

MINUTES OF REGULAR MEETING

OF

EAST DOWNTOWN REDEVELOPMENT AUTHORITY

January 18, 2019

The Board of Directors (the “Board”) of East Downtown Redevelopment Authority (the “Authority”) convened in regular session, open to the public, at Warehouse Live, 813 St. Emanuel Street, Houston, TX 77003, on the 18th day of January, 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
Alan Johnston	Director
Tharen Simpson	Director
Bernard Aldape	Director

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

Also present were: Clark Lord and Debbie Russell of Bracewell LLP; Jennifer Curley and Gary Hill of the City of Houston; Randhir Sahni and Ranjan Roy of Ilewelyn-davies sahani; Jack Roland of Governmental Financial Reporting, LLC; Paul Dodd of Edminster, Hinshaw, Russ and Associates; Ryan Soroka and Aaron Corsi of 8th Wonder Brewery; Council Member Robert Gallegos and Joaquin Martinez; Frank Liu of InTown Homes; Ian Rosenberg of Infill Planning and Development; Ralph DeLeon of Tifworks and Victor Trevino.

DETERMINE QUORUM; CALL TO ORDER

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

MINUTES OF PREVIOUS MEETING

The Board considered approving the minutes of December 17, 2018. Following discussion, upon a motion made by Director Dyess and seconded by Director Simpson, the Board voted unanimously to approve the minutes of December 17, 2018.

BOOKKEEPER’S REPORT

Mr. Roland presented the bookkeeper’s report for the month. The Board then reviewed the invoices presented for payment. After further discussion, Director Simpson moved that the Board approve the bookkeeper’s report and the invoices presented for payment. Director Baltagi seconded the motion and it carried by unanimous vote.

ADMINISTRATOR'S REPORT

Mr. DeLeon distributed a cash flow spreadsheet and stated that it is a good planning tool. Ms. Curley explained that the spreadsheet can be set up by vendor.

AREA PLANNING UPDATE

Mr. Roy reported that he is working on an overall plan for the Authority. The Board discussed having another town hall type meeting in February to hear from businesses and residents in the Authority. Mr. Roy then presented information on the proposed content for the website. After review and discussion, Director Dyess moved that the Board approve the content for the website. Director Baltagi seconded the motion and it carried by unanimous vote.

ENGINEER'S REPORT

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

Mr. Dodd reported that Fused Industries (“Fused”) should complete the underground utilities by the end of January and they are currently paving on Lamar, Hutchins and Dallas. He stated that the mill and overlay of St Emanuel will begin in February and be complete by March.

Mr. Dodd next presented and recommended for approval Change Order No. 7 for quantity adjustments for lime stabilization, curb modifications and miscellaneous items. He noted that the change order does not increase the contract amount.

Mr. Dodd then presented and recommended for payment Pay Estimate No. 6 in the amount of \$730,309.45 which represents retainage of five percent to Fused.

Mr. Soroka then addressed the Board regarding ongoing utility challenges from the Fused contract. He stated that the contract work has greatly hurt their business. Mr. Soroka stated that they have not had access to their loading docks since June and that there have been many water and sewer breaks that have impacted their work. Council Member Gallegos stated that his office has received a number of calls and complaints about the contractor’s work. He asked that the engineer contact Fused and ask them to act professionally and notify businesses of any possible damage.

The Board next discussed the Thoroughfare Review Study. Mr. Dodd stated that he has the project on hold pending further planning and discussion at the next Projects Committee.

After discussion, Director Dyess moved that the board accept the engineer’s report, as presented, Change Order No. 7 and approve Pay Estimate No. 6 to Fused. Director Simpson seconded the motion and it passed unanimously.

ATTORNEY'S REPORT

Public/Private Parking Garage

Mr. Liu stated that a garage would be constructed on land that he owns, but he wants to be reimbursed for a portion of the garage from increment which would be subordinate to any notes or loans of the Authority. Mr. Lord stated that the Authority could enter into a ground lease with Mr. Liu so that the Authority has an interest in the land. After discussion, Director Dyess moved that the Board tentatively approve the agreement if everything can be worked out between the parties and the City and authorized the Authority's consultants to work on the agreement.

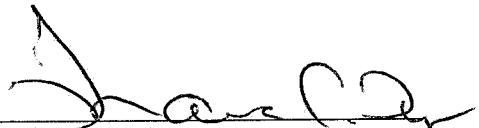
Reimbursement Agreement

Mr. Lord stated that the Reimbursement Agreement for 2801 Polk and 2901 Polk, 2410 Polk, 812 Delano and 815 Live Oak is substantially complete and the next step is to present to the City for review and approval. The Board took no action on the matter.

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

The Board did not meet in executive session.

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



Secretary, Board of Directors

MINUTES OF REGULAR MEETING

OF

REINVESTMENT ZONE NUMBER FIFTEEN, CITY OF HOUSTON, TEXAS

January 18, 2019

The Board of Directors (the "Board") of Reinvestment Zone Number Fifteen, City of Houston, Texas (the "Zone") convened in regular session, open to the public, at Warehouse Live, 813 St. Emanuel Street, Houston, TX 77003, on the 18th day of January, 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
Alan Johnston	Director
Tharen Simpson	Director
Bernard Aldape	Director

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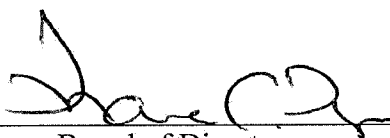
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A handwritten signature in black ink, appearing to be 'D. Anderson', written over a horizontal line.

Secretary, Board of Directors