

**MINUTES OF THE SPECIAL MEETING OF
DOWNTOWN REDEVELOPMENT AUTHORITY/TIRZ #3**

(Jointly and concurrently with Central Houston, Inc. and the Houston Downtown Management District)

January 8, 2021

THE STATE OF TEXAS §
 §
COUNTY OF HARRIS §

The Board of Directors of the Downtown Redevelopment Authority/TIRZ #3 (the “Authority/Zone”) met in a special session, concurrently with the Boards of Central Houston, Inc. (“CHI”) and the Houston Downtown Management District (the “District”) open to the public, on January 8, 2021, at 11:30 a.m., via video conference (pursuant to Governor Abbott’s order allowing such virtual meetings due to the COVID-19 pandemic) and the roll was called of the duly appointed members of the Board, to-wit:

BOARD MEMBERS

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 the above were present, with the exception of Directors Garcia, Hamm, Lewis and Kennerly, thus constituting a quorum.

Also present were Kimberly Bassett, Jonathan Brinsden, Stephanie Burritt, Dougal Cameron, Dilip Choudhuri, Amy Chronis, Laura Edrington, Greg Erwin, Richard Everett, Fred Griffin, Hillary Hart, Niloufar Molavi, Darryl Montgomery, Steve Newton, Travis Overall, David Stevenson, and Jack Sweeney, all being Directors of CHI;

Leslie Ashby, Genora Boykins, Wendy Cloonan, Clay Crawford, Matt Damborsky, Marian Harper, Donald Henderson, C.C. Huang, Angus Hughes, Toni Jackson, Roland Kennedy, Nick Massad III, Sherea McKenzie, Kenny Meyer, John Mooz, Edna Ramos, Scott Repass, Grace Rodriguez, Ted Zwieg, all being Directors of the District;

Angie Bertinot, Brett DeBord, Allen Douglas, Robert M. Eury, Jacque Gonzalez, Keith Gould, Lonnie Hoogeboom, James Kennedy, Dusty McCartney, Victoria Reid, Angela Satori, Shelby Roth and Jackie Traywick of the District; Algenita Davis, consultant to the District; Robert Kramp, Jamie Perkins, Robert Pieroni and Kim Scates of Central Houston, Inc.; Barron Wallace and Clark Lord of Bracewell LLP; Tory Clark of Russell & Reynolds; David Ruiz on behalf of Director Hong Ogle; and Monica Alzpurua of Binkley & Barfield.

WELCOME

First, Curtis Flowers, Chair of the Authority/Zone, introduced himself and welcomed all. He then called the meeting of the Authority/Zone to order. Chair Flowers stated this is the first time all three Boards have met together concurrently and announced the reason for doing so is to discuss the transition of executive leadership for all three organizations. He also notated under the rules set forth by the State of Texas permitting these Board meetings to proceed virtually, this meeting is being recorded and will be available to the public on the Authority's website.

Next, Chair Flowers introduced Leslie Ashby, Chair of the District. Chair Ashby called the meeting of the District to order and welcomed all directors, consultants and other meeting attendees. She asked for board members who dialed in and any guests present to identify themselves. She also notated under the rules set forth by the State of Texas permitting these Board meetings to proceed virtually, this meeting is being recorded and will be available to the public on the District's website.

Lastly, Chair Ashby introduced Jonathan Brinsden, Chair of CHI. Chair Brinsden called the meeting of CHI to order and welcomed all directors, consultants and other meeting attendees.

Quorum for the Authority/Zone and the District was not required since no official business was conducted during the meeting.

TRANSITION DISCUSSION

Chair Brinsden shared information about the Executive Transition Plan. He introduced the Search Committee, who will work closely with Russel & Reynolds in the search for a new executive leader. The Committee is comprised of the Board Chairs and Directors from all three organizations. Chair Brinsden then shared the organizational chart of all three organizations.

Steve Newton of Russell & Reynolds introduced his colleague, Tory Clark. Ms. Clark shared a short presentation about the search, a position description, discussed timeline and the candidate selection process.

Chair Brinsden called for questions. There being none, he introduced Niloufar Molavi as the new Chair of the CHI Board, effective as of today, January 8, 2021. Chair Molavi explains the recommendation of a finalist will come from the Search Committee and that all three entities will need to agree on the candidate before new leader is hired. She thanked the Search Committee for their time commitment. Chair Molavi called for additional questions. There being none, she adjourned the meeting for CHI.

Chair Ashby asks if any other matters that need to come before the District Board. There being none, she adjourns the meeting for the District.

Chair Flowers calls for questions or any other matters to be brought before the Authority/Zone Board. There being none, he adjourns the meeting for the Authority/Zone.

Barry Mandel, Secretary
Downtown Redevelopment Authority/TIRZ #3