

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

April 19, 2023

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 19th day of April, 2023. 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
Patrick Hall	Director
Deanna E. Soria	Director
Jo Brunhamer	Director
David Hille	Director

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

Also present were Melissa Morton of the Morton Accounting Services, (“Bookkeeper”); Kyle Macy and Ashley Sowards of Edminster Hinshaw Russ & Associates, (“Engineer”/ “EHRA”); Sherry Weesner of SMW Principle Solutions, (“Administrator”); Clark Lord and Tiffany Ehmke of Bracewell LLP, legal counsel.

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.

PUBLIC COMMENT

None

CONSENT AGENDA

Approve Minutes

The Board considered approving the minutes of February 15, 2023. Upon a motion brought by Director Lindsay, seconded by Director Hall, the Board approved the February 15, 2023.

Financial Report Summary

The Board reviewed the Financial Report Summary, a copy of which is attached hereto as Exhibit “B”.

RECONSTITUTE BOARD OF DIRECTORS

Director Neisel stated that the City has recently appointed Jo Brunhamer and David Hille.

Directors Brunhamer and Hille briefly introduced themselves including their background and expressed their excitement on being a part of the Board. Directors Brunahmer and Hille will be on the Board as ‘Directors’.

ADOPT RESOLUTIONS OF APPRECIATIONS

The Board considered approving the Resolutions of Appreciation for Alison N. Maillet and Grace Zuniga for their tenure as directors. Upon a motion brought by Director Hall, seconded by Director Guercio, the Board voted to adopt the Resolutions of Appreciations. Copies of the Resolutions of Appreciation are attached hereto as Exhibits “C” and “D”, respectively.

ADMINISTRATOR REPORT

Washington Corridor Study Update/ Old Sixth Ward TIRZ 13 Phase 2 Study update

Ms. Weesner reported that the study will begin when the Agreement with TxDot is finalize.

Trees for Houston Project

Ms. Weesner reminded the Board at a previous meeting the Board discussed adding trees to the park between Memorial and N. Memorial Way, as well as mitigating trees for other projects. She reported that Trees for Houston has approved both the addition and mitigation of trees. Ms. Weesner stated there are two (2) options to add the trees: both options will require a payment of approximately \$15,000 option (i) uses no volunteers and would plant approximately eighty (80) trees; and option (ii) requires that we allow Trees for Houston to use volunteers and that we coordinate with Trees for Houston to advertise this volunteer opportunity – this allows an additional twenty (20) or more trees to be planted.

Discussion and possible authorization to submit request for TIRZ13/OSWRA extension request to the City of Houston (the “City”)

Ms. Weesner recommended the Board consider authorizing submittal of a request for an extension of life for the TIRZ13/OSWRA to the City before the end of the year.

Upon a motion brought by Director Lindsay, seconded by Director Hall, the Board unanimously voted to (i) approved moving forward with an agreement with Trees for Houston that allows for volunteer involvement in the tree planning effort (ii) authorized TIRZ13/OSWRA to submit a request for a life extension to the City before the end of the year.

APPOINT COMMITTEE MEMBERS

Director Neisel stated he has nominated Directors Hille and Brunhamer to serve on the Finance Committee. He also nominated Directors Brunhamer and Soria to serve on the Communications Committee. Director Neisel requested a motion from the Board to appoint Directors Hille and Brunhamer to serve on the Finance Committee, as well as Directors Brunhamer and Soria to serve on the Communications Committee.

Upon a motion brought by Director Anello, seconded by Director Lindsay, the Board unanimously ratified the nomination and appointments as described.

FINANCIAL REPORT

Ratify payment of March invoices

Director Hall reported that since previous Board member resignations the Finance Committee has had only one (1) Board member for the month of March. He requested the Board consider ratifying the approval of the March invoices.

Director Hall noted the financial report was included for the Board’s review, 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 “E”.

Authorize payment of invoices

Director Hall reported that the Finance Committee has reviewed the April invoices and recommended approval of invoices. Director Neisel stated that the Project Committee reviewed related invoices and recommended approval for payment, the construction and engineering invoices.

After discussion, Director Hille moved that the Board (i) ratify March invoices; and (ii) approve the financial report, payment of the invoices. Director Neisel seconded the motion, and the motion carried.

PROJECTS AND ENGINEERING

Discussion and possible authorization to submit Draft FY 2023 Budget and CIP to the City Economic Development for Public Works review and discussion

Ms. Weesner reviewed the draft of the FY 2023 Budget, she reviewed the process and potential changes from the City. She drew the Board's attention to the Silver Street improvements, reconstruction of Oliver Street and reworking of the intersection at Sawyer at Washington and Center Street. A copy of the Draft Budget and CIP is attached hereto as Exhibit "F".

After review, upon a motion brought by Director Lindsay, seconded by Director Hall, the Board unanimously approved the Draft Budget and CIP be submitted to the City.

Engineer's Report

Mr. Macy presented the Engineer's Report, including the following projects: (i) update on Edwards and Sawyer project (ii) Silver Street – Phase I Washington Avenue & Memorial Drive Intersection; and (iii) General Engineering work authorizations (expiring June 2024), a copy of which is attached hereto as Exhibit "G".

After consideration, upon a motion brought by Director Hall, seconded by Director Hille, the Board unanimously (i) approved the General Engineering work authorizations (expiring June 2024); and (ii) Engineer's Report.

COMMUNICATIONS AND PUBLIC ENGAGEMENT COMMITTEE REPORT

Silver Street Construction Communication

Director Guercio reported that the Silver Street project is kicking off soon and stated that the Communications Committee believes that door hangers should be placed on the homes on Silver Street, and adjacent block of Lubbock and Memorial Way. She noted that she and Mr. Macy have discussed the matter and the door hangers will be hung in approximately two (2) to three (3) weeks.

ITEMS FOR NEXT MEETING

No additional items were noted.

Patricia M. Hall

Secretary