

MINUTES OF REGULAR MEETING
OF
EAST DOWNTOWN REDEVELOPMENT AUTHORITY

September 21, 2020

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 21st day of September, 2020, pursuant to the March 16, 2020 action by the Governor of the State of Texas under Section 418.016 of the Texas Government Code suspending certain provisions of the Texas Open Meetings Act, 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
Bernard 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 Director Baltagi thus constituting a quorum.

Also present were: Drew Masterson of Masterson Advisors, LLC, the Financial Advisor (“Financial Advisor”); Ian Rosenberg of Infill Planning and Development; Joaquin Martinez, a presentative of Council Member Robert Gallegos; Monica Aizpurua of Binkley & Barfield, Inc.; Joseph Ellis of McCall Gibson Swedlund Barfoot, PLLC, the auditor (“Auditor”); Sherry Weesner of SMW Principle Solutions, (“Administrator”); Clark Lord and Tiffany Ehmke of Bracewell LLP; Randir Sahni of Llewelyn-Davies Sahni (“LDS”); Linda Trevino of METRO; Jack Roland of Governmental Financial Reporting, LLC; Kyle Macy of Edminster, Hinshaw, Russ and Associates, the Engineer (“Engineer”); and Jessica Bacorn of the East Downtown Management District (“EDMD”).

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 June 15, 2020. Following discussion, upon a motion made by Director Aldape and seconded by Director Mendoza, the Board voted unanimously to approve the minutes of June 15, 2020.

RECONSTITUTE BOARD OF DIRECTORS

Ms. Weesner introduced one (1) new director Seth Hopkins and provided a brief history of his backgrounds.

COMMITTEE ASSIGNMENTS

Ms. Weesner then stated that with Director Hopkins appointment there is a vacancy on the Communications Committee. She stated that it is Director Quan's desire to appoint Director Hopkins to the Communications Committee. Upon a motion brought by Director Hollins, seconded by Director Dyess, the Board unanimously voted appoint Director Hopkins to the Communications Committee

ADMINISTRATOR'S REPORT

Discussion and Possible Action – Revised CIP

Ms. Weesner reminded the Board that the CIP was approved to be submitted to the City of Houston (the "City"). She added that the City would like a few items revised on the CIP, including (i) the Pease Street Scenic Houston project be moved to the "Development Section" of the budget; and (ii) the Bike Share project be moved to the "Development Section" of the budget; (iii) Phase IA of the Overlay project be included moved to a later year. Because of these changes and because the City's 72" waterline is now in construction, the Polk street reconstruction project can be moved up in the CIP and can be designed and constructed as part of the Phase 2 street reconstruction project. A copy of the revised CIP is attached hereto as Exhibit "B".

Ms. Weesner stated that the Projects Committee has reviewed the recommended changes and recommend the Board approve the revised CIP as requested by the City. Upon a motion brought by Director Dyess, seconded by Director Aldape, the Board unanimously voted to approve the changes and submit to the City.

PROJECTS AND ENGINEERING

Project Committee Report

The Board recognized Director Dyess who provided a general report and noted that there are action items during the Engineer's Report that the Project Committee has reviewed and coincide with budget items.

Engineer's Report

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

Update, work authorization and advertisements for bid

Mr. Macy reviewed the following projects: (i) T-1503 – Phase 1 Roadway and Utility Re-construction; (ii) T-1514 – Texas Avenue Mobility Improvements; (iii) T- 1517 – Columbia TAP; (iv) T-1504 – Phase 2 – Roadway and Utility Re-construction; (v) T-1515 – Polk Street Reconstruction; (vi) T- 1505 – Walker – Roadway Rehabilitation; (vii) T- 1511 – Bastrop Promenade/Greenspace – Conceptual Plan; (viii) T-1516 – Phase 1 Amenity Overlay; He answered the Board's questions regarding these matters.

Existing and proposed work authorizations

Mr. Macy then reviewed two (2) work authorizations for the Board's review and approval, including: (i) Work Authorization No. 21-06 professional engineering services for design of (T-1511) Bastrop Promenade/Greenspace; and (ii) Work Authorization No. 21-07 topographic survey and Design Concept Report ("DCR") for the addition of Polk St. to (T-1504) Phase 2 – Roadway and Utility Reconstruction.

TIRZ 15 Public Improvements Guide update

Ms. Weesner noted that LDS is working on this and is waiting for 1 piece of detailed information from the Management District. She added that a presentation is expected for the next meeting.

After consideration, upon a motion brought by Director Dyess, seconded by Director Mendoza, the Board unanimously voted to approve (i) the work authorizations presented; and (ii) 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 "D". He noted that Check No. 1403 will be voided and re-written as it was made out to for the incorrect project. Director Aldape stated he has reviewed the invoices and

recommended payment of invoices. Upon a motion, Director Aldape moved that the Board approve the bookkeeper's report and the invoices presented for payment. Director Dyess seconded the motion and it carried by unanimous vote.

Discussion and Possible Action – Electronic Banking

Director Aldape reminded the Board that the Board discussed approved moving to electronic banking with electronic bill payment at the April Meeting. He recommended that the Board motion to move forward with the electronic banking as soon as possible. Upon a motion brought by Director Aldape, seconded by Director Dyess, the Board unanimously voted to move forward with the electronic banking payment method.

Mr. Roland stated that the electronic billing is underway and he is waiting for information from BBVA Bank.

Discussion and Possible Action – Construction Audit – Urban InTown Homes Development Agreement Executed September 25, 2017

Director Aldape reminded the Board that the Authority occasionally writes an agreement to reimburse a developer for expenses related to public infrastructure improvements that are being made. He reported that the developer for the Urban InTown Homes has completed the project and has submitted the required records. Director Aldape stated that an audit is required to be prepared by the Authority's auditor prior to any reimbursement. A copy of an engagement letter from the Auditor is attached hereto as Exhibit "E".

Upon a motion brought by Director Aldape, seconded by Director Mendoza, the Board unanimously approved the engagement of the Auditor to prepare a reimbursement audit for the Urban InTown Homes Development.

Approve audit for fiscal year ending June 30, 2020 and authorize filing with the City of Houston

The Board recognized Mr. Ellis who reviewed the Authority's annual audit report, a copy of which is attached hereto as Exhibit "F". After review and consideration, upon a motion brought by Director Aldape, seconded by Director Dyess, the Board unanimously voted to approve the audit report and filing with the City of Houston.

ATTORNEY'S REPORT

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

The Board recognized Mr. Lord presented the Board with Amended Investment Policy, a copy of which is attached hereto as Exhibit "G". 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 Aldape moved that the Board adopt the Resolution as presented. Director Dyess seconded the motion and it carried unanimously.

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

The Board did not meet in executive session.

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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

September 21, 2020

The Board of Directors (the “Board”) of of Reinvestment Zone Number Fifteen, City of Houston, Texas (the “Zone”) convened in regular session, open to the public, via telephonic communication on the 21st day of September, 2020, pursuant to the March 16, 2020 action by the Governor of the State of Texas under Section 418.016 of the Texas Government Code suspending certain provisions of the Texas Open Meetings Act, and the roll was called of the duly constituted officers and members of said Board, to wit:

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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.

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