

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

January 5, 2022

The Board of Directors (the “Board”) of Reinvestment Zone Number Thirteen, City of Houston (the “Zone”), convened in special session, open to the public, by telephonic or video conference, on the 5th day of January, 2022. A quorum of the Board of Directors was physically present at the meeting location. Conducted in person and by videoconference in accordance with the provisions of Section 551.127 of the Texas Government Code. The meeting location was open to the public during open portions of the meeting, 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
Claude Anello	Director
Grace Zuniga	Director
Alison N. Maillet	Director
Leigh Hollins	Director
Patrick Hall	Director

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

Also present were: Danni Sabota, members of the public; Marie Bryant of CART Services; Clark Lord and Tiffany Ehmke of Bracewell LLP, legal counsel; Ashley Sowards of Edminster Hinshaw Russ & Associates, (“Engineer”/ “EHRA”); Sherry Weesner of SMW 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 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 comments were given.

APPROVE MINUTES

The Board considered approving the minutes of September 22, 2021. Upon a motion brought by Director Anello, seconded by Director Lindsay, the Board approved the September 22, 2021.

ADMINISTRATOR REPORT

Ratify Grant project funding letter for Edwards Sawyer project

The Board recognized Ms. Weesner who reminded the Board that the Texas Commission on Environmental Quality ("TCEQ") allowed the TIRZ to transfer the existing grant from the Hemphill project to the Edwards Sawyer project, however this would require a new commitment letter. She then stated that the project committee approved the letter last month and the Board would need to ratify the decision.

After consideration, upon a motion brought by Director Maillet seconded by Director Hollins, the Board unanimously, voted to approve the ratification of the projects funding letter for Edwards Sawyer project, a copy of which is attached hereto as Exhibit "B".

Consider approving invoice administration and payment procedures

Ms. Weesner reported that the financial committee had reviewed the invoice administration and payment procedures. She then outlined the changes to the invoice administration and payment procedures, a copy of which is attached hereto as Exhibit "C".

Bank signatory and electronic payment authority

Ms. Weesner explained that the Finance Committee reviewed all financial guidelines and procedures and recommended the Board to approve the update, which includes administrative details. She added that a fourth person is able to sign checks and recommended this to ensure that there are always two (2) people available to sign checks for both physical and ACH checks.

After review, upon a motion brought by Director Anello, seconded by Director Lindsay, the Board unanimously voted to approve (i) the updated invoice administration and payment procedures; (ii) the Bank signatory and electronic payment.

PROJECTS AND ENGINEERING

Potential Projects update

Mr. Neisel reported that the TIRZ has been approached by Lovett to amend the development Agreement and has begun working with the City of Houston (“City”) to evaluate the matter further and should know more in February, a copy of which is attached hereto as Exhibit “D”.

Engineer’s Report

Ms. Sowards presented the engineer’s report, including the following projects: (i) Substitute Sanitary Sewer Connections, Phase 2B; (ii) Silver Street – Phase I Washington Avenue & memorial Drive Intersection; (iii) Hemphill Street Improvements; (iv) General Engineering work authorizations, a copy of which is attached hereto as Exhibit “E”.

FINANCIAL REPORT

Finance Committee Report

Director Hollins 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 “F”.

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 Hollins reported that the Finance Committee reviewed the finance invoices and due to the delay of the meeting the financial committee has approved the invoices to date.

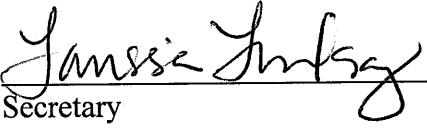
COMMUNICATIONS AND PUBLIC ENGAGEMENT COMMITTEE REPORT

Story Map for website

Director Guercio reported that the website is going live this month and the Communications committee is recommending a story map be added to the website to help the public understand TIRZ projects. Mr. Macy then reviewed the story map website that is in progress for another TIRZ. Ms. Weesner noted that if the TIRZ wanted to prepare a live map it could be included with the engineer’s fee. No action was taken on this matter at this time.

ITEMS FOR NEXT MEETING

No additional items were noted.


Secretary