

**MINUTES OF REGULAR MEETING
OF
TAX INCREMENT REINVESTMENT ZONE #3**

May 14, 2019

The Board of Directors (the "Board") of the Downtown Redevelopment Authority (the "Authority") convened in regular session, open to the public, at the offices of the Houston Downtown Management District, on the 14th day of May, 2019, 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 Garcia thus constituting a quorum.

Also present were Bob Eury, President, Ryan Leach, Executive Director and Anita Dick, Administrative Assistant of the Authority (Authority); Algenita Scott Davis, Jackie Traywick, and Robert Kramp of Central Houston, Inc. (CHI); Brett DeBord and Lonnie Hoogeboom of the Houston Downtown Management District (HDMD); and Jennifer Curley of the City of Houston.

DETERMINE QUORUM; CALL TO ORDER

Chair Peña noted that a quorum was present and called the meeting to order at 12:15 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 April 2, 2019 meeting.

FINANCIALS

Check Register – April 2019

Ms. Traywick (CHI) provided an overview of the operating and 2015 bond account check registers for the month of April 2019.

Ms. Traywick provided an overview of the third quarterly financials.

No action was required.

Chair Pena called on Director Mandell to discuss the Capital Projects Committee's recommendation for approval by the full board. After brief discussion and on a motion by Dir. Hamm and seconded by Dir. Sabino the item passed unanimously to approve an initial payment to Houston Downtown Management District in the amount of \$300,000 and no more than three subsequent payments not to exceed \$150,000 for a total of \$750,000 for tree replacement and maintenance along Allen Parkway.

Sam Houston Park – A la Carte

Chair Pena called on Director Mandell to discuss the Capital Projects Committee's recommendation for approval by the full board for this item. After brief discussion and on a motion by Dir. Hamm and seconded by Dir. Sabino the item passed unanimously to approve a one time payment for an amount not to exceed \$34,000 to A La Carte Food Service Consulting Group for a feasibility study for a food and/or hospitality concept within the park

Jones Plaza 2nd Installment Request

Chair Pena called on Director Mandell to discuss the Capital Projects Committee's recommendation for approval by the full board for this item. After brief discussion and on a motion by Dir. Hamm and seconded by Dir. Sabino the item passed unanimously to approve payment to Houston First for the second installment on Jones Plaza design in an amount not to exceed \$490,000. Dir. Harrison recused himself from voting on this item.

Jones Plaza Proposed Contribution Increase

Chair Pena called on Director Mandell to discuss the Capital Projects Committee's recommendation for approval by the full board for this item. After brief discussion and on a motion by Dir. Hamm and seconded by Dir. Sabino the item passed unanimously to approve increasing the DRA contribution to Houston First for Jones Plaza construction project for a total amount not to exceed \$10,000,000 contingent upon Houston First's ability to fundraise a matching amount of \$10,000,000 within twelve months or May, 14, 2020. Dir. Harrison recused himself from voting on this item.

Southern Downtown Park – Additional Services

Chair Pena called on Director Mandell to discuss the Capital Projects Committee's recommendation for approval by the full board for this item. After brief discussion and on a motion by Dir. Hamm and seconded by Dir. Sabino the item passed unanimously to approve an amount not to exceed \$135,478 to Lauren Griffith Associates for additional services related to the design development of the Southern Downtown Park.

Draft of FY20 Operations and CIP Budget

Dir. Curtis left the meeting before this item came up. In his absence Chair Pena explained the recommendation for approval by the full board from the Budget and Finance Committee of the FY20 Operations and CIP Budget. After a brief discussion and on a motion by Dir. Hamm and a second by Dir. Sabino the item was voted on and approved unanimously by the full board.

OTHER BUSINESS

Project Status Report

Mr. Leach (Authority) provided a brief status update on all active and ongoing projects. Mr. Leach then answered questions from the Board on the current projects.

No action was required.

NEXT MEETING

Chair Peña announced that the next Board of Directors meeting is scheduled for June 11, 2019 at 12:00 p.m. at the regular meeting location. No committee meetings are scheduled at this time.

ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned at 1:41 p.m.

[Signature follows]


Secretary, Board of Directors