

**MINUTES OF REGULAR MEETING
OF
DOWNTOWN REDEVELOPMENT AUTHORITY**

January 15, 2013

The Board of Directors (the “Board”) of Downtown Redevelopment Authority (the “Authority”) convened in regular session, open to the public, at the offices of Houston Downtown Management District, on the 15th day of January 2013, and the roll was called of the duly constituted officers and members of the Board, to-wit:

F. Xavier Peña	Chair
Curtis B. Lampley	Vice-Chair
Deborah Keyser	Secretary
Curtis Flowers	Treasurer/Investment Officer
Michele Sabino	Director
Kathryn Chase McNiel	Director
Keith Edward Hamm	Director
Harold A. “Al” Odom III	Director
Barry Mandel	Director

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

Also present were: Bob Eury, Executive Director and TataLease Derby, Director of the Authority; Clark Lord and Debbie Russell of Bracewell & Giuliani LLP; Lonnie Hoogeboom of the Houston Downtown Management District (“HDMD”); Ralph De Leon and Donna Capps of the City of Houston; George Baugh of George Baugh III & Company; Jackie Traywick of Central Houston, Inc.; and Captain Bryan Bennett of the Houston Police Department.

DETERMINE QUORUM; CALL TO ORDER

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

INTRODUCTION OF GUESTS AND PUBLIC COMMENTS

Chair Peña welcomed the attendees to the meeting. The meeting attendees next introduced themselves to the Board.

APPROVE MINUTES OF PREVIOUS MEETINGS

The Board considered approving the minutes of November 13, 2012. Following discussion, upon a motion made by Director Flowers and seconded by Director Sabino, the Board voted unanimously to approve the minutes of November 13, 2012.

FINANCIAL REPORT

Check Register

Ms. Derby reported that the expenditures listed on the check register were reoccurring operating expenses and anticipated expenses for approved projects and recommended full approval by the Board. Following discussion, upon a motion made by Director Mandel and seconded by Director Odom, the Board voted unanimously to approve the check register and ratify all expenses. A copy of the check register is attached to these minutes.

MUNICIPAL SERVICE/HPD OVERTIME PROGRAM

Captain Bennett presented the municipal services report. Mr. De Leon and Ms. Derby reported on suspected narcotics use in both Hermann and Library Squares. Captain Bennett stated that he would have officers start checking for the use of narcotics in the area. The Board also discussed the aggressive panhandling tactics used by some of the homeless in the Downtown area.

DEVELOPER PROJECTS

Park and Recreational Facilities

Ms. Derby reported that the Construction, Operating and Maintenance Agreement (the "Agreement") for Buffalo Bayou Park needs to be amended to extend the dates in the Agreement. Mr. Lord stated that the amendment allows any other extensions to occur without future amendments to the Agreement. Ms. Derby stated that the Economic Development Committee (the "EDC") would be able to approve any future changes of this nature. After discussion, Director Odom moved that the Board approve the amendment of the Agreement as presented. Director Keyser seconded the motion and it carried by unanimous vote.

FY2013 CAPITAL IMPROVEMENT PROJECTS

Park and Recreational Facilities

Ms. Derby next reviewed the history of the Julia Ideson Plaza, also known as the Central Library Plaza (the "Plaza"). She noted that the Authority had previously contracted with the Project for Public Spaces in the amount of \$50,800 to evaluate the space and provide plans for the Plaza. Ms. Derby reviewed a proposal from Lauren Griffith & Associates ("LGA") for preparation of a master plan for the project and a food feasibility study in the amount of \$35,960. After discussion, Director Flowers moved that the Board approve the proposal from LGA in an amount not to exceed \$35,960. Director Odom seconded the motion and it carried by unanimous vote.

HOUSTON DOWNTOWN MANAGEMENT DISTRICT

Commercial and Retail Marketing Efforts

There was no report on the retail and marketing efforts of the Houston Downtown Management District.

Project Status Report

Ms. Derby reported that the amended agreement for 806 Main is in final draft. She stated that the developer will be working with the contractor on the improvements related to the METRO project including the curb cut and will be eligible for reimbursement for the costs of same not to exceed \$2,350,000.

Ms. Derby then reported on the status of 1111 Rusk and stated that a letter of interest had been issued, but that no documentation regarding same has been received by the Authority.

Future Project Presentation

Mr. Eury reported on the enhancements to the Main Street Transfer Station. He stated that the equipment currently located on Main Street will be relocated to a facility with a long term lease which will improve the aesthetics of the Main Street Corridor. Director Keyser stated that she and members of the EDC had walked along Main Street and noted that many improvements are needed including new lighting and wayfinding signs.

EXECUTIVE SESSION

There was no executive session.

RECONVENE IN OPEN SESSION AND TAKE ACTION ON MATTERS DISCUSSED IN EXECUTIVE SESSION

There was no need to reconvene in open session..

NEXT MEETING

Chair Peña reported that the Board will meet again on February 12, 2013. Ms. Derby stated that she would be showing some examples of completed projects in the Authority. She also reported Peter Brown will be making a presentation at the meeting.

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

[Signature page follows]

Secretary, Board of Directors