

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

December 16, 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 16th 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
Ann Guercio	Vice-Chair
Larissa Lindsay	Secretary
Cynthia Card	Assistant Secretary
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; Eleni Pappas of TEI; Monica Aizpurúa of Binkley and Barfield; Clark Lord and Tiffany Ehmke of Bracewell LLP, legal counsel; 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 October 16, 2020 and special meeting of December 3, 2020. Upon a motion brought by Director Hollins, seconded by Director Lindsay, the Board approved the October 16, 2020 and December 3, 2020 meeting minutes.

ADMINISTRATOR REPORT

Old Sixth Ward Governance Guidelines

Ms. Weesner reminded everyone that the Board wanted to develop governance guidelines. She stated that there will be no action taken on said guidelines at today's meeting, however the guidelines are provided to everyone for review. Ms. Weesner requested any comments regarding the Governance Guidelines be given to her by January 15, 2021.

Mobility Study Report

The Board recognized Ms. Pappas who gave an update report and presentation to the Board, a copy of which is attached hereto as Exhibit "B". She then answered the Board's questions.

Cost Sharing Agreements

Ms. Weesner reported that the Mobility Study includes areas outside the TIRZ. She added that property owners on the North side of Washington felt the additional area was very important to the mobility of the area, The Deal Company and Silver Street Holdings are each willing to contribute \$6,250 towards the project. A copy of the Cost Sharing Agreements are attached hereto as Exhibit "C".

After consideration, upon a motion brought by Director Maillet, seconded by Director Guerico, the Board unanimously voted to approve the Cost Sharing Agreements with both The Deal Company and Silver Street Holdings.

Budget/CIP- Equitax Letter

Ms. Weesner stated she has requested Equitax to review the City of Houston calculations due to the required repayment for split parcels discussed (the "City") at the previous meeting. A letter from Equitax confirming the City's calculations is attached hereto as Exhibit "D". No action was taken on this matter.

PROJECTS AND ENGINEERING

Director Neisel reminded the Board that part of the annual process is to review the

TIRZ Potential Projects list, which is attached hereto as Exhibit "E". He requested everyone review the list and provide Ms. Weesner with any comments by January 15, 2021. Director Neisel noted that the list will also be posted on the website with a request for comment.

Project Committee Report

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

Discussion and possible action Dow School Inspection

Director Neisel stated that the City has signed the agreement for Walter P. Moore who is working with MECA to schedule inspections of the building and expect to have the report in January.

Discussion 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.

Discussion and possible action Greystar Development

Director Neisel stated that he met with Greystar and are continuing to talk about potential public improvements.

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 on Hemphill Project; (iv) General Engineering work authorizations; (v) General Engineering work authorizations, a copy of which is attached hereto as Exhibit "G". No Action was taken.

FINANCIAL REPORT

Finance Committee Report

Director Card requested Ms. Morton provide the Bookkeeper's report.

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 "H".

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 Guerico moved that the Board approve the financial report, payment of the invoices. Director Hollins seconded the motion, and the motion carried.

COMMUNICATIONS AND PUBLIC ENGAGEMENT COMMITTEE REPORT

Communications and Public Engagement Committee Report

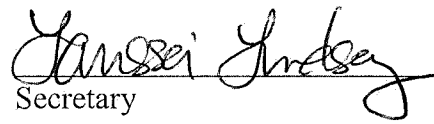
Director Guercio stated that Communications Committee has provided information to the website designer and Director Zuniga and Ms. Weesner will be coordinating with the Board's input to the design.

ITEMS FOR NEXT MEETING

No additional items were noted.

[THE REMAINDER OF THIS PAGE IS INTENTIONALLY LEFT BLANK]

Meeting minutes were approved and executed on March 17, 2021.


Secretary