

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

October 11, 2016

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 11th day of October, 2016, 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 Director Harrison, Director Austin, Director Mandel and Vice Chair Hamm, thus constituting a quorum.

Also present were Bob Eury, President, Ryan Leach, Executive Director, and Aidé Meza, Administrative Assistant of the Zone ; Algenita Scott Davis and Jackie Traywick of Central Houston, Inc. (CHI); Lonnie Hoogeboom, Brett DeBord and Joe Maxwell of the Houston Downtown Management District (HDMD); Clark Lord of Bracewell LLP; Lieutenant Adrienne Hicks of the Houston Police Department (HPD); Alyssa Hill of Carr, Riggs & Ingram LLC; Mandy Chapman Semple of the Corporation for Supportive Housing (CSH); Eoles B. Whitaker of the Office of Garnet Coleman, (Texas House of Representatives); and Marc Flores of KDC.

DETERMINE QUORUM; CALL TO ORDER

Chair Peña noted that quorum was present and called the meeting to order at 12:09 p.m.

INTRODUCTION OF GUESTS AND PUBLIC COMMENTS

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

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 Treasurer/ Investment Officer Flowers, the Board voted unanimously to approve the minutes of September 20, 2016.

FINANCIALS

Check Register - September 2016

Ms. Traywick (CHI) provided an overview of the operating and 2015 bond account check register for September 2016. She reported the expenditures listed on the check register were reoccurring operating and capital project expenses and recommended full approval by the Board.

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

FY16 Audit Report

Mr. Leach (Zone) presented the FY16 Main Street Market Square Redevelopment Zone d/b/a Downtown Redevelopment Authority audit report and provided an overview of the Budget and Finance Committee's favorable recommendation for Board approval. Treasurer/ Investment Officer Flowers also provided positive feedback regarding the clean audit report and Ms. Hill (Carr, Riggs & Ingram, LLC) offered to answer any questions for the Board.

Following discussion, upon a motion made by Secretary Keyser and seconded by Director Garcia, the Board voted unanimously to approve the FY16 audit report.

FY17 First Quarter Financial Statement and Investment Report

Ms. Traywick (CHI) provided a detailed overview of the quarterly financial statement and investment report for the first quarter of FY17. Ms. Traywick reported expected revenues, expenses and project costs.

Following discussion, upon a motion made by Treasurer/ Investment Officer Flowers and seconded by Secretary Keyser, the Board voted unanimously to approve the first quarter financial statement and investment report for FY17.

MUNICIPAL SERVICES

HPD Overtime Program Report - September 2016

Lt. Hicks (HPD) introduced the monthly discussion of HPD's Downtown Division and presented the report for the month of September 2016. The report included statistics for overall crime in the area during patrol hours, statistics on the Houston Public Library Plaza, library smoking citations, and diversions of individuals who were publicly intoxicated to the Sobering Center.

No action was required.

OTHER BUSINESS

Project Status Report

Mr. Leach (Zone) provided a brief status update of all active and ongoing projects. Update highlights included the announcement of a ribbon cutting ceremony upon completion of the Allen Parkway capital project. Mr. Leach also mentioned potential changes to the GreenStreet and International Coffee Building agreements as they continue into their close-out phase. Ms. Traywick provided a brief update on the status of the AC Hotel by Marriott (723 Main St.). More information on these, and other projects, will be provided at the next Board meeting.

No action was required.

Administrative Policies and Procedures - Annual Review

Mr. Leach (Zone) provided a brief overview of the administrative policies and procedures manual with no substantial changes. He also requested the approval of the investment policy and list of qualified broker/dealers that are authorized to engage in investment transactions with the Authority, pursuant to Section 2256.025, Texas Government Code, as last revised in October 2016. The Board was asked to adopt the manual, which included the revised investment policy, per Section 16 of the manual, "Adoption and Revision".

Following discussion, upon a motion made by Director Garcia and seconded by Treasurer/ Investment Officer Flowers, the Board voted unanimously to approve the amended investment policy and overall administrative policies and procedures manual.

Corporation for Supportive Housing Presentation

Ms. Chapman Semple (CSH) presented a detailed overview of The Way Home campaign and its goals to end chronic homelessness throughout Houston. She focused on the corporation's coordinated efforts with local entities such as Central Houston Civic Improvement, Inc., and others, to target the homeless population within the Central Business District. Ms. Chapman Semple also mentioned the overwhelming success of their continuum of care model, which allows case workers to monitor the steady decrease in homelessness through their program, and the corporation's momentum in Houston.

No action was required.

NEXT MEETING

Tuesday, November 8, 2016 at 12:00 p.m.

ADJOURNMENT

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

[Signature page follows]



Secretary, Board of Directors