

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

January 9, 2018

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 January, 2018, and the roll was called of the duly constituted officers and members of the Board, to-wit:

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

and all of said persons were present except Director Harrison, Director Kennerly, Director Austin and Director Garcia thus constituting a quorum.

Also present were Bob Eury, President, Ryan Leach, Executive Director, and Emily Barnes, Administrative Assistant of the Zone (Zone); Algenita Scott Davis, Robert Lung and Jackie Traywick of Central Houston, Inc. (CHI); Brett DeBord, and Lonnie Hoogeboom of the Houston Downtown Management District (HDMD); Clark Lord of Bracewell LLP; Lieutenant Adrienne Hicks, of the Downtown Division of the Houston Police Department (HPD); and Andres Berdugo of AECOM.

DETERMINE QUORUM; CALL TO ORDER

Chair Peña noted that a quorum was present and called the meeting to order at 12:22 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 Vice Chair Sabino and seconded by Secretary Mandel, the Board voted unanimously to approve the minutes of the November 7th, 2017 meetings.

MUNICIPAL SERVICES

Chair Peña called on Lieutenant Hicks (HPD) to introduce the discussion on the HPD Overtime Program. Lieutenant Hicks presented the reports for the months of September, October, November and December 2017. The reports provided an overview of expenditures and highlighted the current programs. Lieutenant Hicks explained the positive impact the Sobering Center has made on downtown arrest activity. Lieutenant Hicks answered questions for the Board and Zone staff.

No action was required.

FINANCIALS

Check Registers – November and December 2017

Ms. Traywick (CHI) provided an overview of the operating and 2015 bond account check registers for the months of November and December 2017. She reported the expenditures listed on the check registers were reoccurring operating and capital project expenses. Ms. Traywick answered questions from the Board.

No action was required.

WESTERN DOWNTOWN FACILITIES PLAN FOR THE CITY OF HOUSTON

Chair Peña called on Mr. Leach (Zone) to introduce the request. Mr. Leach explained the Capital Projects Committee had vetted and approved the request for the Western Downtown Facilities Plan for the City of Houston. Mr. Leach shared the origin of the project, timeline and goals. He explained how the Western Downtown Facilities Plan would relate to the Zone's current Bagby Street Improvement Project. Mr. Hoogeboom (HDMD) shared with the Board how the planning process would proceed with the appropriate stakeholders. Mr. Hoogeboom and Mr. Leach answered questions for the Board.

Following discussion, upon a motion made by Treasurer/Investment Officer Flowers and seconded by Director Hamm, the Board voted unanimously to authorize the execution of necessary agreements by the appropriate officers of the Authority for study and planning efforts relating to the Western Downtown Facilities Plan for the City of Houston and approval of a contribution to the project of an amount not to exceed \$500,000.

PLAN DOWNTOWN INITIATIVE

Chair Peña called on Director Hamm as Economic Development Committee Chair to introduce the request. Director Hamm explained the Economic Development Committee had vetted and approved the request for a contribution to Central Houston Civic Improvement for Civic Opportunities associated with the North Houston Highway Improvement Project. Chair Peña then called on Mr. Eury (Zone) to further explain the project, timeline and goals. Mr. Eury and Mr. Leach answered questions for the Board.

Following discussion, upon a motion made by Vice Chair Sabino and seconded by Treasurer/Investment Officer Flowers, the Board voted unanimously to authorize support to Central Houston Civic Improvement for Civic Opportunities associated with the North Houston Highway Improvement Project of an amount not to exceed \$250,000 and the execution of the necessary agreements by the appropriate officer of the Authority.

OTHER BUSINESS

Project Status Report

Mr. Leach (Zone) provided a brief status update on all active and ongoing projects. Highlights included the AC Hotel by Marriott at 723 Main beginning construction and the completed environmental site assessment on the site of a potential South Downtown Park.

No action was required.

NEXT MEETING

Chair Peña announced that the next Board of Directors meeting is scheduled for February 6th, 2018 at 12:00 p.m. at the regular meeting location.

ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned at 1:20 p.m.

[Signature follows]


Secretary, Board of Directors