

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

September 20, 2023

The Board of Directors (the “Board”) of Reinvestment Zone Number Thirteen, City of Houston, Texas (the “Zone”), convened in regular session, open to the public, by telephonic or video conference, on the 20th day of September, 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	Director
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 except Director Hall. Directors Lindsay and Anello (attended virtually), thus constituting a quorum.

Also present were Melissa Morton of the Morton Accounting Services, (“Bookkeeper”); Jessica Ortiz and Alyssa Hill of Ortiz of Carr, Riggs & Ingram, LLC, (the “Auditor”); 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 August 16, 2023. Upon a motion brought by Director Guercio, seconded by Director Brunhamer, the Board approved the August 16, 2023, minutes.

ADMINISTRATOR'S REPORT

Blue Tile Street Marker

Ms. Weesner updated the Board on the Blue Tile Street Markers and stated that the Engineer's office is managing the project. She noted that any charges will be a pass-through charge from the Engineer. Director Anello stated that he noticed that the Blue Tiles on Silver Street were cut in half. Ms. Weesner stated that any tiles in need of replacement can be completed by the Engineer.

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

Ms. Weesner reported that the kick-off to both the Washington Corridor Study and Phase 2 mobility study is progressing slowly due to administrative matters.

FINANCIAL 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 "B".

Review and possible approval of Accountant contract adjustment

Ms. Morton reviewed the Fee Adjustment Summary, a copy of which is attached hereto as Exhibit "C". She answered the Board's questions regarding the fee adjustment. After consideration, upon a motion brought by Director Brunhamer, seconded by Director Hille, the Board unanimously approved the fee adjustment, as presented.

Authorize payment of invoices

Director Hille stated that the Finance Committee reviewed the financial invoices and recommended approval. Director Neisel stated that the Project Committee reviewed the project and construction invoices and recommended approval.

After discussion, Director Hille moved that the Board approve the payment of the invoices. Director Brunhamer seconded the motion, and the motion carried.

Adopt Resolution Evidencing Review of Investment Policy and List of Qualified Brokers (the “Resolution”) and Disclosure Statement of Bookkeeper/Investment Officer

The Board recognized Mr. Lord and he presented the Board with Amended Investment Policy, a copy of which is attached hereto as Exhibit “D”. He stated that the Authority, pursuant to the Public Funds Investment Act, is required to review its investment policy and broker/dealer list annually. Mr. Lord indicated that there were no changes to the policy, but that the broker/dealer list had been updated.

Mr. Lord next stated that the Board is also required annually to complete a disclosure statement of the investment officer and bookkeeper to note any conflicts with the investments of the Authority’s funds, a copy of which is attached hereto as Exhibit “E”.

After discussion, Director Hille moved that the Board adopt the Resolution as presented and the Disclosure Statement of Bookkeeper/Investment Officer. Director Brunhamer seconded the motion and it carried unanimously.

Approve audit for fiscal year ending June 30, 2023 and authorize filing with the City of Houston (the “City”)

Ms. Ortiz presented the draft audit report for the fiscal year ending June 30, 2023, reviewed it with the Board and answered the Board’s questions. After discussion, Director Hille moved that the Board approve the audit and authorize the filing of the same with the City. Director Guercio seconded the motion, and was approved by the Board unanimously, a copy of the draft audit is attached hereto as Exhibit “F”.

PROJECTS AND ENGINEERING

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 Modifications, a copy of which is attached hereto as Exhibit “G”. He answered the Board’s questions regarding traffic on Silver Street during construction.

After consideration, upon a motion brought by Director Hall, seconded by Director Brunhamer, the Board unanimously approved the Hemphill Preliminary Design Work Authorization, a copy of which is attached hereto as Exhibit “H”.

COMMUNICATIONS AND PUBLIC ENGAGEMENT COMMITTEE REPORT

Silver Street Construction Communication

Director Guercio reported that Trees for Houston will be planting trees by Silver Street on November 11, 2023, at 8:30 a.m. to 12:00 p.m. and a flyer will be on the Authority/Zone's website.

ITEMS FOR NEXT MEETING

No additional items were noted.

(signature page follows)

Jamessa Indraj
Secretary
