

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

August 8, 2017

The Board of Directors (the "Board") of Reinvestment Zone Number Three, City of Houston (the "Zone") convened in regular session, open to the public, at the offices of the Houston Downtown Management District, on the 8<sup>th</sup> day of August, 2017, and the roll was called of the duly constituted officers and members of the Board, to-wit:

F. Xavier Peña	Chair
Michele Sabino	Vice Chair
Barry Mandel	Secretary
Curtis Flowers	Treasurer/Investment Officer
William Kennerly	Director
Keith Hamm	Director
James Harrison	Director
Regina Garcia	Director
Bruce Austin	Director

and all of said persons were present except Director Harrison, Secretary Mandel and Director Garcia thus constituting a quorum.

Also present were Bob Eury, President, Ryan Leach, Executive Director, and Emily Barnes, Administrative Assistant of the Authority (Zone); Algenita Scott Davis, Robert Lung and Jackie Traywick of Central Houston, Inc. (CHI); Brett DeBord, Joe Maxwell, Jacqueline Longoria and Lonnie Hoogeboom of the Houston Downtown Management District (HDMD); Jennifer Curley of the City of Houston (COH); Clark Lord of Bracewell LLP; Linda Trevino of METRO; Leticia Gutierrez of Air Alliance; Zakcq Lockrem of Asakura Robinson Company; and Cal Ricker of Turbo Realty.

**DETERMINE QUORUM; CALL TO ORDER**

Chair Peña noted that a quorum was present and called the meeting to order at 12:17 p.m.

**INTRODUCTION OF GUESTS AND PUBLIC COMMENTS**

Chair Peña requested all meeting attendees briefly introduce themselves and welcomed all.

**MINUTES OF PREVIOUS MEETINGS**

The Board considered approving the minutes of the previous meetings. Following discussion, upon a motion made by Director Austin and seconded by Director Kennerly, the Board voted unanimously to approve the minutes of the June 20<sup>th</sup>, 2017 meetings.

**FINANCIALS**

**Check Register – June and July 2017**

Ms. Traywick (CHI) provided an overview of the operating and 2015 bond account check registers for the months of June and July 2017. She reported the expenditures listed on the check registers were reoccurring operating and capital project expenses. She also noted that June 30<sup>th</sup> marked the end of FY 2017 so the June check register shows yearly payments in addition to regular operating expenses.

No action was required.

## FY17 Fourth Quarter Financial Statement and Investment Report

Ms. Traywick (CHI) provided a detailed overview of the quarterly financial statement and investment report for the fourth quarter of FY17. Ms. Traywick reported expected revenues, expenses and project costs.

No action was required

## Engagement of Carr, Riggs and Ingram, LLC for FY17 Audit Services

Mr. Leach (Zone) presented a request for approval of Carr, Riggs & Ingram, LLC as auditors for FYE 6/30/2017 at a fee not to exceed \$15,300 plus out of pocket expenses not to exceed \$325 for a total expenditure of \$15,625. He explained the Authority has used Carr, Riggs & Ingram, LLC in previous years.

Following discussion, upon a motion made by Treasurer/Investment Officer Flowers and seconded by Director Austin, the Board voted unanimously to authorize the engagement of Carr, Riggs & Ingram, LLC as auditors for FY17 for a total fee not to exceed \$15,625.00, and the execution of necessary agreements by the appropriate officers of the Zone.

## **PLAN DOWNTOWN INITIATIVE**

### Plan Downtown Contribution

Chair Peña called on Director Hamm as Economic Development Committee Chair to introduce the request. Director Hamm explained the Economic Development Committee had vetted and approved the request for a contribution to Plan Downtown. Mr. Hoogeboom (HDMD) shared the project history, timeline and goals. Mr. Hoogeboom (HDMD) and Mr. Leach (Zone) answered questions for the Board.

Following discussion, upon a motion made by Director Hamm and seconded by Vice Chair Sabino, the Board voted unanimously to authorize a contribution to the Plan Downtown Initiative of an amount not to exceed \$250,000.00.

### Plan Downtown Workshop Activity

Chair Peña called on Mr. Hoogeboom (HDMD) to introduce the workshop activity. Mr. Hoogeboom and Mr. Lockrem (Asakura Robinson), project manager for the lead consultant, presented the concept plan comprised of the vision statement, four pillars, twelve strategies and forty-eight draft recommendations that will shape Downtown's development for the next twenty years. Mr. Lockrem solicited input on the concept plan and answered questions for the Board. All present took part in the discussion.

No action was required.

## **OTHER BUSINESS**

### Project Status Report

Mr. Leach (Zone) provided a brief status update on all active and ongoing projects. Highlights included Aris Market Square's completion and inspection, the environmental study in progress on the potential South Downtown Park site and Bagby Street Improvement Project beginning stage one.

No action was required.

**NEXT MEETING**

Chair Peña announced that the next Board of Directors meeting is scheduled for September 19<sup>th</sup>, 2017 at 12:00 p.m. at the regular meeting location.

**ADJOURNMENT**

There being no further business to come before the Board, the meeting was adjourned at 1:41 p.m.

[Signature follows]

  
Secretary, Board of Directors