

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

February 5, 2019

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 5th day of February, 2019, 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 Austin, Director Garcia, Treasurer Flowers and Director Kennerly thus constituting a quorum.

Also present were Bob Eury, President, Ryan Leach, Executive Director and Emily Barnes, Administrative Assistant of the Zone (Zone); Algenita Scott Davis, Jackie Traywick and Robert Lung of Central Houston, Inc. (CHI); Brett DeBord and Lonnie Hoogeboom of the Houston Downtown Management District (HDMD); Jennifer Curley of the City of Houston; Clark Lord of Bracewell; Andres Berdugo of AECOM; Captain Hong-Le Conn, Lieutenant Marco Loera, and Lieutenant Dang Nguyen of the Downtown Division of the Houston Police Department; and Linda Treviño of METRO.

DETERMINE QUORUM; CALL TO ORDER

Chair Peña noted that a quorum was present and called the meeting to order at 12:14 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 Vice Chair Sabino and seconded by Director Harrison, the Board voted unanimously to approve the minutes of the January 15th, 2019 meetings.

FINANCIALS

Check Register – January 2019

Ms. Traywick (CHI) provided an overview of the operating and 2015 bond account check registers for the month of January 2019. She reported the expenditures listed on the check register were reoccurring operating and capital project expenses, as well as a few routine annual payments. Ms. Traywick answered questions from the Board.

No action was required.

FY19 Second Quarter Financial Statement and Investment Report

Ms. Traywick (CHI) provided a detailed overview of the quarterly financial statement and investment report for the second quarter of FY19. Ms. Traywick reported expected revenues, expenses and project costs.

Following discussion, upon a motion made by Director Hamm and seconded by Director Harrison, the Board voted unanimously to approve the second quarter financial statement and investment report for FY19.

MUNICIPAL SERVICES

Chair Peña called on Captain Conn (HPD) to introduce the discussion on the HPD Overtime Program. Captain Conn introduced Lieutenant Loera who reviewed the reports for the months of October, November and December of 2018. The reports provided an overview of expenditures and highlighted the current programs. Lieutenant Loera noted the policing activity downtown for this quarter was similar to the previous quarter with the exception of two special events, a concert and New Years Eve, which required increased police presence. Lieutenant Loera and Captain Conn then answered questions from the Board and staff.

No action was required.

BAGBY STREET CAPITAL IMPROVEMENTS – TREE PURCHASE

Chair Peña called on Mr. Leach (Zone) to introduce the discussion on this item. He shared that the project has reached the 60% design phase and the consultant team is working towards final designs. The Zone has requested a proposal for specimen tree supply services as part of the Bagby Street Improvement Project design. The proposal was included for Board review. Mr. Leach then answered questions from the Board.

Following discussion, upon a motion made by Director Harrison and seconded by Secretary Mandel, the Board voted unanimously to approve the execution of necessary agreements by the appropriate officers of the Zone for specimen tree supply services for Bagby Street Capital Improvements in downtown Houston in an amount not to exceed \$342,670.00.

OTHER BUSINESS

Project Status Report

Mr. Leach (Zone) provided a brief status update on all active and ongoing projects. Highlights included process being made on the Southern Downtown Park design and the upcoming demolition of the building that currently occupies the site. Mr. Leach then answered questions from the Board on the current projects.

No action was required.

NEXT MEETING

Chair Peña announced that the next Board of Directors meeting is scheduled for March 5th, 2019 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 1:05 p.m.

[Signature follows]


Secretary, Board of Directors