

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

September 16, 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 16th day of September, 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 Director Vassilakidis.

Also present were: Kristin Blomquist of Masterson Advisors, LLC, the Financial Advisor (“Financial Advisor”); Virginia Blake of McCall Gibson Swedlund Barfoot, PLLC, the auditor (“Auditor”); 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 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.

**APPROVE RESOLUTION REGARDING PUBLIC COMMENT**

This matter was deferred.

## **PUBLIC COMMENT**

No comments were given.

## **MINUTES OF PREVIOUS MEETING**

The Board considered approving the minutes of August 19, 2019. Following discussion, upon a motion made by Director Simpson and seconded by Director Baltagi, the Board voted unanimously to approve the minutes of August 19, 2019.

## **CONSIDER APPROVING AUDIT**

Ms. Blake presented the audit for fiscal year ending June 30, 2019. She stated that the Authority had received a clean opinion. Following discussion, upon a motion made by Director Trevino and seconded by Director Simpson, the Board voted unanimously to approve the audit for fiscal year ending June 30, 2019, as presented, and authorize the auditor to submit same to the City.

## **CONSIDER ENGAGING AUDITOR TO PREPARE REIMBURSEMENT AUDIT FOR 2118 LAMAR LLC AND 1201 ST. EMANUEL LLC**

Ms. Blake presented a proposed engagement letter for preparation of an agreed upon procedures report for reimbursement to 2811 Lamar LLC and 1201 St. Emanuel LLC. After review, Director Dyess moved that the Board approve the engagement letter with McCall Gibson Swedlund Barfoot PLLC for preparation of the AUP report. Director Simpson seconded the motion and it carried unanimously.

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

### **Infill Hotel Update**

The Board recognized Mr. Rosenberg who reported to the Board Infill's concept to build a hotel to include office space, retail and restaurants. He outlined the costs and benefits for the hotel in which he is hopeful will break ground in less than a year. Mr. Rosenberg answered the Board's questions and requested the Board's letter of support.

After discussion, upon a motion brought by Director Dyess, seconded by Director Trevino, the Board unanimously authorized legal counsel to prepare a letter of support exclusively for the proposed hotel concept and will consider a financial letter of support for the hotel on a later date.

### **METRO Update**

The Board recognized Ms. Trevino who gave a presentation of METRO's plans to extend public transportation via by train, bus and additional programs. No action was taken.

**RESOLUTION AUTHORIZING THE PREPARATION OF A PRELIMINARY OFFICIAL STATEMENT RELATING TO THE ISSUANCE OF TAX INCREMENT CONTRACT REVENUE BONDS, SERIES 2019; AUTHORIZE THE DISTRIBUTION OF THE PRELIMINARY OFFICIAL STATEMENT AND AUTHORIZING OTHER MATTERS RELATED THERETO**

The Board discussed financing alternatives and deferred action on this matter.

**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. 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.

**PROJECTS COMMITTEE**

The Board recognized Director Simpson and Mr. Dodd who provided a general update related to Phase I project grand opening and potential future projects. 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:
  - Final package has been provided to the City of Houston (the "City"). Scheduling acceptance.
  - Coordinating standard street lighting.
- Pay Applications: None.

Phase I Landscape Amenity Overlay Update

- Preparing O&M Cost to include as part of the Management District agreement.
- Plans will be submitted to the City following the Management District maintenance agreement.

Proposed Work Authorizations

None at this time.

Update on Work Authorizations or other matters, if any:

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

No action was taken.

**ATTORNEY'S REPORT**

Resolution Regarding Annual Review of Investment Policy and List of Brokers/Dealers

Mr. Lord presented the Board with Amended Investment Policy, a copy of which is attached hereto as Exhibit "E". He stated that the Authority, pursuant to the Public Funds Investment Act, is required to review its investment policy and broker/dealer list annually. Mr. Lord indicated that there were no changes to the policy, but that the broker/dealer list had been updated. After discussion, Director Dyess moved that the Board adopt the Resolution as presented. Director Trevino seconded the motion and it carried unanimously.

Disclosure Statement of Bookkeeper/Investment Officer

Mr. Lord next explained that, pursuant to the Public Funds Investment Act, the Authority's bookkeeper and investment officer are required to execute and submit an annual disclosure statement to the Texas Ethics Commission disclosing any relationships that they may have with institutions that are offering, have offered, or may offer to engage in an investment transaction with the Authority. A copy of the annual disclosure form is attached hereto as Exhibit "F". Upon a motion Director Dyess moved that the Board accept and authorize the filing of the disclosure statement of the bookkeeper/investment officer. Director Trevino seconded the motion and it carried unanimously.

**ADMINISTRATIVE SERVICES**

The Board is receiving proposals. This matter was deferred.

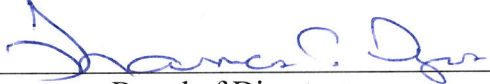
**CONVENE IN EXECUTIVE SESSION PURSUANT TO SECTIONS 551.072, CHAPTER 551, TEXAS GOVERNMENT CODE**

The Board did not meet in executive session.

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

**PUBLIC COMMENTS**

No comments were given.

  
Secretary, Board of Directors

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

September 16, 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 16th day of September, 2019, and the roll was called of the duly constituted officers and members of the Board, to-wit:

Gordon Quan	Chairman
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Victor Trevino	Director
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All members of the Board of the Directors were present, except Director Vassilakidis.

Also present were: Kristin Blomquist of Masterson Advisors, LLC, the Financial Advisor ("Financial Advisor"); Virginia Blake of McCall Gibson Swedlund Barfoot, PLLC, the auditor ("Auditor"); 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 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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