

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

February 10, 2025

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, via telephonic communication on the 10<sup>th</sup> day of February 2025. 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
Paula Mendoza	Assistant Secretary
Seth Hopkins	Director
Martha Gil	Director

All members of the Board of Directors were present, except Director Dyess, thus constituting a quorum. Director Gil attended the meeting via on-line.

Also present were: Amita Desai and Robert Grobe, members of the public; Elizabeth Whitton, administrator for East Downtown Management District; Kristi Miller of The Goodman Corporation (the “Administrator”); Clark Lord and Tiffany Ehmke of Bracewell LLP; Cynthia Craig of Governmental Financial Reporting, LLC, (“Bookkeeper”); Kyle Macy and Ashley Sowards of Edminster, Hinshaw, Russ and Associates, the Engineer (“Engineer”); Jennifer Curley, Norman Schultz and Maria Irshad, representatives with City of Houston (the “City”).

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 meeting held on December 16, 2024. Upon a motion brought by Director Hopkins, seconded by Director Mendoza, the Board unanimously voted to approve the minutes of December 16, 2024 meeting.

## **FINANCIAL MATTERS**

Ms. Miller reviewed the Finance Committee Report, a copy of which is attached hereto as Exhibit “B”. Director Aldape requested Mr. Craig give the Bookkeeper’s report.

### **Bookkeeper Report/ payment of invoices**

Ms. Craig presented the Bookkeeper’s report for the month, a copy of which is attached hereto as Exhibit “C”. Upon a motion brought by Director Aldape, seconded by Director Mendoza, the Board unanimously voted to approve the Bookkeeper’s Report and payment of invoices.

## **COMMUNICATIONS AND PUBLIC ENGAGEMENT**

### **Committee Updates**

Director Mendoza outlined the Communications Committee summary, a copy of which is attached hereto as Exhibit “D”.

## **PROJECTS AND ENGINEERING**

Director Dyess presented and reviewed the Project’s Committee report, a copy of which is attached hereto as Exhibit “E”.

### **Engineer’s Report**

Mr. Macy presented and reviewed the Engineer’s Report, a copy of which is attached hereto as Exhibit “F”.

### **Update, work authorization and advertisements for bid**

Mr. Macy reported on the following projects: (i) T-1514 – Texas Avenue Mobility Improvements; (ii) T- 1530 – Columbia Tap Trail Lighting; (iii) T-1504 and 1515– Phase 2 – Roadway and Utility Re-construction and Polk Street Reconstruction; (iv) T- 1511 – Bastrop Promenade/Greenspace – Design Phase; (v) T-1523 NHHIP Planning and Implementation; (vi) T-1524 McKinney Street Rehabilitation; (vii) T-1529 – Emancipation Avenue Rehabilitation; (viii) T-1521 – Clay Street Parking Join Referral Committee; and (ix) T-1528 – Zone Wide Safety and Mobility Program. He answered the Board’s questions regarding these matters.

Mr. Macy reviewed the following work authorization: (i) Work Authorization No. 25-08 for additional Services on T-1529 Emancipation Avenue Rehabilitation, in the amount of \$134,503.00. He then answered the Board's questions. A copy of Work Authorization No. 25-08 is attached hereto as Exhibit "G".

After consideration, upon a motion brought by Director Mendoza, seconded by Director Hopkins, the Board (i) WA-No. 25-08 for additional Services on T-1529 Emancipation Avenue Rehabilitation, in the amount of \$134,503.00; and (ii) the Engineer's Report.

### **ADMINISTRATOR'S REPORT**

Ms. Miller presented a report highlighting the committee meeting objectives recently, a copy of which is attached hereto as Exhibit "H".

#### Updates on coordination with City of Houston, East Downtown Management District, TxDOT related to NHHIP, World Cup and other project coordination

Ms. Miller reminded the Board on current projects that the Authority has made commitments.

#### Arbitrage Group Inc. Report

Ms. Miller outlined the Arbitrage Group Report, a copy of which is attached hereto as Exhibit "I". She stated that a list of projects will be created for the next bond issue soon.

#### Advance Funding Agreement for Mitigation of Adverse Environmental Impacts On-System ("AFA")

Ms. Miller reviewed the AFA related to the Transportation Code authorizing the Texas Department of Transportation ("TxDOT") to pay a fee to an appropriate public agency or private entity in lieu of acquiring or agreeing to manage property to mitigate an adverse environmental impact that is a direct result of the construction, improvement, or maintenance of a State highway. A copy of the AFA is attached hereto as Exhibit "J".

#### Resolution Approving Advance Funding Agreement (the "Resolution")

Mr. Lord stated that the Resolution relates to the AFA outlined by Ms. Miller and requested the Board execute and approve. A copy of the Resolution is attached hereto as Exhibit "K".

After consideration, upon a motion brought by Director Hopkins, seconded by Director Mendoza, the Board unanimously voted to approve the AFA and Resolution.

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



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Secretary, Board of Directors