

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

May 13, 2014

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 Houston Downtown Management District, on the 13th day of May, 2014, and the roll was called of the duly constituted officers and members of the Board, to-wit:

F. Xavier Pena	Chair
Curtis B. Lampley	Vice-Chair
Deborah Keyser	Secretary
Curtis Flowers	Treasurer/Investment Officer
Michele Sabino	Director
Keith Edward Hamm	Director
Barry Mandel	Director
James Harrison	Director
Regina Garcia	Director

and all of said persons were present except Directors Lampley, and Harrison, thus constituting a quorum.

Also present were: Bob Eury, President, Ryan Leach, Executive Director, and Brianna Garner, Administrative Assistant of the Authority; Jackie Traywick and Algenita Scott Davis of Central Houston, Inc.; Lonnie Hoogeboom of Houston Downtown Management District (HDMD); Clark Lord of Bracewell & Giuliani LLP; Ralph De Leon of the City of Houston; Captain Larry Satterwhite of the Houston Police Department, and Leah Wolfthal of City Council Member David Robinson's office.

DETERMINE QUORUM; CALL TO ORDER

Chair Pena noted that a quorum was present and called the meeting to order.

INTRODUCTION OF GUESTS AND PUBLIC COMMENTS

Chair Pena requested all meeting attendees to briefly introduce themselves and welcomed all.

APPROVE MINUTES OF PREVIOUS MEETINGS

The Board considered approving the minutes of April 8, 2014. Following discussion, upon a motion made by Director Keyser and seconded by Director Garcia, the Board voted unanimously to approve the minutes of April 8, 2014.

MUNICIPAL SERVICES/HPD OVERTIME PROGRAM

Captain Satterwhite had to leave the meeting to address an event downtown. He offered to answer any questions via email. Captain Satterwhite submitted his report to the Board, which provided an overview of the criminal statistics within the Central Business District, as well as programming efforts and expenses.

CAPITAL IMPROVEMENT PROJECTS

Presentation: Public Realm Strategies for Southern Downtown

Mr. Hoogeboom explained to the Board that multiple studies have been completed on southern downtown to identify key capital projects. Mr. Hoogeboom presented Asakura Robinson's findings on the need for a park in southern downtown, which could be created and function similar to Market Square Park. The Authority and District will continue to seek a location and specifications to bring an authorization request to the Board in the future.

MWDBE Report

Mr. Eury presented the Authority's most recent MWDBE report which will be submitted to the City. The report addresses Capital Improvement Projects only.

OTHER BUSINESS

Project Status Report

Mr. Leach provided a brief status update of ongoing projects; high-lighting projects with significant progress. He noted the Holiday Inn and BMS agreements are being finalized and executed this week. 412 Main's amendment is near completion and will affect the success of 402 Main and 202 Travis Historic Façade renovation projects.

NEXT MEETING

Tuesday, June 10 at noon.

ADJOURNMENT

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

[Signature page follows]

A handwritten signature in black ink, consisting of a large, sweeping initial 'S' followed by several loops and a final flourish that extends to the right. The signature is positioned above a horizontal line.

Secretary, Board of Directors