

**MINUTES OF REGULAR MEETING**  
**OF**  
**EAST DOWNTOWN REDEVELOPMENT AUTHORITY**

November 18, 2019

The Board of Directors (the “Board”) of East Downtown Redevelopment Authority (the “Authority”) convened in regular session, open to the public, at Lucky's Lodge, 2024 Rusk Street, Houston, Texas 77003 on the 18<sup>th</sup> day of November, 2019, 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
Victor Trevino	Director
Tharen Simpson	Director
Bernard Aldape	Director

All members of the Board of the Directors were present, except Directors Vassilakidis, Dyess and Trevino.

Also present were: Sherry Weesner of Principle Solutions, (“Administrator”); Kristin Blomquist of Masterson Advisors, LLC, the Financial Advisor (“Financial Advisor”); Clark Lord and Tiffany Ehmke of Bracewell LLP; Jennifer Curley of the City of Houston; Ranjan Roy of Llewelyn-Davies Sahni (“LDS”); Jack Roland of Governmental Financial Reporting, LLC; Paul Dodd and Kyle Macy of Edminster, Hinshaw, Russ and Associates, the Engineer (“Engineer”); and Jessica Bacorn of the East Downtown Management District (“EDMD”). Members of the public were present at the meeting and are referenced on the attached Exhibit “A”.

Whereupon, the meeting was called to order. A copy of the notice of the meeting is attached hereto as Exhibit “B”.

**DETERMINE QUORUM; CALL TO ORDER**

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

## **PUBLIC COMMENT**

No comments were given.

## **MINUTES OF PREVIOUS MEETING**

The Board considered approving the minutes of October 21, 2019. Following discussion, upon a motion made by Director Simpson and seconded by Director Baltagi, the Board voted unanimously to approve the minutes of October 21, 2019.

## **PRESENTATIONS, REPORTS OR UPDATES REGARDING DEVELOPMENT IN THE AUTHORITY AND THE ZONE**

Ms. Weesner noted that some of the Directors terms were expiring and will reach out to the City of Houston (the “City”) regarding the matter.

## **RESOLUTION APPROVING THE SELECTION OF A FINANCIAL FIRM FOR A PRIVATE PLACEMENT LOAN OR PUBLIC SALE OF TAX INCREMENT CONTRACT REVENUE BONDS; APPROVE TERM SHEET RELATED THERETO; AND APPROVE MATTERS RELATING THERETO (“Resolution”)**

Ms. Blomquist provided a general update to the Board regarding feedback from BBVA Compass Bank. After discussion, upon a motion brought by Director Simpson, seconded by Director Aldape, the Board unanimously voted to authorize the consultants to move forward with the term sheet for a loan with BBVA Compass Bank approved at the Board’s previous meeting, and authorized the financing committee to review loan documents.

## **BOOKKEEPER’S REPORT**

Mr. Roland presented the bookkeeper’s report for the month, a copy of which is attached hereto as Exhibit “C”. Ms. Weesner recommended the Board authorize the finance committee to approve monthly reoccurring invoices. Upon a motion Director Simpson moved that the Board (i) approve the bookkeeper’s report and the invoices presented for payment; and (ii) authorize the finance committee to approve monthly reoccurring invoices. Director Aldape seconded the motion and it carried by unanimous vote.

## **PROJECTS COMMITTEE**

### **Status of FY 2020 Projects**

Director Simpson noted that the EDMD had approved the maintenance budget noting that it was an estimate only as pending changes to the Phase I Amenity Overlay and Columbia Tap landscaping would most likely decrease the estimated cost proposed in the maintenance budget. The changes included reduction of benches on both the Phase I Amenity Overlay and Columbia Tap as well as substituting certain portions of the landscaping with plantings requiring less maintenance as well as working with Trees for Houston where possible. Additionally, the

Bastrop Greenspace overlay was modified to blend into Columbia Tap providing for a more focused community gathering area along with the Children's playground equipment on the Trail.

### Public Meeting

Director Simpson relayed that Ms. Weesner recommended the public meeting be scheduled for early 2020. Director Simpson will coordinate with the Dynamo staff for a possible date in early February to utilize their Press Room. She also advised that Ms. Weesner will be the lead coordinator for the meeting.

### EADO/Downtown CAP

Director Simpson advised that at this time there is not enough information to determine the extent of work required by LDS in which to set a budget amount. EHRA has been requested by the Steering Cap Committee to provide a current parking count within EADO to assist in the planning effort.

### Project Look Ahead

Director Simpson reported that the Projects Committee is working with EHRA to update the projects in connection with funding to be available from the BBVA funding.

## **ENGINEER'S REPORT**

The Board recognized Mr. Dodd who presented and answered the Board's questions related to the Engineer's Report, a copy of which is attached as Exhibit "D":

### Phase 1 –Utility and Roadway Infrastructure Improvements - Work Order No. 11

- Construction Status:
  - Coordinating with City of Houston (the "City") for final acceptance.
- Pay Applications: None.

### Phase I Landscape Amenity Overlay Update

- Coordination with projects committee for Management District O&M agreement.
- Submitting plans to the City following preparation of management agreement.

### Update on Work Authorizations or other matters, if any:

- Preliminary Engineering for Texas Avenue Traffic Improvements scheduling an initial project meeting with METRO and the City.
- FY2020 Comprehensive Utility and Mobility Master Plan coordinating with City

Proposed Work Authorizations

None at this time.

No action was taken.

**SMW PRINCIPLE SOLUTIONS, INC. CONSULTANT CONTRACT**

The Board considered approving SMW Principle Solutions, Inc. Consultant contract (“SMW Contract”). Upon a motion brought by Director Aldape, seconded by Director Simpson, the Board unanimously voted to approve the SMW Contract, a copy of which is attached hereto as Exhibit “E”.

**ATTORNEY’S REPORT**

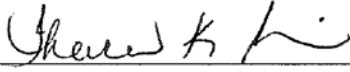
No items were presented.

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

The Board did not meet in executive session.

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

  
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Secretary, Board of Directors  
DIRECTOR

**MINUTES OF REGULAR MEETING**  
**OF**  
**REINVESTMENT ZONE NUMBER FIFTEEN, CITY OF HOUSTON, TEXAS**

November 18, 2019

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 Lucky's Lodge, 2024 Rusk Street, Houston, Texas 77003 on the 18<sup>th</sup> day of November, 2019, and the roll was called of the duly constituted officers and members of the Board, to-wit:

Gordon Quan	Chairman
Frances Castaneda Dyess	Secretary
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Victor Trevino	Director
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All members of the Board of the Directors were present, except Directors Vassilakidis, Dyess and Trevino

Also present were: Sherry Weesner of Principle Solutions, (“Administrator”); Kristin Blomquist of Masterson Advisors, LLC, the Financial Advisor (“Financial Advisor”); Clark Lord and Tiffany Ehmke of Bracewell LLP; Jennifer Curley of the City of Houston; Ranjan Roy of Llewelyn-Davies Sahni (“LDS”); Jack Roland of Governmental Financial Reporting, LLC; Paul Dodd and Kyle Macy of Edminster, Hinshaw, Russ and Associates, the Engineer (“Engineer”); and Jessica Bacorn of the East Downtown Management District (“EDMD”). Members of the public were present at the meeting and are referenced on the attached Exhibit “A”.

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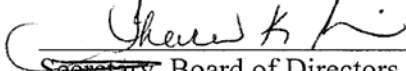
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