

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

July 9, 2015

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 9th day of July, 2015, and the roll was called of the duly constituted officers and members of the Board, to-wit:

F. Xavier Peña	Chair
Keith Edward Hamm	Vice Chair
Deborah Keyser	Secretary
Curtis Flowers	Treasurer/Investment Officer
Michele Sabino	Director
Barry Mandel	Director
James Harrison	Director
Regina Garcia	Director
Bruce Austin	Director

and all of said persons were present except Secretary Keyser and Treasurer/ Investment Officer Flowers, thus constituting a quorum.

Also present were Bob Eury, President, Ryan Leach, Executive Director, and Aidé Meza, Administrative Assistant of the Authority (DRA); Algenita Scott Davis, Jackie Traywick, and Katrina Bayer of Central Houston, Inc. (CHI); Lonnie Hoogeboom and Brett DeBord of the Houston Downtown Management District (HDMD); Jennifer Curley of the City of Houston (COH); Linda Treviño of METRO; Christina George and Ivan Menezes of Tyco SimplexGrinnell, LP.

DETERMINE QUORUM; CALL TO ORDER

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

INTRODUCTION OF GUESTS AND PUBLIC COMMENTS

Chair Peña requested all meeting attendees briefly introduce themselves and welcomed all.

APPROVE MINUTES OF PREVIOUS MEETINGS

The Board considered approving the minutes of the previous meetings. Following discussion, upon a motion made by Director Sabino and seconded by Vice Chair Hamm, the Board voted unanimously to approve the minutes of June 16, 2015.

FINANCIAL REPORT

Check Register

Ms. Traywick (CHI) provided an overview of the operating account check register for June 2015. She reported that the expenditures listed on the check register were reoccurring operating expenses and recommended full approval by the Board.

Following discussion, upon a motion made by Director Mandel and seconded by Director Harrison, the Board voted unanimously to approve the check register.

MUNICIPAL SERVICES/HPD OVERTIME PROGRAM

No Houston Police Department (HPD) representative was in attendance. Chair Peña presented the Board with the overtime report which provided an overview of the criminal statistics within the Central Business District for the month of June 2015. It also included statistics for the Houston Public Library Plaza overtime and Sobering Center diversion statistics. Ms. Traywick (CHI) discussed details of a new, comprehensive plan for reporting this program. This plan is set to begin in FY 2016.

CAPITAL IMPROVEMENT PROJECTS

Bid Recommendations for Allen Parkway

Mr. Leach (DRA) and Mr. Hoogeboom (HDMD) presented the request to authorize the Bid Evaluation Panel and Capital Project Committee's recommendation of (MC2) Main Lane Industries, Ltd. as the project's General Contractor.

After some discussion, Vice Chair Hamm made a motion to authorize the contract award to (MC2) Main Lane Industries, Ltd. Director Harrison seconded, and the motion passed unanimously.

Allen Parkway Miscellaneous Expenses

Mr. Hoogeboom (HDMD) presented the request to authorize a miscellaneous work account for expenses outside of the prime contract. The authorization will cover the construction-related costs of independent vendors as well as a contingency to fund unforeseen expenses.

After some discussion, Director Mandel made a motion to approve the miscellaneous work account. Director Austin seconded, and the motion passed unanimously.

HISTORIC PRESERVATION AND RESTORATION PROGRAM

Alley Theatre's 50% and 75% Inspection Reports

Mr. Hoogeboom (HDMD) presented two independent inspection reports by Matrix Structural Engineers. Each report provided an assessment of the progress and condition of the Alley Theatre's historic façade at 50% completion and 75% completion, respectively.

Following discussion, no action was taken in regards to this project's update.

OTHER BUSINESS

Project Status Report

Mr. Leach (DRA) provided a detailed status update of active and ongoing projects. Update highlights included the recent start of construction on Main Street between Congress and Texas as well as between Clay and Dallas; continued construction on Dallas Street for the Shopping District Streetscape Improvement project; construction progress at the site of the future Hotel Alessandra at GreenStreet; progress inside the Holiday Inn and International Coffee Building; and construction progress at all current Downtown Living Initiative projects under construction.

NEXT MEETING

Tuesday, August 11, 2015 at 12:00 pm

ADJOURNMENT

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

[Signature page follows]



Secretary, Board of Directors