

OLD SIXTH WARD REDEVELOPMENT AUTHORITY

JOINT MEETING OF THE BOARDS OF DIRECTORS

December 16, 2020

**REINVESTMENT ZONE NUMBER THIRTEEN, CITY OF
HOUSTON, TEXAS**

**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 **December 16, 2020, at 5:30 p.m.**, via telephonic communication*. To attend the meeting please use the following URL <https://bracewell.webex.com/bracewell/j.php?MTID=mf9b30d7c91b92b51940cf8d91dcf9890> or dial **US Toll free 1.855.282.6330**, when prompted enter **Access Code 145 322 2339#** and join as a participant to consider and take action upon the following matters:

* In accordance with section 418.016 of the Texas Government Code, as amended, the Texas Governor has temporarily suspended various open meeting statutes that require government officials and members of the public to be physically present at a specified meeting location. As a result, governmental entities, such as the Authority and the Zone, are permitted to meet via telephonic meeting. Members of the public are invited to join the telephonic meeting and may make public comments during the public comment portion of the agenda. For an electronic copy of agenda documents, please refer to the following link: <https://bracewell.sharefile.com/d-s3bc3a87e86354af2b96c6b4bef5e0c3a>

Introductions and Meeting Guidelines.

1. Receive public comment.
*Members of the public are invited to speak during this portion of the agenda. If you would like to speak please contact the Authority/Zone by referencing the following email [Sherry Weesner sherry@old6wardtirz.org](mailto:sherry@old6wardtirz.org) and let us know before the meeting that you wish to speak.
2. Minutes of the previous meetings:
 - a. The Authority; and
 - b. The Zone.
3. Administrator Report, including;
 - a. Old Sixth Ward Governance Guidelines
 - b. Mobility Study
 - i. Update
 - ii. Cost Sharing Agreements
 - c. Budget/CIP – Equitax Letter
4. Projects and Engineering:
 - a. Project Committee Report;
 - b. Review Potential Projects List;
 - c. Discussion and possible action Potential Projects;
 - d. Discussion and possible action Dow School Inspection;
 - e. Discussion and possible action of Approval of the Lovett Design Submittals pertaining to Developer Agreement; and
 - f. Discussion and possible action Greystar Development;
 - g. Engineering Consultant's Report;
 - i. Update on Dow School Park;
 - ii. Update Substitute Sanitary Sewer Service; and
 - iii. Hemphill Reconstruction.

- h. Approve related pay estimates or change orders, work authorizations or other design, construction, or management contract administration items, and authorize other appropriate action.
5. 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;
 - d. Other matters, if any.
6. Communications and Public Engagement:
 - a. Communications and Public Engagement Committee Report;
 - b. Website update
 - c. Other matters, if any.
7. Items for next meeting.
8. Adjourn.

Pursuant to V.T.C.A Government Code, Chapter 551, as amended, the Board of Directors may convene in closed session to receive advice from legal counsel and discuss matters relating to pending or contemplated litigation, personnel matters, gifts and donations, real estate transactions, the deployment, or specific occasions for the implementation of, security personnel or devices and or economic development negotiations.



Clark Stockton Lord
Attorney for the Authority and the Zone

Persons with disabilities who plan to attend this meeting and would like to request auxiliary aids or services are requested to contact Bracewell LLP at (713) 221-3338 at least three business days prior to the meeting so that the appropriate arrangements can be made. For live closed captions of the meeting please refer to the following link <https://www.streamtext.net/player?event=TIRZ13>

**MINUTES OF REGULAR MEETING
OF
OLD SIXTH WARD REDEVELOPMENT AUTHORITY**

October 21, 2020

The Board of Directors (the “Board”) of Old Sixth Ward Redevelopment Authority (the “Authority”), convened in regular session, open to the public, by telephonic or video conference, on the 21st day of October, 2020, pursuant to the March 16, 2020 action by the Governor of the State of Texas under Section 418.016 of the Texas Government Code suspending certain provisions of the Texas Open Meetings Act, and the roll was called of the duly constituted officers and members of said Board, to wit:

Phil C. Neisel	Chair
Larissa Lindsay	Secretary
Cynthia Card	Assistant Secretary
Ann Guercio	Director
Claude Anello	Director
Grace Zuniga	Director
Alison N. Maillet	Director
Leigh Hollins	Director

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

Also present were: Marie Bryant of CART Services; Betty McGinnis of Senator Carol Alvarado’s office, District Six of Harris County; Eleni Pappas, Nour Ghadafor and Sarah Westmore of TEI; Monica Aizpurúa of Binkley and Barfield; Clark Lord and Tiffany Ehmke of Bracewell LLP, legal counsel; Lisa Duffy with the City of Houston; Kyle Macy of Edminster Hinshaw Russ & Associates, (“Engineer”/ “EHRA”); Sherry Weesner of Principle Solutions, (“Administrator”); Melissa Morton of the Morton Accounting Services, (“Bookkeeper”).

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

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

No public comments were given.

APPROVE MINUTES

The Board considered approving the minutes of September 16, 2020 Authority. Upon a motion brought by Director Hollins, seconded by Director Lindsay, the Board approved the September 16, 2020 meeting minutes.

ADMINISTRATOR REPORT

CIP

The Board recognized Ms. Weesner who reported the Board everyone that the CIP was passed but did not take into account the increment repayment to the City. She stated that the Authority will be taking the increment repayments into account throughout the year and will be making adjustments to the budget and CIP next year.

Old Sixth Ward Governance Guidelines

Director Neisel reminded the Board of the discussion related to the draft governance guidelines and asked for community input. He stated that a fair amount of public input has been received, and the feedback revealed that the draft created duplicated a number of State laws. The public expressed that a need to keep the documents updated may be inefficient. Director Neisel noted that work on this matter has been delayed due to the pandemic, however, he expects a more simplified version may be prepared for the Board's review by the December meeting.

Mobility Study Report

The Board recognized Ms. Pappas who gave a presentation to the Board, a copy of which is attached hereto as Exhibit "B". She then answered the Board's questions. Director Anello provided some historical background on some areas regarding sidewalks restraints, intersections, and light poles.

No action was taken on this matter.

PROJECTS AND ENGINEERING

Project Committee Report

Director Neisel reviewed the Project's Committee report, which is attached hereto as Exhibit "C".

Discuss and possible action of approval of the Lovett Design submittals pertaining to Developer Agreement

Director Neisel stated that the TIRZ has not received additional submissions from Lovett.

Engineer's Report

Mr. Macy presented the engineer's report, including the following projects: (i) Update on Dow School Park; (ii) Substitute Sanitary Sewer Connections, Phase 2B; (iii) Update and discuss Possible Action for Hemphill Project; (iv) General Engineering work authorizations; (v) General Engineering work authorizations, a copy of which is attached hereto as Exhibit "D". No Action was taken.

FINANCIAL REPORT

Finance Committee Report

Director Card presented the Finance Committee Report and is attached hereto as Exhibit "E".

Receive Financial Report Summary, including account and fund activity statements, and investment report

Ms. Morton 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 "F".

Director Anello then inquired about the Equitax report related to the City tax increment adjustments discussed and requested at the previous meeting. Ms. Weesner reported that she was recently provided some information and currently reviewing.

Authorize payment of invoices

Director Neisel stated that the Project Committee reviewed related invoices and recommends approval for payment, the construction and engineering invoices. Director Card reported that the Finance Committee reviewed the finance invoices and recommends approval.

After discussion, Director Neisel moved that the Board approve the financial report, payment of the invoices. Director Anello seconded the motion, and the motion carried.

COMMUNICATIONS AND PUBLIC ENGAGEMENT COMMITTEE REPORT

Director Guercio presented the Communications Committee Report, a copy of which is attached hereto as Exhibit "G".

Communications and Public Engagement Committee Report

Director Guercio reported that the Communications Committee did not meet this month, however, expect to start to work with the web design company in November.

EXECUTIVE SESSION

There was no executive session for the month.

ITEMS FOR NEXT MEETING

No additional items were noted.

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DRAFT

Meeting minutes were approved and executed on _____, 2020.

Secretary

DRAFT

**MINUTES OF REGULAR MEETING
OF
OLD SIXTH WARD REDEVELOPMENT AUTHORITY**

December 3, 2020

The Board of Directors (the “Board”) of Old Sixth Ward Redevelopment Authority (the “Authority”), convened in special session, open to the public, by telephonic or video conference, on the 3rd day of December, 2020, pursuant to the March 16, 2020 action by the Governor of the State of Texas under Section 418.016 of the Texas Government Code suspending certain provisions of the Texas Open Meetings Act, and the roll was called of the duly constituted officers and members of said Board, to wit:

Phil C. Neisel	Chair
Larissa Lindsay	Secretary
Cynthia Card	Assistant Secretary
Ann Guercio	Director
Claude Anello	Director
Grace Zuniga	Director
Alison N. Maillet	Director
Leigh Hollins	Director

All members of the Board of Directors were present, except Directors Guercio and Zuniga thus constituting a quorum.

Also present were: Marie Bryant of CART Services; Eleni Pappas, Geoff Carlton, and Chelsea Young of TEI; Nour Ghadafor of Asakura Robinson; Sherry Weesner of Principle Solutions, (“Administrator”).

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

MEETING RULES

Director Neisel welcomed the public and reviewed the purpose of the meeting.

DISCUSS AND TAKE PUBLIC INPUT REGARDING THE TIRZ 13 MOBILITY PLAN COVERING THE OLD SIXTH WARD REDEVELOPMENT AUTHORITY/TIRZ 13 ZONE

TEI gave a presentation related to the mobility study within the Authority/TIRZ, a copy of the presentation is attached hereto as Exhibit “B”.

The Public had a variety of inquiries relating to the concentration of the study, how projects will be prioritized and general updates on locations identified for similar improvements.

Meeting minutes were approved and executed on _____, 2020.

Secretary

DRAFT

**MINUTES OF REGULAR MEETING
OF
REINVESTMENT ZONE NUMBER THIRTEEN, CITY OF HOUSTON**

October 21, 2020

The Board of Directors (the “Board”) of Reinvestment Zone Number Thirteen, City of Houston (the “Zone”), convened in regular session, open to the public, by telephonic or video conference, on the 21st day of October, 2020, pursuant to the March 16, 2020 action by the Governor of the State of Texas under Section 418.016 of the Texas Government Code suspending certain provisions of the Texas Open Meetings Act, and the roll was called of the duly constituted officers and members of said Board, to wit:

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**MINUTES OF REGULAR MEETING
OF
REINVESTMENT ZONE NUMBER THIRTEEN, CITY OF HOUSTON**

December 3, 2020

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Also present were: Marie Bryant of CART Services; Eleni Pappas, Geoff Carlton, and Chelsea Young of TEI; Nour Ghadafor of Asakura Robinson; Sherry Weesner of Principle Solutions, (“Administrator”).

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

MEETING RULES

Director Neisel welcomed the public and reviewed the purpose of the meeting.

DISCUSS AND TAKE PUBLIC INPUT REGARDING THE TIRZ 13 MOBILITY PLAN COVERING THE OLD SIXTH WARD REDEVELOPMENT AUTHORITY/TIRZ 13 ZONE

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Secretary

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Old Sixth Ward Redevelopment Authority/REINVESTMENT ZONE NO. 13, CITY OF HOUSTON, TEXAS GOVERNANCE GUIDELINES

These Governance Guidelines, including the Code of Ethics and Travel, Professional Services, and Management Policies (the "Guidelines") are adopted by the Board of Directors of Reinvestment Zone No. 13, City of Houston, Texas (the "Zone").

1. DEFINITIONS

Unless the context requires otherwise, the following terms and phrases used in the Guidelines and the Policies shall mean the following:

- a. The term "Board" means the Board of Directors of the Zone.
- b. The term "Director" means a person appointed to serve on the Board of Directors of the Zone.
- c. The term "Zone Officials" means Zone Directors, officers, and employees.
- d. The term "Employee" means any person employed by the Zone but does not include independent contractors or professionals hired by the Zone as outside consultants.

The term "Records Administrator" means the director or other person responsible for maintaining the Zone's records.

2. Board Meeting Dates, Time and Location

- a. Regular meetings of the Board of Directors shall be held on a date, time and location as designated by the Board.
- b. Special meetings may be ordered at any time by the Chairman whenever business requires, or as requested by the Board.
- c. The Board shall make every effort to hold meetings during a time and location that is convenient to the public.
- d. The Board Chairman may cancel meetings, as necessary.

3. Board Agenda Preparation, Posting of Agendas, Agenda Items, Preparation of Board Minutes

- a. The Zone consultants, Zone attorney, or other appropriate party, in consultation with the Chairman, shall prepare the agenda to include all necessary items to be considered by the Board.

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HOUSTON, TEXAS GOVERNANCE GUIDELINES

- b. The agenda shall be posted as required by and include all relevant information as required by State law and a brief description of each item to be discussed during the meeting.
- c. The agenda shall include an agenda item that allows for public comment.
- d. An agenda item not considered for lack of time or information may be continued and shall be included as an agenda item at the following Board meeting, or as otherwise directed by the Board.
- e. The Zone consultants or another appropriate party shall be responsible for preparing the Board meeting minutes.

4. Quorum for Board Meetings

- a. A quorum exists when a majority of the Board members are present who represent the number of Zone Board of Directors seats that have been filled. For example: If seven (7) Zone Board of Directors seats are filled, a quorum exists when four (4) Board members are present. If nine (9) Zone Board of Director seats are filled, and quorum exists when five (5) Board members are present.
- b. If it is known in advance that a quorum will not exist at a Board meeting, the Chairman may cancel the meeting and all efforts will be made to inform the Board and the public that the meeting has been cancelled.
- c. In the event one or more Zone Board of Directors or committee members shall abstain from voting on a matter before the Zone Board of Directors or committee because of a conflict of interest, then the vote of a majority of Directors or committee members who have not abstained, shall constitute the act of the Zone Board of Directors or committee, as applicable.

5. Rules of Order

- a. The Chairman shall function as the Presiding Officer at Board meetings and shall perform other duties consistent with the office and other duties as requested by the Board. If the Chairman is absent, the Vice-Chair shall serve as the Presiding Officer.
- b. All discussion by the Board, the members of the public, and Zone consultants shall be made by addressing the Presiding Officer.
- c. The Board may respond to questions or statements made by the public in accordance with all State and Local law and provide information to the public through the Presiding Officer.
- d. The Board may pass a motion to specify that a specific item be placed on a

Old Sixth Ward Redevelopment Authority/REINVESTMENT ZONE NO. 13, CITY OF
HOUSTON, TEXAS GOVERNANCE GUIDELINES

future agenda.

- e. The Presiding Officer shall state every item to be acted upon by the Board and announce the Board decision on all matters.
- f. The Presiding Officer may move, second and debate on agenda items. No board member is deprived of any right and privileges of a Board member by reason of acting as the Presiding Officer.
- g. Each Board member desiring to speak shall address the Presiding Officer and upon recognition by the Presiding Officer shall confine the remarks to the issue being considered. However, any Board member may pose questions to the public upon approval of the Board. The Presiding Officer may pose more informal procedures under appropriate circumstances, such as workshops.
- h. Once recognized, a Board member shall not be interrupted when speaking unless it is to call the Board member to order, or as otherwise provided in these rules. If a Board member is called to order, the Board member shall cease speaking until the question of order is determined, and if the Board member is declared to be in order, shall be permitted to proceed.
- i. The rules of order set forth herein shall govern the conduct of the meeting of the Board. In the event that a question of procedure arises during the meeting which is not resolved under these rules or other applicable laws, ordinances, or regulations, the current edition of Robert's Rules of Order shall govern to the extent possible. The Zone attorney shall act as the Parliamentarian for the Zone.

6. Public Participation

- a. During the public comment portion of the agenda, the public may speak on any item that is not specifically listed on the agenda. Public comment on shall be limited to three (3) minutes under the public comment portion of the agenda.
- b. Persons wishing to speak will be provided with a sign-in sheet prior to the commencement of each Board meeting. Each speaker shall state their name for the record.
- c. All comments from the public shall be made to the Presiding Officer unless the speaker is specifically responding to a Board member.
- d. Speakers and other meeting attendees shall observe order and decorum at all

Old Sixth Ward Redevelopment Authority/REINVESTMENT ZONE NO. 13, CITY OF
HOUSTON, TEXAS GOVERNANCE GUIDELINES

times and shall demonstrate appropriate respect for the Board and other meeting attendees.

- e. The Presiding Officer shall have the authority to enforce order and decorum in the Board meeting.

7. Voting

- a. The affirmative votes of a majority of the Board constituting a quorum in attendance at the meeting are required to take action. All actions may be referred to a voice vote unless a roll call vote is requested by any Board member.
- b. Any Board member may state the reasons for their approval/denial vote on any matter and may request that such reasons be entered into the minutes.
- c. Voting on all matters shall be done in person. However, an absent Board or committee member may make his or her views known to the Board or committee by providing a written statement to be read at the meeting.

8. Recording of Board Meetings

- a. Any person may record a Board meeting with an audio or video recorder unless the Board finds that the recording procedure is accompanied by noise, illumination or any other obstruction that constitutes a disruption of the Board meeting proceedings. The Presiding Officer shall have the authority to determine the location of recording equipment and the manner in which the recording is conducted to ensure order and avoid disruption of the Board meeting proceedings so long as such authority is not exercised in a manner which would prevent or unreasonably impair a person from exercising the right to record a Board meeting.

9. Committees

The Chairman of the Zone Board of Directors shall nominate the Chairman of each standing committee, and not more than two other members. The Chairman of the Zone Board of Directors shall also make nominations to fill any vacancies on committees. The Board will confirm all nominations to committees.

10. Code of Ethics

- a. Purpose - The Code of Ethics set forth in this Article II (the “Code of Ethics”) has been adopted by the Zone for the following purposes: (1) to encourage high ethical standards of official conduct by Zone Officials; and (2) to establish guidelines for such ethical standards of conduct.
- b. Policy -It is the policy of the Zone that Zone Officials shall conduct

Old Sixth Ward Redevelopment Authority/REINVESTMENT ZONE NO. 13, CITY OF
HOUSTON, TEXAS GOVERNANCE GUIDELINES

themselves in a manner consistent with sound business and ethical practices; that the public interest shall always be considered in conducting Zone business; that the appearance of impropriety shall be avoided to ensure and maintain public confidence in the Zone; and that the Board shall control and manage the affairs of the Zone fairly, impartially, and without discrimination.

- c. Qualification of Directors -A person shall not serve as a Director if he is disqualified by law from doing so
 - d. Conflicts of Interest -A Director must not participate in a vote or decision relating to a business entity or real property in which he has a substantial interest in accordance with State and Local requirements.
 - e. Disclosure -Each Zone Official shall complete a Disclosure of Business/Significant Personal Relationships Questionnaire, the form of which is attached as Appendix "A," on an annual basis. The Disclosure Questionnaire shall: (1) disclose all business or personal relationships between such Zone Official or any of his or her immediate family members, and any Vendor or such Vendor's agents, subsidiaries or affiliates, during the preceding 12 months; and (2) be delivered to the TIRZ Administrator within 15 days of the end of each completed fiscal year of the Zone. The TIRZ Administrator shall review all forms for completeness and deliver the completed forms to the Records Administrator within 15 days of receipt. Each Director's form shall be retained for a minimum of 5 years after the Director leaves the board.
 - f. Nepotism -The Board shall comply with all anti-nepotism laws applicable to the Zone.
 - g. Acceptance of Gifts - A Zone Official may not solicit, accept, or agree to accept any benefit from a person or business entity the Zone Official knows is interested in or likely to become interested in any contract, purchase, payment, claim, or transaction involving the exercise of the Zone Official's discretion, or any matter before the Board for any decision, opinion, recommendation, vote, or other exercise of discretion in carrying out his official acts for the Zone as prohibited by law
 - h. Bribery - A Zone Official shall not intentionally or knowingly offer, confer, or agree to confer on another, or solicit, accept, or agree to accept from another, any benefit as consideration as prohibited by law.
 - i. Acceptance of Honoraria - A Director shall not solicit, accept or agree to accept an honorarium as prohibited by law.
 - j. Lobbying - All Directors shall comply with all laws pertaining to lobbying when directly communicating with legislative or executive branch officials.
11. Travel Expenditures Policy
- a. Purpose - The Zone wishes to establish an equitable and reasonable policy for travel expenditures and for the reimbursement to Directors of actual

Old Sixth Ward Redevelopment Authority/REINVESTMENT ZONE NO. 13, CITY OF HOUSTON, TEXAS GOVERNANCE GUIDELINES

expenses incurred by the Director while engaging in services for the Zone, including without limitation attendance at Zone Board meetings as well as at conferences, seminars, meetings (other than Board meetings), bid openings, and other educational gatherings relating to the purposes and functions of the Zone (collectively, "Conferences").

- b. **Conference Registration Expenses** -Registration expenses for all Board authorized Conferences shall be reimbursed in full to Directors.
Lodging and Meal Reimbursements – Lodging and meal expenses incurred by the Director while attending Conferences or out of town meetings may be reimbursed by the Zone only to the extent that they are determined to be reasonable and necessary as determined by the Board and subject to any local or state guidelines. The board must approve attendance in advance. Upon a determination by the Board that such costs are reasonable and necessary, the costs of a hotel room at Board Authorized Conferences shall be reimbursed, including the cost of the room the night before the commencement of the Conference or out of town meeting and the night of the final meeting day of the Conference. Other reasonable and necessary expenses will be allowed, subject to approval by the Board and fully comply with all state and local guidelines.
- c. **Transportation** - Reasonable and necessary mileage incurred by a Director in connection with travel to Board Approved Conferences or out of town meetings shall be reimbursed at the per mile rate allowed by the Internal Revenue Service. Air travel costs to and from Conferences shall be reimbursed at the lowest direct flight available airfare for the Director only. A Director shall be reimbursed for the reasonable and necessary costs of transportation to and from the airport for the Director only, or for the cost of car rental at the location of the Conference, provided that mileage costs charged to the Zone shall include only mileage related to travel for Zone and Conference functions. Costs of parking at the hotel or Conference shall be reimbursed, including the day before and the morning after same. Reasonable and necessary costs of parking at the airport for the days of the Conference also may be reimbursed.
- d. **Verified Statement for Reimbursement of Expenditures** -In order to receive reimbursement for travel expenditures, each Director shall file with the Board a verified statement showing (i) the number of days actually spent in service to the Zone (i.e. the number of days actually spent attending Conferences); (ii) a general description of the duties performed for each day of service; and (iii) a detailed description of the related travel expenditures, together with all supporting receipts and invoices. The verified statement shall be submitted to the Zone's bookkeeper and the City of Houston, and payment for reimbursement of expenditures, to the extent they have been approved by the Board, shall be authorized by the Board at its next regularly scheduled meeting.

12. Professional Services Policy

Old Sixth Ward Redevelopment Authority/REINVESTMENT ZONE NO. 13, CITY OF
HOUSTON, TEXAS GOVERNANCE GUIDELINES

- a. Purpose - This Professional Services policy has been adopted to provide for the selection, monitoring, review and evaluation of the Zone 's professional services contracts. Consultants retained by the Zone to provide professional services include, but are not limited to, legal, engineering, management, bookkeeping, auditing, and tax services. Selection of such consultants shall be based upon their qualifications and experience.
- b. Periodic Review - The performance of the consultants providing professional services to the Zone shall be regularly monitored and reviewed by the Board, and the Board may appoint a specific committee to provide such monitoring and review to the Board.

13. Management Policy

- a. Purpose - The Board desires to adopt a policy to ensure a better use of management information, including the use of budgets in planning and controlling costs, and the use of uniform reporting requirements.
- b. Accounting and Audit records - Zone financial reports and audit records shall be prepared on a timely basis and maintained in an orderly basis, in conformity with generally accepted accounting principles and the requirements of the State Auditor. Such records shall be available for public inspection in the board materials posted on the Zones website. Board records will remain on the website for a period of 2 years. (Board materials prior to fiscal year 2020 are not posted).
- c. Budget - The Zone shall annually adopt a budget for use in planning and controlling Zone costs. Such budget shall take into consideration all Zone revenues, including, but not limited to, utility fees, standby fees, impact fees, maintenance taxes and surcharges, if any, and all projected Zone obligations and expenditures. The budget may be amended.

14. Miscellaneous

- a. Attendance - Directors shall endeavor to attend all regularly scheduled board meeting and are expected to attend a minimum of 75% of all regularly scheduled board meetings. Directors shall also endeavor to attend the meetings of any board committee on which they serve. Attendance records are provided to the City of Houston at the end of each fiscal year.
- b. Gender - Any references herein to the masculine gender shall also refer to the feminine in all appropriate cases.
- b. Open Meeting -The Board Officially finds, determines and declares that these Guidelines and Policies were reviewed, carefully considered, and adopted at a meeting of the Board, and that a sufficient written notice of the date, hour place and subject of this meeting was posted at a place readily accessible and convenient to the public within the Zone and at a place convenient to the public with County for the time required by law preceding this meeting,

Old Sixth Ward Redevelopment Authority/REINVESTMENT ZONE NO. 13, CITY OF
HOUSTON, TEXAS GOVERNANCE GUIDELINES

as required by the Open Meetings Act.

DRAFT

AGREEMENT

THE STATE OF TEXAS §
 §
COUNTY OF HARRIS §

This Agreement (“*Agreement*”) is made as of the ____ day of _____, 2020, by and between **REINVESTMENT ZONE NUMBER THIRTEEN, CITY OF HOUSTON, TEXAS** (“*Zone*”), a tax increment reinvestment zone created by the City of Houston, Texas (“*City*”) pursuant to Chapter 311, Texas Tax Code, as amended, the **OLD SIXTH WARD REDEVELOPMENT AUTHORITY** (“*Authority*”), a local government corporation created and organized under the provisions of Chapter 431, Texas Transportation Code, as amended, and **SILVER STREET HOLDINGS, LLC** (“*Silver Street*”).

WITNESSETH:

WHEREAS, A Mobility Study completed by Texas Engineering, Inc. will be reviewing locations within the Zone to provide a report on the community’s many assets to define a prioritized approach to create walking and bike-friendly networks and design improvements along key street corridors. The Mobility Study will provide a foundation for achieving safer streets and expanding transportation options by defining a successful capital improvements program the Zone can implement over the next five years and strategies for longer term development (“*Mobility Study*”); and

WHEREAS, Silver Street offered to contribute funds to the total cost of the Mobility Study; and

WHEREAS, the Mobility Study extends outside the boundaries of the Zone and the contribution will assist with the costs associated with this portion of the cost; and

NOW, THEREFORE, for and in consideration of the mutual covenants, agreements and benefits to the parties herein named, it is agreed as follows:

AGREEMENT

The Zone, Authority and Silver Street hereby covenant and agree as follows:

ARTICLE I

MOBILITY STUDY FUNDING

Section 1. Mobility Study Funding. Silver Street will contribute \$6,250 to the total cost of the Mobility Study. In exchange for the contribution, The Authority will provide Silver Street a copy of the Mobility Study upon its completion.

ARTICLE II
MISCELLANEOUS

Section 1. Term. This Agreement shall be in force and effect from the date of execution. Unless earlier terminated by the parties hereto, this Agreement shall terminate upon completion of the Mobility Study and payment for all costs of the Mobility Study due.

Section 2. No Additional Waiver Implied. No waiver or waivers of any breach or default or any breaches or defaults by either party hereto of any term, covenant, condition, or liability hereunder, or of performance by the other party of any duty or obligation hereunder, shall be deemed or construed to be a waiver of subsequent breaches or defaults of any kind, under any circumstances.

Section 3. Modification. This Agreement shall be subject to change or modification only with the written mutual consent of the parties hereto.

Section 4. Agreement Not for Benefit of Third Parties. This Agreement is not intended to benefit any party other than the parties to this Agreement or to impose any duty upon the Authority, Zone or the Silver Street toward any person or entity not a party hereto.

Section 5. Entire Agreement. Upon execution of this Agreement by the parties, this Agreement shall constitute the entire agreement between the parties for the Mobility Study.

Section 6. Assignment. No party hereto shall make, in whole or in part, any assignment of this Agreement or any obligation hereunder without the prior written consent of the other party hereto.

Section 7. Notices. All notices required or permitted hereunder shall be in writing and shall be deemed delivered on the earlier of the following dates: the date of actual receipt or the third day following deposit in a United States Postal Service post office or receptacle with proper postage affixed (certified mail, return receipt requested), addressed to the respective other party at the address prescribed herein below or at such other address as the receiving party may have theretofore prescribed by written notice to the sending party.

Addresses for notices shall be as follows:

AUTHORITY OR ZONE:	Bracewell LLP 711 Louisiana, Suite 2300 Houston, Texas 77002 Attn: Clark Stockton Lord FAX: (800) 404-3970
SILVER STREET:	Silver Street Holding, LLC _____ _____ Attn: Steven J. Gibson FAX: _____

Section 8. Legal Construction. This Agreement is a contract made under and shall be construed in accordance with and governed by the laws of the United States of America and the State of Texas, as such laws are now in effect. If any part of this Agreement is for any reason found to be unenforceable, all other parts remain enforceable unless the result materially prejudices the other party.

Section 9. Captions. The captions used herein are for convenience only and do not limit or amplify the provisions hereof.

Section 10. Counterparts. Signatures hereto may be in counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

Section 11. Approvals. The Authority may designate one or more officials from time to time to make any approvals or decisions required under this Agreement.

[SIGNATURE PAGES FOLLOWS]

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be duly executed.

**REINVESTMENT ZONE NUMBER
THIRTEEN, CITY OF HOUSTON, TEXAS**

By: _____
Name: _____
Title: _____

ATTEST:

By: _____
Name: _____
Title: _____

**OLD SIXTH WARD REDEVELOPMENT
AUTHORITY**

By: _____
Name: _____
Title: _____

ATTEST:

By: _____
Name: _____
Title: _____

SILVER STREET HOLDINGS, LLC

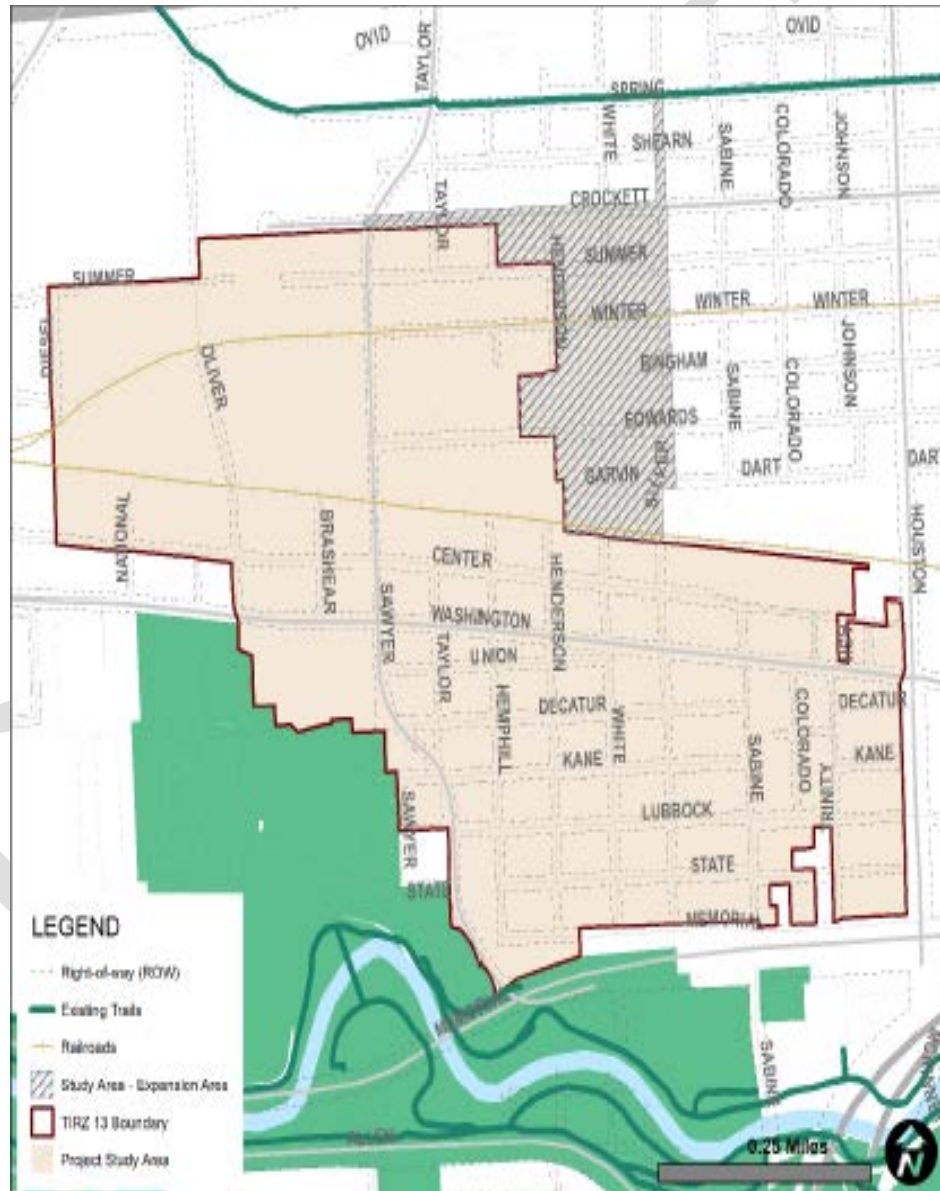
By: _____
Name: _____
Title: _____

ATTEST:

By: _____
Name: _____
Title: _____

EXHIBIT A

The Mobility Study area will include the existing legal boundaries for the Zone and an extension of Silver Street north to meet up with Spring Street (the Heights Bike Trail). The Mobility Study area will also include the Crockett Street corridors from Sawyer Street to Silver Street and all areas south of Crockett street to the existing boundary. This addition to the existing Zone boundaries will allow for infrastructure improvements along Silver Street to be better coordinated with new development, and to provide access to an existing regional bikeway corridor. See the Figure 1 below for the Mobility Study area.



AGREEMENT

THE STATE OF TEXAS §
§
COUNTY OF HARRIS §

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WITNESSETH:

WHEREAS, A Mobility Study completed by Texas Engineering, Inc. will be reviewing locations within the Zone to provide a report on the community’s many assets to define a prioritized approach to create walking and bike-friendly networks and design improvements along key street corridors. The Mobility Study will provide a foundation for achieving safer streets and expanding transportation options by defining a successful capital improvements program the Zone can implement over the next five years and strategies for longer term development (“*Mobility Study*”); and

WHEREAS, The Deal Company offered to contribute funds to the total cost of the Mobility Study; and

WHEREAS, the Mobility Study extends outside the boundaries of the Zone and the contribution will assist with the costs associated with this portion of the cost; and

NOW, THEREFORE, for and in consideration of the mutual covenants, agreements and benefits to the parties herein named, it is agreed as follows:

AGREEMENT

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AUTHORITY OR ZONE:	Bracewell LLP 711 Louisiana, Suite 2300 Houston, Texas 77002 Attn: Clark Stockton Lord FAX: (800) 404-3970
THE DEAL COMPANY:	The Deal Company _____ _____ Attn: Jon Deal FAX: _____

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Section 11. Approvals. The Authority may designate one or more officials from time to time to make any approvals or decisions required under this Agreement.

[SIGNATURE PAGES FOLLOWS]

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be duly executed.

**REINVESTMENT ZONE NUMBER
THIRTEEN, CITY OF HOUSTON, TEXAS**

By: _____
Name: _____
Title: _____

ATTEST:

By: _____
Name: _____
Title: _____

**OLD SIXTH WARD REDEVELOPMENT
AUTHORITY**

By: _____
Name: _____
Title: _____

ATTEST:

By: _____
Name: _____
Title: _____

THE DEAL COMPANY

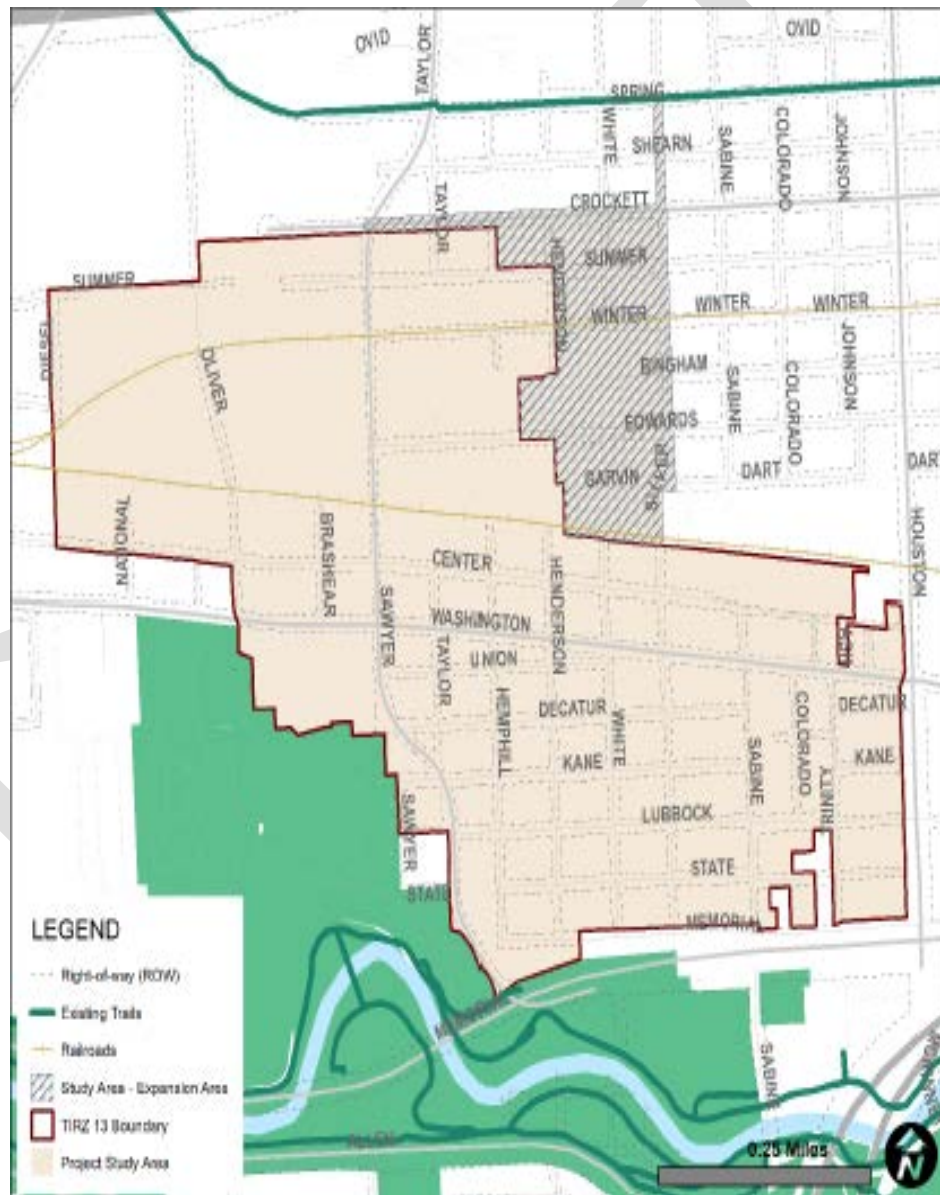
By: _____
Name: _____
Title: _____

ATTEST:

By: _____
Name: _____
Title: _____

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Equi-Tax Inc.

Ad Valorem Tax Assessors / Collectors

www.equitaxinc.com

17111 Rolling Creek Drive, Suite 200, Houston, Texas 77090
P. O. Box 73109, Houston, Texas 77273
tel 281.444.4866 fax 281.440.8304
Customer Service 281.444.3946

TIRZ 13/ Old Sixth Ward
Attn: Sherry Weesner
1900 West Gray
Houston, Texas 77219

October 29, 2020

Board of Directors,

I have reviewed the findings of the city regarding the split accounts in TIRZ 13/ Old Sixth Ward. Based on the attached audit letter from the City of Houston, the adjustment to the increment is \$755,825.50 due to the forementioned accounts. I have found this number to be concurrent with my calculations.

Thank you,

Jennifer Landreville
Equi-Tax, Inc
17111 Rolling Creek Dr
Houston, Texas 77090



CITY OF HOUSTON
Economic Development

Sylvester Turner

Mayor

Gwendolyn Tillotson
Deputy Director
P.O. Box 1562
Houston, Texas 77251-1562

T. 832-393-0937
F. 832-393-0844
www.houstontx.gov

September 14, 2020

Tax Increment Reinvestment Zone Number 13

Upon our review of prior year's TIRZ increment calculations, we learned that the source report for the taxable value used to calculate City increment does not include split accounts. Split accounts occur when an HCAD parcel reflected in the account record is not completely inside of a TIRZ boundary. A split account may not be apparent if its value is zero or of low value until development occurs or the property status changes from exempt to commercial, for example.

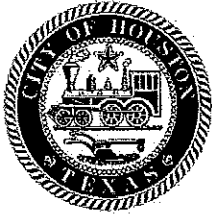
The City's increment calculation included 100% of the value of all accounts in a TIRZ boundary when the calculation should have only included a prorated value associated with the portion of the parcel located within the TIRZ boundary. As a result, we overpaid increment in tax years 2014, 2015, 2016, and 2017. The tax office report that was used as the information source will be used in conjunction with the appraisal district split account report to calculate future payments accurately.

We will make a one-time prior period adjustment for the prior years against the prior years' appropriations. The tax year 2019 City increment payment that should be booked as total City revenue by the TIRZ is \$1,869,592 and the one-time adjustment to the Statement of Activities by the City is \$755,826. The appropriated amount that will be received by the TIRZ after the adjustment is \$1,113,767. The tax year 2018 payment made to the TIRZ last year was calculated using the split accounts report and all subsequent payments will take such accounts into consideration; therefore, we do not anticipate making any future adjustments for split accounts. Calculation of the adjustment is provided on the following page with backup documentation of each adjustments for tax years 2014, 2015, 2016 and 2017 enclosed. Should you have questions or need to additional information, please contact Jennifer Curley at 832-393-0981.

Sincerely,

Gwendolyn Tillotson

Gwendolyn Tillotson
Deputy Director – Economic Development
City of Houston – Mayor's Office



CITY OF HOUSTON
Economic Development

Sylvester Turner
Mayor

Gwendolyn Tillotson
Deputy Director
P.O. Box 1562
Houston, Texas 77251-1562

T. 832-393-0937
F. 832-393-0844
www.houstontx.gov

Calculation:

	Before Jur Split	After Jur Split
2019 Increment Jur 592	1,652,053.72	1,652,053.72
2018 Adjustment	(17,804.63)	(17,804.63)
2017 Adjustment	(9,120.18)	(48,814.10)
2016 Adjustment	1,239.62	(36,854.91)
2015 Adjustment	701.66	(40,492.83)
2014 Adjustment	-	(47,152.89)
Total Increment	1,627,070.19	1,460,934.36
	Before Jur Split	After Jur Split
2019 Increment Jur 922	267,518.86	267,518.86
2018 Adjustment	(25,151.79)	(25,151.79)
2017 Adjustment	(302.39)	(210,716.07)
2016 Adjustment	457.41	(210,752.25)
2015 Adjustment	-	(80,689.22)
2014 Adjustment	-	(87,377.11)
Total Increment	242,522.09	(347,167.58)
Total Increment all Jurs	1,869,592.28	1,113,766.78
Admin Fee		55,688.34
Amount received by TIRZ		1,058,078.44
Difference in increment due to prior year split adj		755,825.50

NOTE: Projects are listed in no particular order and are for discussion only. Projects may be added to the list in the future. Inclusion on the list does not indicate that the project will be implemented.

Short Term/Small Potential Projects		
Project	Description	Notes
Way Finding / Identification	Signs / Seasonal Disks	
Sign Re-hab	Extending sign work North of Washington and in areas not yet complete	
Neighborhood Traffic Calming	Islands / Speed Tables and other improvements	Also could include landscaping and art
Analysis of Crossings on Washington	Evaluate and Propose improvements to Crossings	
Analysis of Crossings on Center Street	Evaluate and Propose improvements to Crossings	
Reforestation Throughout TIRZ	Evaluate tree canopy and identify if additional trees are needed	
Street Lighting Evaluation throughout Zone	Evaluate Street lighting throughout the zone for needed additions	
Pedestrian Lighting evaluation throughout the zone	Evaluate Pedestrian Lighting throughout the zone for needed additions	
Improve Acoustics in Room 102 at MECA	Room 102 has poor acoustics - investigate ceiling tiles or other methods to improve situation	

Short Term/Small Potential Projects		
Project	Description	Notes
Improve A/C in Room 102 at MECA	Room 102 has poor temperture control - investigate additional A/C unit or other methods to improve situation	
Complete missing sidewalks (flatwork only)	Sections of sidewalks are missing (for example Lubbock and State between Colorado and Trinity)	
Plantings at Park for Humans and Dogs	Additional landscaping focused on hummingbirds and butterflies	
Additional Dog Poop Bag Holders	Add Dog Poop Bag Holders at Park for Humans and Dogs	
Blue Tile Street Sign Restoration	Restoration of existing signs and inclusion of signs on street reconstruction projects	
Complete Hydraulic Analysis of Zone	Complete Hydraulic Analysis of Zone	Complete Hydraulic Analysis of entire Zone and recomnedations for improvements that would be the most impactful
Complete Walk, Bike, Transit, Mobility Evaluation of Zone	Complete Walk, Bike Transit Evaluation of Zone	Evaluation of all facilities including ADA compliance and recommendations for improvements that would be the most impactful

NOTE: Projects are listed in no particular order and are for discussion only. Projects may be added to the list in the future. Inclusion on the list does not indicate that the project will be implemented.

Large Projects		
Project	Description	Notes
Hemphill (Lubbock to Washington- 4 blocks)	Full range of reconditioning or reconstruction improvements**	
Hemphill (Memorial Way to Lubbock)	Full range of reconditioning or reconstruction improvements**	
Hemphill (Washington to RR)	Full range of reconditioning or reconstruction improvements**	
Hemphill (Summer to Crocket - 1 block)	Full range of reconditioning or reconstruction improvements**	
Henderson	Full range of reconditioning or reconstruction improvements**	
White	Full range of reconditioning or reconstruction improvements**	
Winter	Full range of reconditioning or reconstruction improvements**	
Edwards	Full range of reconditioning or reconstruction improvements**	
Oliver	Full range of reconditioning or reconstruction improvements**	
Diesel	Full range of reconditioning or reconstruction improvements**	
Brashear	Full range of reconditioning or reconstruction improvements**	

Large Projects		
Project	Description	Notes
Houston Avenue	Improvements to Pedestrian Realm to include Bike Facilities Per Bike Plan	Coordinate with planned City of Houston Project and NHHIP project
Sawyer	Full range of reconditioning or reconstruction improvements Memorial to Washington**	
Sawyer	Full range of reconditioning or reconstruction improvements Washington to RR including Intersections at Washington and Center**	
Sawyer	Full range of reconditioning or reconstruction improvements RR to Crocket**	
Sawyer	Restriping	restripe all or a portion of Sawyer between Washington Ave. and Crocket to include turn lane
Taylor	Full range of reconditioning or reconstruction improvements**	
Union	Full range of reconditioning or reconstruction improvements**	
Decatur	Full range of reconditioning or reconstruction improvements**	
Kane	Full range of reconditioning or reconstruction improvements**	
Lubbock	Full range of reconditioning or reconstruction improvements**	
State	Full range of reconditioning or reconstruction improvements**	

Large Projects		
Project	Description	Notes
ADA/Pedestrian Improvements in Entire Zaone	Identify remaining pedestrian areas in Zone that do not meet current ADA/TDLR/City Standard	Potential project or improvements included in other street projects
Crossings on Washington	Strategic Improvements to Crossings on Washington for Bicycle and Pedestrian Safety	Improve pedestrian access at 2 locations on Washington. Provide pedestrian refuge (raised median with crosswalk striping and pedestrian LED's/flashing beacon/lighted pavement, or other pedestrian warning items. Preliminary discussions with HPW indicate interest in identifying options
Crossings on Center	Strategic Improvements to Crossings on Center for Bicycle and Pedestrian Safety	
Center	Full range of reconditioning or reconstruction potential improvements** Note: Center is included in the COH Bike Plan	

Large Projects		
Project	Description	Notes
Bike Facilities - Center	Add Bike Facilities on Center - COH Bike Plan	
Silver(Memorial to Washington)	Full range of reconditioning or reconstruction improvements ** Silver is on the COH Bike Plan	
Silver (Washington to RR)	Full range of reconditioning or reconstruction improvements ** Silver is on the COH Bike Plan	
Bike Facilities - Silver	COH Bike Plan	
Summer Street	Full range of reconditioning or reconstruction improvements **	
Summer Street	extension of Summer Street	extension of summer from Oliver to existing street -
Bike Facilities - Washington Avenue	COH Bike Plan	
Washington Avenue	Hardscape and Sidewalks (Pedestrian Realm) consistent with Washington Venue Plan developed and adopted by the TIRZ - all blocks.	
Washington Avenue	Full range of reconditioning or reconstruction improvements ** Note: Washington is included in the COH Bike Plan	

Large Projects		
Project	Description	Notes
Street Lighting Evaluation throughout Zone	Add street lighting (Cobras) throughout the zone	Free Standing street lights - Lights mounted on wooden poles are part of existing CIP project
Pedestrian Lighting throughout the zone	Add pedestrian lighting throughout the Zone	
Pedestrian Crossing at Memorial Way	It is difficult for pedestrians to cross at Memorial Way - there may be several ways to improve access	
Bury Power Lines	Bury some or all of power lines in zone	
Improve Storm Drainage system througout the zone	Identify ponding issues and mitigate as separate project or component of a larger project	Separate Project or as a component of other projects Inlet placement/drainage - identify missing roadside ditches
Mitigation of leaves/dirt where sidewalks and streets come together	Identify ponding issues and mitigate as separate project or component of a larger project	
Traffic Improvements at Silver Triangle Park on Memorial including possible road closure	Identify traffic improvements to reduce speed	
Improvements to Dow School Park	Improvements to Park to include improved play areas, pavilion and seating	In CIP - Expected Completion January 2020
Sabine Street Reconstruction Lubbock to Washington	Street and Sidewalk Reconstruction	Completed
Sabine Street Reconstruction North of Washington	Full range of reconditioning or reconstruction improvements **	
Memorial Silver Triange Park - Art Bench	Finish Art Bench	In CIP

Large Projects		
Project	Description	Notes
Residential Sewer rehabilitation		in CIP - Expected completion 2019
Oliver Street Localized Flooding Issue	Rework storm water flow under UP line at north end of Oliver	
North Memorial Way	Full range of reconditioning or reconstruction improvements **	
Trinity	Full range of reconditioning or reconstruction improvements **	
Colorado	Full range of reconditioning or reconstruction improvements **	
Bismark	Full range of reconditioning or reconstruction improvements **	
Ash	Full range of reconditioning or reconstruction improvements **	
Dewey	Full range of reconditioning or reconstruction improvements **	
Johnson	Full range of reconditioning or reconstruction improvements **	
National	Full range of reconditioning or reconstruction improvements **	

**Note: Full Range of reconditioning or reconstruction improvements

Each individual street or street segment may need full reconstruction, mill and overlay, additional or improved sidewalks, storm water infrastructure, water and sewer infrastructure. This list is not designed to determine final design. Design and components included in the project will be determined after a thorough analysis of the existing infrastructure.

NOTE: Projects are listed in no particular order and are for discussion only. Projects may be added to the list in the future. Inclusion on the list does not indicate that the project will be implemented.

Non-CIP Projects		
Project	Description	Notes
Partnership to rehab blighted homes		
Working with TIRZ/Developers and City as new projects are proposed for the Zone		
Sabine Street Protection	Look for ways specific to Sabine to prevent disturbing street, curbs or sidewalks without complying with specific requirements.	Ensure the street is not damaged by someone running micro trench fiber or something else.



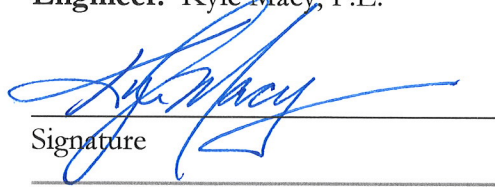
10011 Meadowglen Lane
Houston, Texas 77042
EHRAinc.com | 713.784.4500
TBPE No. F-726 | TBPLS No. 10092300

T.I.R.Z. NO. 13/OLD SIXTH WARD REDEVELOPMENT AUTHORITY ENGINEERING REPORT

Date: Through December 10, 2020

Date of Board Meeting: December 16, 2020

Engineer: Kyle Macy, P.E.



Signature

Agenda Item 4.g-h, Engineering

C. Engineering Consultant's Report

i. Update on Dow School Park:

1. Project is complete.

ACTION ITEM: None at this time.

ii. Update Substitute Sanitary Sewer Connections, Phase 2B:

1. Texas Pride is finalizing documents.

ACTION ITEM: None at this time.

iii. Hemphill Reconstruction.

1. UPDATE: Hemphill Preliminary Engineering Report (PER).
Work Authorization No. 13-T-1310-WA1-2020-TOPO

The PER, now referred to as the Design Concept Report (DCR) has been through the first review process with HPW. The Engineer is maintaining updates with the administrator while working through a variance request with the COH to improve the pedestrian realm of the design alternatives. Once variance request is resolved, a final design alternatives meeting will take place with HPW to complete the DCR.

ACTION ITEM: Update on status

2. (T-1310) Hemphill Street Improvements
Work Authorization No. 21-01

This work will begin after HPW has approved the Hemphill DCR.

- iv. General Engineering work authorizations.

ACTION ITEM: None at this time.

NOTE: For Active Work Authorizations Summary and General Timeline see attached Exhibit 1 and 2.

- D. Approve related pay estimates or change orders, work authorizations or other design, construction, or management contract administration items, and authorize other appropriate action.**

**T.I.R.Z. NO. 13/OLD SIXTH WARD REDEVELOPMENT AUTHORITY
WORK AUTHORIZATION SUMMARY**

Date: Through December 10, 2020



10011 Meadowglen Lane
Houston, Texas 77042
EHRAinc.com | 713.784.4500
TBPE No. F-726 | TBPLS No. 10092300

EXHIBIT 1: Active Work Authorization SUMMARY

CIP # & W/A #	Current Phase	Description	Total Value	Spent	Percent Complete	Expected Bid Phase	Expected Completion
1310 & 13-T-1310-WA1-2020	DCR	Through the Design Concept Report process with Houston Public Works, the Hemphill Reconstruction project will be approved with a design alternative prior to design.	\$41,000.00	\$39,650.00	97%	N/A	Q1 2021
1310 & 21-01	N/A	Design of Hemphill Reconstruction complete with plan approvals	\$120,500.00	\$0.00	0%	Q2/Q3 2021	Q2 2021

EXHIBIT 2: Active Work Authorization ANTICIPATED TIMELINE

CIP 1310 – Hemphill Reconstruction Design Concept Report (DCR)		
Item	Date / Window	Description
1	7/30/2020	Existing Conditions Meeting With HPW
2	Jan/2021	Pending Variance Result from HPW meet for Final DCR Review
3	Item 2 + 1 week	Final Report submittal after addressing HPW comments from Final DCR Review for final design alternative

CIP 1310 - Hemphill Reconstruction Design		
Item	Date / Window	Description
1	TBD	Start pending Final DCR approval from HPW



**Monthly Financial Report Summary
December Board Meeting
Wednesday, December 16, 2020**

At the beginning of October, the Old Sixth Ward Redevelopment Authority (OSWRA) beginning Operating Fund Balance was \$1,824,789. During the month, OSWRA received 99% of its income from money market interest (\$762). OSWRA processed \$52,932 in disbursements during the period. 85% of the disbursement related to payments to Bracewell for legal services (\$12,309), to Houston Bike Share for a contribution for bike stations (\$11,242) and to SMW Principle Solutions for administrative consulting (\$12,976). The ending balance as of month end November 30, 2020 was \$1,772,619.

The invoices pending approval total \$45,270. \$20,000 needs to be transferred to the Operating Account to cover the pending invoices. See attached "Unpaid Bills Detail" Reports on page 4.

Capital Improvement Project spending for the period totaled \$40,289. The funds were mainly spent towards the Streetscape project. See page 5 for the "Capital Projects Detail" Reports.

OLD SIXTH WARD REDEVELOPMENT AUTHORITY
General Operating Fund
 As of November 30, 2020

BEGINNING BALANCE : **\$ 1,824,788.95**

REVENUE

Money Market	352.67	Interest	
Texas Class Investment	7.95	Interest	
Texas Municipal League	53.00	Insurance Refund	
Money Market	341.36	Interest	
Texas Class Investment	7.12	Interest	
Total Revenue			762.10

DISBURSEMENTS

ACH	Bracewell LLP	7,559.25	
ACH	Carr Riggs & Ingram	8,300.00	
ACH	SMW Principle Solutions	6,404.93	
ACH	Houston Bike Share	11,242.00	
ACH	Prosperity Bank	33.00	
ACH	Bracewell LLP	4,749.50	
ACH	Edminster Hinshaw Russ	1,125.00	
ACH	SMW Principle Solutions	6,570.78	
ACH	The Morton Accounting	2,407.90	
ACH	Prosperity Bank	33.00	
2559	City of Houston Encroachment	750.00	
ACH	Millis Development & Constr.	3,756.63	
Total Disbursements			52,931.99

ENDING BALANCE : **\$ 1,772,619.06**

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November 30, 2020

LOCATION OF ASSETS

	Interest Rate	Balance
Prosperity Bank Operating		34,517.39
Prosperity Money Market Account	0.25%	1,666,200.26
Texas Class Investment	0.12%	71,901.41
Total Account Balance		\$ 1,772,619.06

Old Sixth Ward Redevelopment Authority
Unpaid Bills Detail
As of December 10, 2020

<u>Type</u>	<u>Date</u>	<u>Num</u>	<u>Memo</u>	<u>Due Date</u>	<u>Open Balance</u>
Bracewell LLP					
Bill	11/30/2020	21896446	Admin- Meeting through November 30, 2020	12/10/2020	6,622.00
Total Bracewell LLP					6,622.00
Edminster Hinshaw Russ & Associates Inc					
Bill	12/01/2020	85463	General Engineering Consultant - \$20,000	12/11/2020	500.00
Total Edminster Hinshaw Russ & Associates Inc					500.00
SMW Principle Solutions, Inc.					
Bill	11/30/2020	1315	Administrative Consulting November 2020	12/10/2020	6,452.76
Total SMW Principle Solutions, Inc.					6,452.76
Traffic Engineers Inc					
Bill	11/30/2020	12996	Mobility Planning Study - Project Cost \$153,000	12/10/2020	31,695.00
Total Traffic Engineers Inc					31,695.00
TOTAL					45,269.76

Old Sixth Ward Redevelopment Authority
Capital Projects Detail
October through November 2020

Accrual Basis

Type	Date	Num	Name	Memo	Amount
Capital Improvement Project					
T-1310 Hemphill Road					
Bill	10/31/2020	1302	SMW Principle Solutions, Inc.	October 2020 - Consulting	150.00
Bill	11/30/2020	1315	SMW Principle Solutions, Inc.	November 2020 - Consulting	300.00
Total T-1310 Hemphill Road					450.00
T-1313 Dow School Park					
Bill	10/14/2020	1920-1	Millis Development & Construction...	Repair and replace Wooden Swing Structure	3,756.63
Bill	10/31/2020	1302	SMW Principle Solutions, Inc.	October 2020 - Consulting	187.50
Total T-1313 Dow School Park					3,944.13
T-1314 Streetscape					
Bill	10/31/2020	1302	SMW Principle Solutions, Inc.	October 2020 - Consulting	1,875.00
Bill	11/30/2020	12996	Traffic Engineers Inc	Mobility Planning Study - Project Cost \$153,000	31,695.00
Bill	11/30/2020	1315	SMW Principle Solutions, Inc.	November 2020 - Consulting	2,325.00
Total T-1314 Streetscape					35,895.00
Total Capital Improvement Project					40,289.13
TOTAL					40,289.13

Old Sixth Ward Redevelopment Authority
Profit & Loss Budget vs. Actual
July through November 2020

12/10/20

Accrual Basis

	Jul - Nov 20	Budget	\$ Over Budget	% of Budget
Ordinary Income/Expense				
Income				
COH TIRZ Increment	0.00	1,245,535.00	-1,245,535.00	0.0%
Grant Proceeds	0.00	200,000.00	-200,000.00	0.0%
HISD TIRZ Increment	0.00	253,009.00	-253,009.00	0.0%
Interest Income - City TIRZ Fun	0.00	784.00	-784.00	0.0%
Interest Income Money Market	1,828.40	5,500.00	-3,671.60	33.2%
Total Income	1,828.40	1,704,828.00	-1,702,999.60	0.1%
Cost of Goods Sold				
Capital Improvement Project				
T-1301 Entry Monumentation	0.00	15,000.00	-15,000.00	0.0%
T-1304 Sanitary Sewer Rehab	0.00	150,000.00	-150,000.00	0.0%
T-1307 Historic Sabine Street	0.00	10,000.00	-10,000.00	0.0%
T-1310 Hemphill Road	11,750.00	1,780,000.00	-1,768,250.00	0.7%
T-1312 Sustainable Streetscapes	0.00	0.00	0.00	0.0%
T-1313 Dow School Park	4,544.13	200,000.00	-195,455.87	2.3%
T-1314 Streetscape	47,587.00	150,000.00	-102,413.00	31.7%
T-1319 Sawyer St Reconstruction	0.00	0.00	0.00	0.0%
T-1320 Pedestrian Crossing Wash	0.00	180,000.00	-180,000.00	0.0%
T-1323 Traffic Sign Replacement	0.00	0.00	0.00	0.0%
T-1399 Concrete Panel Replaceme	0.00	25,000.00	-25,000.00	0.0%
Total Capital Improvement Project	63,881.13	2,510,000.00	-2,446,118.87	2.5%
Total COGS	63,881.13	2,510,000.00	-2,446,118.87	2.5%
Gross Profit	-62,052.73	-805,172.00	743,119.27	7.7%
Expense				
Bank Service Charges	157.10			
Interest Expense	0.00	89,468.00	-89,468.00	0.0%
Municipal Services Costs	0.00	142,891.00	-142,891.00	0.0%
Program and Project Consultatnt				
Engineering Consultant	2,250.00	35,000.00	-32,750.00	6.4%
Legal Fees	4,830.50	35,000.00	-30,169.50	13.8%
Program Consultant	0.00	20,000.00	-20,000.00	0.0%
Tax Consultants	1,941.00	2,000.00	-59.00	97.1%
Total Program and Project Consultatnt	9,021.50	92,000.00	-82,978.50	9.8%
TIRZ Administration & Overhead				
Accounting Fees	5,715.80	15,000.00	-9,284.20	38.1%
Administration Consultant	45,464.63	100,000.00	-54,535.37	45.5%
Audit Fees	8,300.00	16,300.00	-8,000.00	50.9%
Insurance Expense	-53.00	2,250.00	-2,303.00	-2.4%
Office Expenses	0.00	15,000.00	-15,000.00	0.0%
Total TIRZ Administration & Overhead	59,427.43	148,550.00	-89,122.57	40.0%
Utilities	1,016.80			
Total Expense	69,622.83	472,909.00	-403,286.17	14.7%
Net Ordinary Income	-131,675.56	-1,278,081.00	1,146,405.44	10.3%
Other Income/Expense	0.00	0.00	0.00	0.0%
Net Income	-131,675.56	-1,278,081.00	1,146,405.44	10.3%

Old Sixth Ward Redevelopment Authority
Balance Sheet Prev Year Comparison
As of November 30, 2020

	<u>Nov 30, 20</u>	<u>Nov 30, 19</u>	<u>\$ Change</u>	<u>% Change</u>
ASSETS				
Current Assets				
Checking/Savings				
Prosperity Money Market	1,666,200.26	145,893.13	1,520,307.13	1,042.1%
Prosperity Operating Account	34,517.39	50,141.67	-15,624.28	-31.2%
Texas Class Investment Acct 781	71,901.41	1,864,388.53	-1,792,487.12	-96.1%
Total Checking/Savings	<u>1,772,619.06</u>	<u>2,060,423.33</u>	<u>-287,804.27</u>	<u>-14.0%</u>
Accounts Receivable				
Accounts Receivable	0.00	90,000.00	-90,000.00	-100.0%
Total Accounts Receivable	<u>0.00</u>	<u>90,000.00</u>	<u>-90,000.00</u>	<u>-100.0%</u>
Other Current Assets				
Prepaid Insurance	1,142.68	1,376.25	-233.57	-17.0%
Total Other Current Assets	<u>1,142.68</u>	<u>1,376.25</u>	<u>-233.57</u>	<u>-17.0%</u>
Total Current Assets	<u>1,773,761.74</u>	<u>2,151,799.58</u>	<u>-378,037.84</u>	<u>-17.6%</u>
TOTAL ASSETS	<u>1,773,761.74</u>	<u>2,151,799.58</u>	<u>-378,037.84</u>	<u>-17.6%</u>
LIABILITIES & EQUITY				
Liabilities				
Current Liabilities				
Accounts Payable				
Accounts Payable	44,680.66	371,090.43	-326,409.77	-88.0%
Total Accounts Payable	<u>44,680.66</u>	<u>371,090.43</u>	<u>-326,409.77</u>	<u>-88.0%</u>
Other Current Liabilities				
Cert Of Obligation Current Prin	160,000.00	150,000.00	10,000.00	6.7%
Cert of Obligation Int Accrual	29,823.11	32,573.52	-2,750.41	-8.4%
Retainage Payable	0.00	32,014.31	-32,014.31	-100.0%
Total Other Current Liabilities	<u>189,823.11</u>	<u>214,587.83</u>	<u>-24,764.72</u>	<u>-11.5%</u>
Total Current Liabilities	<u>234,503.77</u>	<u>585,678.26</u>	<u>-351,174.49</u>	<u>-60.0%</u>
Long Term Liabilities				
Certificate of Obligation	1,466,715.00	1,626,715.00	-160,000.00	-9.8%
Total Long Term Liabilities	<u>1,466,715.00</u>	<u>1,626,715.00</u>	<u>-160,000.00</u>	<u>-9.8%</u>
Total Liabilities	<u>1,701,218.77</u>	<u>2,212,393.26</u>	<u>-511,174.49</u>	<u>-23.1%</u>
Equity				
Fund Balance	-1,947,125.65	-1,947,125.65	0.00	0.0%
Unrestricted Net Assets	2,151,344.18	2,684,210.72	-532,866.54	-19.9%
Net Income	-131,675.56	-797,678.75	666,003.19	83.5%
Total Equity	<u>72,542.97</u>	<u>-60,593.68</u>	<u>133,136.65</u>	<u>219.7%</u>
TOTAL LIABILITIES & EQUITY	<u>1,773,761.74</u>	<u>2,151,799.58</u>	<u>-378,037.84</u>	<u>-17.6%</u>

Old Sixth Ward Redevelopment Authority
Profit & Loss Detail
 July through November 2020

Type	Date	Num	Name	Memo	Amount
Ordinary Income/Expense					
Income					
Interest Income Money Market					
Deposit	07/31/2020			Interest	363.58
Deposit	07/31/2020			Interest	15.62
Deposit	08/31/2020			Interest	310.80
Deposit	08/31/2020			Interest	11.49
Deposit	09/30/2020			Interest	409.45
Deposit	09/30/2020			Interest	8.36
Deposit	10/31/2020			Interest	352.67
Deposit	10/31/2020			Interest	7.95
Deposit	11/30/2020			Interest	341.36
Deposit	11/30/2020			Interest	7.12
Total Interest Income Money Market					1,828.40
Total Income					1,828.40
Cost of Goods Sold					
Capital Improvement Project					
T-1310 Hemphill Road					
Bill	07/27/2020	83803	Edminster Hinshaw Russ & Asso...	Hemphill Street Prelim Engineering through 7.20.20	8,150.00
Bill	07/31/2020	1288	SMW Principle Solutions, Inc.	June 2020 Consulting	225.00
Bill	08/31/2020	1291	SMW Principle Solutions, Inc.	August 2020 Consulting	225.00
Bill	08/31/2020	84270	Edminster Hinshaw Russ & Asso...	Hemphill Street Prelim Engineering through 8.17.20	2,700.00
Bill	10/31/2020	1302	SMW Principle Solutions, Inc.	October 2020 - Consulting	150.00
Bill	11/30/2020	1315	SMW Principle Solutions, Inc.	November 2020 - Consulting	300.00
Total T-1310 Hemphill Road					11,750.00
T-1313 Dow School Park					
Bill	07/31/2020	1288	SMW Principle Solutions, Inc.	June 2020 Consulting	262.50
Bill	08/31/2020	1291	SMW Principle Solutions, Inc.	August 2020 Consulting	337.50
Bill	10/14/2020	1920-1	Millis Development & Constructio...	Repair and replace Wooden Swing Structure	3,756.63
Bill	10/31/2020	1302	SMW Principle Solutions, Inc.	October 2020 - Consulting	187.50
Total T-1313 Dow School Park					4,544.13
T-1314 Streetscape					
Bill	07/31/2020	1288	SMW Principle Solutions, Inc.	June 2020 Consulting	450.00
Bill	08/31/2020	1291	SMW Principle Solutions, Inc.	August 2020 Consulting	
Bill	09/18/2020	2076	Houston Bike Share	Sawyer Yards BCycle Station	6,984.00
Bill	09/18/2020	2077	Houston Bike Share	South Yard BCycle Station	4,258.00
Bill	10/31/2020	1302	SMW Principle Solutions, Inc.	October 2020 - Consulting	1,875.00
Bill	11/30/2020	12996	Traffic Engineers Inc	Mobility Planning Study - Project Cost \$153,000	31,695.00
Bill	11/30/2020	1315	SMW Principle Solutions, Inc.	November 2020 - Consulting	2,325.00
Total T-1314 Streetscape					47,587.00
Total Capital Improvement Project					63,881.13
Total COGS					63,881.13
Gross Profit					-62,052.73
Expense					
Bank Service Charges					
Check	07/31/2020			Service Charge	25.00
Check	08/31/2020			Service Charge	33.30
Check	09/30/2020			Service Charge	32.80
Check	10/31/2020			Service Charge	33.00
Check	11/30/2020			Service Charge	33.00
Total Bank Service Charges					157.10
Program and Project Consultatnt					
Engineering Consultant					
Bill	07/27/2020	83804	Edminster Hinshaw Russ & Asso...	Through 7.20.20 (86.54% Complete)	500.00
Bill	08/31/2020	84271	Edminster Hinshaw Russ & Asso...	Through 8.17.20 (89.66% Complete)	625.00
Bill	10/31/2020	85096	Edminster Hinshaw Russ & Asso...	Through 8.17.20 (5.63% Complete)	1,125.00
Total Engineering Consultant					2,250.00
Legal Fees					
Bill	08/31/2020	21889236	Bracewell LLP	General Legal through August 31, 2020	1,134.75
Bill	09/30/2020	21893041	Bracewell LLP	General Legal through September 30, 2020	2,658.75
Bill	10/31/2020	21894003	Bracewell LLP	General Legal through October 31, 2020	1,037.00
Total Legal Fees					4,830.50

Old Sixth Ward Redevelopment Authority
Profit & Loss Detail
July through November 2020

Type	Date	Num	Name	Memo	Amount
Tax Consultants					
Bill	07/01/2020	55571	Equi-Tax, Inc.	July 2020 - June 30, 2021	1,941.00
Total Tax Consultants					1,941.00
Total Program and Project Consultatnt					9,021.50
TIRZ Administration & Overhead					
Accounting Fees					
Bill	08/31/2020	2094	The Morton Accounting Services	July and August CPA Services	3,307.90
Bill	10/31/2020	2132	The Morton Accounting Services	September and October CPA Services	2,407.90
Total Accounting Fees					5,715.80
Administration Consultant					
Bill	07/31/2020	21888031	Bracewell LLP	Admin- Meeting through July 31, 2020	1,331.00
Bill	07/31/2020	1288	SMW Principle Solutions, Inc.	June 2020 Consulting	5,100.00
Bill	07/31/2020	1288	SMW Principle Solutions, Inc.	June 2020 - Expense Reimbursement	0.00
Bill	08/30/2020	21889237	Bracewell LLP	Admin- Meeting through August 31, 2020	3,879.90
Bill	08/31/2020	1291	SMW Principle Solutions, Inc.	August 2020 Consulting	5,325.00
Bill	08/31/2020	1291	SMW Principle Solutions, Inc.	August 2020 - Expense Reimbursement	2.76
Bill	09/30/2020	21893040	Bracewell LLP	Admin- Meeting through September 30, 2020	4,900.50
Bill	09/30/2020	1297	SMW Principle Solutions, Inc.	September 2020 Consulting	6,375.00
Bill	09/30/2020	1297	SMW Principle Solutions, Inc.	September 2020 - Expense Reimbursement	29.93
Bill	10/31/2020	1302	SMW Principle Solutions, Inc.	October 2020 Consulting	4,350.00
Bill	10/31/2020	1302	SMW Principle Solutions, Inc.	October 2020 - Expense Reimbursement	8.28
Bill	10/31/2020	21894002	Bracewell LLP	Admin- Meeting through October 31, 2020	3,712.50
Bill	11/30/2020	21896446	Bracewell LLP	Admin- Meeting through November 30, 2020	6,622.00
Bill	11/30/2020	1315	SMW Principle Solutions, Inc.	November 2020 Consulting	3,825.00
Bill	11/30/2020	1315	SMW Principle Solutions, Inc.	November 2020 - Expense Reimbursement	2.76
Total Administration Consultant					45,464.63
Audit Fees					
Bill	09/18/2020	16983986	Carr Riggs & Ingram LLC	2020 Audit - 94-02285	8,300.00
Total Audit Fees					8,300.00
Insurance Expense					
Deposit	11/23/2020		Texas Municipal League Intergov ...	Refund	-53.00
Total Insurance Expense					-53.00
Total TIRZ Administration & Overhead					59,427.43
Utilities					
Bill	07/02/2020	Inv 1509377	City of Houston - Encroachment	2021 Fee (August 2020 - August 2021)	266.80
Bill	10/31/2020	Inv 1521652	City of Houston - Encroachment	2020 and 2021 Fee (October 2019 - October 2021)	250.00
Bill	10/31/2020	1521651	City of Houston - Encroachment	2020 and 2021 Fee (October 2019 - October 2021)	250.00
Bill	10/31/2020	Inv 1521653	City of Houston - Encroachment	2020 and 2021 Fee (October 2019 - October 2021)	250.00
Total Utilities					1,016.80
Total Expense					69,622.83
Net Ordinary Income					-131,675.56
Net Income					-131,675.56