

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

June 12, 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 12th day of June, 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 Hall thus constituting a quorum.

Also present were Emanuel McDonald, a member of the public; Brandon Walwyn, City of Houston; 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 April 17, 2024. Upon a motion brought by Director Lindsay, seconded by Director Hille, the Board approved the April 17, 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.

Economic Impact Study ("Study")

Ms. Weesner stated that the Study is complete and will be coordinating with the Economic Development office with the City of Houston.

FINANCIAL REPORT

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. A copy of the financial summary is attached hereto as Exhibit "C".

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

Engage auditor to prepare the audit for fiscal year ending June 30, 2024

The Board reviewed the engagement letter from CRI, to prepare the Authority's audit for fiscal year 2024, a copy of which is attached hereto as Exhibit "D". After review, upon a motion brought by Director Brunhamer, seconded by Director Hille, the Board unanimously voted to approve the engagement of CRI to prepare the annual audit for fiscal year 2024.

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; and (iii) Hemphill Street Improvements, a copy of which is attached hereto as Exhibit "E".

Mr. Macy then reported on upcoming projects and related work authorizations are included in the Engineer's Report: (i) Work Authorization No. 24-00 General Engineer and Consulting Services for Fiscal Year 2025; (ii) Work Authorization No. T-1329-WA1-2024 for Oliver Street Reconstruction Planning Phase Services; and (iii) Work Authorization No. T-1399-WA1-2024 for the Safe Intersection Crossing and Sidewalk Program Planning Phase Services. He answered the Board's questions regarding the work authorizations and requested approval.

Mr. Macy noted that the Project Committee approved the Hemphill Street Improvements for Phase II ESA, however an additional cost for the SUE changed the total amount and he requested the Board's approval to ratify and approve the additional cost of the SUE. After review, upon a motion brought by Director Neisel, seconded by Director Lindsay the Board unanimously ratified the Project Committee approval of the Hemphill Street Improvements for Phase II ESA, in the amount of \$15,151.00 and approve the related the, in the amount of \$7,367.

After consideration, upon a motion brought by Director Neisel, seconded Director Anello, the Board (i) authorized the Project Committee to approve the final cost to cancel the current contract for the Edwards and Sawyer Multimodal Improvements, not to exceed \$105,000, which included the Engineer's administrative fees; (ii) Work Authorization No. 24-00 General Engineer and Consulting Services for Fiscal Year 2025; (iii) Work Authorization No. T-1329-WA1-2024 for Oliver Street Reconstruction Planning Phaser Services; and (iv) Work Authorization No. T-1399-WA1-2024 for the Safe Intersection Crossing and Sidewalk Program Planning Phase Services; and (v) the Engineer's Report.

COMMUNICATIONS AND PUBLIC ENGAGEMENT COMMITTEE REPORT

The Board recognized Director Guercio who gave updates related to the website. She added that the website needs more content and has researched communications companies that specialize in TIRZs. Director Guercio requested authorization to enter into a contract with a company, not to exceed \$7,500. Upon a motion brought by Director Anello, seconded by Director Neisel the Board authorized the Communications Committee to enter into a communications company agreement, not to exceed \$7,500.

ITEMS FOR NEXT MEETING

Director Lindsay stated that the electrical infrastructure in the area is outdated and is interested in investigating options to consolidate lines, or to update. Ms. Weesner stated she can contact the Authority's Council member in hopes of creating a plan in the future.

John H. ...
Secretary