

**MINUTES OF REGULAR MEETING
OF
REINVESTMENT ZONE NUMBER THIRTEEN**

February 19, 2020

The Board of Directors (the “Board”) of Reinvestment Zone Number Thirteen (the “Zone”), convened in regular session, open to the public, on the 19th day of February, 2020, and the roll was called of the duly constituted officers and members of the Board, to-wit:

Phil C. Neisel	Chair
Larissa Lindsay	Secretary
Cynthia Card	Assistant Secretary
Ann Guercio	Director
Claude Anello	Director
Brantly Minor, III	Director
Alison N. Maillet	Director

All members of the Board of Directors were present, thus constituting a quorum.

Also present were: Marshall Lacsamana of Nightingale Interpreting Services; Clark Lord and Tiffany Ehmke of Bracewell LLP, legal counsel; Kyle Macy of Edminster Hinshaw Russ & Associates, (“Engineer”); Sherry Weesner of Principle Solutions, (“Administrator”); Cassandra Bacon of the Morton Accounting Services, (“Bookkeeper”). Members of the public were present and referenced on the attached sign in sheet, as Exhibit “A”.

Whereupon, the meeting was called to order. A copy of the notice of the meeting is attached hereto as Exhibit “B”.

MEETING RULES

Director Neisel reviewed the rules for the proper conduct of the Board meeting.

DETERMINE QUORUM; CALL TO ORDER

Director Neisel then noted that a quorum was present and called the meeting to order. He requested that the attendees introduce themselves.

PUBLIC COMMENT

The Board recognized Mr. Andoni Vossos who inquired about the sidewalk construction within the Zone. He noted an area near Lubbock street for a location for sidewalk construction.

The Board recognized Ms. Shelly Anello who expressed her excitement on the completion of Dow Park and upcoming projects. She required clarity on the park hours and rules.

APPROVE MINUTES

The Board considered approving the minutes of December 18, 2019 Zone.

Upon a motion brought by Director Lindsay, seconded by Director Guercio, the Board approved the December 18, 2019 meeting minutes. Director Minor opposed the motion.

ADMINISTRATOR REPORT

Discussion and Possible Action Development Agreement Policy

Upon a motion brought by Director Lindsay, seconded by Director Neisel, the Board approved opening the matter to discuss a potential Development Agreement Policy. The Board recognized Ms. Weesner who presented and reviewed a Development Agreement Policy for the Board's review, a copy of which is attached hereto as Exhibit "C".

Director Minor presented recommended changes to the Agreement Policy, a copy of which is attached hereto as Exhibit "D". Director Minor also recommended including topography survey in addition to the recommended changes. Director Lindsay noted that the projects committee reviewed and discussed the Agreement Policy.

Upon a motion brought by Director Lindsay, seconded by Director Anello, the Board voted to approve the amendments presented by Director Minor, including the topography survey. Director Minor abstained the motion.

Discussion Governance Guidelines

Director Neisel stated that the Governance Guidelines is posted on the Zone's website for the public to make comments. He added that the Board will consider all received comments and take action on the Governance Guidelines at the next Board meeting. Additionally, current recommended changes are attached hereto as Exhibit "E"

Discuss Rules and Procedures for the Operation of Board Meetings

Director Neisel reported that that the Rules and Procedures that are current were adopted in 1999 and proposed the Rules and Procedures be posted on the Zone's website for comment by the public. A copy of the Rules and Procedures is attached hereto as Exhibit "F".

After consideration, upon a motion brought by Director Lindsay, seconded by Director Neisel, the Board voted to approve the Rules and Procedures by posted on the Zone's website for public comment. Director Minor abstained the motion.

Discussion and Possible Action of Mobility Study RFQ

Ms. Weesner presented the Mobility Study RFQ ("RFQ") for the Board's consideration and approval, a copy of which is attached hereto as Exhibit "G". She answered the Board's questions and Mr. Lord explained the process and next steps in compliance with state law.

Upon a motion brought by Director Card, seconded by Director Guercio, the Board motioned to authorize the attorney to review the RFQ, subject to the scope of the project is not altered, post on the Zone website, post to the City of Houston's website and the Houston Business Journal.

PROJECTS AND ENGINEERING

Director Neisel presented the project committee report, a copy of which is attached hereto as Exhibit "H".

Possible Action for Potential List

Director Neisel requested the Board consider approving the project list as presented, a copy of which is attached hereto as Exhibit "I". He noted that a description of comments to the project list was reviewed. Upon a motion brought by Director Anello to open discussion of potential projects, seconded by Director Lindsay, the Board approved the project list as presented. Director Minor abstained the motion.

Possible Action Draft 2021 CIP

Ms. Weesner presented the draft 2021 CIP ("CIP") for the Board's review, a copy of which is attached hereto as Exhibit "J". She answered the Board's questions. Director Anello stated that that signs placed on Taylor near Sabine were not big enough and should be replaced. No action was taken on the matter.

Projects and Engineering

Mr. Macy presented the engineer's report, a copy of which is attached hereto as Exhibit "K".

Update on Dow School Park

Mr. Macy reported that the Dow School Park is 99% complete, a few items are outstanding and the project should be completed soon. The Board discussed recent comments from the public regarding the park hours. Ms. Weesner stated that the Parks

Department is responsible for items such as park hours and will notify the department regarding this matter.

Substitute Sanitary Sewer Connections, Phase 2B

Mr. Macy stated that he is coordinating with Texas Pride to confirm all work is complete and final verification packet.

Discussion and possible action Hemphill Project and EHRA work authorization for Hemphill Preliminary Engineer

Mr. Macy review the Hemphill scope of services, compensation and additional services. After review, upon a motion brought by Director Card, seconded by Director Guercio the Board approved the Engineer's report. Director Minor opposed the motion.

FINANCIAL REPORT

Ms. Bacon reviewed the financial report, including the profit and loss budget to actual, balance sheet, unpaid bills detail, general operating fund, and profit and loss detail reports. A copy of the financial report is attached hereto as Exhibit "L". Director Card reported that the finance committee reviewed the finance invoices and then confirmed the project committee recommended approval of the construction and engineering invoices. Director Neisel moved that the Board approve the financial report, payment of the invoices, including recommended compensation for the Hemphill Street Improvements and invoices requested by the Engineer. Director Guercio seconded the motion, Director Minor opposed the vote for the financial report. The motion carried.

COMMUNICATIONS

Communication Committee report

The Board recognized Mr. Minor who presented the Communications Committee Report, a copy of which is attached hereto as Exhibit "M".

EXECUTIVE SESSION

There was no executive session for the month.

ITEMS FOR NEXT MEETING

No additional items were noted.

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Meeting minutes were approved and executed on April 15, 2020.


Secretary

**OLD SIXTH WARD REDEVELOPMENT AUTHORITY
AND
REINVESTMENT ZONE NUMBER THIRTEEN, CITY OF HOUSTON, TEXAS**

NOTICE OF JOINT MEETING

TO: THE BOARD OF DIRECTORS OF THE OLD SIXTH WARD REDEVELOPMENT AUTHORITY AND REINVESTMENT ZONE NUMBER THIRTEEN, CITY OF HOUSTON, TEXAS, AND TO ALL OTHER INTERESTED PERSONS:

Notice is hereby given that the Board of Directors of the Old Sixth Ward Redevelopment Authority (the "Authority") will hold a joint meeting with the Board of Directors of the Reinvestment Zone Number Thirteen, City of Houston, Texas (the "Zone") to be held on **February 19, at 5:30 p.m., at MECA, 1900 Kane, Houston, TX 77007**, open to the public, to consider, discuss and adopt such orders, resolutions or motions, and take other direct or indirect actions as may be necessary, convenient, or desirable with respect to the following matters:

1. Introductions and Meeting Guidelines.
2. Receive public comment.
3. Minutes of the previous meetings:
 - a. the Authority; and
 - b. the Zone.
4. Administrator Report.
 - a. Discussion and Possible Action Development Agreement Policy;
 - b. Discussion Governance Guidelines;
 - c. Discussion Rules and Procedures for the Operation of Board Meetings; and
 - d. Discussion and Possible Action Mobility Study RFQ.
5. Projects and Engineering:
 - a. Project Committee Report;
 - i. Discussion and Possible Action Potential Projects List; and
 - ii. Discussion and Possible Action Draft 2021 CIP.
 - b. Engineering Consultant's Report;
 - i. Update on Dow School Park;
 - ii. Update Substitute Sanitary Sewer Service; and
 - iii. Discussion and Possible Action Hemphill Project and EHRA Work Authorization for Hemphill Preliminary Engineering.
 - c. Approve related pay estimates or change orders, or other design, construction or management contract administration items, and authorize other appropriate action.
6. Financial Matters:
 - a. Finance Committee Report;
 - b. Receive Financial Report Summary, including account and fund activity statements, and investment report;
 - c. Authorize payment of invoices; and
 - d. Other matters, if any.

EXHIBIT B