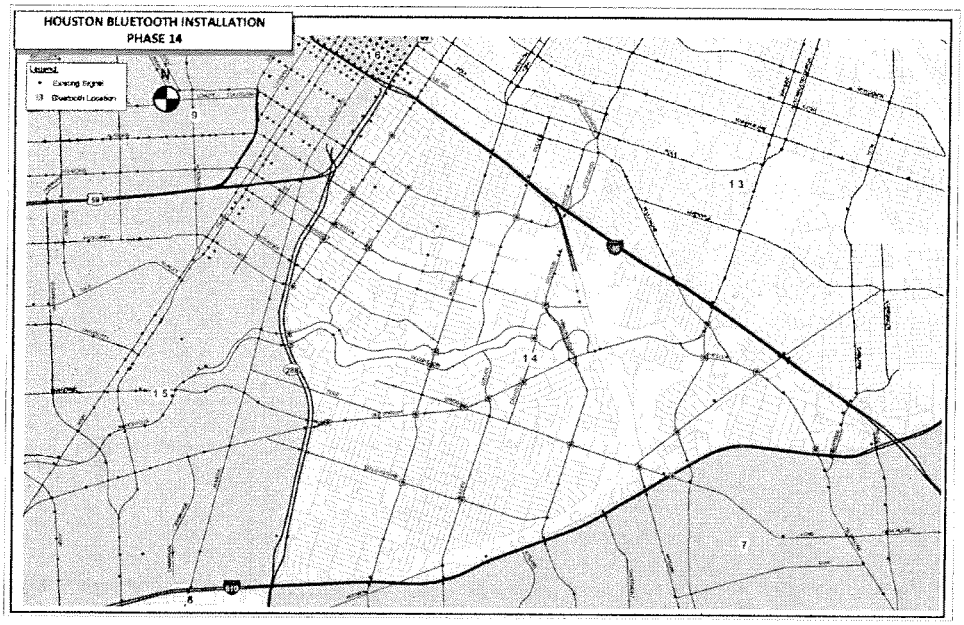
LOCATION	Phase	CABINET	Ethernet Switch	FOC Ethernet Switch
Clinton @ Wayside Tunnel	13	Flasher	1	
75th @ Harrisburg Blvd	13	METRO	1	
75th @ Lawndale	13	332	1	
75th @ Navigation Blvd	13	ITS340	1	
Bell @ Chartres @ Leeland	13	ITS346	1	
Broadmoor @ Telephone Rd @ Lawndale	13	332	1	
SH-3 @ Broadway	13	P	1	
Broadway @ Lawndale	13	P	1	
Chartres @ Clay	13	Nema	1	
Chartres @ Texas	13	332	1	
Clinton Dr @ Hirsch Rd @ Waco	13	332	1	
Clinton Dr @ Jensen	13	332	1	
Clinton Dr @ Lockwood Dr	13	P	1	
Clinton Dr @ Mc Carty	13	332	1	
I-45 @ Cullen Blvd	13	P	1	
Cullen Blvd @ Polk	13	P	1	
Dowling @ Leeland	13	ITS340	1	
Dowling @ Prairie	13	Nextec	1	
Dowling @ St Joseph Pkwy	13	ITS340	1	
Evergreen @ Griggs @ Lawndale	13	332	1	
Garland @ Office City @ Woodridge	13	332	1	
Harrisburg Blvd @ Lockwood Dr	13	P	1	
Harrisburg Blvd @ Navigation Blvd	13	METRO	1	
Harrisburg Blvd @ Wayside S Dr	13	METRO		1
Harrisburg Blvd @ York N	13	METRO	1	
I-45 @ Lockwood S	13	P	1	
I-45 @ Scott	13	P	1	
I-45 @ Telephone Rd	13	P	1	
I-610 E Loop @ Market	13	332	1	
Jensen @ Navigation Blvd	13	332	1	
Lawndale @ Wayside S Dr	13	P		1
Leeland @ Lockwood S Dr @ Telephone Rd	13	METRO	1	
Leeland @ Scott	13	332	1	
Lockwood Dr @ Navigation Blvd	13	P	1	
Lockwood Dr @ Polk	13	332	1	
Market @ Mc Carty	13	332	1	
Market @ Wayside N Dr	13	332	1	
Navigation Blvd @ Sampson N @ York N	13	332	1	
Navigation Blvd @ Wayside Dr	13	332		1
Polk @ Scott @ York	13	332	1	
Polk @ Sgt Marcario Garcia @ Wayside S	13	332		1

5/2/14

CITY OF HOUSTON
DEPARTMENT OF PUBLIC WORKS AND ENGINEERING

VICINITY MAP AND LIST OF LOCATIONS

HIGHWAY: VARIOUS
CSJ NO.: 0912-72-309
DATE: 01/23/2014
SCALE: NTS
MAP: N-510650-0077-7
COUNTY: HARRIS
SHEET NO. 18



LOCATION	Phase	CABINET	Ethernet Switch	FOC Ethernet Switch
Alabama @ Dowling	14	303	1	
SH-288 @ Binz	14	Nema	1	
Blodgett @ Dowling	14	Kentron	1	
Calhoun @ Macgregor S Way	14	METRO	1	
Calhoun @ Old Spanish Trail	14	METRO	1	
Calhoun @ Martin Luther King Blvd @ Whee	14	P	1	
Cullen Blvd @ Elgin	14	P	1	
Cullen Blvd @ Old Spanish Trail	14	METRO	1	
Cullen Blvd @ Yellowstone Blvd	14	METRO	1	
Dowling @ Elgin	14	332	1	
Dowling @ Mc Gowen	14	NAZTEC	1	
Dowling @ Wheeler	14	Nema	1	
Elgin @ Ennis	14	336	1	
Elgin @ Scott	14	332	1	
England @ Griggs @ Old Spanish Trail	14	METRO	1	
Ennis @ Wheeler	14	METRO	1	
Griggs @ Long @ Mykawa Rd	14	Metro	1	
Griggs @ Martin Luther King Blvd	14	332	1	
Griggs @ Telephone Rd	14	ITS340		1
Griggs @ Wayside S Dr	14	332	1	
Holcombe Blvd @ Old Spanish Trail	14	Naztec	1	
I-610 S Loop @ Long	14	Naztec	1	
I-610 S Loop @ Telephone Rd	14	P	1	
I-610 S Loop @ Woodridge	14	ITS340	1	
Macgregor N Way @ Scott	14	METRO	1	
SH-288 @ Macgregor N Way	14	Naztec	1	
Macgregor S Way @ Scott	14	METRO	1	
SH-288 @ Macgregor S Way	14	Naztec	1	
Old Spanish Trail @ Scott	14	METRO	1	
Scott @ Wheeler	14	332	1	
Scott @ Yellowstone Blvd	14	ITS340	1	
Telephone Rd @ Wayside S Dr	14	332		1
Wayside Dr @ Wheeler	14	P	1	

STATE OF TEXAS
MICHAEL T. RIVAS
93929
LICENSED
PROFESSIONAL ENGINEER
5/21/14

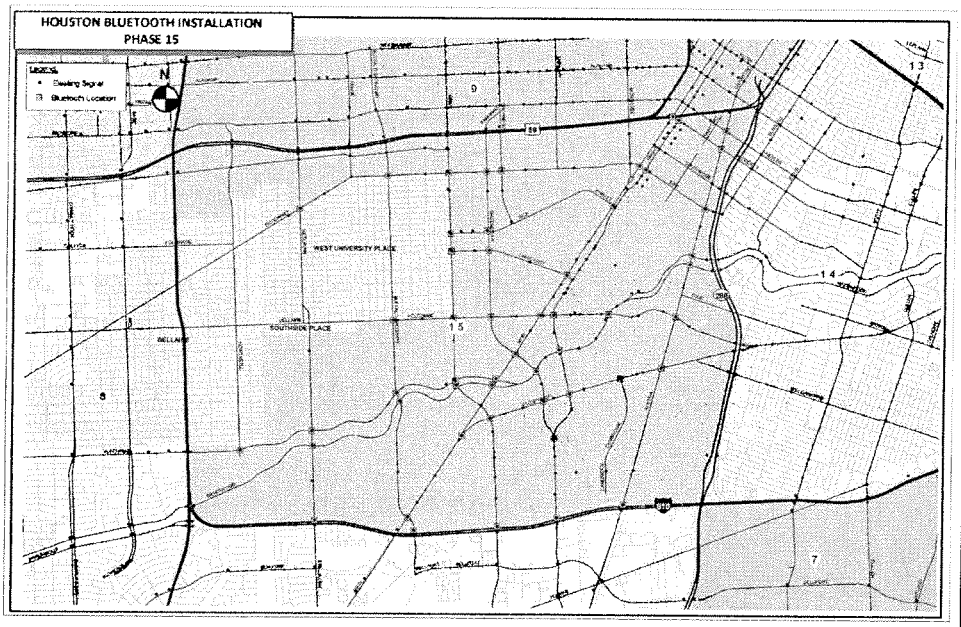
CITY OF HOUSTON
DEPARTMENT OF PUBLIC WORKS AND ENGINEERING

VICINITY MAP AND LIST OF LOCATIONS

HIGHWAY: VARIOUS	
CSJ NO.: 0912-73-308	
DATE: 01/13/2014	
SCALE: NTS	
WBS: S10650-0977-7	
COUNTY: HARRIS	
SHEET NO.: 18	

LOCATION	Phase	CABINET	Ethernet Switch	FOC Ethernet Switch
Almeda Rd @ Binz	15	Naztec	1	
Almeda Rd @ Blodgett	15	Naztec	1	
Almeda Rd @ Holcombe Blvd	15	Naztec	1	
I-610 S Loop @ Almeda Rd	15	P	1	
Almeda Rd @ Macgregor N Way	15	Naztec	1	
Almeda Rd @ Macgregor S Way	15	Naztec	1	
Almeda Rd @ Old Spanish Trail	15	Metro	1	
Almeda Rd @ Wheeler	15	Naztec	1	
Beechnut @ Newcastle	15	Naztec	1	
Binz @ Bissonnet @ Main	15	Naztec	1	
Binz @ Fannin	15	Eagle	1	
Bissonnet @ Buffalo Spwy	15	ITS340	1	
Bissonnet @ Greenbriar	15	Naztec	1	
Bissonnet @ Kirby	15	Metro		1
Bissonnet @ Shepherd S Dr	15	Naztec	1	
Bissonnet @ Weslayan	15	Naztec	1	
Blodgett @ Fannin	15	Naztec	1	
Blodgett @ Main	15	METRO	1	
Braeswood N Blvd @ Buffalo Spwy	15	ITS340	1	
Braeswood N @ Kirby	15	P		1
Braeswood N Blvd @ Main S	15	Naztec	1	
Braeswood N Blvd @ Stella Link	15	ITS340	1	
Braeswood S Blvd @ Buffalo Spwy	15	ITS340	1	
Braeswood S Blvd @ Fannin	15	Naztec	1	
Braeswood S Blvd @ Greenbriar	15	Naztec	1	
Braeswood S Blvd @ Holcombe Blvd	15	Naztec		1
Braeswood S Blvd @ Kirby Dr	15	P		1
Braeswood S Blvd @ Main S	15	Naztec	1	
Braeswood S Blvd @ Stella Link	15	Metro	1	
Buffalo Spwy @ Holcombe Blvd	15	ITS340	1	
I-610 S Loop @ Buffalo Spwy	15	Naztec	1	
Buffalo Spwy @ Main	15	Naztec		1
Cambridge @ Old Spanish Trail	15	332	1	
Fannin @ Greenbriar	15	Naztec	1	
Fannin @ Holcombe Blvd	15	Naztec		1
I-610 S Loop @ Fannin	15	Naztec	1	
Fannin @ Old Spanish Trail	15	Naztec	1	
Greenbriar @ Holcombe Blvd	15	P	1	
Greenbriar @ Main	15	Naztec	1	
Greenbriar @ Old Spanish Trail	15	Naztec		1
Greenbriar @ Rice Blvd	15	Naztec	1	
Greenbriar @ University Blvd	15	Naztec	1	
Holcombe @ Kirby	15	Naztec		1
Holcombe Blvd @ Main	15	P	1	
I-610 S Loop @ Kirby Dr	15	Naztec	1	
I-610 S Loop @ Stella Link	15	Naztec	1	
Kirby Dr @ Old Spanish Trail	15	Naztec		1
Kirby @ Rice	15	Naztec		1
Kirby @ University	15	Naztec		1
Main @ Old Spanish Trail	15	Naztec		1
Main @ Sunset	15	Naztec	1	
Main @ University Blvd	15	Naztec	1	

HOUSTON BLUETOOTH INSTALLATION
PHASE 15

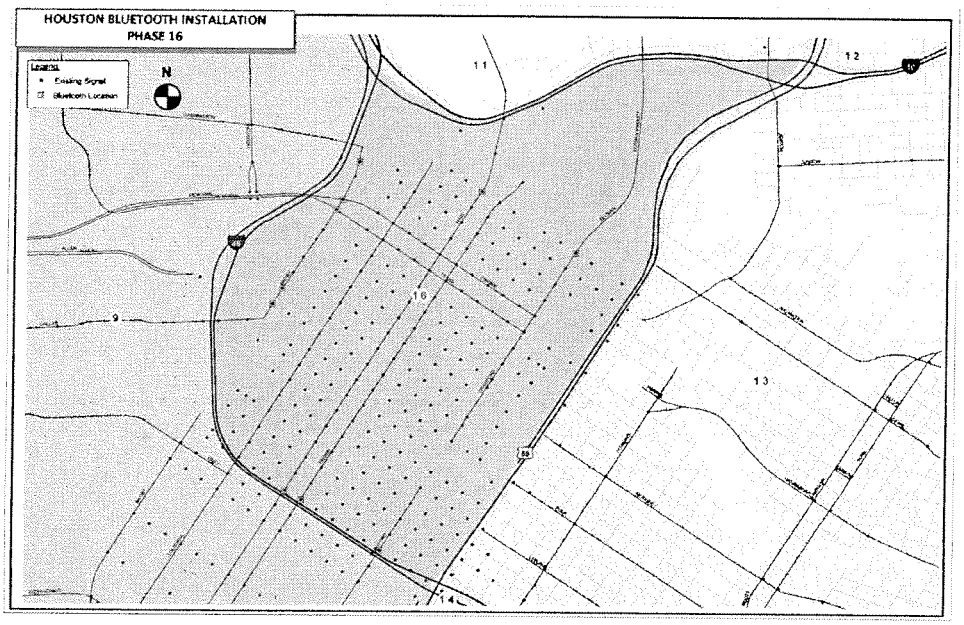


5/2/14

CITY OF HOUSTON
DEPARTMENT OF PUBLIC WORKS AND ENGINEERING

VICINITY MAP AND LIST OF LOCATIONS

HIGHWAY: VARIOUS	
CSJ NO.: 0912-72-309	
DATE: 9/23/2014	
SCALE: NTS	
WBS: S10850-0277-7	
COUNTY: HARRIS	
SHEET NO.: 17	



LOCATION	Phase	CABINET	Ethernet Switch	FOC Ethernet Switch
Bagby @ Dallas	16	Naztec	1	
Bagby @ Franklin	16	336	1	
Bagby @ Lamar	16	GE	1	
Bagby @ Prairie	16	ITS346	1	
Bagby @ Texas	16	ITS346	1	
Commerce @ Crawford	16	336	1	
Commerce @ Main	16	Naztec	1	
Crawford @ Pierce	16	Nema	1	
Fannin @ Pierce	16	336	1	
Main @ Pierce	16	Naztec	1	

STATE OF TEXAS
MICHAEL T. WARE
83524
LICENSED
PROFESSIONAL ENGINEER

5/2/14

CITY OF HOUSTON
DEPARTMENT OF PUBLIC WORKS AND ENGINEERING

VICINITY MAP AND LIST OF LOCATIONS

HIGHWAY: VARIOUS
CSJ NO.: 0913-73-308
DATE: 01/03/2014
SCALE: NTS
MBS: 8100-0077-7
COUNTY: HARRIS
SHEET NO.: 16

2WJSW94

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 $601,646.00 OUT OF THE METRO PROJECTS CONSTRUCTION DDSRF FUND; AWARDING A CONTRACT TO PFEIFFER & SON, LTD FOR ARTERIALTRAVEL TIME SYSTEM; 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 CIP COST RECOVERY AND CONTINGENCIES RELATING TO CONSTRUCTION OF FACILITIES FINANCED BY THE METRO PROJECTS CONSTRUCTION DDSRF 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 **$1,974,152.00** is appropriated for construction of the project described in the title, the sum of **$131,610.00** is appropriated for CIP cost recovery relating to construction of facilities financed by the funds described in such title. 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 **$1,880,145.00**. 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_____.

Federal State Local-Pass Through Fund 5030
$1,504,116.00
Fund Center: 2000070003
Grant: 20000031-2015

_____
City Secretary

Requested by: Dale A. Rudick, P.E.,
Director of Public Works and Engineering Department

(Contact: Jeffrey Weatherford, P.E.
(Phone: (832) 395-2461

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 **$601,646.00** required for the project referenced in the title of this ordinance, do hereby certify as follows:

1. Metro Projects Construction DDSRF Fund:

   (a) The sum of **$601,646.00** will be received into treasury and will be available before the maturity of said obligation, and the funds anticipated have not been already appropriated for any other purpose. The sum of **$601,646.00** will be received as a contribution to the City of Houston, Texas pursuant to a contract with Metropolitan Transit Authority of Harris County, Texas.

_____

City Controller

CITY OF HOUSTON - CITY COUNCIL
Meeting Date: 12/2/2014
ALL

Item Creation Date: 9/29/2014

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

Agenda Item#: 64.

Summary:
WRITTEN Motion by Council Member Boykins to amend Section 1.13 of Item 65 below of the City of Houston's Financial Policies as follows:

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:

This Item should be considered prior to consideration of Item 65 below

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	Signed Cover sheet
🗋	Fianncial Policies	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:

Date: Sept. 29, 2014	**Subject:** Ordinance amending and restating the City of Houston's Financial Policies adopted by Ordinance No. 2003-474	**Originator's Initials**	**Page 2 of 2**

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:

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 identity 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: 12/2/2014
ALL

Item Creation Date: 9/29/2014

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

Agenda Item#: 65.

Summary:
ORDINANCE amending and restating the City of Houston's Financial Policies adopted by Ordinance No. 2003-474
DELAYED BY MOTION #2014-1016, 11/19/14
This was Item 31 on Agenda of November 19, 2014

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	Signed Cover sheet
Fianncial Policies	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:

Date: Sept. 29, 2014	**Subject:** Ordinance amending and restating the City of Houston's Financial Policies adopted by Ordinance No. 2003-474	**Originator's Initials**	**Page 2 of 2**

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:

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 identity 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.