

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

April 13, 2021

The Board of Directors (the "Board") of the Tax Increment Reinvestment Zone Number Three (the "Zone") convened in regular session, open to the public, virtually, on the 13th day of April, 2021, and the roll was called of the duly constituted officers and members of the Board, to-wit:

Curtis Flowers	Chair
Michele Sabino	Vice Chair
Barry Mandel	Secretary
Bruce Austin	Director
Regina Garcia	Director
Keith Hamm	Director
James Harrison	Director
Sherman Lewis	Director
William Kennerly	Director

and all of said persons were present except Directors Garcia, Kennerly and Lewis, thus constituting a quorum.

Also present were J. Allen Douglas, Executive Director of the Zone, and Virginia Oviedo ("Zone"); Marie Hoke Fish, Jamie Perkins, Robert Pieroni and Jackie Traywick of Central Houston, Inc. ("CHI"); Brett DeBord and Lonnie Hoogeboom of the Houston Downtown Management District ("District"); Clark Lord of Bracewell LLP ("Bracewell"); Brian Jackson of the City of Houston ("City"); Sergeant Roger Espinoza, Lieutenant Jennifer Kennedy, Lieutenant James Iglinsky of the Houston Police Department ("HPD"); Monica Aizpurúa and Linda Trevino of the Public.

DETERMINE QUORUM; CALL TO ORDER

Chair Flowers requested a roll call, established quorum, and called the meeting to order at 12:05 PM.

INTRODUCTION OF GUESTS AND PUBLIC COMMENTS

Chair Flowers noted, for the record, that under rules set forth by the State of Texas permitting these Board Meetings to proceed virtually, we are obligated to record each meeting, therefore, this meeting is being recorded. He followed by requesting guests introduce themselves.

MINUTES OF PREVIOUS MEETINGS

The Board considered approving the minutes of the February 16, 2021 joint meeting. No discussion took place. Upon a motion duly made and seconded, the Board voted unanimously to approve the minutes of the February 16, 2021 joint meeting as presented.

MUNICIPAL SERVICE

HPD Overtime Report

Chair Flowers called on Lt. Iglinsky (HPD) to present the overtime program report for HPD. Lt. Iglinsky gave a brief presentation on last quarter's expenses and called on Lt. Kennedy (HPD) to provide

further details on specific programs implemented by HPD during the pandemic. Questions were asked and answered, no action was required.

Homeless Outreach Team Overtime Report

Chair Flowers called on Sgt. Espinoza (HPD) to present the overtime program report for the Homeless Outreach Team with HPD. Sgt. Espinoza provided details on expenses as well as on new outreach strategies created during the last quarter of the fiscal year. Questions were asked and answered, no action was required.

FINANCIALS & ADMINISTRATION

Check Registers – March 2021

Chair Flowers called on Ms. Traywick (CHI) to present the check register for the previous month of March. Ms. Traywick started by introducing a new member of the Zone's team, Director of Finance Diana Aguirre. Ms. Traywick continued on to provide a detailed report on last month's expenses. Questions were asked and answers, no action was required.

3Q FY21 Financial Statements and Investment Report

Ms. Traywick continued onto the third quarter financials, going into detail on current and remaining expenses and investments up to date. Questions were asked and answered, no action was required.

WAREHOUSE DISTRICT VISION PLAN (PRESENTATION)

Chair Flowers called on Mr. Hoogeboom (HDMD) to present the Warehouse District Vision Plan. He went over specific civic opportunities relating to the North Houston Highway Improvement Project. Questions were asked and answered, no action was required.

FY22 DRA/TIRZ3 BUDGET DRAFT

Chair Flowers called on Executive Director Douglas (Zone) and Ms. Traywick to discuss the draft of the FY22 Zone Budget. Ms. Traywick briefly overviewed future planned capital project expenses and Mr. Douglas touched on civic opportunities presented by Mr. Hoogeboom's presentation on the Warehouse District. Questions were asked and answered.

Chair Flowers asked for a motion to approve the final draft of the FY 2022 Operation & CIP Budget in substantial form and release to the City of Houston for review and City Council approval. Upon a motion duly made and seconded, the Board voted unanimously to approve this item.

OTHER BUSINESS

Project Status Report

Executive Director Douglas provided a brief overview of the status of Capital Projects and Economic Development Projects. Questions were asked and answered, no action was required.

NEXT MEETING

Chair Flowers announced the next Board meeting is scheduled for Tuesday, May 18, 2021 at noon, Capital Projects Committee is scheduled to meet on Wednesday, April 28, 2021 at noon, and the Economic

Development Committee is scheduled to meet on Friday, April 23, 2021. All meetings are scheduled as virtual.

ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned at 1:36 PM.

Barry Mandel, Secretary
Tax Increment Reinvestment Zone Number
Three (Zone)