

HARDY/NEAR NORTHSIDE REDEVELOPMENT AUTHORITY

JOINT MEETING OF THE BOARDS OF DIRECTORS

March 27, 2017

**REINVESTMENT ZONE NUMBER TWENTY-ONE,
CITY OF HOUSTON, TEXAS
(HARDY/NEAR NORTHSIDE ZONE)**

HARDY/NEAR NORTHSIDE REDEVELOPMENT AUTHORITY

AND

**REINVESTMENT ZONE NUMBER TWENTY-ONE, CITY OF HOUSTON, TEXAS
NOTICE OF JOINT MEETING**

TO: THE BOARD OF DIRECTORS OF THE HARDY/NEAR NORTHSIDE REDEVELOPMENT AUTHORITY AND REINVESTMENT ZONE NUMBER TWENTY-ONE, CITY OF HOUSTON, TEXAS, AND TO ALL OTHER INTERESTED PERSONS:

Notice is hereby given that the Board of Directors of the Hardy/Near Northside Redevelopment Authority (the "Authority") will hold a joint meeting with the Board of Directors of the Reinvestment Zone Number Twenty-One, City of Houston, Texas (the "Zone") to be held on **Monday, March 27, 2017, at 4:00 p.m., at 218 Joyce Street, Houston, Texas, 77009**, open to the public, to consider, discuss and adopt such orders, resolutions or motions, and take other direct or indirect actions as may be necessary, convenient, or desirable with respect to the following matters:

1. Minutes of the previous meetings.
2. Engage auditor for the reimbursement to CR V Hardy Yards.
3. Presentations, reports, or updates from the Directors, consultants, City of Houston Staff, or others regarding development in the Authority and the Zone and implementation of Project Plan and Reinvestment Zone Financing Plan.
4. Request regarding installation of cell phone towers.
5. Bookkeeper's Report, including:
 - a. payment of invoices.
6. Projects Report:
 - a. Contract for Hardy Yards Improvements project Phases 1 and 2.
7. Capital improvements plan, economic development projects and Zone boundary extensions.
8. Executive Session – the Authority:
 - a. confer with legal counsel, Open Meetings Act, V.T.C.A., Government Code § 551.071;
 - b. purchase, exchange, lease or value of real property, Open Meetings Act, V.T.C.A., Government Code § 551.072; and
 - c. economic development negotiations, Open Meetings Act, V.T.C.A., Government Code § 551.087.
9. Executive Session – the Zone:
 - a. confer with legal counsel, Open Meetings Act, V.T.C.A., Government Code § 551.071;
 - b. purchase exchange, lease or value of real property, Open Meetings Act, V.T.C.A., Government Code §551.072; and
 - c. economic development negotiations, Open Meetings Act, V.T.C.A., Government Code § 551.087.
10. Public comments.



Clark Stockton Lord
Attorney for the Authority and the Zone

MINUTES OF REGULAR MEETING

OF

HARDY/NEAR NORTHSIDE REDEVELOPMENT AUTHORITY

September 26, 2016

The Board of Directors (the "Board") of Hardy/Near Northside Redevelopment Authority (the "Authority") convened in regular session, open to the public, at 218 Joyce Street, Houston, Texas, 77009, on the 26th day of September 2016, and the roll was called of the duly constituted officers and members of the Board, to-wit:

Edward Reyes	Chair/Assistant Secretary
Lloyd Burke	Vice Chair/Investment Officer
Sylvia Cavazos	Secretary
Richard Cantu	Assistant Secretary
Fernando Zamarripa	Assistant Secretary

and all of said persons were present except Director Cavazos, thus constituting a quorum.

Also present were: Clark Lord and Debbie Russell of Bracewell LLP; Chris Hopeck of Bentley, Bratcher & Associates, P.C.; Rebecca Reyna of Greater Northside Management District; Ralph DeLeon of Tifworks; Tim Applewhite of McCall Gibson Swedlund Barfoot PLLC.; and Ken Belanger of Cypress Real Estate Advisors.

DETERMINE QUORUM; CALL TO ORDER

Director Reyes noted that a quorum was present and called the meeting to order.

MINUTES OF PREVIOUS MEETINGS

The Board considered approval of the minutes of June 27, 2016. Following discussion, upon a motion made by Director Zamarripa and seconded by Director Burke, the Board voted unanimously to approve the minutes of June 27, 2016.

AUDITS FOR FISCAL YEAR ENDING JUNE 30, 2016

Mr. Applewhite reviewed the draft audit and the audit of federal assistance for the Authority for the fiscal year ending June 30, 2016. He stated that the Authority had received an unqualified opinion for the year. Following discussion, upon a motion made by Director Cantu and seconded by Director Zamarripa, the Board voted unanimously to approve the draft audits for fiscal year ending June 30, 2016.

PRESENTATIONS REGARDING DEVELOPMENT IN THE AUTHORITY

Mr. DeLeon presented a map of proposed new boundaries for the Authority. Mr. Lord stated that the City is not considering any project plan amendments at this time. The Board took no action on the matter.

BOOKKEEPER'S REPORT

Mr. Hopeck then presented the bookkeeper's report and invoices submitted for payment to the Board for review and approval. A copy of the bookkeeper's report is attached to these minutes.

Following discussion on the bookkeeper's report and the invoices submitted for payment, upon a motion made by Director Cantu and seconded by Director Burke, the Board voted unanimously to approve the bookkeeper's report and the invoices submitted for payment.

CONTRACT FOR HARDY YARDS IMPROVEMENTS

Mr. Belanger reported that the final landscaping and punch list items are underway in connection with the contract for the Hardy Yards Improvements.

ATTORNEY'S REPORT

Resolution Regarding Annual Review of Investment Policy

Mr. Lord presented the Resolution Regarding Annual Review of the Investment Policy and List of Broker/Dealers, a copy of which is attached to these minutes. He stated that the Authority is required to review its Investment Policy on an annual basis, but that no changes are necessary for the current year. Following discussion, upon a motion made by Director Burke and seconded by Director Zamarripa, the Board voted unanimously to approve the Resolution Regarding Annual Review of the Investment Policy and List of Broker/Dealers.

Disclosure Statement of Investment Officer and Bookkeeper

Mr. Lord next stated that the Board is also required annually to complete a disclosure statement of the investment officer and bookkeeper to note any conflicts with the investments of the Authority's funds. Following discussion, upon a motion made by Director Zamarripa and seconded by Director Burke, the Board voted unanimously to accept the annual disclosure statement of the bookkeeper and investment officer of the Authority, and authorize Bracewell LLP to file the statement with the Texas Ethics Commission. A copy of the annual disclosure statement of the bookkeeper and investment officer is attached to these minutes.

AGREEMENT WITH HOUSTON PARKS BOARD

Mr. Lord reported the proposed agreement with the Houston Parks Board is still on hold. The Board took no action on the matter.

CONVENE IN EXECUTIVE SESSION PURSUANT TO SECTIONS 551.087, CHAPTER 551, TEXAS GOVERNMENT CODE

The Board did not go into executive session.

There being no further business to come before the Board, the meeting was adjourned.

Secretary

Table of Documents

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MINUTES OF REGULAR MEETING

OF

REINVESTMENT ZONE NUMBER TWENTY-ONE, CITY OF HOUSTON

September 26, 2016

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Edward Reyes	Chair/Assistant Secretary
Lloyd Burke	Vice Chair/Investment Officer
Sylvia Cavazos	Secretary
Richard Cantu	Assistant Secretary
Fernando Zamarripa	Assistant Secretary

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Secretary

McCALL GIBSON SWEDLUND BARFOOT PLLC

Certified Public Accountants

13100 Wortham Center Drive.
Suite 235
Houston, Texas 77065
(713) 462-0341
Fax (713) 462-2708
E-Mail mgsbpllc@mgsbpllc.com

9600 Great Hills Trail
Suite 150W
Austin, Texas 78759
(512) 610-2209
www.mgsbpllc.com

March 27, 2017

Board of Directors
Hardy/Near Northside
Redevelopment Authority
City of Houston, Texas

We will perform the procedures enumerated below, which are agreed to by the Board of Directors for the Hardy/Near Northside Redevelopment Authority (the "Authority") on the invoices and schedules submitted by CR V Hardy Yards, L.P. (the "Developer") for the Project Costs as described in the Development Agreement dated March 4, 2010 and the First Amendment to Development Agreement dated May 14, 2012. These procedures will be performed solely to assist you in evaluating the reasonableness of those costs and the report is not to be used for any other purpose.

This engagement to apply agreed-upon procedures will be conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. The sufficiency of the procedures is solely the responsibility of the Board of the Authority. Consequently, we will make no representation regarding the sufficiency of the procedures either for the purpose of which this report has been requested or for any other purpose. The procedures we will perform are as summarized below:

- A. We will review the Developer's written request for reimbursement including certain schedules and supporting invoices submitted by the Developer in substantiation of the costs to be reimbursed. Our review will include all documentation supporting items, amounts, and proof of payment for which reimbursement is requested. In addition, we will review all agreements provided to us relative to the reimbursement request.
- B. We will foot the extensions of engineering invoices pertaining to the reimbursement on a test basis and compare the contract amounts used in determining the fee for the design and construction phase portions of the invoice to the related construction contracts and to the engineering contract when appropriate.

Member of
American Institute of Certified Public Accountants
Texas Society of Certified Public Accountants

- C. We will review the computation of certain costs looking for any amounts required to be paid 100% by the Developer, in accordance with the Agreement. Any costs required to be paid by the Developer will be deducted.
- D. For construction pay estimates, we will foot the extensions on a test basis on payments made on behalf of the District.
- E. For all payments, we will compare the payment dates to copies of cancelled checks. If cancelled checks are not available, alternate procedures will be designed to support dates and amounts of payments.
- F. If possible, we will obtain verbal confirmation from construction contractors concerning whether or not the contract estimates to date have been paid in full and whether or not the contractor has any claims to be made against either the Authority or Developer(s) on the project. .
- G. We will prepare a reimbursement report for the benefit of the Authority including the schedule of amounts reimbursable to the Developer and compare the approved amounts in the agreement with the actual reimbursable costs to complete the projects.
- H. At your request, we will attend a meeting of the Authority to present the report and be available to answer questions relating to the report.

The objective of this agreed-upon procedures engagement will be to assist you in evaluating the reasonableness of the aforementioned costs. Because the above procedures will not be sufficient to constitute an audit made in accordance with generally accepted auditing standards, we will not express an opinion on the aforementioned reimbursable costs. However, we will report to you any matters that come to our attention that causes us to believe that the aforementioned costs are incorrect. In addition, this agreed-upon procedures engagement is not primarily or specifically designed, and cannot be relied upon, to disclose defalcations and other similar irregularities, although their discovery may result.

This report of agreed upon procedures is for the exclusive use of the Board of the Authority and should not be distributed to or made available to persons or entities outside of the Authority, nor should the report be associated with the presentation of any financial data of the Authority except as required by the specific agreements of the Authority and the Texas Open Records Act. Chris Swedlund is the engagement partner and is responsible for supervising the engagement and signing the report or authorizing another individual to sign the report.

The charge for this work will be at the firm's regular hourly rates. A portion of the cost of these procedures will be determined by the condition of the records submitted by the respective developer or developers to be reimbursed. Billings will be made when the final report is issued. The current hourly rates are listed below and are subject to change without notice:

- Clerical Services \$90-\$120 per hour
- Staff Auditor or Professional \$120-\$155 per hour
- Senior Auditor, Professional or Manager \$170-\$200 per hour
- Principal at \$275 per hour

You agree that any dispute regarding this engagement will, prior to resorting to litigation, be submitted to mediation upon written request by either party. Both parties agree to try in good faith to settle the dispute in mediation. The American Arbitration Association will administer any such mediation in accordance with its Commercial Mediation Rules. The results of the mediation proceeding shall be binding only if each of us agrees to be bound. We will share any costs of mediation proceedings equally.

We appreciate the confidence you have placed in this firm by retaining us as your independent accountants in this matter. If you agree with the above understanding of the engagement, please sign the duplicate copy of this letter and return it at your earliest convenience.

Sincerely yours,

McCall Gibson Swedlund Barfoot PLLC

McCall Gibson Swedlund Barfoot PLLC

ACKNOWLEDGEMENT:

Signature

Title

Date

The zayo logo is positioned in the top left corner of the page. It consists of the word "zayo" in a white, lowercase, sans-serif font, set against a dark orange background that features a pattern of thin, white diagonal lines.

March 23, 2017

Small Cell - Houston, Texas Hardy / Near Northside TIRZ #21



Zayo Group

- Global bandwidth infrastructure provider
 - Dark fiber, wavelengths, SONET, Ethernet, IP services and carrier-neutral colocation
 - Founded in 2007, US headquarters in Denver, CO, European headquarters in London
- Mobile Infrastructure Group (MIG)
 - Tower backhaul, small cells and DAS
 - Implementation Team
 - Customer list: Verizon, AT&T, T-Mobile, Sprint, Crown Castle, Extenet, Dish Networks, Google, Wireless ISP's

Zayo at a Glance

OUR ASSETS

11 M FIBER MILES
21,900 BUILDINGS
3,367 EMPLOYEES
349 MARKETS
53 ZAYO DATA CENTERS
894 ON-NET DATA CENTERS

OUR EXPERTISE



PRODUCT MIX - % OF REVENUE
50% physical infrastructure
48% cloud & connectivity
2% other



CUSTOMER MIX - % OF REVENUE
55% enterprise & content
45% carriers & wireless

OUR TRACK RECORD



\$1.5B revenue

\$862M adjusted EBITDA

~\$10B enterprise value

\$1.1B invested equity since 2007 inception

>\$6.25B equity value today; **>5x** return

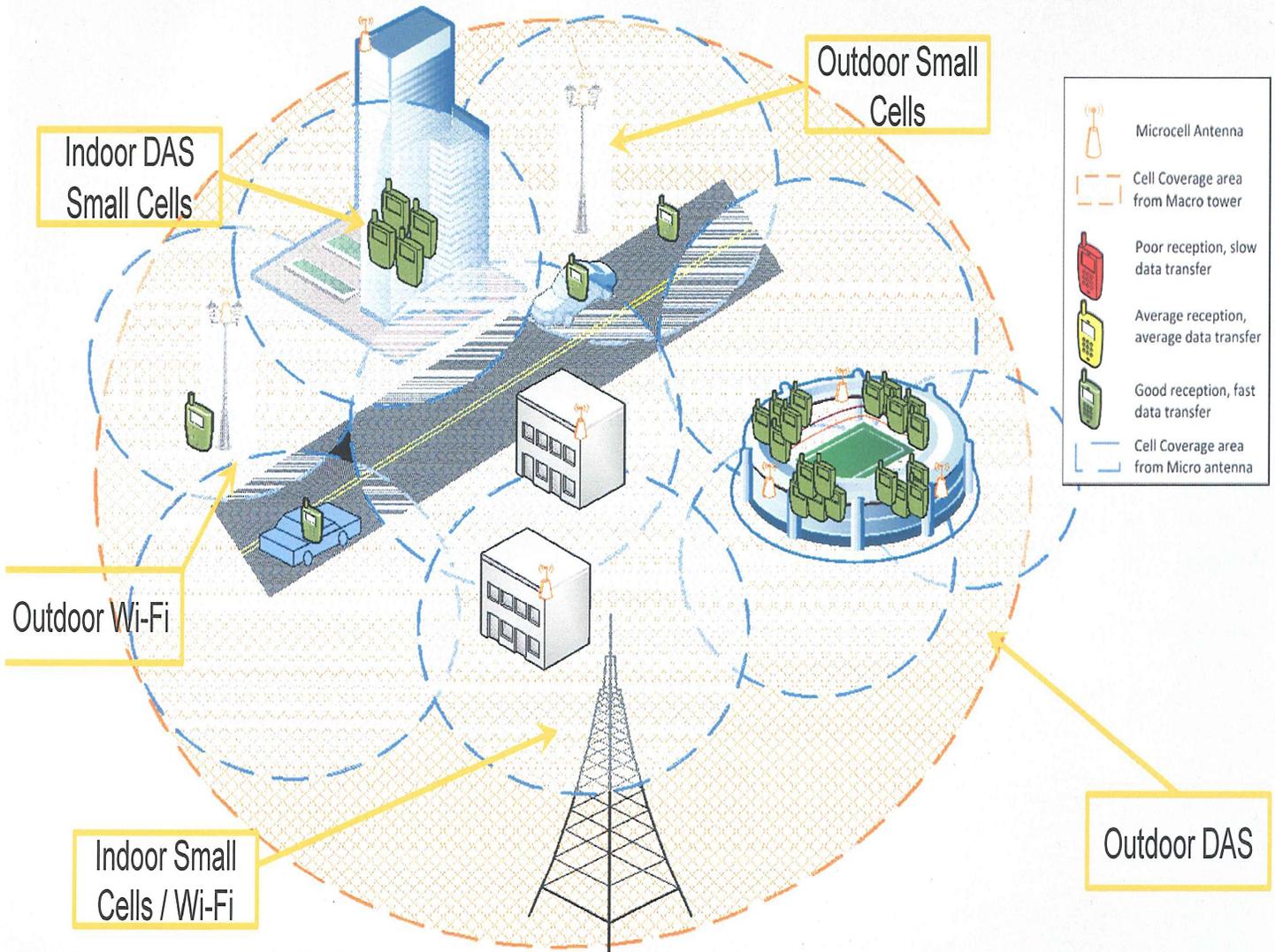
36 acquisitions for \$5B*

NYSE:
ZAYO
 Oct. 2014

Small Cell

- Objectives:
 - Provide a better user experience across all areas of Houston
 - Aggressive 2016 timeline in preparation for Super Bowl LI (February 2017)
 - Expanding wireless and Zayo services to augment coverage and capacity for carrier networks
 - Enables the consumer to access the internet from more locations
 - High speed data helps the consumer access applications, watch videos and connect to social networks seamlessly with minimum delay
 - Small cells target high capacity hot spots or poor quality coverage within the Macro site coverage area such as shopping areas, business centers, sports arenas, and parks
- Benefits of Small Cell
 - Smaller footprint of infrastructure
 - More targeted areas of coverage and capacity
 - Stronger signals
 - Faster download speeds
 - Fewer dropped calls
 - Reliable service

Mix of Indoor/Outdoor Small Cell / DAS / WiFi required to meet customer demands



Combined Small Cells / DAS / Wi-Fi solutions required to meet coverage & capacity demands

Small Cell

- Implementation
 - Use of ROW and vertical structures for small cell, equipment and fiber
 - Placement of new poles in ROW that conform to area aesthetic
 - Wood, metal, composite, decorative, stealth
 - Use of existing poles
 - Utility poles
 - Street light poles and traffic signal poles not allowed in Houston
 - Private property
 - Buildings and parking garages, poles on private property

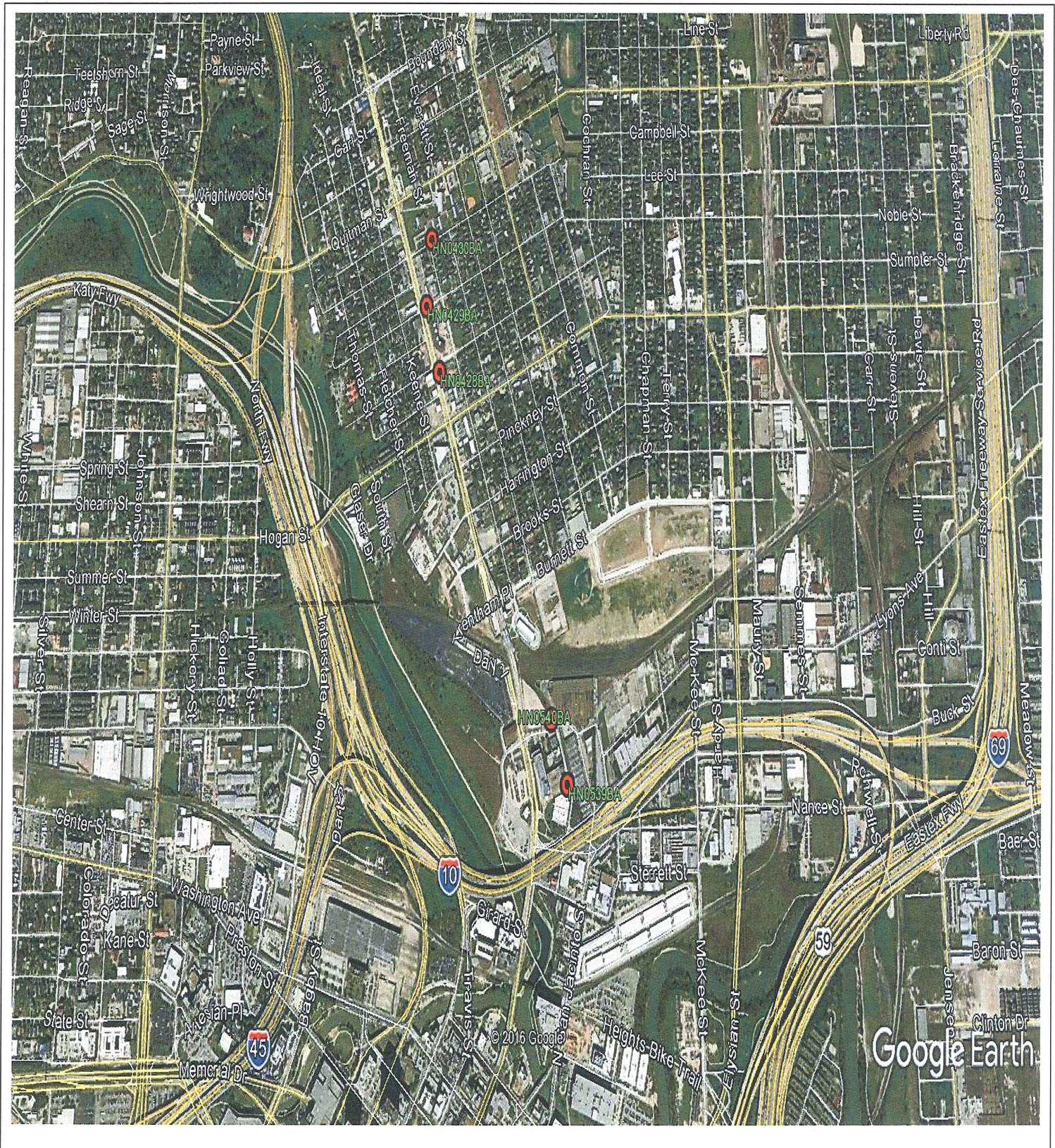




Thank You!

Hardy / Near Northside TIRZ #21

Zayo Small Cell Sites





contact name: Christopher Ortega
contact phone: 979.229.0415
contact email: christopher.ortega@zayo.com

SITE ID
HN0428BA

CONFIGURATION
Zayo pole in ROW

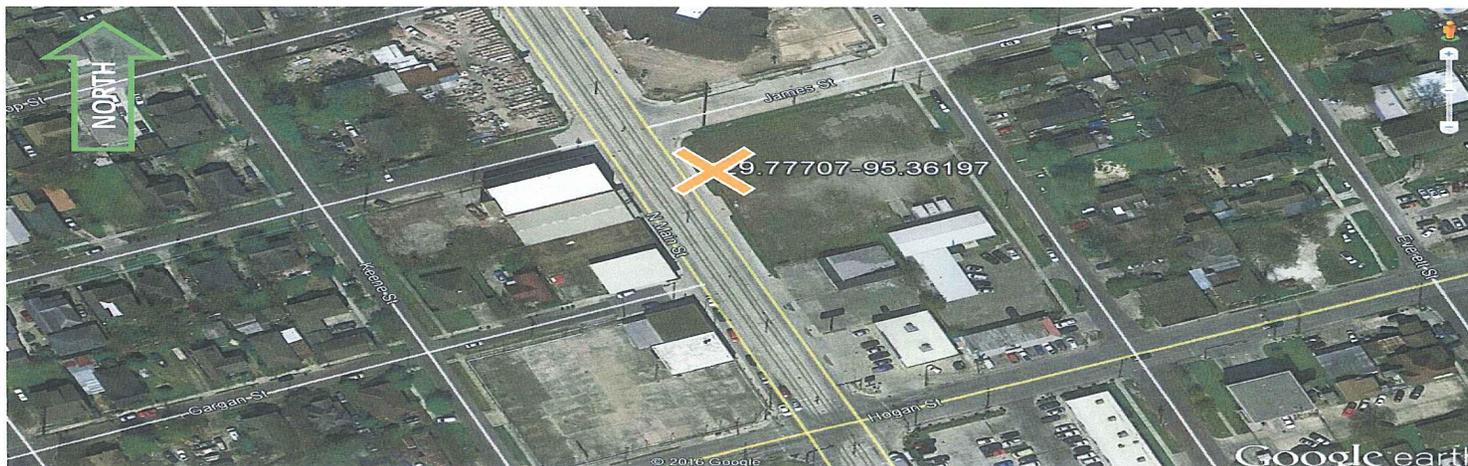
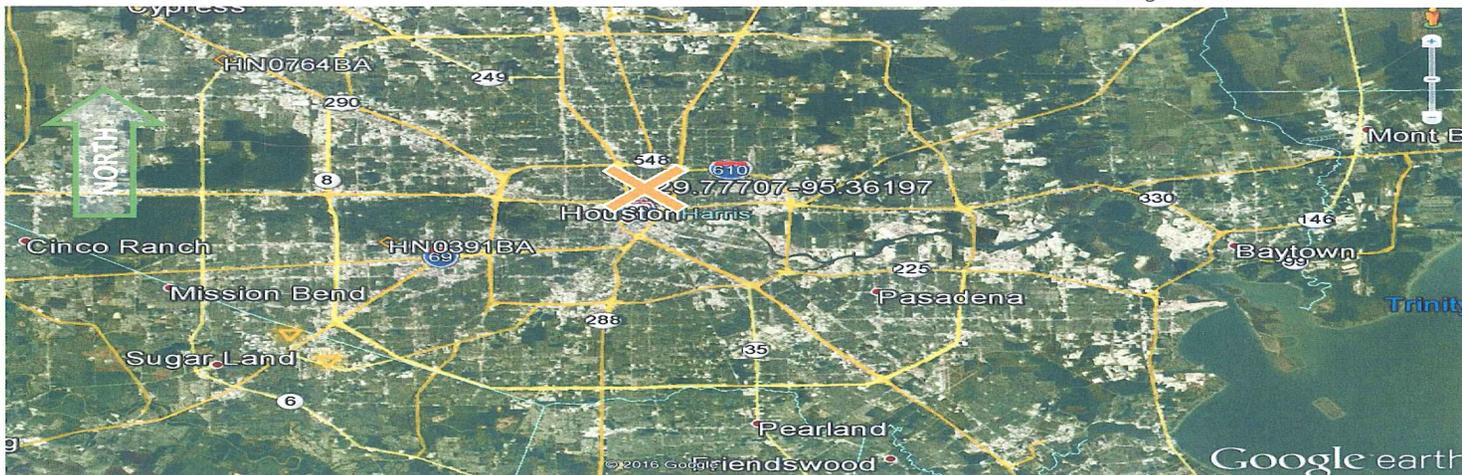
STRUCTURE TYPE
wood

AZIMUTH
OMNI

LAT
29.77707
Cypress

LONG
-95.36197

ADDRESS OR CROSS STREET
N. MAIN st. & Gargantuan st.





contact name Christopher Ortega
contact phone 979.229.0415
contact email christopher.ortega@zayo.com

SITE ID
HN0428BA

CONFIGURATION
Zayo pole in ROW

STRUCTURE TYPE
wood

AZIMUTH
OMNI

LAT
29.77707

LONG
-95.36197

ADDRESS OR CROSS STREET
N. MAIN st. & Gargantuan st.



DocuSigned by:
Mark Rennick

27BA0F3F7FA1485...

DocuSigned by:
Marc Coleman

343C1A93EFGD4D3...





contact name: Christopher Ortega
contact phone: 979.229.0415
contact email: christopher.ortega@zayo.com

SITE ID
HN0429BA

CONFIGURATION
Zayo pole in ROW

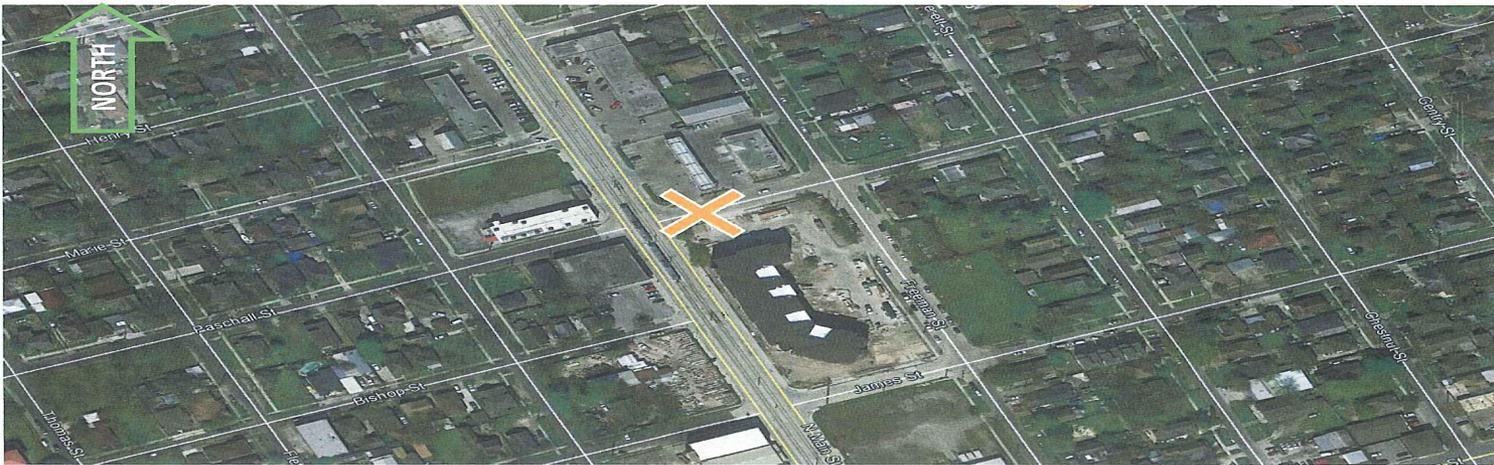
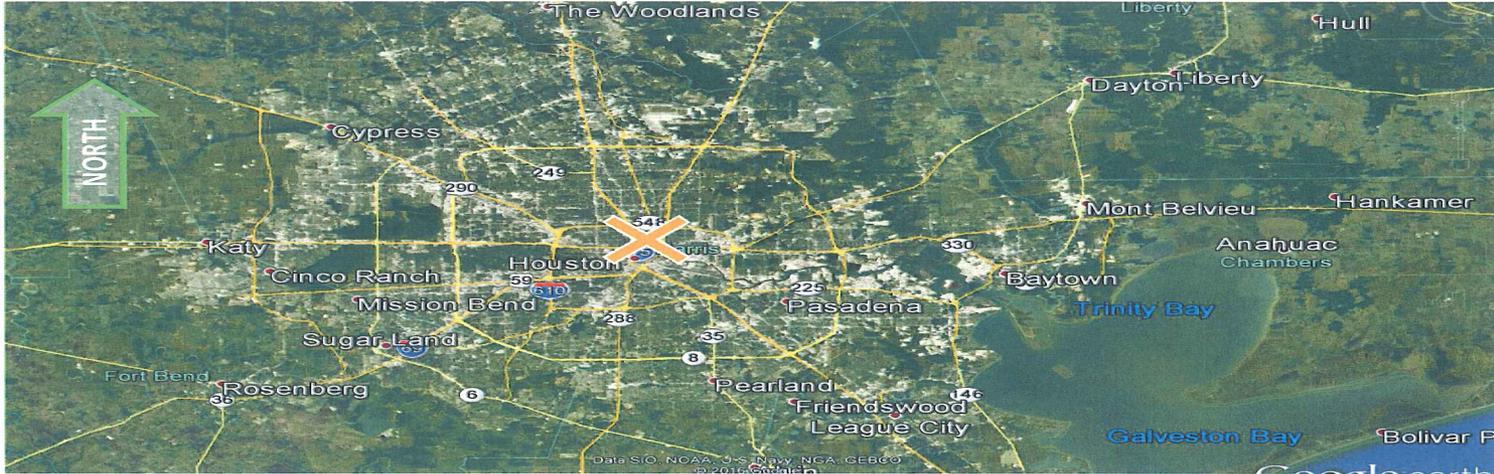
STRUCTURE TYPE
wood

AZIMUTH
OMNI

LAT
29.77845

LONG
-95.36252

ADDRESS OR CROSS STREET
Paschal st. & N. MAIN ST.





contact name Christopher Ortega
contact phone 979.229.0415
contact email christopher.ortega@zayo.com

SITE ID
HN0429BA

CONFIGURATION
Zayo pole in ROW

STRUCTURE TYPE
wood

AZIMUTH
OMNI

LAT
29.77845

LONG
-95.36252

ADDRESS OR CROSS STREET
Paschal st. & N. MAIN ST.



DocuSigned by:
Mark Kennick
27BA0F3F7FA1485...
DocuSigned by:
Marc Coleman
343C1A93EFC4D3...





contact name Christopher Ortega
contact phone 979.229.0415
contact email christopher.ortega@zayo.com

SITE ID
HN0430BA

CONFIGURATION
Zayo pole in ROW

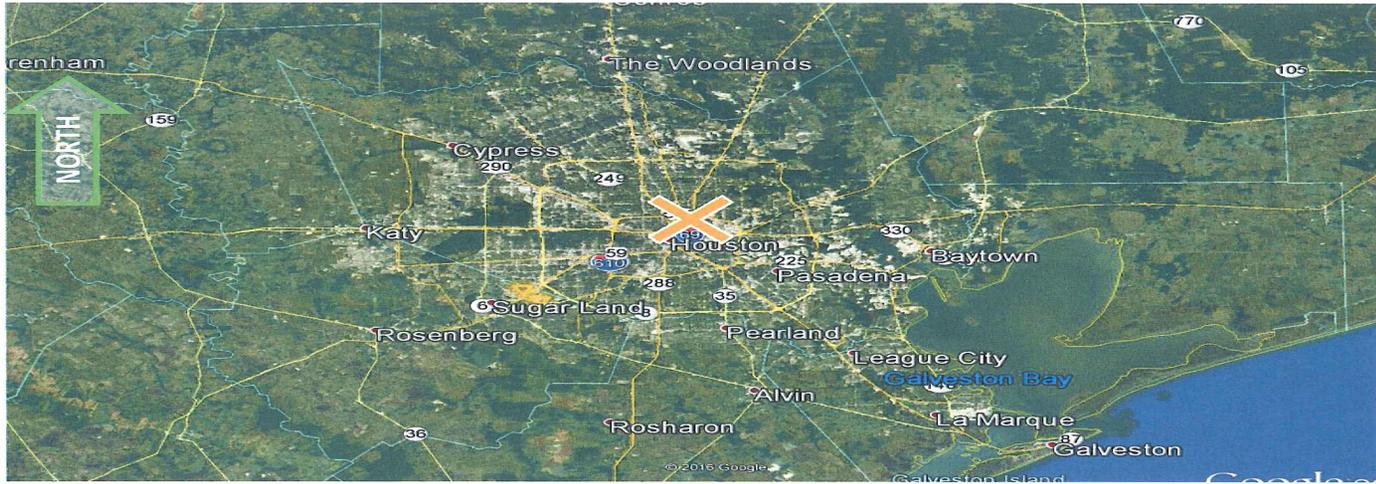
STRUCTURE TYPE
wood

AZIMUTH
OMNI

LAT
29.77991

LONG
-95.36236

ADDRESS OR CROSS STREET
N. MAIN st. & Henry st.





contact name Christopher Ortega
contact phone 979.229.0415
contact email christopher.ortega@zayo.com

SITE ID
HN0430BA

CONFIGURATION
Zayo pole in ROW

STRUCTURE TYPE
wood

AZIMUTH
OMNI

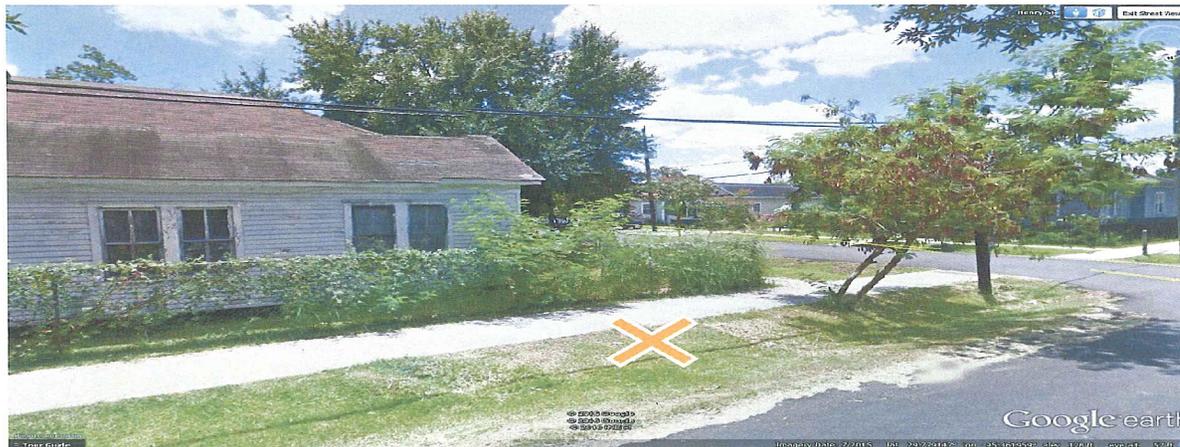
LAT
29.77991

LONG
-95.36236

ADDRESS OR CROSS STREET
N. MAIN st. & Henry st.



DocuSigned by:
Mark Kennick
27BA0F3F7FA1485...
DocuSigned by:
Marc Coleman
343C1A93EFGD4D3...





contact name Christopher Ortega
contact phone 979.229.0415
contact email christopher.ortega@zayo.com

SITE ID
HN0539BA

CONFIGURATION
Zayo pole in ROW

STRUCTURE TYPE
wood

AZIMUTH
OMNI

LAT
29.76894

LONG
-95.35691

ADDRESS OR CROSS STREET
1113 Vine St. Houston TX. 77002





contact name Christopher Ortega
contact phone 979.229.0415
contact email christopher.ortega@zayo.com

SITE ID
HN0539BA

CONFIGURATION
Zayo pole in ROW

STRUCTURE TYPE
wood

AZIMUTH
OMNI

LAT
29.76894

LONG
-95.35691

ADDRESS OR CROSS STREET
1113 Vine St. Houston TX. 77002



DocuSigned by:

Mark Kennick

27BA0F3F7FA1485...

DocuSigned by:

Marc Coleman

343C1A93EFCD4D3...



contact name Christopher Ortega
contact phone 979.229.0415
contact email christopher.ortega@zayo.com

SITE ID
HN0540BA

CONFIGURATION
Zayo pole in ROW

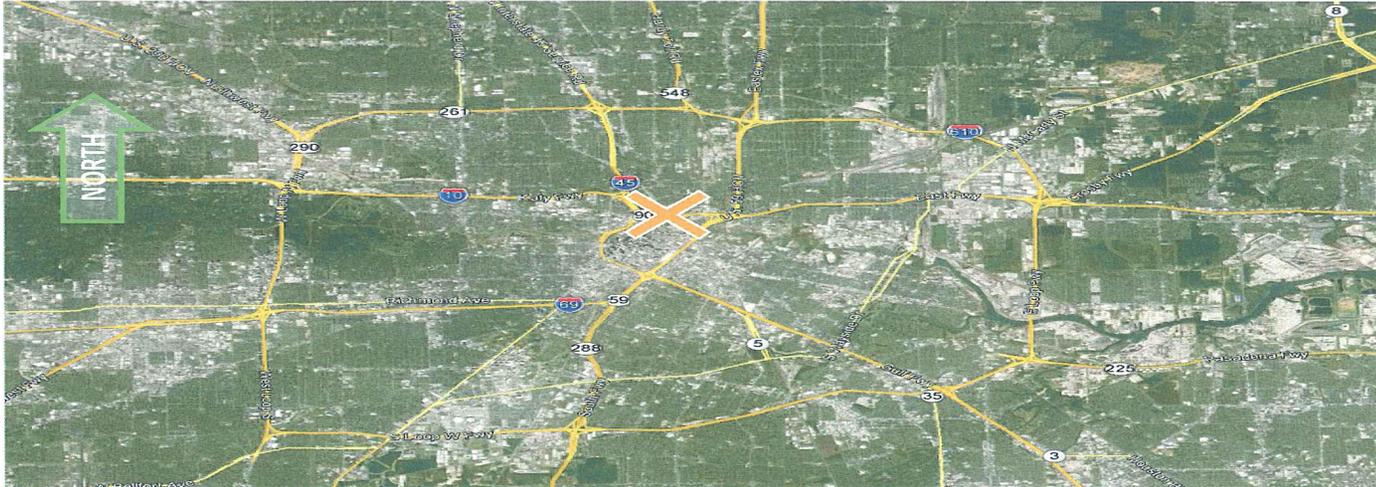
STRUCTURE TYPE
wood

AZIMUTH
OMNI

LAT
29.77018

LONG
-95.35752

ADDRESS OR CROSS STREET
Naylor St & Vine St





contact name Christopher Ortega
contact phone 979.229.0415
contact email christopher.ortega@zayo.com

SITE ID
HN0540BA

CONFIGURATION
Zayo pole in ROW

STRUCTURE TYPE
wood

AZIMUTH
OMNI

LAT
29.77018

LONG
-95.35752

ADDRESS OR CROSS STREET
Naylor St & Vine St



DocuSigned by:

Mark Rennick

27BA0F3F7FA1485...

DocuSigned by:

Marc Coleman

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Greater Northside Management District Design Standards for Small Cell Towers

The Board of Directors of the Greater Northside Management District (GNMD) has approved the following design and installation standards for small cell towers within the boundaries of the District.

- There is no blanket approval for design or installation. Each installation requires a Small Cell Tower Approval Form to be submitted to the District for review and approval prior to the installation.
- Rules for locating a small cell tower:
 - First preference given to use of CenterPoint Energy existing poles, when available.
 - Second preference given to tower locations that provide maximum camouflage.
 - If located within ten (10) feet of a privately owned facility, including signage and other elements, the landowner must be contacted.
- All pertinent components of small cell towers must comply with ADA clearance requirements. For example, if a provider is placing the pole in an existing sidewalk the pole must leave enough clearance to comply with ADA and must also be within 8 inches of the private property side of the sidewalk or within 8 inches of the curb.
- All proposed small cell towers for Quitman Street, along the Light Rail Corridor and other streets in the District with limited public Right-of-Way must have all components mounted on existing CenterPoint Energy poles. In other locations on other streets, ground boxes must be camouflaged.
- New small cell tower poles must be located more than hundred (100) feet of CenterPoint Energy existing poles or three hundred (300) feet from other approved cell towers.
- New small cell tower poles must match the District's standard pole color design and represent the district- wide branding colors. A color sample will be provided by GNMD.
- Mono-pole design is required.
- Towers should be designed to allow for a minimum of three other co-locations.
- All power supplies must be located underground.
- Overhead lines are not to be utilized.
- Warning lights are not permissible, unless required by Federal Aviation Administration (FAA).
- Business signs and/or advertising of any kind are not permissible.
- Impacted Right-of-Way must be restored to pre-existing condition as required by City of Houston ordinance.
- If and when component is no longer operational, all elements must be removed and impacted Right-of-Way restored to pre-existing condition within 90 days.



Greater Northside Management District Information Sheet for Small Cell Tower Installations

Company Name: _____

Company Address: _____

Representative Name: _____

Phone Number: _____

Proposed Location: _____

Please provide the following information, attaching exhibits as necessary.

1. Detailed location map illustrating:
 - a. Precise location of proposed tower.
 - b. Right-of-Way boundary.
 - c. Adjoining landowner names and property lines.
 - d. Location of CenterPoint or other utility facilities.
2. For each proposed location, please provide:
 - a. Evidence of compliance with the District's standards for tower design, color and installation. A color sample will be provided by GNMD.
 - b. Rendering or sample photograph of the proposed tower and appurtenant components to be installed, including dimensions. Each proposed tower should conform to the District's standards with regard to its location and should allow for a minimum of three other co-locations.
 - c. Multi-directional streetscape view of the locations showing visibility of tower.
 - d. Description of how the tower addresses co-location for other wireless communication facilities, with supporting engineering report.
 - e. New cell tower poles must be located within 100 feet of a CenterPoint Energy pole.
 - f. Project lifespan and projected useful life of each tower.
3. For each proposed installation located within 10 feet of a privately-owned improvement suitable for antennae mounting, such as parking or pedestrian lighting fixtures, please provide evidence that the property owner has been contacted to request installation on such facility with explanation of why such use is not feasible.

General Expectations:

- a. All power supplies must be located underground. No overhead lines to be utilized.
- b. Preference is given to tower locations that provide maximum camouflage.
- c. No warning lights unless required by FAA.
- d. Monopole design is required.
- e. No business signs or advertising permitted on poles.

FOR GNMD USE		
<input type="checkbox"/> Approved	<input type="checkbox"/> Denied	Reason: _____
GNMD Signature _____	Date _____	

Accrual Basis

HARDY/NEAR NORTHSIDE TIRZ # 21

Balance Sheet

As of March 27, 2017

	<u>Mar 27, 17</u>
ASSETS	
Current Assets	
Checking/Savings	
Bank of America	465,991.22
Tex Pool AC 7932300001	<u>655,769.86</u>
Total Checking/Savings	1,121,761.08
Other Current Assets	
Accounts Receivable	<u>70,408.12</u>
Total Other Current Assets	<u>70,408.12</u>
Total Current Assets	1,192,169.20
Fixed Assets	
Devel. Cost - Hike and Bike Tr	<u>123,022.07</u>
Total Fixed Assets	<u>123,022.07</u>
TOTAL ASSETS	<u><u>1,315,191.27</u></u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	22,026.21
Other Current Liabilities	
Accounts Payable- CRV HARDY	<u>70,408.12</u>
Total Current Liabilities	<u>92,434.33</u>
Total Liabilities	92,434.33
Equity	
*Fund Balance	1,252,906.22
Net Income	<u>-30,149.28</u>
Total Equity	<u><u>1,222,756.94</u></u>
TOTAL LIABILITIES & EQUITY	<u><u>1,315,191.27</u></u>

HARDY/NEAR NORTHSIDE TIRZ # 21
Profit Loss Budget vs. Actual
 July 1, 2016 through March 27, 2017

	Actual	Budget		
	July 1, 2016 - March 27, 2017	July 1, 2016 - June 30, 2017	\$ Over Budget	% of Budget
Ordinary Income/Expense				
Income				
Grant Income - Construction	0.00	4,027,518.00	-4,027,518.00	0.0%
Interest on TexPool	1,879.16	162.00	1,717.16	1,159.98%
Interest on TIRZ revenue	0.00	170.00	-170.00	0.0%
Tax increments	0.00	189,263.00	-189,263.00	0.0%
Total Income	1,879.16	4,217,113.00	-4,215,233.84	0.05%
Gross Profit	1,879.16	4,217,113.00	-4,215,233.84	0.05%
Expense				
Program and Project Consultants				
Engineering Consultants	0.00	45,000.00	-45,000.00	0.0%
General Counsel Representation	761.74	25,000.00	-24,238.26	3.05%
Planning Consultants	0.00	45,000.00	-45,000.00	0.0%
Total Program and Project Consultants	761.74	115,000.00	-114,238.26	0.66%
TIRZ Administration Overhead				
Accounting Services	11,533.00	10,000.00	1,533.00	115.33%
Administrative Services	8,085.43	25,000.00	-16,914.57	32.34%
Audit Services	10,500.00	10,000.00	500.00	105.0%
Bank Charges	223.15			
Insurance - Liability	925.12	1,000.00	-74.88	92.51%
Office Expense	0.00	250.00	-250.00	0.0%
Total TIRZ Administration Overhead	31,266.70	46,250.00	-15,206.45	67.6%
Total Expense	32,028.44	161,250.00	-129,221.56	19.86%
Net Ordinary Income	-30,149.28	4,055,863.00	-4,086,012.28	-0.74%
Net Income	-30,149.28	4,055,863.00	-4,086,012.28	-0.74%

HARDY/NEAR NORTHSIDE TIRZ #21

Profit & Loss Detail

July 1, 2016 through March 27, 2017

Type	Date	Num	Memo	Paid Amount
Ordinary Income/Expense				
Income				
Interest on TexPool				
Deposit	07/31/2016		July Interest	204.92
Deposit	08/31/2016		August Interest	207.59
Deposit	09/30/2016		September Interest	204.35
Deposit	10/31/2016		October Interest	212.79
Deposit	11/30/2016		November Interest	214.57
Deposit	12/31/2016		December Interest	254.22
Deposit	01/31/2017		January Interest	299.64
Deposit	02/28/2017		February Interest	281.08
Total Interest on TexPool				<u>1,879.16</u>
Total Income				<u>1,879.16</u>
Expense				
Program and Project Consultants				
General Counsel Representation				
Bill	10/06/2016	21661847	Prepare for and attend Board meeting to 9.30.2016	540.00
Bill	11/04/2016	21664569	Professional service through 10.31.2016	221.74
Total General Counsel Representation				<u>761.74</u>
TIRZ Administration Overhead				
Accounting Services				
Bill	08/31/2016	13030-001-016	Preparation for June Bookkeeping and Board Meeting. Provide information for FIA	7,172.00
Bill	03/15/2017	13030-001-017	Complete Drafting of audited financial statements, Assistance to auditors and Attend September 2...	4,361.00
Total Accounting Services				<u>11,533.00</u>
Administrative Services				
Bill	07/31/2016	21656532	Meeting Services through May 31, 2016	1,096.93
Bill	08/31/2016	21659161	Meeting Services through May 31, 2016	585.03
Bill	10/06/2016	21661850	Meeting Services through 9.30.2016	2,245.11
Bill	11/04/2016	21664570	Meeting service through 10.31.2016	731.30
Bill	12/05/2016	21667308	Meeting service through 11.30.2016	527.66
Bill	01/11/2017	21670004	Meeting Services through 12.31.2016	939.56
Bill	02/03/2017	21672160	Meeting Services through 1.31.2017	1,130.68
Bill	03/09/2017	21675300	Meeting Services through 2.28.2017	829.16
Total Administrative Services				<u>8,085.43</u>
Audit Services				
Bill	11/01/2016		FYE 06.30.16 Single Audit Billing Audit of Hardy as of and for the year ended June 30 2016.	3,000.00
Bill	11/01/2016		Including distributions of the report ...	7,500.00
Total Audit Services				<u>10,500.00</u>
Bank Charges				
EFT	10/17/2016		October 2016 Account Analysis Fee	19.32
EFT	11/30/2016		November 2016 Account Analysis Fee	203.83
Total Bank Charges				<u>223.15</u>
Insurance - Liability				
Check	02/19/2017		TML Annual Insurance	925.12
Total Insurance - Liability				<u>925.12</u>
Total TIRZ Administration Overhead				<u>32,028.44</u>
Total Expense				<u>32,028.44</u>
Net Ordinary Income				<u>-30,149.28</u>
Net Income				<u>-30,149.28</u>

HARDY/NEAR NORTHSIDE TIRZ # 21

Unpaid Bills Detail

July 1, 2016 through March 27, 2017

	Type	Date	Num	Open Balance	Page(s)
Bentley, Bratcher & Associates, P.C.					
	Bill	03/15/2017	13030-001-017	4,361.00	5
BRACEWELL LLP					
	Bill	10/06/2016	21661847	540.00	6
	Bill	10/06/2016	21661850	2,245.11	7-9
	Bill	11/04/2016	21664569	221.74	10
	Bill	11/04/2016	21664570	731.30	11-12
	Bill	12/05/2016	21667308	527.66	13
	Bill	01/11/2017	21670004	939.56	14-15
	Bill	02/03/2017	21672160	1,130.68	16-17
	Bill	03/09/2017	21675300	829.16	18-19
Total BRACEWELL LLP				<u>7,165.21</u>	
MCCALL GIBSON SWENDLUND BARFOOT PLLC					
	Bill	11/01/2016		3,000.00	20
	Bill	11/01/2016		7,500.00	21
Total MCCALL GIBSON SWENDLUND BARFOOT PLLC				<u>10,500.00</u>	
TOTAL				<u><u>22,026.21</u></u>	



BENTLEY, BRATCHER & ASSOCIATES, P.C.

Certified Public Accountants

Hardy/Near Northside Redevelopment Authority
515 W. Greens Rd., Suite 710
Houston, TX 77067

Invoice Date: March 15, 2017
Invoice Number: 13030-001-017

For professional services rendered through March 11, 2017 in connection with the following:

- ❖ Complete drafting of audited financial statements
- ❖ Assistance to auditors
- ❖ Attend September 2016 Board meeting
- ❖ Draft audited financial statements
- ❖ Bookkeeping September 2016 to February 2017
- ❖ Wire transfer and PIN assistance
- ❖ Preparation of the year end Forms 1099 and transmittal documents for 2016
- ❖ Assistance with investment quarterly reports

as well as miscellaneous advice and consultation related thereto

\$ 4,361

As a reminder, our invoices are due and payable within 30 days from the invoice date, noted above. Interest commences at the rate of 1.5% per month for any portion of a month the invoice is outstanding beyond this time period.

Bracewell LLP
ATTORNEYS AT LAW

P. O. Box 848566
Dallas, TX 75284-8566
713 223-2300
TAX ID 74-1024827

Hardy/Near Northside Redevelopment Authority
c/o John R. Madsen, Bookkeeper
6750 West Loop South Freeway
Bellaire, TX 77401-4108

October 6, 2016
Invoice: 21661847
B/A: 04674

Our Matter #: 037619.000001 For Services Through September 30, 2016
General Counsel

			Hours	Rate/Hr	Amount
09/26/16	Prepare for and attend Board meeting	Clark Stockton Lord	1.50	400.00	600.00
			Hours	Rate/Hr	Amount
		Clark Stockton Lord	<u>1.50</u>	<u>400.00</u>	<u>600.00</u>
		Total	<u>1.50</u>	<u>400.00</u>	<u>600.00</u>
	Less Discount				(60.00)
	Total Fees for Professional Services				\$ 540.00
	Fees for Professional Services				\$ 540.00
	Total Current Billing for this Matter				\$ 540.00

STATEMENT FOR PROFESSIONAL SERVICES IS PAYABLE UPON PRESENTATION
INVOICE AMOUNT DUE IN UNITED STATES DOLLARS

Bracewell LLP
ATTORNEYS AT LAW

P. O. Box 848566
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Page 1

Hardy/Near Northside Redevelopment Authority
c/o John R. Madsen
6750 West Loop South Freeway
Bellaire, Texas 77401-4108

October 6, 2016
Invoice: 21661850
B/A: 04674

Our Matter #: 037619.000003 For Services Through September 30, 2016
Meeting Services

			Hours	Rate/Hr	Amount
09/01/16	Email correspondence with C Swedlund regarding the status of the audit to schedule a meeting in September; email correspondence with C Andrews, a resident of the Authority regarding issues in the area; prepare email to R Reyna transmitting a copy to respond concerning the maintenance and trash collection	Deborah Russell	0.50	292.50	146.25
09/02/16	Email correspondence with R Reyna regarding the Hardy Yards signs and the maintenance issues raised by a resident in the Authority	Deborah Russell	0.25	292.50	73.13
09/07/16	Prepare email to the board regarding the rescheduling of the September meeting date	Deborah Russell	0.25	292.50	73.13
09/08/16	Email correspondence with the Board to confirm quorum for the September meeting; prepare email to the distribution list regarding same	Deborah Russell	0.25	292.50	73.13
09/12/16	Prepare the Zone minutes	Deborah Russell	0.50	292.50	146.25
09/13/16	Prepare the draft agenda for the September meeting	Deborah Russell	0.25	292.50	73.13
09/14/16	Email correspondence from the bookkeeper regarding the departure of N Ali; implement revisions to the agenda distribution list in connection with same	Deborah Russell	0.25	292.50	73.13
09/16/16	Prepare email to the Board and consultants transmitting the draft agenda for review and comment	Deborah Russell	0.25	292.50	73.13
09/19/16	Email correspondence from the auditor	Deborah Russell	0.50	292.50	146.25

STATEMENT FOR PROFESSIONAL SERVICES IS PAYABLE UPON PRESENTATION
INVOICE AMOUNT DUE IN UNITED STATES DOLLARS

Bracewell LLP
ATTORNEYS AT LAW

Hardy/Near Northside Redevelopment Authority

October 6, 2016
Invoice: 21661850

			Hours	Rate/Hr	Amount
	requesting information on the final draw of the GLO funds; locate same and forward as requested; discussions with C Lord regarding the draft agenda and minutes; prepare the resolution regarding annual review of investment policy and the annual disclosure statement				
09/20/16	Review the draft audit and forward for inclusion in the Board packet; prepare email to S David transmitting a copy of same	Deborah Russell	0.25	292.50	73.13
09/21/16	Prepare email to L Rodriguez transmitting the agenda for posting; prepare the resolution regarding annual review of investment policy; prepare the annual disclosure form for the investment officer/bookkeeper	Deborah Russell	0.50	292.50	146.25
09/22/16	Email correspondence with the auditor regarding information needed for the audit; email correspondence with the bookkeeper regarding the financials for the Board packets; prepare email to the bookkeeper and investment officer transmitting the disclosure form for completion; discussions regarding the compilation of material for the board packet	Deborah Russell	0.50	292.50	146.25
09/23/16	Prepare email to the Board regarding quorum for the September meeting	Deborah Russell	0.25	292.50	73.13
09/26/16	Prepare for the Board meeting; prepare execution copies for same; travel to and attend the September meeting	Deborah Russell	1.50	292.50	438.75
09/27/16	Email correspondence from the auditor regarding additional information needed to complete the audit; transmit same	Deborah Russell	0.25	292.50	73.13
09/28/16	Conduct follow up from the September meeting; assemble attachments to minutes; route for filing	Deborah Russell	0.25	292.50	73.13
09/29/16	Email from E Wendler regarding the status of payment of draw 7; prepare email to the bookkeeper regarding same	Deborah Russell	0.25	292.50	73.13
09/30/16	Prepare follow up email to the bookkeeper	Deborah Russell	0.25	292.50	73.13

STATEMENT FOR PROFESSIONAL SERVICES IS PAYABLE UPON PRESENTATION
INVOICE AMOUNT DUE IN UNITED STATES DOLLARS

Bracewell LLP
ATTORNEYS AT LAW

Hardy/Near Northside Redevelopment Authority

October 6, 2016
Invoice: 21661850

	Hours	Rate/Hr	Amount
regarding the payment to Hardy Yards; email to E Wendler regarding same			

Summary of Fees

	Hours	Rate/Hr	Amount
Deborah Russell	7.00	292.50	2,047.56
Total	7.00	292.50	2,047.56

Total Fees for Professional Services **\$ 2,047.56**

Costs

Binding

		Amount
09/23/16	Binding BATCH 2901 GBC BINDINGS	17.55
09/23/16	Binding BATCH 2901 TABS	6.00
	<i>Total: Binding</i>	23.55

Color Reproductions

09/23/16	Color Reproductions EQUITRAC COPIES 12 pages BATCH 241HO	12.00
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Reproductions

09/23/16	Reproductions EQUITRAC COPIES 1080 pages BATCH 241HO	162.00
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Fees for Professional Services\$ 2,047.56

Costs197.55

Total Current Billing for this Matter **\$ 2,245.11**

STATEMENT FOR PROFESSIONAL SERVICES IS PAYABLE UPON PRESENTATION
INVOICE AMOUNT DUE IN UNITED STATES DOLLARS

Bracewell LLP
ATTORNEYS AT LAW

P. O. Box 848566
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TAX ID 74-1024827

Hardy/Near Northside Redevelopment Authority
c/o John R. Madsen, Bookkeeper
6750 West Loop South Freeway
Bellaire, TX 77401-4108

November 4, 2016
Invoice: 21664569
B/A: 04674

Our Matter #: 037619.000001 For Services Through October 31, 2016
General Counsel

			Hours	Rate/Hr	Amount
10/03/16	Audit letter preparation	Mary D. Bishop	0.25	544.50	136.13
10/03/16	Review client matters and billing, and prepare audit letter to McCall Gibson	Scott E. Legg	0.50	220.50	110.25

Summary of Fees

	Hours	Rate/Hr	Amount
Mary D. Bishop	0.25	544.50	136.13
Scott E. Legg	0.50	220.50	110.25
Total	0.75	382.50	246.38

Less Discount (24.64)

Total Fees for Professional Services \$ 221.74

Fees for Professional Services\$ 221.74

Total Current Billing for this Matter \$ 221.74

Billing Summary

Total Current Billing for this Matter \$ 221.74

STATEMENT FOR PROFESSIONAL SERVICES IS PAYABLE UPON PRESENTATION
INVOICE AMOUNT DUE IN UNITED STATES DOLLARS

Bracewell LLP
ATTORNEYS AT LAW

P. O. Box 848566
Dallas, TX 75284-8566
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Hardy/Near Northside Redevelopment Authority
c/o John R. Madsen
6750 West Loop South Freeway
Bellaire, Texas 77401-4108

November 4, 2016
Invoice: 21664570
B/A: 04674

Our Matter #: 037619.000003 For Services Through October 31, 2016
Meeting Services

			Hours	Rate/Hr	Amount
10/10/16	Email correspondence with the bookkeeper regarding the payment to Hardy Yards	Deborah Russell	0.25	292.50	73.13
10/11/16	Review the summary of claims experience report received from TML; print same and route for filing	Deborah Russell	0.25	292.50	73.13
10/12/16	Email correspondence with the auditor regarding additional information needed to complete the audit	Deborah Russell	0.25	292.50	73.13
10/13/16	Follow up email to the bookkeeper regarding the wire transfer to Hardy Yards; prepare email to E Wendler of Hardy Yards to confirm receipt of the funds	Deborah Russell	0.25	292.50	73.13
10/17/16	Email correspondence from E Wendler of Hardy Yards regarding the final wire transfer of funds; email correspondence with the bookkeeper regarding same	Deborah Russell	0.25	292.50	73.13
10/19/16	Prepare follow up email to the bookkeeper regarding the status of the final payment to the developer	Deborah Russell	0.25	292.50	73.13
10/20/16	Additional follow up emails to the bookkeeper regarding the payment of draw no. 8 to Hardy Yards	Deborah Russell	0.25	292.50	73.13
10/25/16	Email correspondence with the bookkeeper and the developer regarding completion of the wire transfer of the GLO funds to Hardy Yards	Deborah Russell	0.25	292.50	73.13
10/28/16	Complete the certification of the audit on line as requested by the auditor	Deborah Russell	0.25	292.50	73.13

STATEMENT FOR PROFESSIONAL SERVICES IS PAYABLE UPON PRESENTATION
INVOICE AMOUNT DUE IN UNITED STATES DOLLARS

Bracewell LLP
ATTORNEYS AT LAW

Hardy/Near Northside Redevelopment Authority

November 4, 2016
Invoice: 21664570

			Hours	Rate/Hr	Amount
10/31/16	Filing in accordance with the requirements of the Records Management Act	Deborah Russell	0.25	292.50	73.13

Summary of Fees

	Hours	Rate/Hr	Amount
Deborah Russell	2.50	292.50	731.30
Total	2.50	292.50	731.30

Total Fees for Professional Services **\$ 731.30**

Fees for Professional Services \$ 731.30

Total Current Billing for this Matter **\$ 731.30**

Billing Summary

Total Current Billing for this Matter \$ 731.30

STATEMENT FOR PROFESSIONAL SERVICES IS PAYABLE UPON PRESENTATION
INVOICE AMOUNT DUE IN UNITED STATES DOLLARS

Bracewell LLP
ATTORNEYS AT LAW

P. O. Box 848566
Dallas, TX 75284-8566
713 223-2300
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Hardy/Near Northside Redevelopment Authority
c/o John R. Madsen
6750 West Loop South Freeway
Bellaire, Texas 77401-4108

December 5, 2016
Invoice: 21667308
B/A: 04674

Our Matter #: 037619.000003 For Services Through November 30, 2016
Meeting Services

			Hours	Rate/Hr	Amount
11/01/16	Discussions with C Lord and email correspondence with E Reyes regarding the possible cancellation of the November meeting	Deborah Russell	0.25	301.50	75.38
11/02/16	Prepare email to the distribution list regarding the cancellation of the November Board meeting	Deborah Russell	0.25	301.50	75.38
11/11/16	Review the cyber liability coverage documents received from TML; route for filing	Deborah Russell	0.25	301.50	75.38
11/21/16	Filing in accordance with the requirements of the Records Management Act	Deborah Russell	0.25	301.50	75.38
11/28/16	Discussions with C Lord regarding the need for a December meeting; prepare email to E Reyes regarding same	Deborah Russell	0.25	301.50	75.38
11/29/16	Prepare email to the distribution list cancelling the December Board meeting	Deborah Russell	0.25	301.50	75.38
11/30/16	Complete follow up from board meetings; filing in accordance with the requirements of the Records Management Act	Deborah Russell	0.25	301.50	75.38

Summary of Fees

	Hours	Rate/Hr	Amount
Deborah Russell	1.75	301.50	527.66
Total	1.75	301.50	527.66

Total Fees for Professional Services \$ 527.66

Fees for Professional Services.....\$ 527.66

Total Current Billing for this Matter \$ 527.66

STATEMENT FOR PROFESSIONAL SERVICES IS PAYABLE UPON PRESENTATION
INVOICE AMOUNT DUE IN UNITED STATES DOLLARS

Bracewell LLP
ATTORNEYS AT LAW

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713 223-2300
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Hardy/Near Northside Redevelopment Authority
c/o John R. Madsen
6750 West Loop South Freeway
Bellaire, Texas 77401-4108

January 11, 2017
Invoice: 21670004
B/A: 04674

Our Matter #: 037619.000003 For Services Through December 31, 2016
Meeting Services

			Hours	Rate/Hr	Amount
12/01/16	Prepare letter to the Texas Ethics Commission transmitting the disclosure forms for filing	Deborah Russell	0.25	301.50	75.38
12/05/16	Review correspondence from Jones and Carter regarding the Hardy Yards construction; route for filing	Deborah Russell	0.25	301.50	75.38
12/06/16	Prepare the draft agenda for the January meeting; discussions with R Weist regarding circulation of the agenda if necessary	Deborah Russell	0.25	301.50	75.38
12/07/16	Review email request from the bookkeeper regarding new contact information for same; implement revisions to the agenda distribution list for same	Deborah Russell	0.25	301.50	75.38
12/09/16	Filing in accordance with the requirements of the Records Management Act	Deborah Russell	0.25	301.50	75.38
12/12/16	Review the renewal insurance policies provided by TML; route same for filing	Deborah Russell	0.25	301.50	75.38
12/15/16	Begin drafting the minutes of the September meeting	Deborah Russell	1.00	301.50	301.50
12/19/16	Proof and revise the minutes of the September meeting	Deborah Russell	0.50	301.50	150.75

Summary of Fees

	Hours	Rate/Hr	Amount
Deborah Russell	3.00	301.50	904.53
Total	3.00	301.50	904.53

STATEMENT FOR PROFESSIONAL SERVICES IS PAYABLE UPON PRESENTATION
INVOICE AMOUNT DUE IN UNITED STATES DOLLARS

Bracewell LLP
ATTORNEYS AT LAW

Hardy/Near Northside Redevelopment Authority

January 11, 2017
Invoice: 21670004

Total Fees for Professional Services **\$ 904.53**

Costs

Amount

Postage

12/31/16	Postage 01 120116 04707 POSTAGE Batch 781	0.47
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Travel Expenditures

12/08/16	Travel Expenditures : 05/11/16 - Mileage Debbie Russell Mileage to Hardy/Near Northside RA May Meeting 010015226212	4.32
12/08/16	Travel Expenditures : 06/27/16 - Mileage Debbie Russell Mileage to Hardy/Near Northside RA June Meeting 010015226212	4.32
12/08/16	Travel Expenditures : 01/11/16 - Mileage Debbie Russell Mileage to Hardy/Near Northside RA January Meeting 010015226212	4.32
12/08/16	Travel Expenditures : 02/08/16 - Mileage Debbie Russell Mileage to Hardy/Near Northside RA February Meeting 010015226212	4.32
12/08/16	Travel Expenditures : 03/14/16 - Mileage Debbie Russell Mileage to Hardy/Near Northside RA March Meeting 010015226212	4.32
12/08/16	Travel Expenditures : 04/11/16 - Mileage Debbie Russell Mileage to Hardy/Near Northside RA April Meeting 010015226212	4.32
12/08/16	Travel Expenditures : 07/18/16 - Mileage Debbie Russell Mileage to Hardy/Near Northside RA July Meeting 010015226212	4.32
12/08/16	Travel Expenditures : 09/26/16 - Mileage Debbie Russell Mileage to Hardy/Near Northside RA September Meeting 010015226212	4.32

Total: Travel Expenditures **34.56**

Fees for Professional Services\$ 904.53

Costs35.03

Total Current Billing for this Matter **\$ 939.56**

Billing Summary

Balance Forward	\$ 3,504.07
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Total Current Billing for this Matter	\$ 939.56
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Please Remit Total Balance Due	\$ 4,443.63
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STATEMENT FOR PROFESSIONAL SERVICES IS PAYABLE UPON PRESENTATION
INVOICE AMOUNT DUE IN UNITED STATES DOLLARS

Bracewell LLP
ATTORNEYS AT LAW

P. O. Box 848566
Dallas, TX 75284-8566
713 223-2300
TAX ID 74-1024827

Page 1

Hardy/Near Northside Redevelopment Authority
c/o John R. Madsen
6750 West Loop South Freeway
Bellaire, Texas 77401-4108

February 3, 2017
Invoice: 21672160
B/A: 04674

Our Matter #: 037619.000003 For Services Through January 31, 2017
Meeting Services

			Hours	Rate/Hr	Amount
01/05/17	Review request from the City's auditor regarding the status of completion of construction projects in the Authority; discussions with C Lord regarding same	Deborah Russell	0.25	301.50	75.38
01/09/17	Review the Summary of Claim Experience Report received from TML; route for filing	Deborah Russell	0.25	301.50	75.38
01/10/17	Email correspondence with TML regarding a past due invoice for insurance; email correspondence with the bookkeeper regarding same	Deborah Russell	0.25	301.50	75.38
01/11/17	Review email from the City auditor regarding additional information needed for the audit; review records regarding same; prepare email to J Alba regarding same; prepare email to K Belanger regarding photos of the Hardy Yards project; discussions with C Lord regarding the auditor's request for copies of the development agreement and amendments for Hardy Yards; locate same and transmit as requested	Deborah Russell	0.75	301.50	226.13
01/12/17	Telephone conference with J Alba of the City regarding the auditor's request for copies of maps; email correspondence with the auditor regarding same	Deborah Russell	0.25	301.50	75.38
01/13/17	Prepare emails to the auditor transmitting the photos from the developer of Hardy Yards	Deborah Russell	0.25	301.50	75.38
01/19/17	Review additional request for information from the City auditor regarding the Authority's bookkeeper and auditor; prepare response to same	Deborah Russell	0.25	301.50	75.38

STATEMENT FOR PROFESSIONAL SERVICES IS PAYABLE UPON PRESENTATION
INVOICE AMOUNT DUE IN UNITED STATES DOLLARS

Bracewell LLP
ATTORNEYS AT LAW

Hardy/Near Northside Redevelopment Authority

February 3, 2017
Invoice: 21672160

			Hours	Rate/Hr	Amount
01/24/17	Email correspondence from the City auditor regarding additional information needed for the audit; compile the information; scan and email same	Deborah Russell	0.50	301.50	150.75
01/25/17	Email correspondence from the auditor with the City regarding director training; discussions with C Lord regarding same; prepare email to the Board to request director opinions of same	Deborah Russell	0.25	301.50	75.38
01/25/17	Filing in accordance with the requirements of the Records Management Act	Deborah Russell	0.25	301.50	75.38
01/26/17	Review the responses regarding the City auditor's question regarding director training; prepare email to the City auditor summarizing the comments	Deborah Russell	0.25	301.50	75.38
01/31/17	Review audits and correspondence regarding same; route for filing.	Deborah Russell	0.25	301.50	75.38

Summary of Fees

	Hours	Rate/Hr	Amount
Deborah Russell	3.75	301.50	1,130.68
Total	3.75	301.50	1,130.68

Total Fees for Professional Services **\$ 1,130.68**

Fees for Professional Services.....\$ 1,130.68

Total Current Billing for this Matter **\$ 1,130.68**

STATEMENT FOR PROFESSIONAL SERVICES IS PAYABLE UPON PRESENTATION
INVOICE AMOUNT DUE IN UNITED STATES DOLLARS

Bracewell LLP
ATTORNEYS AT LAW

P. O. Box 848566
Dallas, TX 75284-8566
713 223-2300
TAX ID 74-1024827

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Hardy/Near Northside Redevelopment Authority
c/o John R. Madsen
6750 West Loop South Freeway
Bellaire, Texas 77401-4108

March 9, 2017
Invoice: 21675300
B/A: 04674

Our Matter #: 037619.000003 For Services Through February 28, 2017
Meeting Services

			Hours	Rate/Hr	Amount
02/01/17	Email correspondence with E Reyes regarding the need for a February Board meeting	Deborah Russell	0.25	301.50	75.38
02/02/17	Email correspondence from the City auditor regarding information needed for the audit; review files in connection with same; discussions with C Lord	Deborah Russell	0.25	301.50	75.38
02/07/17	Review email from the City auditor requesting additional information for the audit; prepare a certified copy of the Investment Policy; scan same and prepare email to the auditor transmitting same; prepare email to the distribution list regarding cancellation of the February meeting	Deborah Russell	0.25	301.50	75.38
02/17/17	Telephone conference with J Alba of the City regarding pending matters; email correspondence from E Phalan of Grantworks regarding the final payment from the GLO to the Authority and the final transfer to Hardy Yards; research files and emails to locate the requested information; prepare email transmitting the City confirmation and the Bank of America confirmation as requested	Deborah Russell	0.50	301.50	150.75
02/20/17	Email request from E Phalan of Grantworks regarding the wire transfer information for draw 7 from the GLO funds; research files for same and forward the wire transfer confirmation as requested	Deborah Russell	0.25	301.50	75.38
02/23/17	Review reimbursement request received from Hardy Yards; discussions with C Lord	Deborah Russell	0.25	301.50	75.38

STATEMENT FOR PROFESSIONAL SERVICES IS PAYABLE UPON PRESENTATION
INVOICE AMOUNT DUE IN UNITED STATES DOLLARS

Bracewell LLP
ATTORNEYS AT LAW

Hardy/Near Northside Redevelopment Authority

March 9, 2017
Invoice: 21675300

		Hours	Rate/Hr	Amount
	regarding same			
02/24/17	Discussions with C Lord regarding scheduling a meeting to discuss reimbursement to Hardy Yards; prepare email to the Board regarding available dates for a meeting	0.25	301.50	75.38
02/27/17	Email correspondence with T Clark regarding additional documentation needed for the reimbursement request; email correspondence with the auditor regarding information needed for the reimbursement audit	0.50	301.50	150.75
02/28/17	Email correspondence with T Clark regarding the proposed dates for the Board meeting	0.25	301.50	75.38

Summary of Fees

	Hours	Rate/Hr	Amount
Deborah Russell	2.75	301.50	829.16
Total	2.75	301.50	829.16

Total Fees for Professional Services **\$ 829.16**

Fees for Professional Services\$ 829.16

Total Current Billing for this Matter **\$ 829.16**

Billing Summary

Balance Forward	\$ 5,574.31
Total Current Billing for this Matter	\$ 829.16
Please Remit Total Balance Due	\$ 6,403.47

STATEMENT FOR PROFESSIONAL SERVICES IS PAYABLE UPON PRESENTATION
INVOICE AMOUNT DUE IN UNITED STATES DOLLARS

McCALL GIBSON SWEDLUND BARFOOT PLLC
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November 1, 2016

Hardy/Near Northside Redevelopment Authority
c/o Bracewell LLP
711 Louisiana Street, Suite 2300
Houston, TX 77002

Client Number: 300-20

Single Audit procedures conducted in accordance with the standards for financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States, the Single Audit Act Amendments of 1996, and the provisions of the Uniform Guidance.

Total Due \$ 3,000.00

Member of
American Institute of Certified Public Accountants
Texas Society of Certified Public Accountants

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November 1, 2016

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Client Number: 300-20

Audit of Hardy/Near Northside Redevelopment Authority as of and for the year ended June 30, 2016, including distribution of the report and meeting with the Board of Directors and receiving comments from the City of Houston on the draft audit.

Audit Billing	\$ 7,500.00
Less Interim Billing	<u>-0-</u>
Balance Due	<u>\$ 7,500.00</u>

We appreciate your business!

Chris Swedlund

Member of
American Institute of Certified Public Accountants
Texas Society of Certified Public Accountants