

EAST DOWNTOWN REDEVELOPMENT AUTHORITY

JOINT MEETING OF THE BOARDS OF DIRECTORS

SEPTEMBER 19, 2022

BOARD PACKET

**REINVESTMENT ZONE NUMBER FIFTEEN,
CITY OF HOUSTON, TEXAS**

EAST DOWNTOWN REDEVELOPMENT AUTHORITY

AND

REINVESTMENT ZONE NUMBER FIFTEEN, CITY OF HOUSTON, TEXAS

(EAST DOWNTOWN TIRZ)

NOTICE OF JOINT MEETING

TO: THE BOARD OF DIRECTORS OF THE EAST DOWNTOWN REDEVELOPMENT AUTHORITY AND REINVESTMENT ZONE NUMBER FIFTEEN, CITY OF HOUSTON, TEXAS, AND TO ALL OTHER INTERESTED PERSONS:

Notice is hereby given that the Board of Directors of the East Downtown Redevelopment Authority (the “Authority”) will hold a joint meeting with the Board of Directors of the Reinvestment Zone Number Fifteen, City of Houston, Texas (the “Zone”) on **Monday, September 19, 2022 at 12:00 P.M.** at the office of Bracewell LLP, 711 Louisiana Street, Suite 2300, Houston TX 77002, and Webex, or dial US Toll free 1.855.282.6330, when prompted enter **Access Code 2598 434 0767#**, or click on the following link <https://bracewell.webex.com/bracewell/j.php?MTID=m7cb0bad6fc6210a4a85cefef13f0b844> 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 matters listed on the agenda below.

A quorum of the Board of Directors will be physically present at the meeting location. This meeting will be conducted in person and by videoconference in accordance with the provisions of Section 551.127 of the Texas Government Code. The meeting location will be open to the public during open portions of the meeting.

The public will be permitted to offer comments as provided on the agenda and as permitted by the presiding officer during the meeting. During a public comment period, any person may address the Board of Directors in person or via Webex, or dial US Toll free 1.855.282.6330, when prompted enter **Access Code 2598 434 0767#**, or click on the following link <https://bracewell.webex.com/bracewell/j.php?MTID=m7cb0bad6fc6210a4a85cefef13f0b844>. For an electronic copy of agenda documents, please refer to the following link <https://bracewell.sharefile.com/d-sb638a5a4570c434eb250e6ca8d2a600d>

AGENDA

1. Public Comment.

*Members of the public are invited to speak during this portion of the agenda. If you would like to speak, please contact the Authority/Zone by referencing the following email Jude@edratirz15.org and let us know before the meeting that you wish to speak.

2. Minutes of the previous meetings:

- a. The Authority; and
- b. The Zone.

3. Projects and Engineering:

- a. Engineering Consultant Report, including:
 - i. FYCIP Update – Meeting with City Economic Development June 21.
 - ii. Update, work authorizations and advertisements for bid:
 - (1) T-1503 – Phase 1 Roadway and Utility Re-construction;
 - (2) T-1514 – Texas Avenue Mobility Improvements;
 - (3) T- 1517 – Columbia Tap;
 - (4) T-1504, 1515– Phase 2 – Roadway and Utility Re-construction and Polk Street Reconstruction;

- (5) T- 1505 – Walker – Roadway Rehabilitation;
 - (6) T- 1511 – Bastrop Promenade/Greenspace;
 - (7) T-1516 – Phase 1 Amenity Overlay; and
 - (8) T-1523 – NHHIP Planning and Implementation.
 - b. Existing and Proposed Work Authorizations; and
 - c. Other Matters, if any.
- 4. Administrator's Report
 - a. Mobility Study T-1528 – Optional Services to consider;
 - b. Stakeholder coordination meetings;
 - c. Other, updates if needed.
- 5. Financial Matters:
 - a. Bookkeeper's Report;
 - b. Authorize Payment of Invoices;
 - c. EDGE Project Update;
 - d. Disclosure Statement of Bookkeeper/Investment Officer;
 - e. Approve audit for fiscal year ending June 30, 2022 and authorize filing with the City of Houston;
 - f. Adopt Order Evidencing Review of Investment Policy and List of Qualified Brokers; and
 - g. Other matters, if any.
- 6. Communications and Public Engagement:
 - a. Communications Update – Events, Website and online communications
 - b. Other matters, if any
- 7. Other matters, if any
- 8. Adjourn

Pursuant to V.T.C.A Government Code, Chapter 551, as amended, the Board of Directors may convene in closed session to receive advice from legal counsel and discuss matters relating to pending or contemplated litigation, personnel matters, gifts and donations, real estate transactions, the deployment, or specific occasions for the implementation of, security personnel or devices and or economic development negotiations.



Clark Stockton Lord
Attorney for the Authority and the Zone

TAB 2.a.

MINUTES OF AUTHORITY

JUNE 20, 2022

MINUTES OF MEETING
OF
EAST DOWNTOWN REDEVELOPMENT AUTHORITY

June 20, 2022

The Board of Directors (the “Board”) of East Downtown Redevelopment Authority (the “Authority”) convened in regular session, open to the public, via telephonic communication on the 20th day of June, 2022. A quorum of the Board of Directors was physically present at the meeting location. Conducted in person and by videoconference in accordance with the provisions of Section 551.127 of the Texas Government Code. The meeting location was open to the public during open portions of the meeting, and the roll was called of the duly constituted officers and members of said Board, to wit:

Gordon Quan	Chairman
Frances Castaneda Dyess	Vice-Chair
Bernardo Aldape	Secretary
Christopher Hollins	Director
Seth Hopkins	Director
Paula Mendoza	Director
Mazen Baltagi	Director

All members of the Board of the Directors were present, except Directors Baltagi, Hollins and Dyess thus constituting a quorum.

Also present were: Jude Anderson of The Goodman Corporation; Clint McManus, Chris Dendtler and James Llamas of TEI, Inc.; Sherry Weesner of SMW Principle Solutions; Clark Lord and Tiffany Ehmke of Bracewell LLP; Jack Roland of Governmental Financial Reporting, LLC, (“Bookkeeper”); Kyle Macy and Ashley Sowards of Edminster, Hinshaw, Russ and Associates, the Engineer (“Engineer”).

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

DETERMINE QUORUM; CALL TO ORDER

Mr. Lord 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 the April 18, 2022. Upon a motion brought by Director Mendoza, seconded by Director Hopkins, the Board unanimously voted to approve the minutes for and unanimous vote, the Board approved the minutes of April 18, 2022 meeting.

ADMINISTRATOR'S REPORT

Mobility Study

The Board recognized Mr. Anderson who reported that the TEI study has been completed and has undergone edits from both committees and consultants review as of May. He stated both committees have reviewed a final revised draft and unanimously approved the study. The Board then recognized Mr. McManus who answered the Board's questions and provided additional comments, a copy of the completed TEI study is attached hereto as Exhibit "B".

After review, upon a motion brought by Director Hopkins, seconded by Director Mendoza, the Board unanimously voted to adopt the TEI study.

B-cycle station at Emancipation & Walker

Mr. Anderson then reported that B-Cycle has requested approval to place a new B-Cycle station at Walker and Emancipation, a copy of the request is attached hereto as Exhibit "C". He added that B-Cycle has received approval to proceed from the City of Houston (the "City"). Mr. Anderson noted that the location is near a business and recommended the Board approve, subject to business owner approval.

Upon a motion brought by Director Hopkins, seconded by Director Aldape, the Board unanimously approved a B-Cycle station at Walker and Emancipation, subject to business owner approval.

Management District coordination updates

Mr. Anderson provided a general update to the Board with the Management District on a few items related to general safety and crime in the area. He noted that collectively they are exploring ways to align infrastructure work together for public safety needs. For instance, lighting, cameras, signage and online communications. No action was taken on this matter.

Stakeholder coordination meetings

Mr. Anderson reported the Authority is coordinating with NHHIP - Central Houston, Inc; and East End.

PROJECTS AND ENGINEERING

Engineer's Report

Mr. Macy presented and reviewed the engineer's report, a copy of which is attached hereto as Exhibit "D".

FY23 CIP Update

Director Aldape then reported that the projects committee on the CIP for Fiscal Year 2023. He noted the projects committee has approved these changes for submittal to the City.

Update, work authorization and advertisements for bid

Mr. Macy reviewed the following projects: (i) T-1514 – Texas Avenue Mobility Improvements; (ii) T- 1517 – Columbia TAP; (iii) T-1504 and 1515– Phase 2 – Roadway and Utility Re-construction; (iv) T- 1505 – Walker – Roadway Rehabilitation; (v) T- 1511 – Bastrop Promenade/Greenspace – Conceptual Plan; (vi) T-1516 – Phase 1 Amenity Overlay; and (viii) T-1523 NHHIP Planning and Implementation. He answered the Board's questions regarding these matters.

Existing and proposed work authorizations

After review, upon a motion brought by Director Mendoza, seconded by Director Hopkins, the Board unanimously voted to approve the General Engineering Services for FY2023 and the Engineer's report.

FINANCIAL MATTERS

Bookkeeper Report/ payment of invoices

Mr. Roland presented the Bookkeeper's report for the month, a copy of which is attached hereto as Exhibit "E". He noted page five (5) of his report needed a correction. The Board requested they receive electronically, upon completion of the correction. Upon a motion brought by director Hopkins, seconded by Director Mendoza, the Board unanimously voted to

Director Dyess stated that the Project Committee reviewed related invoices and recommended approval for payment, the construction and engineering invoices. He added reported that the Finance Committee reviewed the finance invoices and recommended approval. Upon a motion brought by Director Mendoza, seconded Director Hopkins, the Board unanimously voted to approve the invoices for payment.

Engagement letter with Governmental Financial Reporting, LLC for to prepare the financial statements for the fiscal year ending June 30, 2023

Mr. Anderson reported that the attached engagement letter was approved last year for a two (2) year term and was brought to the Board as an acknowledgement, a copy of which is attached hereto as Exhibit “F”. No action is needed at this time.

COMMUNICATIONS AND PUBLIC ENGAGEMENT

Communications and Public Engagement Committee Update

Director Mendoza reported on the annual public briefing hosted on April 26, 2022, which a quorum was present at this meeting and minutes were approved earlier in the meeting per the Open Meetings Act. She added there was low public attendance for the meeting and the communications committee is exploring different, and creative outlets of notifying the public to encourage attendance.

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

Secretary, Board of Directors

DRAFT

TAB 2.b .

MINUTES OF ZONE

JUNE 20, 2022

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

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Secretary, Board of Directors

DRAFT

TAB 3.

ENGINEER'S REPORT



10011 Meadowglen Lane
Houston, Texas 77042
EHRAinc.com | 713.784.4500
TBPE No. F-726 | TBPLS No. 10092300

EAST DOWNTOWN REDEVELOPMENT AUTHORITY/T.I.R.Z. NO. 15 ENGINEERING REPORT

Date: Through September 15, 2022

Date of Board Meeting: September 19, 2022

Engineer: K. Macy, P.E.

Signature

Agenda Item 3.a-c:

a. Engineering Consultant Report

1. (T-1514) Texas Avenue Mobility Improvements – No Action Required

Update: EHRA, TEI, and METRO met with HPW on July 18 to discuss the Texas Avenue Improvements project. The City will require a capacity analysis for the removal of the dedicated left turn lane at Emancipation, and a warrant analysis to determine the appropriate traffic signal treatment at Bastrop. Both the capacity and warrant analysis may be performed during the design phase. METRO indicated that additional safety engineers would be available on their team to begin performing the Hazard Analysis this month. EHRA is coordinating with METRO to continue getting updates on METRO's schedule. EHRA and TEI are preparing a Work Authorization to be presented at the Projects Committee meeting on October 3.

ACTION ITEM: None at this time

2. (T-1517) Columbia Tap Trail – No Action Required

Update: The Columbia Tap Trail design plans were signed by AT&T and CPE on August 31 and submitted to OCE for signatures on September 1. Upon receipt of signatures, EHRA will proceed to advertisement.

ACTION ITEM: None at this time

3. (T-1504, 1515) Phase 2 – Roadway and Utility Re-construction and Polk Street Reconstruction – No Action Required

Update: The 72-inch water line construction was completed the August 4. EHRA met with HPW Maintenance Group on July 11 to discuss their project on Bastrop Street and Bell Street. The City's project was revised to adhere to the planned improvements and goals set through the DCR process. EHRA received the revised Bastrop Street and Bell Street plan set on September 9. A meeting to review the revised plans with HPW is tentatively set for next week. EHRA has executed contracts with all sub consultants for the Phase II Reconstruction project.

The Geotechnical and Environmental study consultants have begun work, and the preliminary survey from KUO was received on September 9.

ACTION ITEM: None at this time

4. (T-1505) Walker – Roadway Rehabilitation – No Action Required

Update: EHRA received utility signatures on June 30 and COH signatures on July 19. The Walker Street Rehabilitation project was advertised via CivCast and HBJ July 29 through August 17. The pre-bid meeting was held on August 10, and the bid open was held August 17. After bid and reference review, the Recommendation to Award letter was then presented to the project's committee and intent to award was approved. Contracts with the contractor are being executed, and a pre-construction meeting will be scheduled in the coming weeks.

ACTION ITEM: None at this time

5. (T-1511) Bastrop Promenade/Greenspace (Design Phase) – No Action Required

Update: The Bastrop Promenade design plans were signed by CPE on September 6, by AT&T on September 14, and were submitted to OCE for signature on September 14.

ACTION ITEM: None at this time

6. (T-1516) Phase 1 Amenity Overlay – Action Required

Update: Construction Progress Meeting No. 13 was held on August 17. The damaged bollard light was repaired and reinstalled, planting is near complete, EHRA will schedule final walk throughs in the coming weeks.

ACTION ITEM: None at this time

7. (T-1523) NHHIP Planning and Implementation – No Action Required

Update: None at this time

b. Existing and Proposed Work Authorizations (WA)

1. Existing WAs –(action required – see number)

1. (WA 20-03) Phase 1 Amenity Overlay - (Update in a.6)

2. (WA 20-04) Preliminary Engineering for Texas Ave Traffic Improvements – (Update in a.1)

3. (WA No. 21-02) Phase 2 – Roadway and utility Reconstruction (DCR) – (Update in a.3)

4. (WA No. 21-12) Walker Street Roadway Rehabilitation – (Update in a.4)

5. (WA 21-06) Bastrop/Promenade Greenspace Design – (Update in a.5)

6. (WA 21-07) Polk Street Addition to Phase 2 Roadway Utilities Reconstruction Topography and Design Concept Report (DCR) – (Update in a.3)

7. (WA 21-08) NHHIP Planning Implementation – (Updated in a.7)
2. Proposed WAs – (Action Required)
 1. None at this time

NOTE: For Active Work Authorizations Summary and General Timeline see attached Exhibit 1 and 2.

- c. Other matters, if any – None at this time.



10011 Meadowglen Lane
Houston, Texas 77042
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TBPE No. F-726 | TBPLS No. 10092300

EAST DOWNTOWN REDEVELOPMENT AUTHORITY / T.I.R.Z. NO. 15

WORK AUTHORIZATION SUMMARY

Date: Through September 15, 2022

EXHIBIT	
1:	Active Work Authorization SUMMARY

CIP # & WA #	Current Phase	Description	Total Value	Spent	Percent Complete	Expected Bid Phase	Expected Completion
1504 / 21-32	Design	Phase 2 – Roadway and Utility Re-Construction	\$654,940.00	\$32,700.00	5%	Q2 2023	Q2 2024
1505 / 21-12	Design & Bid	Walker - Roadway Rehabilitation	\$187,250.00	\$177,900.00	95%	Q3 2022	Q3 2022
1505/ 21-12	Construction	Walker – Roadway Rehabilitation	\$93,000.00	-	-	-	Q1 2023
1511 / 21-06	Design	Bastrop Promenade / Greenspace (Design)	\$99,750.00	\$89,775.00	90%	Q3 2022	Q1 2023
1516 / 20-03	Construction	Phase 1 Amenity Overlay	\$130,000.00	\$123,500.00	95% Construction 95% WA	Q3 2021	Q3 2022
1517 / 21-04	Design	Columbia Tap Trail	\$57,500.00	\$55,000.00	95%	Q3 2022	Q1 2023



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EAST DOWNTOWN REDEVELOPMENT AUTHORITY / T.I.R.Z. NO. 15

WORK AUTHORIZATION SUMMARY

Date: Through September 15, 2022

EXHIBIT 2: Active Work Authorization Anticipated **TIMELINE**

CIP 1504 - Phase 2 - Roadway and Utility Re-Construction (With Polk scope)		
Item	Date / Window	Description
1	Q3 2022	Geotechnical and Environmental Investigation underway. Topographic Survey & Design Coordination w/ COH ongoing.

CIP 1505 - Walker - Roadway Rehabilitation		
Item	Date / Window	Description
1	Q3 2022	Execute contracts and kick-off construction.

CIP 1511 - Bastrop Promenade / Greenspace (Design)		
Item	Date / Window	Description
1	Q3 2022	Receive signatures and move to bid and construction.

CIP 1514 - Texas Avenue Mobility Improvements		
Item	Date / Window	Description
1	Q3 2022	METRO coordination ongoing. Prepare design work authorization.

CIP 1516 - Phase 1 Amenity Overlay		
Item	Date / Window	Description
1	Q3 2022	Construction near complete. Schedule COH Walk Through.

CIP 1517 - Columbia Tap Trail		
Item	Date / Window	Description
1	Q3 2022	Receive signatures and move to bid and construction.

TAB 5.
FINANCIAL MATTERS

TAB 5.a.

BOOKKEEPER'S REPORT

EAST DOWNTOWN REDEVELOPMENT AUTHORITY

MONTHLY FINANCIAL REPORT

AUGUST 31, 2022

***G**overnmental
Financial
Reporting, LLC*

East Downtown Redevelopment Auth. - GENERAL FUND
Statement of Revenue and Expenditures - Actual vs. Budget

	Aug 22	Budget	Jul - Aug 22	YTD Budget	Annual Budget
Revenue					
Tax Increments	501,776.00	501,776.00	1,003,552.00	1,003,552.00	6,021,317.00
Interest	20,077.39	945.00	35,639.68	1,890.00	11,342.00
Total Revenue	<u>521,853.39</u>	<u>502,721.00</u>	<u>1,039,191.68</u>	<u>1,005,442.00</u>	<u>6,032,659.00</u>
Expenditures					
TIRZ Administration					
Accounting	750.00	1,667.00	1,500.00	3,334.00	20,000.00
Administration Consultant	6,302.09	6,500.00	9,391.12	13,000.00	78,000.00
Audit	0.00	2,083.00	0.00	4,166.00	25,000.00
Insurance	0.00	167.00	0.00	334.00	2,000.00
Tax Consultant	412.50	500.00	825.00	1,000.00	6,000.00
Office Expense	388.42	417.00	829.87	834.00	5,000.00
Total TIRZ Administration	<u>7,853.01</u>	<u>11,334.00</u>	<u>12,545.99</u>	<u>22,668.00</u>	<u>136,000.00</u>
Program & Project Consultants					
Engineering	0.00	2,500.00	0.00	5,000.00	30,000.00
Legal	468.75	2,083.00	1,468.75	4,166.00	25,000.00
Planning Consultants	0.00	4,167.00	0.00	8,334.00	50,000.00
Total Program & Project Consultants	<u>468.75</u>	<u>8,750.00</u>	<u>1,468.75</u>	<u>17,500.00</u>	<u>105,000.00</u>
Commerce and Canal	0.00	4,167.00	0.00	8,334.00	50,000.00
East Village	0.00	6,877.00	0.00	13,754.00	82,528.00
Debt Service					
Note Principal	0.00	27,083.00	0.00	54,166.00	325,000.00
Interest Expense	0.00	14,000.00	0.00	28,000.00	168,003.00
Stadium Land Purchase (County)	51,036.00	51,036.00	102,072.00	102,072.00	612,430.00
Total Debt Service	<u>51,036.00</u>	<u>92,119.00</u>	<u>102,072.00</u>	<u>184,238.00</u>	<u>1,105,433.00</u>
ISD Educational Facilities	41,663.00	41,663.00	83,326.00	83,326.00	499,950.00
COH Administration Fee	11,882.00	11,882.00	23,764.00	23,764.00	142,584.00
ISD Administration Fee	2,083.00	2,083.00	4,166.00	4,166.00	25,000.00
County Affordable Housing	20,945.00	20,945.00	41,890.00	41,890.00	251,339.00
Municipal Services (to COH)	26,144.00	26,144.00	52,288.00	52,288.00	313,726.00
	<u>102,717.00</u>	<u>102,717.00</u>	<u>205,434.00</u>	<u>205,434.00</u>	<u>1,232,599.00</u>
Total Expenditures	<u>162,074.76</u>	<u>225,964.00</u>	<u>321,520.74</u>	<u>451,928.00</u>	<u>2,711,560.00</u>
 Net Excess (Deficiency) of Revenue over Expenditures Before Transfers	<u>359,778.63</u>	<u>276,757.00</u>	<u>717,670.94</u>	<u>553,514.00</u>	<u>3,321,099.00</u>
 Transfers					
Transfer to Debt Service Fund	135,337.50	135,337.50	270,675.00	270,675.00	1,624,050.00
Total Transfers	<u>135,337.50</u>	<u>135,337.50</u>	<u>270,675.00</u>	<u>270,675.00</u>	<u>1,624,050.00</u>
 Net Excess (Deficiency) of Revenue over Expenditures and Transfers	<u>224,441.13</u>	<u>141,419.50</u>	<u>446,995.94</u>	<u>282,839.00</u>	<u>1,697,049.00</u>

East Downtown Redevelopment Auth. - CAPITAL PROJECTS FUND
Statement of Revenue and Expenditures - Actual vs. Budget

	Aug 22	Budget	Jul - Aug 22	YTD Budget	Annual Budget
Revenue					
Bond Proceeds	7,073.30	489,167.00	33,949.91	978,334.00	5,870,000.00
Interest Revenue	79.60	0.00	9,732.72	0.00	0.00
Total Revenue	7,152.90	489,167.00	43,682.63	978,334.00	5,870,000.00
Expenditures					
Capital Outlay					
T-1504 Phs 2-Roadway/Utility Recon	5,000.00	76,667.00	10,000.00	153,334.00	920,000.00
T-1505 Walker Str Roadway Rehab	773.30	137,500.00	4,873.16	275,000.00	1,650,000.00
T-1511 Bastrop Promenade	0.00	62,500.00	0.00	125,000.00	750,000.00
T-1514 Texas Ave Mobility Imprvmnts	0.00	73,333.00	0.00	146,666.00	880,000.00
T-1516 Amenity Overlay Phase 1	0.00	0.00	15,606.75	0.00	0.00
T-1517 Columbia Tap Improvement	0.00	54,167.00	0.00	108,334.00	650,000.00
T-1520 Traffic Notification Imprvmnts	0.00	8,333.00	0.00	16,666.00	100,000.00
T-1521 Public Parking Opportunities	0.00	41,667.00	0.00	83,334.00	500,000.00
T-1523 NHHIP Planning/Implement	0.00	10,000.00	0.00	20,000.00	120,000.00
T-1524 McKinney St Rehabilitation	0.00	20,833.00	0.00	41,666.00	250,000.00
T-1599 Safe Sidewalk Program	0.00	4,167.00	0.00	8,334.00	50,000.00
Total Capital Outlay	5,773.30	489,167.00	30,479.91	978,334.00	5,870,000.00
Bank Charges and Office Expense	0.00	0.00	0.00	0.00	0.00
Legal Expense	1,300.00	0.00	1,300.00	0.00	0.00
General Engineereing	0.00	0.00	2,170.00	0.00	0.00
Total Expenditures	7,073.30	489,167.00	33,949.91	978,334.00	5,870,000.00
Net Excess (Deficiency) of Revenue over Expenditures Before Transfers	79.60	0.00	9,732.72	0.00	0.00

East Downtown Redevelopment Authority

Schedule I

CHECK REGISTERS

As of September 19, 2022

	Type	Date	Num	Name	Amount	Balance
Operating Fund:						
Cash - PNC Bank						767,313.00
	Deposit	06/30/2022	Dep.	June Interest	888.88	768,201.88
	Check	06/30/2022	Debit	Bank Service Charge	-369.87	767,832.01
	Bill Pmt -Check	07/18/2022	1518	Bracewell LLP	-4,374.20	763,457.81
	Bill Pmt -Check	07/18/2022	1519	City of Houston	-304,586.00	458,871.81
	Bill Pmt -Check	07/18/2022	1520	Equi-Tax Inc.	-412.50	458,459.31
	Bill Pmt -Check	07/18/2022	1521	Governmental Financial Reporting	-808.88	457,650.43
	Bill Pmt -Check	07/18/2022	1522	The Goodman Corporation	-6,500.00	451,150.43
	Check	07/29/2022	Debit	Bank Service Charge	-382.57	450,767.86
	Deposit	07/31/2022	Dep.	July Interest	365.18	451,133.04
	Bill Pmt -Check	08/15/2022	1523	Bracewell LLP	-1,000.00	450,133.04
	Bill Pmt -Check	08/15/2022	1524	Equi-Tax Inc.	-412.50	449,720.54
	Bill Pmt -Check	08/15/2022	1525	Governmental Financial Reporting	-772.46	448,948.08
	Bill Pmt -Check	08/15/2022	1526	The Goodman Corporation	-3,089.03	445,859.05
	Deposit	08/31/2022	Dep.	August Interest	461.49	446,320.54
	Check	08/31/2022	Debit	Bank Service Charge	-365.96	445,954.58
	Bill Pmt -Check	09/19/2022	1527	Bracewell LLP	-468.75	445,485.83
	Bill Pmt -Check	09/19/2022	1528	Equi-Tax Inc.	-412.50	445,073.33
	Bill Pmt -Check	09/19/2022	1529	Governmental Financial Reporting	-770.78	444,302.55
	Bill Pmt -Check	09/19/2022	1530	McCall Gibson Swedlund Barfoot	-7,000.00	437,302.55
	Bill Pmt -Check	09/19/2022	1531	Roland, Fry & Warren, L.L.C.	-7,500.00	429,802.55
	Bill Pmt -Check	09/19/2022	1532	The Goodman Corporation	-6,302.09	423,500.46
Cash - PNC Bank					-343,812.54	423,500.46
Whitney Bank						1,042.33
	Deposit	06/30/2022	Dep.	June Interest	0.03	1,042.36
	Deposit	07/31/2022	Dep.	July Interest	0.09	1,042.45
	Deposit	08/31/2022	Dep.	August Interest	0.09	1,042.54
Total Whitney Bank					0.21	1,042.54
TexSTAR - Revenue Account						9,971,052.95
	Deposit	06/29/2022	Dep.	2021 COH Tax Increment	2,458,351.57	12,429,404.52
	Deposit	06/29/2022	Dep.	2021 ISD Tax Increment	1,034,633.50	13,464,038.02
	Deposit	06/30/2022	Dep.	June Interest	8,295.77	13,472,333.79
	Transfer	07/19/2022	Trf.	Regions Bank to Fund Debt Service	-3,492,985.07	9,979,348.72
	Deposit	07/26/2022	Dep.	Regions-funds returned fr Debt Serv	1,868,935.07	11,848,283.79
	Deposit	07/29/2022	Dep.	July Interest	14,593.77	11,862,877.56
	Deposit	08/31/2022	Dep.	August Interest	19,615.81	11,882,493.37
Total TexSTAR					2,458,351.57	11,882,493.37
Net Operating Fund Available						12,307,036.37

Capital Projects Fund:

Cash - PNC Bank						793.95
	Deposit	06/30/2022	Dep.	June Interest	3.22	797.17
	Transfer	07/17/2022	Trf.	Regions Bond Funds	149,230.95	150,028.12
	Bill Pmt -Check	07/18/2022	1040	EHRA Engineering	-21,907.50	128,120.62
	Bill Pmt -Check	07/18/2022	1041	Void- Jerdon Check Lost	0.00	128,120.62
	Bill Pmt -Check	07/18/2022	1042	Traffic Engineers, Inc.	-5,814.00	122,306.62
	Deposit	07/29/2022	Dep.	July Interest	33.81	122,340.43
	Bill Pmt -Check	08/15/2022	1043	EHRA Engineering	-3,740.00	118,600.43
	Bill Pmt -Check	08/15/2022	1044	Jerdon Enterprise, L.P.	-12,633.07	105,967.36
	Transfer	08/15/2022	Trf.	Regions Bond Funds	16,373.07	122,340.43
	Bill Pmt -Check	08/16/2022	1045	Replaced Lost Ck-Jerdon Enterprise	-121,509.45	830.98

East Downtown Redevelopment Authority

Schedule I

CHECK REGISTERS

As of September 19, 2022

Type	Date	Num	Name	Amount	Balance
Deposit	08/31/2022	Dep.	August Interest	79.60	910.58
Transfer	09/16/2022	Trf.	Regions Bond Funds	16,173.16	17,083.74
Bill Pmt -Check	09/19/2022	1046	Bracewell LLP	-1,300.00	15,783.74
Bill Pmt -Check	09/19/2022	1047	EHRA Engineering	-14,873.16	910.58
Total Compass Bank				116.63	910.58
Regions Bank - Bond Funds					11,236,589.06
Deposit	06/30/2022	Dep.	June Interest	5,996.97	11,242,586.03
Transfer	07/17/2022	Trf.	PNC Capital Projects Fund	-149,230.95	11,093,355.08
Deposit	07/29/2022	Dep.	July Interest	9,619.31	11,102,974.39
Deposit	08/15/2022	Trf.	PNC Capital Projects Fund	-16,373.07	11,086,601.32
Transfer	09/16/2022	Trf.	PNC Capital Projects Fund	-16,173.16	11,070,428.16
Total Regions Bank - Bond Funds				5,996.97	11,070,428.16
Total Capital Projects Fund					11,071,338.74
Debt Service Fund:					
Cash - PNC Bank					1,236,917.36
Transfer	06/01/2022	Trf.	PNC Loan Payment	-144,520.08	1,092,397.28
Deposit	06/30/2022	Dep.	June Interest	336.69	1,092,733.97
Deposit	07/29/2022	Dep.	July Interest	603.25	1,093,337.22
Deposit	08/31/2022	Dep.	August Interest	1,067.88	1,094,405.10
Transfer	09/01/2022	Trf.	PNC Loan Payment	-123,786.63	970,618.47
Total Compass Bank				-266,298.89	970,618.47
Regions Bank - Debt Service Funds					1,569,484.14
Deposit	06/30/2022	Dep.	June Interest	834.93	1,570,319.07
Deposit	07/29/2022	Dep.	July Interest	1,343.06	1,571,662.13
Total Regions Bank-Debt Service Funds				2,177.99	1,571,662.13
Total Debt Service Fund					2,542,280.60

East Downtown Redevelopment Authority

Debt Service Requirements

		Mar. 1, 2022	June 1, 2022	Sept. 1, 2022	Dec. 1, 2022
Loan Agreement Serial Bonds 6/23/16:					
	Principal	\$ 70,000.00	\$ 100,000.00	\$ 80,000.00	
	Interest	44,054.50	43,551.00	43,786.23	
Total		<u>\$ 114,054.50</u>	<u>\$ 143,551.00</u>	<u>\$ 123,786.23</u>	<u>\$ -</u>
Series 2021 Bonds					
	Principal	\$ -	\$ -	\$ 725,000.00	\$ -
	Interest	<u>\$ 190,406.24</u>	<u>\$ -</u>	<u>\$ 895,825.00</u>	<u>\$ -</u>
Total		<u>\$ 190,406.24</u>	<u>\$ -</u>	<u>\$ 1,620,825.00</u>	<u>\$ -</u>

Invoices 7-18-2022 - No Meeting

BRACEWELL

East Downtown Redevelopment Authority
5177 Richmond Avenue, Suite 800
Houston, TX 77056

July 06, 2022
Invoice: 21936835
BA: 04674 Clark Stockton Lord

Our Matter: 0025547.000001 General Counsel Representation
For Services Through June 30, 2022

<u>Date</u>	<u>Description</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
06/01/22	Telephone conference with finance committee, handle Scenic Houston issues	Clark Stockton Lord	2.00	400.00	800.00
06/09/22	Draft notice of default and demand letter to Scenic Houston	Mary Buzak	1.50	400.00	600.00
06/10/22	Draft notice of default and demand letter to Scenic Houston	Mary Buzak	2.00	400.00	800.00
06/20/22	Prepare for and attend board meeting,	Clark Stockton Lord	2.50	400.00	1,000.00

Total Fees **\$ 3,200.00**

Summary of Fees

<u>Timekeeper</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Mary Buzak	Counsel	3.50	400.00	1,400.00
Clark Stockton Lord	Partner	4.50	400.00	1,800.00
Total Summary of Fees		8.00		\$ 3,200.00

BRACEWELL

Page 2

Client: East Downtown Redevelopment Authority

Invoice: 21936835

Expense Detail

<u>Date</u>	<u>Cost</u>	<u>Description</u>	<u>Amount</u>
06/20/22	Staff Service	Staff Service 2022-06-20 Alexander Naylor	174.20
Total Expenses			<hr/> \$ 174.20
Total Fees, Expenses and Charges on This Invoice			\$ 3,374.20

BRACEWELL

East Downtown Redevelopment Authority
5177 Richmond Avenue, Suite 800
Houston, TX 77056

July 06, 2022
Invoice: 21936844
BA: 04674 Clark Stockton Lord

Our Matter: 0025547.000003 Meeting Services
For Services Through June 30, 2022

<u>Date</u>	<u>Description</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
06/02/22	Attention to outstanding interlocal agreement for Walker Street; coordinate with working group and City of Houston regarding the same (x4).	Tiffany M. Ehmke	1.00	375.00	375.00
06/06/22	Coordinate with working group regarding upcoming meeting; attention to city notification regarding potential reschedule of meeting; follow up with attorney regarding the same; attention to outstanding interlocal agreement related to walker rehab and transmit the same to administrator; coordinate with administrator regarding june meeting.	Tiffany M. Ehmke	1.50	375.00	562.50
06/13/22	Review notes and prepare agenda; transmit draft agenda to administrator; contact auditor and request engagement letter; review notes and commence draft minutes.	Tiffany M. Ehmke	2.75	375.00	1,031.25
06/14/22	Coordinate with administrator regarding upcoming meeting matters; coordinate with auditor regarding two year engagement letter; conference call with attorney regarding follow up matters.	Tiffany M. Ehmke	1.00	375.00	375.00
06/15/22	Coordinate with working group regarding upcoming meeting; contact administrator regarding action items; conference call with administrator regarding re-scheduling meeting; coordinate with working group regarding meeting time; continue draft of meeting minutes; coordinate with working group and administrator regarding meeting materials; attention to annual public information meeting and contact administrator regarding the same.	Tiffany M. Ehmke	4.50	375.00	1,687.50

Bracewell LLP 711 Louisiana Street, Suite 2300 Houston, Texas 77002 bracewell.com

AUSTIN CONNECTICUT DALLAS DUBAI HOUSTON LONDON NEW YORK SAN ANTONIO SEATTLE WASHINGTON, DC

BRACEWELL

Page 2

Client: East Downtown Redevelopment Authority

Invoice: 21936844

<u>Date</u>	<u>Description</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
06/16/22	Attention to drafts of agenda from administrator (x2); coordinate with working group regarding the same; transmit draft of agenda to attorney for final review and follow up (x2); conference call with administrator and working group regarding quorum matters; complete draft meeting minutes and transmit to administrator for review.	Tiffany M. Ehmke	3.00	375.00	1,125.00
06/17/22	Attention to comment on regular meeting minutes and finalize; transmit meeting minutes to attorney for approval; attention to comments from administrator for public briefing minutes and revise (x2); prepare all minutes for distribution and coordinate with working group regarding the same.	Tiffany M. Ehmke	2.00	375.00	750.00
06/20/22	Prepare for and attend meeting; conference call with attorney regarding post meeting matters.	Tiffany M. Ehmke	2.00	375.00	750.00
06/22/22	Attention to insurance claim and coordinate with working group regarding the same; conference call with working group regarding outstanding execution items.	Tiffany M. Ehmke	0.50	375.00	187.50
06/27/22	Attention to Jerdon insurance claim and coordinate with attorney regarding the same (x2); transmit Jerdon claim to engineer and request additional information.	Tiffany M. Ehmke	0.75	375.00	281.25
06/28/22	Attention to engineering update on Jerdon claim and confirmation of next steps (x2); coordinate with administrator regarding upcoming meetings.	Tiffany M. Ehmke	0.75	375.00	281.25
06/30/22	Attention to request for executed work authorization; research and coordinate with working group regarding the same; conference call with engineer and request additional information; contact attorney regarding the same; continued coordination with administrator regarding meeting dates.	Tiffany M. Ehmke	1.50	375.00	562.50

Total Fees

\$ 7,968.75

Bracewell LLP 711 Louisiana Street, Suite 2300 Houston, Texas 77002 bracewell.com

AUSTIN CONNECTICUT DALLAS DUBAI HOUSTON LONDON NEW YORK SAN ANTONIO SEATTLE WASHINGTON, DC

BRACEWELL

Client: East Downtown Redevelopment Authority

Invoice: 21936844

Less Agreed Discount \$ (6,968.75)

Total Adjusted Fees on This Invoice **\$ 1,000.00**

Summary of Fees

<u>Timekeeper</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Tiffany M. Ehmke	Paralegal	21.25	375.00	7,968.75
Total Summary of Fees		21.25		\$ 7,968.75
				(6,968.75)
				\$ 1,000.00

Total Fees, Expenses and Charges on This Invoice **\$ 1,000.00**



CITY OF HOUSTON

Mayor's Office of Economic Development

Sylvester Turner

Mayor

Gwendolyn Tillotson
Deputy Director
P.O. Box 1562
Houston, Texas 77251-1562

T. 832-393-0937
F. 832-393-0862
www.houstontx.gov

To: Tax Increment Reinvestment Zone Number 15
East Downtown Redevelopment Authority

From: City of Houston
Economic Development
TIRZ Program

Date: June 24, 2022

Subject: FY2022 Municipal Services Charge

INVOICE

Per your City Council Approved FY2022 Budget, please remit the sum of **\$304,586.00** to the City of Houston.

Please mail a copy of this invoice along with your payment to the address below:

City of Houston

Attn: Jennifer D. Curley
Executive Staff Analyst, Mayor's Office of Economic Development
P.O. Box 200734
Houston, Texas 77216-0734

Should you have any questions please feel free to contact me at (832) 393-0937.

Sincerely,

A handwritten signature in black ink, appearing to read "Gwendolyn Tillotson".

Gwendolyn Tillotson
City of Houston
Economic Development/TIRZ Program

Equi-Tax Inc.

Invoice

Suite 200
17111 Rolling Creek Drive
Houston Texas 77090
281-444-4866

DATE	INVOICE #
7/1/2022	58790

BILL TO
TIRZ No. 15 - East Downtown RDA c/o Bracewell LLP Attn: Renee Weist Suite 711 Louisiana, Ste 2300 Houston TX 77002

DESCRIPTION	AMOUNT
Monthly Consultant Services fee per Contract Based on 1,375 items on the tax roll as of January 2021, at \$0.30 per item	412.50
Invoice emailed to: Cindy Craig at ccraig@houston-cpas.com cc: Jude Anderson at Jude@edratirz15.org	

Total	\$412.50
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Governmental
Financial
Reporting, LLC

1525 Lakeville Drive, Suite 121
Kingwood, TX 77339
(281) 348-9151
FAX (281) 348-9199

7/13/2022

East Downtown Redevelopment Authority
c/o Bracewell
711 Louisiana St., Suite 2300
Houston, TX 77002

For Professional Services Rendered

Bookkeeping services provided during July 2022 for the month of June 2022	750.00
Postage and Deliveries	58.88
Mileage - Virtual Board Meeting	0.00

\$808.88

The Goodman Corporation
3200 Travis Street, Ste. 200
Houston, TX 77006

Invoice

Bill To

East Downtown Redevelopment Authority
TIRZ 15
711 Louisiana St, Ste 2300
Houston, TX 77002-2770

Date

6/30/2022

Invoice #

6-2022-57R

Terms

Project

EDRA100

Item	Description	Rate	Prior %	Current %	Amount
Contract Services	Task 1 - Administrative and project coordination support	39,000.00	Hrly	16.67%	6,500.00

Total

\$6,500.00

Balance Due

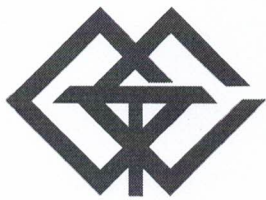
\$6,500.00

Phone #

713-951-7951

Fax #

713-951-7957



**THE GOODMAN
CORPORATION**

HOUSTON: 3200 Travis Street
Suite 200
Houston, TX 77006

AUSTIN: 911 W. Anderson Lane
Suite 200
Austin, TX 78757

**PROGRESS
REPORT**

PHONE: (713) 951-7951

THEGOODMANCORP.COM

TBPE NO. F-19990

To: Gordon Quan, Chairman, EDRA/TIRZ 15
From: Jude Anderson
Date: July 1, 2022
Re: Administrative and Project Coordination (EDRA100) – June 2022

Details

Date	Notes	Hours	Billable Rate	Billable Amount
<u>Task 1 - Administrative and project coordination support</u>				
6/1/2022	TIRZ15 cost estimate review for Jude	2	215.96	431.92
6/1/2022	Certified mailing of checks	0.73	92.55	67.56
6/1/2022	Finance Committee meeting	1	138.83	138.83
6/1/2022	Meeting with EDMD and new land owners	1	138.83	138.83
6/1/2022	Texas Ave closures. Calls and coordination with EHRA. Amenity overlay site walk and coordination. Call with Anchorian. Interview Rodeo Goat manager.	2	138.83	277.66
6/2/2022	Check mailing issues - incorrect zip code, envelop	0.35	92.55	32.39
6/3/2022	Weekly Call w EHRA re: project updates. Discuss TEI Mobility study edits. Called to deliver feedback to TEI.	1.5	138.83	208.25
6/6/2022	Preparations and hosting Projects Committee Meeting	1.5	138.83	208.25
6/6/2022	Surveillance program budgeting and project plan drafting. Call with SWP to discuss plan and approach.	1	138.83	138.83
6/9/2022	weekly project updates meeting with EHRA	1	138.83	138.83
6/9/2022	Surveillance memo cont'd; call with EDMD and EHRA re: block walk and business outreach	2.5	138.83	347.08
6/10/2022	Preparation (maps and feedback tools) + Meeting with business owners in the District re: surveillance; status check walk around Phase 2 ROWs to plan for survey	3	138.83	416.49
6/10/2022	Lunch with EDMD Director to discuss surveillance program, lighting. Phase 1 handoff and future agreements	1	138.83	138.83
6/15/2022	BCycle call re: stop at Emancipation and Walker. Calls re: owners and developers proximate to projects and area safety and surveillance program.	3	138.83	416.49

6/16/2022	Weekly call with EHRA on project progress and EDMD coordination. Call with EDMD on coordination. Safety and Surveillance program meeting with Houston Smart City leads. Coordination with Bracewell on packet and agenda posting.	3	138.83	416.49
6/17/2022	Board Meeting preparations. Chair, Committee and administrator reports prepared. Action items confirmation.	2	138.83	277.66
6/20/2022	overview/training of responsibilities while JA is OOO	0.27	92.55	24.99
6/20/2022	Board of Directors Meeting - printing and check pickup at the office; setup; running meeting.	4	138.83	555.32
6/23/2022	Scenic Houston letter/notice of default review and Finance Committee/Bracewell coordination for approval.	1	138.83	138.83
6/24/2022	Weekly Project updates call with EHRA and EDMD. Cross-training and intros with TGC staff to EHRA/EDMD to prepare for medical leave.	1	138.83	138.83
6/24/2022	Weekly Meeting for backfill/medical leave	1	138.83	138.83
6/28/2022	FY2023 Planning - Board meetings, Projects Committee, Comms Committee dates and emails	3	138.83	416.49
Subtotal – Task 1		36.85		\$ 5,207.67
<u>T-1504 Phase 2 Roadway & Utility Reconstruction</u>				
6/22/2022	Call with Councilman Gallegos re: Board composition and reappointments. Memo prep to board re: public safety. Coordination with Councilmen's office and EHRA re: Bastrop and Bell. Several emails and calls for information on COH project and Phase 2.	3	138.83	416.49
6/27/2022	Memo on camera surveillance program and partnership with management district; prepared exhibits/maps, write-up	3	138.83	416.49
Subtotal – T-1504		6		\$832.98
<u>T-1528 TEI Mobility Study</u>				
6/7/2022	Feedback on Mobility Study - thorough notes and review in depth of projects. Call with TEI to review	3.5	138.83	485.91
6/1/2022	Discussion of TEI implementation via IIJA funding programs	0.5	138.83	69.42
6/1/2022	Funding opportunities review and presentation at projects committee	1.5	239.09	358.64
Subtotal – T-1528		5.5		\$913.96
<u>T-1514 Texas Ave Mobility Improvements</u>				
6/21/2022	Email and calls re: Texas Ave and traffic flow impacts on new development	0.5	138.83	69.415
Subtotal – T-1514		0.5		\$69.42
<u>T-1517 Columbia Tap Trail Improvements</u>				
6/20/2022	Call/Coordination with Bcycle and Houston Rotary	1	138.83	138.83
Subtotal – T-1517		1		\$138.83
Total		49.9		\$ 7,162.85

Table 1 Invoice Summary			
Rate Category	Hours	2022 Rate*	Invoice Amount
Admin I	1.35	\$92.55	\$124.94
Associate I		\$92.55	
Associate II		\$112.61	
Associate III		\$115.69	
Senior Associate I		\$123.40	
Senior Associate II	45	\$138.83	\$6,247.35
Senior Associate III		\$158.88	
Principal I		\$177.39	
Principal II		\$208.24	
Principal III	1.5	\$239.09	\$358.64
Principal Engineer	2	\$215.96	\$431.92
TOTAL			\$7,162.85
AMOUNT BILLED**			\$6,500
TOTAL BUDGET			\$39,000
TOTAL AMOUNT BILLED TO DATE			\$22,967.70
REMAINING BUDGET			\$16,032.30
*Rates subject to annual revision			
**Not to exceed \$6,500 month. Initial 6-month Contract Budget (March-August 2022)			

**Construction Progress Report and Pay Request No. Seven**

Date: June 16, 2022

Project No.: 111-022-12

Owner: Mr. Jude Anderson
Tax Increment Reinvestment Zone No. 15
 East Downtown Redevelopment Authority
 1900 West Gray
 Houston, Texas 77219

Project: Tax Increment Reinvestment Zone No. 15
 East Downtown Redevelopment Authority
 Landscape and Amenity Overlay for
 Phase 1 Improvement Area

Contractor: Jerdon Enterprise, L.P.
 13403 Redfish
 Stafford, Texas 77477

Period Ending: March 31, 2022
 Contract Date: June 30, 2021
 Notice to Proceed Date: July 12, 2021

Original Contract Amount:	\$1,502,617.40
Change Order No. 1:	\$162,299.99
Change Order No. 2:	\$0.00
Change Order No. 3:	\$4,379.88
Change Order No. 4:	\$30,732.92
Change Order No. 5:	\$4,238.85
Contract Quantity Adjustment No. 1:	(\$162,300.00)
Contract Quantity Adjustment No. 2:	(\$36,000.00)
Total Contract Amount To Date:	\$1,505,969.04

Contract Days:	120
Current Time Extensions (Days)	0
Previous Time Extensions (Days)	91
Revised Contract Days:	211

Total Amount In Place To Date:	\$1,165,994.40
--------------------------------	----------------

Days To Date:	262
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Less 10% Retainage:	(\$116,599.44)
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Original Completion Date: November 9, 2021
 Previous Revised Completion Date: February 8, 2022
Current Revised Completion Date: February 8, 2022

Balance:	\$1,049,394.96
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Less Previous Payments:	(\$927,885.51)
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Total Amount Due this Report: \$121,509.45

Percent Time Used: 124%
 Percent Project Complete: 77%

Enclosed is a copy of the Contractor's Affidavit of Bills Paid and a copy of the Contractor's Waiver and Lien Release Upon Partial Payment in the amount of this Construction Progress Report No. Seven.

An EHRA Representative has conducted an on-site inspection to verify that all quantities have been installed and approved.

Recommended For Approval:
EDMINSTER, HINSHAW, RUSS & ASSOCIATES, INC. d/b/a EHRA

Jason A. Keeling

Date: 06 / 16 / 2022

Jason Keeling
 Senior Construction Project Manager

Kyle Macy

Date: 06 / 23 / 2022

Kyle Macy, P.E.
 Project Manager

Please Remit Payment To:
Jerdon Enterprise, L.P.
13403 Redfish
Stafford, Texas 77477

cc:
 Tax Increment Reinvestment Zone No. 15
 c/o Bracewell
 Mr. Darrol Vincent, Jr. - Jerdon Enterprise, L.P.
 Holly Zimmerman, C.P.A. - Firm

TO OWNER:
East Downtown Redevelopment Authority
c/o EHRA, Inc.
10011 Meadowglen Ln.
Houston, TX 77042

PROJECT:
Landscape and Amenity Overlay

APPLICATION NO: 5511-07

Distribution to:

☒ OWNER
☐ ARCHITECT
☐ CONTRACTOR
☐
☐

PERIOD TO: 3/31/2022

VIA ARCHITECT:

N/A

FROM CONTRACTOR:

JERDON ENTERPRISE, L.P.
13403 REDFISH LANE
STAFFORD, TX 77477

ILMS NO.: 20065118 (T-1516)

CONTRACT FOR:

CONTRACT DATE: 6/30/2021

CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for payment, as shown below, in connection with the Contract. Continuation Sheet, AIA Document G703, is attached.

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.

1. ORIGINAL CONTRACT SUM \$1,304,317.40
2. Net change by Change Orders \$ 201,651.64
3. CONTRACT SUM TO DATE (Line 1 ± 2) \$ 1,505,969.04
4. TOTAL COMPLETED & STORED TO DATE (Column G on G703) \$ 1,165,994.39

5. RETAINAGE:

- a. 10% of Completed Work (Column D + E on G703) \$ 116,599.44
- b. % of Stored Material (Column F on G703) \$ -

Total Retainage (Lines 5a + 5b or

Total in Column I of G703)

\$ 116,599.44

\$ 1,049,394.95

\$ 927,885.50

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INVOICE

Remit via ACH to:
Allegiance Bank
Routing # 113025723 - Account # 1017342

Edminster Hinshaw Russ & Assoc.
dba EHRA Engineering
10011 Meadowglen Lane
Houston, Texas 77042
713.784.4500

City of Houston TIRZ No. 15
Cindy Craig
VIA EMAIL: ccraig@houston-cpas.com

Invoice number 93929
Date 07/13/2022
Invoice Total **\$2,250.00**
Terms: Due Upon Receipt
Pay Online: ehrainc.com/make-payment

Project Manager: Kyle J. Macy
Billing Manager: Kyle J. Macy
Professional Services for the Date Ending 6/30/2022

Project: 111-022-12 Phase I Amenity Overlay Final Documents and Construction Services
Invoice Group: 00

Basic Services - WA No. 20.03

Professional engineering services to prepare final documents and provide construction phase services for the Phase I Amenity Overlay.

Basic Services	Contract	% Complete	Total Billed	Prior Billing	Current Billing
1. Final Documents	\$66,960.00	100.00%	\$66,960.00	\$66,960.00	\$0.00
2. Bid Phase Services	\$15,000.00	100.00%	\$15,000.00	\$15,000.00	\$0.00
3. Construction Phase Services	\$20,000.00	100.00%	\$20,000.00	\$18,000.00	\$2,000.00
	\$101,960.00		\$101,960.00	\$99,960.00	\$2,000.00

PROFESSIONAL FEES

Project Site Representative

Units Billed	Billing Rate	Charge
2.50	100.0000	\$250.00
		\$250.00

*** Total Project Invoice Amount

\$2,250.00



INVOICE

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Edminster Hinshaw Russ & Assoc.
dba EHRA Engineering
10011 Meadowglen Lane
Houston, Texas 77042
713.784.4500

Invoice Detail Report

PROFESSIONAL FEES

Project Site Representative

4. Project Site Representative

	Employee Name		Hours	Rate	Charge
Project Site Representative	David Pavini	04/29/2022	1.00	100.00	\$100.00
<i>Site visit. Poured last remaining light pole foundation.</i>					
Project Site Representative	David Pavini	05/06/2022	1.00	100.00	\$100.00
<i>Site visit. Installed last remaining light pole.</i>					
Project Site Representative	David Pavini	05/19/2022	0.50	100.00	\$50.00
<i>Attended monthly progress meeting via Teams.</i>					
Phase subtotal			2.50		\$250.00
Project Site Representative subtotal					\$250.00
PROFESSIONAL FEES			2.50		<u><u>\$250.00</u></u>



INVOICE

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Edminster Hinshaw Russ & Assoc.
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10011 Meadowglen Lane
Houston, Texas 77042
713.784.4500

City of Houston TIRZ No. 15
Cindy Craig
VIA EMAIL: ccraig@houston-cpas.com

Invoice number 93930
Date 07/13/2022
Invoice Total **\$6,407.50**
Terms: Due Upon Receipt
Pay Online: ehrainc.com/make-payment

Project Manager: Kyle J. Macy
Billing Manager: Kyle J. Macy
Professional Services for the Date Ending 6/30/2022

Project: 111-022-20 TIRZ 15 General Engineering Services
Invoice Group: 00

General Engineering Services

General engineering and consulting services for items not directly associated with currently approved Work Authorizations as requested and necessary.

PROFESSIONAL FEES

	Units Billed	Billing Rate	Charge
Project Manager (Engineer VI)	25.50	185.0000	\$4,717.50
Project Engineer	13.00	130.0000	\$1,690.00
			\$6,407.50

*** Total Project Invoice Amount

\$6,407.50

INVOICE

Remit via ACH to:
Allegiance Bank
Routing # 113025723 - Account # 1017342

Edminster Hinshaw Russ & Assoc.
dba EHRA Engineering
10011 Meadowglen Lane
Houston, Texas 77042
713.784.4500

Invoice Detail Report

PROFESSIONAL FEES

Basic Services

General Engineering Services

	Employee Name		Hours	Rate	Charge
Project Manager (Engineer VI)	Kyle Macy	06/02/2022	1.50	185.00	\$277.50
<i>Mobility Report and Costs Review</i>					
Project Manager (Engineer VI)	Kyle Macy	06/03/2022	1.50	185.00	\$277.50
<i>Conference call with Administrator and Review of TEI report</i>					
Project Manager (Engineer VI)	Kyle Macy	05/31/2022	1.00	185.00	\$185.00
<i>Project list review and discussion with Administrator. Follow up on Bench installation for Rotary and TIRZ</i>					
Project Manager (Engineer VI)	Kyle Macy	06/01/2022	1.50	185.00	\$277.50
<i>Investigate block closures for TIRZ 15 through OCE, Interagency, METRO and 311. Lofts at Ballpark to be demo'd through end of 2022 and thus adjacent streets to be blocks until complete.</i>					
Project Manager (Engineer VI)	Kyle Macy	06/06/2022	1.00	185.00	\$185.00
<i>Mobility Study Cost Discussion with Administrator and projects Committee meeting prep</i>					
Project Manager (Engineer VI)	Kyle Macy	06/08/2022	1.50	185.00	\$277.50
<i>meeting with METRO and TEI to assign scope responsibilities regarding Hazard Analysis and design.</i>					
Project Manager (Engineer VI)	Kyle Macy	06/09/2022	2.00	185.00	\$370.00
<i>Meeting with Administrator, Draft of Engineering Report for meeting on 20th</i>					
Project Manager (Engineer VI)	Kyle Macy	06/10/2022	3.00	185.00	\$555.00
<i>Meeting with Administrator and TIRZ 15 stake holders. Response to stake holder concerns.</i>					
Project Manager (Engineer VI)	Kyle Macy	06/15/2022	1.50	185.00	\$277.50
<i>Meeting and discussion with EDMD, Administrator and Mayors Office of Innovation</i>					
Project Manager (Engineer VI)	Kyle Macy	06/20/2022	2.50	185.00	\$462.50
<i>Prepare for and attend board meeting, and coordinate Tues COH meeting with Ladnesh</i>					
Project Manager (Engineer VI)	Kyle Macy	06/21/2022	2.00	185.00	\$370.00
<i>Meeting with COH to discuss maintenance project within the TIRZ that could positively impact CIP spending. update on phase 2 to projects committee</i>					
Project Manager (Engineer VI)	Kyle Macy	06/23/2022	2.00	185.00	\$370.00
<i>Follow up meeting from Tuesday on maintenance project, inclusive of additional participants and council members office.</i>					
Project Manager (Engineer VI)	Kyle Macy	06/24/2022	1.50	185.00	\$277.50
<i>meeting with Administrator and project review</i>					
Project Manager (Engineer VI)	Kyle Macy	06/27/2022	1.50	185.00	\$277.50
<i>Prepare and attend annual CIP meeting with COH for TIRZ.</i>					
Project Manager (Engineer VI)	Kyle Macy	06/30/2022	1.50	185.00	\$277.50
<i>Work with Administrator and EDMD to address stakeholder question. Follow up discussion with METRO and COH to set follow up meeting for Texas Ave.</i>					
Project Engineer	Ashley Sowards	06/06/2022	2.00	130.00	\$260.00
<i>- TIRZ 15 Project's committee meeting - Texas Avenue agenda & coordination w/ METRO</i>					
Project Engineer	Ashley Sowards	06/08/2022	2.00	130.00	\$260.00
<i>- Texas Avenue meeting with METRO & TEI - Meeting minutes draft to consultants</i>					
Project Engineer	Ashley Sowards	06/09/2022	2.00	130.00	\$260.00



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Edminster Hinshaw Russ & Assoc.
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10011 Meadowglen Lane
Houston, Texas 77042
713.784.4500

Invoice Detail Report

PROFESSIONAL FEES

	Employee Name		Hours	Rate	Charge
<i>- Finalized & sent meeting minutes to METRO</i>					
<i>- Provided texas avenue mobility study to METRO</i>					
<i>- Draft of concept of operations document for METRO</i>					
Project Engineer	Ashley Sowards	06/13/2022	1.00	130.00	\$130.00
<i>- Finalized & provided METRO with concept of operations</i>					
Project Engineer	Ashley Sowards	06/14/2022	3.00	130.00	\$390.00
<i>- Finalized engineering report & exhibits</i>					
<i>- Texas Avenue coord with HPW</i>					
<i>- Texas Avenue DCR Intake Form</i>					
Project Engineer	Ashley Sowards	06/20/2022	1.00	130.00	\$130.00
<i>- TIRZ 15 board meeting</i>					
Project Engineer	Ashley Sowards	06/24/2022	1.00	130.00	\$130.00
<i>- EDMD & TIRZ 15 Admin meeting</i>					
Project Engineer	Ashley Sowards	06/23/2022	1.00	130.00	\$130.00
<i>- Texas Avenue DCR Intake follow up with HPW</i>					
Phase subtotal			38.50		\$6,407.50
Basic Services subtotal					\$6,407.50
PROFESSIONAL FEES			38.50		<u>\$6,407.50</u>



INVOICE

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Routing # 113025723 - Account # 1017342

Edminster Hinshaw Russ & Assoc.
dba EHRA Engineering
10011 Meadowglen Lane
Houston, Texas 77042
713.784.4500

City of Houston TIRZ No. 15
Cindy Craig
VIA EMAIL: ccraig@houston-cpas.com

Invoice number 93931
Date 07/13/2022
Invoice Total **\$1,250.00**
Terms: Due Upon Receipt
Pay Online: ehrainc.com/make-payment

Project Manager: Kyle J. Macy
Billing Manager: Kyle J. Macy
Professional Services for the Date Ending 6/30/2022

Project: 111-022-24 Columbia Tap Improvements
Invoice Group: 00

Basic Services

Professional surveying services rendered in connection with topographic survey for the Columbia Tap Trail between St. Charles and Ennis. Plan set design suitable for bidding.

	Contract	% Complete	Total Billed	Prior Billing	Current Billing
1. Topographic Survey	\$9,500.00	100.00%	\$9,500.00	\$9,500.00	\$0.00
2. Engineering Design	\$35,000.00	100.00%	\$35,000.00	\$35,000.00	\$0.00
3. Bid Phase Services	\$7,500.00	50.00%	\$3,750.00	\$2,500.00	\$1,250.00
	\$52,000.00		\$48,250.00	\$47,000.00	\$1,250.00

*** Total Project Invoice Amount

\$1,250.00



INVOICE

Remit via ACH to:
Allegiance Bank
Routing # 113025723 - Account # 1017342

Edminster Hinshaw Russ & Assoc.
dba EHRA Engineering
10011 Meadowglen Lane
Houston, Texas 77042
713.784.4500

City of Houston TIRZ No. 15
Cindy Craig
VIA EMAIL: ccraig@houston-cpas.com

Invoice number 93932
Date 07/13/2022
Invoice Total **\$12,000.00**
Terms: Due Upon Receipt
Pay Online: ehrainc.com/make-payment

Project Manager: Kyle J. Macy
Billing Manager: Kyle J. Macy
Professional Services for the Date Ending 6/30/2022

Project: 111-022-32 Phase II Reconstruction
Invoice Group: 00

Phase II Reconstruction

Professional engineering services rendered in connection with right-of-way to right-of-way reconstruction for limits defined in description. Utilities, pavement and ped realm. Bike lane and Metro bus stops will be included on Polk Street.

	Contract	% Complete	Total Billed	Prior Billing	Current Billing
Design Phase Services	\$493,000.00	0.51%	\$2,500.00	\$0.00	\$2,500.00
Surveying	\$45,000.00	21.11%	\$9,500.00	\$0.00	\$9,500.00
Geotechnical	\$23,100.00	0.00%	\$0.00	\$0.00	\$0.00
Environmental Site Assessment	\$4,840.00	0.00%	\$0.00	\$0.00	\$0.00
Subsurface Utility Engineering (SUE)	\$22,000.00	0.00%	\$0.00	\$0.00	\$0.00
TDLR Review	\$2,000.00	0.00%	\$0.00	\$0.00	\$0.00
	\$589,940.00		\$12,000.00	\$0.00	\$12,000.00

	Contract	% Complete	Total Billed	Prior Billing	Current Billing
Expenses	\$40,000.00	0.00%	\$0.00	\$0.00	\$0.00

*** Total Project Invoice Amount

\$12,000.00



712 Main Street, Suite
Houston, Texas 77002
713-270-8145

TIRZ 15

jroland@houston-cpas.com
ccraig@houston-cpas.com
Jude Anderson - jude@edratirz15.org

Invoice number 13670
Date 07/06/2022

Project **11874 TIRZ 15 MOBILITY PLAN**

Professional services through 06/30/2022

Invoice Summary

Description

	Contract Amount	Percent Complete	Total Billed	Prior Billed	Remaining	Current Billed
TASK 1: BASELINE CONDITIONS	55,310.00	100.00	55,310.00	55,310.00	0.00	0.00
TASK 2: REVIEW OF CIP PROJECTS IN DESIGN & COORDINATION WITH ZONE ENGINEER	6,260.00	100.00	6,260.00	5,634.00	0.00	626.00
TASK 3: CASE FOR ACTION & OPPORTUNITIES PLAN	48,750.00	100.00	48,750.00	48,750.00	0.00	0.00
TASK 4: CORRIDOR CONCEPTS & TYPOLOGIES	25,070.00	100.00	25,070.00	22,563.00	0.00	2,507.00
TASK 5: ACTION PLAN: IMPLEMENTATION STRATEGIES	26,810.00	100.00	26,810.00	24,129.00	0.00	2,681.00
TASK 6: PRIORITY CORRIDOR(S) DETAILED ASSESSMENT	0.00	0.00	0.00	0.00	0.00	0.00
Total	162,200.00	100.00	162,200.00	156,386.00	0.00	5,814.00

Invoice total **5,814.00**

Aging Summary

Invoice Number	Invoice Date	Outstanding	Current	Over 30	Over 60	Over 90	Over 120
13640	06/06/2022	4,647.50		4,647.50			
13670	07/06/2022	5,814.00	5,814.00				
Total		10,461.50	5,814.00	4,647.50	0.00	0.00	0.00

Approved by:

James L. Llamas

Invoices 8-15-2022 -- No meeting

BRACEWELL

East Downtown Redevelopment Authority

5177 Richmond Avenue, Suite 800
Houston, TX 77056

August 03, 2022
Invoice: 21938979
BA: 04674 Clark Stockton Lord

Our Matter: 0025547.000003 Meeting Services
For Services Through July 31, 2022

<u>Date</u>	<u>Description</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
07/07/22	Coordinate with attorney regarding engineer's request related to DCR and work authorization; contact engineer regarding the same.	Tiffany M. Ehmke	0.50	375.00	187.50
07/11/22	Coordinate with working group regarding next meeting (x3); conference call with administrator regarding the same; annual review of conflict of interest filings.	Tiffany M. Ehmke	1.50	375.00	562.50
07/18/22	Prepare Conflict of Interest and related letter for submittal to the city; coordinate with working group regarding the same.	Tiffany M. Ehmke	0.50	375.00	187.50
07/21/22	Attention to Jerdon claim and coordinate with engineer regarding the same (x2); coordinate with working group regarding the same,	Tiffany M. Ehmke	0.75	375.00	281.25
07/25/22	Attention to and review Walker designation of project form and coordinate with engineer regarding the same.	Tiffany M. Ehmke	0.25	375.00	93.75

Total Fees \$ 1,312.50

Less Agreed Discount \$ (349.50)

Total Adjusted Fees on This Invoice \$ 963.00

BRACEWELL

Client: East Downtown Redevelopment Authority

Invoice: 21938979

Summary of Fees

<u>Timekeeper</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Tiffany M. Ehmke	Paralegal	3.50	375.00	1,312.50
Total Summary of Fees		3.50		\$ 1,312.50
				(349.50)
				\$ 963.00

Expense Detail

<u>Date</u>	<u>Cost</u>	<u>Description</u>	<u>Amount</u>
06/23/22	Delivery Services/Messenger	3rd Party Courier 2022-06-23 Clark Stockton Lord #450085	37.00

Total Expenses **\$ 37.00**

Total Fees, Expenses and Charges on This Invoice **\$ 1,000.00**

Equi-Tax Inc.

Invoice

Suite 200
17111 Rolling Creek Drive
Houston Texas 77090
281-444-4866

DATE	INVOICE #
8/1/2022	58910

BILL TO
TIRZ No. 15 - East Downtown RDA c/o Bracewell LLP Attn: Renee Weist Suite 711 Louisiana, Ste 2300 Houston TX 77002

DESCRIPTION	AMOUNT
Monthly Consultant Services fee per Contract Based on 1,375 items on the tax roll as of January 2021, at \$0.30 per item	412.50
Invoice emailed to: Cindy Craig at ccraig@houston-cpas.com cc: Jude Anderson at Jude@edratirz15.org	

Total	\$412.50
--------------	-----------------

Governmental Financial Reporting, LLC

1525 Lakeville Drive, Suite 121
Kingwood, TX 77339
(281) 348-9151
FAX (281) 348-9199

8/15/2022

East Downtown Redevelopment Authority
c/o Bracewell
711 Louisiana St., Suite 2300
Houston, TX 77002

For Professional Services Rendered

Bookkeeping services provided during August 2022 for the month of July 2022	750.00
Postage and Deliveries	22.46
Mileage - No Board Meeting	0.00

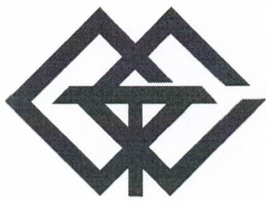
\$772.46

Invoice

Date	Invoice #
7/31/2022	7-2022-46

Item	Description	Rate	Prior %	Current %	Amount
Contract Services	Task 1 - Administrative and project coordination support	39,000.00	Hrly	7.92%	3,089.03

Phone #	Fax #
713-951-7951	713-951-7957



**THE GOODMAN
CORPORATION**

HOUSTON: 3200 Travis Street
Suite 200
Houston, TX 77006

AUSTIN: 911 W. Anderson Lane
Suite 200
Austin, TX 78757

**PROGRESS
REPORT**

PHONE: (713) 951-7951

THEGOODMANCORP.COM

TBPE NO. F-19990

To: Gordon Quan, Chairman, EDRA/TIRZ 15
From: Jude Anderson
Date: August 1, 2022
Re: Administrative and Project Coordination (EDRA100) – July 2022

Details

Date	Notes	Hours	Billable Rate	Billable Amount
<u>Task 1 - Administrative and project coordination support</u>				
7/1/2022	Weekly projects meeting; Progress Report	1.5	138.83	208.25
7/1/2022	Teams Call re: EDRA - discuss project info with Jude to prep for his med leave	0.25	138.83	34.71
7/5/2022	Committee coordination and calendar invites; Coordination with SWP and Legal/Bracewell on 2 development related matters and responses potentially required from the district. Resulted ultimately in now action needed. Final transition discussion with TGC staff Kristi and Margaret. Projects committee email re: TGC invoice for June. Final edit and distribution of public safety/crime memo, distributed to projects committee	2.5	138.83	347.08
7/6/2022	Form signing (TexStar) with signatories. Driving + meeting	0.5	138.83	69.42
7/6/2022	Weekly call with EHRA and Management District - overlap with Kristi/TGC for coverage during Medical Leave	1	138.83	138.83
7/6/2022	next steps while JA is out	0.25	92.55	23.14
7/7/2022	monitor votes from BOD re:invoice; respond to emails	0.25	138.83	34.71
7/11/2022	follow up with projects committee re:June invoice vote /discuss Frances' email with Jim/respond; email Clndy the revised invoice; follow up with Kyle/Ashley/Jessica re:Mike/plantings, lighting; email Jessica re: METRO university corridor meeting	1.25	138.83	173.54
7/11/2022	Coordination on invoice issues.	0.25	239.09	59.77
7/12/2022	email BODs about METRO University Corridor BRT engagement meetings	0.25	138.83	34.71
7/13/2022	email BOD re:Jude's recovery	0.25	138.83	34.71
7/13/2022	update Projects committee re:COH waterline/phase 2 reconstruction and Amenity overlay	0.25	138.83	34.71
7/15/2022	coordination on checks	0.16	92.55	14.81
7/19/2022	EDRA Checks & Reports for July	1.15	92.55	106.43

7/20/2022	Schedule time for check signatures by Board	0.17	92.55	15.73
7/20/2022	Debrief with Jude	0.5	138.83	69.42
7/20/2022	Debrief with Kristi Miller and general administrative catch-up post medical leave.	1	138.83	138.83
7/21/2022	June Certified Check prep and Mail out	1.5	92.55	138.83
7/21/2022	Phase 1 construction meeting (did not attend all - received update); Walker Pre-bid; re-attempted contact with new owners of parcels at Emancipation and CTT to coordination B-Cycle and understand redevelopment plans - attempted various contacts in association with new owners. June checks - cert mail prep.	1	138.83	138.83
7/22/2022	Post Office to send checks by certified mail	1	92.55	92.55
7/22/2022	Continued catch-up from emails and monthly invoices/checks from June.	1	138.83	138.83
7/25/2022	METRONext - University Line Corridor Virtual Meeting. Attended and took notes on Q&A segment.	1.5	138.83	208.25
7/26/2022	Email coordination to update records re: invoice approvals for GF and CPF. Coordination with CPA and Finance and Projects Committees. Repackaged previous months invoices. Backed-up materials onto drive.	0.5	138.83	69.42
7/28/2022	Check signing and discussion with Chairman Quan; Projects Committee Planning/Agenda and prep - confirmed a quorum. Finance Committee meeting - coordination on dates/times. Follow up on Scenic Houston/EDGE project.	1	138.83	138.83
7/29/2022	Check signing; meeting with Director Aldape; Weekly projects call with EHRA; updates re: Phase 1 Amenity Overlay and emails with stakeholders.	2.5	138.83	347.08
		21.48		2811.37
<u>T-1516 Phase 1A Amenity Overlay</u>				
7/6/2022	Additional coordination re: Phase 1 Amenity progress with management district and local developers via more frequent updates from EHRA.	1	138.83	138.83
		1		138.83
<u>T-1517 Columbia Tap Trail Improvements</u>				
7/27/2022	Coordination with B-Cycle and HPW re: CTT trailhead. Attempting to find/contact new owners to support new B-cycle stop and plans for redevelopment. Email coordination on upcoming Finance and Projects Committee meetings.	1	138.83	138.83
		1		138.83
Total		22.5		\$3,089.03

Table 1 Invoice Summary			
Rate Category	Hours	2022 Rate*	Invoice Amount
Admin I	4.23	\$92.55	\$391.49
Associate I		\$92.55	
Associate II		\$112.61	
Associate III		\$115.69	
Senior Associate I		\$123.40	
Senior Associate II	19	\$138.83	\$2,637.77
Senior Associate III		\$158.88	
Principal I		\$177.39	
Principal II		\$208.24	
Principal III	.25	\$239.09	\$59.77
Principal Engineer		\$215.96	
**AMOUNT			\$3,089.03
TOTAL BUDGET			\$39,000
TOTAL AMOUNT BILLED TO DATE			\$26,056.71
REMAINING BUDGET			\$12,943.29
*Rates subject to annual revision			
**Not to exceed \$6,500 month. Initial 6-month Contract Budget (March-August 2022)			



INVOICE

Remit via ACH to:
Allegiance Bank
Routing # 113025723 - Account # 1017342

Edminster Hinshaw Russ & Assoc.
dba EHRA Engineering
10011 Meadowglen Lane
Houston, Texas 77042
713.784.4500

City of Houston TIRZ No. 15
Cindy Craig
VIA EMAIL: ccraig@houston-cpas.com

Invoice number 94129
Date 08/12/2022
Invoice Total **\$2,170.00**
Terms: Due Upon Receipt
Pay Online: ehrainc.com/make-payment

Project Manager: Kyle J. Macy
Billing Manager: Kyle J. Macy
Professional Services for the Date Ending 7/31/2022

Project: 111-022-023 City of Houston Tax Increment Reinvestment Zone No. 15
Invoice Group: 00

General Engineering Services - Work Authorization No. 23-00

Professional engineering, planning, and consulting services to serve Tax Increment Reinvestment Zone 15. Services this month include

	Contract	% Complete	Total Billed	Prior Billing	Current Billing
General Engineering Services	\$50,000.00	4.34%	\$2,170.00	\$0.00	\$2,170.00
	\$50,000.00		\$2,170.00	\$0.00	\$2,170.00

PROFESSIONAL FEES

	Units Billed	Billing Rate	Charge
Engineer VI	7.50	210.0000	\$1,575.00
Engineer III	3.00	150.0000	\$450.00
Senior Design CAD Technician	1.00	145.0000	\$145.00
			\$2,170.00

*** Total Project Invoice Amount

\$2,170.00



INVOICE

Remit via ACH to:
 Allegiance Bank
 Routing # 113025723 - Account # 1017342

Edminster Hinshaw Russ & Assoc.
 dba EHRA Engineering
 10011 Meadowglen Lane
 Houston, Texas 77042
 713.784.4500

Invoice Detail Report

PROFESSIONAL FEES

General Engineering Services

General Engineering Services

	Employee Name		Hours	Rate	Charge
Engineer VI	Kyle Macy	07/01/2022	1.00	210.00	\$210.00
<i>Conference call with Administrator</i>					
Engineer VI	Kyle Macy	07/06/2022	1.50	210.00	\$315.00
<i>Coordination with Administrator and Stakeholders</i>					
Engineer VI	Kyle Macy	07/08/2022	0.50	210.00	\$105.00
<i>Stakeholder responses</i>					
Engineer VI	Kyle Macy	07/07/2022	1.00	210.00	\$210.00
<i>Discussions with COH Maintenance group and consultant to incorporate dedicated maintenance project into TIRZ improvement foot print for Phase 2</i>					
Engineer VI	Kyle Macy	07/11/2022	1.50	210.00	\$315.00
<i>Work with COH and Maintenance to design overlapping blocks of Bell and Bastrop to benefit CIP budget</i>					
Engineer VI	Kyle Macy	07/20/2022	0.50	210.00	\$105.00
<i>Coordination with COH maintenance on rehab to overlap Phase II Reconstruction</i>					
Engineer VI	Kyle Macy	07/28/2022	1.00	210.00	\$210.00
<i>Meeting with Administrator</i>					
Engineer VI	Kyle Macy	07/27/2022	0.50	210.00	\$105.00
<i>Respond to stakeholder inquires</i>					
Senior Design CAD Technician	Jeremy Medina	07/07/2022	1.00	145.00	\$145.00
<i>Updated TIRZ 15 GIS data with added project and checked Storymap for updates.</i>					
Engineer III	Ashley Sowards	07/06/2022	1.00	150.00	\$150.00
<i>- Texas Avenue meeting coord with HPW & METRO</i>					
Engineer III	Ashley Sowards	07/18/2022	2.00	150.00	\$300.00
<i>- Texas Avenue meeting with METRO & HPW</i>					
<i>- Developed meeting minutes</i>					
Phase subtotal			11.50		\$2,170.00

General Engineering Services subtotal

\$2,170.00

PROFESSIONAL FEES

11.50

\$2,170.00



INVOICE

Remit via ACH to:
Allegiance Bank
Routing # 113025723 - Account # 1017342

Edminster Hinshaw Russ & Assoc.
dba EHRA Engineering
10011 Meadowglen Lane
Houston, Texas 77042
713.784.4500

City of Houston TIRZ No. 15
Cindy Craig
VIA EMAIL: ccraig@houston-cpas.com

Invoice number 94130
Date 08/12/2022
Invoice Total **\$1,570.00**
Terms: Due Upon Receipt
Pay Online: ehrainc.com/make-payment

Project Manager: Kyle J. Macy
Billing Manager: Kyle J. Macy
Professional Services for the Date Ending 7/31/2022

Project: 111-022-12 Phase I Amenity Overlay Final Documents and Construction Services
Invoice Group: 00

Basic Services - WA No. 20.03

Professional engineering services to prepare final documents and provide construction phase services for the Phase I Amenity Overlay.

Basic Services	Contract	% Complete	Total Billed	Prior Billing	Current Billing
1. Final Documents	\$66,960.00	100.00%	\$66,960.00	\$66,960.00	\$0.00
2. Bid Phase Services	\$15,000.00	100.00%	\$15,000.00	\$15,000.00	\$0.00
3. Construction Phase Services	\$20,000.00	100.00%	\$20,000.00	\$20,000.00	\$0.00
	\$101,960.00		\$101,960.00	\$101,960.00	\$0.00

PROFESSIONAL FEES

	Units Billed	Billing Rate	Charge
Project Engineer	9.00	130.0000	\$1,170.00
Project Site Representative	4.00	100.0000	\$400.00
			\$1,570.00

*** Total Project Invoice Amount

\$1,570.00



INVOICE

Remit via ACH to:
Allegiance Bank
Routing # 113025723 - Account # 1017342

Edminster Hinshaw Russ & Assoc.
dba EHRA Engineering
10011 Meadowglen Lane
Houston, Texas 77042
713.784.4500

Invoice Detail Report

PROFESSIONAL FEES

Project Site Representative

4. Project Site Representative

	Employee Name		Hours	Rate	Charge
Project Site Representative	David Pavini	07/08/2022	1.00	100.00	\$100.00
<i>Site visit. No workers present.</i>					
Project Site Representative	David Pavini	07/22/2022	1.00	100.00	\$100.00
<i>Site visit. No workers present.</i>					
Project Site Representative	David Pavini	07/29/2022	2.00	100.00	\$200.00
<i>Site visit. Met on site with Ashley and contractor to assess boring issues and work remaining.</i>					
Project Engineer	Ashley Sowards	07/29/2022	4.00	130.00	\$520.00
<i>- Site walk through boring & sleeve issues for irrigation</i>					
Project Engineer	Ashley Sowards	07/28/2022	3.00	130.00	\$390.00
<i>- Boring issues & coordinaiton with contractor & subs</i>					
Project Engineer	Ashley Sowards	07/27/2022	1.00	130.00	\$130.00
<i>- Amenity boring issues & coord</i>					
Project Engineer	Ashley Sowards	07/26/2022	1.00	130.00	\$130.00
<i>- UPdates with jerdon for bollard & bench</i>					
Phase subtotal			13.00		\$1,570.00
Project Site Representative subtotal					\$1,570.00
PROFESSIONAL FEES			13.00		<u>\$1,570.00</u>



TBPE No. F-726

Construction Progress Report and Pay Request No. Eight

Date: July 20, 2022

Project No.: 111-022-12

Owner: Mr. Jude Anderson
Tax Increment Reinvestment Zone No. 15
 East Downtown Redevelopment Authority
 1900 West Gray
 Houston, Texas 77219

Project: Tax Increment Reinvestment Zone No. 15
 East Downtown Redevelopment Authority
 Landscape and Amenity Overlay for
 Phase 1 Improvement Area

Contractor: **Jerdon Enterprise, L.P.**
 13403 Redfish
 Stafford, Texas 77477

Period Ending: June 30, 2022
 Contract Date: June 30, 2021
 Notice to Proceed Date: July 12, 2021

Original Contract Amount:	\$1,502,617.40
Change Order No. 1:	\$162,299.99
Change Order No. 2:	\$0.00
Change Order No. 3:	\$4,379.88
Change Order No. 4:	\$30,732.92
Change Order No. 5:	\$4,238.85
Contract Quantity Adjustment No. 1:	(\$162,300.00)
Contract Quantity Adjustment No. 2:	(\$36,000.00)
Total Contract Amount To Date:	\$1,505,969.04

Contract Days:	120
Current Time Extensions (Days)	0
Previous Time Extensions (Days)	91
Revised Contract Days:	211

Total Amount In Place To Date:	\$1,180,031.15
Less 10% Retainage:	(\$118,003.12) + 1403.68

Days To Date:	353
---------------	-----

Balance:	\$1,062,028.04
----------	----------------

Original Completion Date:	November 9, 2021
Previous Revised Completion Date:	February 8, 2022
Current Revised Completion Date:	February 8, 2022

Less Previous Payments:	(\$1,049,394.96)
-------------------------	------------------

Total Amount Due this Report: \$12,633.07 ✓

Percent Time Used:	167%
Percent Project Complete:	78%

Enclosed is a copy of the Contractor's Affidavit of Bills Paid and a copy of the Contractor's Waiver and Lien Release Upon Partial Payment in the amount of this Construction Progress Report No. Eight.

An EHRA Representative has conducted an on-site inspection to verify that all quantities have been installed and approved.

Recommended For Approval:
 EDMINSTER, HINSHAW, RUSS & ASSOCIATES, INC. d/b/a EHRA

Jason A. Keeling

Date: 07 / 20 / 2022

Jason Keeling
 Senior Construction Project Manager

Kyle Macy

Date: 07 / 27 / 2022

Kyle Macy, P.E.
 Project Manager

Please Remit Payment To:
Jerdon Enterprise, L.P.
13403 Redfish
Stafford, Texas 77477

cc:
 Tax Increment Reinvestment Zone No. 15
 c/o Bracewell
 Mr. Darrol Vincent, Jr. - Jerdon Enterprise, L.P.
 Holly Zimmerman, C.P.A. - Firm

TO OWNER:
East Downtown Redevelopment Authority
c/o EHRA, Inc.
10011 Meadowglen Ln.
Houston, TX 77042

PROJECT:
Landscape and Amenity Overlay

APPLICATION NO: 5511-08

Distribution to:

☒ OWNER
☐ ARCHITECT
☐ CONTRACTOR
☐
☐

FROM CONTRACTOR:
JERDON ENTERPRISE, L.P.
13403 REDFISH LANE
STAFFORD, TX 77477

VIA ARCHITECT:
N/A

PERIOD TO: 6/30/2022

ILMS NO.: 20065118 (T-1516)

CONTRACT FOR:

CONTRACT DATE: 6/30/2021

CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for payment, as shown below, in connection with the Contract.
Continuation Sheet, AIA Document G703, is attached.

1. ORIGINAL CONTRACT SUM	\$1,304,317.40
2. Net change by Change Orders	\$ 201,651.64
3. CONTRACT SUM TO DATE (Line 1 + 2)	\$ 1,505,969.04
4. TOTAL COMPLETED & STORED TO DATE (Column G on G703)	\$ 1,180,031.14
5. RETAINAGE:	
a. 10% of Completed Work (Column D + E on G703)	\$ 118,003.11
b. % of Stored Material (Column F on G703)	\$ -
Total Retainage (Lines 5a + 5b or Total in Column I of G703)	\$ 118,003.11
6. TOTAL EARNED LESS RETAINAGE (Line 4 Less Line 5 Total)	\$ 1,062,028.03
7. LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate)	\$ 1,049,394.95
8. CURRENT PAYMENT DUE	\$ 12,633.07
9. BALANCE TO FINISH, INCLUDING RETAINAGE (Line 3 less Line 6)	\$ 443,941.01

CHANGE ORDER SUMMARY	ADDITIONS	DEDUCTIONS
Total changes approved in previous months by Owner	\$201,651.64	
Total approved this Month		
TOTALS	\$ 201,651.64	\$ -
NET CHANGES by Change Order	\$	201,651.64

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.

CONTRACTOR:

By: Darrol Vincent, Jr. Date: 7/11/2022

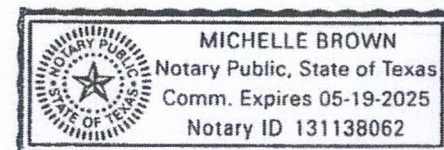
Darrol Vincent, Jr., President

State of: Texas County of: Fort Bend

Subscribed and sworn to before me on 7/11/2022

Notary Public:

Michelle Brown
My Commission expires 5/19/2025



ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising the application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED \$ 12,633.07

(Attach explanation if amount certified differs from the amount applied. Initial all figures on this Application and on the Continuation Sheet that are changed to conform with the amount certified.)
ARCHITECT:

By: _____ Date: _____

This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

Invoices 9-19-2022

BRACEWELL

East Downtown Redevelopment Authority
5177 Richmond Avenue, Suite 800
Houston, TX 77056

September 07, 2022
Invoice: 21941350
BA: 04674 Clark Stockton Lord

Our Matter: 0025547.000003 Meeting Services
For Services Through August 31, 2022

<u>Date</u>	<u>Description</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
08/11/22	Attention to administrator inquiries and provide requested data; contact auditor regarding upcoming auditing matters.	Tiffany M. Ehmke	0.75	375.00	281.25
08/31/22	Attention to request of TIRZ budget; review archived budget data and coordinate with working group regarding the same.	Tiffany M. Ehmke	0.50	375.00	187.50

Total Fees **\$ 468.75**

Summary of Fees

<u>Timekeeper</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Tiffany M. Ehmke	Paralegal	1.25	375.00	468.75
Total Summary of Fees		1.25		\$ 468.75

Total Fees, Expenses and Charges on This Invoice **\$ 468.75**

Equi-Tax Inc.

Suite 200
17111 Rolling Creek Drive
Houston Texas 77090
281-444-4866

Invoice

DATE	INVOICE #
9/1/2022	59026

BILL TO
TIRZ No. 15 - East Downtown RDA c/o Bracewell LLP Attn: Renee Weist Suite 711 Louisiana, Ste 2300 Houston TX 77002

DESCRIPTION	AMOUNT
Monthly Consultant Services fee per Contract Based on 1,375 items on the tax roll as of January 2021, at \$0.30 per item	412.50
Invoice emailed to: Cindy Craig at ccraig@houston-cpas.com cc: Jude Anderson at Jude@edratirz15.org	

Total	\$412.50
--------------	-----------------

Governmental Financial Reporting, LLC

1525 Lakeville Drive, Suite 121
Kingwood, TX 77339
(281) 348-9151
FAX (281) 348-9199

9/14/2022

East Downtown Redevelopment Authority
c/o Bracewell
711 Louisiana St., Suite 2300
Houston, TX 77002

For Professional Services Rendered

Bookkeeping services provided during September 2022 for the month of August 2022	750.00
Postage and Deliveries	20.78
Mileage - Virtual Board Meeting	0.00

\$770.78

McCALL GIBSON SWEDLUND BARFOOT PLLC

Certified Public Accountants

13100 Wortham Center Drive
Suite 235
Houston, Texas 77065-5610
(713) 462-0341
Fax (713) 462-2708

PO Box 29584
Austin, TX 78755-5126
(512) 610-2209
www.mgsbpllc.com
E-Mail: mgsb@mgsbpllc.com

September 13, 2022

East Downtown Redevelopment Authority
c/o Governmental Financial Reporting, LLC
1525 Lakeville Drive, Suite 121
Houston, TX 77339

Client Number: 202-00

Audit of East Downtown Redevelopment Authority as
of and for the year ended June 30, 2022.

Interim Billing

\$ 7,000.00

ROLAND, FRY & WARREN, LLC

Certified Public Accountants

*1525 Lakeville Drive, Suite 121
Kingwood, Texas 77339
(281) 348-9151
FAX (281) 348-9199*

September 6, 2022

East Downtown Redevelopment Authority
c/o Roland, Fry & Warren, LLC
1525 Lakeville Dr., Suite 121
Kingwood, Texas 77339

For Professional Services Rendered:

* Preparation of year end financial statements and footnotes for the fiscal year ended June 30, 2022.

Total

\$7,500.00

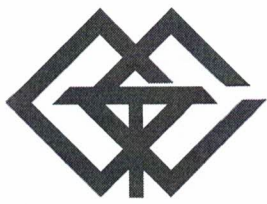
3200 Travis Street, Ste. 200
Houston, TX 77006

Bill To
East Downtown Redevelopment Authority TIRZ 15 711 Louisiana St, Ste 2300 Houston, TX 77002-2770

Terms	Project
	EDRA100

Please send payment to:
The Goodman Corporation
911 W. Anderson Lane, Ste. 200
Austin, TX 78757

Phone #	Fax #
713-951-7951	713-951-7957



**THE GOODMAN
CORPORATION**

HOUSTON: 3200 Travis Street
Suite 200
Houston, TX 77006

AUSTIN: 911 W. Anderson Lane
Suite 200
Austin, TX 78757

PHONE: (713) 951-7951

**PROGRESS
REPORT**

THEGOODMANCORP.COM

TBPE NO. F-19990

To: Gordon Quan, Chairman, EDRA/TIRZ 15
From: Jude Anderson
Date: September 1, 2022
Re: Administrative and Project Coordination (EDRA100) – August 2022

Details

Date	Notes	Hours	Billable Amount
<u>EDRA100 Task 1 - Administrative and project coordination support</u>			
8/1/2022	Projects Committee Meeting	1	\$ 138.83
8/2/2022	Contract status discussion.	0.25	\$ 59.77
8/2/2022	Lunch with EDMD Executive Director.	1.5	\$ 208.25
8/3/2022	Checks - Certified Mailing	1.62	\$ 149.93
8/4/2022	Post office	1	\$ 92.55
8/4/2022	Communications Committee: Call with Chair Mendoza. Outreach re: new development in zone and B-Cycle.	1	\$ 138.83
8/4/2022	Weekly project updates with EHRA	1	\$ 138.83
8/5/2022	Communications Committee: call with Director Hopkins	1	\$ 138.83
8/5/2022	Communications Committee & Contracts: Call with Director Dyess	0.5	\$ 69.42
8/5/2022	Communications Committee: Park(ing) Day memo and coordination with Mayor's Office and ParkHouston.	2	\$ 277.66
8/5/2022	Updates and coordination with EDMD. Visited ROW for future Park(ing) Day event	1	\$ 138.83
8/8/2022	Several emails exchanged with CPA and meeting with TGC office administrator re: date of check distribution to Jerdon, the construction contractor for Phase 1 Amenity Overlay. Tracked down tracking number for certified delivery from USPS.	0.5	\$ 69.42
8/9/2022	Q&A emails and calls with EDMD re upcoming EDMD BOD meeting. Compiling invoices received to date.	1	\$ 138.83
8/11/2022	Weekly projects update call with EHRA. Website content updates - board books, agendas, approved minutes, minor adjustments to descriptive text.	2	\$ 277.66
8/15/2022	Preparing invoices for Finance and Projects Committees. Coordination with CPA for missing invoices.	1	\$ 138.83
8/16/2022	create SAM checklist spreadsheet and file	0.17	\$ 30.16

8/16/2022	Call with EDMD re: securing partners for Park(ing) Day event. Outreach continued to planning firms.	1	\$	138.83
8/18/2022	Continued outreach, targeting higher ed and school district contacts across various departments. Weekly call with EHRA on all project progress.	2	\$	277.66
8/19/2022	Walked through entire permit submittal process with EDMD. Updated Memo to serve as attachments to send to industry partners (planning/AEC) vs local partners with less experience and requiring more education and information. Updated google form. Weekly Digest content write-ups: Call for partners for Park(ing) day event and announcement of TIRZ newsletter signup. Coordination with constant contact digest manager.	3	\$	416.49
8/22/2022	EDRA signed check -preparation for mailing	1	\$	92.55
8/22/2022	Preparations for Communications Committee meeting. Hosted virtual committee meeting. Follow up after meeting - research on printing/marketing tools, branding with EDMD and previous existence of a TIRZ brand/mark or logo.	3	\$	416.49
8/23/2022	Post office - mailing of certified mail certified mail tracking information	1.25	\$	115.69
8/23/2022	Continued push and follow up calls with firms, professional associations, city of Houston partners. Ribbon cutting planning. Branding costs discussion with EDMD. Research on branded equipment ordering - mostly national firms or can purchase local then take to local screen printer or laser printer. Embroidery options explored.	2	\$	277.66
8/24/2022	Lunch with Director Hopkins. Discussed issues with Branding/marketing elements re: collateral printing and equipment for Park(ing) day event and upcoming year.	1	\$	138.83
8/25/2022	EDMD call re: event planning progress. Weekly project updates call with EHRA. Calls with 5 potential spot sponsors (planning and local)	3	\$	416.49
8/26/2022	Update to projects committee re: Walker St Rehab bid and preliminary recommendation from EHRA. Last round of calls and emails re: event and ribbon cutting.	1	\$	138.83
8/30/2022	Emails re: Walker Bid. Calls with 4 spot sponsors who canceled involvement.	1	\$	138.83
8/31/2022	Sent CIP to Bracewell per request from auditor. Recommendation letter email to projects committee. Coordination with B-Cycle on Digest content. Comms plan updating.	0.75	\$	104.12
Total Administrative		36.54	\$	4,879.08
<u>T-1505 Walker Street Roadway Rehabilitation</u>				
8/10/2022	Attended pre-bid virtual meeting	0.5	\$	69.42
8/31/2022	Email re: Walker rehab bid recommendation	0.25	\$	34.71
Subtotal T-1505		0.75	\$	104.12
<u>T-1516 Phase 1A Amenity Overlay</u>				
8/8/2022	Updated event information in project memo and map per discussions with City of Houston public events project manager previous week. Sent to Remi.	0.5	\$	69.42
8/10/2022	Attended EDMD Board meeting. Started completing event permit forms.	1.5	\$	208.25

8/12/2022	Filled out even application forms on behalf of EDMD with event information, maps/exhibits. Contacted COH HPW SafeStreets re: 2021 program and event planning process to see if 2022 collaboration is possible.	2	\$	277.66
8/15/2022	Emails and calls with HPW (Safe Streets and others) to ensure no other departmental staff are working on a Park(ing) Day event. Email exchanges re: progress on Amenity overlay given continued delays of completing irrigation issues and install of plantings. Outreach to planning, architecture, design firms to gauge interest.	1	\$	138.83
8/17/2022	Concerted effort to confirm final participation in phone calls with planning/AEC firms. Sharing memo and call for partners form for completion. Desk research and cold call out reach to local/East End planning/AEC firms. Limited interest. Review progress call with EDMD and continued identification of new partners.	3	\$	416.49
8/29/2022	Call with EDMD to check in on progress. Very low conversion but extensive interest. Set a target for final count confirmation by 9/1 to assess if remaining potentially interested parties planned to confirm.	1	\$	138.83
8/31/2022	Email to Communications re: cancellation of parking day event.	0.5	\$	69.42
Subtotal T-1516		9.5	\$	1,318.89
Grand Total		46.79	\$	6,302.09

Table 1 Invoice Summary			
Rate Category	Hours	2022 Rate*	Invoice Amount
Admin I	4.87	\$92.55	\$ 450.72
Associate I		\$92.55	
Associate II		\$112.61	
Associate III		\$115.69	
Senior Associate I		\$123.40	
Senior Associate II	41.5	\$138.83	\$ 5,761.45
Senior Associate III		\$158.88	
Principal I		\$177.39	
Principal II		\$208.24	
Principal III	.25	\$239.09	\$ 30.16
Principal Engineer		\$215.96	
**AMOUNT			\$6,302.09
TOTAL BUDGET			\$ 39,000
TOTAL AMOUNT BILLED TO DATE			\$ 32,358.81
REMAINING BUDGET			\$ 6,641.19
*Rates subject to annual revision			
**Not to exceed \$6,500 month. Initial 6-month Contract Budget (March-August 2022)			

BRACEWELL

East Downtown Redevelopment Authority
5177 Richmond Avenue, Suite 800
Houston, TX 77056

September 07, 2022
Invoice: 21941374
BA: 04674 Clark Stockton Lord

Our Matter: 0025547.000001 General Counsel Representation
For Services Through August 31, 2022

T-200 - Capital Improvement Projects

<u>Date</u>	<u>Description</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
08/15/22	Prepare for and attend Finance Committee meeting discussion re: Scenic Houston	Mary Buzak	0.75	400.00	300.00
08/15/22	Prepare for and attend Finance Committee meeting; handle Scenic Houston issues	Clark Stockton Lord	1.00	400.00	400.00
08/23/22	Prepare response to Scenic Houston's counter-demand	Mary Buzak	1.50	400.00	600.00
Total: Capital Improvement Projects					1,300.00

Total Fees

\$ 1,300.00

Summary of Fees

<u>Timekeeper</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Mary Buzak	Counsel	2.25	400.00	900.00
Clark Stockton Lord	Partner	1.00	400.00	400.00
Total Summary of Fees		3.25		\$ 1,300.00

Total Fees, Expenses and Charges on This Invoice

\$ 1,300.00

Bracewell LLP 711 Louisiana Street, Suite 2300 Houston, Texas 77002 bracewell.com

AUSTIN

CONNECTICUT

DALLAS

DUBAI

HOUSTON

LONDON

NEW YORK

SAN ANTONIO

SEATTLE

WASHINGTON, DC



INVOICE

Remit via ACH to:
Allegiance Bank
Routing # 113025723 - Account # 1017342

Edminster Hinshaw Russ & Assoc.
dba EHRA Engineering
10011 Meadowglen Lane
Houston, Texas 77042
713.784.4500

City of Houston TIRZ No. 15
Cindy Craig
VIA EMAIL: ccraig@houston-cpas.com

Invoice number 94388
Date 08/22/2022
Invoice Total **\$4,099.86**
Terms: Due Upon Receipt
Pay Online: ehrainc.com/make-payment

Project Manager: Kyle J. Macy
Billing Manager: Kyle J. Macy
Professional Services for the Date Ending 7/31/2022

Project: 111-022-31 Walker Street Roadway Rehabilitation

Invoice Group: 00

Walker Street Roadway Rehabilitation

Professional engineering services rendered in connection with creating set of plans and gain approvals for bidding, and teaming with Midtown Engineers and others to achieve COH MWBE goals.

	Contract	% Complete	Total Billed	Prior Billing	Current Billing
Task 1 - Project Management	\$7,500.00	100.00%	\$7,500.00	\$7,500.00	\$0.00
Task 2 - Final Design (30%,60%,90%,100%)	\$114,000.00	100.00%	\$114,000.00	\$114,000.00	\$0.00
Task 3 - Bid Phase	\$8,500.00	100.00%	\$8,500.00	\$5,100.00	\$3,400.00
	\$130,000.00		\$130,000.00	\$126,600.00	\$3,400.00

	Contract	% Complete	Total Billed	Prior Billing	Current Billing
Task 4 - Expenses	\$8,000.00	8.75%	\$699.86	\$0.00	\$699.86
	\$8,000.00		\$699.86	\$0.00	\$699.86

	Contract	% Complete	Total Billed	Prior Billing	Current Billing
Task 5 - Topographic Survey	\$10,000.00	69.50%	\$6,950.00	\$6,950.00	\$0.00
Task 6 - TDLR	\$1,750.00	0.00%	\$0.00	\$0.00	\$0.00
Task 7 - Geotechnical Report	\$10,000.00	60.04%	\$6,004.26	\$6,004.26	\$0.00
Task 8 - Environmental Assessment (ESA) Phase I	\$5,000.00	0.00%	\$0.00	\$0.00	\$0.00
Task 9 - Subsurface Utility Engineering (SUE)	\$7,500.00	0.00%	\$0.00	\$0.00	\$0.00
Task 10 - Public Engagement	\$15,000.00	0.00%	\$0.00	\$0.00	\$0.00
	\$49,250.00		\$12,954.26	\$12,954.26	\$0.00

REIMBURSABLES

Advertising/Public Notices
Advertising/Public Notices

Charge

\$580.80

\$119.06

\$699.86

***** Total Project Invoice Amount**

\$4,099.86



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Routing # 113025723 - Account # 1017342

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dba EHRA Engineering
10011 Meadowglen Lane
Houston, Texas 77042
713.784.4500

Invoice Detail Report

REIMBURSABLES

00

Task 4 - Expenses

	Employee Name	Units	Rate	Charge
Advertising/Public Notices	07/29/2022	1.00	580.800	\$580.80
<i>Houston Business Journal, Inv#10375095, 7/29/22, East Downtown Redevelopment Authority and Tax Increment Reinvestment Zone #15 Walker Street Rehabilitation, 111-022-31</i>				
Advertising/Public Notices	07/29/2022	1.00	119.064	\$119.06
<i>Amtek Information, Inv#35589, 7/29/22, EDA/TIRZ#15 Walker Street Rehabilitation, 111-022-31</i>				
Phase subtotal				\$699.86
00 subtotal				\$699.86
REIMBURSABLES				\$699.86



INVOICE

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10011 Meadowglen Lane
Houston, Texas 77042
713.784.4500

City of Houston TIRZ No. 15
Cindy Craig
VIA EMAIL: ccraig@houston-cpas.com

Invoice number 94389
Date 08/22/2022
Invoice Total **\$5,000.00**
Terms: Due Upon Receipt
Pay Online: ehrainc.com/make-payment

Project Manager: Kyle J. Macy
Billing Manager: Kyle J. Macy
Professional Services for the Date Ending 7/31/2022

Project: 111-022-32 Phase II Reconstruction

Invoice Group: 00

Phase II Reconstruction

Professional engineering services rendered in connection with right-of-way to right-of-way reconstruction for limits defined in description. Utilities, pavement and ped realm. Bike lane and Metro bus stops will be included on Polk Street.

	Contract	% Complete	Total Billed	Prior Billing	Current Billing
Design Phase Services	\$493,000.00	1.52%	\$7,500.00	\$2,500.00	\$5,000.00
Surveying	\$45,000.00	21.11%	\$9,500.00	\$9,500.00	\$0.00
Geotechnical	\$23,100.00	0.00%	\$0.00	\$0.00	\$0.00
Environmental Site Assessment	\$4,840.00	0.00%	\$0.00	\$0.00	\$0.00
Subsurface Utility Engineering (SUE)	\$22,000.00	0.00%	\$0.00	\$0.00	\$0.00
TDLR Review	\$2,000.00	0.00%	\$0.00	\$0.00	\$0.00
	\$589,940.00		\$17,000.00	\$12,000.00	\$5,000.00

	Contract	% Complete	Total Billed	Prior Billing	Current Billing
Expenses	\$40,000.00	0.00%	\$0.00	\$0.00	\$0.00

*** Total Project Invoice Amount

\$5,000.00



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Routing # 113025723 - Account # 1017342

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dba EHRA Engineering
10011 Meadowglen Lane
Houston, Texas 77042
713.784.4500

City of Houston TIRZ No. 15
Cindy Craig
VIA EMAIL: cccraig@houston-cpas.com

Invoice number 94552
Date 09/13/2022
Invoice Total **\$773.30**
Terms: Due Upon Receipt
Pay Online: ehrainc.com/make-payment

Project Manager: Kyle J. Macy
Billing Manager: Kyle J. Macy
Professional Services for the Date Ending 8/28/2022

Project: 111-022-31 Walker Street Roadway Rehabilitation

Invoice Group: 00

Walker Street Roadway Rehabilitation

Professional engineering services rendered in connection with creating set of plans and gain approvals for bidding, and teaming with Midtown Engineers and others to achieve COH MWBE goals.

Basic Services	Contract	% Complete	Total Billed	Prior Billing	Current Billing
Task 1 - Project Management	\$7,500.00	100.00%	\$7,500.00	\$7,500.00	\$0.00
Task 2 - Final Design (30%,60%,90%,100%)	\$114,000.00	100.00%	\$114,000.00	\$114,000.00	\$0.00
Task 3 - Bid Phase	\$8,500.00	100.00%	\$8,500.00	\$8,500.00	\$0.00
	\$130,000.00		\$130,000.00	\$130,000.00	\$0.00
	Contract	% Complete	Total Billed	Prior Billing	Current Billing
Task 1 - Construction Phase Services	\$25,000.00	0.00%	\$0.00	\$0.00	\$0.00
Task 3 - Materials Testing	\$38,000.00	0.00%	\$0.00	\$0.00	\$0.00
	\$63,000.00		\$0.00	\$0.00	\$0.00
	Contract	% Complete	Total Billed	Prior Billing	Current Billing
Task 6 - TDLR	\$1,750.00	0.00%	\$0.00	\$0.00	\$0.00
	\$1,750.00		\$0.00	\$0.00	\$0.00
Basic Services	Contract	% Complete	Total Billed	Prior Billing	Current Billing
Task 4 - Expenses	\$8,000.00	18.41%	\$1,473.16	\$699.86	\$773.30
	\$8,000.00		\$1,473.16	\$699.86	\$773.30
	Contract	% Complete	Total Billed	Prior Billing	Current Billing
Task 2 - Project Site Representative	\$30,000.00	0.00%	\$0.00	\$0.00	\$0.00
	\$30,000.00		\$0.00	\$0.00	\$0.00
Additional Services	Contract	% Complete	Total Billed	Prior Billing	Current Billing
Task 5 - Topographic Survey	\$10,000.00	69.50%	\$6,950.00	\$6,950.00	\$0.00
Task 7 - Geotechnical Report	\$10,000.00	60.04%	\$6,004.26	\$6,004.26	\$0.00
Task 8 - Environmental Assessment (ESA) Phase I	\$5,000.00	0.00%	\$0.00	\$0.00	\$0.00
Task 9 - Subsurface Utility Engineering (SUE)	\$7,500.00	0.00%	\$0.00	\$0.00	\$0.00
Task 10 - Public Engagement	\$15,000.00	0.00%	\$0.00	\$0.00	\$0.00
	\$47,500.00		\$12,954.26	\$12,954.26	\$0.00



INVOICE

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10011 Meadowglen Lane
Houston, Texas 77042
713.784.4500

REIMBURSABLES

Advertising/Public Notices

Governmental Fee: Gov't Plan Review Fees

Charge

\$580.80

\$192.50

\$773.30

*** Total Project Invoice Amount

\$773.30



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Houston, Texas 77042
713.784.4500

Invoice Detail Report

REIMBURSABLES

Walker Street Roadway Rehabilitation

Task 4 - Expenses

	Employee Name		Units	Rate	Charge
Advertising/Public Notices	08/05/2022		1.00	580.800	\$580.80
<i>Houston Business Journal, Inv#10376082, 8/5/22, East Downtown Redevelopment Authority and Tax Increment Reinvestment Zone #15 Walker St Rehab 111-022-31</i>					
Governmental Fee: Gov't Plan Review Fees	07/31/2022		1.00	192.500	\$192.50
<i>7/27, TDLR Reveiw Fee for Walker Street Rehabilitation, 111-022-31 TDLR Review Phase, pd with CF First Bank Card</i>					
Phase subtotal					<u>\$773.30</u>

Walker Street Roadway Rehabilitation subtotal **\$773.30**

REIMBURSABLES **\$773.30**



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10011 Meadowglen Lane
Houston, Texas 77042
713.784.4500

City of Houston TIRZ No. 15
Cindy Craig
VIA EMAIL: ccraig@houston-cpas.com

Invoice number 94553
Date 09/13/2022
Invoice Total **\$5,000.00**
Terms: Due Upon Receipt
Pay Online: ehrainc.com/make-payment

Project Manager: Kyle J. Macy
Billing Manager: Kyle J. Macy
Professional Services for the Date Ending 8/28/2022

Project: 111-022-32 Phase II Reconstruction
Invoice Group: 00

Phase II Reconstruction

Professional engineering services rendered in connection with right-of-way to right-of-way reconstruction for limits defined in description. Utilities, pavement and ped realm. Bike lane and Metro bus stops will be included on Polk Street.

	Contract	% Complete	Total Billed	Prior Billing	Current Billing
Design Phase Services	\$493,000.00	2.54%	\$12,500.00	\$7,500.00	\$5,000.00
Surveying	\$45,000.00	21.11%	\$9,500.00	\$9,500.00	\$0.00
Geotechnical	\$23,100.00	0.00%	\$0.00	\$0.00	\$0.00
Environmental Site Assessment	\$5,280.00	0.00%	\$0.00	\$0.00	\$0.00
Subsurface Utility Engineering (SUE)	\$22,000.00	0.00%	\$0.00	\$0.00	\$0.00
TDLR Review	\$2,000.00	0.00%	\$0.00	\$0.00	\$0.00
	\$590,380.00		\$22,000.00	\$17,000.00	\$5,000.00

	Contract	% Complete	Total Billed	Prior Billing	Current Billing
Expenses	\$40,000.00	0.00%	\$0.00	\$0.00	\$0.00

*** Total Project Invoice Amount

\$5,000.00

TAB 5.d.

**DISCLOSURE STATEMENT OF BOOKKEEPER/
INVESTMENT OFFICER**

MEMORANDUM

Date: September 19, 2022

To: Board of Directors
East Downtown Redevelopment Authority (the "Authority")

Copy: Board of Directors
Attorney for the Authority
Bookkeeper for the Authority
Texas Ethics Commission

From: Jack Roland, Investment Officer and Bookkeeper

Subject: DISCLOSURE UNDER THE PUBLIC FUNDS INVESTMENT ACT

As investment officer/bookkeeper for the Authority, I submit this disclosure of my relationships with entities or individuals who are offering, have offered, or may offer to engage in an investment transaction with the Authority as of the date of this memorandum, in compliance with the Public Funds Investment Act and with the Authority's Investment Policy.

1. I have the following "personal business relationships" with individuals or entities who are offering to engage, have offered to engage or may offer to engage in an investment transaction with the Authority:

(a) I own (i) ten per cent (10%) or more of the voting stock or shares or (b) \$5,000 or more of the fair market value of the following business organizations:

(b) I have received from the following business organizations funds that exceed ten percent (10%) of my gross income for the previous year:

(c) During the previous year, I acquired for my personal account investments with a book value of \$2,500 or more from the following business organizations:

2. I am related within the second degree of affinity (marriage) or consanguinity (blood) as determined by Chapter 573, Government Code, to the following individuals who are seeking, have sought or may seek to sell an investment to the Authority:

(SIGNATURE)

TAB 5.e.

DRAFT AUDIT FYE JUNE 30, 2022

EAST DOWNTOWN REDEVELOPMENT AUTHORITY

CITY OF HOUSTON, TEXAS

ANNUAL FINANCIAL REPORT

JUNE 30, 2022

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McCALL GIBSON SWEDLUND BARFOOT PLLC

Certified Public Accountants

13100 Wortham Center Drive
Suite 235
Houston, Texas 77065-5610
(713) 462-0341
Fax (713) 462-2708

PO Box 29584
Austin, TX 78755-5126
(512) 610-2209
www.mgsbpllc.com
E-Mail: mgsb@mgsbpllc.com

INDEPENDENT AUDITOR'S REPORT

Board of Directors
East Downtown Redevelopment Authority
City of Houston, Texas

Opinions

We have audited the accompanying financial statements of the governmental activities and major fund of East Downtown Redevelopment Authority (the "Authority"), a component unit of the City of Houston, Texas, as of and for the year ended June 30, 2022, and the related notes to the financial statements, which collectively comprise the Authority's basic financial statements as listed in the table of contents.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and major fund of the Authority as of June 30, 2022 and the respective changes in financial position for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Authority and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Authority's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements, including omissions, are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

Board of Directors
East Downtown Redevelopment Authority

In performing an audit in accordance with generally accepted auditing standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Authority's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Authority's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the Management's Discussion and Analysis and the Schedule of Revenues, Expenditures and Changes in Fund Balance - Budget and Actual - General Fund be presented to supplement the basic financial statements. Such information is the responsibility of management and, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Supplementary Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the Authority's basic financial statements. The supplementary information required by the City of Houston, Texas and other supplementary information is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The supplementary information, excluding that portion marked "Unaudited" on which we express no opinion or provide any assurance, has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

McCall Gibson Swedlund Barfoot PLLC
Certified Public Accountants
Houston, Texas

September 19, 2022

EAST DOWNTOWN REDEVELOPMENT AUTHORITY

MANAGEMENT'S DISCUSSION AND ANALYSIS

FOR THE YEAR ENDED JUNE 30, 2022

Management's discussion and analysis of East Downtown Redevelopment Authority's (the "Authority") financial performance provides an overview of the Authority's financial activities for the fiscal year ended June 30, 2022. Please read it in conjunction with the Authority's financial statements, which begin on page 8.

FINANCIAL HIGHLIGHTS

- The Authority issued Series 2021 Tax Increment Contract Revenue and Refunding Bonds of \$23,515,000 during the current fiscal year and used \$11,995,000 of the proceeds as a final payment on a note due to a bank.
- The Authority had a total combined fund balance of \$28,439,715 as of June 30, 2022. This compares to the prior year fund balance of \$14,784,530 showing an increase of \$13,655,185 during the current fiscal year.
- In the Authority's government-wide financial statements, liabilities exceeded assets by \$3,072,377 (net position) for the year ended June 30, 2022. This compares to the prior year when liabilities exceeded assets by \$4,931,187.

USING THIS ANNUAL REPORT

This annual report consists of a series of financial statements. The basic financial statements include: (1) combined fund financial statements and government-wide financial statements and (2) notes to the financial statements. The combined fund financial statements and government-wide financial statements combine both: (1) the Statement of Net Position and Governmental Fund Balance Sheet and (2) the Statement of Activities and Governmental Fund Statement of Revenue, Expenditures, and Changes in Fund Balance. This report also includes other supplementary information in addition to the basic financial statements.

GOVERNMENT-WIDE FINANCIAL STATEMENTS

The Authority's annual report includes two financial statements combining the government-wide financial statements and the fund financial statements. The government-wide portion of these statements provides both long-term and short-term information about the Authority's overall status. Financial reporting at this level uses a perspective similar to that found in the private sector with its basis in full accrual accounting and elimination or reclassification of internal activities.

EAST DOWNTOWN REDEVELOPMENT AUTHORITY
MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE YEAR ENDED JUNE 30, 2022

GOVERNMENT-WIDE FINANCIAL STATEMENTS (Continued)

The first of the government-wide statements is the Statement of Net Position. The Statement of Net Position is the Authority-wide statement of its financial position presenting information that includes all of the Authority's assets and liabilities, with the difference reported as net position. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the Authority as a whole is improving or deteriorating. Evaluation of the overall financial health of the Authority would extend to other non-financial factors.

The Statement of Activities reports how the Authority's net position changed during the current fiscal year. All current year revenues and expenses are included regardless of when cash is received or paid.

FUND FINANCIAL STATEMENTS

The combined statements also include fund financial statements. A fund is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The Authority has three governmental fund types. The General Fund is the operating fund of the Authority and accounts for resources of the Authority not required to be accounted for in another fund. The Debt Service Fund accounts for financial resources restricted, committed or assigned for servicing debt. The Capital Projects Fund accounts for financial resources restricted, committed or assigned for acquisition or construction of facilities and related costs.

Governmental funds are reported in each of the financial statements. The focus in the fund statements provides a distinctive view of the Authority's governmental funds. These statements report short-term fiscal accountability focusing on the use of spendable resources and balances of spendable resources available at the end of the year. They are useful in evaluating annual financing requirements of the Authority and the commitment of spendable resources for the near-term.

Since the government-wide focus includes the long-term view, comparisons between these two perspectives may provide insight into the long-term impact of short-term financing decisions. The adjustments columns, the Reconciliation of the Governmental Fund Balance Sheet to the Statement of Net Position and the Reconciliation of the Governmental Fund Statement of Revenues, Expenditures and Changes in Fund Balances to the Statement of Activities explain the differences between the two presentations and assist in understanding the differences between these two perspectives.

EAST DOWNTOWN REDEVELOPMENT AUTHORITY
MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE YEAR ENDED JUNE 30, 2022

NOTES TO THE FINANCIAL STATEMENTS

The accompanying notes to the financial statements provide information essential to a full understanding of the government-wide and fund financial statements.

OTHER INFORMATION

In addition to the financial statements and the accompanying notes, this report also presents certain required supplementary information ("RSI"). A budgetary comparison schedule is included as RSI for the General Fund.

GOVERNMENT-WIDE FINANCIAL ANALYSIS

Net position may serve over time as useful indicator of the Authority's financial position. In the case of the Authority, liabilities exceeded assets by \$3,072,377 as of June 30, 2022.

The following table provides a summary of changes in the Statement of Net Position as of June 30, 2022, and June 30, 2021:

	Summary of Changes in the Statement of Net Position		
	2022	2021	Variance Positive (Negative)
Current and Other Assets	\$ 30,024,740	\$ 15,817,654	\$ 14,207,086
Capital Assets-Land	314,661	314,661	
Construction in Progress	<u>1,962,814</u>	<u>482,269</u>	<u>1,480,545</u>
TOTAL ASSETS	\$ 32,302,215	\$ 16,614,584	\$ 15,687,631
Current Liabilities	\$ 1,570,491	\$ 1,077,875	\$ (492,616)
Due to Developers	1,582,172	1,677,896	95,724
Long-term Liabilities	<u>32,221,929</u>	<u>18,790,000</u>	<u>(13,431,929)</u>
TOTAL LIABILITIES	\$ 35,374,592	\$ 21,545,771	\$ (13,828,821)
NET POSITION:			
Net Investment in Capital Assets	\$ 2,277,475	\$ 796,930	\$ 1,480,545
Restricted	3,371,713	2,285,541	1,086,172
Unrestricted	<u>(8,721,565)</u>	<u>(8,013,658)</u>	<u>(707,907)</u>
TOTAL NET POSITION	\$ (3,072,377)	\$ (4,931,187)	\$ 1,858,810

EAST DOWNTOWN REDEVELOPMENT AUTHORITY
MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE YEAR ENDED JUNE 30, 2022

GOVERNMENT-WIDE FINANCIAL ANALYSIS (Continued)

The following table provides a summary of the changes in the Statement of Activities for the fiscal years ending June 30, 2022, and June 30, 2021:

	Summary of Changes in the Statement of Activities		
	2022	2021	Variance Positive (Negative)
Revenues:			
Tax Increment Revenue	\$ 4,727,508	\$ 5,114,508	\$ (387,000)
Interest Revenue	<u>31,756</u>	<u>8,456</u>	<u>23,300</u>
Total Revenues	<u>\$ 4,759,264</u>	<u>\$ 5,122,964</u>	<u>\$ (363,700)</u>
Expenses:			
Professional Services	\$ 57,151	\$ 81,817	\$ 24,666
Contracted Services	78,670	63,874	(14,796)
Capital Outlay	416,492	208,892	(207,600)
Interest Expense	1,050,711	605,730	(444,981)
Costs of Issuance	624,152		(624,152)
Other	<u>7,531</u>	<u>3,030</u>	<u>(4,501)</u>
Total Expenses	<u>\$ 2,234,707</u>	<u>\$ 963,343</u>	<u>\$ (1,271,364)</u>
Excess of Revenues Over Expenses	<u>\$ 2,524,557</u>	<u>\$ 4,159,621</u>	<u>\$ (1,635,064)</u>
Other Financing Uses:			
Transfer to City of Houston	\$ (665,747)	\$ (9,506,155)	\$ 8,840,408
Total Other Financing Uses	<u>\$ (665,747)</u>	<u>\$ (9,506,155)</u>	<u>\$ 8,840,408</u>
Change in Net Position	\$ 1,858,810	\$ (5,346,534)	\$ 7,205,344
Beginning Net Position	<u>(4,931,187)</u>	<u>415,347</u>	<u>(5,346,534)</u>
Ending Net Position	<u>\$ (3,072,377)</u>	<u>\$ (4,931,187)</u>	<u>\$ 1,858,810</u>

EAST DOWNTOWN REDEVELOPMENT AUTHORITY
MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE YEAR ENDED JUNE 30, 2022

FINANCIAL ANALYSIS OF THE AUTHORITY'S GOVERNMENTAL FUND

The Authority's governmental funds are the General Fund, Capital Projects Fund and Debt Service Fund. As discussed, governmental funds are reported in the fund statements with a short-term, inflow and outflow of spendable resources focus. This information is useful in assessing resources available at the end of the year in comparison with upcoming financing requirements. Governmental funds reported ending fund balance of \$28,439,715, an increase of \$13,655,185 from the prior year. Of the total fund balance, \$14,359,581 is restricted and \$14,080,134 is unassigned.

GENERAL FUND BUDGETARY HIGHLIGHTS

The board of the Authority approved a budget for the current fiscal year and that budget was not amended during the current fiscal year. Actual revenues were \$392,736 less than budgeted, actual expenditures were \$3,387,818 more than budgeted, and actual other financing sources were \$5,877,893 more than budgeted. Actual expenditures were more than budgeted primarily due to paying off a loan with proceeds from a bond issue. Other financing sources were more than budgeted primarily due to bond proceeds being more than the expected amount.

CAPITAL ASSETS

The Authority's capital assets, net of accumulated depreciation as of June 30, 2022, were \$2,277,475. The capital assets of the Authority consist of a parcel of park land deeded by a developer to the Authority as well as construction in progress.

Capital Assets Net of Accumulated Depreciation		
	<u>2022</u>	<u>2021</u>
Non-Depreciable Assets:		
Land	\$ 314,661	\$ 314,661
Construction in Progress	<u>1,962,814</u>	<u>482,269</u>
Total Non-Depreciable Assets	<u>\$2,277,475</u>	<u>\$ 796,930</u>

Additional information on the Authority's capital assets can be found in Note 12 of this report.

LONG-TERM DEBT ACTIVITY

At the end of the current fiscal year, the Authority had long-term debt in the amount of \$5,970,000 relating to a note payable to a bank and \$23,515,000 relating to the Series 2021 Bond issue for a total of \$29,485,000.

CONTACTING THE AUTHORITY'S MANAGEMENT

This financial report is designed to provide a general overview of the Authority's finances. Questions concerning any of the information provided in this report or requests for additional information should be addressed to East Downtown Redevelopment Authority, c/o Bracewell LLP, 711 Louisiana Street, Suite 2300, Houston, Texas 77002-2770.

EAST DOWNTOWN REDEVELOPMENT AUTHORITY
STATEMENT OF NET POSITION AND
GOVERNMENTAL FUNDS BALANCE SHEET
JUNE 30, 2022

	General Fund	Debt Service Fund
ASSETS		
Cash	\$ 1,861,608	\$
Investments	13,472,334	1,570,319
Tax Increments Receivable	1,548,249	
Due from Other Fund	340,323	
Prepaid Costs		
Capital Assets		
TOTAL ASSETS	<u>\$ 17,222,514</u>	<u>\$ 1,570,319</u>
LIABILITIES		
Accounts Payable	\$ 990,347	\$
Retainage Payable	36,326	
Accrued Interest Payable		
Due to Other Fund		
Due to Developers		
Long-term Liabilities:		
Note due Within One Year		
Note due After One Year		
TOTAL LIABILITIES	<u>\$ 1,026,673</u>	<u>\$ -0-</u>
FUND BALANCE		
Restricted	\$ 2,115,707	\$ 1,570,319
Unassigned	14,080,134	
TOTAL FUND BALANCE	<u>\$ 16,195,841</u>	<u>\$ 1,570,319</u>
TOTAL LIABILITIES AND FUND BALANCE	<u>\$ 17,222,514</u>	<u>\$ 1,570,319</u>
NET POSITION		
Net Investment in Capital Assets		
Restricted		
Unassigned		
TOTAL NET POSITION		

The accompanying notes to the financial
statements are an integral part of this report.

Capital Projects Fund	Total	Adjustments	Statement of Net Position
\$ 797	\$ 1,862,405	\$	\$ 1,862,405
11,242,586	26,285,239		26,285,239
	1,548,249		1,548,249
	340,323	(340,323)	
		328,847	328,847
		2,277,475	2,277,475
<u>\$ 11,243,383</u>	<u>\$ 30,036,216</u>	<u>\$ 2,265,999</u>	<u>\$ 32,302,215</u>
\$ 149,231	\$ 1,139,578	\$	\$ 1,139,578
80,274	116,600		116,600
		314,313	314,313
340,323	340,323	(340,323)	
		1,582,172	1,582,172
		1,050,000	1,050,000
		31,171,929	31,171,929
<u>\$ 569,828</u>	<u>\$ 1,596,501</u>	<u>\$ 33,778,091</u>	<u>\$ 35,374,592</u>
\$	\$ 3,686,026	\$ (3,686,026)	\$
10,673,555	24,753,689	(24,753,689)	
<u>\$ 10,673,555</u>	<u>\$ 28,439,715</u>	<u>\$ (28,439,715)</u>	<u>\$ -0-</u>
<u>\$ 11,243,383</u>	<u>\$ 30,036,216</u>		
		\$ 2,277,475	\$ 2,277,475
		3,371,713	3,371,713
		(8,721,565)	(8,721,565)
		<u>\$ (3,072,377)</u>	<u>\$ (3,072,377)</u>

The accompanying notes to the financial statements are an integral part of this report.

EAST DOWNTOWN REDEVELOPMENT AUTHORITY
RECONCILIATION OF THE GOVERNMENTAL FUNDS BALANCE
SHEET TO THE STATEMENT OF NET POSITION
JUNE 30, 2022

Total Fund Balances – Governmental Funds \$ 28,439,715

Amounts reported for governmental activities in the Statement of Net Position are different because:

Prepaid bond insurance costs are amortized over the term of the debt in governmental accounting. 328,847

Capital assets used in governmental activities are not financial resources and therefore are not reported as assets in the governmental funds. 2,277,475

Governmental funds report interest expenditures on long-term liabilities as expenditures in the year paid. However, in the Statement of Net Position, interest is accrued on long-term liabilities through year end. (314,313)

Certain liabilities are not due and payable in the current period and, therefore, are not reported as liabilities in the governmental funds. These liabilities at year end consist of:

Due to Developers	\$ (1,582,172)	
Long-term Debt Due Within One Year	(1,050,000)	
Long-term Debt Due After One year	<u>(31,171,929)</u>	<u>(33,804,101)</u>

Total Net Position – Governmental Activities \$ (3,072,377)

The accompanying notes to the financial
statements are an integral part of this report.

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EAST DOWNTOWN REDEVELOPMENT AUTHORITY
STATEMENT OF ACTIVITIES AND GOVERNMENTAL FUNDS STATEMENT
OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
FOR THE YEAR ENDED JUNE 30, 2022

	<u>General Fund</u>	<u>Debt Service Fund</u>
REVENUES		
Tax Increment Revenue (Net of retention for Affordable Housing of \$273,220, Educational Facilities of \$533,038, Administrative Costs of \$154,387 and payment of Municipal Service Charges of \$313,726)	\$ 4,727,508	\$
Interest Revenues	<u>19,626</u>	<u>1,469</u>
TOTAL REVENUES	<u>\$ 4,747,134</u>	<u>\$ 1,469</u>
EXPENDITURES/EXPENSES		
Service Operations:		
Professional Services	\$ 57,151	\$
Contracted Services	78,670	
Insurance Cost	1,446	
Other	5,874	
Capital Outlay	560,142	
Debt Service:		
Debt Principal Payments	12,820,000	
Debt Interest Payments	660,781	190,406
Developer Reimbursement	95,724	
Costs of Issuance		
TOTAL EXPENDITURES/EXPENSES	<u>\$ 14,279,788</u>	<u>\$ 190,406</u>
EXCESS OF REVENUES OVER EXPENDITURES/EXPENSES	<u>\$ (9,532,654)</u>	<u>\$ (188,937)</u>
OTHER FINANCING SOURCES (USES)		
Transfers In(Out)	\$ 11,609,712	\$ 190,406
Bond Proceeds		1,568,850
Bond Premium		
Transfer to the City of Houston, Note 13	<u>(665,747)</u>	
TOTAL OTHER FINANCING SOURCES (USES)	<u>\$ 10,943,965</u>	<u>\$ 1,759,256</u>
NET CHANGE IN FUND BALANCES	\$ 1,411,311	\$ 1,570,319
CHANGE IN NET POSITION		
FUND BALANCE/NET POSITION – JULY 1, 2021	<u>14,784,530</u>	<u>-0-</u>
FUND BALANCE/NET POSITION – JUNE 30, 2022	<u>\$ 16,195,841</u>	<u>\$ 1,570,319</u>

The accompanying notes to the financial
statements are an integral part of this report.

<u>Capital Projects Fund</u>	<u>Total</u>	<u>Adjustments</u>	<u>Statement of Activities</u>
\$	\$ 4,727,508	\$	\$ 4,727,508
<u>10,661</u>	<u>31,756</u>		<u>31,756</u>
<u>\$ 10,661</u>	<u>\$ 4,759,264</u>	<u>\$ -0-</u>	<u>\$ 4,759,264</u>
\$ 23,412	\$ 80,563	\$	\$ 80,563
	78,670		78,670
	1,446		1,446
211	6,085		6,085
1,313,483	1,873,625	(1,480,545)	393,080
	12,820,000	(12,820,000)	
	851,187	199,524	1,050,711
	95,724	(95,724)	
<u>962,563</u>	<u>962,563</u>	<u>(338,411)</u>	<u>624,152</u>
<u>\$ 2,299,669</u>	<u>\$ 16,769,863</u>	<u>\$(14,535,156)</u>	<u>\$ 2,234,707</u>
<u>\$ (2,289,008)</u>	<u>\$(12,010,599)</u>	<u>\$ 14,535,156</u>	<u>\$ 2,524,557</u>
\$(11,800,118)	\$	\$	\$
21,946,150	23,515,000	(23,515,000)	
2,816,531	2,816,531	(2,816,531)	
	(665,747)		(665,747)
<u>\$ 12,962,563</u>	<u>\$ 25,665,784</u>	<u>\$ (26,331,531)</u>	<u>\$ (665,747)</u>
10,673,555	13,655,185	(13,665,185)	
		1,858,810	1,858,810
<u>-0-</u>	<u>14,784,530</u>	<u>(19,715,717)</u>	<u>(4,931,187)</u>
<u>\$ 10,673,555</u>	<u>\$ 28,439,715</u>	<u>\$ (31,512,092)</u>	<u>\$ (3,072,377)</u>

The accompanying notes to the financial statements are an integral part of this report.

**EAST DOWNTOWN REDEVELOPMENT AUTHORITY
RECONCILIATION OF THE GOVERNMENTAL FUNDS STATEMENT OF
REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
TO THE STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED JUNE 30, 2022**

Net Change in Fund Balances – Governmental Funds \$ 13,655,185

Amounts reported for governmental activities in the Statement of Activities are different because:

Governmental funds report capital expenditures in the period purchased. However, in the Statement of Net Position, capital assets are increased by new purchases. 1,480,545

Governmental funds report bond proceeds as other financing sources. Issued bonds increase long-term liabilities in the Statement of Net Position. (23,515,000)

In the Statement of Net Position, bond discounts and premiums are amortized over the life of the bonds and the current year amortized portion is recorded in the Statement of Activities. (2,478,120)

Capital outlays for developer reimbursements are recorded as expenditures in the fund, but reduce the liability for due to developer in the Statement of Net Position. 95,724

Accrued interest on long-term liabilities is not payable with current financial resources and is not reported in the governmental funds. (199,524)

Governmental funds report note principal payments as expenditures. However, in the Statement of Net Position, note principal payments are reported as decreases in long-term liabilities. 12,820,000

Change in Net Position – Governmental Activities \$ 1,858,810

The accompanying notes to the financial
statements are an integral part of this report.

EAST DOWNTOWN REDEVELOPMENT AUTHORITY
NOTES TO THE FINANCIAL STATEMENTS
JUNE 30, 2022

NOTE 1. CREATION OF CORPORATION

The City of Houston, Texas (the “City”) authorized the creation of the East Downtown Redevelopment Authority (the “Authority”) by the Resolution No. 2000-27 passed on May 31, 2000. The Authority was created and organized as a local government corporation pursuant to provisions of Subchapter D of Chapter 431 of the Texas Transportation Code and Chapter 394 of the Texas Local Government Code. The Authority is organized as a public non-profit corporation for the purpose of aiding, assisting, and acting on behalf of the City in the performance of its governmental function to promote the common good and general welfare of Reinvestment Zone Number Fifteen (the “Zone”) and neighboring areas in the preparation and implementation of a project plan and a reinvestment zone financing plan for the Zone; in the development of a policy to finance development and redevelopment of residential and commercial properties in the East Downtown area; and in the development and implementation of a redevelopment policy for the East Downtown area, including the acquisition of land for redevelopment purposes; in the development and implementation of a policy for improving vehicular and pedestrian circulation in the East Downtown area including the acquisition of street rights-of-way. The Authority may issue bonds with consent of City Council. The Authority is governed by a Board of Directors consisting of up to seven members who are appointed by the Mayor with the approval of City Council.

NOTE 2. SIGNIFICANT ACCOUNTING POLICIES

The accompanying basic financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America as promulgated by the Governmental Accounting Standards Board (“GASB”).

The GASB has established the criteria for determining whether or not a given entity is a component unit. The criteria are: (1) is the potential component unit a legally separate entity, (2) does the primary government appoint a voting majority of the potential component unit’s board, (3) is the primary government able to impose its will on the potential component unit, (4) is there a financial benefit or burden relationship. The Authority was created as an instrumentality of the City of Houston (the “City”). The Authority does meet the criteria for inclusion as a component unit of the City. Copies of the financial statements for the City may be obtained from the City Secretary’s office.

Financial Statement Presentation

These financial statements have been prepared in accordance with GASB Codification of Governmental Accounting and Financial Reporting Standards Part II, Financial Reporting (“GASB Codification”).

EAST DOWNTOWN REDEVELOPMENT AUTHORITY
NOTES TO THE FINANCIAL STATEMENTS
JUNE 30, 2022

NOTE 2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Financial Statement Presentation (Continued)

The GASB Codification sets forth standards for external financial reporting for all state and local government entities, which include a requirement for a Statement of Net Position and a Statement of Activities. It requires the classification of net position into three components: Net Investment in Capital Assets; Restricted; and Unrestricted. These classifications are defined as follows:

- Net Investment in Capital Assets – This component of net position consists of capital assets, including restricted capital assets, net of accumulated depreciation and reduced by the outstanding balances of any bonds, mortgages, notes, or other borrowings that are attributable to the acquisition, construction, or improvements of those assets.
- Restricted Net Position – This component of net position consists of constraints placed on the use of assets imposed by creditors (such as through debt covenants), grantors, contributors, or laws or regulation of other governments or constraints imposed by law through constitutional provisions or enabling legislation.
- Unrestricted Net Position – This component of net position consists of assets that do not meet the definition of Restricted or Net Investment in Capital Assets.

When both restricted and unrestricted resources are available for use, generally it is the Authority's policy to use restricted resources first.

Government-Wide Financial Statements

The Statement of Net Position and the Statement of Activities display information about the Authority as a whole. The Authority's Statement of Net Position and Statement of Activities are combined with the governmental fund financial statements. The Authority is viewed as a special purpose government and has the option of combining these financial statements.

The Statement of Net Position is reported by adjusting the General Fund to report on the full accrual basis, economic resource basis, which recognizes all long-term assets and receivables as well as long-term debt and obligations.

The Statement of Activities is reported by adjusting the General Fund to report only items related to current year revenues and expenditures. Items such as capital outlay are allocated over their estimated useful lives as depreciation expense. Internal activities between governmental funds, if any, are eliminated by adjustment to obtain net total revenue and expense in the government-wide Statement of Activities.

EAST DOWNTOWN REDEVELOPMENT AUTHORITY
NOTES TO THE FINANCIAL STATEMENTS
JUNE 30, 2022

NOTE 2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Fund Financial Statements

As discussed above, the Authority's fund financial statements are combined with the government-wide statements. The fund financial statements include a Balance Sheet and Statement of Revenues, Expenditures and Changes in Fund Balances.

Governmental Funds

The Authority has three governmental funds and considers these to be major funds.

General Fund - To account for resources not required to be accounted for in another fund, tax increment revenues, costs and general expenditures.

Debt Service Fund - To account for financial resources restricted, committed or assigned for servicing debt.

Capital Projects Fund - To account for financial resources restricted, committed or assigned for acquisition or construction of facilities and related costs.

Basis of Accounting

The District uses the modified accrual basis of accounting for governmental fund types. The modified accrual basis of accounting recognizes revenues when both "measurable and available." Measurable means the amount can be determined. Available means collectable within the current period or soon enough thereafter to pay current liabilities. The Authority considers revenues reported in the governmental funds to be available if they are collectable within sixty (60) days after year-end. Also, under the modified accrual basis of accounting, expenditures are recorded when the related fund liability is incurred, except for principal and interest on long-term debt, which are recognized as expenditures when payment is due.

Capital Assets

Capital assets are reported as assets in the government-wide Statement of Net Position. Capital assets are recorded at historical cost and depreciated over their estimated useful lives unless they are inexhaustible, such as land. Depreciation is not recorded on items classified as construction in progress. Depreciation expense is reported in the government-wide Statement of Activities. Depreciation is recorded using the straight-line method over the estimated useful lives of the capital assets.

Budgeting

In compliance with the Tri-Party Agreement (See Note 4), the Authority's board members should adopt annually an unappropriated budget for the General Fund. The budget was not amended during the current fiscal year.

EAST DOWNTOWN REDEVELOPMENT AUTHORITY
NOTES TO THE FINANCIAL STATEMENTS
JUNE 30, 2022

NOTE 2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Measurement Focus (Continued)

Measurement Focus

Measurement focus is a term used to describe which transactions are recognized within the various financial statements. In the government-wide Statement of Net Position and Statement of Activities, the governmental activities are reported using the economic resources measurement focus. The accounting objectives of this measurement focus are the determination of operating income, changes in net position, financial position, and cash flows. All assets and liabilities associated with the activities are reported, regardless of the timing of related cash flows. Fund equity is classified as net position in the Statement of Net Position.

Governmental fund types are accounted for on a spending or financial flow measurement focus. Accordingly, only current assets and current liabilities are included on the Balance Sheet, and the reported fund balances provide an indication of available spendable or appropriable resources. Operating statements of governmental fund types report increases and decreases in available spendable resources. Fund balances in governmental funds are classified using the following hierarchy:

Nonspendable: amounts that cannot be spent either because they are in nonspendable form or because they are legally or contractually required to be maintained intact. The Authority does not have any nonspendable fund balances.

Restricted: amounts that can be spent only for specific purposes because of constitutional provisions or enabling legislation or because of constraints that are imposed externally – See Note 9.

Committed: amounts that can be used only for specific purposes determined by a formal action of the Board of Directors. The Board is the highest level of decision-making authority for the Authority. The action must be made no later than the end of the fiscal year. Commitments may be established, modified, or rescinded only through ordinances or resolutions approved by the Board. The Authority does not have any committed fund balances.

Assigned: amounts that do not meet the criteria to be classified as restricted or committed, but that are intended to be used for specific purposes. The Authority has not adopted a formal policy regarding the assignment of fund balances and does not have any assigned fund balances.

Unassigned - all other spendable amounts in the General Fund.

When expenditures are incurred for which restricted, committed, assigned, or unassigned fund balances are available, the Authority considers amounts to have been spent first out of restricted funds, then committed funds, then assigned funds, and finally unassigned funds.

EAST DOWNTOWN REDEVELOPMENT AUTHORITY
NOTES TO THE FINANCIAL STATEMENTS
JUNE 30, 2022

NOTE 2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Accounting Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenditures during the reporting period. Actual results could differ from those estimates.

NOTE 3. DEPOSITS AND INVESTMENTS

Deposits

Custodial credit risk is the risk that, in the event of the failure of a depository financial institution, a government will not be able to recover deposits or will not be able to recover collateral securities that are in the possession of an outside party. The Authority's deposit policy for custodial credit risk requires compliance with the provisions of Texas statutes.

Texas statutes require that any cash balance in any fund shall, to the extent not insured by the Federal Deposit Insurance Corporation or its successor, be continuously secured by a valid pledge to the Authority of securities eligible under the laws of Texas to secure the funds of the Authority, having an aggregate market value, including accrued interest, at all times equal to the uninsured cash balance in the fund to which such securities are pledged. At fiscal year end, the carrying amount of the Authority's cash deposits in the Governmental Funds Balance Sheet and the Statement of Net Position was \$1,862,405 and the bank balance was \$1,870,950. Of the bank balance, \$251,042 was covered by federal depository insurance and the remaining \$1,619,908 was covered by securities pledged in the name of the Authority and held in a third-party depository.

Investments

Under Texas statute, the Authority is required to invest its funds under written investment policies that primarily emphasize safety of principal and liquidity and that address investment diversification, yield, maturity, and the quality and capability of investment management, and all Authority funds must be invested in accordance with the following investment objectives: understanding the suitability of the investment to the Authority's financial requirements, first; preservation and safety of principal, second; liquidity, third; marketability of the investments if the need arises to liquidate the investment before maturity, fourth; diversification of the investment portfolio, fifth; and yield, sixth. Authority's investments must be made "with judgment and care, under prevailing

EAST DOWNTOWN REDEVELOPMENT AUTHORITY
NOTES TO THE FINANCIAL STATEMENTS
JUNE 30, 2022

NOTE 3. DEPOSITS AND INVESTMENTS (Continued)

Investments (Continued)

circumstances, that a person of prudence, discretion, and intelligence would exercise in the management of the person's own affairs, not for speculation, but for investment, considering the probable safety of capital and the probable income to be derived." No person may invest Authority funds without express written authority from the Board of Directors.

Texas statutes include specifications for and limitations applicable to the Authority and its authority to purchase investments as defined in the Public Funds Investment Act. The Authority has adopted a written investment policy to establish the guidelines by which it may invest. This policy is reviewed annually. The Authority's investment policy may be more restrictive than the Public Funds Investment Act.

The District invests in the Texas Short Term Asset Reserve Program ("TexSTAR"), an external public funds investment pool that is not SEC-registered. J. P. Morgan Investment Management Inc. provides investment management and FirstSouthwest, a Division of Hilltop Securities Inc., provides participant services and marketing under an agreement with the TexSTAR Board of Directors. Custodial, fund accounting and depository services are provided by JPMorgan Chase Bank, N.A. and/or its subsidiary J.P. Morgan Investors Services Co. Investments held by TexSTAR are marked to market daily. The investments are considered to be Level I investments because their fair value is measured by quoted prices in active markets. The fair value of the District's position in the pool is the same as the value of the pool shares. There are no limitations or restrictions on withdrawals from TexSTAR.

As of June 30, 2022, the Authority had the following investments and maturities:

Type	Fair Value	Maturities in Years			
		Less Than 1	1-5	6-10	More Than 10
TexSTAR	\$ 13,472,334	\$ 13,472,334			
Government Securities Fund	12,812,905	12,812,905			
Total	<u>\$ 26,285,239</u>	<u>\$ 26,285,239</u>	<u>\$ -0-</u>	<u>\$ -0-</u>	<u>\$ -0-</u>

Credit risk is the risk that the issuer or other counterparty to an investment will not fulfill its obligations. At June 30, 2022, the Authority's investment in TexSTAR, an external investment pool, was rated AAAM by Standard & Poor's.

Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. The Authority considers the investment in TexSTAR to have a maturity of less than one year due to the fact the share position can usually be redeemed each day at the discretion of the Authority, unless there has been a significant change in value.

EAST DOWNTOWN REDEVELOPMENT AUTHORITY
NOTES TO THE FINANCIAL STATEMENTS
JUNE 30, 2022

NOTE 4. TRI-PARTY AGREEMENT

The City of Houston, Reinvestment Zone Number Fifteen, and the Authority entered into the Tri-Party Agreement pursuant to City Ordinance No. 2000-0663. The Tri-Party Agreement states in detail the scope of services to be provided to the Zone by the Authority. The services include management and administrative service for the Zone, as requested by the Zone Board, services with respect to the Project Plan and Reinvestment Zone Financing Plan (the “Plan”), including implementation and updating, and services with respect to the tax rolls pertaining to the Zone, including analysis and coordination with taxing units. The Authority is also required to assist the Zone Board in establishing a program to increase the level of safety with the Zone, preparing development plans, establishing a marketing and public relations program, planning and design and construction of infrastructure improvements and land acquisition.

The Tri-Party Agreement also provides for the Authority to issue bonds and notes, enter into obligations with developers or builders, and enter into contracts with consultants, to be repaid from Contract Tax Increments. All bonds must be approved by City Council and the Director of the Finance Department of the City of Houston must approve all development agreements. This Agreement shall end upon termination of the Zone.

Pursuant to the Agreement, the City and the Zone have agreed to pay the Authority not later than the first business day of each July in which a current approved budget is in effect for the Authority, all monies available in the Tax Increment Fund, less (a) certain tax increments constituting educational facilities project costs to be paid to the Houston Independent School District, and (b) a reserve of up to five percent of the monies then available in the Tax Increment Fund for administrative costs of the City. Notwithstanding the above, in the event the Authority’s budget is not approved by the thirtieth (30th) day before the date of a principal and interest payment on the Authority’s bonds or notes, the City shall pay from available funds sufficient monies to the Authority to allow for meeting the Authority’s debt service obligations.

NOTE 5. TAX INCREMENTS

The City of Houston, Texas, Harris County, and the Houston Independent School District (the “Participants”) have agreed to deposit their tax increments into the Tax Increment Fund established by the Zone (See Notes 6, 7 and 8).

The amount of a Participant’s tax increment for a year is the amount of property taxes levied and collected by the Participant for that year on the Captured Appraised Value of real property taxable by the Participant and located in the Zone. The Captured Appraised Value of real property taxable by a Participant for a year is the total appraised value of all real property taxable by the Participant and located in the Zone for that year less the Tax Increment Base, which is the total appraised value of all real property taxable by the Participant and located in the Zone on January 1 of the year in which the Zone was designated as such under the Tax Increment

EAST DOWNTOWN REDEVELOPMENT AUTHORITY
NOTES TO THE FINANCIAL STATEMENTS
JUNE 30, 2022

NOTE 5. TAX INCREMENTS (Continued)

Financing Act (the “TIF Act”). In the event property is annexed into the Zone by ordinance of the City, the Tax Increment Base for annexed property is the value of all real property taxable by a Participant and located in the annexed area on January 1 of the year of annexation. No Participant is required to deposit tax increments derived from property annexed into the Zone unless the Participant has agreed to do so.

Each Participant is required to collect taxes on property located within the Zone in the same manner as other taxes are collected. The Participant is required to pay into the tax increment fund the collected tax increments by no later than the 90th day after the delinquency date for the Participant’s property taxes.

NOTE 6. CITY OF HOUSTON TAX INCREMENTS

Pursuant to City Ordinance No. 99-708, the City and the Zone have established the Tax Increment Fund, a separate fund in the City Treasury into which tax increments have and will be deposited. During the current fiscal year, tax increments of \$2,587,738 were collected by the City of Houston of which \$129,387 was withheld to cover administrative costs.

NOTE 7. HOUSTON INDEPENDENT SCHOOL DISTRICT TAX INCREMENTS

On August 24, 1999, the Houston Independent School District (“HISD”) agreed, pursuant to an Interlocal Agreement with the City and Zone, to pay into the Tax Increment Fund all tax increments produced at HISD’s then current tax rate. The Authority will be entitled to keep the portion of the HISD tax increment equal to the amount of taxes collected by HISD each year during the term of this agreement at the lesser of the actual HISD tax rate or \$0.96 per \$100 valuation of the captured appraised value. The amount of taxes collected by HISD at a tax rate of \$0.64 per \$100 valuation and interest and earnings thereof, shall be applied to the payment of Non-Educational Facilities project costs, including administrative costs and school support expenses. The remaining portion and interest earned thereon, shall be paid to HISD on an annual basis to be used for Educational Facilities project costs within the Zone or the City. All funds paid to the HISD will come from the HISD tax increments.

During the current fiscal year, tax increments of \$1,592,672 were collected by HISD. Of this amount \$533,038 was withheld to fund educational facilities and \$25,000 was withheld to cover administrative costs.

EAST DOWNTOWN REDEVELOPMENT AUTHORITY
NOTES TO THE FINANCIAL STATEMENTS
JUNE 30, 2022

NOTE 8. HARRIS COUNTY TAX INCREMENTS

Effective February 17, 2011, Harris County (the “County”) agreed pursuant to an Interlocal Agreement with the City, the Authority, and the Zone that the County would participate in the TIRZ by making payments to the Tax Increment Fund during the term of the agreement equal to 100% of the tax increment attributed to the increase in taxable appraised value within the Zone boundaries attributable to the County. The County will participate so that 85% of its contribution will be used only for the project costs incurred by the Zone for the professional soccer stadium project. Of this eighty-five percent, 57% will be used to pay the project costs for the construction of infrastructure in support of the proposed on the project site. The other 43% of the eighty-five percent will be used to pay the City for the County’s share of the land acquired for the stadium. The types of infrastructure for which the County tax increment must be used include, but are not limited to streets, sidewalks, water, sewer, drainage, and utilities that are a part of the proposed stadium project. In an amended agreement, the parties agreed that the amounts which the City and the County would contribute as their respective participation to the Tax Increment Fund would be reduced by the amount of ad valorem taxes paid by the stadium owners.

The term of the agreement commenced on January 1, 2010 and will terminate on the earlier of December 31, 2040 or when the County has reached \$36,800,000 for its tax increment participation. Of this amount, \$21,000,000 is the maximum participation by the County for up to one-half the cost of the infrastructure built for the proposed stadium and \$15,800,000 is the maximum participation the County will pay the City for its share of the cost of the land for the stadium site. Upon termination of the TIRZ, and after all bonded or other indebtedness of the TIRZ has been paid, the City and the TIRZ shall refund to the County all monies remaining in the tax increment fund that are attributable to the County’s tax increment participation.

In the event of bond or other financing, the County’s tax increment participation may be dedicated to bond or loan repayment. In that event, if the bond or loan proceeds exceed the County’s tax increment participation, the dedication of the County’s tax increment participation shall be limited to the amount of the County’s tax increment participation.

During the current fiscal year, tax increments of \$1,821,469 were collected by the County. Of this amount, \$273,220 was withheld for the County’s Affordable Housing Fund. Since the net amount of \$1,548,249 due the Authority was not received until shortly after the current fiscal year end, that amount has been included in Tax Increments Receivable in the Statement of Net Position and Governmental Fund Balance Sheet.

NOTE 9. RESTRICTED FUND BALANCE/NET POSITION

During a prior fiscal year, the City of Houston entered into a funding agreement with the TIRZ and the Authority which provides for the Authority to cause the design and construction of, and the City to finance, infrastructure improvements valued at \$1,556,466 by paying the funds to the Authority. The infrastructure improvements are related to the development of a professional

EAST DOWNTOWN REDEVELOPMENT AUTHORITY
NOTES TO THE FINANCIAL STATEMENTS
JUNE 30, 2022

NOTE 9. RESTRICTED FUND BALANCE/NET POSITION (Continued)

soccer stadium located within the boundaries of the Zone and are included in the Zone's Capital Improvement Plan budget.

In addition, the Harris County tax increments received from inception of the Interlocal Agreement mentioned in Note 8 in the amount of \$11,354,298 are assigned for payment to the City of Houston for the County's share of the land acquired for the stadium and for project costs relating to the construction of infrastructure in support of the stadium.

During the current fiscal year, the Authority expended \$1,480,545 on infrastructure improvements for a cumulative total of \$13,299,552, and \$95,724 on project reimbursements. Also, during the current fiscal year, the Authority transferred \$665,747 to the City for a cumulative total of \$4,882,347 for the County's share of the land. These amounts exceed the restricted amounts mentioned in the two previous paragraphs.

The Authority has restricted \$2,115,707 of its current tax increment to be paid to the debt service accounts as explained in Note 11 below.

NOTE 10. DEVELOPMENT AGREEMENT

During a prior fiscal year, the Zone, the Authority, the City, Dynamo Stadium TIRZ Borrowers, LLC, and Dynamo Stadium, LLC entered into an agreement to develop and finance certain public improvements related to the construction of a professional soccer stadium. Pursuant to the agreement, Dynamo Stadium, LLC, the developer, agreed to construct the public improvements or cause them to be constructed. The developer could only be reimbursed for project costs from the increments collected for such purposes. Dynamo Stadium TIRZ Borrower, LLC, the borrower, was obligated to make the proceeds of a bank loan available to the developer for the purpose of paying for the public improvements. The borrower was also obligated to apply the tax increments collected that were to be used for project costs to either pay the project costs directly or pay the debt service and other costs under the bank loan. The Authority was not a party to the bank loan agreement.

During a prior fiscal year, the Authority entered into two loan agreements with a bank that would provide sufficient funds to pay off the balance of the bank loan as well as additional funds to be used for Authority projects. The loan agreements are more fully explained in Note 11.

NOTE 11. LONG-TERM DEBT

During a prior fiscal year, the Authority entered into two loan agreements with a bank. One loan agreement in the amount of \$18,720,000 was for the purpose of refinancing the loan mentioned in Note 10 above, as well as providing funds for public improvement projects.

EAST DOWNTOWN REDEVELOPMENT AUTHORITY
NOTES TO THE FINANCIAL STATEMENTS
JUNE 30, 2022

NOTE 11. LONG-TERM DEBT (Continued)

The new note bore interest at the lesser of 3% or the maximum rate allowed by law. Principal and interest payments were due quarterly. The Authority made two quarterly payments during the current fiscal year totaling \$510,000. The balance of the note of \$11,995,000 was paid in full from the proceeds of the Series 2021 bonds issued by the Authority. See Note 14.

The second loan agreement entered into during a prior fiscal year included advancing Notes A and B in the maximum principal amounts of \$7,250,000 and \$3,250,000, respectively. The period for taking advances on both notes expired on June 20, 2019. During a prior fiscal year, the Authority borrowed a total of \$6,024,881 on Note A. No advances were ever taken on Note B.

During a prior fiscal year, the Authority entered into a loan agreement with a bank that would provide sufficient funds to pay off the balance of the advancing Note A mentioned in the previous paragraph, as well as additional funds to be use for Authority projects. The 2019 Note A bears interest at the lesser of 2.87% per annum or the maximum rate allowed by law. The loan may be prepaid on or after December 20, 2029 without penalty.

As of June 30, 2022, the debt service requirements on the 2019 Note A were as follows, with interest at 3.2%:

<u>Fiscal Year</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2023	\$ 325,000	\$ 169,882	\$ 494,882
2024	330,000	160,997	490,997
2025	340,000	150,766	490,766
2026	350,000	140,899	490,899
2027	360,000	130,526	490,526
2028-3032	1,980,000	487,356	2,467,356
3033-3037	2,285,000	175,043	2,460,043
	<u>\$ 5,970,000</u>	<u>\$ 1,415,469</u>	<u>\$ 7,385,469</u>

The Authority has agreed to pay to a Debt Service Fund annually with available tax increment received which is at least equal to the debt service due during the following fiscal year. Should there be insufficient increment to satisfy the debt service in any year, the Authority is only obligated to pay the available increment collected that is intended to be dedicated to the debt service. Should there be such increment in excess of the annual debt service, the Authority may use and pledge the excess in any lawful manner.

The estimated debt service requirements for the next fiscal year on the remaining loan agreement are \$494,882. Those funds are included in a bank account held by the bank issuing the note to be used for debt service payments. Also, subsequent to the end of the current fiscal year, the Authority transferred \$1,620,825 to the trustee for the debt service requirements on the Authority's Series 2021 bonds. See Note 14. These two amounts have been included as Restricted Fund Balance/Net Position of the Authority as of June 30, 2022.

EAST DOWNTOWN REDEVELOPMENT AUTHORITY
NOTES TO THE FINANCIAL STATEMENTS
JUNE 30, 2022

NOTE 11. LONG-TERM DEBT (Continued)

A summary of changes in the Authority's long-term debt follows:

	July 1, 2021	Additions	Retirements	June 30, 2022
Long-Term Debt Payable	\$ 18,790,000	\$ 23,515,000	\$ 12,820,000	\$ 29,485,000
Unamortized Premiums		2,816,531	79,602	2,736,929
Total Long-Term Liabilities	<u>\$ 18,790,000</u>	<u>\$ 26,331,531</u>	<u>\$ 12,899,602</u>	<u>\$ 32,221,929</u>
		Amount Due Within One Year		\$ 1,050,000
		Amount Due After One Year		31,171,929
		Total Long-Term Liabilities		<u>\$ 32,221,929</u>

The Authority's bonds payable at June 30, 2022, consist of the following:

	Series 2021 Tax Increment Contract Revenue and Refunding Bonds
Amounts Outstanding - June 30, 2022	\$ 23,515,000
Interest Rates	3.000% - 5.000%
Due Dates - Serially Beginning/Ending	September 1, 2022/2040
Interest Payment Dates	September 1, March 1
Callable Dates	September 1, 2031*

*Or on any date thereafter in whole or in part at a price equal to the par value plus accrued interest from the most recent interest payment date.

As of June 30, 2022, the debt service requirements on the bonds outstanding were as follows:

Fiscal Year	Principal	Interest	Total
2023	\$ 725,000	\$ 895,825	\$ 1,620,825
2024	765,000	858,575	1,623,575
2025	805,000	819,325	1,624,325
2026	845,000	778,075	1,623,075
2027	890,000	734,700	1,624,700
2028-2032	5,175,000	2,942,375	8,117,375
2032-2036	6,430,000	1,702,100	8,132,100
2038-2041	7,880,000	481,800	8,361,800
	<u>\$ 23,515,000</u>	<u>\$ 9,212,775</u>	<u>\$ 32,727,775</u>

EAST DOWNTOWN REDEVELOPMENT AUTHORITY
NOTES TO THE FINANCIAL STATEMENTS
JUNE 30, 2022

NOTE 12. CAPITAL ASSETS

Capital asset activity for the year ended June 30, 2022, was as follows:

	<u>July 1, 2021</u>	<u>Additions</u>	<u>Deletions</u>	<u>June 30, 2022</u>
Capital Assets Not Being Depreciated				
Land	\$ 314,661	\$	\$	\$ 314,661
Construction in Progress	<u>482,269</u>	<u>1,480,545</u>		<u>1,962,814</u>
Totals at Historical Cost	<u>\$ 796,930</u>	<u>\$ 1,480,545</u>	<u>\$ -0-</u>	<u>\$ 2,277,475</u>

The land is a parcel of park land deeded to the Authority by a developer. The additions during the current fiscal year consisted of construction in progress for utility and roadway improvements.

NOTE 13. TRANSFER TO THE CITY OF HOUSTON

As explained in Note 8, a portion of the Harris County tax increment received by the Authority is transferred to the City of Houston for the County's share of the land acquired for a sports stadium. During the current fiscal year, the Authority transferred \$665,747 to the City for that purpose.

During a prior fiscal year, the Authority entered into a Municipal Service Costs Agreement with the City of Houston to provide for payment to the City for certain service costs from available revenues that are derived from the City's portion of the tax increment paid to the Authority. Such costs are to be calculated by the City based on an examination of its financial data, with input from the Authority. The amount transferred to the City under this agreement during the current fiscal year was \$313,726.

NOTE 14. BOND SALE

On December 16, 2021, the Authority issued \$23,515,000 of Tax Increment Contract Revenue and Refunding Bonds, Series 2021. The bonds were issued to retire a note payable to a bank in the amount of \$12,287,456, including interest, and to fund projects included in the Authority's capital improvement program.

The bonds were issued as serial bonds maturing annually starting September 1, 2022, and ending September 1, 2040. The interest rates vary from 3.000% to 5.000%. Principal and interest on bonds maturing September 1, 2029, through September 1, 2040, when due will be guaranteed under a municipal bond insurance policy.

EAST DOWNTOWN REDEVELOPMENT AUTHORITY
NOTES TO THE FINANCIAL STATEMENTS
JUNE 30, 2022

NOTE 15. RISK MANAGEMENT

The Authority is exposed to various risks of loss related to torts; theft of, damage to and destruction of assets; errors and omissions; and natural disasters. The Authority participates in the Texas Municipal League's Intergovernmental Risk Pool ("TML") to provide general liability, errors and omission and automobile liability. The Authority, along with other participating entities, contributes annual amounts determined by TML's management. As claims arise, they are submitted and paid by TML. There have been no significant reductions in coverage from the prior year and settlements have not exceeded coverage in the past three years.

DRAFT SUBJECT TO CHANGE

EAST DOWNTOWN REDEVELOPMENT AUTHORITY

REQUIRED SUPPLEMENTARY INFORMATION

JUNE 30, 2022

EAST DOWNTOWN REDEVELOPMENT AUTHORITY
SCHEDULE OF REVENUES, EXPENDITURES AND
CHANGES IN FUND BALANCE – BUDGET AND ACTUAL – GENERAL
FUND, DEBT SERVICE FUND AND CAPITAL PROJECTS FUND
COMBINED FOR THE YEAR ENDED JUNE 30, 2022

	Original and Final Budget	Actual	Variance Positive (Negative)
REVENUES			
Tax Increment Revenue	\$ 5,140,658	\$ 4,727,508	\$ (413,150)
Interest Revenues	11,342	31,756	20,414
TOTAL REVENUES	<u>\$ 5,152,000</u>	<u>\$ 4,759,264</u>	<u>\$ (392,736)</u>
EXPENDITURES			
Service Operations:			
Maintenance and Operations	\$ 298,000	\$ 166,764	\$ 131,236
Capital Outlay	7,040,000	1,873,625	5,166,375
Debt Service:			
Debt Principal Payments	1,350,000	12,820,000	(11,470,000)
Debt Interest Payments	992,362	851,187	141,175
Developer Reimbursement	307,528	95,724	211,804
Costs of Issuance	904,080	962,563	(58,483)
TOTAL EXPENDITURES	<u>\$ 10,891,970</u>	<u>\$ 16,769,863</u>	<u>\$ (5,877,893)</u>
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES	<u>\$ (5,739,970)</u>	<u>\$ (12,010,599)</u>	<u>\$ (6,270,629)</u>
OTHER FINANCING SOURCES (USES)			
Bond Proceeds	\$ 15,237,750	\$ 23,515,000	\$ 8,277,250
Bond Premium		2,816,531	2,816,531
Transfer to the City of Houston	(660,480)	(665,747)	(5,267)
TOTAL OTHER FINANCING SOURCES (USES)	<u>\$ 14,577,270</u>	<u>\$ 25,665,784</u>	<u>\$ 11,088,514</u>
NET CHANGE IN FUND BALANCE	<u>\$ 8,837,300</u>	<u>\$ 13,655,185</u>	<u>\$ 4,817,885</u>
FUND BALANCE - JULY 1, 2021	<u>14,784,530</u>	<u>14,784,530</u>	<u>-0-</u>
FUND BALANCE - JUNE 30, 2022	<u>\$ 23,621,830</u>	<u>\$ 28,439,715</u>	<u>\$ 4,817,885</u>

See accompanying independent auditor's report.

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EAST DOWNTOWN REDEVELOPMENT AUTHORITY

SUPPLEMENTARY INFORMATION

REQUIRED BY THE CITY OF HOUSTON

JUNE 30, 2022

EAST DOWNTOWN REDEVELOPMENT AUTHORITY
OPERATING EXPENDITURES
FOR THE YEAR ENDED JUNE 30, 2022

Category	Vendor	Budget	Actual Expenditures	Variance Positive (Negative)
ADMINISTRATION AND OVERHEAD				
Bookkeeper	Governmental Financial Reporting, LLC	\$ 20,000	\$ 9,000	\$ 11,000
Financial Statement Preparation	Roland, Fry & Warren, LLC		6,000	(6,000)
Insurance	Texas Municipal League	2,000	1,446	554
Auditor	McCall Gibson Swedlund Barfoot, PLLC	25,000	11,000	14,000
Project Management	SMW Principle Solutions	75,000	64,718	10,282
Tax Consultant	Equi-Tax, Inc.	6,000	4,952	1,048
Office & Other Expenditures		20,000	6,085	13,915
Subtotal		<u>\$ 148,000</u>	<u>\$ 103,201</u>	<u>\$ 44,799</u>
PROGRAM AND PROJECT CONSULTANTS				
	Edminster Hinshaw Russ & Associates, Inc.	\$ 50,000	\$ 29,902	\$ 20,098
Engineering Consultants		50,000	33,661	16,339
Legal-General Counsel	Bracewell, LLP	50,000	-0-	50,000
Planning Consultants				
Subtotal		<u>\$ 150,000</u>	<u>\$ 63,563</u>	<u>\$ 86,437</u>
Total Maintenance and Operations		<u>\$ 298,000</u>	<u>\$ 166,764</u>	<u>\$ 131,236</u>
Developer/Project Reimbursements:	East Village	\$ 82,528	\$ 95,724	\$ (13,196)
	Pease Street Improvements	175,000		175,000
	Commerce and Canal	50,000		50,000
Total Project Costs		<u>\$ 307,528</u>	<u>\$ 95,724</u>	<u>\$ 211,804</u>

The accompanying independent auditor's report.

EAST DOWNTOWN REDEVELOPMENT AUTHORITY
CAPITAL EXPENDITURES
FOR THE YEAR ENDED JUNE 30, 2022

Project	Vendor	Budget	Actual Expenditure	Variance Positive (Negative)
T-1504 Phase 2 - Roadway and Utility Reconstruction		\$ 850,000		
Engineering Services	Edminster Hinshaw Russ & Associates, Inc.		\$ 141,695	
	SMW Principle Solutions		375	
Subtotal		<u>\$ 850,000</u>	<u>\$ 142,070</u>	<u>\$ 707,930</u>
T-1505 Walker Street Roadway Rehabilitation		\$ 1,650,000		
Engineering Services	Edminster Hinshaw Russ & Associates, Inc.		139,554	
Project Management	SMW Principle Solutions		525	
Subtotal		<u>\$ 1,650,000</u>	<u>\$ 140,079</u>	<u>\$ 1,509,921</u>
T-1511 Bastrop Promenade/ Greenspace		\$ 700,000		
Engineering Services	Edminster Hinshaw Russ & Associates, Inc.		\$ 23,270	
Project Management	SMW Principle Solutions		488	
Subtotal		<u>\$ 700,000</u>	<u>\$ 23,758</u>	<u>\$ 676,242</u>
T-1514 Texas Avenue Mobility Improvements		\$ 850,000		
Project Management	SMW Principle Solutions		\$ 150	
Subtotal		<u>\$ 850,000</u>	<u>\$ 150</u>	<u>\$ 849,850</u>
T-1516 Amenity Overlay-Phase I		\$ 1,570,000		
Engineering Services	Edminster Hinshaw Russ & Associates, Inc.		\$ 43,631	
Construction Services	Jerdon Enterprise, LP		1,165,994	
Project Management	SMW Principle Solutions		675	
Subtotal		<u>\$ 1,570,000</u>	<u>\$ 1,210,300</u>	<u>359,700</u>
T-1517 Columbia Tap Improvements		\$ 550,000		
Engineering Services	Edminster Hinshaw Russ & Associates, Inc.		\$ 1,725	
Project Management	SMW Principle Solutions		16,281	
Subtotal		<u>\$ 550,000</u>	<u>\$ 18,006</u>	<u>\$ 531,994</u>
T-1521 Public Parking Opportunities		\$ 500,000	\$ -0-	\$ 500,000
T-1522 Pease Street Improvements	Scenic Houston	\$ -0-	\$ 175,000	\$ (175,000)

The accompanying independent auditor's report.

EAST DOWNTOWN REDEVELOPMENT AUTHORITY
CAPITAL EXPENDITURES
FOR THE YEAR ENDED JUNE 30, 2022
(Continued)

Project	Vendor	Budget	Actual Expenditure	Variance Positive (Negative)
T-1523 NHHIP Planning and Implementation		\$ 120,000	\$ -0-	\$ 120,000
T-1528 Safety and Mobility Projects		\$ 200,000		
Engineering Services	Traffic Engineers, Inc.		\$ 162,200	
Project Management	SMW Principle Solutions		2,062	
		<u>\$ 200,000</u>	<u>\$ 164,262</u>	<u>\$ 35,738</u>
T-1599 Safe Sidewalk Program		<u>\$ 50,000</u>	<u>\$ -0-</u>	<u>\$ 50,000</u>
Total Capital Expenditures		<u><u>\$7,040,000</u></u>	<u><u>\$1,873,625</u></u>	<u><u>\$5,166,375</u></u>

The accompanying independent auditor's report.

EAST DOWNTOWN REDEVELOPMENT AUTHORITY
PROJECT PLAN RECONCILIATION
AS OF THE YEAR ENDED JUNE 30, 2022

	<u>Project Plan Estimated Amount</u>	<u>Cumulative Expenditures as of the Fiscal Year Ended 2022</u>	<u>Variance Positive (Negative)</u>
Non-Education Project Costs			
Public Utilities	\$ 19,553,850	\$ 714,187	\$ 18,839,663
Roadway and Sidewalk Improvements	36,119,750	18,228,224	17,891,526
Cultural and Public Facilities	36,000,000	34,330,863	1,669,137
Parks and Recreational Facilities	5,000,000	123,757	4,876,243
Affordable Housing	8,000,000	2,003,699	5,996,301
Environmental Remediation	1,000,000		1,000,000
Financing Costs	30,822,727	5,991,811	24,830,916
Creation and Administration	<u>3,090,000</u>	<u>6,875,975</u>	<u>(3,785,975)</u>
Total Non-Educational Project Costs	139,586,327	68,268,516	71,317,811
Educational Project Cost	13,201,622	7,155,994	6,045,628
Total Non-Educational Project Costs and Educational Project Cost	<u>\$ 152,787,949</u>	<u>\$ 75,424,510</u>	<u>\$ 77,363,439</u>

The accompanying independent auditor's report.

EAST DOWNTOWN REDEVELOPMENT AUTHORITY

OTHER SUPPLEMENTARY INFORMATION

JUNE 30, 2022

EAST DOWNTOWN REDEVELOPMENT AUTHORITY
BOARD OF DIRECTORS AND CONSULTANTS
JUNE 30, 2022

Authority Mailing Address - East Downtown Redevelopment Authority
711 Louisiana Street, Suite 2300
Houston, TX 77002-2770

Authority Telephone Number - (713) 221-1359

Board Members	Position
Gordon Quan	Chairman
Frances Castaneda Dyess	Vice-Chair
Mazen Baltagi	Director
Christopher Hollins	Director
Seth Hopkins	Director
Paula Mendoza	Director
Bernardo Aldape	Secretary

The accompanying independent auditor's report.

McCALL GIBSON SWEDLUND BARFOOT PLLC

Certified Public Accountants

13100 Wortham Center Drive
Suite 235
Houston, Texas 77065-5610
(713) 462-0341
Fax (713) 462-2708

PO Box 29584
Austin, TX 78755-5126
(512) 610-2209
www.mgsbpllc.com
E-Mail: mgsb@mgsbpllc.com

September 19, 2022

Board of Directors
East Downtown Redevelopment Authority
City of Houston, Texas

We have audited the financial statements of the governmental activities and each major fund East Downtown Redevelopment Authority (the "Authority") for the year ended June 30, 2022. Professional standards require that we provide you with information about our responsibilities under generally accepted auditing standards, as well as certain information related to the planned scope and timing of our audit. We have communicated such information in our engagement letter to you dated June 21, 2021. Professional standards also require that we communicate to you the following information related to our audit. For the purposes of this letter, the term "management" refers to the Board of Directors and/or Authority consultants.

Significant Audit Findings

Qualitative Aspects of Accounting Practices

Management is responsible for the selection and use of appropriate accounting policies. Significant accounting policies used by the Authority, including new accounting policies, if any, that have been adopted and implemented during the current fiscal year, are discussed in Note 2. We noted no transactions entered into by the Authority during the year for which there is a lack of authoritative guidance or consensus. All significant transactions have been recognized in the financial statements in the proper period. The financial statement disclosures are neutral, consistent, and clear.

Accounting estimates are an integral part of the financial statements and are based on management's knowledge and experience about past and current events and assumptions about future events. Certain accounting estimates are particularly sensitive because of their significance to the financial statements and because of the possibility that future events affecting them may differ significantly from those expected. The most sensitive estimates affecting the Authority's financial statements were management's estimate of depreciable lives of capital assets. Depreciation of infrastructure assets is based on industry wide accepted estimated useful lives taken on a straight-line basis. We evaluated the key factors and assumptions used to develop these estimates in determining that they are reasonable in relation to the financial statements taken as a whole.

Difficulties Encountered in Performing the Audit

We encountered no significant difficulties in dealing with management in performing and completing our audit.

Corrected and Uncorrected Misstatements

Professional standards require us to accumulate all known and likely misstatements identified during the audit, other than those that are clearly trivial, and communicate them to the appropriate level of management. The Authority's bookkeeper and Board of Directors will be provided with all such adjustments.

Management Representations

We have requested certain representations from management that are included in the management representation letter dated September 19, 2022.

Disagreements with Management

For purposes of this letter, a disagreement with management is a financial accounting, reporting, or auditing matter, whether or not resolved to our satisfaction, that could be significant to the financial statements or the auditor's report. We are pleased to report that no such disagreements arose during the course of our audit.

Management Consultations with Other Independent Accountants

In some cases, management may decide to consult with other accountants about auditing and accounting matters, similar to obtaining a "second opinion" on certain situations. If a consultation involves application of an accounting principle to the Authority's financial statements or a determination of the type of auditor's opinion that may be expressed on those statements, our professional standards require the consulting accountant to check with us to determine that the consultant has all the relevant facts. To our knowledge, there were no such consultations with other accountants.

Other Audit Findings or Issues

We generally discuss a variety of matters, including the application of accounting principles and auditing standards, with management each year prior to retention as the Authority's auditors. However, these discussions occurred in the normal course of our professional relationship and our responses were not a condition to our retention.

Other Matters

We applied certain limited procedures to the Management's Discussion and Analysis and the budgetary comparison schedule for the General Fund, which are required supplementary information ("RSI") that supplements the basic financial statements. Our procedures consisted of inquiries of management regarding the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We did not audit the RSI and do not express an opinion or provide any assurance on the RSI.

We were engaged to report on supplementary information required by the City of Houston, Texas, which accompany the financial statements but are not RSI. With respect to this supplementary information, we made certain inquiries of management and evaluated the form, content, and methods of preparing the information to determine that the information complies with accounting principles generally accepted in the United States of America, the method of preparing it has not changed from the prior period, and the information is appropriate and complete in relation to our audit of the financial statements. We compared and reconciled the supplementary information to the underlying accounting records used to prepare the financial statements or to the financial statements themselves.

Restriction on Use

This information is intended solely for the use of the Board of Directors of the Authority and is not intended to be, and should not be, used by anyone other than these specified parties.

Sincerely,

McCall Gibson Swedlund Barfoot PLLC
Certified Public Accountants
Houston, Texas

TAB 5.f.

REVIEW OF INVESTMENT POLICY

CERTIFICATE FOR RESOLUTION

THE STATE OF TEXAS §
 §
COUNTY OF HARRIS §

I, the undersigned officer of the Board of Directors of the East Downtown Redevelopment Authority, hereby certify as follows:

The Board of Directors of the East Downtown Redevelopment Authority convened in regular session on the 19th day of September 2022 of which a quorum was present, and by videoconference in accordance with the provisions of Section 551.127 of the Texas Government Code, and the roll was called of the duly constituted officers and members of the Board to-wit:

Gordon Quan	Chairman
Frances Castaneda Dyess	Vice Chair
Bernardo Aldape	Secretary
Mazen Baltagi	Director
Paula Mendoza	Director
Christopher Hollins	Director
Seth Hopkins	Director

and all of said persons were present, except Director(s) _____, thus constituting a quorum. Whereupon, among other business, the following was transacted at the meeting: a written

RESOLUTION REGARDING ANNUAL REVIEW OF INVESTMENT POLICY AND LIST OF QUALIFIED BROKER/DEALERS OF EAST DOWNTOWN REDEVELOPMENT AUTHORITY

was introduced for the consideration of the Board. It was then duly moved and seconded that the resolution be adopted, and, after due discussion, the motion, carrying with it the adoption of the resolution, prevailed and carried unanimously.

1. That a true, full and correct copy of the aforesaid Resolution adopted at the meeting described in the above and foregoing paragraph is attached to and follows this certificate; that the Resolution has been duly recorded in the Board's minutes of the meeting; that the persons named in the above and foregoing paragraph are the duly chosen, qualified and acting officers and members of the Board as indicated therein; that each of the officers and members of the Board was duly and sufficiently notified officially and personally, in advance, of the time, place and purpose of the aforesaid meeting, and that the Resolution would be introduced and considered for adoption at the meeting, and each of the officers and members consented, in advance, to the holding of the meeting for such purpose; that the meeting was open to the public as required by law; and that public notice of the time, place and subject of the meeting was given as required by Chapter 551, Texas Government Code.

SIGNED AND SEALED this 19th day of September, 2022.

Secretary

**RESOLUTION REGARDING ANNUAL REVIEW OF INVESTMENT POLICY AND
LIST OF QUALIFIED BROKER/DEALERS OF
EAST DOWNTOWN REDEVELOPMENT AUTHORITY**

WHEREAS, the East Downtown Redevelopment Authority (the “Authority”), has been legally created and operates pursuant to the general laws of the State of Texas applicable to local government corporations, and has such authority as has been delegated to it by the City of Houston, Texas to act on behalf of Reinvestment Zone Number Fifteen, City of Houston, Texas; and

WHEREAS, the Board of Directors (the “Board”) of the Authority has convened on this date to conduct the Authority's annual review of its investment policy pursuant to Section 2256.005, *et seq.*, Texas Government Code, as amended; and

WHEREAS, the Board has also convened on this date to conduct the Authority’s annual review of its list of qualified broker/dealers that are authorized to engage in investment transactions with the Authority, pursuant to Section 2256.025, Texas Government Code, as amended; and

WHEREAS, the Authority has determined not to amend the Authority’s Investment Policy dated September 16, 2019; and

WHEREAS, the Authority has determined to amend the list of qualified broker/dealers that are authorized to engage in investment transactions with the Authority; Now, Therefore,

BE IT RESOLVED BY THE BOARD OF DIRECTORS OF EAST DOWNTOWN REDEVELOPMENT AUTHORITY THAT:

Section 1: The Board hereby conducted the annual review of the Authority’s Amended Investment Policy, dated September 16, 2019.

Section 2: The Board hereby adopts the amended list of qualified broker/dealers, attached hereto as Exhibit A, and confirms that same shall be in effect until modified by action of the Board of Directors.

Section 3: The provisions of this Resolution shall be effective as of the date of adoption and shall remain in effect until modified by action of the Board of Directors.

PASSED AND APPROVED THIS 19th day of September 2022.

Chair

ATTEST:

Secretary

EXHIBIT A

ABC Bank Allegiance Bank Amegy Bank of Texas, N.A. Austin Capital Bank BB & T BancorpSouth Bank of America N.A. Bank of New York- Mellon Bank of Texas N.A. Bank Ozk Cadence Bank Capital Bank of Texas Capital Markets Group Capital One Central Bank Chasewood Bank Citibank N.A. Comerica Bank Comerica Securities Commercial State Bank Community Bank of Texas Community Trust Bank Coastal Securities East West Bank First Bank of Texas First Citizens Bank First Financial Bank, N.A. First National Bank of Texas First Texas Bank Frontier Bank of Texas Frost National Bank Guaranty Bank & Trust Hancock Whitney Bank Herring Bank Hometown Bank, N.A. Iberia Bank ICS Independent Bank International Bank of Commerce Inter National Bank IntraFi Network Deposits JP Morgan Chase Legacy Texas Bank Lone Star Bank Lone Star Capital Bank Lone Star Investment Pool	Moody National Bank New First National Bank North Star Bank of Texas Omni Bank N .A. PNC Bank/The PNC Financial Services Group, Inc. Pioneer Bank Plains Capital Bank Plains State Bank Prosperity Bank R Bank Regions Bank SouthStar Bank Southwest Securities Spirit of Texas Bank State Bank of Texas State Street Bank & Trust Co. Stifel Nicholas Tex Star Investment Pool Texan Bank Texas Capital Bank N.A. Texas Class Texas Citizens Bank Texas Exchange Bank Texas First Bank Texas Gulf Bank Texas Regional Bank The Independent Bankers Bank The Mint National Bank Texas Savings Bank Texpool/Texpool Prime The Right Bank for Texas Third Coast Bank Trustmark National Bank United Bank of El Paso Del Norte United Texas Bank Unity National Bank U.S. Bank Veritex Bank Wallis Bank Wells Fargo Bank, N.A. Wells Fargo Brokerage Services, LLC Wells Fargo Trust West Star Bank Woodforest National Bank
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