

MINUTES OF REGULAR MEETING

OF

EAST DOWNTOWN REDEVELOPMENT AUTHORITY

April 15, 2019

The Board of Directors (the "Board") of East Downtown Redevelopment Authority (the "Authority") convened in regular session, open to the public, at Warehouse Live, 813 St. Emanuel Street, Houston, TX 77003, on the 15th day of April, 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

and all of said persons were present except Directors Vassilakidis and Aldape.

Also present were: Clark Lord and Tiffany Ehmke of Bracewell LLP; Karen Blomquist of Masterson Advisor, LLC (the "Financial Advisor"); Jennifer Curley of the City of Houston; Randhir Sahni and Ranjan Roy of Llewelyn-Davies Sahni; Jack Roland of Governmental Financial Reporting, LLC; Jessica Bacorn of East Downtown Management District; Paul Dodd and Kyle Macy of Edminster, Hinshaw, Russ and Associates; and Ralph DeLeon of Tifworks.

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 March 29, 2019. Following discussion, upon a motion made by Director Simpson and seconded by Director Dyess, the Board voted unanimously to approve the minutes of March 29, 2019.

BOOKKEEPER'S REPORT

Mr. Roland presented the bookkeeper's report for the month. The Board then reviewed the invoices presented for payment. Upon a motion Director Simpson moved that the Board approve the bookkeeper's report and the invoices presented for payment. Director Dyess seconded the motion and it carried by unanimous vote.

COMPASS BANK LOAN AND REPORT FROM THE FINANCIAL ADVISOR

The Board recognized Ms. Blomquist who outlined the District's financial history and reported on the District's Compass Bank ("Compass") Loan. She requested the Board to authorize her to contact Compass and review the District's next steps on the current loan, or to authorize her to move forward with a public loan process.

After consideration, upon a motion brought by Director Dyess, seconded by Director Simpson the Board unanimously voted to authorize Ms. Blomquist to contact Compass to discuss the next steps for the District's loan.

ADMINISTRATOR'S REPORT

Mr. De Leon updated the Board on development within the District.

AREA PLANNING UPDATE

Mr. Roy reported that he is continuing to work on an overall plan for the Authority

ENGINEER'S REPORT

The Board recognized Mr. Dodd who presented the Engineer's Report:

Phase 1 – Street and Utility Improvements - Work Order No. 11

- Construction Status:
- Asphalt Overlay is Complete.
 - Continue to focus on sidewalk/driveways Lamar/Emancipation, wheel chair ramps and hike/bike trail along Bastrop; sodding; debris cleanup and power washing areas where work is complete.
 - Follow discussions with City's chief arborist, Dale Temple, additional tree protection was implemented that included deep root fertilization to support the strengthening of the existing trees along St. Emmanuel.
 - The Engineer is currently coordinating remaining wood poles to be removed by identifying and contacting remaining private utility providers at recommendation of CenterPoint.
 - Substantial completion is planned by April 30th.
- RFI's received to date 34.
- Change Order Authorized to date: 8.
- Proposed Change Orders: Change Order No. 9 – A required additional subgrade work and additional asphalt material. This includes additional tree protection measures from the City's arborist.

Mr. Dodd requested the Board approval of Change Order No. 9 contingent on Project Committee concurrence and request authorization up to \$80,000. He noted that there will be no increase to the contract amount necessary due to specific items in contract not being utilized.

- Pay Applications:
 - Pay Estimate No. 9 has not been submitted, but will be submitted following the final authorization of Change Order No. 9.

After discussion, Director Simpson moved that the Board accept the engineer's report, as presented, and approve Change Order No. 9 not to exceed \$80,000. Director Dyess seconded the motion and it passed unanimously.

POLK STREET OVERLAY

The Board then discussed participating in the Polk Street overlay project. Mr. Dodd stated that the project would begin in the fall.

ATTORNEY'S REPORT

Public/Private Parking Garage

There was no action on the parking garage.

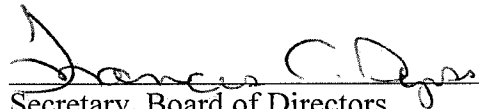
Reimbursement Agreement

There was nothing to report regarding the Reimbursement Agreement for 2801 Polk and 2901 Polk, 2410 Polk, 812 Delano and 815 Live Oak. The Board took no action on the matter.

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

The Board did not meet in executive session.

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


Secretary, Board of Directors

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

April 15, 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 Warehouse Live, 813 St. Emanuel Street, Houston, TX 77003, on the 15th day of April, 2019, and the roll was called of the duly constituted officers and members of the Board, to-wit:

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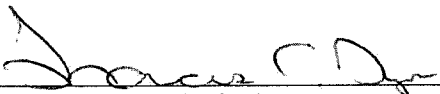
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