

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

November 10, 2020

The Board of Directors (the "Board") of the Tax Increment Reinvestment Zone Number Three (the "Zone") convened in regular session, open to the public, virtually, on the 10th day of November, 2020, and the roll was called of the duly constituted officers and members of the Board, to-wit:

Curtis Flowers	Chair
Michele Sabino	Vice Chair
Barry Mandel	Secretary
Bruce Austin	Director
Regina Garcia	Director
Keith Hamm	Director
James Harrison	Director
Sherman Lewis	Director
William Kennerly	Director

and all of said persons were present except Directors Garcia and Lewis, thus constituting a quorum.

Also present were Bob Eury, President of the Zone, J. Allen Douglas, Executive Director of the Zone, and Virginia Oviedo ("Zone"); Marie Hoke Fish, Jamie Perkins, Robert Pieroni and Jackie Traywick of Central Houston, Inc. ("CHI"); Angie Bertinot, Brett DeBord and Lonnie Hoogeboom of the Houston Downtown Management District ("District"); Algenita Davis (Consultant to the Zone); Lisa Duffy of the City ("COH"); Clark Lord of Bracewell, LLP ("Bracewell"); Linda Trevino of METRO; Alison Bell, Minnette Boesel, and Jonathan Day with the Heritage Society (Heritage), and Bill Moeller of the Public.

DETERMINE QUORUM; CALL TO ORDER

Chair Flowers requested a roll call, established quorum, and called the meeting to order at 12:11 PM.

INTRODUCTION OF GUESTS AND PUBLIC COMMENTS

Chair Flowers noted, for the record, that under rules set forth by the State of Texas permitting these Board Meetings to proceed virtually, we are obligated to record each meeting, therefore, this meeting is being recorded.

MINUTES OF PREVIOUS MEETINGS

The Board considered approving the minutes of the October 13, 2020 joint meeting. No discussion took place. Upon a motion made by Director Kennerly and duly seconded by Vice Chair Sabino, the Board voted unanimously to approve the minutes of the October 13, 2020 joint meeting as presented.

FINANCIALS

Check Registers – October 2020

Chair Flowers called on Jackie Traywick (CHI) to provide an overview of the operating check registers for the month of October 2020. Ms. Traywick began by briefing the Board on the staffing expense to Central Houston, Inc. payment made to gener8tor, audit expenses, and payments made related to the ongoing Bagby Street Improvement Project. No questions were asked. No action was required.

SEVENTH AMENDED PROJECT PLAN & REINVESTMENT ZONE FINANCE PLAN

Chair Flowers called on Allen Douglas (Zone) to introduce discussion on this item. Mr. Douglas began by providing background information on Sam Houston Park and its nontaxable value, notifying the Board of this area not having an effect on the project plan or financials moving forward. He introduced Minnette Boesel, Alison Bell, and Jonathan Day (Heritage) who joined the virtual meeting this afternoon. Ms. Boesel thanked the Board for their support and provided a brief history of Sam Houston Park. Mr. Day added a few comments regarding the maintenance of a professional relationship with the Zone and the importance of such moving forward. Bob Eury (Zone) made a few comments regarding maintenance obligations moving forward. Questions were asked and answered.

Upon a motion made by Secretary Mandel and duly seconded by Director Harrison, the Board voted unanimously to authorize the adoption of the Seventh Amended Project Plan and Reinvestment Zone Financing Plan through the execution of the necessary Board Resolution and Certificate to present to the City Council as a request that the City Council approve the Seventh Amendment Project Plan and Reinvestment Zone Financing Plan through City Ordinance.

MWSDBE REPORT

Chair Flowers called on Mr. Douglas to introduce discussion on this item. Mr. Douglas began by discussing tentative changes to the Administrative Policies and Procedures Manual that were previously presented to the Executive Committee on November 3, 2020. He noted this item is not currently an action item but to expect it as one in the next future meeting of the Board. He stated stimulation of small and disadvantaged businesses was of importance in moving this program forward and moved on to provide further detail into the process of reporting for this program regarding licenses, certification, and self-reporting. Questions were asked and answered. No action was required.

OTHER BUSINESS

Project Status Report

Chair Flowers called on Mr. Douglas to present this month's project status report of current projects within the Zone's boundaries. Mr. Douglas called on Lonnie Hoogeboom (HDMD) and Brett DeBord (HDMD) to update the Board on Bagby Street Improvement Project and Southern Downtown Park. Questions were asked and answered, discussion ensued.

Mr. Douglas followed by calling on Robert Pieroni (CHI) to provide an update on Economic Development Projects. Questions were asked and answered, discussion ensued. No action was required.

NEXT MEETING

Mr. Douglas announced that the next full Board of Directors Meeting is tentatively scheduled for December 8, 2020, at noon. He added that the Capital Projects Committee is scheduled for November 25, 2020, at noon, and the Economic Development Committee is scheduled for November 27, 2020, at noon. He noted that all meetings would be virtual.

ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned at 1:15 PM.

Barry Mandel, Secretary
Tax Increment Reinvestment Zone Number Three
(Zone)