

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

September 18, 2024

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 18th day of September, 2024. 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
Francis Snelgro	Director
Jo Brunhamer	Director
David Hille	Director
Naquay Dunbar	Director

All members of the Board of Directors were present, except Director Anello thus constituting a quorum. Director Lindsay attended the meeting virtually.

Also present were Brandon Walwyn, City of Houston; Linda Trevino of METRO; Jessica Ortiz of Carr, Riggs & Ingram, LLC, (the “Auditor”); Melissa Morton of Morton Accounting Services; 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 June 12, 2024. Upon a motion brought by Director Brunhamer, seconded by Director Hall, the Board approved the June 12, 2024, minutes.

Financial Report Summary

The Board reviewed the financial report summary, a copy of which is attached hereto as Exhibit "B".

ADMINISTRATOR'S REPORT

Washington Corridor and Old Sixth Ward/TIRZ 13 Phase 2 Studies

Ms. Weesner reported the project is in progress and to be on the lookout for a public notice for a public meeting.

Records Management

Order Amending Records Management Program

Ms. Weesner reviewed the Order Amending Records Management Program, a copy of which is attached hereto as Exhibit "C".

Order Adopting Records Management Schedule and Policies

Ms. Weesner then outlined the Order Adopting Records Management Schedule and Policies, a copy of which is attached hereto as Exhibit "D". She answered the Board's questions and requested approval of both the Order Amending Records Management Program and Order Adopting Records Management Schedule and Policies.

After consideration, upon a motion brought by Director Hall, seconded by Director Hille, the Board unanimously approved the Order Amending Records Management Program and Order Adopting Records Management Schedule and Policies.

Historic Marker

Ms. Weesner reported that the historic marker celebration will be on October 12th.

FINANCIAL REPORT

Authorize payment of invoices

Director Hall 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. A copy of the financial summary is attached hereto as Exhibit "E".

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

Approve audit for fiscal year ending June 30, 2024 and authorize filing with the City of Houston (the "City")

Ms. Ortiz presented the draft audit report for the fiscal year ending June 30, 2024, reviewed it with the Board and answered the Board's questions. After discussion, Director Hall moved that the Board approve the audit and authorize the filing of the same with the City. Director Neisel seconded the motion, and was approved by the Board unanimously, a copy of the draft audit is attached hereto as Exhibit "F".

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 "G". 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 stated 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 "H".

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

PROJECTS AND ENGINEERING

Fiscal Year 2025 Capital Improvement Plan ("CIP")

Ms. Weesner reviewed the updated the CIP, a copy of which is attached hereto as Exhibit "I". She answered the Board's questions and requested the Board's approval to submit to the City.

After review, upon a motion brought by Director Hall, seconded by Director Hille, the Board unanimously voted to approve the CIP and authorize submission 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 Modifications; (iii) Hemphill Street Improvements; (iv) Oliver Street Reconstruction Planning Phase Services; and (v) Safe Intersection Crossing and Sidewalk Program Planning Phase Services, a copy of which is attached hereto as Exhibit "J".

After consideration, upon a motion brought by Director Brunhamer, seconded Director Snelgro, the Board (i) approval of ratifying Change Order for Silver Street, in the amount of \$3,385; (ii) approve Additional Services for Hemphill Street Reconstruction on fixed fee total for 60% Redesign, in the amount of \$38,500; and (iii) the Engineer's Report.

COMMUNICATIONS AND PUBLIC ENGAGEMENT COMMITTEE REPORT

The Board recognized Director Guercio who reminded the Board of previously authorizing the Communications Committee to request and review vendor contracts to maintain the Authority's website. She reported that the Communications Committee recommended MyHart Communications to maintain the Authority's website, a copy of the Master Client Agreement, Terms and Conditions to the Master Client Agreement, Work Authorizations Nos. 1 and 2 as Exhibit "K".

Upon a motion brought by Director Guercio, seconded by Director Lindsay, the Board unanimously voted to approve the Master Client Agreement, Terms and Conditions to the Master Client Agreement, Work Authorizations Nos. 1 and 2.

ITEMS FOR NEXT MEETING

No items were discussed.

Janssa Jinday

Secretary