

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

October 21, 2019

The Board of Directors (the “Board”) of East Downtown Redevelopment Authority (the “Authority”) convened in regular session, open to the public, at Lucky's Lodge, 2024 Rusk Street, Houston, Texas 77003 on the 21<sup>st</sup> day of October, 2019, and the roll was called of the duly constituted officers and members of the Board, to-wit:

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

All members of the Board of the Directors were present, except Directors Vassilakidis, Baltagi and Aldape

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

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

**DETERMINE QUORUM; CALL TO ORDER**

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

**PUBLIC COMMENT**

No comments were given.

**MINUTES OF PREVIOUS MEETING**

The Board considered approving the minutes of September 16, 2019. Following discussion, upon a motion made by Director Dyess and seconded by Director Simpson, the Board voted unanimously to approve the minutes of September 16, 2019.

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

None were presented.

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

The Board discussed financing alternatives. After discussion, upon a motion brought by Director Dyess, seconded by Director Trevino, the Board unanimously voted to approve the Resolution approving the selection of Compass Bank.

**BOOKKEEPER’S REPORT**

Mr. Roland presented the bookkeeper’s report for the month, a copy of which is attached hereto as Exhibit “C”. The Board then reviewed the invoices presented for payment. Director Dyess requested the Bookkeeper provide track the developer reimbursement for future reports. Upon a motion Director Simpson moved that the Board approve the bookkeeper’s report and the invoices presented for payment. Director Trevino seconded the motion and it carried by unanimous vote.

**ADMINISTRATIVE SERVICES**

Director Simpson reported that several administrative service firms provided proposals and were interviewed. She outlined the entities that were interviewed and recommended the Board consider approving SMW Principle Solutions, Inc. (“SMW”). Director Simpson provided SMW’s qualifications and history and noted that SMW meets the Authority’s needs. Director Simpson stated that \$150 per hour rate with a \$3,000 per month cap to work on Authority business.

After consideration, upon a motion brought by Director Simpson, seconded by Director Dyess, the Board unanimously voted to approve SMW’s proposal.

## **PROJECTS COMMITTEE**

The Board recognized Director Simpson who reported that the Projects Committee met with the Precinct 6 Constables regarding safety and security issues on Columbia Tap. Director Simpson reviewed the recommendations with Board.

### Status of FY 2020 Projects

Director Simpson who provided a general update on FY 2020 projects

### Public Meeting

Director Simpson reported that a public meeting will be scheduled soon and Director Quan recommended early December. Director Simpson stated she would reserve the Dynamo meeting room when a meeting date was confirmed.

### EADO/Downtown CAP

Director Simpson noted that the NHHIP Steering Committee has determined what items are still needed to proceed with the planning process.

The East Downtown Management District (“EDMD”) maintenance agreements are still being reviewed by Authority consultants and anticipate the preliminary budget amount will be provided to EDMD November board meeting.

No action was taken.

## **ENGINEER’S REPORT**

The Board recognized Mr. Dodd who presented the Engineer’s Report, a copy of which is attached as Exhibit “D”:

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

- Construction Status:
  - Coordinating with City of Houston (the “City”) scheduling acceptance.
- Pay Applications: None.

### Phase I Landscape Amenity Overlay Update

- Coordination with projects committee for Management District O&M agreement.
- Submitting plans to the City of Houston by end of October.
- Mr. Dodd requested the Board authorize the Engineer to begin advertising and bidding of project in December.

Update on Work Authorizations or other matters, if any:

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

Proposed Work Authorizations

None at this time.

Upon a motion brought by Director Simpson, seconded by Director Trevino, the Board unanimously voted to authorized the Engineer to begin advertising and bidding of the Phase I Landscape Amenity Overlay and approve the Engineer's report.

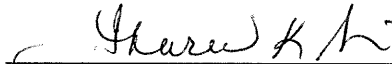
**ATTORNEY'S REPORT**

No items were presented.

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

The Board did not meet in executive session.

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

  
Secretary, Board of Directors  
DIRECTOR

**MINUTES OF REGULAR MEETING**

**OF**

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

October 21, 2019

The Board of Directors (the “Board”) of Reinvestment Zone Number Fifteen, City of Houston, Texas (the “Zone”) convened in regular session, open to the public, at Lucky's Lodge, 2024 Rusk Street, Houston, Texas 77003 on the 21<sup>st</sup> day of October, 2019, and the roll was called of the duly constituted officers and members of the Board, to-wit:

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

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Update on Work Authorizations or other matters, if any:

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Proposed Work Authorizations

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Upon a motion brought by Director Simpson, seconded by Director Trevino, the Board unanimously voted to authorized the Engineer to begin advertising and bidding of the Phase I Landscape Amenity Overlay and approve the Engineer's report.


**ATTORNEY'S REPORT**

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