

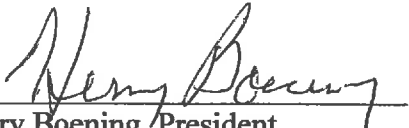
NOTICE OF A MEETING
GALVESTON ISLAND REDEVELOPMENT AUTHORITY
FRIDAY, MAY 16, 2014, 9:00 A.M.
CITY HALL ROOM 100
CITY OF GALVESTON, TEXAS

TO: The Board of Directors of the Galveston Island Redevelopment Authority, City of Galveston, Texas and All Other Interested Persons:

Notice is hereby given that the Board of Directors of the Galveston Island Redevelopment Authority will hold a Meeting, open to the public, on Friday May 16, 2014 at 9:00 A.M. in City Hall Room 100 which is located at 823 25th Street, Galveston, Texas for the following purposes:

1. Roll Call, confirmation of quorum;
2. Discuss an act regarding the February 21, 2014, Minutes, Minutes of the March 7, 2014 meeting and Minutes of the March 13, 2014 meeting;
3. Discuss and act regarding the Stewart Road sidewalk proposal from Halff Engineering;
4. Bookkeeper Report;
5. Discuss and act regarding the Zone 14 Invoices;
6. Discuss and act regarding the RDA Invoices;
7. Update on discussion with the Zone 13 Developer;
8. Public Input;
9. Future agenda items;
10. Adjourn.

The Board may convene in closed meeting to deliberate any of the matters listed on this agenda as authorized by Texas Government Code Sections 551.071 (Consultations with Attorney), 551.072 (Deliberations about Real Property), 551.073 (Deliberations about Gifts), 551.074 (Personnel Matters), 551.075 (Deliberations about Security Devices) or 551.087 (Deliberations regarding Economic Development Negotiations).


Henry Boening, President
Galveston Island Redevelopment Authority

IN ACCORDANCE WITH THE PROVISIONS OF THE AMERICANS WITH DISABILITIES ACT (ADA), PERSONS IN NEED OF A SPECIAL ACCOMMODATION TO PARTICIPATE IN THIS PROCEEDING SHALL, WITHIN THREE (3) DAYS PRIOR TO ANY PROCEEDING, CONTACT THE CITY SECRETARY'S OFFICE, SUITE 201, 823 ROSENBERG, GALVESTON, TEXAS 77550 (409 797-3510).

MEMBERS OF CITY COUNCIL MAY BE ATTENDING AND PARTICIPATING IN THIS MEETING.

P O S T E D
MAY 08 2014
ND Son
CITY SECRETARY'S
OFFICE

**MINUTES OF A MEETING
GALVESTON ISLAND REDEVELOPMENT AUTHORITY
FRIDAY, FEBRUARY 21, 2014 2:00 P.M.
CITY HALL ROOM 100
CITY OF GALVESTON, TEXAS**

Notice is hereby given the Board of Directors of the Galveston Island Redevelopment Authority held a meeting on Friday, February 21, 2014 at 2:00 P.M. in City Hall Room 100 that is located at 823 25th Street, Galveston, Texas and conducted following business:

1. Roll Call, confirmation of quorum

Chairman Jim Ware called the meeting to order at 2:03 P.M. Other Board Members attending were Steve Greenberg, Willy Gonzalez, Don Mafrige, and Roland Bassett. Others attending were Marie Robb, Brian Maxwell, Dottie Palumbo, Brandon Cook and Cornelia Harris Banks from the City, Steve Schulz and Curtiss Brown from Zone 12, Ann Masel and Sherry Meador from D.R.D.A, Richard Anderson from the Falcon Group, Scott Bounds from Olson and Olson, and Henry Boening.

2. Discuss and act regarding the minutes of November 25, 2013, December 10, 2013, January 17, 2014 and January 24, 2014.

There was a motion by Don Mafrige, second by Roland Bassett to approve the November 25, 2013 Minutes.

The motion carried unanimously.

There was a motion by Don Mafrige, second by Willy Gonzalez to approve the December 10, 2013 Minutes.

The motion carried 3-0-2 with Jim Ware and Roland Bassett abstaining.

There was a motion by Roland Bassett, second by Don Mafrige to approve the January 17, 2014 Minutes.

The motion carried unanimously.

There was a motion by Willy Gonzalez, second by Don Mafrige to approve the January 24, 2014 Minutes.

The motion carried unanimously.

3. Discuss and act regarding the Proposed Amendment No. 1 to Tax Increment Reinvestment Zone No. 11;

There was a motion by Roland Bassett, seconded by Willy Gonzalez to recommend acceptance of Richard Anderson/Falcon Group's request to expand TIRZ 11 geographically and to amend the existing Project Plan and other documents as necessary to facilitate the following:

.Expanding the boundaries of TIRZ 11 along certain public right of way and public easement properties

.Use existing funds as of 2014 in the TIRZ 11 Trust Fund plus an additional \$2.7 million to construct public infrastructure

.Amend the term of TIRZ 11 to conclude no later than December 31, 2018

.Reduce the City of Galveston annual tax increment contribution by 30% beginning in 2014

There was extensive discussion followed by a vote in which the motion carried unanimously.

4. Review and Recommend TIRZ 11 Dissolution to the Galveston County Commissioners Court and the Galveston City Council;

Don Mafrige placed this item on the agenda and he withdrew the item.

5. Update on discussion with the Zone 13 Developer;

The Board convened into closed session at 3:52 P.M. under the Texas Government Code Section 551.071 (Consultation with Attorney).

The Board reconvened into open session at 4:45 P.M. There was no action taken in closed session.

6. Discuss and act regarding the Independent Accountants Report for TIRZ 12 Reimbursement to the County;

There was a motion by Don Mafrige, second by Willy Gonzalez to approve the Independent Accountants Report to reimburse the County for expenses related to the construction of the Justice Center.

The motion carried unanimously.

7. Discuss and act on a resolution approving an amendment to the bylaws of the Galveston Island Redevelopment Authority to increase the minimum vote required to approve an action.

There was a motion by Steve Greenberg, second by Roland Bassett to approve an amendment to the bylaws of the Galveston Island Redevelopment Authority to increase the minimum vote required to approve an action. Approval of this amendment would bring the Authority in line with the bylaws of similar City appointed Boards.

The motion carried unanimously.

8. Discuss and act regarding the Galveston Island Redevelopment Authority Annual Report;

Ann Masel presented the Annual Report. The report is required by law and will be distributed to the entities, the state, and the Zones.

There was a motion by Don Mafrige, second by Willy Gonzalez to accept the Annual Report.

The motion carried unanimously.

9. Bookkeeper report;

Sherry Meador presented the Bookkeeper Report.

There was a motion by Roland Bassett, second by Don Mafrige to accept the Bookkeeper Report.

The motion carried unanimously.

10. Discuss and act regarding the RDA Invoices;

There was a motion by Don Mafrige, second by Willy Gonzalez to approve the following invoices:

DRDA \$4,791.25

Olson and Olson \$1,679.50

Whitley Penn \$2,425.50.

The motion carried unanimously.

11. Public Input

None

12. Discuss and act regarding future agenda items/meeting dates.

The next meeting will be Friday, March 7, 2014 at 9:00 A.M. in Room 204.

13. Adjourn.

14. The meeting adjourned at 4:50 P.M.

Roland Bassett, Secretary
Galveston Island Redevelopment Authority

**MINUTES OF A MEETING
GALVESTON ISLAND REDEVELOPMENT AUTHORITY
FRIDAY, MARCH 7, 2014 9:00 A.M.
CITY HALL ROOM 204
CITY OF GALVESTON, TEXAS**

Notice is hereby given the Board of Directors of the Galveston Island Redevelopment Authority held a meeting on Friday, March 7, 2014 at 9:00 A.M. in City Hall Room 204, that is located at 823 25th Street, Galveston, Texas and conducted the following business:

1. Roll Call, confirmation of quorum.

Chairman Jim Ware called the meeting to order at 9:00 A.M. Other Board Members attending were Willy Gonzalez, Steve Greenberg, Roland Bassett and Don Mafrige. Others attending were Elizabeth Beeton, Marie Robb, Dorothy Palumbo, Brian Maxwell and Scott Bounds.

2. Discuss and act regarding the February 21, 2014 minutes;

The February 21, 2014 minutes were differed and be brought back to the Board with a specific time frame and costs and other options that were available such as the IDC and the water and sewer funds.

No action taken.

3. Update on discussion with the Zone 13 Developer;

The Board convened into closed session at 9:13 A.M. under the provision of the Texas Government Code Section 551.071 (Consultations with the attorney).

The Board reconvened into open session at 10:50 A.M. No action was taken in the closed session.

There was a consensus that Chairman Ware and Interim City Manager Brian Maxwell continue to meet with the Developer of Zone 13 about the issues.

4. Discuss and act regarding future agenda items/meeting dates.

The next meeting will be March 13, 2014 at 10:00 A.M.

5. Adjourn.

The meeting adjourned at 11:05 A.M.

The Board may convene in closed meeting to deliberate any of the matters listed on this agenda as authorized by Texas Government Code Sections 551.071 (Consultations with Attorney), 551.072 (Deliberations about Real Property), 551.073 (Deliberations about Gifts), 551.074 (Personnel Matters), 551.075 (Deliberations about Security Devices) or 551.087 (Deliberations regarding Economic Development Negotiations).

Roland Bassett, Secretary,
Galveston Island Redevelopment Authority

**MINUTES OF A MEETING
GALVESTON ISLAND REDEVELOPMENT AUTHORITY
FRIDAY, MARCH 13, 2014 10:00 A.M.
CITY HALL ROOM 204
CITY OF GALVESTON, TEXAS**

Notice is hereby given the Board of Directors of the Galveston Island Redevelopment Authority held a meeting on Friday, March 13, 2014 at 10:00 A.M. in City Hall Room 204 that is located at 823 25th Street, Galveston, Texas and conducted the following business:

1. Roll Call, confirmation of quorum.

Chairman Jim Ware called the meeting to order at 10:01 A.M. Other Board members attending were Willy Gonzalez, Steve Greenberg, and Don Mafrige. Roland Bassett was out of the City. Others attending were Dorothy Palumbo, Brandon Cook, Elizabeth Beeton and Brian Maxwell from the City. Others attending were Scott Bounds and Henry Boening.

2. Discuss and act regarding the February 21, 2014 minutes;

There was a motion by Don Mafrige, second by Willy Gonzalez to defer the Minutes.

The motion carried unanimously.

3. Update on discussion with the Zone 13 Developer;

The Board convened in closed session at 10:29 A.M. under Texas Government Code Section 551.071 (Consultation with Attorney).

The Board reconvened into open session at 11:31 A.M. No action was taken in closed session.

4. Discuss and act regarding future agenda items/meeting dates.

5. Adjourn.

The meeting adjourned at 11:35 A.M.

The Board may convene in closed meeting to deliberate any of the matters listed on this agenda as authorized by Texas Government Code Sections 551.071 (Consultations with Attorney), 551.072 (Deliberations about Real Property), 551.073 (Deliberations about Gifts), 551.074 (Personnel Matters), 551.075 (Deliberations about Security Devices) or 551.087 (Deliberations regarding Economic Development Negotiations).

Jim Ware, Chairman
Galveston Island Redevelopment Authority



February 18, 2014

Mr. Angelo Grasso
City of Galveston
823 Rosenberg Fourth Floor
Galveston, TX 77553

Re: Stewart Road Sidewalk Construction from 81st Street to 7 Mile Road

Dear Mr. Grasso:

We are pleased to submit this proposal to perform professional services related to the design of the Stewart Road Sidewalk project from 81st Street to 7 Mile Road (approx. 2.2 miles). Attached is our fee estimate for engineering design, topographic survey, environmental study, and TDLR/ADA inspection to be performed for the project.

This contract will authorize Halff Associates (ENGINEER) to prepare and complete final design of plans, specifications and estimates (PS&E).

Project Understanding:

With the recent completion of roadway improvements to Stewart Rd, the City of Galveston (City) has identified the need to increase pedestrian access along Stewart Road. The existing sidewalk access along the north side of Stewart Rd terminates at 81st Street. The proposed improvements will include construction of a 5' wide ADA compliant sidewalk along the north side of Stewart Road from 81st Street to Cove View Boulevard including necessary curb ramps at street intersections. The sidewalks will then shift to the south side of Stewart Road at the Cove View Boulevard intersection and remain on the south side until the end of the project near 7 Mile Road.

The project will be designed in accordance with City and ADA Standards and Details. City Engineering & Public Works departments will assist the ENGINEER during data acquisition as needed, and will provide available information related to existing plans, as-built drawing files, right-of-way maps, reports, studies and project files.

Scope of Project

The scope of professional services includes the following general project activities:

1. Field Surveying
2. Environmental Study
3. Prepare design plans, specifications and estimate (PS&E)

- (3 – 22”X34” sets to be provided at each preliminary submittal)
- 50% complete submittal
 - 95% complete submittal
 - Final design
4. Bidding & Construction phase services
- Print and distribute plan sets and specification - (5 sets 11”x17” and 20 sets* 22”x34”) * \$5,000 budget for Reproduction costs is included
 - Assist in preparation of addenda(s)
 - Attend a pre-bid conference
 - Prepare tabulation of bids
 - Prepare recommendation
 - Review RFI(s)
 - Conduct periodic site visits
 - Prepare record drawings
5. ADA plan review and site inspection

DETAILED SCOPE OF WORK

Task I – Field Surveying

- Re-establish Horizontal Control based on North American Datum 1983 and Vertical control based on North American Vertical Datum 1988, 2001 adjustment and/or control established by City of Galveston.
- Gather data on existing right-of-way lines of Stewart Road.
- Topographic survey on above referenced project (Fee includes cross-sections at 100’ interval, extending from existing face of curb to existing ROW along the proposed sidewalk alignment)
- Preparation of Horizontal and Vertical Control Sheets.
- Coordinate project with Design Engineer.
- Tie all existing above ground utility appurtenances including but not limited to: headwalls, manholes, valves, power poles, ground boxes, etc.
- Tie all existing trees of 6” and over caliper (4’ above ground) locate within 1” tolerance and give species.

Task II – Environmental Analysis (To Be Performed by Berg Oliver)

The purpose of this task is to provide assessment and evaluate the project site for environmental impact to assist in the design and construction of proposed sidewalk improvements. **The sub-consultant will report findings to the City after initial field work, prior to contacting state and federal agencies.**

For detailed scope of services see Attachment #1 Proposal from Berg Oliver.

Task III – Sidewalk Design

All geometric design shall be in conformance with the following Regulations and Manuals, except where variances are permitted in writing by the City.

- City of Galveston Requirements
- ADA/TDLR Requirements

1. Research/Data Collection

The purpose of this task is to obtain the available data provided in support of the design of the project.

a. Data Collection

- Kickoff meeting with City of Galveston for project scope and procedures.
- Collect and assemble existing data, reports, existing plans, and other pertinent information, this includes non-City utilities, such as power, gas and communication.
- Photographs of existing sidewalk corridor.

b. Right of Way Research and Evaluation

- Determination of existing ROW to be based on existing plats & deed research

c. Design Criteria

- Design criteria shall follow applicable City standards and ADA accessibility requirements.

2. The Engineer shall perform the following specific tasks:

- Prepare Final Construction Cost Estimate
- Prepare Quantities Summary Sheets
- Prepare Typical Traffic Control Plan for construction of sidewalks near intersections
- Compute horizontal and vertical sidewalk alignments
- Prepare Proposed Sidewalk Typical Sections
- Prepare final Plan and Profile sheets
- Comply with TDLR requirements and make appropriate submissions
- Prepare sidewalk retaining wall plans (if needed)
- Provide construction details, notes, and standard sheets
- Prepare Pavement Marking Plans
- Prepare Erosion Control Plans (SW3P)

- Coordinate minor utility adjustments, water, sewer, valves and manholes. This task does not include re-location, upgrade or replacement of existing infrastructure.

TASK IV – TDLR/ADA Inspection (To Be Performed by Bradlink)

- Assist in sidewalk design development to ensure TDLR/ADA compliance
- Perform plan review at 90% completion and register project with TDLR
- Perform post construction on-site inspection and submit results to City and TDLR for approval.

Task V – Bid Phase Services

1. Assist in the bidding process and selection of contractor as follows:
 - During the bidding process, provide interpretation of plans and specifications and address questions from bidders.
 - Assist in preparation and distribution of any addendum necessary.
 - Attend Pre-Bid conference
 - Prepare a bid tabulation sheet for all bids received.
 - Make recommendations to the City concerning the award of the project.
 - The Engineer will perform QC/QA on all submittals prior to submitting to the City, including all work from sub-consultants.

Task VI – Construction Phase Services

1. Halff Associates personnel will be available to provide limited construction phase support to the city on an hourly basis as needed. Construction phase service tasks will be limited to the following:
 - Review and respond to RFI's from the contractor
 - Attend a maximum of 8 site visits/on site meetings during construction
 - Receive as-built markups from the contractor and prepare As-Built drawings

Task VII – ADDITIONAL SERVICES

- For additional services not included in the original scope, a supplemental scope and fee will be negotiated with the City as needed.

PROJECT SCHEDULE

The following are general expected milestone durations for design work to be accomplished within this contract.

Pre Design Tasks: 1.5 Months

50% Design: 2 Months

City Review: 0.5 Months

95% Design: 2 Months

City Review: 0.5 Months

Final Design and Bid Phase Services: 1 Month

Total Design Duration: 7.5 Months

PROJECT FEE

The following is a breakdown of the fee schedule for the various design services needed for this project. Fees for Tasks 1, 3, 4, 5, and 8 are to be paid on a lump sum basis and will be invoiced monthly based on percent complete for each task. Fee for Task 2 will be paid on a lump sum basis per task in accordance with compensation schedule listed in Attachment #1. Fee for Task 6 is a maximum budget that will be paid hourly as needed during construction.

TASK I – FIELD SURVEY	\$10,000
TASK II – ENVIRONMENTAL ANALYSIS.....	\$22,660
TASK III – SIDEWALK DESIGN.....	\$70,000
TASK IV – TDLR/ADA INSPECTION.....	\$3,300
TASK V – BID PHASE SERVICES.....	\$7,000
TASK VI – CONSTRUCTION PHASE SERVICES.....	\$15,000
TASK VIII – REIMBURSABLE EXPENSES.....	\$5,000
TOTAL DESIGN FEE.....	<u>\$132,960</u>

We appreciate the opportunity to be of service to the City of Galveston. We trust that our association on this project will be mutually beneficial and continue to serve as the foundation for a long term relationship. If you have any questions please do not hesitate to call me at 713-588-2449.

Sincerely,
HALFF ASSOCIATES, INC.



Michael Barbier, PE
Project Manager

EXCLUSIONS TO SCOPE

1. Preparation of ROW, Easements or dedication exhibits for acquisition
2. Filing and permit fees and sales tax on surveys
3. Construction staking
4. Utility relocation design
5. Construction Schedule Timeline
6. Subsurface Utility Engineering
7. Regional Hydrologic and Hydraulic Studies
8. Regional Drainage Report
9. Design of offsite drainage and analyses of existing drainage outfalls.
10. Off-site Drainage outfall improvement
11. Landscaping and irrigation design
12. Public involvement, public meetings, and public hearings
13. Traffic studies, traffic counts, and traffic analysis
14. Construction material testing
15. On Site construction inspection services

ATTACHMENT #1

(ENVIRONMENTAL SERVICES)
(BERG OLIVER ASSOCIATES, INC.)



BERG ♦ OLIVER ASSOCIATES, INC.

Environmental Science, Engineering & Land Use Consultants

14701 St. Mary's Lane, Suite 400, Houston, Texas 77079

(281) 589-0898 fax: (281) 589-0007

Houston ♦ Dallas/ Fort Worth ♦ WDBE/HUB ♦ www.bergoliver.com

February 17, 2014

Mr. Michael Barbier, PE
Halff Associates, Inc.
14800 St. Mary's Lane, Suite 160
Houston, Texas 77079

via email: mBarbier@Halff.com

Re: Proposal for Environmental Services for Stewart Road Sidewalk Project
BOA Proposal #9334

Dear Mr. Barbier:

The following proposal is provided to Halff Associates, Inc. for environmental services for approximately 2.2 miles of sidewalk along Stewart Road, in Galveston County, Texas. (Berg ♦ Oliver) will provide special attention to complete the work in a timely and professional manner. We will begin the assessment upon your acceptance and execution of this proposal.

Berg ♦ Oliver Associates, Inc. is proposing to provide the following services: Task I) Re-evaluation of previous studies (**9334N-ES**), Task II) U.S. Army Corps of Engineers (USACE) Section 404 Clean Water Act Nationwide Permit Preparation and Coordination (**9334N-NWP**) (IF NEEDED), and Task III) Off-site Mitigation (**9334N-MIT**) (IF NEEDED). Attachment A describes each of these services.

PROJECT SCHEDULE

The scope of work involved for Task I is anticipated to be complete within thirty (30) calendar days of receipt of an executed proposal. The Permit (Task II) Application is anticipated to be submitted to the USACE within forty-five (45) calendar days the completion of Task I and the receipt of engineered plans. Task III is dependent upon the need of Task II. If Task III is required it will be completed concurrently with Task II. BOA will begin work upon receipt of an executed proposal and boundary survey/plat, or other suitable boundary map by Berg ♦ Oliver. The permit review described in Task II is a process by the USACE and normally takes between three (3) and six (6) months for a Nationwide Permit. The process begins upon the USACE determination that the application is complete. Upon review of the initial submittal, the USACE may request additional information beyond that listed in the Code of Federal Regulations (CFR) to consider the application complete for processing. The project completion schedule is the goal of all parties; it does not, however, reflect unusual delays due to forces beyond the control of Berg ♦ Oliver and/or

Berg ♦ Oliver Associates, Inc.
BOA project number 9334
February 17, 2014

modifications to the scope of work based upon actual findings or additional requests by Halff Associates, Inc., its agents, or governmental agency.

Environmental laws, regulations, and policies are in a constant state of change and are subject to differing interpretations by various agencies. Permitting performed by governmental agencies is unpredictable. All time frames given to clients by Berg ♦ Oliver Associates, Inc. regarding the length of time necessary to obtain a permit, or other agency clearances, are estimates and NOT a guarantee. There is also NO assurance that a permit/concurrence will be granted by a government agency. In addition, there is no assurance that the governmental review process will NOT alter the scope of the project, require additional information/studies not originally anticipated, require special meetings, or require additional fees outside of those estimated herein. The client agrees to not hold Berg ♦ Oliver Associates, Inc. liable for delays or additional information requests by any governmental agency as it attempts to secure a permit or agency clearance while acting on behalf of the client.

RIGHT OF ENTRY

Unless otherwise stated, it is assumed that the client has the authority to enter the property for purposes of conducting environmental assessments and herein grants that authority to Berg ♦ Oliver.

BASIC COMPENSATION AND METHOD OF PAYMENT

Berg ♦ Oliver proposes to provide the environmental services described in Attachment A to Halff Associates, Inc. for the following lump sum amounts:

TASK I: RE-EVALUATION OF PREVIOUS STUDIES.....	\$6,000.00
TASK II: NATIONWIDE PERMIT (IF NEEDED).....	\$10,000.00*
TASK III: OFF-SITE MITIGATION (IF NEEDED).....	<u>\$3,600.00</u>
MINIMUM TOTAL	\$19,600.00

** This estimate for a Nationwide Permit is based upon past experience, and includes 63 hours of Project Management/Mapping time. Extraordinary circumstances, such as regulatory agency reviews based upon recent policy changes, may require additional tasks or further detailed analysis not covered in the present scope of work. If this task requires more than a total of 63 hours of Project Management/Mapping time, the extra hours will be billed hourly as additional services, based on the attached rate schedule, but will not exceed 10% (\$1,000.00) without written approval from the client.*

It is assumed that no MAJOR roadblocks to the permit are presented by the public comment agencies, Texas Commission on Environmental Quality, and/or USACE. If extraordinary circumstances/requests for additional details are encountered, this amount will increase proportionally and a change order will be submitted to the client as described above.

If additional tasks require more than a 10% overage (as described above), Berg ♦ Oliver will provide the client with an appropriate change order.

This cost estimate is valid for a period of six (6) months beyond the date shown below. After six (6)

Berg ♦ Oliver Associates, Inc.
BOA project number 9334
February 17, 2014

months, cost estimates may change due to fluctuations in fuel, subcontractors, and other sources required to complete the project.

Berg ♦ Oliver will begin the work described herein upon the execution of this proposal by the client. Invoices for each lump sum amount will be invoiced upon completion of the task or upon 50%, 75%, and 100% completion if the project takes longer than thirty (30) days to complete. Invoices for all hourly work will be submitted monthly and will be based upon the attached Rate Schedule in Attachment B. Payment of all invoices is expected within thirty (30) days of the client's receipt of the invoice submitted by Berg ♦ Oliver. If invoice is not paid in full in thirty (30) days, interest will accrue at 1.5% per month (18% per annum).

ATTACHMENT A

TASK I **RE-EVALUATION OF PREVIOUS STUDIES** **SCOPE OF WORK**

Previous environmental assessment, wetland delineation, and archeological studies were performed for improvements to Stewart Road. These studies will be reviewed, re-evaluated, and updated to current standards for the sidewalk project. It is anticipated that all previous studies will remain accurate. A site visit will be conducted for each element previously assessed to confirm.

TASK II **USACE SECTION 404 CLEAN WATER ACT** **NATIONWIDE PERMIT PREPARATION AND COORDINATION** **SCOPE OF WORK**

Scope of work for the preparation of a Clean Water Act Section 404 Permit and submission to the USACE will follow the criteria set forth in 33 CFR 330 (Nationwide). A conceptual development plan including profiles must be provided by the client or the client's consulting engineer. Berg ♦ Oliver will utilize these plans to create the required permit submittal drawings in the USACE's preferred format. The USACE may request an alternatives analysis and best management practice information that must be provided to Berg ♦ Oliver from the client or consulting engineer.

Berg ♦ Oliver will perform the following under this task:

1. Draft and submit the Nationwide Permit application and support documents to the applicant/client for review prior to submittal to the USACE. (Berg ♦ Oliver must have written approval from the client authorizing Berg ♦ Oliver to submit the permit application to the USACE.)
2. Attend two (2) on-site meetings with USACE and resource protection agencies.
3. Attend two (2) additional meetings with the USACE in Galveston.
4. Consult with the client, engineer, and land planner regarding the site development plan and alternatives.
5. Consult with the applicant regarding an on-site Wetland Mitigation Plan and design.
6. Assist the applicant/client in providing the USACE site specific requested information and/or Revised Site Development Plan, if necessary.

TASK III **OFF-SITE MITIGATION ANALYSIS AND PLAN DEVELOPMENT** **SCOPE OF WORK**

If a Section 404 or Section 10 permit from the USACE is needed and no on-site mitigation option is available, Berg ♦ Oliver will perform the necessary wetland delineation, analysis, and preparation of the required mitigation plan at one off-site location within the City of Galveston. The plan would be submitted with the permit application under Task II, if needed. This plan will follow the 2008 USACE/EPA Wetland Mitigation Final Rule, including the necessary Hydrogeomorphic Modelling.

PRELIMINARY CONSTRUCTION COST ESTIMATE

PRELIMINARY CONSTRUCTION COST ESTIMATE

STEWART ROAD SIDEWALK

CITY OF GALVESTON

LIMITS: FROM 81st STREET TO 7 MILE ROAD

2/18/2014

SIDEWALK CONSTRUCTION

ITEM NO.	DESCRIPTION	UNIT	QUANTITY	UNIT PRICE	AMOUNT
1	PREPARING ROW	AC	6.0	\$7,800.00	\$46,800
2	BROADCAST SEED (PERM) (RURAL) (SANDY)	SY	15,000.0	\$0.50	\$7,500
3	VEGETATIVE WATERING	MG	700.0	\$20.00	\$14,000
4	SAND BACKFILL	CY	400.0	\$20.00	\$8,000
5	CONCRETE SIDEWALKS (5')(4")	LF	11,500.0	\$25.00	\$287,500
6	CURB RAMPS (TY 7)	EA	60	\$1,500.00	\$90,000
7	REFL PAV MRK TY I (W) 12"(SLD)(100MIL)	LF	800	\$4.00	\$3,200
8	TREE PROTECTION	EA	30	\$200.00	\$6,000
9	BARRICADES, SIGNS AND TRAFFIC HANDLING	MO	5	\$4,000.00	\$20,000
10	MODIFY/RELOCATE EX OBSTRUCTION	LS	1	\$10,000.00	\$10,000
11	SIDEWALK RETAINING WALL	SF	500	\$60.00	\$30,000

SUBTOTAL SIDEWALK CONST	\$523,000
--------------------------------	------------------

SUB-TOTAL	\$523,000
------------------	------------------

MOBILIZATION (10.0%)	LS	1	\$52,300.00	\$52,300
----------------------	----	---	-------------	----------

SUB-TOTAL CONSTRUCTION COST	\$575,300
------------------------------------	------------------

CONTINGENCIES(20%)	LS	1	\$115,060.00	\$115,060
--------------------	----	---	--------------	-----------

TOTAL CONSTRUCTION COST	\$690,360
--------------------------------	------------------

ENGINEERING

DESCRIPTION	UNIT	QUANTITY	UNIT PRICE	AMOUNT
HALFF ASSOCIATES	LS	1.0	\$70,000.00	\$70,000
SUBTOTAL MISCELLANEOUS				\$70,000

SURVEY

DESCRIPTION	UNIT	QUANTITY	UNIT PRICE	AMOUNT
HALFF ASSOCIATES	LS	1.0	\$10,000.00	\$10,000
SUBTOTAL MISCELLANEOUS				\$10,000

ENVIRONMENTAL

DESCRIPTION	UNIT	QUANTITY	UNIT PRICE	AMOUNT
BERG OLIVER ASSOCIATES, INC. (w/ 10% Mark-up)	LS	1.1	\$20,600.00	\$22,660
SUBTOTAL MISCELLANEOUS				\$22,660

TDLR/ADA INSPECTION SERVICES

DESCRIPTION	UNIT	QUANTITY	UNIT PRICE	AMOUNT
-------------	------	----------	------------	--------

HALFF ASSOCIATES, INC

PRELIMINARY CONSTRUCTION COST ESTIMATE

PRELIMINARY CONSTRUCTION COST ESTIMATE					
STEWART ROAD SIDEWALK					
CITY OF GALVESTON					
LIMITS: FROM 81st STREET TO 7 MILE ROAD				2/18/2014	
BRADLINK		LS	1.1	\$3,000.00	\$3,300
(w/ 10% Mark-up)		SUBTOTAL MISCELLANEOUS			\$3,300
BID PHASE SERVICES					
	DESCRIPTION	UNIT	QUANTITY	UNIT PRICE	AMOUNT
	HALFF ASSOCIATES	LS	1.0	\$7,000.00	\$7,000
SUBTOTAL MISCELLANEOUS					\$7,000
CONSTRUCTION PHASE SERVICES					
	DESCRIPTION	UNIT	QUANTITY	UNIT PRICE	AMOUNT
	HALFF ASSOCIATES	HNE		\$15,000.00	\$15,000
SUBTOTAL MISCELLANEOUS					\$15,000
REIMBURSABLE EXPENSES (REPRODUCTION/MILEAGE)					
	DESCRIPTION	UNIT	QUANTITY	UNIT PRICE	AMOUNT
	HALFF ASSOCIATES	LS	1.0	\$5,000.00	\$5,000
SUBTOTAL MISCELLANEOUS					\$5,000
TOTAL DESIGN FEE					\$132,960
GRAND TOTAL (CONSTRUCTION + DESIGN)					\$823,320

Galveston Island Redevelopment Authority
Statement of Assets, Liabilities and Net Assets
(Modified Cash Basis)
As of April 30, 2014

Assets

CURRENT ASSETS

Frost National Bank #3941	\$	55,505
---------------------------	----	--------

Total Current Assets		55,505
-----------------------------	--	--------

PROPERTY AND EQUIPMENT

TOTAL ASSETS	\$	55,505
---------------------	----	--------

Liabilities and Net Assets

CURRENT LIABILITIES

A/P - others Campeche Shores	\$	262
------------------------------	----	-----

A/P DRDA		14,129
----------	--	--------

A/P DRDA - Rent		1,000
-----------------	--	-------

A/P Olson & Olson, LLP		6,820
------------------------	--	-------

A/P Assessments of Southwest Inc - Ca		975
---------------------------------------	--	-----

Total Current Liabilities		23,186
----------------------------------	--	--------

LONG-TERM LIABILITIES

Total Liabilities		23,186
--------------------------	--	--------

Net Assets

Net Assets		7,696
------------	--	-------

Net Increase (Decrease) in Net Assets		24,623
---------------------------------------	--	--------

Total Net Assets		32,319
-------------------------	--	--------

TOTAL LIABILITIES AND

NET ASSETS	\$	55,505
-------------------	----	--------

See Accountants' Compilation Report

Galveston Island Redevelopment Authority
Statement of Revenues and Expenses
Actual vs. Spending Plan
(Modified Cash Basis)

	7 Months Ended Apr. 30, 2014	7 Months Ended Apr. 30, 2014	Variance	Total Year Spending Plan Sept. 30, 2014	12 Months Ended September 30, 2013 Actual
Revenue					
RDA Fee Income	\$ 100,680	\$ 100,680	\$ 0	\$ 100,680	\$ 105,820
Interest Income	2	0	2	0	3
Refunds	0	0	0	0	0
Total Revenue	<u>100,682</u>	<u>100,680</u>	<u>2</u>	<u>100,680</u>	<u>105,823</u>

Expenditures					
Bank Charges	0	0	0	0	0
Creation and Administration Costs	0	0	0	0	0
Management and Operation Costs	0	0	0	0	0
Mgmt & Ops Vinson & Elkins	0	0	0	0	0
Mgmt & Ops Attorney	0	0	0	0	0
Mgmt & Ops DRDA	17,200	15,750	(1,450)	27,000	25,857
Mgmt & Ops DRDA - Comp. for Audit	8,000	8,000	0	8,000	8,000
Mgmt & Ops DRDA - Lowe's	0	0	0	0	0
Mgmt & Ops DRDA - TIRZ 13	185	0	(185)	0	0
Mgmt & Ops DRDA - Special Report	0	0	0	0	779
Mgmt & Ops WhitleyPenn - Audit	13,500	13,500	0	13,500	15,000
Mgmt & Ops Marsh Darcy	0	0	0	0	13,194
Mgmt & Ops City of Galveston	0	0	0	0	0
Potential Compliance	0	0	0	0	0
Annual Report	9,000	6,417	(2,583)	11,000	10,500
Open Records	0	583	583	1,000	68
Legal Services - Olson & Olson, LLP	11,208	6,417	(4,791)	11,000	9,773
Olson & Olson, LLP - Lowe's	0	0	0	0	0
Olson & Olson, LLP - TIRZ 13	672	0	(672)	0	1,034
Paving Cost	0	0	0	0	0
See Accountants' Compilation Report					

Galveston Island Redevelopment Authority
Statement of Revenues and Expenses
Actual vs. Spending Plan
(Modified Cash Basis)

	7 Months Ended Apr. 30, 2014	7 Months Ended Apr. 30, 2014	Variance	Spending Plan Sept. 30, 2014	Total Year Spending Plan Sept. 30, 2014	12 Months Ended September 30, 2013 Actual
Developer Cost	0	0	0	0	0	0
Interest Expense	0	0	0	0	0	0
East End Flats	0	0	0	0	0	0
Clerical	0	1,750	1,750	1,750	3,000	0
Office Supplies	0	583	583	583	1,000	0
Payroll Taxes	1,573	3,033	1,460	3,033	5,200	3,672
Rent	3,500	3,500	0	3,500	6,000	6,000
Wages	20,560	30,333	9,773	30,333	52,000	48,000
Total Expenditures	85,398	89,866	4,468	89,866	138,700	141,877
Operating Revenue (Expenses)	15,284	10,814	4,470	10,814	(38,020)	(36,054)
Other Revenue (Expense)						
Total Other Revenue (Expense)	0	0	0	0	0	0

See Accountants' Compilation Report

Galveston Island Redevelopment Authority
Statement of Revenues and Expenses
Actual vs. Spending Plan
(Modified Cash Basis)

Campeche PID & PIDs, PUDs, MUDs

	7 Months Ended	Apr. 30, 2014	7 Months Ended	Apr. 30, 2014	Variance	Total Year	12 Months Ended
	Actual	Spending Plan	Actual	Spending Plan		Sept. 30, 2013	September 30, 2012
Revenue							
Income Campeche Shores	\$ 12,000	\$ 0	\$ 12,000	\$ 0		\$ 0	\$ 12,000
Income Sweetwater PID	0	0	0	0		0	0
Other Income - Sweetwater PID	0	0	0	0		0	0
Other Income - East End Flats	0	0	0	0		0	0
Total Revenue	<u>12,000</u>	<u>0</u>	<u>12,000</u>	<u>0</u>	<u>12,000</u>	<u>0</u>	<u>12,000</u>
Expenditures							
Campeche Shores LLP	0	0	0	0		0	0
Mgmt & Ops DRDA - Campeche	326	0	(326)	0		0	1,083
Mgmt & Ops - Campeche PID	3,187	0	(3,187)	0		0	3,950
Refunds - Campeche	1,470	0	(1,470)	0		0	0
Developer Payments - Campeche	0	0	0	0		0	0
Mgmt & Ops Vinson & Elkins - Sweetwater PID	0	0	0	0		0	0
Mgmt & Ops DRDA - Stella Mar PID	0	0	0	0		0	0
Mgmt & Ops Marsh Darcy - Sweetwater PID	0	0	0	0		0	0
Mgmt & Ops Marsh Darcy - Galv. Bay Club PID	0	0	0	0		0	0
Mgmt & Ops Marsh Darcy - Stella Mare PID	0	0	0	0		0	0
Mgmt & Ops Marsh Darcy - Kahala PUD	0	0	0	0		0	0
Planning Cost East End Flats	0	0	0	0		0	0
East End Flats	0	0	0	0		0	0
Total Expenditures	<u>4,983</u>	<u>0</u>	<u>(4,983)</u>	<u>0</u>	<u>(4,983)</u>	<u>0</u>	<u>5,033</u>
Campeche Revenue (Expense)	<u>7,017</u>	<u>0</u>	<u>7,017</u>	<u>0</u>	<u>7,017</u>	<u>0</u>	<u>6,967</u>

See Accountants' Compilation Report

Galveston Island Redevelopment Authority
Statement of Revenues and Expenses
Actual vs. Spending Plan
(Modified Cash Basis)

Beachside PID

	7 Months Ended	Apr. 30, 2014	7 Months Ended	Apr. 30, 2014	Variance	Total Year	12 Months Ended
	Actual	Spending Plan	Actual	Spending Plan		Spending Plan	September 30, 2012
Revenue							
Income Beachside Village PID	\$ 2,500	\$ 0	\$ 2,500	\$ 0	\$ 0	\$ 2,500	
Total Revenue	<u>2,500</u>	<u>0</u>	<u>2,500</u>	<u>0</u>	<u>0</u>	<u>2,500</u>	<u>2,500</u>
Expenditures							
Mgmt & Ops DRDA - Beachside	178	0	(178)	0	0	1,358	
Mgmt & Ops Whitley/Penn - Beachside Village P	0	0	0	0	0	0	
Mgmt & Ops Assessment of Southwest - Beachsi	0	0	0	0	0	975	
Refunds - Beachside	0	0	0	0	0	0	
Olson & Olson, LLP - Beachside	0	0	0	0	0	0	
Developer Payments - Beachside	0	0	0	0	0	0	
Total Expenditures	<u>178</u>	<u>0</u>	<u>(178)</u>	<u>0</u>	<u>0</u>	<u>2,333</u>	<u>0</u>
Beachside Revenue (Expense)	<u>2,322</u>	<u>0</u>	<u>2,322</u>	<u>0</u>	<u>0</u>	<u>167</u>	
Net Increase (Decrease) in Net Assets	<u>\$ 24,623</u>	<u>\$ 10,814</u>	<u>\$ 13,809</u>	<u>\$ (38,020)</u>	<u>\$ (28,920)</u>		

See Accountants' Compilation Report

Galveston Island Redevelopment Authority
Statement of Cash Available
Year-To-Date

7 Months Ended
April 30, 2014

Beginning of Period	\$ 7,697
Plus: Net Increase (Decrease) in Net Assets	<u>\$ 24,623</u>
 CASH AVAILABLE	 <u><u>\$ 32,320</u></u>

See Accountants' Compilation Report

Galveston Island Redevelopment Authority - TIRZ 14
Statement of Assets, Liabilities and Net Assets
(Modified Cash Basis)
As of April 30, 2014

Assets

CURRENT ASSETS

Frost National Bank - 4131 [OPERATING]	\$ 206,431
TexPool - 0006 [RESERVE]	713,587
TexPool - 0005 UNRESTRICTED	1,492,326
Tex Pool - 0005 Stewart Road Sidewalk	700,000
Total Current Assets	<u>3,112,344</u>

PROPERTY AND EQUIPMENT

TOTAL ASSETS	<u><u>\$ 3,112,344</u></u>
---------------------	----------------------------

Liabilities and Net Assets

CURRENT LIABILITIES

Accounts Payable Bracewell & Giuliani LLP	\$ 446
Accounts Payable DRDA	3,192
Accounts Payable Marsh Darcy	788
Total Current Liabilities	<u>4,426</u>

LONG-TERM LIABILITIES

Notes Payable Bank of America	<u>4,130,000</u>
Total Long-Term Liabilities	<u>4,130,000</u>

Total Liabilities	<u>4,134,426</u>
--------------------------	------------------

NET ASSETS

Restricted Net Assets - Stewart Road Sidewalk	700,000
Net Assets	(2,287,136)
Net Increase (Decrease) in Net Assets	<u>565,054</u>
Total Net Assets	<u>(1,022,082)</u>

TOTAL LIABILITIES AND NET ASSETS	<u><u>\$ 3,112,344</u></u>
---	----------------------------

See Accountants' Compilation Report

Galveston Island Redevelopment Authority - TIRZ 14
Statement of Revenues and Expenses
Actual vs. Spending Plan
(Modified Cash Basis)

	7 Months Ended	7 Months Ended	Total Year End	12 Months Ended
	Apr. 30, 2014	Apr. 30, 2014	Spending Plan	September 30, 2013
	Actual	Spending	Variance	Actual
Revenue				
City of Galveston Tax Assessment	\$ 585,740	\$ 546,000	\$ 39,740	\$ 542,380
Navigation Dist 1 Tax Assessment	0	0	0	29,223
Galveston County Assessment	593,225	523,000	70,225	585,706
County Road & Flood	0	0	0	8,453
Total Revenue	<u>1,178,965</u>	<u>1,069,000</u>	<u>109,965</u>	<u>1,165,762</u>
Operating Expenses				
RDA Fees	28,400	28,400	0	28,400
Bracewell & Giuliani LLP	446	5,833	5,387	285
DRDA	3,427	4,375	948	5,464
Marsh Darcy	788	2,917	2,129	80
Airport Matching	318,000	318,000	0	0
Sidewalks	0	0	0	0
89th Street	0	0	0	0
City of Galveston 5% Admin Fee	58,948	55,235	(3,713)	58,288
Interest Expense	204,251	204,251	0	228,083
Total Operating Expenses	<u>614,260</u>	<u>619,011</u>	<u>4,751</u>	<u>320,600</u>
Operating Revenue (Expenses)	<u>564,705</u>	<u>449,989</u>	<u>114,716</u>	<u>845,162</u>

Other Revenue (Expense)

See Accountants' Compilation Report
2

Galveston Island Redevelopment Authority - TIRZ 14
Statement of Revenues and Expenses
Actual vs. Spending Plan
(Modified Cash Basis)

	7 Months Ended	7 Months Ended	Total Year End	12 Months Ended
	Apr. 30, 2014	Apr. 30, 2014	Spending Plan	September 30, 2013
Interest Income	Actual	Spending	Sept. 30, 2014	Actual
Total Other Revenue (Expense)	<u>349</u>	<u>0</u>	<u>0</u>	<u>1,209</u>
	<u>349</u>	<u>0</u>	<u>0</u>	<u>1,909</u>
Net Increase (Decrease) in Net Assets	<u>\$ 565,054</u>	<u>\$ 449,989</u>	<u>\$ (273,686)</u>	<u>\$ 847,071</u>
		<u>\$ 115,065</u>		

See Accountants' Compilation Report
3

Galveston Island Redevelopment Authority - TIRZ 14
Statement of Cash Available
Year-To-Date

7 Months Ended

April 30, 2014

Beginning of Period	\$ (1,587,135)
Plus: Net Increase (Decrease) in Net Assets	\$ 565,053
Plus: Note Payable Bank of America	\$ 4,130,000
Less: Restricted Net Assets - Stewart Road Sidewalk	\$ (700,000)
Less: Due from Nav Dist	\$ (0)
Less: Texpool Reserve	<u>\$ (713,587)</u>

CASH AVAILABLE	<u><u>\$ 1,694,331</u></u>
-----------------------	----------------------------

See Accountants' Compilation Report

TIRZ 14 Unpaid Bills:

<u>Vendor</u>	<u>Time Period</u>	<u>Amount</u>
Bracewell	January 2014	\$446.25
DRDA, PLLC	December 2013 – February 2014	\$1,336.35
<u>Marsh Darcy</u>	<u>January 2014</u>	<u>\$788.00</u>
Total:		\$2,570.60

Bracewell & Giuliani LLP
ATTORNEYS AT LAW

P. O. Box 848666
Dallas, TX 75284-8666
713 223-2300
TAX ID 74-1024827

Page 1

Galveston, Texas, City of
c/o Sherry Meador DRDA, P.C.
1011 Tremont Street
Galveston, Texas 77550

February 6, 2014
Invoice: 21571402
B/A: 04674

Our Matter #: 032363.000004 For Services Through January 31, 2014
Reinvestment Zone No. 14

			Hours
01/21/14	Telephone conference with B Fisher; telephone conference with J Havenstrite regarding Project Plan issue	Clark Stockton Lord	0.75
Total Fees for Professional Services			\$ 446.25
Fees for Professional Services.....			\$ 446.25
Total Current Billing for this Matter			\$ 446.25

Billing Summary

Balance Forward	\$ 611.35
Payments/Credits Since Previous Invoice	\$ (148.75)
Matter Balance Brought Forward	\$ 462.60
Total Current Billing for this Matter	\$ 446.25
Please Remit Total Balance Due	\$ 908.85

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

Bracewell & Giuliani LLP
ATTORNEYS AT LAW

P. O. Box 843666
Dallas, TX 75284-8566
713 223-2300
TAX ID 74-1024827

Remittance Page

February 6, 2014
032363
INVOICE NO: 21571402
04674

Client: Galveston, Texas, City of
Matter: Reinvestment Zone No. 14
Matter No: 032363.000004

Billing Summary

Balance Forward	\$ 611.35
Payments/Credits Since Previous Invoice	\$ (148.75)
Matter Balance Brought Forward	\$ 462.60
Total Current Billing for this Matter	\$ 446.25
Please Remit Total Balance Due	\$ 908.85

Please Return this Remittance Page with Your Payment

WIRE TRANSFER INFORMATION

Wire to: Bank of America, 901 Main Street, Dallas, Texas
Name on Account: Bracewell & Giuliani LLP
Bank Account No: 001390004197
ABA Number (For Wire Transfers Only): 026009593; (For ACH'S Only): 111000025
For International Wires Also Include:
Swift Code (U.S. Funds): BOFAUS3N; Swift Code (Foreign Funds): BOFAUS6S
Please include the invoice number as a reference when sending the wire.

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

DRDA, PLLC

1011 Tremont

Galveston, TX 77550

(409) 765-9311

(800) 819-1936

fax: (409) 765-9393

www.drdacpa.com

TIRZ 14

Galveston Island Redevelopment Authority

1011 Tremont

Galveston, TX 77550

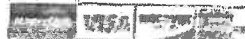
Client ID: 8924

Invoice: 100209

Date: 12/31/2013

Due Date: Due Upon Receipt

Pay online at www.drdacpa.com



(Circle One)

Acct #: _____

Exp. Date: _____

For professional service rendered as follows:

12/03/2013	Responding to emails on issue related to scheduled board meeting.	SJM	0.25	46.25
12/03/2013	Assist SJM with board meeting information.	KAL	0.50	42.50
12/04/2013	Henry in on agenda for TIRZ 14 board meeting.	SJM	0.25	46.25
12/11/2013	Process 11/30/13 bank rec & Texpool.	KAL	0.25	21.25
12/18/2013	Process new invoices, create and enter RDA fee transfers, etc.	KAL	0.50	42.50

Billed Time & Expenses

\$198.75

Invoice Total

\$198.75 ✓

Beginning Balance

\$1,734.67

Invoices

198.75

Receipts

0.00

Adjustments

0.00

Service Charges

0.00

Amount Due

\$1,933.42

<u>12/31/2013</u>	<u>11/30/2013</u>	<u>10/31/2013</u>	<u>09/30/2013</u>	<u>08/31/2013±</u>	<u>Total</u>
198.75	63.75	170.92	1,500.00	0.00	\$1,933.42

DRDA, PLLC

1011 Tremont

Galveston, TX 77550

(409) 765-9311

(800) 819-1936

fax: (409) 765-9393

www.drdacpa.com

TIRZ 14

Galveston Island Redevelopment Authority

1011 Tremont

Galveston, TX 77550

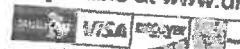
Client ID: 8924

Invoice: 100468

Date: 01/31/2014

Due Date: Due Upon Receipt

Pay online at www.drdacpa.com



(Circle One)

Acct #:

For professional service rendered as follows:

Exp. Date:

Date	Description	Client	Rate	Amount
01/07/2014	Process check for airport invoice; December bank rec, gather information for upcoming meeting, etc.	KAL	0.50	42.50
01/07/2014	Meeting with Henry and set up emails for meeting to get quorum. Review financials and invoices for packet.	SJM	0.50	92.50
01/08/2014	Reviewing emails for attendance and quorum count for January 2014 meeting.	SJM	0.25	46.25
01/13/2014	Process Texpool statement & December 2013 investment report.	KAL	0.25	21.25
01/14/2014	Discussion and phone call to Bryan on getting quorum for January 22, 2014 meeting.	SJM	0.25	46.25
01/15/2014	Process new invoice. Process board meeting packets.	KAL	1.00	85.00
01/15/2014	Review Packet for January 2014 meeting.	SJM	0.25	46.25
01/17/2014	Setup client 2013 1099s Project in Practice CS.	KAL	0.25	21.25
01/20/2014	Discussion on agenda items and emails to Henry for TIRZ 14 meeting.	SJM	0.25	46.25
01/21/2014	Prepare for and review packet for 1-22-14 board meeting.	SJM	1.00	185.00
01/21/2014	Print checks, process paid bills.	KAL	0.25	21.25
01/22/2014	Prepare for and attend board meeting.	SJM	1.50	277.50
01/22/2014	Review 2013 1099 vendor payments, w/SJM, no 1099s due, cancel project.	KAL	0.25	21.25
01/22/2014	Lunch for TIRZ 14 meeting	DRDA	1.00	120.87
01/28/2014	Postage.	KAL	1.00	0.48
01/28/2014	Process signed checks, mater, mail, file.	KAL	0.25	21.25

Billed Time & Expenses

Invoice Total

\$1,095.10

\$1,095.10

Beginning Balance

Invoices

Receipts

Adjustments

Service Charges

Amount Due

\$1,933.42

1,095.10

(1,734.67)

0.00

0.00

\$1,293.85

01/31/2014	12/31/2013	11/30/2013	10/31/2013	09/30/2013+	Total
1,095.10	198.75	0.00	0.00	0.00	\$1,293.85

DRDA, PLLC

1011 Tremont

Galveston, TX 77550

(409) 765-9311

(800) 819-1936

fax: (409) 765-9393

www.drdacpa.com

TIRZ 14

Galveston Island Redevelopment Authority

1011 Tremont

Galveston, TX 77550

Client ID: 8924

Invoice: 100861

Date: 02/28/2014

Due Date: Due Upon Receipt

Pay online at www.drdacpa.com



(Circle One)

Acct #:

Exp. Date:

For professional service rendered as follows:

02/12/2014 Process new invoices, 01/31/14 bank rec & Texpool statement.

KAL 0.50 42.50

Billed Time & Expenses \$42.50

Invoice Total \$42.50 ✓

Beginning Balance \$1,293.85

Invoices 42.50

Receipts 0.00

Adjustments 0.00

Service Charges 0.00

Amount Due \$1,336.35

02/28/2014	01/31/2014	12/31/2013	11/30/2013	10/31/2013+	Total
42.50	1,095.10	198.75	0.00	0.00	\$1,336.35

marshdarcy

Invoice

Marsh Darcy Partners, Inc.
8955 Katy Freeway
Suite 215
Houston, TX 77024

Invoice #: 1665
Date: 2/1/2014

Bill To:



DRDA, P.C.
Attn: Sherry Meador
JOB: Galveston TIRZ 14
1011 Tremont
Galveston, TX 77550

Terms: Due on receipt

Item	Description	#	Rate	Date	Amount
John Havenstrite	followup w/BFisher re: TIRZ meeting	0.25	160.00	1/16/2014	40.00
John Havenstrite	con call w/BFisher and CLord re: sidewalk issues; research re: Plan	1.5	160.00	1/20/2014	240.00
John Havenstrite	prepare for, attendance of, debrief re: TIRZ board meeting	3	160.00	1/22/2014	480.00
	Labor Subtotal				760.00
	Mileage: John Havenstrite - Round Trip to Galveston 01.22.14		28.00	1/31/2014	28.00

Thank you for your business.

Total Due \$788.00

Phone #	Fax:	Web Site
(713) 647-9880	(713) 647-6448	www.marshdarcypartners.com

EMAILED
2.2.14

Employee: John Havenstrite
Period Ending: Friday, January 31, 2014

Client: T14
Project #: GAT14048

☒ Client Invoiced ☐ Client Paid ☐ Employee Reimbursed

2014 IRS Mileage Rate =

\$	0.56
----	------

Please Attach Expense Record

All mileage To and From MDP, unless noted

DATE	ITEM	FOR	UNIT COST	UNITS	TOTAL COST
1/22/2014	Mileage	To/From Houston/Galveston (Mileage split w/T12)	0.56	50	\$28.00
			Expense Total:		\$28.00

I hereby certify that to the best of my knowledge, information, belief the attached expenses are true and valid. Allen H. Hunsicker

Signature

8955 Katy Freeway, Suite 215 . Houston Texas 77024 .

(713) 647-9880 • (713) 647-6448 Fax • www.marshdarcypartners.com

RDA Unpaid Bills:

<u>Vendor</u>	<u>Time Period</u>	<u>Amount</u>
ASW – Campeche	April 1, 2014	\$975.00
DRDA, PLLC	February – April 2014	\$14,129.44
	• Annual Report \$9,000.00 • Campeche \$283.75 • Beachside \$156.25	
<u>Olson & Olson</u>	<u>1/17/14 – 3/31/14</u>	<u>\$6,820.00</u>
Total:		\$21,924.44

Assessments of the Southwest, Inc.

Assessments of the Southwest, Inc.
P.O. Box 1368
Friendswood, TX 77549-1368

(281)482-0216
aswmail@aswtax.com

Invoice

Date	Invoice No.
04/01/2014	4463
Terms	Due Date
Net 30	05/01/2014

Bill To
Campeche Shores PID c/o Sherry Meador DRDA 1011 Tremont Galveston, TX 77550 USA

Amount Due	Enclosed
\$975.00	

X Please detach top portion and return with your payment. X

Item	Quantity	Rate	Amount
• Assessment collection fee per phase	3	325.00	975.00
Total			\$975.00

DRDA, PLLC

1011 Tremont

Galveston, TX 77550

(409) 765-9311

(800) 819-1936

fax: (409) 765-9393

www.drdacpa.com

Galveston Island Redevelopment Authority
 City of Galveston, Texas
 1011 Tremont
 Galveston, TX 77550

Client ID: 7475
 Invoice: 100899
 Date: 02/28/2014
 Due Date: Due Upon Receipt
 Pay online at www.drdacpa.com



(Circle One)

Acct #: _____

Exp. Date: _____

For professional service rendered as follows:

Professional Services- annual report

	9,000.00
Billed Time & Expenses	\$9,000.00
Invoice Total	\$9,000.00 ✓
Beginning Balance	\$4,791.25
Invoices	9,000.00
Receipts	(4,791.25)
Adjustments	0.00
Service Charges	0.00
Amount Due	\$9,000.00

2030/5024

02/28/2014	01/31/2014	12/31/2013	11/30/2013	10/31/2013+	Total
9,000.00	0.00	0.00	0.00	0.00	\$9,000.00

DRDA, PLLC

1011 Tremont

Galveston, TX 77550

(409) 765-9311

(800) 819-1936

fax: (409) 765-9393

www.drdacpa.com

Galveston Island Redevelopment Authority
City of Galveston, Texas
1011 Tremont
Galveston, TX 77550

Client ID: 7475
Invoice: 100901
Date: 02/28/2014
Due Date: Due Upon Receipt
Pay online at www.drdacpa.com



Acct #:

Exp. Date:

For professional service rendered as follows:

02/07/2014	Emails and checking on check from City of Galveston for Campeche PID.	SJM	0.25	46.25	✓ C
02/10/2014	Process several Campeche deposit back ups; Campeche refund invoice & check, etc.	KAL	1.25	106.25	✓ C
02/10/2014	Process rent invoice; scan documents. Process 01/31/14 bank rec.	KAL	0.50	42.50	
02/11/2014	Work with Ann on set up of annual financial for 9-30-12.	SJM	0.50	92.50	
02/11/2014	Process new invoice, financials and checks for upcoming meeting, with SJM.	KAL	0.50	42.50	
02/11/2014	Henry in to go over agenda and call to Scott on itmes to add.	SJM	0.50	92.50	
02/12/2014	Call from Rick Dodson on Campeche Shores check to pick up.	SJM	0.25	46.25	C
02/13/2014	Process WhitleyPenn invoice; assist SJM with board packet information, investment reports, etc.	KAL	2.00	170.00	
02/13/2014	Process Campeche deposit, payment & spreadsheet; deposit back up emails.	KAL	0.50	42.50	C
02/13/2014	Process Beachside deposit, payment & spreadsheet.	KAL	0.25	21.25	B
02/14/2014	Emails on funds for Beachside PID and getting singer.	SJM	0.25	46.25	B
02/17/2014	Save documents to GFR; process Olson invoice, check, reports for meeting, etc.	KAL	0.50	42.50	
02/19/2014	Henry in to finish up packets for board meeting.	SJM	0.25	46.25	
02/19/2014	Assist SJM with meeting information.	KAL	0.25	21.25	
02/19/2014	Jim Ware in to sign checks and discussion on PID's and funds in accounts.	SJM	0.25	46.25	
02/20/2014	Henry in to go over signing minutes and other items for current and prior meetings.	SJM	0.50	92.50	
02/21/2014	attend board meeting	ASM	2.75	687.50	
02/24/2014	Postage.	KAL	2.00	0.96	
02/24/2014	Henry by to scan copies of signed minutes and discuss items from board meeting.	SJM	0.50	92.50	
02/24/2014	Beachside email re: refund.	KAL	0.25	21.25	
02/24/2014	Process paid bills; saved signed docs.	KAL	0.50	42.50	
02/27/2014	Henry in on posting RDA for executive session and discuss amount to send for TIRZ 12 to County.	SJM	0.25	46.25	

Billed Time & Expenses	\$1,888.46
Invoice Total	\$1,888.46 ✓
Beginning Balance	\$4,791.25
Invoices	10,888.46
Receipts	(4,791.25)
Adjustments	0.00
Service Charges	0.00
Amount Due	\$10,888.46

Campeche 241.25
 Beschoide 67.80
 remainder 1,579.71

02/28/2014	01/31/2014	12/31/2013	11/30/2013	10/31/2013+	Total
10,888.46	0.00	0.00	0.00	0.00	\$10,888.46

DRDA, PLLC

1011 Tremont

Galveston, TX 77550

(409) 765-9311

(800) 819-1936

fax: (409) 765-9393

www.drdacpa.com

Galveston Island Redevelopment Authority
City of Galveston, Texas
1011 Tremont
Galveston, TX 77550

Client ID: 7475
Invoice: 101721
Date: 03/31/2014
Due Date: Due Upon Receipt
Pay online at www.drdacpa.com



(Circle One)

Acct #:

Exp. Date:

For professional service rendered as follows:

Date	Description	Client	Rate	Amount
03/03/2014	Henry in and discussion agenda change and meeting update.	SJM	0.25	46.25
03/03/2014	Save collateral; emails with SJM; Henry here, process board packets.	KAL	0.50	42.50
03/04/2014	Process new DRDA invoices.	KAL	0.25	21.25
03/07/2014	Process 02/28/14 bank rec.	KAL	0.25	21.25
03/10/2014	Calls with Sherry & Henry; board meeting agenda, etc.	KAL	0.50	42.50
03/10/2014	Prepare agenda and go to City Hall to Post for March 13, 2013 meeting.	SJM	1.00	185.00
03/11/2014	Review information on funds received and prepare deposit.	SJM	0.25	46.25
03/11/2014	Deposit to Frost Bank Campeche	KAA	0.25	21.25
03/12/2014	Henry in to get copies of agenda for RDA meeting and pick up checks for PIDS.	SJM	0.25	46.25
03/12/2014	Process Campeche spreadsheet and developer payment.	KAL	0.25	21.25 C
03/12/2014	To Frost Bank w/ deposit Beachside Village	KAA	0.25	21.25 B
03/13/2014	Process Beachside spreadsheet, save, file for deposit & check.	KAL	0.25	21.25
03/13/2014	Henry in and email to developer that checks ready for pick up	SJM	0.25	46.25
03/13/2014	Discussion with Rick Dobson at City of Galveston for information needed from audit.	SJM	0.25	46.25
03/13/2014	Process collateral; investment spreadsheet; save board information; forward audit info to R Dodson as requested.	KAL	0.75	63.75
03/18/2014	Process new Olson invoice.	KAL	0.25	21.25
03/18/2014	Research Campeche refund, email Susan; process new Campeche invoice from Perdue, Brandon; update spreadsheet, etc.	KAL	1.00	85.00
03/18/2014	Update Beachside paid invoices & deposits for file & binder.	KAL	0.25	21.25
03/19/2014	Meeting with Henry on values for prior zones and discussion of upcoming meetings.	SJM	0.50	92.50
03/19/2014	Save board meeting information as requested.	KAL	0.25	21.25
03/24/2014	Review record and prepare excel spreadsheet of	SJM	1.25	231.25

	payment to Olson & Olson for legal.			
03/24/2014	Retrieve requested Olson & Olson information for Henry.	KAL	0.25	21.25
03/24/2014	Meeting with Henry and call to Scott on open records requests and call to Chris Breau on statut of Agreed Upon engagment on for TIRZ 11.	SJM	1.00	185.00
03/25/2014	Henry in to disucss setting meeting for RDA and zones. Discussion on unfinished items to place on agendas.	SJM	0.50	92.50
03/26/2014	Processing Payroll & 941 PR Tax Deposit.	CEH	0.50	37.50
03/27/2014	Meeting with Henry on several open record request.	SJM	0.75	138.75
03/27/2014	With SJM & Henry re: ORRs; work on spreadsheets, etc.	KAL	4.50	382.50
03/27/2014	Work on gathereing information on three open record requests.	SJM	0.75	138.75
03/28/2014	Emails on open record request and Henry in to discuss.	SJM	0.50	92.50
03/31/2014	Henry in on oepn record request on TIRZ 11 fund balance and projections.	SJM	0.25	46.25

Billed Time & Expenses

\$2,300.00

Invoice Total

\$2,300.00 ✓

Beginning Balance

\$10,888.46

Invoices

2,300.00

Receipts

0.00

Adjustments

0.00

Service Charges

0.00

Amount Due

\$13,188.46

Campside 21.25
 Beachside 21.25
 remain. 2,257.80

<u>03/31/2014</u>	<u>02/28/2014</u>	<u>01/31/2014</u>	<u>12/31/2013</u>	<u>11/30/2013+</u>	<u>Total</u>
2,300.00	10,888.46	0.00	0.00	0.00	\$13,188.46

DRDA, PLLC

1011 Tremont

Galveston, TX 77550

(409) 765-9311

(800) 819-1936

fax: (409) 765-9393

www.drdacpa.com

Galveston Island Redevelopment Authority
City of Galveston, Texas
1011 Tremont
Galveston, TX 77550

Client ID: 7475
Invoice: 102220
Date: 04/30/2014
Due Date: Due Upon Receipt
Pay online at www.drdacpa.com



(Circle One)

Acct #:

Exp. Date:

For professional service rendered as follows:

04/01/2014	Process new ASW Campeche invoice.	KAL	0.25	21.25	C
04/01/2014	Work on ORR for Olson & Olson paid bills; collateral.	KAL	2.25	191.25	
04/03/2014	Email from Henry; edit meeting minutes; annual reports to C. Breaux, etc.	KAL	1.00	85.00	
04/08/2014	Scan & save documents.	KAL	0.25	21.25	
04/08/2014	Set up project	JAV	0.25	21.25	
04/14/2014	Processed 1 Qtr PR report.	CEH	1.25	93.75	
04/14/2014	Processing payroll check & 941 PR tax deposit.	CEH	0.50	37.50	
04/16/2014	Process new invoices, 3/31/13 bank recs, investment spreadsheet, etc. Create & process rent invoices.	KAL	0.75	63.75	
04/17/2014	Henry here, scan & forward files, etc.	KAL	0.50	42.50	
04/22/2014	Henry here, scan minutes; save collateral information, etc. Update budget & financials.	KAL	0.50	42.50	
04/22/2014	Postage.	KAL	1.00	0.98	
04/22/2014	Meter & mail 1st quarter 2014 signed payroll reports.	KAL	0.25	21.25	
04/22/2014	Process Beachside deposit, check, spreadsheet.	KAL	0.25	21.25	B
04/24/2014	Meeting with Henry and discussion on board agenda items.	SJM	0.50	92.50	
04/28/2014	Jlm in to sign checks and wire transfer papers.	SJM	0.50	92.50	
04/28/2014	Henry in to go over agenda items and review spreadsheet on TIRZ 11.	SJM	0.25	46.25	
04/28/2014	Email to Debbie Reinhart on Beachside check ready.	SJM	0.25	46.25	B

Billed Time & Expenses

\$940.98

Invoice Total

\$940.98

Beginning Balance

\$13,188.46

Invoices

940.98

Receipts

0.00

Adjustments

0.00

Service Charges

0.00

Amount Due

\$14,129.44

Campeche 21.25
Beach side 21.25
+46.25

67.50

<u>04/30/2014</u>	<u>03/31/2014</u>	<u>02/28/2014</u>	<u>01/31/2014</u>	<u>12/31/2013+</u>	<u>Total</u>
940.98	2,300.00	10,888.46	0.00	0.00	\$14,129.44

Olson & Olson LLP
Wortham Tower, Suite 600
2727 Allen Parkway
Houston, Texas 77019-2133
(713) 533-3800

March 13, 2014

Galveston Redevelopment Authority
Henry Boening
1011 Tremont
Galveston, Texas 77550

Invoice No. 3744
Our File No. 1352-00000
Billing Through: 2/28/2014

Galveston Redevelopment Authority (RDA)

Total Legal Services	\$3,508.00
Total Reimbursable Expenses	\$.00
Net Balances Forward	\$.00
Total Charges for this Bill	\$3,508.00
Total Balance Now Due	\$3,508.00

Olson & Olson LLP

Wortham Tower, Suite 600
2727 Allen Parkway
Houston, Texas 77019-2133
(713) 533-3800

March 13, 2014

Galveston Redevelopment Authority
Henry Boening
1011 Tremont
Galveston, Texas 77550

Invoice No. 3744
Our File No. 1352-00000
Billing Through: 2/28/2014

Galveston Redevelopment Authority (RDA)

Balance forward as of invoice 3/13/2014	\$1,679.50
Payments received since last invoice	(\$1,679.50)
Net Balance Forward	<u>\$0.00</u>

1/17/2014	LSB	TIRZ 13. Receive phone call from D. Palumbo re mapping; conference with Boening, City Manager and City Attorney regarding maps and project plans related to TIRZ 13 development; prepare for and attend RDA meeting regarding TIRZ 13 development agreement.	5.20 hrs	240 / hr	1,248.00
2/10/2014	LSB	Update legal research re JP Morgan Chase floating or variable interest rates.	0.50 hrs	240 / hr	120.00
2/11/2014	ELG	TIRZ 13. Legal research regarding residential versus business uses in TIRZ; revising and recalculating estimated cash flow TIRZ 13.	1.00 hrs	100 / hr	100.00
2/12/2014	LSB	TIRZ 13. complete review of interest rate cases; telephone conferences with D. Palaumbo regarding residential caps in TIRZ; research law regarding residential value caps; email J. Ware re interest rate issues.	1.10 hrs	240 / hr	264.00
2/17/2014	LSB	Received call from H. Boening re agenda and minutes.	0.20 hrs	240 / hr	48.00
2/19/2014	LSB	TIRZ 13. Receive call from D. Palaumbo regarding confidentiality agreement; review and email response to proposed agreement; copy client.	0.20 hrs	240 / hr	48.00

2/21/2014	LSB	Prepare for and attend RDA meeting.	4.00 hrs	240 / hr	960.00
2/24/2014	LSB	TIRZ 13. Emails from J. Ware regarding memorandum of points for Developer; directions to staff regarding settlement points.	0.30 hrs	240 / hr	72.00
2/25/2014	LSB	TIRZ 13. Review and email comment to H. Boening re 3.7 agenda.	0.10 hrs	240 / hr	24.00
2/26/2014	LSB	TIRZ 13: receive email from J. Ware regarding memo for Developer; draft proposed discussion points for settlement based upon the Development Agreement.	1.00 hrs	240 / hr	240.00
2/26/2014	ELG	TIRZ 13. Review TIRZ 13 agreement and recalculate projections.	1.50 hrs	/ hr	N/C
2/27/2014	LSB	Reply to telephone message and email from D. Palaumbo regarding terms of board members for TIRZ and RDA; receive email from D. Palaumbo inquiring whether TIRZ Boards are political subdivisions; research and email D. Palaumbo re same.	1.60 hrs	240 / hr	384.00
Total fees for this matter					\$3,508.00
Total					\$3,508.00

Olson & Olson LLP
Wortham Tower, Suite 600
2727 Allen Parkway
Houston, Texas 77019-2133
(713) 533-3800

April 9, 2014

Galveston Redevelopment Authority
Henry Boening
1011 Tremont
Galveston, Texas 77550

Invoice No. 3814
Our File No. 1352-00000
Billing Through: 3/31/2014

Galveston Redevelopment Authority (RDA)

Total Legal Services	\$3,312.00
Total Reimbursable Expenses	\$.00

Net Balances Forward	\$3,508.00
Total Charges for this Bill	\$3,312.00
Total Balance Now Due	\$6,820.00

Olson & Olson LLP

Wortham Tower, Suite 600
2727 Allen Parkway
Houston, Texas 77019-2133
(713) 533-3800

April 9, 2014

Galveston Redevelopment Authority
Henry Boening
1011 Tremont
Galveston, Texas 77550

Invoice No. 3814
Our File No. 1352-00000
Billing Through: 3/31/2014

Galveston Redevelopment Authority (RDA)

Balance forward as of invoice 4/9/2014	\$3,508.00
Payments received since last invoice	(\$.00)
Net Balance Forward	\$3,508.00

3/7/2014	LSB	TIRZ 13. Prepare for and attend meeting regarding TIRZ 13 settlement discussions (8:45 - 10:45); email H. Boening information regarding meeting; telephone conference with H. Boening re posting of 3.13 meeting. Email H. Boening information related to same.	3.20 hrs	240 / hr	768.00
3/10/2014	LSB	Email H Boening re mistake in agenda; telephone call from H. Boening re same; telephone call to City Attorney office re same.	0.10 hrs	240 / hr	24.00
3/13/2014	LSB	TIRZ 13. Review and analyze draft settlement agreement from Developer. Conference with City Attorney re same. Prepare for and attend board meeting regarding TIRZ 13 settlement negotiations; conference call with J. McDonald regarding draft settlement agreement (.7).	3.70 hrs	240 / hr	888.00
3/14/2014	LSB	TIRZ 13. Email response to D. Palumbo regarding TIRZ agreements; telephone conference with J. Ware re same.	0.40 hrs	240 / hr	96.00
3/18/2014	LSB	TIRZ 13. Received call from J. Ware regarding status of comments on settlement agreement.	0.10 hrs	/ hr	N/C
3/19/2014	LSB	TIRZ 13. Draft proposed counteroffer regarding development agreement. Email draft to client for comments.	2.80 hrs	240 / hr	672.00

3/21/2014	LSB	TIRZ 13. Email from J. Ware regarding settlement status; telephone conference with D. Palumbo regarding revised TIRZ 13 agreement; email draft to J. McDonald.	0.30 hrs	240 / hr	72.00
3/24/2014	LSB	TIRZ 11. Received telephone call from S. Meador and H. Boenning regarding requests for information re TIRZ 11 and other TIRZ 11 issues.	0.20 hrs	240 / hr	48.00
3/24/2014	LSB	TIRZ 13. Received call from J. Ware; telephone J. McDonald regarding development agreement; prepare notes of conference and email to J. Ware; Telephone conference with J. Ware re same.	2.40 hrs	240 / hr	576.00
3/31/2014	LSB	TIRZ 13. Review and analyze Developer's proposed amendments to settlement agreement.	0.70 hrs	240 / hr	168.00
Total fees for this matter					\$3,312.00
Total					\$3,312.00