

NOTICE OF JOINT MEETING

TO: THE BOARD OF DIRECTORS OF THE DOWNTOWN REDEVELOPMENT AUTHORITY, REINVESTMENT ZONE NUMBER THREE, CITY OF HOUSTON, TEXAS, AND ANY OTHER INTERESTED PERSONS:

Notice is hereby given that the Board of Directors of the Downtown Redevelopment Authority and Tax Increment Reinvestment Zone Number Three, City of Houston will hold a virtual joint meeting on **Tuesday, January 12, 2021 at 12:00 PM via Zoom at <https://bit.ly/3p72LzD>** to consider, discuss and adopt such orders, resolutions or motions, and take other direct or indirect actions as may be necessary, convenient, or desirable with respect to the following matters:

Introduction of Guests and Public Comments

- I. Minutes of Previous Meetings
 - a. Authority
 - b. Zone
- II. Financials & Administration
 - a. Check Registers – November and December 2020
 - b. Administrative Policies and Procedures Annual Review
- III. Municipal Service
 - a. HPD Overtime Program Report – October, November, December 2020
 - b. Homeless Outreach Team Report
- IV. 2020-2021 Project Status Reports
 - a. North Houston Highway Improvement Project/FEIS Update
 - b. Downtown Launchpad Update
 - c. Downtown Living Initiative Update
 - d. Bagby Street Improvement Project Update
 - e. Southern Downtown Park Update
 - f. Buffalo Bayou Park Downtown Trail Update
 - g. PostHTX Update
 - h. Lynn Wyatt Square Update
- V. Other Business
 - a. 2021 Meeting Dates
 - b. 2021 Committee Assignments

Executive Session

- a. Consultation with Legal Counsel
Texas Government Code §551.071
- b. Deliberations regarding Real Property
Texas Government Code §551.072
- c. Deliberations regarding Personnel Matters
Texas Government Code §551.074
- d. Deliberations regarding Economic Development Negotiations
Texas Government Code §551.087

Next Meeting

February 9, 2021 at 12:00 PM

Adjournment



J. ALLEN DOUGLAS
EXECUTIVE DIRECTOR OF DRA/TIRZ#3



Downtown
Redevelopment
Authority

Board of Directors Meeting
January 12, 2021

Tax Increment Reinvestment Zone, Number Three
City of Houston

Downtown Redevelopment Authority
Tax Increment Reinvestment Zone Number Three, City of Houston

Board of Directors Meeting
November 10, 2020

TABLE OF CONTENTS

	Page
Minutes of November 10, 2020 Meetings	
a. Authority	5
b. Zone	7
Financials	
a. Check Register – November, December 2020	10
b. Administrative Policies and Procedures Annual Review	12
Municipal Service	
a. HPD Overtime Program Report – 4Q 2020	63
b. Homeless Outreach Team Report	72
2020-2021 Project Status Reports	78
a. North Houston Highway Improvement Project/FEIS Update	
b. Downtown Launchpad Update	
c. Downtown Living Initiative Update	
d. Bagby Street Improvement Project Update	
e. Southern Downtown Park Update	
f. Buffalo Bayou Park East Downtown Trail Update	
g. PostHTX Update	
h. Lynn Wyatt Square Update	
Other Business	
a. 2021 Meeting Dates	146
b. 2021 Committee Assignments	148

TAB 1

**MINUTES OF REGULAR MEETING
OF
DOWNTOWN REDEVELOPMENT AUTHORITY**

November 10, 2020

The Board of Directors (the "Board") of the Downtown Redevelopment Authority (the "Authority") convened in regular session, open to the public, virtually, on the 10th day of November, 2020, and the roll was called of the duly constituted officers and members of the Board, to-wit:

Curtis Flowers	Chair
Michele Sabino	Vice Chair
Barry Mandel	Secretary
Bruce Austin	Director
Regina Garcia	Director
Keith Hamm	Director
James Harrison	Director
Sherman Lewis	Director
William Kennerly	Director

and all of said persons were present except Directors Garcia and Lewis, thus constituting a quorum.

Also present were Bob Eury, President of the Authority, J. Allen Douglas, Executive Director of the Authority, and Virginia Oviedo ("Authority"); Marie Hoke Fish, Jamie Perkins, Robert Pieroni and Jackie Traywick of Central Houston, Inc. ("CHI"); Angie Bertinot, Brett DeBord and Lonnie Hoogeboom of the Houston Downtown Management District ("District"); Algenita Davis (Consultant to the Authority); Lisa Duffy of the City ("COH"); Clark Lord of Bracewell, LLP ("Bracewell"); Linda Trevino of METRO; Alison Bell, Minnette Boesel, and Jonathan Day with the Heritage Society (Heritage), and Bill Moeller of the Public.

DETERMINE QUORUM; CALL TO ORDER

Chair Flowers requested a roll call, established quorum, and called the meeting to order at 12:11 PM.

INTRODUCTION OF GUESTS AND PUBLIC COMMENTS

Chair Flowers noted, for the record, that under rules set forth by the State of Texas permitting these Board Meetings to proceed virtually, we are obligated to record each meeting, therefore, this meeting is being recorded.

MINUTES OF PREVIOUS MEETINGS

The Board considered approving the minutes of the October 13, 2020 joint meeting. No discussion took place. Upon a motion made by Director Kennerly and duly seconded by Vice Chair Sabino, the Board voted unanimously to approve the minutes of the October 13, 2020 joint meeting as presented.

FINANCIALS

Check Registers – October 2020

Chair Flowers called on Jackie Traywick (CHI) to provide an overview of the operating check registers for the month of October 2020. Ms. Traywick began by briefing the Board on the staffing expense to Central Houston, Inc. payment made to gener8tor, audit expenses, and payments made related to the ongoing Bagby Street Improvement Project. No questions were asked. No action was required.

SEVENTH AMENDED PROJECT PLAN & REINVESTMENT ZONE FINANCE PLAN

Chair Flowers called on Allen Douglas (Authority) to introduce discussion on this item. Mr. Douglas began by providing background information on Sam Houston Park and its nontaxable value, notifying the Board of this area not having an effect on the project plan or financials moving forward. He introduced Minnette Boesel, Alison Bell, and Jonathan Day (Heritage) who joined the virtual meeting this afternoon. Ms. Boesel thanked the Board for their support and provided a brief history of Sam Houston Park. Mr. Day added a few comments regarding the maintenance of a professional relationship with the Authority and the importance of such moving forward. Bob Eury (Authority) made a few comments regarding maintenance obligations moving forward. Questions were asked and answered.

Upon a motion made by Secretary Mandel and duly seconded by Director Harrison, the Board voted unanimously to authorize the adoption of the Seventh Amended Project Plan and Reinvestment Zone Financing Plan through the execution of the necessary Board Resolution and Certificate to present to the City Council as a request that the City Council approve the Seventh Amendment Project Plan and Reinvestment Zone Financing Plan through City Ordinance.

MWSDBE REPORT

Chair Flowers called on Mr. Douglas to introduce discussion on this item. Mr. Douglas began by discussing tentative changes to the Administrative Policies and Procedures Manual that were previously presented to the Executive Committee on November 3, 2020. He noted this item is not currently an action item but to expect it as one in the next future meeting of the Board. He stated stimulation of small and disadvantaged businesses was of importance in moving this program forward and moved on to provide further detail into the process of reporting for this program regarding licenses, certification, and self-reporting. Questions were asked and answered. No action was required.

OTHER BUSINESS

Project Status Report

Chair Flowers called on Mr. Douglas to present this month's project status report of current projects within the Authority's boundaries. Mr. Douglas called on Lonnie Hoogeboom (HDMD) and Brett DeBord (HDMD) to update the Board on Bagby Street Improvement Project and Southern Downtown Park. Questions were asked and answered, discussion ensued.

Mr. Douglas followed by calling on Robert Pieroni (CHI) to provide an update on Economic Development Projects. Questions were asked and answered, discussion ensued. No action was required.

NEXT MEETING

Mr. Douglas announced that the next full Board of Directors Meeting is tentatively scheduled for December 8, 2020, at noon. He added that the Capital Projects Committee is scheduled for November 25, 2020, at noon, and the Economic Development Committee is scheduled for November 27, 2020, at noon. He noted that all meetings would be virtual.

ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned at 1:15 PM.

Barry Mandel, Secretary
Downtown Redevelopment Authority (Authority)

**MINUTES OF REGULAR MEETING
OF
TAX INCREMENT REINVESTMENT ZONE NUMBER THREE, CITY OF HOUSTON, TEXAS**

November 10, 2020

The Board of Directors (the "Board") of the Tax Increment Reinvestment Zone Number Three (the "Zone") convened in regular session, open to the public, virtually, on the 10th day of November, 2020, and the roll was called of the duly constituted officers and members of the Board, to-wit:

Curtis Flowers	Chair
Michele Sabino	Vice Chair
Barry Mandel	Secretary
Bruce Austin	Director
Regina Garcia	Director
Keith Hamm	Director
James Harrison	Director
Sherman Lewis	Director
William Kennerly	Director

and all of said persons were present except Directors Garcia and Lewis, thus constituting a quorum.

Also present were Bob Eury, President of the Zone, J. Allen Douglas, Executive Director of the Zone, and Virginia Oviedo ("Zone"); Marie Hoke Fish, Jamie Perkins, Robert Pieroni and Jackie Traywick of Central Houston, Inc. ("CHI"); Angie Bertinot, Brett DeBord and Lonnie Hoogeboom of the Houston Downtown Management District ("District"); Algenita Davis (Consultant to the Zone); Lisa Duffy of the City ("COH"); Clark Lord of Bracewell, LLP ("Bracewell"); Linda Trevino of METRO; Alison Bell, Minnette Boesel, and Jonathan Day with the Heritage Society (Heritage), and Bill Moeller of the Public.

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SEVENTH AMENDED PROJECT PLAN & REINVESTMENT ZONE FINANCE PLAN

Chair Flowers called on Allen Douglas (Zone) to introduce discussion on this item. Mr. Douglas began by providing background information on Sam Houston Park and its nontaxable value, notifying the Board of this area not having an effect on the project plan or financials moving forward. He introduced Minnette Boesel, Alison Bell, and Jonathan Day (Heritage) who joined the virtual meeting this afternoon. Ms. Boesel thanked the Board for their support and provided a brief history of Sam Houston Park. Mr. Day added a few comments regarding the maintenance of a professional relationship with the Zone and the importance of such moving forward. Bob Eury (Zone) made a few comments regarding maintenance obligations moving forward. Questions were asked and answered.

Upon a motion made by Secretary Mandel and duly seconded by Director Harrison, the Board voted unanimously to authorize the adoption of the Seventh Amended Project Plan and Reinvestment Zone Financing Plan through the execution of the necessary Board Resolution and Certificate to present to the City Council as a request that the City Council approve the Seventh Amendment Project Plan and Reinvestment Zone Financing Plan through City Ordinance.

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ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned at 1:15 PM.

Barry Mandel, Secretary
Tax Increment Reinvestment Zone Number Three
(Zone)

TAB 2

DRA/ TIRZ #3 PAID INVOICE DETAIL: November 2020

OPERATING ACCOUNT			
PAYEE	CHECK	MEMO	AMOUNT
Central Houston, Inc.	2671-2673	Regular Salaries	\$48,340.47
HVJ Associates	2674	Bagby	\$ 8,441.13
Lauren Griffith Associates	2675	Southern Downtown Park	\$ 94,934.87
Jones & Carter	2676	Bagby	\$ 14,633.48
Project Surveillance, Inc	2677	Bagby	\$ 57,073.00
CNA Insurance	2678	Insurance	\$ 118.06
Main Lane Industries	2679	Bagby	\$ 1,415,302.21
Core Design Studio	2680	Southern Downtown Park	\$ 13,000.00
		GRAND TOTAL:	\$ 1,651,843.22

AGENDA ITEM	Administrative Policies and Procedures - Annual Review
ACTION ITEM	<p>Approve the draft of the Downtown Redevelopment Authority's Administrative Policies and Procedures Manual, as amended January 2021.</p> <p><i>The draft of the Downtown Redevelopment Authority's Administrative Policies and Procedures Manual is enclosed. Proposed changes shown in red.</i></p>
ITEM HISTORY	<p>11/10/20 – The full Board preformed a review of the Authority's Administrative Policies and Procedures Manual policies on MWBDE (Section 5) and approved changes recommended by the Executive Committee.</p> <p>Fall 2020 – Authority Staff preformed an internal review of the policies and procedures and consulted outside legal counsel regarding the Investment Policy (Section 14) to review for continued alignment with current best practices and compliance with all applicable law.</p>
DESCRIPTION	<p>Per Section 16 of the Manual, Adoption and Revision:</p> <p>“A. The Board officially finds, determines and declares that these Administrative Policies and Procedures were reviewed, carefully considered, and adopted at a regular meeting of the Board on <u>January 12, 2021</u>, and that a sufficient written notice of the date, hour, place, and subject of this meeting was posted at a place readily accessible and convenient to the public within the Authority and on a bulletin board located at City Hall, 901 Bagby St. Houston, TX 77002 for the time required by law preceding this meeting, as required by Chapter 551, Texas Government Code and that this meeting had been open to the public as required by law at all times during which these Code of Ethics and Policies were discussed, considered, and acting upon. The Board further ratifies, approves, and confirms such written notice and the contents and posting thereof.”</p>
CONTACTS	<p>DRA: Allen Douglas, Executive Director and General Counsel Bracewell LLP: Clark Lord, Partner</p>



Downtown
Redevelopment
Authority

**Tax Increment Reinvestment Zone No. 3
Houston, Texas**

Administrative Policies and Procedures Manual

November 19, 2019 January 12, 2021

Table of Contents

Section 1.	Definitions	2
Section 2.	Personnel	5
Section 3.	Safe and Secure Workplace	6
Section 4.	Procurement and Contract Administration.....	7
Section 5.	Disadvantaged Business Enterprise Program	11
Section 6.	Budgeting and Accounting	15
Section 7.	Ownership of Property, Data, Equipment and Other Materials	2019
Section 8.	Power of Attorney	2120
Section 9.	Insurance.....	221
Section 10.	Public Relations	232
Section 11.	Open Meetings and Training	243
Section 12.	Open Records and Training	254
Section 13.	Code of Ethics	265
Section 14.	Investment Policy	298
Section 15.	Information Protection and Management.....	454
Section 16.	Adoption and Revision.....	497

Section 1. Definitions

- A. Accounting Personnel and/or Accountant: Administration Contractor personnel (Key Personnel) performing any of the various functions of business accounting on behalf of the Authority.
- B. Administration Contractor: Central Houston, Inc. is contracted to provide personnel and administrative support to the business of the Authority.
- C. Administration Contractor's Executive: The President of Central Houston, Inc.
- D. Agreement: The interlocal agreement and approved amendments by and between the Authority, TIRZ #3 and Central Houston, Inc. for project management and administrative services.
- E. Authority: The Downtown Redevelopment Authority ("Authority"), created pursuant to Chapter 431, Texas Transportation Code, and amended and Resolution No. 1999-39 of the City.
- F. Authority Officials: Board Directors, Officers, Key Personnel, and any other persons and business entities engaged in handling of the day-to-day business of and investments for the Authority and TIRZ#3.
- G. Board: Board of Directors of the Authority/TIRZ#3.
- H. Board Director: A person appointed to serve on the Board of Directors of the Authority.
- I. Certified Public Accountant: the independent and licensed accountant or accounting firm hired to perform the financial business of the Authority.
- J. Chairperson: The Chairperson of the Authority's Board of Directors shall be a member of the Board and approved by the mayor of The City. He or she shall have such duties as assigned by the Board of Directors. The Chairperson may call special or emergency meetings of the Board consistent with the bylaws.
- K. Chief Operating Officer: Administration Contractor personnel.
- L. City: City of Houston, Texas ("City")
- M. Disadvantaged Business Enterprise (DBE): shall mean a business which has been certified by the City of Houston Minority/Women/~~Small~~/Persons with Disabilities Business Enterprises Program or through the internal TIRZ qualifications listed in Section 5 herein.
- N. District: The Houston Downtown Management District ("District" or "HDMD".)

- O. Executive Committee: Shall consist of the Chairperson, Vice Chairperson, Secretary, Treasurer/ Investment Officer, Executive Director and President.
- P. Executive Director: Administration Contractor personnel acting as Executive Director of the Authority. The Executive Director shall be the principal executive officer of the Authority and subject to the Board of Directors. He or she shall be in general charge of the properties and affairs of the Authority. In furtherance of the purposes of the Authority and subject to the limitations contained in the Articles of Incorporation. The President, Executive Director, Chairperson, Vice Chairperson or Secretary may sign and execute all bonds, notes, deeds, conveyances, franchises, assignments, mortgages, notes, contracts and other obligations in the name of the Authority.
- Q. Expense Reports: Shall be reports developed by Key Personnel that will include information pertaining to all expenses and payments made by the Authority either through Board approval or through permissions given for payments that do not require Board approval.
- R. General Counsel: The person serving as the Chief Legal Officer and Legal Counsel for the Administration Contractor. It is the responsibility of the General Counsel to seek additional assistance from outside counsel as needed.
- S. Houston Downtown Management District: "District" or "HDMD," a municipal management district created by S.B. 1620 in the 74th Session of the Texas Legislature.
- T. Investment Officer: Shall be an officer position filled by a Board Director and duly appointed by the Board and is responsible for the custody and charge of the books of account and financial records. These responsibilities may be delegated to Key Personnel as deemed necessary by the Investment Officer and the Executive Director.
- U. Key Personnel: Administration Contractor personnel provided under contract to execute the work program of Authority. Specifically, these individuals include but are not limited to: President, Executive Director, Chief Operating Officer, Director of Planning, ~~& Urban~~ Design & Capital Projects, Director of ~~Construction~~ Operations, Accounting Personnel, Accounts Payable Clerk, Administrative Assistant, Receptionist, and Office Manager.
- V. Officers: Shall be Chairperson, Vice Chairperson of the Board, Executive Director, Secretary, Treasurer/ Investment Officer and other officers as the Board may from time to time elect or appoint. One person may hold more than one office except that neither the Chairperson of the Board nor the Executive Director hold the office of Secretary.
- W. Operating Committees: The four committees of the Authority created pursuant to the bylaws include Economic Development, Budget & Finance, Capital Projects ~~Committee~~, and Executive.

- X. Personnel Provider: The Administration Contractor and other third parties as may by contractual agreement provide personnel to the Authority.
- Y. President: Shall mean Administration Contractor Personnel who serves as President of the Authority, the District and Central Houston, Inc.
- Z. Public Official: Duly appointed member of the Board of Directors of the Authority.
- AA. Records Management Officer/Records Administrator: Administration Contractor Personnel authorized by act of the Board to oversee administration of the Authority's Records Management Program.
- BB. Records Management Program: Process by which all records are managed and retained in accordance with local, state and federal law pertaining to records management, access and retention.
- CC. Secretary: The Secretary of the Board shall keep the minutes of all meetings of the Board in books provided for that purpose: He or she shall attend to the giving and serving of all notices: in furtherance of the purposes of the Authority and subject to the limitations contained in the Articles of Incorporation. He or she may sign with the Executive Director in the name of the Authority and/or attest the signatures thereof, all contracts, conveyances, franchises, bonds, deeds, assignments, mortgages, notes, and other instruments of the Authority. He or she shall have custody and charge of the Authority's books, records, documents and instruments, except the books of account and financial records and securities of which the Treasurer/ Investment Officer shall have custody and charge, and such other books and papers as the Board may direct, all of which at all reasonable times be open to inspections of the Board upon application at the office of the Authority during business hours; and, he or she shall in general perform all duties incident to the office of Secretary subject to the control of the Board. Some or all of these tasks may be delegated to Key Personnel as deemed necessary by the Secretary and Executive Director.
- DD. Treasurer: shall be considered the same as "Investment Officer" with all the duties, rights and responsibilities contained herein.
- EE. TIRZ#3: City of Houston Tax Increment Reinvestment Zone Number Three ("TIRZ#3") created by Ordinance No. 1999-713 pursuant to Chapter 311, Texas Tax Code as amended.
- FF. Vice Chairperson: Shall serve in the Capacity of the Chairperson in the event that the Chairperson cannot serve any longer or in the absence of the Chairperson.

Section 2. Personnel

- A. The Authority has no employees. The Administration Contractor provides all administrative and managerial personnel in accordance with the agreement, as amended from time to time. It is the Authority's intent that all work performed by Key Personnel will be performed in a manner that meets the objectives of the Authority as set by the Board.
- B. Time sheets will be kept by those employees who divide their time between activities exclusively sponsored by the Administration Contractor and activities undertaken by the Administration Contractor on behalf of the Authority. The Authority will annually review and consider adjustments to Key Personnel compensation based on established rates and time allocations which will be adjusted to reflect actual time allocated to the work program of the Authority.
- C. Rates of compensation for Key Personnel will be reviewed annually and advice will be provided by the Authority's Executive Committee.
- D. The Authority's Executive Committee will have the opportunity to provide input in annual or more frequent reviews of Key Personnel. Input will be provided to President, Executive Director and/or Chief Operating Officer.
- E. The Authority's Executive Committee, at its discretion, will participate in the recruitment process and the hiring of the Executive Director. Executive Committee members may conduct interviews and provide advice to the Chairperson and the President, who have the responsibility for hiring and evaluating the Executive Director.
- F. It is the Authority's policy that any personnel provider shall provide equal employment and economic opportunity at every level without regard to race, color, religion, sex, ethnicity, familial status, genetic information, marital status, military status, pregnancy, age, disability, sexual orientation, gender identity or national origin.
- G. It is the Authority's intent that Key Personnel conduct themselves in a manner consistent with sound business and ethical practices; that the public interest always be considered in conducting Authority's business; and that the appearance of impropriety be avoided to ensure and maintain public confidence.
- H. Any performance not consistent with sound business and ethical practice by any Key Personnel should be reported to the Executive Committee and/or the Chairperson by the Executive Director as soon as possible.
- I. It is the Authority's intent that Key Personnel of the Administration Contractor be managed, directed and deployed at the direction of the Authority through the Executive Director.

Section 3. Safe and Secure Workplace

- A. It is the Authority's desire that Central Houston, Inc. provide a safe and secure work environment for Key Personnel, as described on pages 2-28 through 2-32 of the Central Houston, Inc. Employee Handbook's General Policies and Procedures. To achieve this, Central Houston, Inc. shall adhere to established safe and secure workplace policies, including having a safe and drug-free work environment which explicitly prohibits:
1. The use, possession, solicitation for, or sale of narcotics or other illegal drugs, alcohol, or prescription medicine without a prescription while on Authority premises or while performing Authority assignments on or off premises;
 2. Being impaired or under the influence of legal or illegal drugs or alcohol, if such impairment or influence adversely affects Key Personnel's work performance, the safety of others, or puts at risk the Authority's reputation; and
 3. Concealed weapons.
- B. Authority Officials are committed to the immediate reporting of ~~work~~ related~~work-related~~ injury or illness, whether on or off premise, to the Executive Director or other designated Key Personnel.

Section 4. Procurement and Contract Administration

- A. It is the Authority's intent to obtain the highest quality, most cost-effective goods and services. Service excellence and responsiveness are hallmarks of the Authority. Competitive procurement of services can support the achievement of this goal. Specific procurement guidelines are included herein, and purchasing thresholds may be amended from time to time.
- B. It is the intent of the Authority to stimulate the growth of Minority, Disabled, Women, Small Businesses otherwise known as Disadvantaged Business Enterprises (DBE's) by encouraging the full participation of DBE's in all phases of its procurement activities and affording disadvantaged businesses a full and fair opportunity to compete for Authority's contracts. (See Section 5.)
- C. Contract Administration: Any record, regardless of form or format, which constitutes an agreement between Authority and any other agency, institution, business entity (for profit or not for profit), vendor or consultant, with or without a related expenditure, is a contract and subject to Authority's Records Retention Policy. (See Section 5.)
- D. Each vendor, or other person, who contracts for the sale or purchase of property, goods, or services, including construction and maintenance of improvements, is subject to the requirements of Chapter 176 of the Texas Local Government Code, and a completed Conflict of Interest Questionnaire (CIQ) form must be filed with the Authority. Such contracts will also require the business entity to submit a disclosure of interested parties Form 1295 at the time the business entity submits the signed contract. Completing the Form 1295 will apply where the contract either (1) requires an action or vote by the Board before the contract may be signed or (2) has a value of at least \$1 million.
- E. Contract Award – Professional Services. Professional services, as distinguished from other services, are not required to be procured on a price bid basis. For all professional services, Authority may not consider cost as a factor, rather professional services must be selected solely on qualifications.
 - 1. Professional services contracts for less than \$25,000 do not require Board approval. Professional services contracts of greater than \$25,000 require Board approval and examination of qualifications is required.
 - 2. When contracting for professional services of fees greater than \$25,000, the selection shall be based on demonstrated competence and qualifications, determined by a thorough examination, and procured at a fair and reasonable price.
 - 3. DBE firms are included when comparative pricing for professional services are solicited.

- F. Contract Award -- Contracts for the construction, repair and renovation of Authority facilities and for the purchase of equipment, materials, machinery, and all things that constitute or will constitute the plant, works, facilities, or improvements of the Authority will be awarded in accordance with the following:
1. The Authority is governed by procurement provisions pertaining to and entity created pursuant to Chapter 431 of the Texas Transportation Code.
 2. A contract may cover all the work to be provided or the various elements of the work may be segregated for the purpose of receiving bids and awarding contracts so long as the work is not divided simply to avoid advertisement.
 3. A contract may provide for the payment of a total sum that is the completed cost of the work or may be based on bids to cover cost of units of the various elements entering into the work as estimated and approximately specified by the Authority's engineers, or a contract may be let and awarded in any other form or composite of forms and to any responsible person or persons that, in the Board's judgment, will be most advantageous to the Authority and result in the best and most economical completion of the Authority's proposed plants, improvements, facilities, works, equipment, and appliances.
 4. For contracts over \$50,000, the Authority shall advertise the letting of the contract, including the general conditions, time and place of opening of sealed bids.
 - a. Bidding documents, plans, specifications and other data needed to bid on a project must be available at the time of the first advertisement and the advertisement shall state the location at which these documents may be reviewed.
 - b. The notice shall be published in one or more newspapers circulated in Harris County.
 - c. The notice shall be published once a week for two consecutive weeks before the date that the bids are opened, and the first publication shall be not later than the 21st day before the date of the opening of the sealed bids.
 5. For contracts over \$25,000 but not more than \$50,000, Authority shall solicit written competitive bids on uniform written specifications from at least three bidders.

6. For contracts of not more than \$25,000, Authority is not required to advertise or seek competitive bids.
7. For contracts of less than \$25,000, the contract may be approved by the Executive Director without board approval if the Executive Director determines the contract is in the best interests of the Authority.
8. The Authority may not subdivide work to avoid the advertising requirements specified in this section.
9. Authority may not accept bids that include substituted items unless the substituted items were included in the original bid proposal and all bidders had the opportunity to bid on the substituted items or unless notice is given to all bidders at a mandatory pre-bid conference.
10. Authority is not required to advertise or seek competitive bids for the repair of Authority facilities if the scope or extent of the repair work cannot be readily ascertained or if the nature of the repair work does not readily lend itself to competitive bidding.
11. Authority is not required to advertise or seek competitive bids for security or surveillance systems or components of or additions to Authority facilities relating to security or surveillance, including systems used for the prevention of terrorists or criminal acts and incidents or acts of war, if doing so would compromise the safety and security of Authority facilities or residents.
12. If changes in plans or specifications are necessary after the performance of the contract is begun, or if it is necessary to decrease or increase the quantity of the work to be performed or of the materials, equipment, or supplies to be furnished, the Board may approve change orders making the changes. The aggregate of the change orders may not increase the original contract price by more than 10 percent. Additional change orders may be issued only as a result of unanticipated conditions encountered during construction, repair, or renovation or changes in regulatory criteria or to facilitate project coordination with other political entities.
13. Final Acceptance of a Construction Contract—Final acceptance procedures shall be set forth in every contract and generally meet the following guidelines:
 - a. Once the work is sufficiently complete, a formal inspection may determine that the work is ready to be used for the use intended the Authority will call an inspection to include such participants as the designer, inspector, contractor, accepting agency's

representatives and others as appropriate. Results of the inspection shall be presented to the contractor in writing. If the completeness and condition of the work indicates to the Chairperson that the work is ready to be used for the use intended then the work will be declared Substantially Complete.

- b. Once the necessary work to be done as identified in the Substantial Completion inspection is complete then a final inspection will be made by the Authority and written results presented to the Contractor.
 - c. A recommendation to accept the work will be made to the Board of Directors after all work is complete, all issues resolved and the Contractor has agreed in writing with the proposed final payment.
- G. The above procedure notwithstanding, the Board of Directors may waive competitive bid requirements in the event of an emergency, in accordance with applicable law.
- H. Contracts and agreements with contractors or vendors shall provide conditions under which contracts may be terminated and faulty products or unprofessional service can be returned or remedied.
- I. For purchases and construction contracts made involving the use of federal, state, or grant funds, the Authority will comply with specific guidelines of the funding entity.
- J. All contracts shall comply with Section 2270.002 of the Texas Government Code, and such contracts shall contain the following language: [Company] hereby verifies that [Company] does not boycott Israel and will not boycott Israel through the term of this Agreement. For purposes of this verification, "boycott Israel" means refusing to deal with, terminating business activities with, or otherwise taking any action that is intended to penalize, inflict economic harm on, or limit commercial relations specifically with Israel, or with a person or entity doing business in Israel or in an Israeli-controlled territory, but does not include an action made for ordinary business purposes.
- K. All parties entering into contracts with the Authority (or whatever the defined term is) shall, to the extent required, comply with Section 2232.908 of the Texas Government Code, including making all filings with the Texas Ethics Commission.

Section 5. Disadvantaged Business Enterprise Program

- A. Goal: The Authority shall attempt to stimulate the growth of disadvantaged businesses ~~inside the boundaries of the Authority~~ by encouraging the full participation of disadvantaged businesses in all phases of its procurement activities and affording those disadvantaged businesses a full and fair opportunity to compete for Authority contracts. The purpose of the program is to increase participation of disadvantaged businesses in public contract awards. Without limiting the generality of the foregoing, the Authority will objectively demonstrate good faith efforts to award non-personnel contract lettings and purchasing to DBE's.
- B. Disadvantaged Business Enterprise (DBE) means:
1. A Corporation formed for the purpose of making a profit of which at least fifty-one percent (51%) of all classes of the shares of stock or other equitable securities are owned by one or more persons who are socially disadvantaged because of their identification as members of certain groups, that may include, but are not limited to, African Americans, Hispanic Americans, Asian Americans, American Indians, women, and the disabled, that have suffered the effects of discriminatory practices or similar insidious circumstances over which they have no control;
 2. A sole proprietorship for the purpose of making a profit that is one hundred percent (100%) owned, operated, and controlled by one or more persons described by Paragraph (1) of this subdivision;
 3. A partnership for the purpose of making a profit in which fifty-one percent (51%) of the assets and interest in the partnership must be owned by one or more persons described by Paragraph (1) of this subdivision, and minority or women partners must have a proportionate interest in the control, operation, and management of the partnership affairs;
 4. A joint venture between minority and women's group members for the purpose of making a profit in which the minority participation is based on the sharing of real economic interest and must include equally proportionate control over management, interest in capital, and interest earnings. If majority (non-minority and non-women's) group members own or control debt securities, leasehold interest, management contracts, or other interests, the joint venture shall not be designated a disadvantaged business; or
 5. A supplier contract between persons described in Paragraph (1) of this subdivision and a prime contractor in which the disadvantaged business is directly involved for the manufacture or distribution of the supplies or materials or otherwise for warehousing and shipping the supplies.

6. The disadvantaged business ~~owner or small business enterprise~~ must have the training and expertise to perform the work, and where required, have a license or certificate issued in his or her name. ~~To be a small business, the business must meet the Small Business Administration Size Standard(s) for its industry classification(s).~~

C. Certification: All disadvantaged businesses for the purposes of this program must be either:

1. Certified by the City of Houston Office of Business Opportunity, Houston Minority ~~Business~~ Suppliers Development Council, Women's Business Enterprise Alliance, Houston Independent School District, Texas Department of Transportation (TxDOT) or Texas Historically Underutilized Business Program (Statewide HUB); or
2. Certified by self-representation attesting to the business meeting the definition of a Disadvantaged Business Enterprise (DBE) as described in Paragraphs B.1 through B.65 of this Section 5
3. The self-certification form shall require that:
 - a. The business attests to its eligibility in accordance with Paragraph (1) of the subdivision B, Section 5; and
 - b. The business is for profit, independent and currently functioning, and
 - c. The business meets the Small Business Administration Size Standard(s) for its industry classification(s). [sba.gov/document/support-table-size-standards](https://www.sba.gov/document/support-table-size-standards); and
 - d. The applicant must have a personal net worth of less than \$1,320,000 - excluding value of home and ownership interest in the business. There is no local presence requirement; and
 - e. The business acknowledges that any statement of material misrepresentation could result in ~~the contractor being terminated~~ termination of or from the contract.

D. Actions: The Authority shall attempt to stimulate participation of disadvantaged businesses by the following:

1. It will periodically obtain and review relevant listings of certified disadvantaged businesses from the certification programs of entities shown above in item C. It will familiarize itself with disadvantaged businesses in relevant skills, trades and services relevant to the Authority's work. It will particularly note businesses located within the TIRZ boundaries.

2. In procurement processes, as qualified bidders are identified, it will identify at least three disadvantaged businesses which will be mailed requests for qualifications, proposals or bids.
 3. Advertisements for procurements will be placed in at least two publications of general circulation within the community and a good faith effort will be made to advertise in publications circulated in predominantly Latinx and Asian communities. Advertisements will be ~~and forwarded to Chambers of Commerce and other~~ organizations with DBE memberships.
 4. Requests for procurement will plainly state the Authority's objective to stimulate the growth of disadvantaged businesses and the conditions for certification of disadvantaged businesses.
 5. On purchases of less than \$25,000, the Authority will identify disadvantaged businesses and include them in comparative pricing.
 6. Authorization requests of the board shall include an explanation of disadvantaged business participation in the process and results of the TIRZ efforts encouraging DBE selection of disadvantaged business involvement in the proposed expenditure.
 7. Consistent with its procurement activities, the Authority will reach out to disadvantaged businesses to provide information as to how a firm may effectively compete for work of the Authority.
 8. The Authority will keep records of the actions described above.
 9. In addition to its own procurement, the Authority shall attempt to educate itself and, to the extent possible, assist disadvantaged businesses in taking part in the economic activity within its boundaries.
 10. The Authority will review its disadvantaged business program annually with review of policies and procedures.
- E. Oversight: The Executive Committee shall have oversight of the disadvantaged business program including audits of the program.
- F. Reporting: Annually, the Administration Contractor will provide a report of its efforts to engage the services of historically underutilized businesses. The report will be prepared within 120 days of the fiscal year ending June 30.
- G. Review: The Authority will review its progress with respect to contracting annually no later than 150 days of the year ending June 30. The review must consider the performance of the Administration Contractor in general with respect to disadvantaged businesses contracting rather than within a specific service or trade. The Authority's review shall determine whether statically significant disparities exist between the disadvantaged businesses in the

relevant market that are qualified to undertake Authority work and the percentage of total Authority funds that are awarded to disadvantaged businesses.

Section 6. Budgeting and Accounting

- A. The fiscal year for the Authority begins on July 1 and ends on June 30.
- B. The annual budgeting process will include the following: Prior to April 30 each year, the Board of Directors will review and approve the budget for the succeeding year, and submit to the City for City Council Approval.

Budget preparation will involve the following before the Board of Directors adopts the budget:

- 1. Review of needs and priorities within the Authority.
 - 2. Review of draft budget by board finance committee.
 - 3. Review of draft budget by the Board of Directors.
- C. Financial records of the Authority are kept in accordance with generally accepted accounting principles.
- D. Each year an annual audit of Authority funds for the prior year will be completed by an independent accounting firm and accepted by the Board of Directors. This audit will be submitted to the City by the Executive Director or Chief Operating Officer.
- E. With respect to bank accounts:
 - 1. The signatures of any two Board members of the Executive Committee and or one Board member and the Executive Director or President of the Authority-- will be required on all checks, drafts, warrants or orders.
 - 2. The bank will collateralize or sweep to AAA securities accounts all funds left in accounts overnight less the amount FDIC insured or as proscribed on the investment policy.
 - 3. Wire transfers require bank notification electronically or in writing. The Board of Directors will pre-approve individuals authorized to request or to approve wire transfers. No preset wire transfers from Authority accounts may be initiated and authorized by less than two of the pre-approved individuals. Transfers from investment institutions may be preset so that only one pre-approved individual may transfer funds from investment accounts to other Authority accounts.
- F. Specific accounting procedures by the Administration Contractor will be conducted as follows:
 - 1. Tax Increment Fund Receipts will be transferred from the City to an Authority bank account.

2. Authority Receipts Other Than Assessments — Incoming checks and cash are logged by Accounting Personnel. The checks, cash and original documentation are given to the Accounting Personnel. The log is given to the Executive Director and the Chief Operating Officer.

Accounting Personnel will prepare the deposit slip and take the deposit to the bank. A detailed copy of the deposit slip is attached to the Accountant's copies to be entered into the computer and a copy of the deposit slip is given to the receptionist for adding the deposit date to the daily log of receipts.

3. Vendor, Contractor Payment, and Other Payment Requests—accounts will be established with vendors when appropriate. Budget account codes will be used by Board Directors to allow purchases to be correctly accounted. Vendors will be procured following the procedure as outlined in the Procurement section of this manual. Contractors will be procured in the same manner. As required by this procedures manual, vendors and contractors will be pre-approved by the Board of Directors. Where appropriate and/or necessary, Letters of Agreement or contracts will be pre-approved by the Board of Directors and duly executed. Budget account codes will be used by Key Personnel to allow expenditures to be correctly accounted. Invoices and other forms of payment requests will be approved by Key Personnel and processed for payment by the Accounting Personnel according to the following procedure:

- (a) Vendors will be paid only upon submission of properly approved invoices. Accounting Personnel will refer invoices and other requests for payment to the appropriate Key Personnel for approval before further processing.
- (b) Executive Director or Chief Operating Officer will review invoices, sales receipts and other evidence to affirm that materials or services were in fact provided. They will contact vendors or service providers to have questions answered and ensure the accuracy of the invoice. Contracts will be monitored for progress toward completion and adequacy of available funds. If an invoice is correct and in line with the contract, Key Personnel will approve the invoice in writing and ascribe the account code, and forward to Accounting for payment.
- (c) After receipt by Accounting Personnel of an invoice or other payment request approved by the appropriate Key Personnel and/or the Chief Operating Officer, a check will be prepared and forwarded to the authorized officers for signature.

(d) For payments made by check, the normal Accounting processing time will be the Thursday following the receipt of a properly authorized invoice or payment request. To avoid late charges or other penalties, Key Personnel should make every effort to expedite review and approval of their invoices or payment requests, taking into consideration the time necessary to process and mail a payment. However, the need for special check requests (e.g. advance registration, research materials, etc.) may arise, and Accounting Personnel may process invoices outside of the normal accounting period in accordance with the approval procedure described above.

4. Approval and processing of Key Personnel expense disbursements—

(a) An expense check will be issued only upon submission of a properly approved invoice, expense report or request for expense memorandum.

(b) The Chairperson or Chief Operating Officer is authorized to approve the payment of expense disbursements and such approval should be indicated by either initialing or signing the document in ink after the Accountant has stamped the statement or invoice.

(c) Expense Reports should be approved according to the following table:

<u>Submitted by:</u>	<u>Approved by:</u>
President	Chief Operating Officer or Executive Director
Executive Director	Chief Operating Officer/President
Chief Operating Officer	Executive Director/President
All other Key Personnel	Executive Director

(d) Checks are processed once per week. The Accountant must have the properly completed and approved invoice or Expense Report by that time in order for the check to be processed.

(e) The Accountant will notify the requester when checks are available.

5. Monthly Close-out — The Accountant meets with the Certified Public Accountant and prepares the trial balance and general ledger. Financial reports are prepared as directed by the Authority by the Certified Public Accountant.

6. Financial Reporting —Quarterly financial reports are reviewed by the Executive Director, Chief Operating Officer, and Treasurer/ Investment Officer and presented to the Board of Directors. Financial reports shall

include a balance sheet, expenditure by program for the quarter and year-to-date, and comparison with budgeted expenses.

7. Reconciliation of Bank Statements — Accountant will reconcile monthly bank statements.
8. Board Directors' Compensation — Board Directors will not be compensated.
9. Board Directors Travel — Travel of Board Directors to meetings, conferences, seminars, and other educational gatherings will not be compensated unless such travel expense is authorized in advance by the Executive Committee. For such authorized travel, documentation shall follow procedure in Sub-Section 11.
10. Expense Reporting — The following general principles apply to the expenditure of Authority funds and in the reporting of related personnel expenditures:
 - (a) When spending Authority money or personal money that will be reimbursed, the personnel involved should make sure that Authority receives proper value in return. Prudent and proper judgment must be used in reporting and approving business expenses. Lavish or extravagant expenditures must be avoided.
 - (b) The concept that personnel is "entitled" to certain types or amounts of expenditures when on Authority business, whether actually incurred or not, is an erroneous one, and reimbursement for expenditures not incurred would put the personnel in the position of having defrauded the Authority.
 - (c) A claim for reimbursement for expenses incurred in the conduct of Authority business must not include any expense, either in type or amount, that has not been incurred. There are not arbitrary averages provided for any type of expenditures. Personal expenditures to be reported for reimbursement should be stated exactly as they were incurred; in type, amount and with respect to the date and the persons involved in the expenditure.
 - (d) The purpose of travel and meeting expense is to assist the Authority's objectives. Out-of-town travel is expected to be limited. In all cases, prudent judgment should be used in incurring expense, especially those for hotels, air travel, and entertainment. Excessive amounts will not be reimbursed. All personal expenses are to be paid for separately by the employee while on the trip.
 - (e) An Expense Report is to be prepared by each person for reimbursable expenses incurred for a meeting, travel, or

miscellaneous reasons. A completed Expense Report should be submitted within 30 days of when the expenses are incurred, thereby allowing those expenses to be matched with budgeted expenses. It is the employee's obligation to ensure that all requests for reimbursement of expenses over \$25.00 are supported by an appropriate invoice or receipt and are reported on a timely basis. A personal check should be attached to the Expense Report if an amount is due to the Authority.

- (f) Generally, no spousal travel expense will be reimbursed.
- (g) Generally, no first class air travel will be allowed. Tickets for air travel should be purchased by Authority directly and not reimbursed as an expense. Business Class air travel will be allowed for distances exceeding 3,000 miles or 4,828 kilometers.
- (h) Mileage is reimbursable only to the extent that it is in excess of the mileage driven by an employee daily on his or her round trip between the Authority offices and his or her home. Mileage will be reimbursed at the rate allowed by the Internal Revenue Service. Each person so using his or her own auto must provide adequate insurance for their own protection.
- (i) Meal expenses will be reimbursed if they relate directly to the conduct of work for the Authority. Reporting must be detailed including date, place, persons with title and affiliation, purpose of meal and amount. Questions as to the efficacy of an expense should be reviewed with the Executive Director in advance of their incurrence.

11. Expense Advances—

- (a) Expense advances may be obtained when personnel expects to incur reimbursable expenses while on Authority business. The amount of the advance should be based upon the expected cash expenditures; however, the minimum amount for an advance is \$50.00. Credit cards should be used for hotels, meals, etc., whenever possible, and the advance should be accounted for within 30 days on an Expense Report.
- (b) An expense advance should be requested in writing and approved by the Executive Director.

Section 7. Ownership of Property, Data, Equipment and Other Materials

- A. The Authority may own property, equipment, fixtures, landscaping materials, data, and other materials required to accomplish its purposes. Unless the Board of Directors adopts a position to the contrary, it is the policy of the Authority to donate fixtures and materials attached to public rights of way and properties to the appropriate department of the City of Houston. A condition of such donation may be HDMD's maintenance of such fixtures with HDMD's concurrence.
- B. All files, data, illustrations, maps and similar material paid for by the Authority will be clearly labeled "Downtown Redevelopment Authority" or some derivative thereof as to show ownership by the Authority. Such material may be readily removed from the premises of the Administration Contractor.
- C. The Authority may lease property to accomplish the TIRZ Project Plan; however, no lease shall survive beyond the completion date of the Plan. Procurement procedures would be followed in obtaining a lease.
- D. Intellectual Property Assets – Intellectual Property Assets (IPA) is the term used to describe intangible personal property falling within one of the categories of assets known as patent rights, copyrights, trademarks, and trade secrets. It is Authority's policy to safeguard IPA against theft, unauthorized disclosure, misuse, and infringement, and against indiscriminate handling. Accordingly, all personnel are expected to
 - 1. Comply with the laws and regulations applicable to the creation and protection of IPA.
 - 2. Comply with the laws, regulations, and contractual commitments protecting the valid and enforceable IPA rights of third parties. The Authority will not knowingly infringe or misuse the valid and enforceable IPA rights of third parties.
 - 3. Recognize that IPA is a valuable asset and to contractually address ownership at the time of creation.
 - 4. Avoid any use of Authority's IPA for personal gain.
 - 5. Comply with all contractual obligations safeguarding the IPA of third parties.
 - 6. Be accountable for the protection, use and disclosure of IPA and to seek guidance when unsure of their responsibility.
 - 7. Report violations of this policy to appropriate management.

Section 8. Power of Attorney

- A. Only the Board in open, properly called meetings may enter into contracts, obligate the Authority, or authorize the expenditure of funds. The Board in such sessions may direct its Executive Committee, Chairperson and other Officers, and the Administration Contractor to take specific actions within parameters as set by the Board.

- B. Authority will retain Counsel and it is the responsibility of the Authority and the Administration Contractor to seek its assistance as needed.

Section 9. Insurance

- A. Administration Contractor will cause to have at all times commercial general liability insurance including commercial property coverage.
- B. Administration Contractor will cause to have at all times commercial auto coverage.
- C. Administration Contractor will cause to have at all times Key Personnel subject to Workers Compensation, crime, fiduciary and employment practices coverage.
- D. Both Authority and Administration Contractor will provide public official bonding of its Board Directors.
- E. Authority will require indemnification and additional insured certification by its contractors and cause Administration Contractor to be named as a co-insured as well.

Section 10. Public Relations

- A. “Downtown Redevelopment Authority” and/or logo, to be adopted by the Board of Directors, will be the official public identification of services and improvements provided through funds of the Authority.
- B. The Authority will endeavor to communicate progress on the Project Plan and seek input from the community, especially property owners within the TIRZ boundaries.
- C. The Chairperson, as assisted by the Executive Director and President, will be principal spokespeople for the Authority. Positions on issues will not be stated unless there is concurrence on a position by the Board or, absent Board discussion, the Executive Committee.

Section 11. Open Meetings and Training

- A. The Texas Open Meetings Act (TOMA), Chapter 551, Texas Government Code, provides that meetings of governmental bodies must be open to the public, except for expressly authorized executive sessions, and that Board Directors, as appointed public officials, must complete a course of training not later than the 90th day after the date a Board Director takes the oath of office.
- B. Prior to a meeting of the Board, the Records Management Officer will post a meeting notice at least 72 hours in advance, stating the time, place and subject matter of the meeting.
- C. Each appointed Board Director will complete their training and confirm their completion of TOMA training by filing a certificate of course completion with the Records Management Officer. The Records Management Officer can assist each Board Director with training materials disseminated by the Texas Attorney General's Office.
- D. Public comments during regularly scheduled meetings of the Board of Directors will be limited to no more than three minutes per individual speaker. Individuals may only speak once per meeting. The Chairperson, at their own discretion, may extend time for public comments in order to take questions or introduce discussion on the topic.

Section 12. Open Records and Training

- A. The Texas Public Information Act (TPIA), Chapter 552, Texas Local Government Code, stipulates certain information and records of the Authority, with exceptions, are subject to public scrutiny at the formal request of a member of the public. Therefore, Authority has developed the following procedure to accommodate any requests by the public for its information. Questions as to whether information is of public record should be addressed to the Counsel; however, the Texas Attorney General makes the final determination whether information is subject to an exception. (see also Section 15(I))
1. The Authority requires all requests for copies of files to be in writing.
 2. The request must include the requesting individual's name, company (if relevant), address, phone number, and specific details of information being sought.
 3. Requests may be submitted to the Counsel, as follows:
 - (a) By U. S. mail or other delivery service to Authority's offices;
 - (b) By facsimile; or
 - (c) By electronic mail.
 4. The Authority will date stamp the written request and respond in accordance with all applicable law.
 5. The Authority charges \$.15 per copy per page and charges must be paid in full prior to Authority releasing its information. If charges are anticipated to exceed \$40.00, the Authority will provide an estimate of charges in advance.
 6. TPIA mandates each appointed Board Director as well as the "officer for public information of a governmental body," without regard to whether such person is appointed or elected, must complete training within the same time period as the TOMA training.
 7. No later than 90 days after the Board Director has taken the oath of office, the Board Director must confirm completion of TPIA training and file the certificate of course completion with the Records Management Officer.
 8. The Records Management Officer, as the public information coordinator, will also file a certificate of completion with respect to TPIA training. This certification will satisfy the training requirements of Section 552.012 for those public officials who so designate.

Section 13. Code of Ethics

A. Policy and Purposes

1. Authority Officials will conduct themselves in a manner consistent with sound business and ethical practices; the public interest always will be considered in conducting corporate business; the appearance of impropriety will be avoided to ensure and maintain public confidence in the Authority; and the Board will establish policies to control and manage the affairs of the Authority fairly, impartially, and without discrimination.
2. The Code of Ethics is adopted to encourage high ethical standards in official conduct by Authority Officials and to establish guidelines for such ethical standards of conduct.

B. Qualification of Board Directors

1. A person shall not serve as a Board Director if he or she is disqualified by law from doing so.
2. To be qualified to serve as a Board Director, a person must be 18 years old and be a resident of the City of Houston;
3. Qualified Board Directors must have on file with the Authority's Secretary, Records Management Officer, and/or Public Information Coordinator, all of the following documents as currently required and as may be revised or amended or legislated by any future act of revision, amendment, or legislation:
 - (a) Sworn Statement;
 - (b) Oath of Office;
 - (c) Open Meetings Act Training Certification;
 - (d) Public Information Act Training Certification or equivalent designation;
 - (g) Conflicts Disclosure Statement, where applicable;
 - (h) Other affidavits as may be required by act of legislature or board resolution.

C. Participation of Board Directors

1. In accepting nomination to be a Board Director, a person understands the obligation of his or her service and responsibilities pursuant to the position including participation in at least 80% of the meetings of the Board of Directors.
2. When a Board Director has missed three (3) successive regularly scheduled Board of Directors meetings, he or she will be reminded of his or her responsibility to participate. After a Board Director has missed one-half or more of the regularly scheduled meetings during the prior twelve (12) months, the Board of Directors may elect to remove the person from office as a Board Director.

D. Conflicts of Interest

1. Although Chapter 171 and Section 375.072(a) and (b) of the Texas Local Government Code provides that a Board Director may participate in all votes pertaining to business of the Authority regardless of any other statutory provision to the contrary, a Board Director or officer is prohibited from participating in a vote, decision, or award of a contract involving a business entity or real property in which the Board Director or the officer has a substantial interest, if it is foreseeable that the business entity or real property will be economically benefited by the action except as provided in subsection 3. A person has a substantial interest in a business: (a) if his ownership interest is ten percent or more of the voting stock or shares of the business entity or ownership of \$15,000 or more of the fair market value of the business entity, or (b) if the business entity provides more than ten percent of the person's gross income. A person has a substantial interest in real property if the interest is an equitable or legal ownership with a fair market value of \$2,500 or more. An interest of a person related in the first degree by affinity or consanguinity to a Board Director or officer is considered a substantial interest.
2. Board Directors or Key Personnel who have a substantial interest in any matter involving the business entity or real property covered by D. 1 above shall disclose that fact to the other Board Directors by Affidavit. The Affidavit must be filed with the Secretary of the Board.
3. Board Directors or Key Personnel who have a substantial interest in a business entity that will receive a pecuniary benefit from an action of the Board may vote on that action if a majority of the Board has a similar interest in the same action or if all other similar business entities in the Authority will receive a similar pecuniary benefit.
4. An employee of a public entity may serve on the Board, but that public employee may not participate in the discussion or vote on any matter regarding assessments on or contracts with the public entity of which the Board Director is an employee.

- E. Acceptance of Gifts—Authority Officials may not solicit or accept any benefit from a person or business entity known to be interested in or likely to become interested in any contract, purchase, payment, claim, or transaction involving the exercise of the Authority Official's discretion, or any matter before the Board for any decision, opinion, recommendation, vote, or other exercise of discretion in carrying out his official acts for the Authority as prohibited by law. As of the date of adoption of this Code of Ethics, Section 36.08, Texas Penal Code prohibits gifts to public servants such as the Board Directors. Section 36.08 does not apply to the matter set forth in Section 36.10. Violations of penal laws may subject Authority Officials to criminal prosecution.

- F. Bribery—Authority Officials shall not intentionally or knowingly offer, confer, or agree to confer on another, or solicit, accept, or agree to accept from another, any benefit as consideration when to do so is prohibited by law. As of the date of adoption of this Code of Ethics, Section 36.02, Texas Penal Code", lists the offenses that are considered bribery when committed by Authority Officials. Violations of penal laws may subject Authority Officials to criminal prosecution.

- G. Nepotism—Authority Officials shall comply with all anti-nepotism laws applicable to tax reinvestment zones or quasi-public governmental non-profit corporations. As of the date of adoption of this Code of Ethics, Chapter 573 of the Texas Government Code, is the anti-nepotism law governing tax reinvestment zones or quasi-public governmental non-profit corporations.

Section 14. Investment Policy

AMENDED INVESTMENT POLICY

This Amended Investment Policy (the “Policy”) is adopted by the Board of Directors of Downtown Redevelopment Authority (the “Authority”) pursuant to Chapter 2256 of the Texas Government Code, effective as of October 8, 2019.

ARTICLE I PURPOSE

Section 1.01. Purpose. This Policy with respect to Authority investments has been adopted to establish the principles and criteria by which the funds of the Authority should be invested and secured and to comply with various provisions of Texas law relating to the investment and security of funds of local government corporations ~~(the “Investment Laws”)~~. As of the date of the adoption of this Policy, the following laws are applicable to the investment of the Authority’s funds: Chapter 2256, Texas Government Code; Chapter 791, Texas Government Code; Chapter 2257, Texas Government Code; and Section 404.101 et seq., Texas Government Code. The Investment Laws generally provide the minimum criteria for the authorized investment and security of the Authority’s funds and require the Authority to adopt rules to ensure the investment of Authority funds in accordance with such laws. This Policy will specify the scope of authority of Authority Officials who are responsible for the investment of Authority funds.

ARTICLE II DEFINITIONS

Section 2.01. Definitions. Unless the context requires otherwise, the following terms and phrases used in this Policy shall mean the following:

- (a) “Authority Officials” means the Investment Officer, Directors, Employees, and persons and business entities engaged in handling the investment of Authority funds.
- (b) “Authorized Collateral” means any means or method of securing the deposit of Authority funds authorized by Chapter 2257, Texas Government Code.
- (c) “Authorized Investment” means any security in which the Authority is authorized to invest under Chapter 2256, Texas Government Code.
- (d) “Board” means the Board of Directors of the Authority.
- (e) “Collateral” means any means or method of securing the deposit of Authority funds under Article IV hereof.
- (f) “Collateral Act” means Chapter 2257, Texas Government Code, as amended from time to time.
- (g) “Director” means a person appointed to serve on the Board of Directors of the Authority.
- (h) “Employee” means any person employed by the Authority, but does not include independent contractors or professionals hired by the

Authority as outside consultants, such as the Authority's financial advisor, accountant or general counsel.

- (i) "FDIC" means the Federal Deposit Insurance Corporation or any successor entity.
- (j) "Investment Act" means Chapter 2256, Texas Government Code, as amended from time to time.
- (k) "Investment Officer(s)" means the Director(s) or Employee(s) of the Authority appointed from time to time by the Board to invest and reinvest the funds of the Authority held in its various accounts.
- (l) "State" means the State of Texas.

ARTICLE III INVESTMENT OFFICER

Section 3.01. Investment Officer.

From time to time, the Authority shall appoint one or more of its Directors or Employees to serve as Investment Officer(s) to handle the investment of Authority funds. The Investment Officer(s) shall be responsible for investing Authority funds in accordance with this Policy. The Investment Officer(s) shall invest the Authority's funds, not for speculation, but for investment, considering the probable safety of capital and the probable income to be derived, with all investment decisions to be governed by the objectives set forth in Section 7.01 hereof.

Section 3.02. Training. The Investment Officer(s) shall attend training sessions and receive the number of hours of instruction as required by the Investment Act.

Section 3.03. Reporting by the Investment Officer and Authority Officials. Not less than quarterly and within a reasonable time after the end of the period reported, the Investment Officer and Authority Officials shall prepare and submit to the Board a written report of the investment transactions for all funds of the Authority for the preceding reporting period. The report must (1) describe in detail the investment position of the Authority ~~on~~ as of the date of the report, (2) be prepared jointly by all the Investment Officers of the Authority, if the Authority appoints more than one, (3) be signed by all Investment Officers and Authority Officials who prepare the report, (4) contain a summary statement of each pooled fund group that states the beginning market value for the reporting period; ending market value for the period; and fully accrued interest for the reporting period; (5) state the book value and the market value of each separately invested asset at the beginning and end of the reporting period by the type of asset and fund type invested, (6) state the maturity date of each separately invested asset that has a maturity date, (7) state the Authority fund for which each individual investment was acquired, and (8) state the compliance of the investment portfolio as it relates to this Policy and the Investment Act.

Section 3.04. Assistance with Certain Duties of the Investment Officer. The Board hereby authorizes and directs the Authority Officials requested by the

Investment Officer to assist the Investment Officer(s) with any of his/her duties, including but not limited to the following:

- (a) Presenting a copy of this Policy to any person or business organization seeking to sell an investment to the Authority and obtaining the necessary written certification from such seller referred to in this section;
- (b) Handling investment transactions;
- (c) Preparing and submitting to the Board the written report of all investment transactions for the Authority as required by this section;
- (d) Researching investment options and opportunities;
- (e) Obtaining written depository pledge agreements as required herein;
- (f) Obtaining safe-keeping receipts from the Texas financial institution which serves as a depository for pledged Collateral; ~~and~~
- ~~(g)~~ (h) Reviewing the market value of the Authority's investments and of the Collateral pledged to secure the Authority's funds; and
- ~~(g)(h)~~ Such other matters from time to time as required by the Investment Laws.

ARTICLE IV PROCEDURES FOR INVESTMENT OF AUTHORITY MONIES

Section 4.01. Qualified Broker/Dealers. The list of qualified broker/dealers with whom the Authority may engage in investment transactions is attached hereto as **Exhibit A.**

Section 4.02. Disclosures of Relationships with Entities Offering to Enter into Investment Transactions with the Authority. The Investment Officer(s) and the Authority Officials shall disclose in writing (a) any "personal business relationship" with a business organization offering to engage in an investment transaction with the Authority and (b) any relationship within the second degree by affinity or consanguinity, as determined by Chapter 573, Texas Government Code, to any individual seeking to sell an investment to the Authority, as required by the Investment Act. The existence of a "personal business relationship" shall be determined in accordance with the Investment Act. Such disclosure statement shall be filed with the Board and the Texas Ethics Commission.

Section 4.03 Certifications from Sellers of Investments. The Investment Officer(s) or the Authority Officials shall present this Policy to any person or business organization offering to engage in an investment transaction with the Authority and obtain a certificate stating that such potential seller has reviewed the Policy as provided in the Investment Act. This certificate shall be in a form acceptable to the Authority and shall state that the potential seller has received and reviewed the Policy and has acknowledged that the potential seller has implemented reasonable procedures and controls in an effort to preclude investment transactions with the Authority that are not authorized by this Policy, except to the extent that this authorization is dependent on an analysis of the makeup of the Authority's entire

portfolio or requires an interpretation of subjective investment standards. Neither the Investment Officer nor the Authority Officials shall purchase or make any investment from a potential seller that has not delivered to the Authority this required certification. A form of certificate acceptable to the Authority is attached hereto as **Exhibit B**.

Section 4.04. Solicitation of Bids for Certificates of Deposit. Bids for certificates of deposit may be solicited orally, in writing, electronically or in any combination of those methods.

Section 4.05. Settlement Basis. All purchases of investments, except investment in investment pools or in mutual funds, shall be made on a delivery versus payment basis. The safekeeping entity for all Authority investments and for all Collateral pledged to secure Authority funds shall be one approved by the Investment Officer(s).

Section 4.06. Monitoring of the Market Value of Investments and Collateral. The Investment Officer(s), with the help of such Authority Officials as needed, shall determine the market value of each investment and of all Collateral pledged to secure deposits of Authority funds at least quarterly and at a time as close as practicable to the closing of the reporting period for investments. Such values shall be included on the investment report. The following methods shall be used:

- (a) Certificates of deposit shall be valued at their face value plus any accrued but unpaid interest.
- (b) Shares in money market mutual funds and investment pools shall be valued at par plus any accrued but unpaid interest.
- (c) Other investment securities with a remaining maturity of one year or less may be valued in any of the following ways:
 - (1) the lower of two bids obtained from securities broker/dealers for such security;
 - (2) the average of the bid and asked prices for such investment security as published in The Wall Street Journal or The New York Times;
 - (3) the bid price published by any nationally recognized security pricing service; or
 - (4) the market value quoted by the seller of the security or the owner of such Collateral.
- (d) Other investment securities with a remaining maturity greater than one year shall be valued at the lower of two bids obtained from securities broker/dealers for such security, unless two bids are not available, in which case the securities may be valued in any manner provided in 4.06(c) hereof.

Section 4.07. Monitoring the Rating Changes in Investments. Consistent with Section 2256.021, Texas Government Code, as amended, the Investment Officer shall monitor all investments that require a minimum rating under subchapter A of Chapter 2256, Texas Government Code, as amended, such that any such investment that does not have the minimum rating shall no longer constitute an authorized investment.

Such investments that do not have the required minimum rating shall be liquidated within 30 days of the investment's failure to maintain its required minimum rating.

ARTICLE V
PROVISIONS APPLICABLE TO ALL FUNDS

Section 5.01. Provisions Applicable to All Fund Groups.

- (a) All funds of the Authority shall be invested only in accordance with this Policy and shall comply with any additional requirements imposed by bond resolutions or trust indentures of the Authority and applicable state law or federal tax law, including the Investment Laws.
- (b) The Board, by separate resolution, may provide that a designated officer or agent of the Authority may withdraw or transfer funds from and to accounts of the Authority only in compliance with this Policy.
- (c) No fund groups shall be pooled for the purposes of investment, e.g. the funds in the Operating Account and in the Project Account shall not be commingled or pooled for purposes of investment.

Section 5.02 Policy of Securing Deposits of Authority Funds -- Applicable to All Deposited Authority Funds.

- (a) The Authority recognizes that FDIC (or its successor) insurance is available for Authority funds deposited at any one Texas Financial Institution (including branch banks) only up to a maximum of \$250,000 (including accrued interest) for each of the following: (i) demand deposits, (ii) time and savings deposits, and (iii) deposits made pursuant to an indenture or pursuant to law in order to pay bondholders or noteholders.¹ It is the policy of the Authority that all deposited funds in each of the Authority's accounts shall be insured by the FDIC, or its successor, and to the extent the deposit surpasses the FDIC Deposit Insurance Coverage limit at any given time, shall be secured by Collateral pledged to the extent of the fair market value of the principal amount deposited plus accrued interest as required by the Collateral Act.
- (b) If it is necessary for the Authority's depositories to pledge Collateral to secure the Authority's deposits, (1) the Collateral pledge agreement must be in writing, (2) the Collateral pledge agreement must be approved by the depository's board of directors or loan committee, (3) the depository's approval of the Collateral pledge agreement must be reflected in the minutes of the meeting of the depository's board or loan committee approving same, and (4) the Collateral pledge agreement must be kept in the official records of the depository. The depository must provide to the Investment Officer or Authority Officials with written proof of the depository's approval of the pledge agreement as

¹ The \$250,000 limit is temporary and may change from time to time under applicable law.

required herein in a form acceptable to the Authority. A signed or certified copy of the minutes of the meeting of the depository's board or loan committee reflecting the approval of the Collateral pledge agreement or other written documentation of such approval acceptable to the Investment Officer will be accepted. It is the preference of the Board that all requirements of this section be met prior to the deposit of any Authority funds in such financial institution when a pledge of Collateral is required; however, the Board recognizes that compliance with this preference might not be practicable due to time constraints for making a deposit. In such event, the Board directs the Investment Officer and Authority Officials to proceed diligently to have such agreement approved and documented to assure protection of the Authority's funds. If the decision is made to forego the protection of a Collateral pledge agreement with any depository, the Authority's Executive Director shall be responsible for maintaining the balance of deposit(s) in such depository plus any accrued but unpaid interest at or below FDIC insurance levels.

(c) Collateral pledged by a depository shall be held in safekeeping at an independent third party institution, and the Authority's Executive Director shall obtain safe-keeping receipts from the Texas financial institution or the safekeeping institution that reflect that Collateral as allowed by this Investment Policy and in the amount required was pledged to the Authority. Principal and accrued interest on deposits in a financial institution shall not exceed the FDIC's, or its successor's, insurance limits or the market value of the Collateral pledged as security for the Authority's deposits. It shall be acceptable for the Authority's Executive Director to periodically receive interest on deposits to be deposited to the credit of the Authority if needed to keep the amount of the funds under the insurance or Collateral limits. It is the preference of this Board that there be no sharing, splitting or cotenancy of Collateral with other secured parties or entities; however, in the event that a depository cannot accommodate this preference due to the denominations of the securities to be pledged, the Board directs the Investment Officer and Authority Officials to obtain appropriate protections in the pledge agreement with the depository to assure that the Collateral is liquidated and the funds distributed appropriately to all parties with a security interest in such Collateral. The Authority's Executive Director shall monitor the pledged Collateral to assure that it is pledged only to the Authority, review the fair market value of the Collateral to ensure that the Authority's funds are fully secured, and report periodically to the Investment Officer and the Board regarding the Collateral.

(d) The Authority's funds deposited in any Texas financial institution, to the extent that they are not insured, may be secured in any manner authorized by the Investment Laws. As of the date of this Policy, the

following securities are authorized to serve as Collateral under the Collateral Act: by the pledge of any of the following:

(1) Surety bonds;

~~(1)~~

- (2) An obligation that in the opinion of the Attorney General of the United States is a general obligation of the United States and backed by its full faith and credit;
- (3) A general or special obligation that is (a) payable from taxes, revenues, or a combination of taxes and revenues and (b) issued by a state or political or governmental entity, agency, instrumentality or subdivision of the state, including a municipality, an institution of higher education as defined by Section 61.003, Texas Education Code, a junior college, a district created under Article XVI, Section 59, of the Texas Constitution, and a public hospital;
- (4) A fixed-rate collateralized mortgage obligation that has an expected weighted average life of 10 years or less and does not constitute a “high-risk mortgage security” under the Collateral Act;
- (5) A floating-rate collateralized mortgage obligation that does not constitute a “high-risk mortgage security” under the Collateral Act;
- (6) A letter of credit issued by a federal home loan bank; or
- (7) A security in which a public entity may invest under the Investment Act. As of the date of this Policy, the following are the securities in which a public entity may invest under the Investment Act and, therefore, may be used as Collateral:
 - i. Obligations, including letters of credit, of the United States or its agencies and instrumentalities;
 - ii. Direct obligations of the State of Texas or its agencies and instrumentalities;
 - iii. Collateralized mortgage obligations directly issued by a federal agency or instrumentality or the United States, the underlying security for which is guaranteed by an agency or instrumentality of the United States;
 - iv. Other obligations, the principal and interest of which are unconditionally guaranteed or insured by or backed by the full faith and credit of the United States or the State of Texas or their respective agencies and instrumentalities, including obligations that are fully guaranteed or insured by the Federal Deposit Insurance Corporation or by the explicit full faith and credit of the United States;
 - v. Obligations of states, agencies, counties, cities, and other political subdivisions of any state rated as to investment quality by a nationally recognized investment rating firm not less than A or its equivalent;
 - vi. Certificates of deposit issued by a depository institution that has its main office or a branch office in the State of Texas that are (1) guaranteed by the Federal Deposit Insurance Corporation or its successor or the National Credit Union

- Share Insurance Fund or its successor, (2) secured by the obligations in which the Authority may invest under the Investment Act, or (3) secured in any other manner and amount provided by law for deposits of the Authority;
 - vii. Certificates of deposit made in accordance with the following conditions: (1) a broker that has its main office or a branch office in this state and is selected from a list adopted by the Authority; (2) the funds are invested by the Authority through a depository institution that has its main office or a branch office in the State of Texas and that is selected by the Authority; (3) the broker or the depository institution selected by the Authority under Subdivision (2) arranges for the deposit of the funds in certificates of deposit in one or more federally insured depository institutions, wherever located, for the account of the Authority; (4) the full amount of the principal and accrued interest of each of the certificates of deposit is insured by the United States or an instrumentality of the United States; and (5) the depository institution selected by the Authority under Subdivision (2), an entity described by Section 2257.041(d), or a clearing broker dealer registered with the Securities and Exchange Commission and operating pursuant to Security and Exchange Commission Rule 15c3-3 (17C.F.R. Section 240.15c3-3) as custodian for the Authority with respect to the certificates of deposit issued for the account of the Authority;
 - viii. Repurchase agreements that comply with the Investment Act;
 - ix. Bankers' acceptances that comply with the Investment Act;
 - x. Commercial paper that complies with the Investment Act;
 - xi. No-load money market mutual funds that comply with the Investment Act;
 - xii. No-load mutual funds that comply with the Investment Act; and
 - xiii. Guaranteed investment contracts that comply with the Investment Act.
- (e) Notwithstanding anything to the contrary provided above, the following may not be used as Collateral and are not authorized as investments for the Authority under the Investment Act:
- (1) Obligations whose payment represents the coupon payments on the outstanding principal balance of the underlying mortgage-backed security collateral and pays no principal;
 - (2) Obligations whose payment represents the principal stream of cash flow from the underlying mortgage-backed security collateral and bears no interest;
 - (3) Collateralized mortgage obligations that have a final stated maturity date of greater than 10 years other than those listed in Sections 5.02(d)(4) and 5.02(d)(5) above; or

- (4) Collateralized mortgage obligations the interest rate of which is determined by an index that adjusts opposite to the changes in a market index.

Section 5.03. Diversification. The Investment Officer may invest up to 100% of the funds of the Authority in any investment instrument authorized in this Policy.

ARTICLE VI AUTHORIZED INVESTMENTS

Section 6.01. Authorized Investments. Unless specifically prohibited by law or elsewhere by this Policy, Authority funds may be invested and reinvested only in the following types of investments:

- (a) Obligations, including letters of credit, of the United States or its agencies and instrumentalities, including the Federal Home Loan Banks;
- (b) Direct obligations of the State or its agencies and instrumentalities;
- (c) Collateralized mortgage obligations directly issued by a federal agency or instrumentality of the United States, the underlying security for which is guaranteed by an agency or instrumentality of the United States;
- (d) Other obligations, the principal and interest of which are unconditionally guaranteed or insured by or backed by the full faith and credit of the State or the United States or their respective agencies and instrumentalities;
- (e) Obligations of states, agencies, counties, cities, and other political subdivisions of any state rated as to investment quality by a nationally recognized investment rating firm not less than A or its equivalent;
- (f) Bonds issued, assumed, or guaranteed by the State of Israel;
- (g) Interest-bearing banking deposits that are guaranteed or insured by:
 - (1) The Federal Deposit Insurance Corporation or its successor; or
 - (2) The National Credit Union Share Insurance Fund or its successor;
- (h) Interest-bearing banking deposits other than those described by Subsection (g) if:
 - (1) The funds invested in the banking deposits are invested through (i) a broker with a main office or branch in this state and is selected from a list adopted by the Authority, or (ii) a depository institution with a main office or branch office in this state that the Authority selects;
 - (2) The broker or depository institution selected as described by Subdivision (1) arranges for the deposit of the funds in the banking deposits in one or more federally insured depository

institutions, regardless of where located, for the Authority's account;

- (3) The full amount of the principal and accrued interest of the banking deposits is insured by the United States or an instrumentality of the United States; and
 - (4) The Authority appoints as the Authority's custodian of the banking deposits issued for the Authority's account: (i) the depository institution selected as described by Subdivision (1); (ii) an entity described by Section 2257.041(d) of the Texas Government Code, as amended; or (iii) a clearing broker dealer registered with the Securities and Exchange Commission and operating under Securities and Exchange Commission Rule 15c3-3.
- (i) Certificates of deposit issued by a depository institution that has its main office or a branch office in the State of Texas that are (1) guaranteed by the Federal Deposit Insurance Corporation or its successor or the National Credit Union Share Insurance Fund or its successor, (2) secured by the obligations in which the Authority may invest under the Investment Act, or (3) secured in any other manner and amount provided by law for deposits of the Authority;
 - (j) Certificates of deposit made in accordance with the following conditions: (1) (A) a broker that has its main office or a branch office in this state and is selected from a list adopted by the Authority or (B) the funds are invested by the Authority through a depository institution that has its main office or a branch office in the State of Texas and that is selected by the Authority; (2) the broker or the depository institution selected by the Authority under Subdivision (1) arranges for the deposit of the funds in certificates of deposit in one or more federally insured depository institutions, wherever located, for the account of the Authority; (3) the full amount of the principal and accrued interest of each of the certificates of deposit is insured by the United States or an instrumentality of the United States; and (4) the depository institution selected by the Authority under Subdivision (1), an entity described by Section 2257.041(d), or a clearing broker dealer registered with the Securities and Exchange Commission and operating pursuant to Security and Exchange Commission Rule 15c3-3 (17C.F.R. Section 240.15c3-3) as custodian for the Authority with respect to the certificates of deposit issued for the account of the Authority;
 - (k) Repurchase agreements that comply with the Investment Act;
 - (l) Bankers' acceptances that comply with the Investment Act;
 - (m) Commercial paper that complies with the Investment Act;
 - (n) No-load money market mutual funds that comply with the Investment Act;
 - (o) No-load mutual funds that comply with the Investment Act;

- (p) Investment Pools which meet the requirements set forth in Section 2256.016 and Section 2256.019 of the Texas Government Code, as amended, and which are specifically authorized by a resolution that is approved by the Board; and
- (q) With respect to bond proceeds, guaranteed investment contracts that comply with the Investment Act.

Section 6.02. Prohibited Investments. Notwithstanding anything to the contrary stated herein, no funds of the Authority may be invested in the following or in any other type of investment prohibited by the Investment Act or other applicable law:

- (a) Obligations whose payment represents the coupon payments on the outstanding principal balance of the underlying mortgage-backed security collateral and pays no principal (IO's);
- (b) Obligations whose payment represents the principal stream of cash flow from the underlying mortgage-backed security collateral and bears no interest (PO's);
- (c) Collateralized mortgage obligations that have a stated final maturity date of greater than 10 years; and
- (d) Collateralized mortgage obligations the interest rate of which are determined by an index that adjusts opposite to the changes in the market index (inverse floaters).

Section 6.03. Investment of Funds Held Under Trust Indentures. Anything in this Policy to the contrary notwithstanding, to the extent that any funds are held by a trustee under a trust indenture relating to the Authority's bonds, such funds may be invested as provided by the resolution authorizing the issuance of the bonds or the trust indenture.

ARTICLE VII INVESTMENT STRATEGIES

Section 7.01 Strategy Applicable to All Funds. The Authority's general investment strategy for all fund groups shall be to invest such monies from such fund groups so as to accomplish the following objectives, which are listed in the order of importance:

- (a) Understanding of the suitability of the investment to the financial requirements of the Authority;
- (b) Preservation and safety of principal;
- (c) Liquidity;
- (d) Marketability of the investment if the need arises to liquidate the investment before maturity;
- (e) Diversification of the investment portfolio; and
- (f) Yield.

Section 7.02. Investment Strategy for the Operating Account. Funds in the Operating Account shall be invested to meet the operating and cash flow

requirements of the Authority as determined by the annual operating budget adopted by the Board. Operating funds shall not be invested for longer than three years.

ARTICLE VIII MISCELLANEOUS

Section 8.01. Annual Review. The Authority shall review this Investment Policy at least annually and adopt a resolution confirming the continuance of the Investment Policy without amendment or adopt an Amended Investment Policy.

Section 8.02. Superseding Clause. This Policy supersedes any prior policies adopted by the Board of Directors regarding investment or securitization of Authority funds.

Section 8.03. Open Meeting. The Board officially finds, determines and declares that this Policy was reviewed, carefully considered, and adopted at a regular meeting of the Board, and that a sufficient written notice of the date, hour, place and subject of this meeting was posted at a place readily accessible and convenient to the public within the Authority and on a bulletin board located at a place convenient to the public in the City of Houston, Texas for the time required by law preceding this meeting, as required by the Open Meetings Act, Chapter 551, Texas Government Code, and that this meeting had been open to the public as required by law at all times during which this Policy was discussed, considered and acted upon. The Board further ratifies, approves and confirms such written notice and the contents and posting thereof.

EXHIBIT A
List of Qualified Broker/Dealers

Allegiance Bank	Independence Bank
Amegy Bank of Texas (Amegy Bank, N.A.)	Independent Bank
American First National Bank	Integrity Bank
Bank of America Corporation	Invesco
Bank of America, N.A.	J.P. Morgan Securities LLC
Bank of OZK	JPMorgan Chase & Co.
Bank of Texas (BOKF, NA)	Legacy Texas Bank
BBVA Compass Bank	Legg Mason
Beal Bank	LOGIC (Local Government Investment Cooperative)
BOKF Financial	Lone Star Investment Pool
Capital Bank, N.A.	Lone Star National Bank
Capital Markets Group, Inc.	LPL Financial Services
Capital One, N.A.	Masterson Advisors
Cathay Bank	Mercantil Commercebank, National Association
Central Bank	Merchants Bank
Chase Bank, N.A.	Metro Bank, National Association A-2
Chase Investments Services Corp.	Midkiff & Stone Capital Group, Inc. MidSouth Bank
Chasewood Bank	Moody National Bank
Citibank	Morgan Stanley
City Bank	Morgan Stanley Wealth Management
Comerica Bank	New First National Bank
Commercial State Bank	Northern Trust, National Association
CommunityBank of Texas, N.A.	Omnibank National Association
CUNA	Patriot Bank
Edward Jones	Plains State Bank
Encore	Post Oak Bank
Enterprise Bank and Trust Company	Preferred Bank
First Bank Texas	Prime Way Federal Credit Union
First Citizens Bank	Prosperity Bank
First Community Bank, N.A.	Prudential Equity Group
First Financial Bank	Raymond James
First International Bank & Trust	RBC Wealth Management USA
First National Bank of Bastrop	Regions Bank
First National Bank Texas	Regions Financial Corporation
First Texas Bank	Security State Bank
FirstBank & Trust Company	Southwestern National Bank
Fiserve, Inc.	Spirit of Texas Bank
Frost Bank	State Bank of Texas
FTN Financial	State Street Bank & Trust Co.
Golden Bank, National Association	Texan Bank
Green Bank, N.A.	Texas Capital Bank, National Association
Guaranty Bank and Trust	Texas Citizens Bank
Hanmi Bank	Texas CLASS
Herring Bank	Texas Community Bank
Hilltop Securities	Texas First Bank
HomeTown Bank, N.A.	
IBC Bank	
Icon Bank	

Texas Gulf Bank
Texas State Bank
TexPool/TexPool Prime
TexSTAR
The Bank of River Oaks
TIB – The Independent BankersBank
Tri Star Financial
Trustmark National Bank
U.S. Bank National Association
UBS Financial Services, Inc.
Unity National Bank
Vista Bank
Wallis State Bank
Wells Fargo Advisors, LLC
Wells Fargo Bank, N.A.
Woodforest National Bank

EXHIBIT B
CERTIFICATE OF COMPLIANCE FROM SELLERS OF
INVESTMENTS AS REQUIRED BY THE PUBLIC FUNDS INVESTMENT ACT

To: Downtown Redevelopment Authority (the "Authority")

From: _____
[Name of the person offering or the [Office such person holds]
"qualified representative of the business
organization" offering to engage in an
investment transaction with the Authority]
of _____ (the "Business
Organization")
[name of financial institution, business organization or investment pool]

Date: _____, 20__

In accordance with the provisions of Chapter 2256 of the Texas Government Code, I hereby certify that:

1. I am an individual offering to enter into an investment transaction with the Authority or a "qualified representative" of the Business Organization offering to enter an investment transaction with the Authority, as applicable, as such terms are used in the Public Funds Investment Act, Chapter 2256, Texas Government Code, and that I meet all requirements under such act to sign this Certificate.
2. I or the Business Organization, as applicable, anticipate selling to the Authority investments that comply with the Authority's Investment Policy and the Investment Act (collectively referred to herein as the "Investments") dated _____ (the "Investment Policy").
3. I or a registered investment professional that services the Authority's account, as applicable, have received and reviewed the Investment Policy, which the Authority has represented is the complete Investment Policy of the Authority now in full force and effect. The Authority has further acknowledged that I or the Business Organization, as applicable, may rely upon the Investment Policy until the Authority provides me or the Business Organization, as applicable, with any amendments to or any newly adopted form of the Investment Policy.
4. I or the Business Organization, as applicable, have/has implemented reasonable procedures and controls in an effort to preclude investment transactions between the Authority and me or the Business Organization, as applicable, that are not authorized by the Investment Policy, except to the extent that this authorization is dependent upon an analysis of the Authority's entire portfolio or requires an interpretation of subjective investment standards.

5. I or the Business Organization, as applicable, have/has reviewed or will review prior to sale, the terms, conditions and characteristics of the investments to be sold to the Authority and determined (i) that each of the Investments is an authorized investment for local governments under the Investment Act and (ii) each of the Investments is an authorized investment under the Investment Policy. The Business Organization makes no representation as to whether any limits on the amount of Authority monies to be invested in the Investments exceeds or in any way violates the Investment Policy.
6. The Business Organization makes no representations or guarantees regarding the prudence, reasonableness or adequacy of the Investment Policy.
7. The Business Organization has attached hereto, for return to the Authority, or will provide a prospectus or disclosure document for each of the Investments other than certificates of deposit and direct obligations of the United States.

Section 15. Information Protection and Management

- A. Information Protection – Information assets are vital resources. These resources include information in any form, whether acquired from others or developed by the Authority, and any systems that store, process, or transmit information. It is the policy of the Authority to ensure the availability, integrity and confidentiality of these resources in a manner that is consistent with risk and business value. It is the joint responsibility of management and all Key Personnel to take the necessary actions to protect these resources. Key Personnel have the responsibility to understand the business value of their information resources. Key Personnel also have the responsibility to understand the risks associated with the possible compromise of the availability, integrity and confidentiality of these resources. Key Personnel are responsible for taking appropriate actions to ensure that Authority information resources are protected commensurate with business value and risk. Accordingly, Key Personnel who are unsure of the legal or regulatory implications of their actions will be responsible for seeking management or supervisory guidance. Authority information is to be used in pursuing Authority's own business interests and must not otherwise be used or disclosed by any Key Personnel either during or after performing work for the Authority.
- B. Records Retention Policy – In lieu of a formal Records Management Program approved by the State and Local Records Management Division of the Texas State Library and Archives Commission, the Authority has a policy of permanent retention with respect to all of its vital records, files, and data. The Records Management Officer is responsible for creating a policy and maintaining a procedure which ensures the integrity and protection of the Authority's records.
- C. Contract Files: Any record, regardless of form or format, which constitutes an agreement between the Authority/ TIRZ and any other agency, institution, business entity (for profit and not for profit), vendor or consultant, with or without a related expenditure, is a contract and all contracts are filed in a central location according to a predetermined file arrangement.
- D. Key Personnel are required to apply Authority's Records Retention Policy to all documents and other forms of information--including any and all electronic data--they create or receive in the course of exercising their responsibilities under the Administration Contract.
- E. Computer Systems and Other Technical Resources – It is the joint responsibility of management and all Key Personnel to ensure that the computer systems and other technical resources are used appropriately, that is, consistent with the Authority's and its Administration Contractor's standards of business and ethical conduct and policies.

1. Internet

- (a) Internet services support the advancement of the Authority's goals and objectives. Authority encourages use of the Internet as a strategic business and learning tool. Occasional access to the Internet for learning or personal use is acceptable to facilitate the learning process and to promote the use of this strategic resource. At all times, during and after work, the Internet user is responsible for avoiding Internet sites including sexually explicit and game sites that violate Authority and the Administration Contractor's policies. Any unintentional contact with such a site requires the user to avoid exposing anyone else to the material, which should be deleted immediately from computer storage.
- (b) Authority has the right to monitor and log Internet activity and to block offensive, illegal, and non-business-related sites. If an Internet user is uncertain whether a site violates company policy or the law, he or she should contact the Records Management Officer.
- (c) Internet activity is to be considered public and users must conduct their activity accordingly. Use caution when sending e-mail to a non-Authority Internet address. These messages travel across non-secure, public lines and may be stored in third-party systems, subject to discovery and/or disclosure. In addition, the address of the intended recipient should be confirmed prior to sending the communication.
- (d) The Internet can be used to communicate and exchange information as long as usage complies with all applicable laws, regulations, and these Administrative Policies.

2. Electronic Mail – Authority operates and maintains electronic mail ("e-mail") systems to facilitate business communications. While the company's e-mail system may be used for incidental and occasional personal messages, such use should be kept to a minimum. E-mail may not be used in any way that may be disruptive to operations, offensive to others or violate policy or law. E-mail users should be aware that Authority and others may access e-mail records that are either stored or handled by Authority's e-mail systems. E-mail messages, including personal messages, may thus be subject to review by management and others for appropriate purposes. Key Personnel with unique or special access to e-mail records shall not access such records outside the normal course of supporting or administering these systems, without proper authorization. Key Personnel who access the e-mail records of others without proper justification and authorization will be subject to disciplinary action up to and including termination of employment by the Administration Contractor.

- F. Access – Key Personnel may access only files or programs, whether computerized or not, that they have permission to enter. Unauthorized review, duplication, dissemination, removal, damage or alteration of files, passwords, computer systems or programs, or improper use of information obtained by unauthorized means, may be grounds for disciplinary action, up to and including termination of employment by the Administration Contractor.
- G. Privacy – It is Authority’s policy to comply with applicable legal requirements concerning privacy in the workplace. However, Key Personnel should be aware that they have no right of privacy as to any information or file maintained in or on Authority and Administrative Contractor owned property or transmitted or stored through their computer systems, voice mail, e-mail, or other technical resources. Authority may override any applicable passwords for purposes of inspecting, investigating, or searching any and all computerized files or transmissions, voice mail, or e-mail or any other Authority media in which information is stored or transmitted.
- H. Litigation Discovery – Special care must be taken with information requests during litigation. It is the policy of the Authority to respect the judicial process. Truth in that process is essential. Therefore, Key Personnel involved in litigation discovery (that is, when documents or other evidence are required to be produced) shall:
- (a) Treat litigation discovery as a priority;
 - (b) Thoroughly and continuously review any questions they have with the Executive Director or designee and, if subsequently directed, the Authority’s counsel handling the matter, and fully and completely comply with the instructions received from them; and
 - (c) Immediately report any suspected noncompliance to the Executive Director.
- I. Requests for Information (Open Records Policy) – Information and records of Authority are subject to public scrutiny at the formal request of a member of the public. Therefore, Authority has developed the procedures outlined in Section 12 to accommodate any requests by the public for its information. Key Personnel having a question as to whether information is of public record should contact the Records Management Officer. (see also Section 12)
- J. Testimonials and Endorsements – It is the Authority’s policy not to provide information in the form of endorsements or testimonials of products or services. However, in those cases where further interpretation may be needed, please contact the Chairperson.

Section 16. Adoption and Revision

- A. The Board officially finds, determines and declares that these Administrative Policies and Procedures were reviewed, carefully considered, and adopted at a regular meeting of the Board on November 19, 2019, and that a sufficient written notice of the date, hour, place, and subject of this meeting was posted at a place readily accessible and convenient to the public within the Authority and on a bulletin board located at City Hall, 901 Bagby St. Houston, TX 77002 for the time required by law preceding this meeting, as required by Chapter 551, Texas Government Code and that this meeting had been open to the public as required by law at all times during which these Code of Ethics and Policies were discussed, considered, and acting upon. The Board further ratifies, approves, and confirms such written notice and the contents and posting thereof.

- B. Authority Administrative Policies and Procedures shall be reviewed at least annually; if necessary, amended and approved by the Authority's Board in an open meeting.

END

TAB 3

TIRZ (TZ03) OVERTIME PROGRAMS 2020

October 1 to December 31, 2020

4th Quarter Report

Patrol Visibility Initiative

The program was designed during the COVID-19 quarantine to provide police presence and manpower at the mass-feeding locations for the homeless. Officers were tasked with reminding the homeless of the importance of social distancing, deterring disturbances and providing community safety. The program also focuses on the deterrence of Burglary or Building/Habitation.

- ⦿ The primary targeted areas are the homeless encampments, buildings and habitations located in Downtown Houston.
- ⦿ 2 Officers per shift. Hours of operation are 2200 to 0400 hours, five days per week.

Officers hours = 433.5 hours

Sergeants hours = 114.5 hours

Specialized Units Initiatives

The specialized units attached to the Downtown Division are tasked with all things law enforcement that fall outside of the parameters of patrol. The Crime Suppression Team (CST) conducts proactive and reactive investigations into crime trends and major crimes in the Downtown area. The Differential Response Team (DRT) is tasked with managing the homeless population and other quality of life concerns. The below are a few highlights from their overtime usage this quarter:

CST

- 11/24 - officers arrested a shooting suspect and the complainant in that same shooting, who was wanted for aggravated robbery.
- 104 traffic citations issued during overtime.
- Throughout the end of November and beginning of December, officers worked an auto theft investigation that resulted in the recovery of approx. one million dollars worth of high-end stolen vehicles. Several arrests were made in the case, over sixteen pounds of synthetic marijuana (Kush) were recovered, a stolen pistol and \$5,900 in cash were seized.

DRT

- 719 civility ordinance citations were issued at hot spot locations throughout downtown during overtime.

Officers hours = 296.5 hours

Sergeants hours = 23.5 hours

NIGHT LIFE

The mission of this program is driven by crime statistics and complaints from citizens and businesses. The program addresses club issues, traffic and parking issues, as well as focusing on business checks, citizen contacts and handling calls for service.

- The primary targeted area is Club Spire, Engine Room, the Jet Lounge and surrounding establishments due to an increase in violent crime and nuisance reports.
- A squad of 2 officers and 1 sergeant conducted traffic stops in the area to target violent offenders and unlawful carrying of firearms
- 2 MRTs facilitate pedestrian traffic at Main/Congress due to heavy foot traffic, starting in September 2019
- Hours of operation are 2200 and 0400 hours, Friday and Saturday nights
- The target areas include:
 - Main Street corridor
 - Club Spire, Engine Room, and Jet Lounge

Officers hours = 360.75 hours

Sergeants hours = 90.0 hours

MRTs hours = 92.5 hours

Budget

TIRZ (TZ03) MONTHLY EXPENDITURES (FY20-21)

		July	August	September	October	November	December	January	February	March	April	May	June	Total
Estimated Program Expenditures	Patrol Visibility	\$2,340.00	\$15,220.50	\$12,724.00	\$3,424.00	\$14,587.00	\$17,044.50							\$65,340.00
	Night Life				\$8,121.08	\$12,915.06	\$12,817.46							\$33,853.60
	Specialized Units Initiatives		\$27,603.75	\$4,328.00	\$1,800.00	\$8,582.00	\$9,264.50							\$51,578.25
	Toyota Center BMV Initiative													
	Astros BMV Initiative													
Estimated Expenditure Totals		\$2,340.00	\$42,824.25	\$17,052.00	\$13,345.08	\$36,084.06	\$39,126.46							\$150,771.85
Adjustments*		\$1,162.00	-\$372.93	\$2,169.53	\$8,183.69	\$11,599.84	-\$1,568.16							\$21,173.97
Actual Expenditures:	Overtime	\$3,502.00	\$42,451.32	\$19,221.53	\$21,528.77	\$46,683.90	\$37,558.30							\$171,945.82
	Divisional Expenses	\$25,326.90	\$1,804.31	\$22,385.24	\$10,097.37	\$63,336.95	\$2,613.58							\$125,564.35
												Total Expenditures YTD	\$297,510.17	
												Opening Balance	\$1,089,438.00	
												Remaining Balance	\$791,927.83	

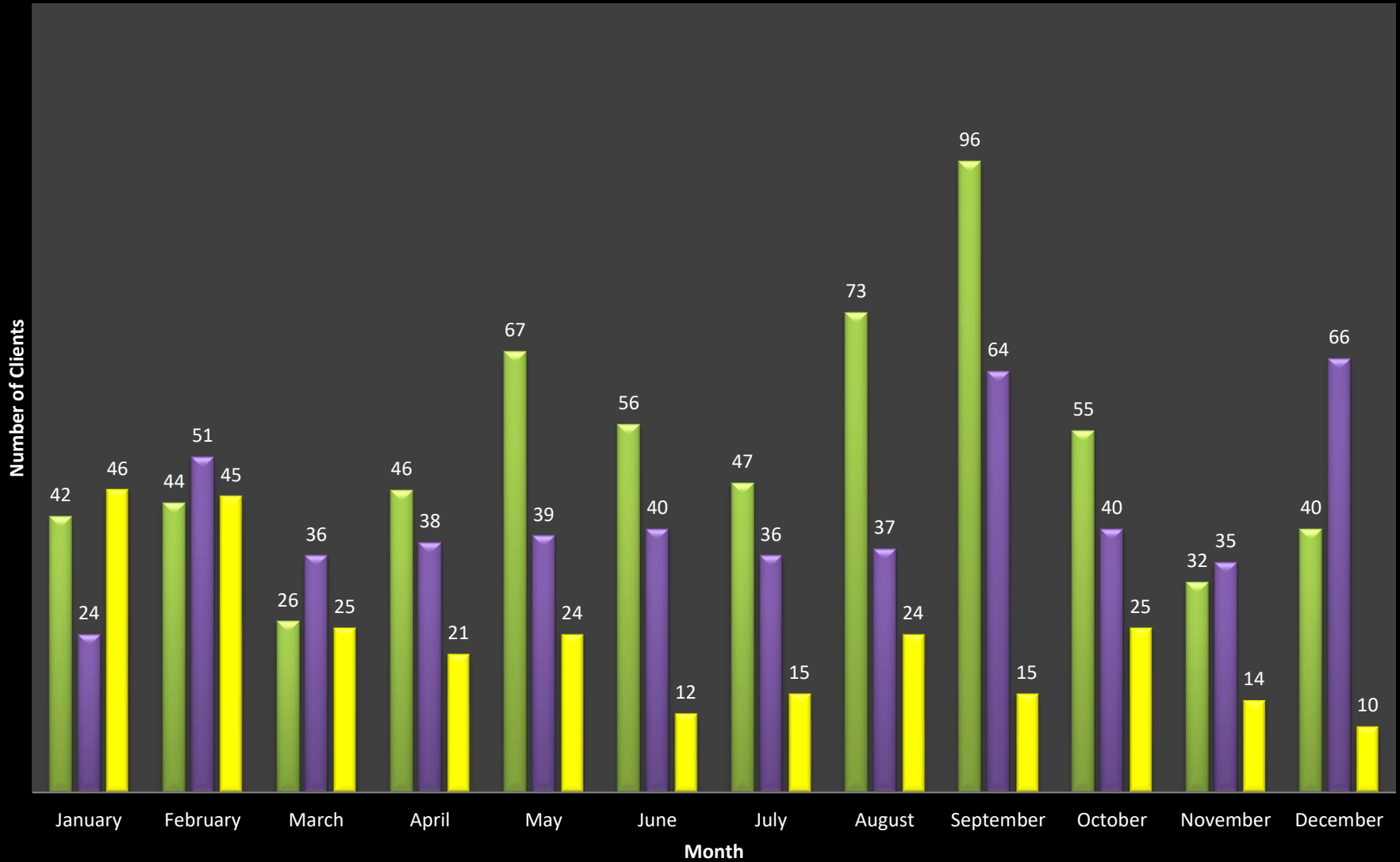
*Adjustments are the difference between Estimated and Actual Expenditures.

Specialized Units Initiatives

Call Activity				Arrest Activity				Reports			
	Oct	Nov	Dec		Oct	Nov	Dec		Oct	Nov	Dec
On-View Calls	19	20	26	Total Suspects in Jail	0	1	1	Original	2	7	8
Primary Calls	3	6	2	Charge and Activity Types				Supplement	0	0	0
				Felony	0	0	1				
Secondary Calls	6	5	7	Class A/B	0	0	0	Accident	0	0	1
Crime Initiatives	3	39	15	Class C (No Ticket)	0	0	0	Total	2	7	9
Community Services	0	0	0	DRT/Non-Traffic	213	303	310				
Traffic Mobility	0	0	0	City Warrants	0	0	0	Traffic			
Admin Assignment	0	0	0	Felony Warrants	0	2	0		Oct	Nov	Dec
Traffic Stops	5	21	4	Misdemeanor Warrants	0	0	0	Moving	1	1	1
Total	36	91	54	SETCIC Warrants	0	0	0	Non-Moving	3	100	108
Parking Lot Checks	0	0	0	To Be Warrants	0	1	0	Total	4	101	109
BMV Cards	0	0	0	Total	213	306	310				
Referral Activity				Miscellaneous Activity				Other Activity			
	Oct	Nov	Dec		Oct	Nov	Dec		Oct	Nov	Dec
Citizen Contacts	57	129	66	Money Seized	0	0	\$5,900	w/Other Divisions	0	0	0
CIT Contacts	0	0	0	Parking Citations	7	0	0	w/Other Agencies	0	0	0
Field/Gang Cards	0	0	0	Guns Seized	0	0	0	Trespass Warning	0	1	0
NPC	0	0	0	Autos Recovered	0	0	See slide 3	Other Warning	4	0	0
Shelter/Homeless	0	0	0	Total	7	0	0	MHMRA	0	0	0
Vagrant/ Panhandling	0	0	0	Narcotics Recovered	0	0	0	Sobering Center	0	0	0
Ben Taub	0	0	0	Pedi-Cab Citations	0	0	0	Total	4	1	690
Total	57	129	66	Surveillance	0	0	0				

Houston Recovery Center 1A10 Jail Diversions

2018 2019 2020





TIRZ (TZMH) - HOMELESS INITIATIVE 2020

OCTOBER 1, 2020 – DECEMBER
31, 2020

HOMELESS INITIATIVE

The combined efforts of the Mental Health Division's Homeless Outreach Team (HOT) and Differential Response Team (DRT) to conduct outreach by offering shelter, aid and assistance while targeting individuals that live a life of chronic inebriation followed by enforcement should result in a reduction of negative civility issues and victimization of the homeless and non-homeless populations. The goal for the homeless initiative is to reduce the number of people living on the streets and thus reduce the number of complaints with a homelessness nexus.

HOMELESS INITIATIVE (Cont.)

The following are some of the metrics that are being tracked during this initiative:

Incident Reports

On-View Investigations

Suspects Placed In Jail

Citizen Contactcs

Citations Issued

Trespass Warnings

Arrests (Misdemeanors)

Arrests (Felonies)

Warning Tracker Database

Calls for Service

Incident Reports

On-View Investigations

Citizen Contacts

Fellony Arrests

Misdemeanor Arrest

Sobering Center

EDO's

Diversion Center

Warning Tracking Database

Transports

Homeless Letters

Homeless ID's

Housed by ID Letters

Referral Letters

Personal Care/Group Homes

Rehab Treatment

Permanently Housed

Sheltered

Bus Fare to Family

BUDGET

Total Allotted funds: \$200,000

Funds used \$83,780.87

Total Hours worked:

Sergeant: 248

Officers: 1026

PSO: 93.25

OCTOBER 1, 2020 – DECEMBER 31, 2020

TZMH - Monthly Stats 2020 - HOT Team	Aug	Sep	Oct	Nov	Dec	Jan	Feb	March	April	May	June	Year to Date	Average
Calls for Service			3	7	3							13.0	4.33333333
Incident Reports			2	2	1							5.0	1.66666667
On-View Investigations			53	74	19							146.0	48.6666667
Citizen Contacts			168	229	132							513.0	171
Fellony Arrests			0	0	0							0.0	0
Misdemeanor Arrest			0	0	0							0.0	0
Sobering Center			0	3	0							3.0	1
EDO's			0	0	1							1.0	0.33333333
Diversion Center			1	0	0							1.0	0.33333333
Warning Tracking Database			112	124	67							300.0	100
Transports			4	13	6							21.0	7
Homeless Letters			9	34	10							51.0	17
Homeless ID's		21	89	87	32							228.0	57
Housed by ID Letters			0	1	0							1.0	0.33333333
Referral Letters			0	1	0							1.0	0.33333333
Personal Care/Group Homes			0	0	0							0.0	0
Rehab Treatment			1	2	1							4.0	1.33333333
Permanently Housed			0	1	2							2.0	0.66666667
Sheltered			1	6	0							7.0	2.33333333
Bus Fare to Family			0	0	0							0.0	0

OCTOBER 1, 2020 – DECEMBER 31, 2020



Monthly Stats 2020 - DRT	Aug	Sep	Oct	Nov	Dec	Jan	Feb	March	April	May	June	Year to Date	Average
Incident Reports			10	17	20							46	15.333333 3
On-View Investigations			24	124	83							226	75.333333 3
Suspects Placed In Jail			2	14	14							29	9.666666 7
Citizen Contacts			68	248	142							448	149.33333 3
Citations Issued			148	631	916							1643	547.66666 7
Trespass Warnings			65	103	103							263	87.666666 7
Arrests (Misdemeanors)			3	9	7							19	6.333333 3
Arrests (Felonies)			3	12	10							24	8
Warning Tracker Database			67	144	27							238	79.333333 3 ⁷⁷

TAB 4



North Houston Highway Improvement Project: Segment 3
DRA Board Meeting - January 12, 2021

North Houston Highway Improvement Project: *History*

HDMD / DRA / CHI Involvement in NHHIP



TxDOT NHHIP Process

North Houston Highway Improvement Project: **NHHIP DEIS 2017**



Draft Environmental Impact Statement

North Houston Highway Improvement Project, Houston District

From US 59/I-69 at Spur 527 to I-45 at Beltway 8 North
CSJ: 0912-00-146
Harris County, Texas
April 2017

TxDOT will issue a single Final Environmental Impact Statement and Record of Decision document pursuant to Pub. L. 112-141, 126 Stat. 405, Section 1319(b) unless TxDOT determines statutory criteria or practicability considerations preclude issuance of the combined document pursuant to Section 1319.

The environmental review, consultation, and other actions required by applicable Federal environmental laws for this project are being, or have been, carried-out by TxDOT pursuant to 23 U.S.C. 327, and a Memorandum of Understanding dated December 16, 2014 and executed by FHWA and TxDOT.

- *Evaluates Build Alternatives and the No Build Alternative*
- *Presents Existing Conditions*
- *Evaluates Potential Impacts*
- *Summarizes Coordination with Stakeholders, the Public, and Resource Agencies*

Segment 3: Proposed Recommended Alternative



PRELIMINARY-SUBJECT TO CHANGE

North Houston Highway Improvement Project: NHHIP FEIS 2020

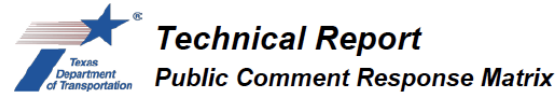


Final Environmental Impact Statement

North Houston Highway Improvement Project, Houston District

From US 59/I-69 at Spur 527 to I-45 at Beltway 8 North
 CSJ: 0912-00-146
 Harris County, Texas
 August 2020

TxDOT is issuing the Final Environmental Impact Statement prior to issuing a Record of Decision document. TxDOT is not issuing a combined document pursuant to Pub. L. 112-141, 126 Stat. 405, Section 1319(b) due to project design changes after the Draft Environmental Impact Statement and new information relevant to environmental concerns and impacts of the project. TxDOT will issue the Record of Decision document no sooner than 30 days after publication of the Final Environmental Impact Statement.



Entity/Individual Providing Comment	Response
HDMD – Robert Eury	<p>TxDOT is continuing to develop and design this project and will continue to coordinate with stakeholders and the public.</p> <p>The southeast quadrant of Downtown / IH-45 & IH-69 interchange would be included in considering detention basins as potential green space. TxDOT will apply the Green Ribbon themes to the proposed project, including landscaping and hardscaping elements. A detailed landscaping plan will be developed as part of the final design process. TxDOT will coordinate with local groups and agencies to accommodate enhancements to standard landscaping and recreation use of open space in and around storm water detention areas, where feasible.</p> <p>These specific suggestions will be considered as the project is developed further.</p>

NHHIP: Mayor Turner's Letter to Texas Transportation Commissioner



CITY OF HOUSTON
Office of the Mayor

Sylvester Turner

Mayor
P.O. Box 1562
Houston, Texas 77251-1562
Telephone – Dial 311
www.houstontx.gov

May 12, 2020

Commissioner Laura Ryan
Texas Transportation Commission
125 E. 11th Street
Austin, TX 78701

Re: North Houston Highway Improvement Project

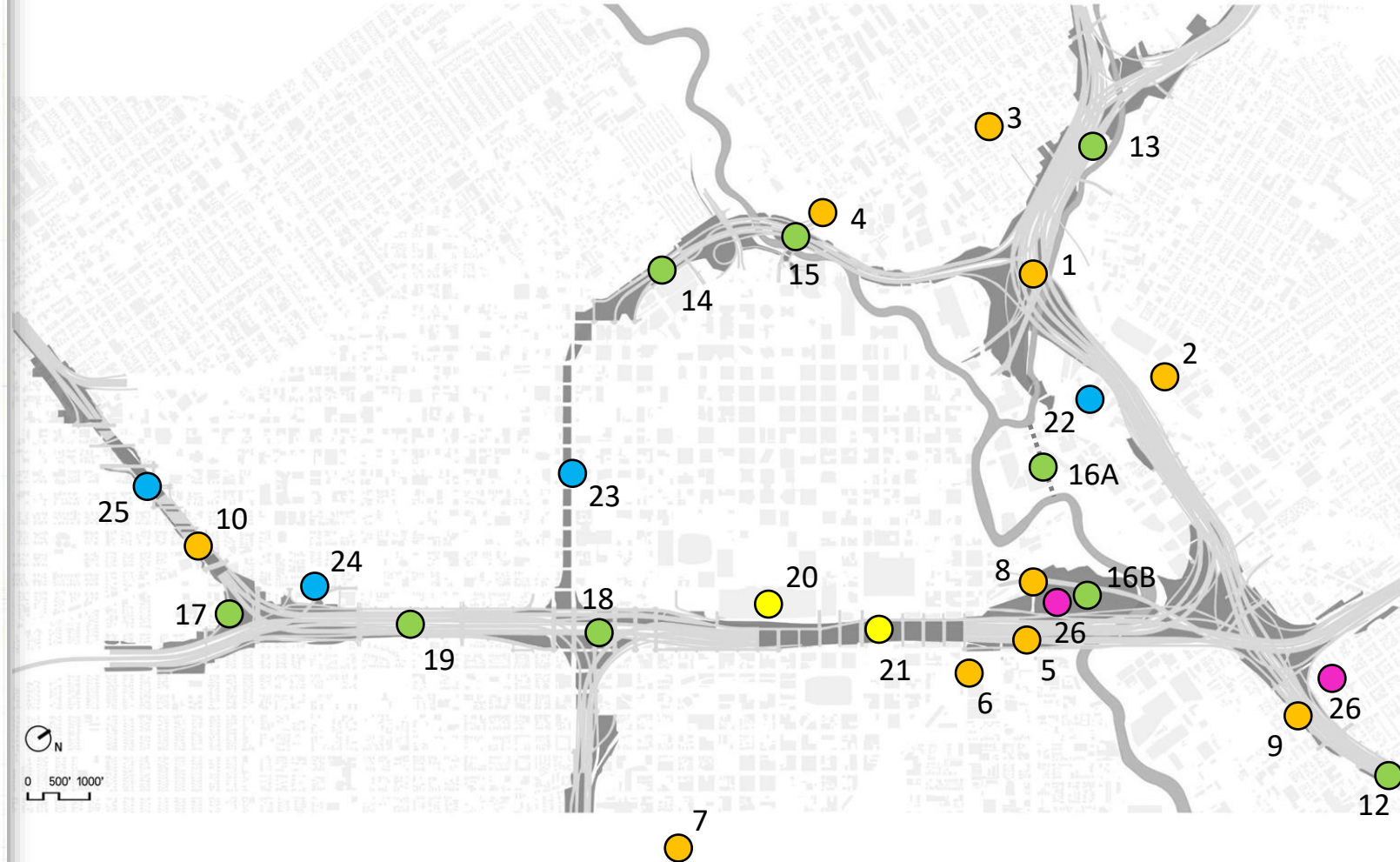
Dear Commissioner Ryan,

The Transportation Policy Council of the Houston-Galveston Area Council will shortly vote to adopt the 2021-2024 Transportation Improvement Program, including funding for Segment 3 of the North Houston Highway Improvement Project (NHHIP). In advance of that action, I thank you for the opportunity to provide the following comments.

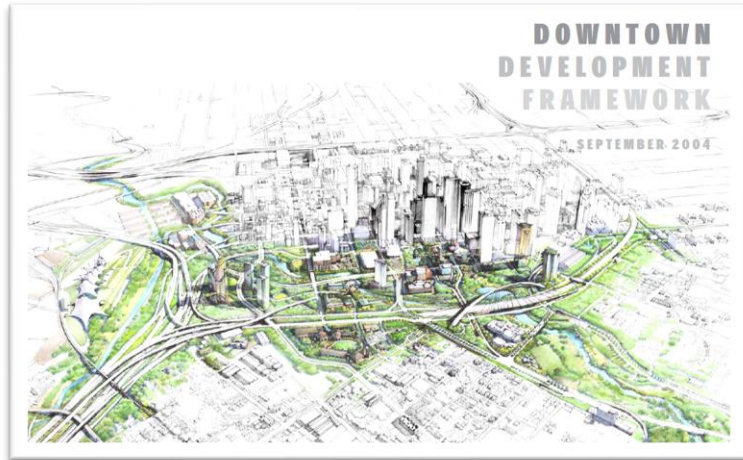
The NHHIP is a potentially transformative project that can provide more options for both people and freight and provide flexibility for the future. For many years, TxDOT has been working with their partners to develop a project with significant, lasting benefits for the city. The City of Houston looks forward to its continued collaboration with TxDOT to design and build the NHHIP in such a way to further the goals and objectives identified by the Mayor's Advisory Task Force, business/community and advocacy groups, and the thousands of people who participated in various community engagement meetings. If done right, this project can advance the goals of TxDOT and bring about significant improvements to I-45 in its present configuration, while improving the quality of life of those who live and work along the I-45 corridor. To put it mildly, I believe we can all agree that this is a once-in-a-generation investment that will shape the City of Houston for decades to come. This is our chance to rise to the challenge and chart a new course for transportation in the region. It is crucial that every opportunity is taken to design and construct the best possible project.

My goals for this project are below and center around a major theme of reducing the environmental impact and disruption of neighborhoods, while embracing growth:

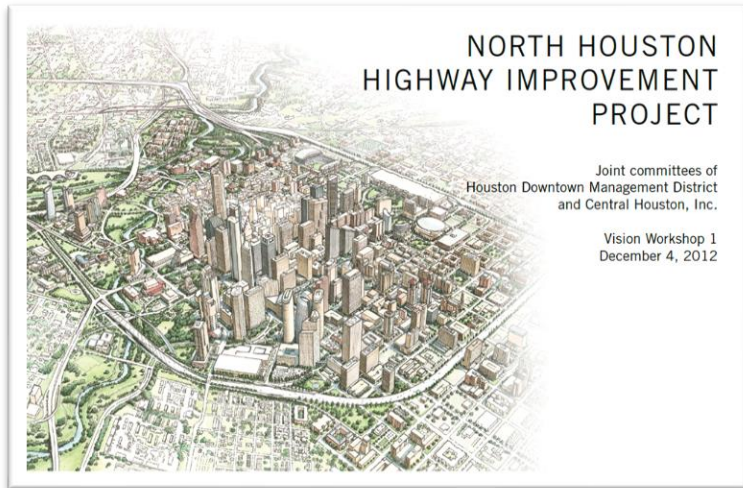
- Strengthen Houston's economy.
- Reduce flooding on and off the freeway.
- Make travel safer for all road users.
- Provide long term capacity for all users of the roadway, including automobile, freight and transit.
- Serve and preserve the neighborhoods along the corridor while enhancing connectivity between neighborhoods.
- Mitigate impacts to existing parks and greenspace while creating additional opportunity for green space.
- Limit right-of-way to the extent necessary to meet project goals, i.e., reduce the current footprint of the proposed plan.
- Ensure accessible evacuation routes.



North Houston Highway Improvement Project: *Green Loop Evolution*



2004 Downtown Development Framework



2012 NHHIP Report



HDMD 2020 Civic Opportunities

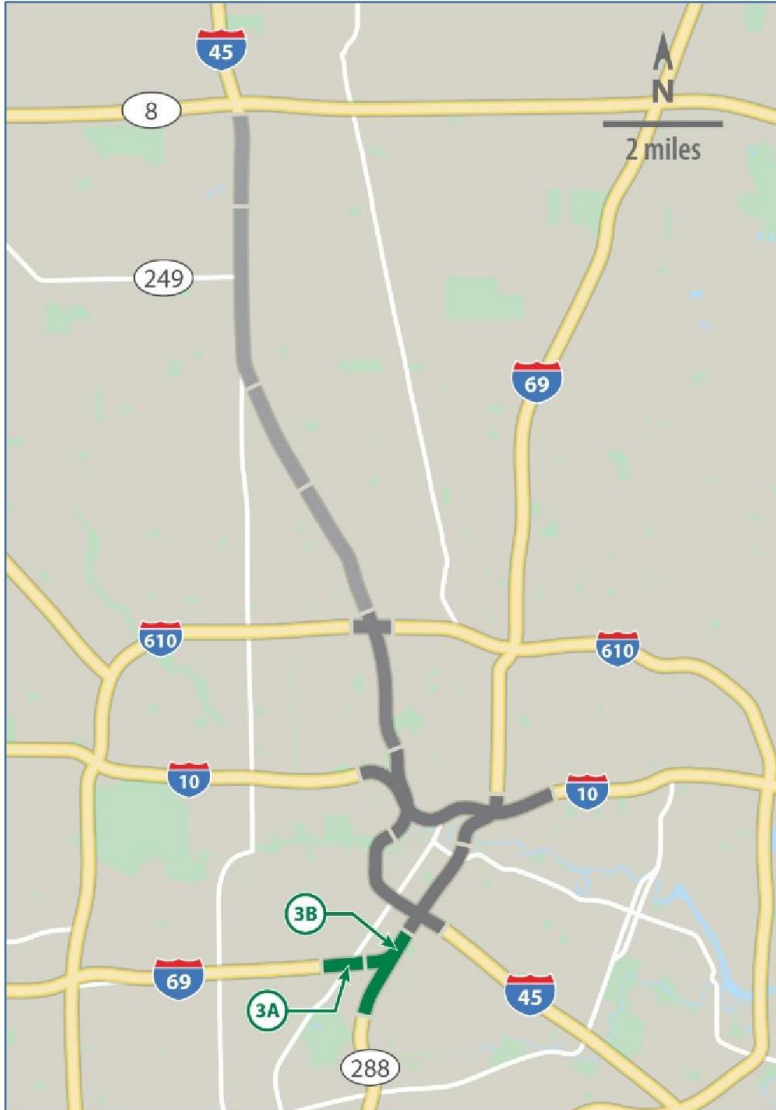
Project Status



DELIVERING NHHIP

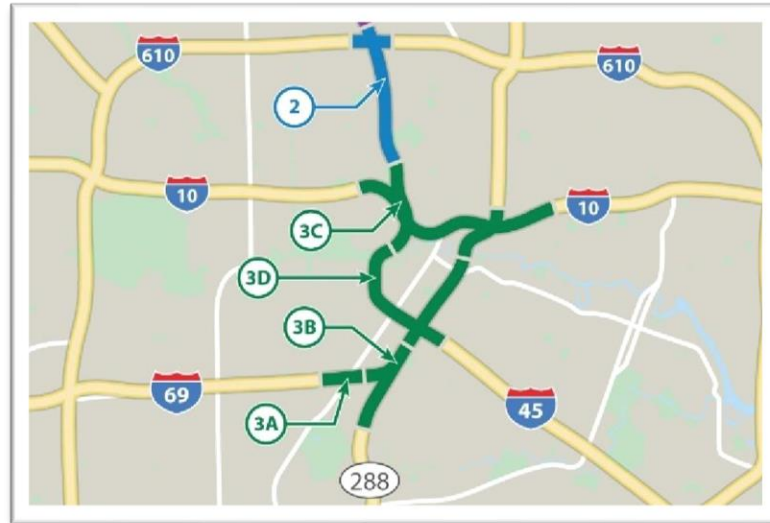
SEGMENT	ESTIMATED LET/ CONTRACT AMOUNT	CST Start	CST Completion
3A	\$260 M	2022	2027
3B	\$336 M	2022	2027
3C	\$1,987 M	2024	2029
3D	\$1,415 M	2025	2030
2	\$1,104 M	2026	2032
1A	\$527 M	2026	2030
1B	\$360 M	TBD	TBD
1C	\$350 M	TBD	TBD
1D	\$400 M	TBD	TBD
TOTAL	\$6,739 M	----	----

Project Status



Milestone	Date
End of FEIS Review Period	December 9, 2020
Record of Decision	January 2021
Qualification Statements Due for Project 3B	January 14, 2021
Shortlist / TTC Action on Issuing RFP for Project 3B	March 2021
Issue Draft RFP for Project 3B	April 2021
Issue Final RFP for Project 3B	July 2021
Letting for Project 3A	Fall 2021
Proposals Due for Project 3B	December 2021
TTC Action on Conditional Award for Project 3B	February 2022
Contract Execution for Project 3B	May 2022

North Houston Highway Improvement Project: **NHHIP 2021 Focus**



- **Section 3A: Midtown Caps and Bridges**
- **Section 3B: Third Ward Bridges**
- **Section 3C: White Oak Trails, North Canal, Frostown Park**

North Houston Highway Improvement Project: NHHIP 2021 Focus

Aesthetic Guidelines

NORTH HOUSTON HIGHWAY IMPROVEMENT PROJECT | URBAN DESIGN TECHNICAL REQUIREMENTS

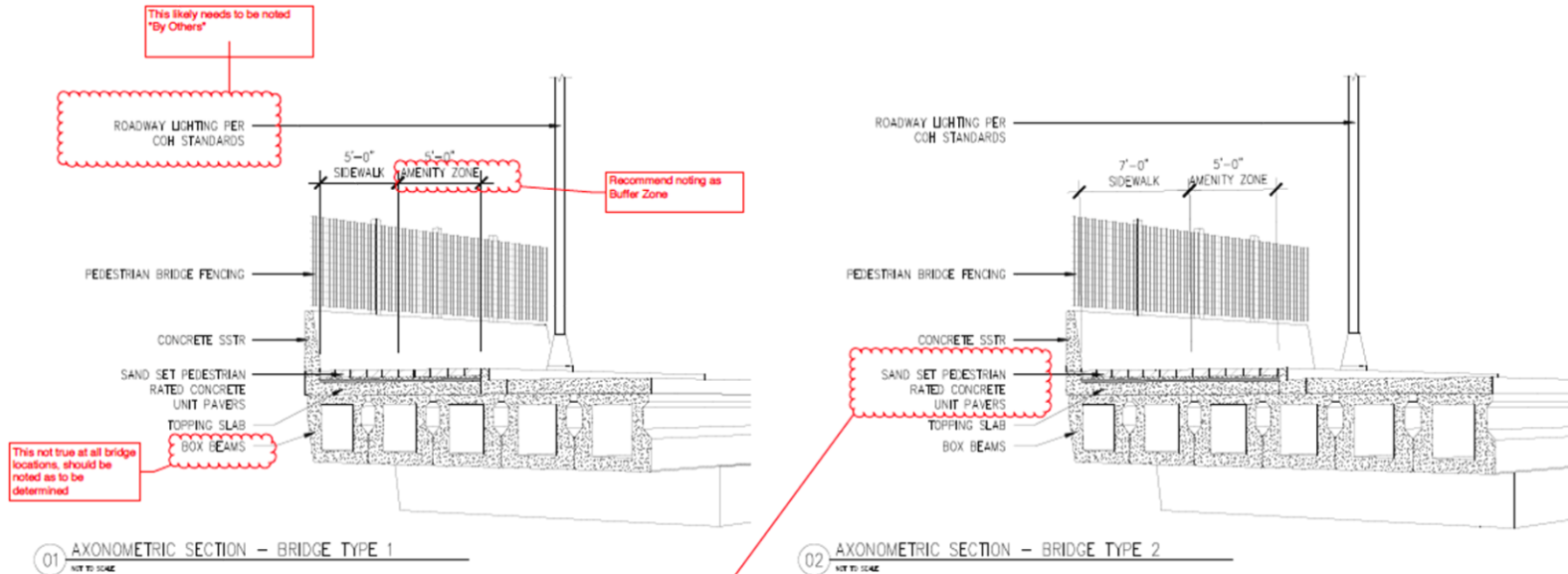
BRIDGE PEDESTRIAN REALM - TYPES 1 & 2



Planted Bridge at Midtown



Planted Cap at EaDo



North Houston Highway Improvement Project: **NHHIP 2021 Focus**

Midtown Caps and Bridges



Cleburne Cap



La Branch St Bridge



Wheeler at Caroline Cap



Austin St Bridge

North Houston Highway Improvement Project: **NHHIP 2021 Focus**

Midtown Caps and Bridges



Participants:

- Midtown Redevelopment Authority (TIRZ 2)
 - \$10 Million Commitment
- OST /Alameda Redevelopment Authority (TIRZ 7)
- Central Houston Civic Improvement

NHHIP - Midtown DBB

HDMS802

NHHIP - Midtown Improvements (DRAFT)

November 4, 2020

Midtown Garden Bridge Improvements (DRAFT) *

San Jacinto St - Type 3B Bridge (Raised Planting) Subtotal	\$1,346,036
Austin St - Type 4B Bridge (Raised Planting) Subtotal	\$1,504,759
La Branch St - Type 4A Bridge (Tree Well) Subtotal	\$499,104
Alameda St - Type 4A Bridge (Tree Well) Subtotal	\$409,716

Midtown Garden Bridge Improvements (DRAFT) - Preliminary Total **\$3,759,615**

Main Street Bridge Improvements (DRAFT) *

Infrastructure Improvements	\$580,577
Demolition / Earthwork	\$5,400
Grading / Drainage	\$80,856
Lighting / Electrical	\$262,080
Irrigation	\$32,609
Planting	\$40,186

Main Street Bridge Improvements (DRAFT) - Preliminary Total **\$1,001,708**

Caroline Street Cap Improvements (DRAFT) *

Infrastructure Improvements	\$1,866,913
Demolition / Earthwork	\$39,600
Grading / Drainage	\$511,110
Hardscape	\$330,840
Site Furnishings / Amenities	\$1,188,000
Lighting / Electrical	\$354,960
Irrigation	\$253,632
Planting	\$409,100

Caroline Street Cap Improvements (DRAFT) - Preliminary Total **\$4,954,155**

Cleburne Street Cap Improvements (DRAFT)*

Infrastructure Improvements	\$1,599,780
Demolition / Earthwork	\$32,400
Grading / Drainage	\$423,180
Hardscape	\$242,280
Site Furnishings / Amenities	\$597,600
Lighting / Electrical	\$295,920
Irrigation	\$213,617
Planting	\$326,721

Cleburne Street Cap Improvements (DRAFT) - Preliminary Total **\$3,731,499**

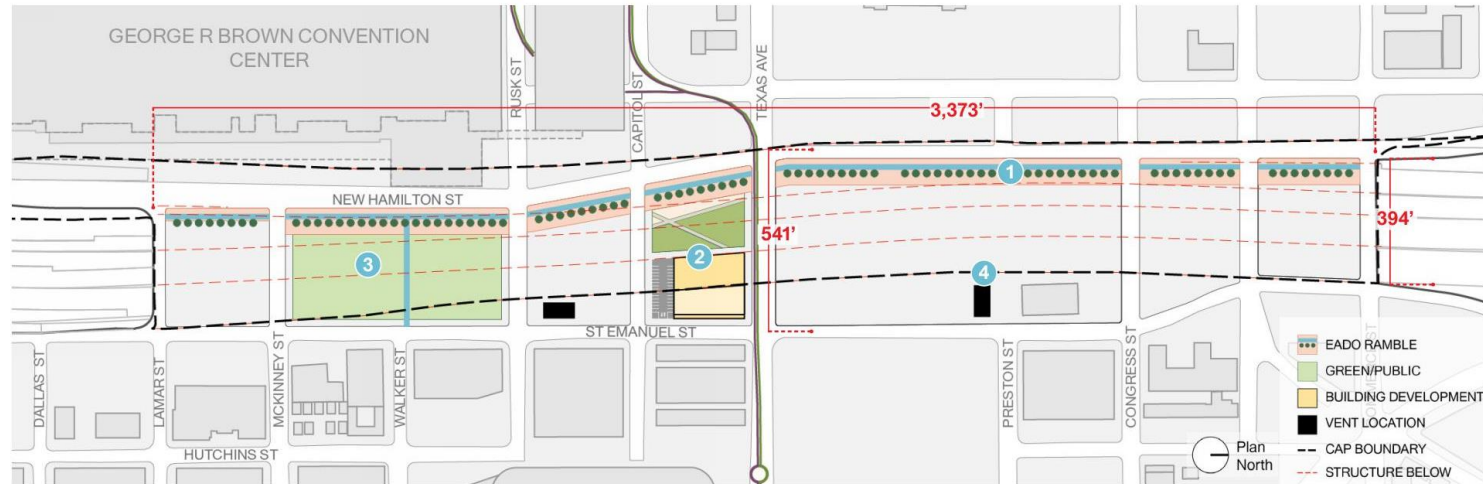
NHHIP - Midtown DBB Preliminary Total**

\$13,446,976

* All figures in this summary include Contractor Markups, Design and Construction Contingencies and Soft Costs

** All figures in this document have been prepared using conceptual level design of the identified improvements and as such are intended only for high-level budget planning. All costs will be verified during the detailed design phase.

Signature Features



1 EaDo Ramble

A 72' wide green pedestrian and bikeway acts as a "spine" connecting the various developments and open spaces along the cap. The dimensions and design provide a single continuous element to establish a sense of place and an armature to link the varied conditions that may grow along its edges.

2 Public Market and Plaza

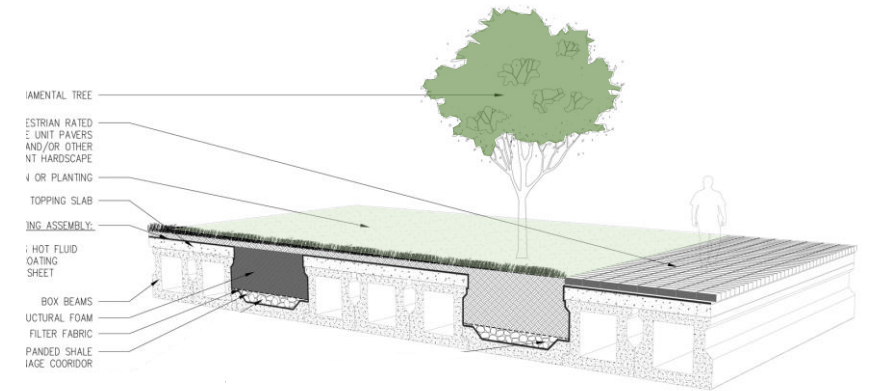
The Public Market acts as an anchor destination along Texas Avenue, leveraging both game day and event-related populations as well as its direct proximity to the light rail. It is conceived as a year round indoor farmers market fronted by a plaza for expanded seasonal use.

3 Event Lawn

The Event Lawn fills the need for a dedicated multi-purpose open space to host Convention Center events and exhibitions, performances and other potential future sport-related uses such as World Cup gatherings. It is sized to accommodate a 20,000 person event.

4 Vent Structures

There are two anticipated locations for vent structures serving the tunnel below, both of which represent an opportunity to catalyze future development. With planning, the vents can be concealed within structures hosting more active uses such as residential or hotel.



North Houston Highway Improvement Project: NHHIP 2021 Focus

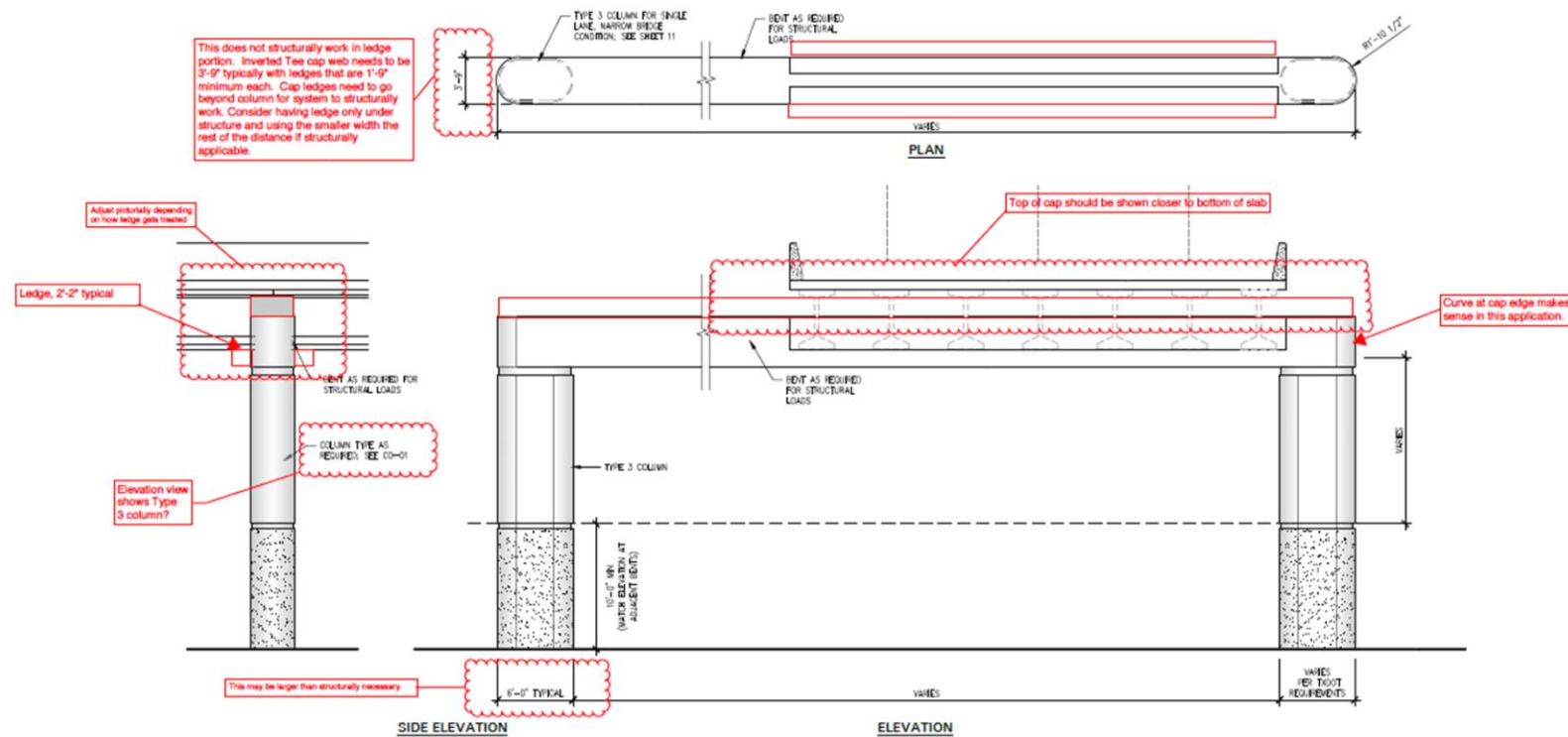
Aesthetic Guidelines

NORTH HOUSTON HIGHWAY IMPROVEMENT PROJECT | URBAN DESIGN TECHNICAL REQUIREMENTS

PROTOTYPICAL BRIDGE BENT - STRADDLE

NOTES:

1. DRAINAGE AND ELECTRICAL CONDUITS SHALL BE INTERNAL TO THE BENT AND COLUMN STRUCTURE.
2. NON-TYPICAL COLUMNS MAY BE USED ONLY WHERE TYPICAL COLUMNS ARE NOT POSSIBLE; SEE SHEET 11
3. QUANTITY OF COLUMNS PER BENT PER FINAL DESIGN.
4. FOR PAINT AND CONCRETE FINISHES SEE SHEET 41 OF NHHIP URBAN DESIGN TECHNICAL REQUIREMENTS (THIS DOCUMENT)



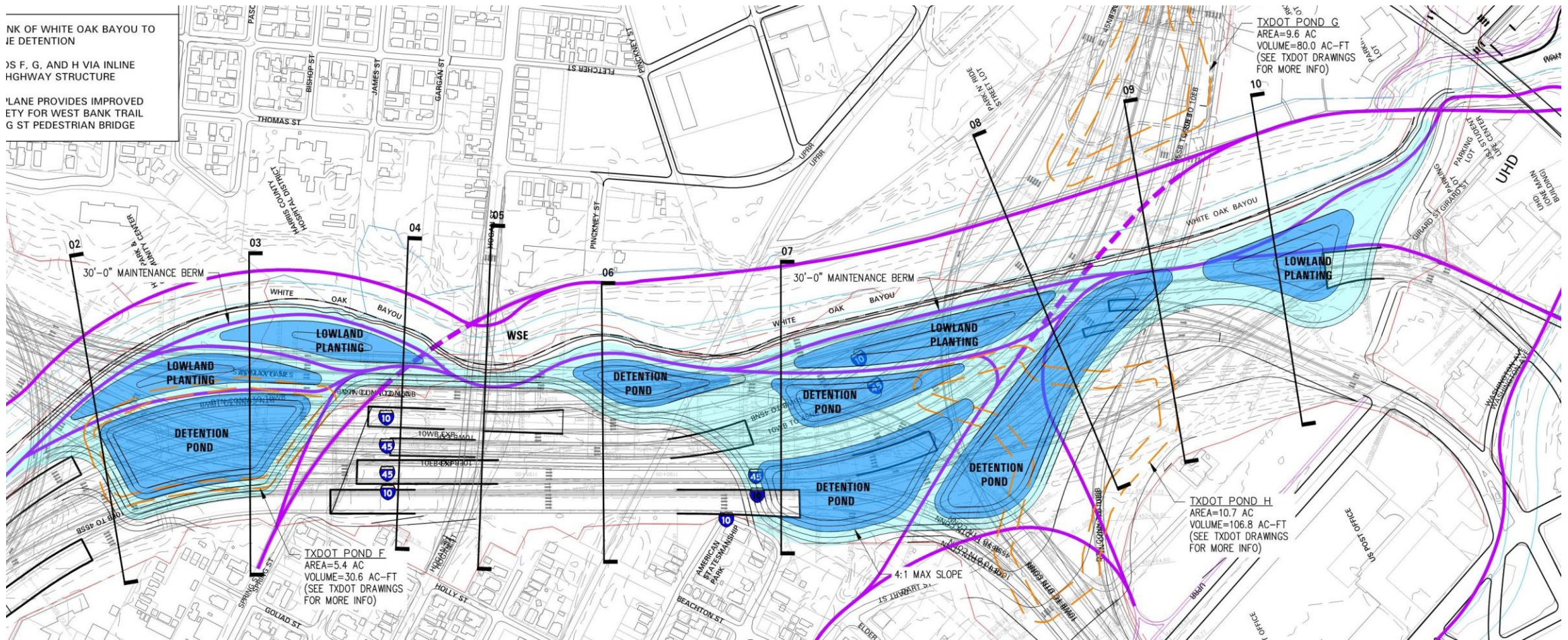
Columns along White Oak Bayou



Columns along Buffalo Bayou

North Houston Highway Improvement Project: **NHHIP 2021 Focus**

White Oak Bayou Trails



NK OF WHITE OAK BAYOU TO
 IE DETENTION
 S F, G, AND H VIA INLINE
 HIGHWAY STRUCTURE
 LANE PROVIDES IMPROVED
 ETY FOR WEST BANK TRAIL
 G ST PEDESTRIAN BRIDGE

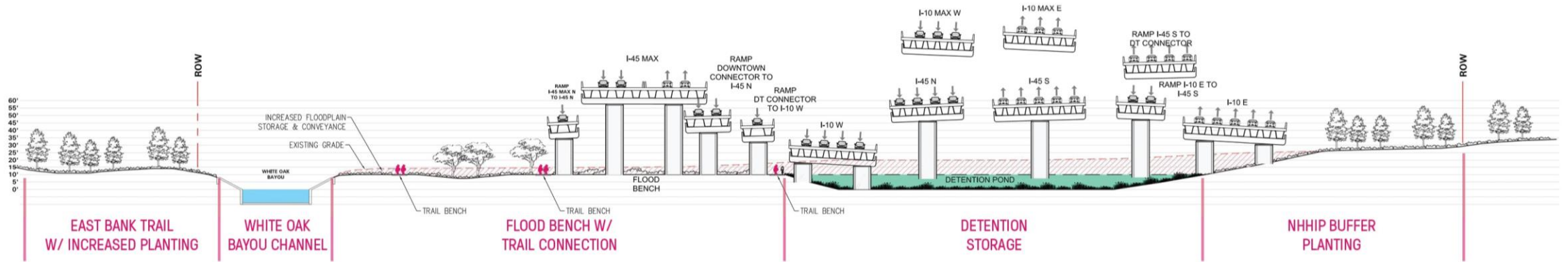
TXDOT POND G
 AREA=9.6 AC
 VOLUME=80.0 AC-FT
 (SEE TXDOT DRAWINGS
 FOR MORE INFO)

TXDOT POND H
 AREA=10.7 AC
 VOLUME=106.8 AC-FT
 (SEE TXDOT DRAWINGS
 FOR MORE INFO)

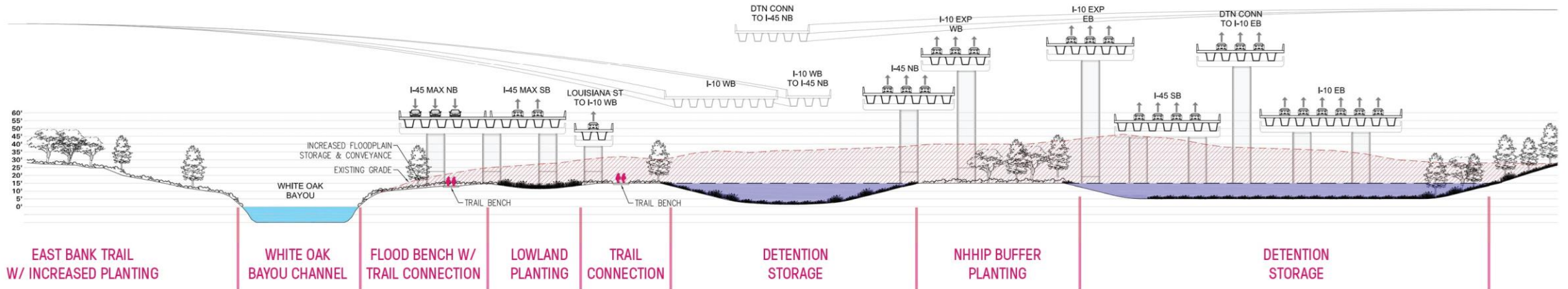
TXDOT POND F
 AREA=5.4 AC
 VOLUME=30.6 AC-FT
 (SEE TXDOT DRAWINGS
 FOR MORE INFO)

North Houston Highway Improvement Project: **NHHIP 2021 Focus**

White Oak Bayou Trails



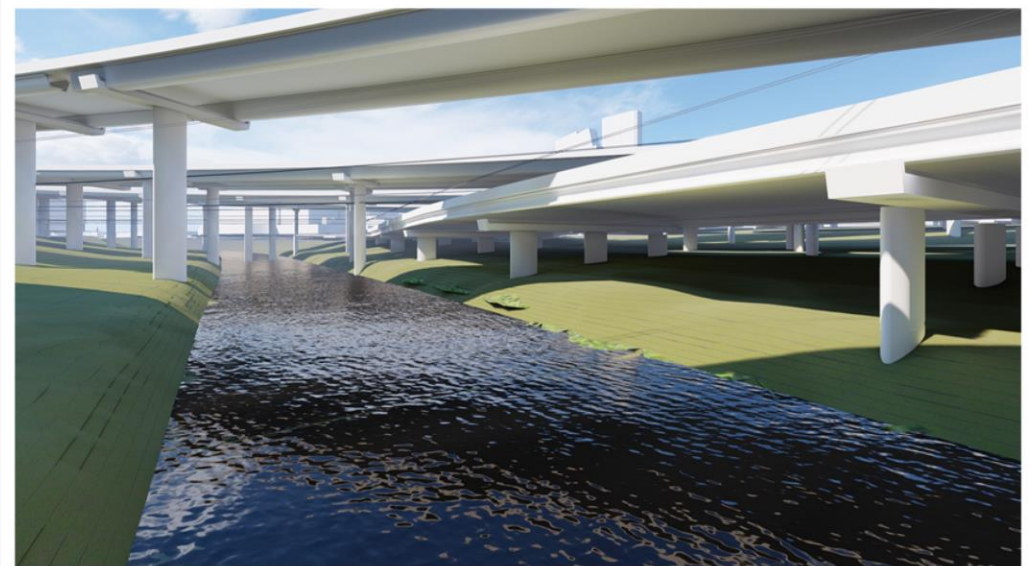
SECTION 3



SECTION 7

North Houston Highway Improvement Project: **NHHIP 2021 Focus**

White Oak Bayou Trails



North Houston Highway Improvement Project: **NHHIP 2021 Focus**



- **Section 3A: Midtown Caps and Bridges**
 - *AFA in place Summer 2021 for Fall 2021 Letting*
- **Section 3B: Third Ward Bridges**
 - *Highway Aesthetic Guidelines Inclusion in DB RFP for July 2021*
- **Section 3C: White Oak Trails, North Canal, Frostown Park**
 - *Highway Aesthetic Guidelines Inclusion in DB RFP for July 2021*

Downtown Redevelopment Authority

Project Update



Transforming the Ecosystem

The **long-term goal** of Central Houston Inc. and the Downtown Redevelopment Authority, in collaboration with the City of Houston and other organizations, is to establish a vibrant innovation space that becomes the center of gravity for technology and entrepreneurship in the northern node of the Houston Innovation Corridor.

Requests for Proposals: DRA

Requirements and Information Requested

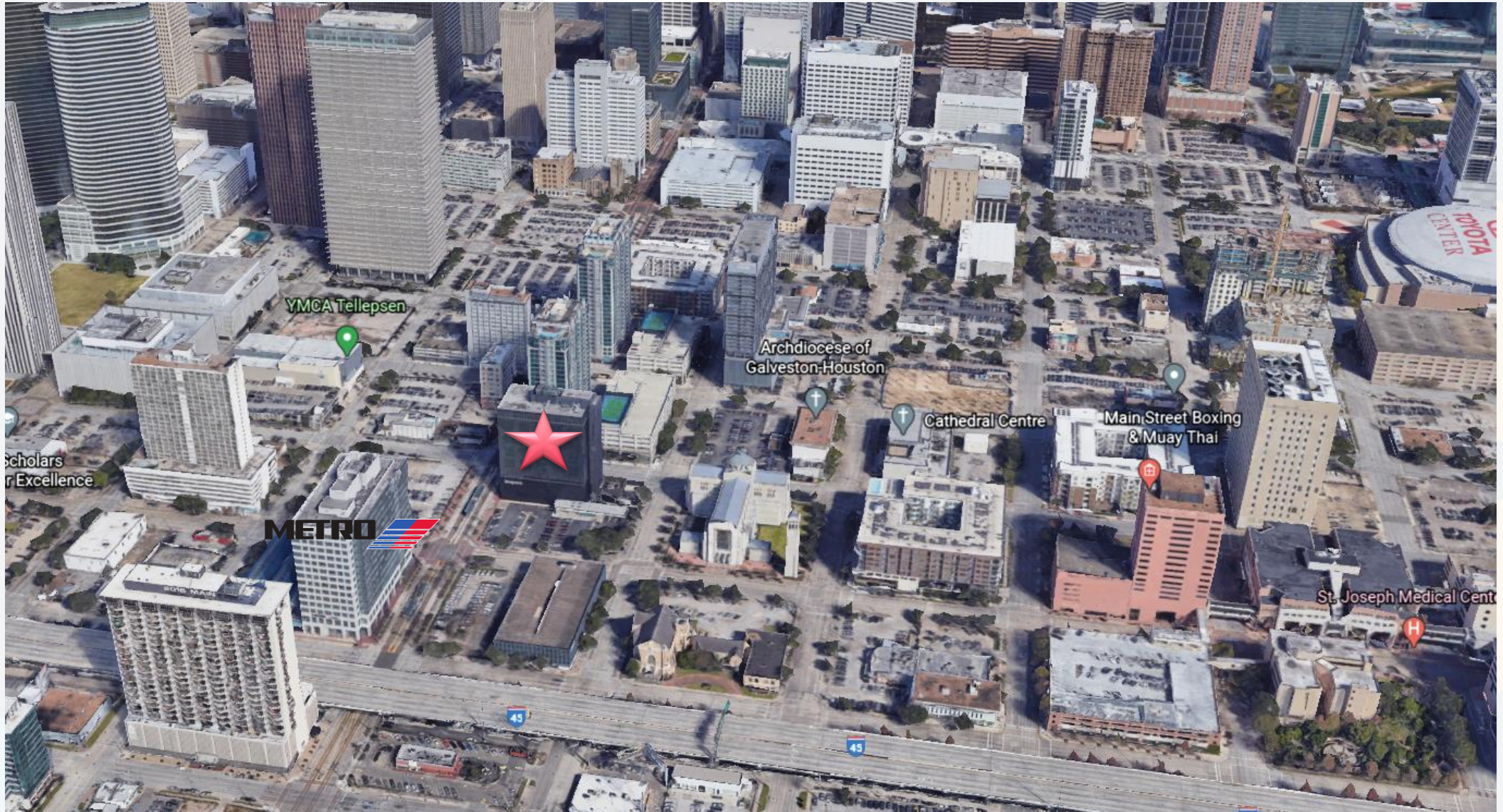
- **Location:** Tax Increment Zone #3
- **Office Space / Tenant:** Downtown Redevelopment Authority
 - Existing Property
 - Class A, B, or C
 - 15,000 – 20,000 Square Footage
- **Term:** 10 Years
 - Price Per Square Foot
 - Projected Operating Expenses
 - Parking Accommodations
 - Incentives: Offered by Lessor (Tenant Improvements, Rent Abatement, Other)
- **Proposed Site Plan:** Mixed use or Creative Environment

Requests for Proposals: DRA

Selection Process & Project Schedule

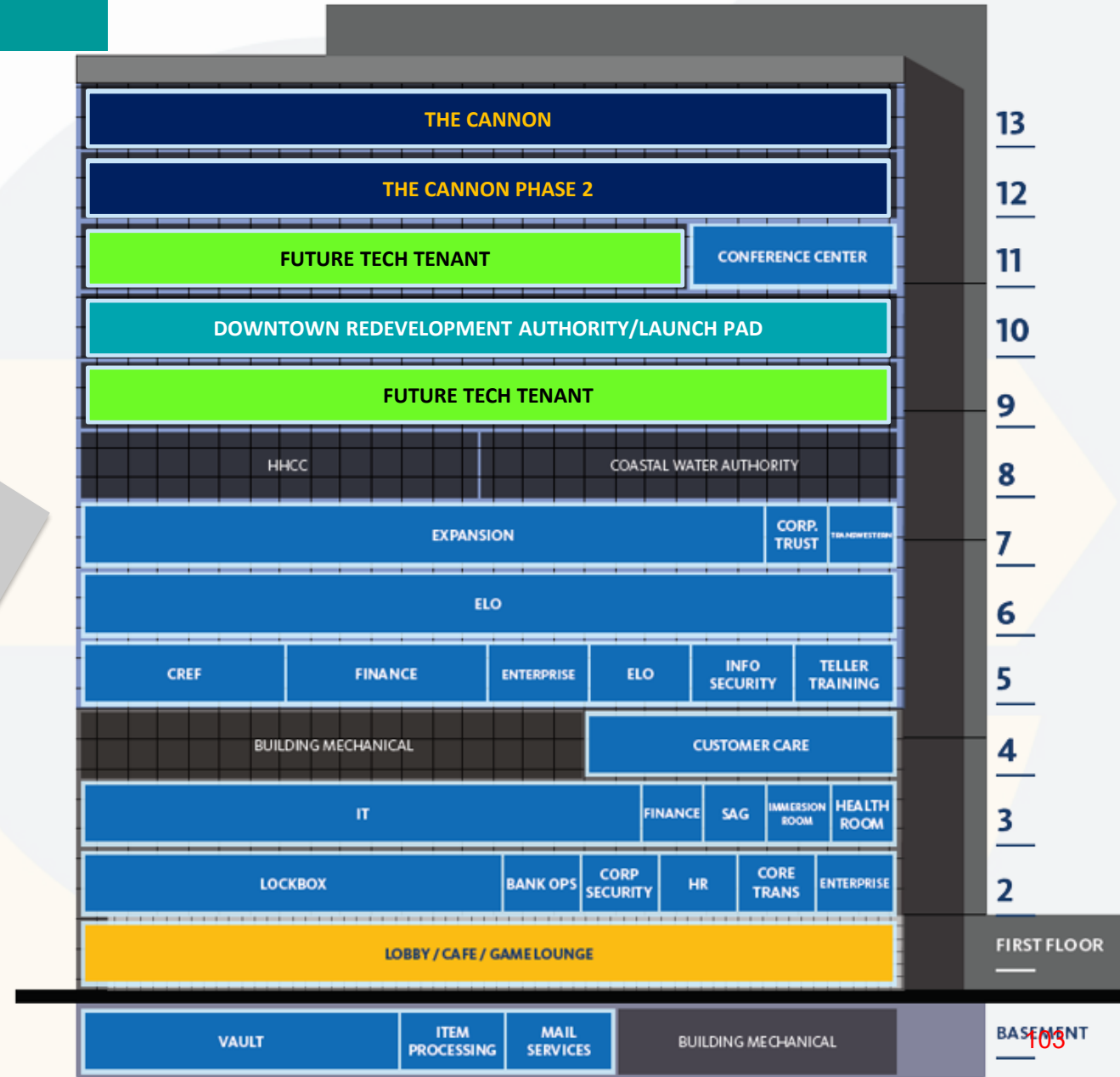
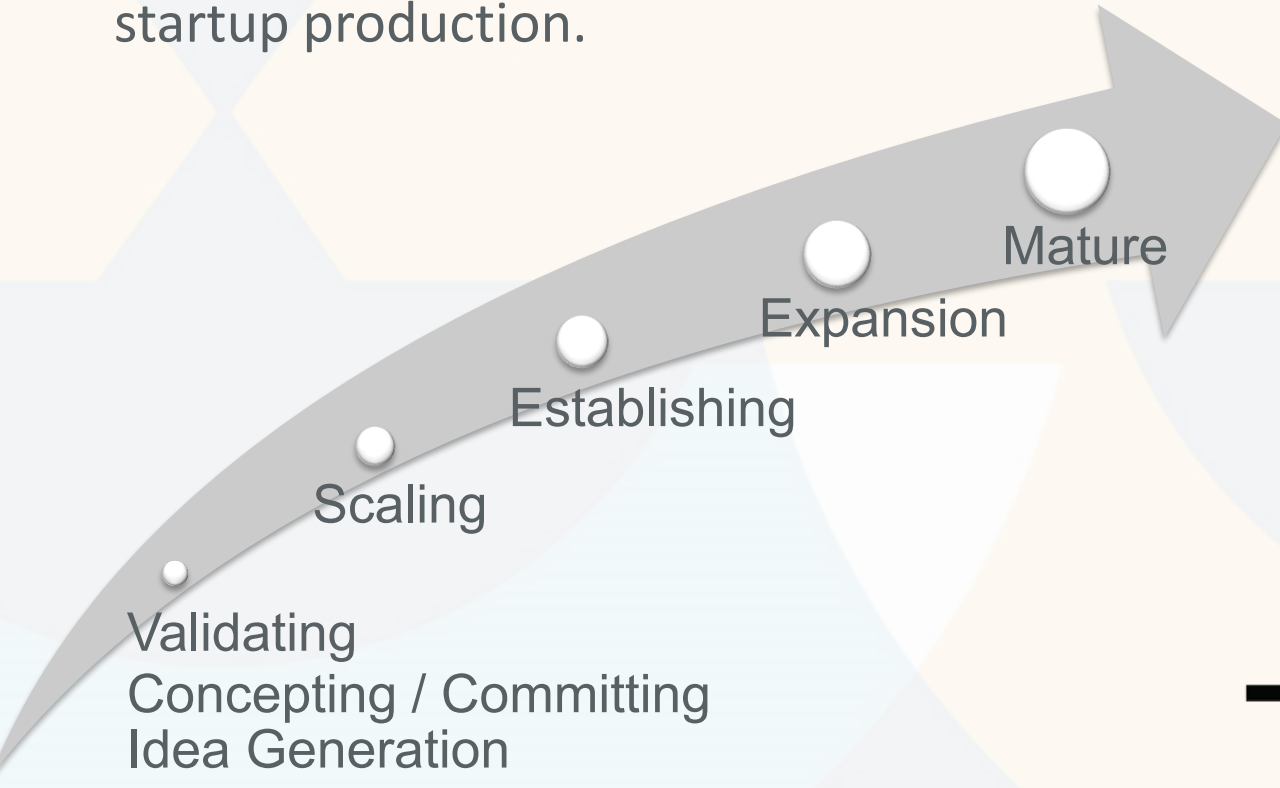
- **RFP Issued (First Advertisement)** **8-22-2019**
 - Second Advertisement 8-29-2019
- Questions for Staff from for Finalist Parties 9-12-2019
- **Due Date** **9-19-2019**
- **DRA Board Approval** **10-8-2019**
- Agreement Completed / Lease Executed 11-15-2019
- Design Begin Early December 2019
- Construction Begin Late January 2020
- **Final C/O** **Early June 2020**
- Grand Opening 9-30-2020

Amegy on Main Transform



Vertically Integrated Village

Model The design of this physical space helps startups and entrepreneurs more seamlessly navigate through the stages of startup production.



Epicenter of Innovation & Entrepreneurship

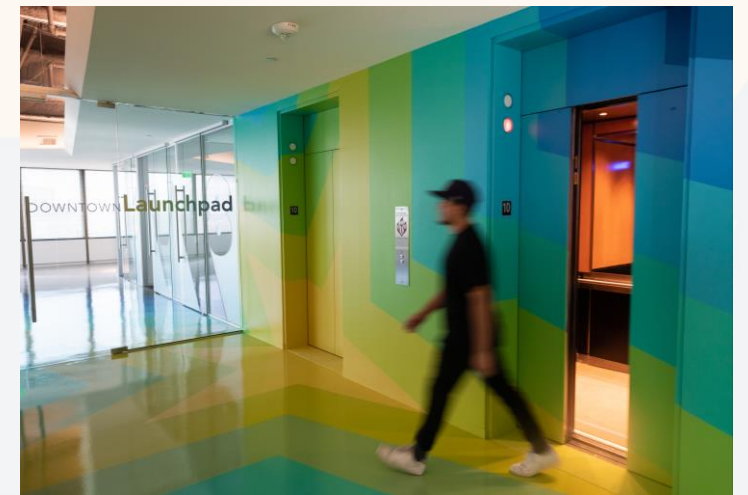
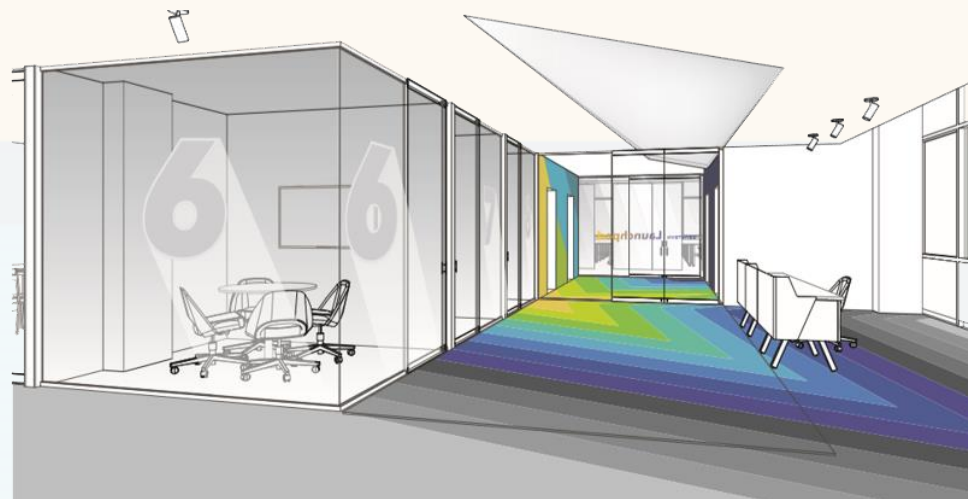
Located in Amegy on Main, the 17,000 square foot Downtown Launchpad will be anchored by nationally recognized startup accelerators MassChallenge, gener8tor, and globally recognized incubator Impact Hub and will also be a place for idea incubation, entrepreneur boot camps, community events, workforce development, innovation labs, creatives, coworking and corporate innovation.

DOWN TOWN

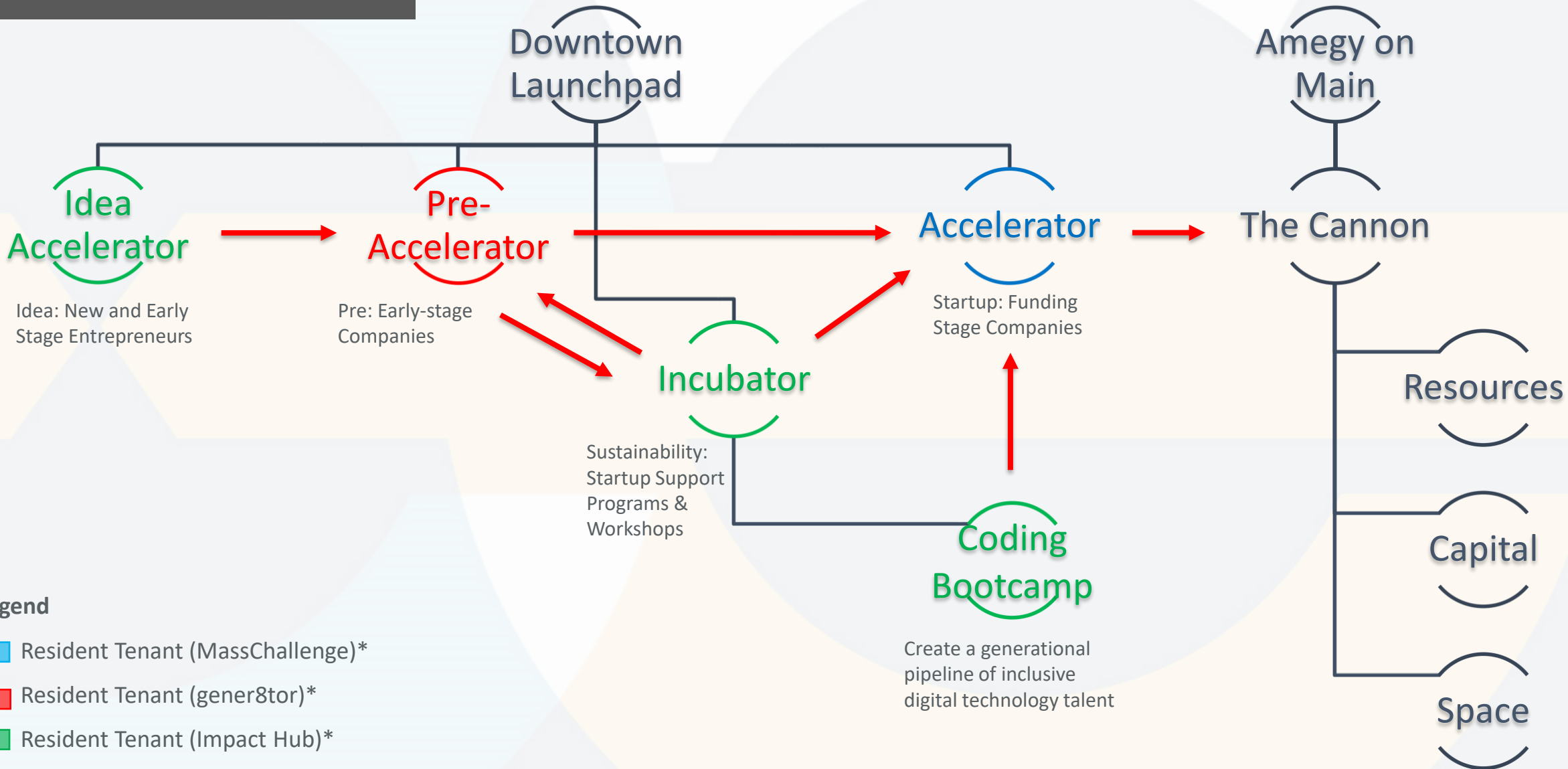
L A U
N C H
P A D



Downtown
Redevelopment
Authority



Supporting the Startup Lifecycle



- Legend**
- Resident Tenant (MassChallenge)*
 - Resident Tenant (gener8tor)*
 - Resident Tenant (Impact Hub)*
- *Globally Recognized Programs

Launchpad Layout



Resident Tenant – Incubator

Benefit & Impact to Downtown Launchpad

Host **36** Startup Events Annually (Guarantee **2,400+** Attendance)

- Lunch & Learn, Community Events, Panel Conversations, Boot Camps

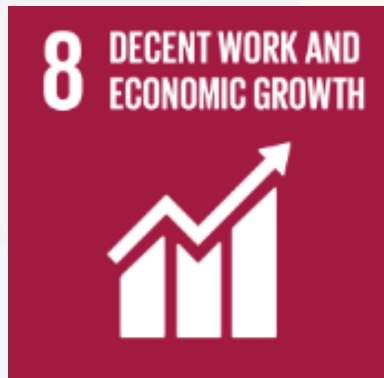
Host Houston Global Innovation Startup Week (Annually)

- One Full Day of Programing in Amegy on Main

Support a Minimum of **20** Entrepreneurs and Startups Monthly



The lens through which they view their IMPACT



Resident Tenant – Pre-Accelerator



PLATFORM

Complementary Products Connecting Startups, Entrepreneurs, Artists, Investors, Universities and Corporations

PRE-ACCELERATOR

gBETA

ACCELERATORS



CORPORATIONS



CULTURE



Fellowship • art



Program

gBETA is a free, seven-week accelerator for early-stage companies with local roots. Each program is capped at five teams and requires no fees and no equity.

Cohort Statistics

# of Office Hours	44
Applicants	175
# of Startups in Cohort	10
Industry Breakdown	
- Sport Tech	2
- Educational Tech	1
- Medical Tech	4
- Hospitality	1
- Real Estate Tech	1
- Cosmetic Tech	1
% of Female Founders	50%
% of Minority Founders	70%

Resident Tenant – Accelerator



First & Second Cohort Statistics

Applicants	1,566
# of Startups in Cohort	80
# of Startups from Texas	44
# of Startups outside Texas	25
# of International Startups	10

Second Cohort Statistics

Industry Breakdown	
- Life Science	34%
- High Tech	34%
- General, Consumer Goods	18%
- Energy & Clean Tech	11%
- Social Impact	3%

New Program

SportsTech	
Applications	240
Finalists	18
Space Commercialization	
Applications	150
Finalists	23

Resident Tenant – Accelerator



Combined Ongoing Impact

	Start of the Program	Close of the Program	Growth
Funding	\$31,966,471	\$51,064,880	60%
Direct Jobs	336	410	22%
Revenue	\$16,423,894	\$36,024,647	119%

- DRA Economic **110** Development Grant
- Catalytic “Spark Plug”

Launchpad Photos





IEDC's Excellence in Economic Development Awards

- **Silver Award Recipient - Innovation Programs and Initiatives**
- **Bronze Award Recipient – Entrepreneurship Initiative**



Transforming the Residential Market

The purpose of the **Downtown Living Initiative** is to promote economic development and stimulate business and commercial activity in the combined target area by providing economic and other development incentives for certain new multifamily residential mixed-use developments.

Downtown Living Initiative Program

Requirements and Information

- **Program Term:** Financial incentive will be paid for the first 5,000 residential units under contract to participate in this Program **or** for a four-year period from July 2012 through June 30, 2016.
- **Location:** Tax Increment Zone #3
- **Financial Incentives:** Property Tax Rebate (Chapter 380)
 - Reimbursement of the lesser of \$15,000 per unit **or** equal to 75%
- **Term:** Paid over 15 Years

SkyHouse Houston



Project Information

- **Location:** Main & Leeland
- **Project Status:** Completed 2014
- **Stories:** 24
- **Units:** 336
 - **Studio:** 53
 - **1 Bedroom:** 161
 - **2 Bedroom:** 58
 - **3 Bedroom:** 64
- **Asking Rent/SF:** \$2.59
- **Occupancy Rate:** 80.9%
- **Retail Space:** 7,200 SF

Block 334



Project Information

- **Location:** Main & Bell
- **Project Status:** Completed 2016
- **Stories:** 5
- **Units:** 207
 - **1 Bedroom:** 170
 - **2 Bedroom:** 37
- **Asking Rent/SF:** \$1.87
- **Occupancy Rate:** 93.2%

SkyHouse Main



Project Information

- **Location:** Main & Jefferson
- **Project Status:** Completed 2016
- **Stories:** 24
- **Units:** 336
 - **Studio:** 80
 - **1 Bedroom:** 170
 - **2 Bedroom:** 88
- **Asking Rent/SF:** \$2.22
- **Occupancy Rate:** 89.6%
- **Retail Space:** 7,200 SF

The Star



Project Information

- **Location:** Fannin & Rusk
- **Project Status:** Completed 2017
- **Stories:** 16
- **Units:** 286
 - **1 Bedroom:** 217
 - **2 Bedroom:** 69
- **Asking Rent/SF:** \$1.84
- **Occupancy Rate:** 87.8%
- **Retail Space:** 8,000 SF

Market Square Tower



Project Information

- **Location:** Milam & Preston
- **Project Status:** Completed 2016
- **Stories:** 40
- **Units:** 463
 - **Studio:** 9
 - **1 Bedroom:** 261
 - **2 Bedroom:** 181
 - **3 Bedroom:** 12
- **Asking Rent/SF:** \$3.08
- **Occupancy Rate:** 82.7%
- **Retail Space:** 10,000 SF

Aris Market Square



Project Information

- **Location:** Main & Travis
- **Project Status:** Completed 2017
- **Stories:** 32
- **Units:** 274
 - **Studio:** 22
 - **1 Bedroom:** 156
 - **2 Bedroom:** 95
 - **3 Bedroom:** 1
- **Asking Rent/SF:** \$2.33
- **Occupancy Rate:** 83.2%
- **Retail Space:** 10,000 SF

Fairfield Residential



Project Information

- **Location:** Main & Jefferson
- **Project Status:** Under Construction
- **Est. Completion:** Early-2022
- **Stories:** 10
- **Units:** 286

MEMORANDUM

December 18, 2020

To: Andrew F. Icken

From: J. Allen Douglas
Executive Director

Re: Update on Bagby Street Construction Schedule

The Bagby Street Redevelopment Project continues to utilize the COVID-related reduction in traffic volumes to accelerate the overall construction of the project. With the City’s decision to permit the temporary conversion of Bagby to one-way traffic during this period, the contractor has been able to significantly advance its schedule. The following are a few key components and milestones of completed work and work scheduled for 2021.

Work completed:

- New roadway paving on both sides of Bagby from Rusk to Franklin, and on west side of Bagby from Rusk to Clay
- New paver sidewalks on west side of Bagby from Walker to Franklin
- New storm sewer and sanitary sewer systems along Bagby corridor
- New storm sewer, sanitary sewer, waterline, and roadway paving on Walker from Smith-Bagby

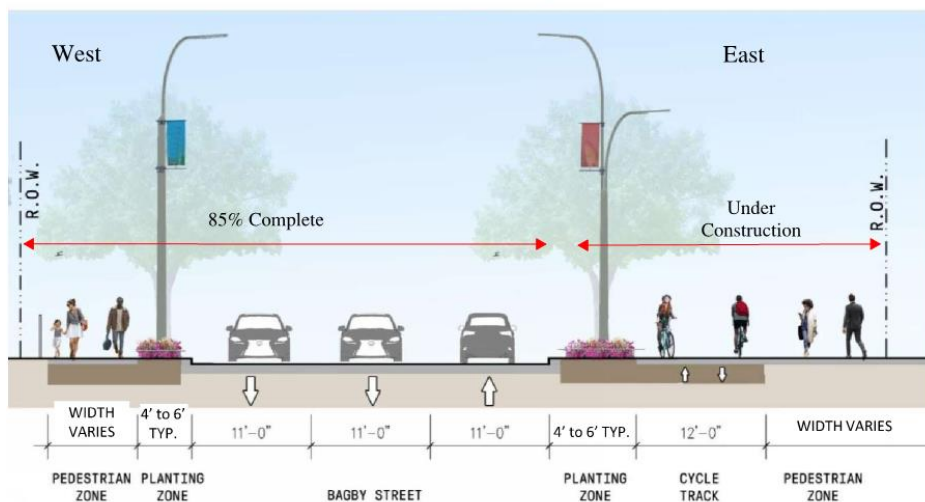
Work scheduled on west side of Bagby:

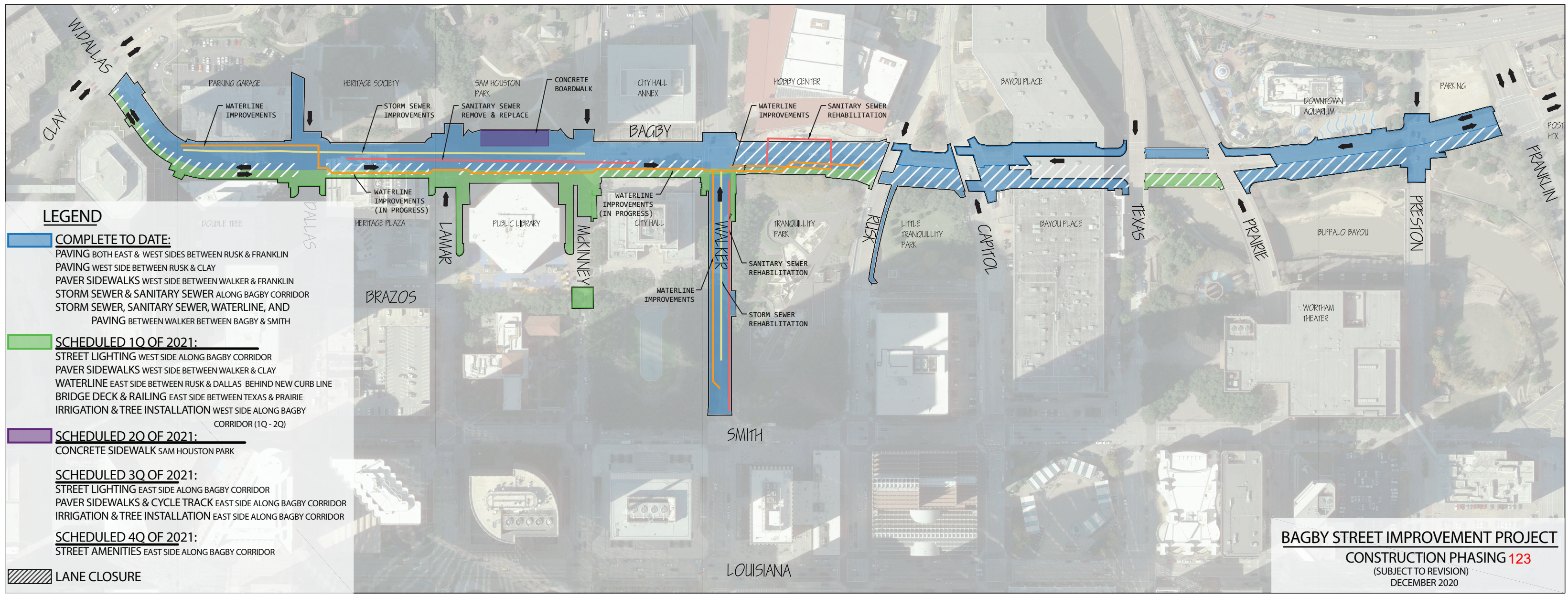
- Installation of new Bagby signature street lighting (1st Qtr 2021)
- Paver sidewalks from Walker to Clay (1st Qtr 2021)
- Irrigation and tree installation (1st– 2nd Qtr 2021)
- Concrete boardwalk at Sam Houston Park (2nd Qtr 2021)

Work scheduled on east side of Bagby:

- Completion of new 12” waterline behind new curb line on Bagby from Rusk-Dallas (1st Qtr 2021)
- Bridge deck expansion and new vehicular rated crash railings (1st Qtr 2021)
- Paver sidewalks and delineated off-street cycle track (3rd Qtr 2021)
- Installation of new Bagby signature street lighting (3rd Qtr 2021)
- Irrigation and tree installation (3rd Qtr 2021)
- Streetscape amenities – landscaping, electrical, lighting, wayfinding, etc. (4th Qtr 2021)

It is a project goal to be complete with the Bagby Street Improvements Project before December 15, 2021, approximately three months ahead of the current contractual completion date.





LEGEND

COMPLETE TO DATE:

- PAVING BOTH EAST & WEST SIDES BETWEEN RUSK & FRANKLIN
- PAVING WEST SIDE BETWEEN RUSK & CLAY
- PAVER SIDEWALKS WEST SIDE BETWEEN WALKER & FRANKLIN
- STORM SEWER & SANITARY SEWER ALONG BAGBY CORRIDOR
- STORM SEWER, SANITARY SEWER, WATERLINE, AND PAVING BETWEEN WALKER BETWEEN BAGBY & SMITH

SCHEDULED 1Q OF 2021:

- STREET LIGHTING WEST SIDE ALONG BAGBY CORRIDOR
- PAVER SIDEWALKS WEST SIDE BETWEEN WALKER & CLAY
- WATERLINE EAST SIDE BETWEEN RUSK & DALLAS BEHIND NEW CURB LINE
- BRIDGE DECK & RAILING EAST SIDE BETWEEN TEXAS & PRAIRIE
- IRRIGATION & TREE INSTALLATION WEST SIDE ALONG BAGBY CORRIDOR (1Q - 2Q)

SCHEDULED 2Q OF 2021:

- CONCRETE SIDEWALK SAM HOUSTON PARK

SCHEDULED 3Q OF 2021:

- STREET LIGHTING EAST SIDE ALONG BAGBY CORRIDOR
- PAVER SIDEWALKS & CYCLE TRACK EAST SIDE ALONG BAGBY CORRIDOR
- IRRIGATION & TREE INSTALLATION EAST SIDE ALONG BAGBY CORRIDOR

SCHEDULED 4Q OF 2021:

- STREET AMENITIES EAST SIDE ALONG BAGBY CORRIDOR

LANE CLOSURE

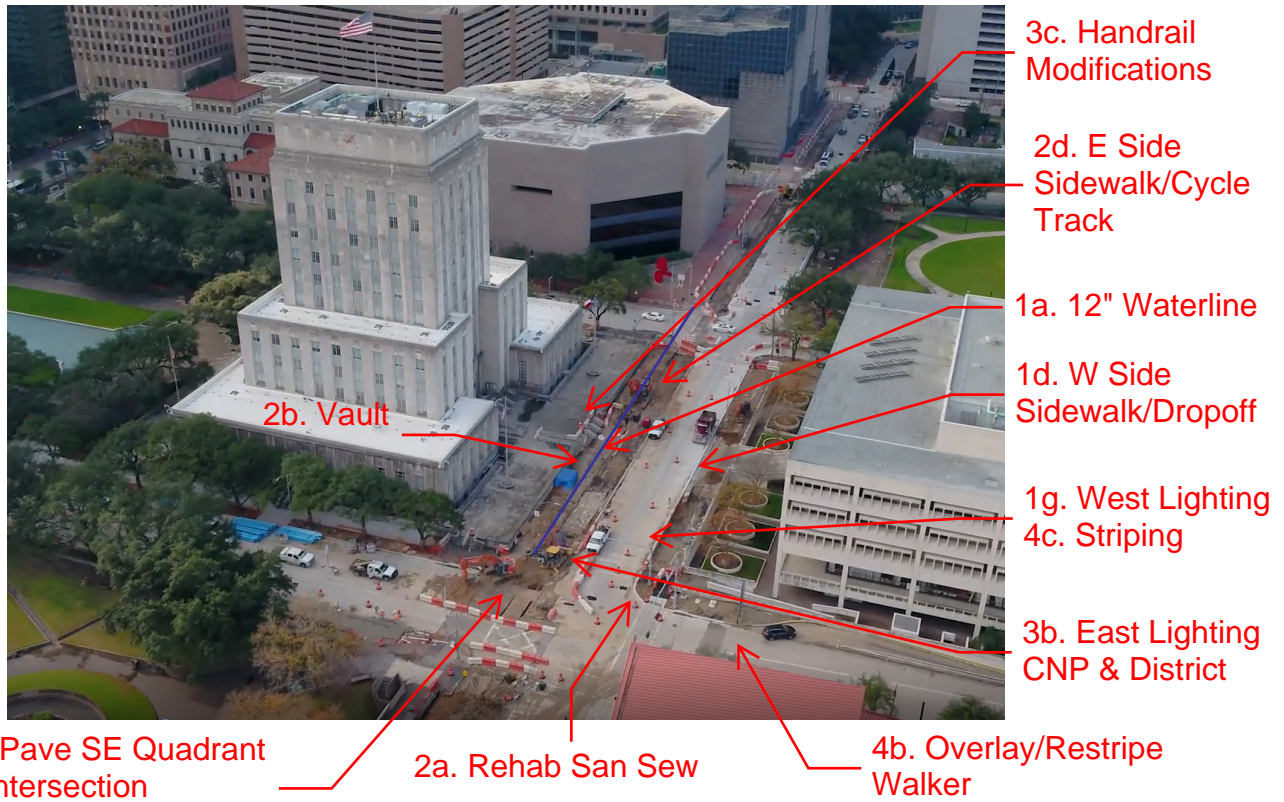
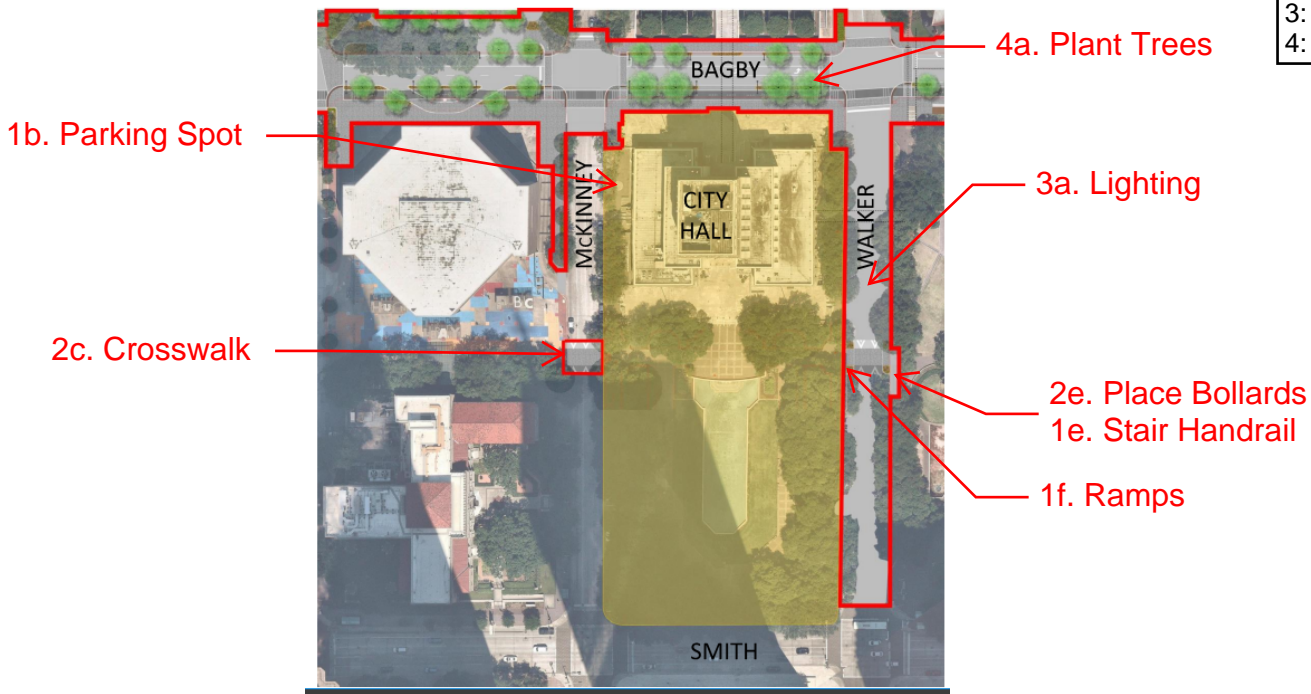
BAGBY STREET IMPROVEMENT PROJECT

CONSTRUCTION PHASING 123

(SUBJECT TO REVISION)
DECEMBER 2020

Exhibit to City Hall Block Schedule

Key	
1:	1Q 2021
2:	2Q 2021
3:	3Q 2021
4:	4Q 2021





Downtown Trails Project Construction Update – 12.22.2020

BBP Segment

Construction on the BBP segment is proceeding according to schedule. Initial excavation and regrading work on Block 6 allowed the contractor to access the area beneath the Inmate Processing Center (IPC) and the Wilson Building. Preliminary foundation work under the IPC has been completed. The contractor is now proceeding with wall, ductwork, and equipment demolition work in the Wilson Building. Removal of the floor slabs and beams will commence at the beginning of the new year. Once demolition work is complete, the contractor can proceed with the trail construction underneath the IPC and within the Wilson Building.

Harris County Flood Control District's contractor is proceeding with demolition and bank stabilization on the Meat Packing Building site with work expected to be complete in February. Once their work is complete, our contractor can proceed with trail construction through that site as well as San Jacinto bridge lighting work.

Overall, the BBP segment is scheduled to be complete in May 2021.

HPB Segment

HPB has faced several issues that have caused delays on their segment. Initially, their contractor discovered an abandoned rail line and two underground fuel storage tanks on Block 6 that required remediation and disposal. Soil stability issues on Block 6 also prevented their contractor from accessing part of the site to construct a required sheet pile wall. They have just resolved the soil stability issue and will now be able to proceed with work on Block 6.

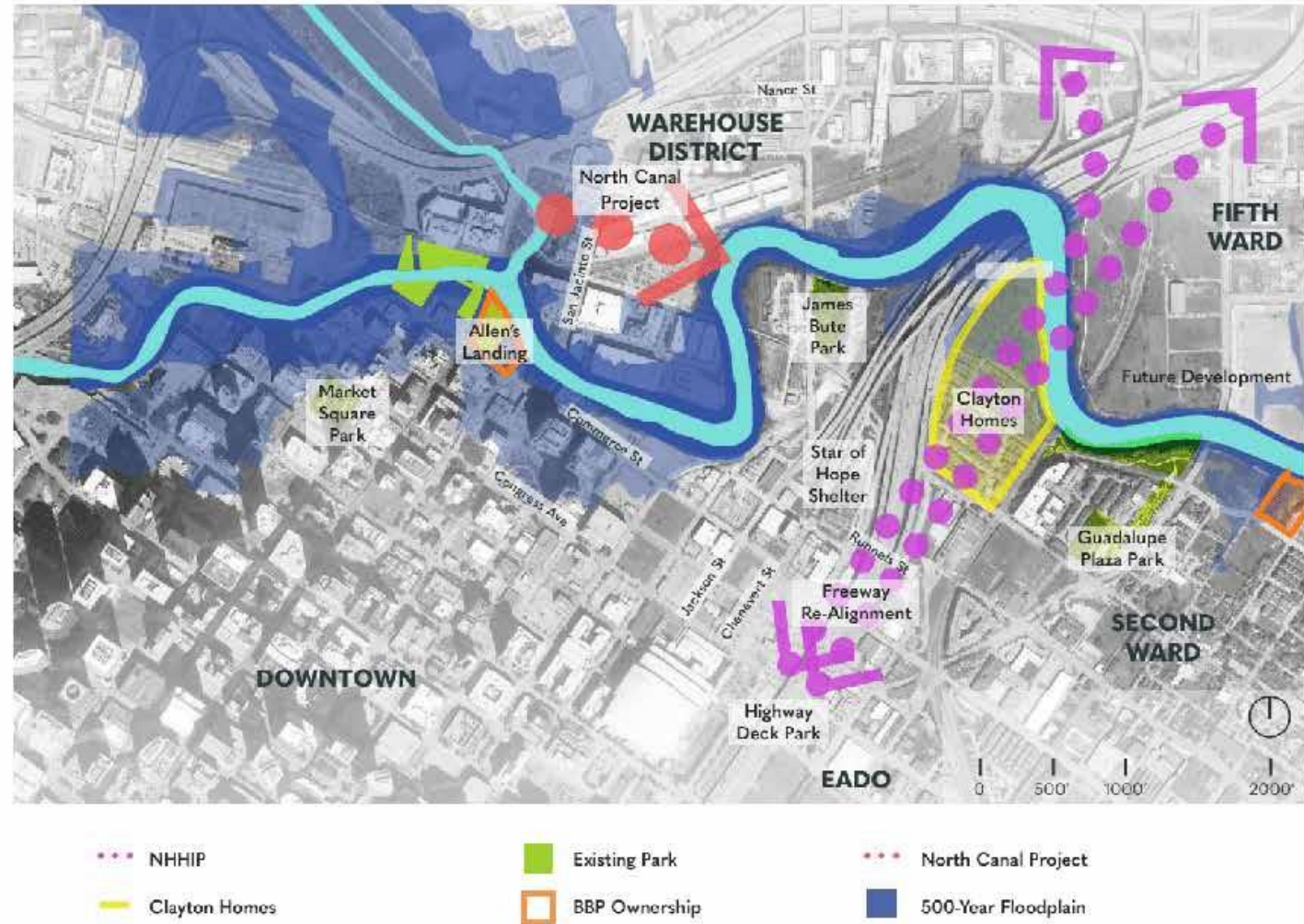
HPB is also facing interrelated issues of a failing bulkhead, slope failure, and soil contamination on Block 7 and an adjacent parcel owned by Harris County. Prior to the commencement of construction, a bayou bulkhead on the Harris County parcel showed signs of failure. Once work began in the area, construction activity exacerbated the bulkhead problem resulting in a complete slope failure in the area. The slope failure also exposed a significant soil contamination on the Harris County site. As the root cause for all the problems seems to originate on the County's parcel, the County has taken over determining solutions to addressing all three issues moving forward. HPB has paused construction in the area until the County identifies how they will resolve the issues.

Once our contractor begins work again on Block 6, we will have a clear understanding of the schedule delays for that portion of the HPB segment. The schedule impact of the failing bulkhead, soil contamination, and slope failure is unknown until the County determines solutions to address the issues.



Impact of Major Infrastructure Projects

- Allen's Landing currently marks the eastern limit of the existing Downtown trail system.
- TxDOT's North Houston Highway Improvement Project (NHHIP) will significantly reroute major freeways around Downtown and change Buffalo Bayou bank conditions.
- The proposed Downtown deck park over the reconstructed freeway between Downtown and EaDo will alter access routes to the Bayou.
- The North Canal, a planned hydrological connection between White Oak and Buffalo bayous, and other flood and erosion mitigation measures will improve new and existing waterfront areas.
- As the Bayou moves east from Downtown, its banks become steeper, and fewer parcels fall within the 500-year floodplain.
- Bank erosion is extensive throughout the area with some stretches of the embankments shifting almost 100 feet during Hurricane Harvey.





Wilson Building



Demolition in the
Wilson Building





View underneath IPC Building



Trail foundations
underneath IPC
Building



View underneath IPC Building



IPC Building

Grading on Block 6





PostHTX Update

Schematics



POST



Construction



Rooftop



LYNN
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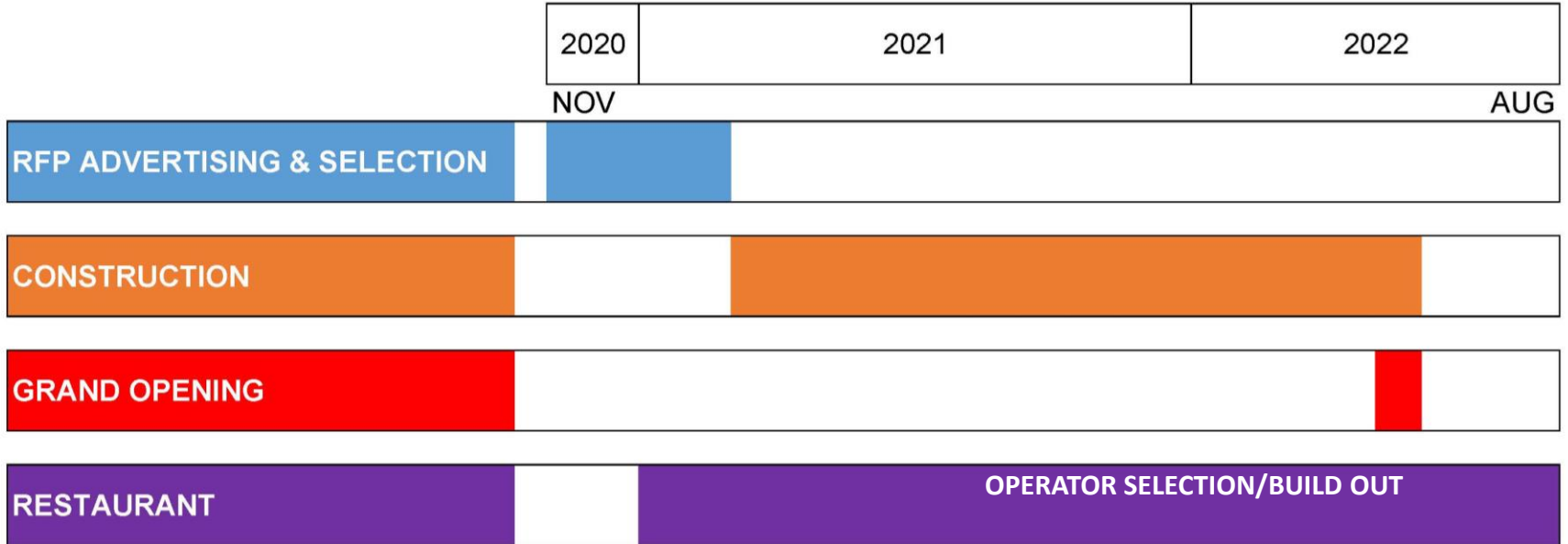


**LYNN
WYATT
SQUARE**

FOR THE
PERFORMING ARTS



Project Schedule



TAB 5



Downtown Redevelopment Authority

Tax Increment Reinvestment Zone #3

2021 Schedule of Board of Directors Meetings

Meetings will be scheduled virtually on the second Tuesday of each month, **unless otherwise indicated**, and are to be held from 12:00 p.m. to 1:30 p.m. in the Downtown Redevelopment Authority's offices at 2 Houston Center, 909 Fannin, Suite 1650, in the Large Conference Room.

January 12
February 9
March 9
April 13
May 11
June 8

July 13
August 10
September 14
October 12
November 9
December 14

2021 Schedule of Capital Projects Committee Meetings

All meetings are scheduled on the fourth Wednesday of each month, **unless otherwise indicated**, and are to be held from 12:00 p.m. to 1:30 p.m. in the Downtown Redevelopment Authority's offices at 2 Houston Center, 909 Fannin, Suite 1650, in the Large Conference Room.

January 27
February 24
March 24
April 28
May 26
June 23

July 28
August 25
September 22
October 27
November 24
December 22

2021 Schedule of Economic Development Committee Meetings

All meetings are scheduled on the fourth Friday of each month, **unless otherwise indicated**, and are to be held from 12:00 p.m. to 1:30 p.m. in the Downtown Redevelopment Authority's offices at 2 Houston Center, 909 Fannin, Suite 1650, in the Large Conference Room.

January 22
February 26
March 26
April 23
May 28
June 25

July 23
August 27
September 24
October 22
November 26
December 17

2021 Schedule of Budget and Finance Committee Meetings

All meetings are held as needed and are to be held from 12:00 p.m. to 1:30 p.m. in the Downtown Redevelopment Authority's offices at 2 Houston Center, 909 Fannin, Suite 1650, in the Large Conference Room.

March 30
September 28

2021 Schedule of Executive Committee Meetings

Meetings are held as needed in the Downtown Redevelopment Authority's offices at 2 Houston Center, 909 Fannin, Suite 1650, in the Large Conference Room.

**Tentative and/or Board Vacation (July & December)*

Lunch will be provided and served at noon.

For additional information, contact:

Virginia Oviedo

Administrative Assistant

virginia@downtowntirz.com

**Downtown Redevelopment Authority/TIRZ #3
Committee Roster 2021**

<u>Position</u>	<u>Director</u>	<u>EDC</u>	<u>BFC</u>	<u>CPC</u>	<u>EC</u>	<u>Exp.</u>
1	Curtis Flowers – Chair	X	X-C		X-C	
2	Sherman Lewis III					
3	Michele Sabino – Vice Chair	X			X	
4	Keith Hamm – Treasurer	X-C	X		X	
5	Regina Garcia	X				
6	William Kennerly		X			
7	Bruce Austin			X		
8	James Harrison			X		
9	Barry Mandel – Secretary			X-C	X	