

MINUTES OF REGULAR MEETING

OF

REINVESTMENT ZONE NUMBER FIFTEEN, CITY OF HOUSTON, TEXAS

December 17, 2018

The Board of Directors (the “Board”) of Reinvestment Zone Number Fifteen, City of Houston, Texas (the “Zone”), convened in regular session, open to the public, at Warehouse Live, 813 St. Emanuel Street, Houston, TX 77003, on the 17th day of December, 2018, and the roll was called of the duly constituted officers and members of the Board, to-wit:

Gordon Quan	Chairman
Frances Castaneda Dyess	Secretary
Mazen Baltagi	Director
Alex Vassilakidis	Director
Alan Johnston	Director
Tharen Simpson	Director
Bernard Aldape	Director

and all of said persons were present except Directors Baltagi, Aldape and Johnston.

Also present were: Clark Lord and Debbie Russell of Bracewell LLP; Anton Sinkewich of East Downtown Management District; Jennifer Curley of the City of Houston; Randhir Sahni and Ranjan Roy of Ilewelyn-davies sahani; Jack Roland of Governmental Financial Reporting, LLC; Truman Edminster, Kyle Macy and Paul Dodd of Edminster, Hinshaw, Russ and Associates; Gen Fox of 2118 Lamar; Keith Crenshaw of the Houston Parks Board; Virginia Blake of McCall Gibson Swedlund Barfoot PLLC; Frank Liu of InTown Homes; Ian Rosenberg of Infill Planning and Development; Ralph DeLeon of Tifworks and Victor Trevino.

DETERMINE QUORUM; CALL TO ORDER

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

MINUTES OF PREVIOUS MEETING

The Board considered approving the minutes of October 15, 2018. Following discussion, upon a motion made by Director Dyess and seconded by Director Simpson, the Board voted unanimously to approve the minutes of October 15, 2018.

AUP REPORT AND REIMBURSEMENT TO 2118 LAMAR LLC

Ms. Blake presented the Agreed Upon Procedures Report (the “AUP Report”) in connection with reimbursement to 2118 Lamar LLC (the “Developer”) and stated that the total reimbursement amount for the project is \$534,221.43. She noted that her firm had also reviewed the calculation of the amount of tax increment attributable to the Public Right of Way

Improvement costs and determined that \$15,915.39 is available to make payment to the Developer from the 2018 increment. After review and discussion, Director Simpson moved that the Board approve the AUP Report and authorize payment of \$15,915.39 to the Developer. Director Dyess seconded the motion and it carried by unanimous vote.

AREA PLANNING UPDATE

Mr. Roy presented a report summarizing the findings from the public meeting held on December 11, 2018. He stated that the attendees indicated that the two most important improvements that they would like to see in the Authority are pedestrian and bike circulation and lighting/signage improvements. Mr. Roy stated that he would like to conduct another workshop in January.

ATTORNEY'S REPORT

Public/Private Parking Garage

Mr. Liu stated that a garage would be constructed on land that he owns, but he wants to be reimbursed for a portion of the garage from increment. Mr. Lord stated that if the Board could obtain a loan for participation in constructing a garage, any reimbursement to Mr. Liu would be subordinate to the loan. The Board took no action on the matter.

Reimbursement Agreement

Mr. Liu requested that the Board allow him to use increment from 2801 Polk and 2901 Polk, 2410 Polk, 812 Delano and 815 Live Oak for reimbursement for his projects in the Zone. After discussion, Director Dyess moved that the Board approve Mr. Liu's request to receive reimbursement from increment generated by all the tracts in his project. Director Vassilakidis seconded the motion and it carried by unanimous vote.

ADMINISTRATOR'S REPORT

Request for Qualifications for Consultant Services

Mr. DeLeon suggested that the Board consider requesting qualifications for certain consultant services. The Board took no action on the matter.

CONVENE IN EXECUTIVE SESSION PURSUANT TO SECTIONS 551.072, CHAPTER 551, TEXAS GOVERNMENT CODE

Pursuant to Chapter 551.072 of the Texas Government Code, Subchapter D, of the Open Meetings Act, the chairman called the executive session to order at 1:37 p.m. to deliberate about matters of attorney-client privilege. The following were present for executive session: the Board of Directors, Mr. Lord and Ms. Russell. At 1:55 p.m., the Chair declared the executive session over and resumed open session.

**RECONVENE IN OPEN SESSION AND TAKE ACTION ON MATTERS DISCUSSED
IN EXECUTIVE SESSION**

The Board took no action as a result of the executive session.

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

Secretary, Board of Directors