



Downtown
Redevelopment
Authority

Board of Directors Meeting
December 12, 2023

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
December 12, 2023

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

October 10, 2023

The Board of Directors (the “Board”) of the Downtown Redevelopment Authority (the “Authority”) convened in regular session, in person and open to the public, inside the Large Conference Room at the Authority’s office, located at 1221 McKinney Street, Suite 4250, Houston, TX 77010, on the 10th of October 2023, 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
Keith Hamm	Treasurer
Regina Garcia	Director
James Harrison	Director
Sherman Lewis	Director
Tiko Reynolds-Hausman	Director
William Taylor	Director

and all of said persons were present except for Secretary Mandel, and Directors Hausman and Lewis. Also present were Allen Douglas, Executive Director (“ED”); Kris Larson, President; Jana Gunter, Director of Finance; and staff members Brett DeBord, David Gwin, Luis Nunez, Jamie Perkins, Albert Sanchez, Ann Taylor and Candace Williams, all with the Authority; Algenita Davis and Ryan LeVessuer, consultants to the Authority; and Clark Lord, outside counsel to the Authority.

Also in attendance were guests and presenters Alyssa Hill with Carr, Riggs & Ingram; Hunter Gillaspie, Chris Law, and Zhendong (Jayden) Long with AECOM; Shreya Patel and Bao Tran with Harrison Kronberg; and Andrew Busker with the City of Houston’s Office of Economic Development.

DETERMINE QUORUM; CALL TO ORDER

Chair Flowers conducted a roll call and quorum was established. The meeting was called to order at 12:10 PM.

INTRODUCTION OF GUESTS AND PUBLIC COMMENTS

Chair Flowers invited meeting attendees to introduce themselves and welcomed all. Next, he asked if there were any comments from the public. There were no comments from the public.

MINUTES OF PREVIOUS MEETING

The Board considered approving the minutes of the September 12, 2023 regular joint board meeting. A request for a revision to page 4 was made. In the paragraph under the heading “*Next Meetings*”, the date “*September 12, 2023*” needs to change to “*October 12, 2023*”. This revision was noted and will show the October date in the final signed minutes.

Chair Flowers then called for a motion, moved by Director Harrison, and seconded by Vice Chair Sabino, and the minutes of the September 12, 2023 regular joint board meeting were approved as revised.

FINANCE & ADMINISTRATION

Check Register - September 2023

Chair Flowers asked Jana Gunter to provide the finance and administration updates. Ms. Gunter shared highlights from the check register for the month of September 2023. Questions were asked and answered.

A motion to accept the September 2023 check register was entertained by Chair Flowers; moved by Director Harrison, seconded by Treasurer Hamm, and the September check register was accepted as presented.

Financial Statements – 1Q24

Chair Flowers invited Jana to continue and she shared highlights from the 1Q24 Financial Statements. Ms. Gunter then asked if there were any questions or comments. There were no questions or comments. A motion to accept the 1Q24 Financial Statements was called by Chair Flowers; moved by Director Harrison, and seconded by Treasurer Hamm, and 1Q24 Financial Statements were accepted as presented.

Investment Report – 1Q24

Ms. Gunter continued and provided updates from the 1Q24 Investment Report, then called for questions. There were no questions or comments. Chair Flowers called for a motion to accept the 1Q24 Investment Report; moved by Treasurer Hamm, seconded by Director Garcia, and the 1Q24 Investment Report was accepted as presented.

Draft FY23 Audited Financial Report

Chair Flowers had Ms. Gunter continue, and she introduced Alyssa Hill with Carr, Riggs & Ingram. Together, they reviewed and opened discussion on the draft FY23 Audit Report for the Authority. Questions were raised and answered, then President Larson recognized and thanked Ms. Gunter and her team for their hard work on another successful audit. Upon a motion duly made by Director Harrison, and seconded by Treasurer Hamm, the Board accepted the draft FY23 Audit Report as presented.

AECOM FINDINGS ON ADAPTIVE REUSE/OFFICE CONVERSION FEASIBILITY PROJECT

ED Douglas opened discussion and invited Hunter Gillespie and Chris Law of AECOM to share a presentation on their findings for the adaptive reuse/office conversion feasibility project. Misters Gillespie and Law gave a thorough presentation, which contained detail related to market context, methodology and AECOM's recommendations on moving forward with the project. A lengthy discussion ensued, and questions were asked and answered. ED Douglas concluded by noting AECOM's full report will be available later in the month and further discussion will occur when AECOM shares this same content at the October 18th Thrive Committee meeting. No action was required.

STRATEGIC ALIGNMENT UPDATES

President Larson provided an overview of the prior month's progress on cross-organizational Strategic Initiatives. Questions were asked and answered. No action was needed.

OTHER BUSINESS

Chair Flowers reminded the Board of the 2023 State of Downtown/Annual Meeting scheduled for Thursday, November 2nd. No further business was brought forth before the Board.

NEXT MEETINGS

Chair Flowers announced dates for upcoming Board and Committee meetings as follows:

- Enhance Downtown – Monday, **October 16th** at **12:00 PM**
- Connect Downtown – Tuesday, **October 17th** at **12:00 PM**
- Thrive Downtown – Wednesday, **October 18th** at **12:00 PM**
- Engage Downtown – Thursday, **October 19th** at **12:00 PM**
- Board of Directors – Tuesday, **November 14th** at **12:00 PM**

ADJOURNMENT

There being no further business to come before the Board, a motion was called to adjourn at 1:44 PM.

Barry Mandel, Secretary
Downtown Redevelopment Authority
("Authority")

**MINUTES OF THE REGULAR MEETING
OF THE
TAX INCREMENT REINVESTMENT ZONE NUMBER THREE**

October 10, 2023

The Board of Directors (the "Board") of the Tax Increment Reinvestment Zone Number Three (the "Zone") convened in regular session, in person and open to the public, inside the Large Conference Room at the Zone's office, located at 1221 McKinney Street, Suite 4250, Houston, TX 77010, on the 10th of October 2023, 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
Keith Hamm	Treasurer
Regina Garcia	Director
James Harrison	Director
Sherman Lewis	Director
Tiko Reynolds-Hausman	Director
William Taylor	Director

and all of said persons were present except for Secretary Mandel, and Directors Hausman and Lewis. Also present were Allen Douglas, Executive Director ("ED"); Kris Larson, President; Jana Gunter, Director of Finance; and staff members Brett DeBord, David Gwin, Luis Nunez, Jamie Perkins, Albert Sanchez, Ann Taylor and Candace Williams, all with the Zone; Algenita Davis and Ryan LeVessuer, consultants to the Zone; and Clark Lord, outside counsel to the Zone.

Also in attendance were guests and presenters Alyssa Hill with Carr, Riggs & Ingram; Hunter Gillaspie, Chris Law, and Zhendong (Jayden) Long with AECOM; Shreya Patel and Bao Tran with Harrison Kronberg; and Andrew Busker with the City of Houston's Office of Economic Development.

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FINANCE & ADMINISTRATION

Check Register - September 2023

Chair Flowers asked Jana Gunter to provide the finance and administration updates. Ms. Gunter shared highlights from the check register for the month of September 2023. Questions were asked and answered.

A motion to accept the September 2023 check register was entertained by Chair Flowers; moved by Director Harrison, seconded by Treasurer Hamm, and the September check register was accepted as presented.

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Chair Flowers invited Jana to continue and she shared highlights from the 1Q24 Financial Statements. Ms. Gunter then asked if there were any questions or comments. There were no questions or comments. A motion to accept the 1Q24 Financial Statements was called by Chair Flowers; moved by Director Harrison, and seconded by Treasurer Hamm, and 1Q24 Financial Statements were accepted as presented.

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Draft FY23 Audited Financial Report

Chair Flowers had Ms. Gunter continue, and she introduced Alyssa Hill with Carr, Riggs & Ingram. Together, they reviewed and opened discussion on the draft FY23 Audit Report for the Zone. Questions were raised and answered, then President Larson recognized and thanked Ms. Gunter and her team for their hard work on another successful audit. Upon a motion duly made by Director Harrison, and seconded by Treasurer Hamm, the Board accepted the draft FY23 Audit Report as presented.

AECOM FINDINGS ON ADAPTIVE REUSE/OFFICE CONVERSION FEASIBILITY PROJECT

ED Douglas opened discussion and invited Hunter Gillespie and Chris Law of AECOM to share a presentation on their findings for the adaptive reuse/office conversion feasibility project. Misters Gillespie and Law gave a thorough presentation, which contained detail related to market context, methodology and AECOM's recommendations on moving forward with the project. A lengthy discussion ensued, and questions were asked and answered. ED Douglas concluded by noting AECOM's full report will be available later in the month and further discussion will occur when AECOM shares this same content at the October 18th Thrive Committee meeting. No action was required.

STRATEGIC ALIGNMENT UPDATES

President Larson provided an overview of the prior month's progress on cross-organizational Strategic Initiatives. Questions were asked and answered. No action was needed.

OTHER BUSINESS

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- Engage Downtown – Thursday, **October 19th** at **12:00 PM**
- Board of Directors – Tuesday, **November 14th** at **12:00 PM**

ADJOURNMENT

There being no further business to come before the Board, a motion was called to adjourn at 1:44 PM.

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

Check register for October 2023



- Total checks issued in October 2023 were \$1.5M
 - Main Lane Industries
 - Retainage Payout - \$470,522
 - DLI Payments
 - SPUS9 HSTN South Tower LP - \$306,575
 - SPUS9 HSTN North Tower LP - \$305,569
 - Gener8tor Management
 - Economic Development Grant - \$250,000
 - Central Houston, Inc.
 - Administrative Contractors - \$115,120



Check register for November 2023

- Total checks issued in November 2023 were \$614K
 - DLI Payments
 - HM Market Square, LLC - \$369,233
 - Central Houston, Inc.
 - Administrative Contractors - \$120,635
 - Buffalo Bayou Partnership
 - Downtown Trail - \$58,346
 - AECOM Technical Services, Inc.
 - Office Conversion Study - \$51,000
 - Main Lane Industries
 - Trebly Park - \$11,916

DRA/ TIRZ #3 PAID INVOICE DETAIL: OCT 2023

OPERATING ACCOUNT			
PAYEE	CHECK	MEMO	AMOUNT
Central Houston, Inc	3102	Payroll	\$ 115,120.10
SPUS9 HSTN South Tower LP	3106	DLI Payout	\$ 306,575.00
SPUS9 HSTN NorthTower LP	3107	DLI Payout	\$ 305,569.00
Bracewell LLP	7128289	General counsel	\$ 1,407.50
Main Lane Industries	7128293	Bagby Street Improvement Project	\$ 470,522.32
Gener8tor Management	77128291	gBETA sponsorship	\$ 250,000.00
Ryan M. LeVasseur	8599134	Professional services - August 2023	\$ 20,000.00
Ryan M. LeVasseur	8613839	Professional services - September 2023	\$ 20,000.00
Bee-Line Delivery Service	8613841	Courier services	\$ 34.46
W.M. Jones & Company	9330599	Endorsement adding McKinney+Main St.	\$ 462.00
Quiddity Engineering, LLC	9330601	Professional services Sept 2023-Oct 2023	\$ 1,221.51
		GRAND TOTAL:	\$ 1,490,911.89

MAIN STREET MARKET SQUARE
 AP Check Register (Current by Bank)
 Check Dates: 11/1/2023 to 11/30/2023

Check No.	Date	Status*	Vendor ID	Payee Name	Amount
BANK ID: OP - JPMORGAN CHASE BANK, N.A.					101.000
* 3108	11/01/23	P	3025	CENTRAL HOUSTON, INC	\$120,634.53
*					
3114	11/20/23	P	3650	HM MARKET SQUARE, LLC	\$369,233.00
* 2305923	11/14/23	M	2100	BUFFALO BAYOU PARTNERSHIP	\$58,346.21
*					
* 2305925	11/14/23	M	1175	AECOM TECHNICAL SERVICES, INC	\$51,000.00
*					
* 235927	11/15/23	M	6015	MAIN LANE INDUSTRIES	\$11,916.16
*					
* 651140	11/07/23	M	3000	CARR RIGGS & INGRAM	\$2,500.00
*					
BANK OP REGISTER TOTAL:					\$613,629.90
GRAND TOTAL :					\$613,629.90

* Check Status Types: "P" - Printed ; "M" - Manual ; "V" - Void (Void Date) ; "A" - Application; "E" - EFT

** Denotes broken check sequence.



Tax Increment Reinvestment Zone #3

2024 Schedule of Board of Directors Meetings

Meetings will be held on the ***second Tuesday*** of each month from 12:00 - 1:30 p.m. in the DRA/TIRZ #3's office, located at 1221 McKinney Street, Suite 4250, inside the H-Town Conference Room, **unless otherwise indicated.**

January 9	<i>July 9*</i>
February 13	August 13
March 12	September 10
April 9	October 8
May 14	November 12
June 11	<i>December 10*</i>

**Tentative (July & December)*

2024 Schedule of the **Enhance Downtown Committee Meetings**

Meetings will be held on the ***third Monday*** of each month from 12:00 - 1:30 p.m. in the DRA/TIRZ #3's office, located at 1221 McKinney Street, Suite 4250, inside the H-Town Conference Room, **unless otherwise indicated.**

2024 Schedule of the **Connect Downtown Committee Meetings**

Meetings will be held on the ***third Tuesday*** of each month from 9:00 - 10:00 a.m. in the DRA/TIRZ #3's office, located at 1221 McKinney Street, Suite 4250, inside the H-Town Conference Room, **unless otherwise indicated.**

2024 Schedule of the **Thrive Downtown Committee Meetings**

Meetings will be held on the ***third Wednesday*** of each month from 12:00 - 1:30 p.m. in the DRA/TIRZ #3's office, located at 1221 McKinney Street, Suite 4250, inside the H-Town Conference Room, **unless otherwise indicated.**

2024 Schedule of the **Stakeholder Engagement Committee Meetings**

Meetings will be held on the ***third Thursday*** of each month from 12:00 - 1:30 p.m. in the DRA/TIRZ #3's office, located at 1221 McKinney Street, Suite 4250, inside the H-Town Conference Room, **unless otherwise indicated.**

2023 Schedule of Budget and Finance Committee Meetings

Meetings are held **at least twice** a year from 12:00 – 1:30 p.m. in the DRA/TIRZ #3's office, located at 1221 McKinney Street, Suite 4250, inside the H-Town Conference Room, **unless otherwise indicated.**

March 26

September 24

2024 Schedule of Executive Committee Meetings

Meetings are held on an **as needed basis** in the DRA/TIRZ #3's office, located at 1221 McKinney Street, Suite 4250, inside the H-Town Conference Room, **unless otherwise indicated.**

For additional information, contact:

Jamie Perkins

Executive Assistant & Paralegal

jamie@downtowntirz.com

PROJECT NAME	SCI Headquarters Infrastructure & Resiliency Project Proposal
REQUEST	Through recommendation of the Executive Committee, the Committee requests the DRA Board of Directors consider SCI's request for DRA/TIRZ3 financial assistance – through incremental tax reimbursement in line with the Board's Development Agreements Policies and Guidelines – to cover specific infrastructure and resiliency components integral to SCI's construction project to build a new headquarters on their property along Allen Parkway. These proposed infrastructure and resiliency components have established beneficial effect on the neighborhood watershed.
DESCRIPTION	SCI proposes to construct a new headquarters on part of approximately seven acres of land they own along Allen Parkway. The necessary precursor to the construction of the building is the preparation of infrastructure and resiliency components. SCI proposes a new storm sewer system built to the required Atlas-14 flood standards, detention vaults to ease the rate of runoff during storms, and bioswales on the property, all as part of the resiliency infrastructure components leading up to the construction of the SCI headquarters. SCI also proposes sidewalk and roadway infrastructure improvements concurrent or following the building construction. SCI has, through Walter P. Moore and other consultants, performed resiliency studies to establish the benefit of the resiliency infrastructure work to the public beyond the SCI property itself, benefits that encompass the area watershed. The construction is expected to increase the valuation of the parcel by at least \$150MM once completed. The estimated cost of the infrastructure and resiliency work is \$15,653,756.
PROJECT HISTORY	SCI had considered a more ambitious construction project in 2019 but have scaled back their proposal to focus on the headquarters construction and infrastructure work.
ACTION ITEM	Recommend the DRA Board review, discuss, and authorize staff to enter into negotiations with SCI to form a development agreement -- through incremental tax reimbursement in line with the Board's Development Agreements Policies and Guidelines -- to assist SCI in funding the cost of the specific infrastructure and resiliency components discussed in SCI's proposal for an amount not to exceed \$13,800,000.
CONTACTS	CHI: Kris Larson, President CHI: Allen Douglas, Chief Operating Officer & DRA Executive Director

PROJECT NAME	Assignment of existing Historic Preservation and Restoration Reimbursement Agreement - 202 Travis Street (aka the Cotton Exchange Building)
PROJECT PLAN	Current owner of the property located at 202 Travis Street, 808 FRANKLIN LLC (“Assignor”), request to assign real property rights to X CHANGE SOCIAL CLUB LP (“Assignee”); and assignment of existing Historic Preservation and Restoration Reimbursement Agreement between the City of Houston, 808 Franklin LLC, and the Downtown Redevelopment Authority.
REQUEST	Review request as presented.
DESCRIPTION	<p>The current owner 808 FRANKLIN LLC (managed by District Board Member, Angus Hughes) is looking to sell the property (located at 202 Travis Street, Houston, TX aka the Cotton Exchange Building) to X CHANGE SOCIAL CLUB LP (managed by Anh Mai).</p> <p>Anh Mai, through various partnerships and entities, has been involved with, developed, operated and own numerous restaurant and hospitality concepts in Houston. Some of Mai’s ventures include Bravery Chef Hall, located downtown inside the luxury high rise Aris Market Square apartments and Conservatory Food Hall & Beer Garden. Mai continues to promote local small businesses and introduce new concepts to the area.</p>
ACTION ITEM	Request full DRA Board approval for DRA to enter into the Assignment of Rights (Development Agreement) with 808 FRANKLIN LLC (the “Assignor”) and X CHANGE SOCIAL CLUB LP (the “Assignee”) and the City of Houston, related to the transfer of real property and the historic façade restoration of the property known as the Cotton Exchange Building (located at 202 Travis Street, Houston, TX 77002 (the “Property”).
CONTACTS	DRA: Allen Douglas, Executive Director 808 Franklin LLC: Angus Hughes, Manager John Moody, Jr., Moody Law Group, Council

ACTION ITEM: Assignment of Façade Grant – 202 Travis Street

ASSIGNMENT OF RIGHTS (DEVELOPMENT AGREEMENT)

THIS ASSIGNMENT OF RIGHTS (DEVELOPMENT AGREEMENT (the “Assignment”), is made by and among 808 FRANKLIN LLC, a Texas limited liability company (“Assignor”) and X CHANGE SOCIAL CLUB LP, a Texas limited partnership (“Assignee”).

BACKGROUND

A. Assignor is a party to that certain Historic Preservation and Restoration Reimbursement Agreement dated March 12, 2010, as amended and restated by the First Amended and Restated Historic Preservation and Restoration Reimbursement Agreement dated November 18, 2015 (as amended and restated, the “Development Agreement”), herewith by and among REINVESTMENT ZONE NUMBER THREE, CITY OF HOUSTON, TEXAS, a tax increment reinvestment zone created by the City of Houston, Texas, pursuant to Chapter 311 of the Texas Tax Code, as amended (the “Zone”), acting by and through its governing body, the Board of Directors, and DOWNTOWN REDEVELOPMENT AUTHORITY, a public non-profit local government corporation created pursuant to Chapter 431, Texas Transportation Code (the “Authority”), which Development Agreement generally relates to historic façade restoration of the 202 Travis, Houston, Texas (the “Property”).

B. Assignee has purchased the Property from Assignor.

C. All capitalized terms used herein and not specifically defined herein shall have the respective meanings for such terms as set forth in the Development Agreement.

D. Assignor and Assignee desire to evidence the assignment and assumption of Assignor' rights, title and interest in and to the Development Agreement to Assignee.

AGREEMENT

In consideration of \$10 and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by Assignor and Assignee, the parties hereto agree as follows:

1. Assignment. Assignor hereby assigns to Assignee all of Assignor's rights, title, interests in, to and under the Development Agreement.

2. Assumption. Assignee assumes all of Assignor’s rights, title and interest in, to and under the Development Agreement.

3. Indemnity. Assignee will indemnify, defend, and hold Assignor harmless from any loss, attorney's fees, expenses, or claims arising out of or related to Assignee's failure to perform any of the obligations of the Developer under the Developer Agreement after this date. Assignor will indemnify, defend, and hold Assignee harmless from any loss, attorney's fees,

expenses, or claims arising out of or related to Assignor's failure to perform any of the obligations of the Developer under the Developer Agreement before this date.

4. Façade Restoration. The Authority acknowledges that Assignor achieved Completion of the Façade Restoration and that no portion of the Project Costs are ineligible under the Act or inconsistent with the Project and Financing Plan. The Authority has paid Assignor the Façade Contribution of \$300,000.00 and Assignor acknowledges receipt. Assignor retains all rights to the Façade Contribution.

5. No Default. The Authority hereby represents and warrants to the benefit of Assignor and Assignee, and their respective successors and assigns, that: (i) no Trigger Events have occurred under the Development Agreement, and (ii) no default by any party to the Development Agreement exists in the performance of any obligation required under the Development Agreement, and no event has occurred which, with the passage of time or the giving of notice, would constitute a default by any party under the Development Agreement.

6. Release. Assignor is hereby released from all obligations under the Development Agreement and Assignee shall be solely responsible for all obligations of the Developer.

[Signatures to Follow on the Next Page]

EXECUTED in multiple counterpart originals effective as of the date of last execution by all parties set forth below.

ASSIGNOR:

808 FRANKLIN LLC,
a Texas limited liability company

By: _____
Angus S. Hughes, Manager

ASSIGNEE:

X CHANGE SOCIAL CLUB LP,
a Texas limited partnership

By: BuiltxNomads LLC
a Texas limited liability company
Its: General Partner

By: _____
Lam Nguyen Mai, Managing Member

By: Bhutane GP, LLC
a Texas limited liability company
Its: General Partner

By: _____
Lam Nguyen Mai, Manager

The undersigned parties to the Development Agreement consent and agree to the foregoing assignment.

**REINVESTMENT ZONE NUMBER
THREE CITY OF HOUSTON, TEXAS**

By: _____
Chair

Date: _____

ATTEST:

By: _____
Secretary

**DOWNTOWN REDEVELOPMENT
AUTHORITY**

By: _____
Chair

Date: _____

ATTEST:

By: _____
Secretary

APPROVED:

CITY OF HOUSTON, TEXAS

By: _____

Name: _____

Title: _____

Date: _____

ATTEST:

, Secretary

PROJECT NAME	Assignment of existing Historic Preservation and Restoration Reimbursement Agreement – 402 Main Street
PROJECT PLAN	Current owner of the property located at 402 Main Street, 914 PRESTON LP (“Assignor”), request to assign real property rights to BHUTANE LP (“Assignee”); and assignment of existing Historic Preservation and Restoration Reimbursement Agreement between the City of Houston, 914 PRESTON LP, and the Downtown Redevelopment Authority.
REQUEST	Review request as presented.
DESCRIPTION	<p>The current owner 914 PRESTON LP (managed by District Board Member, Angus Hughes) is looking to sell the property (located at 402 Main Street, Houston, TX aka the Cotton Exchange Building) to BHUTANE LP (managed by Anh Mai).</p> <p>Anh Mai, through various partnerships and entities, has been involved with, developed, operated and own numerous restaurant and hospitality concepts in Houston. Some of Mai’s ventures include Bravery Chef Hall, located downtown inside the luxury high rise Aris Market Square apartments and Conservatory Food Hall & Beer Garden. Mai continues to promote local small businesses and introduce new concepts to the area.</p>
ACTION ITEM	Request full DRA Board approval for DRA to enter into the Assignment of Rights (Development Agreement) with 914 PRESTON LP (the “Assignor”) and BHUTANE LP (the “Assignee”) and the City of Houston, related to the transfer of real property and the historic façade restoration of the property known as the Cotton Exchange Building (located at 402 Main Street, Houston, TX 77002 (the “Property”).
CONTACTS	DRA: Allen Douglas, Executive Director 914 PRESTON LP: Angus Hughes, Manager John Moody, Jr., Moody Law Group, Council

ACTION ITEM: Assignment of Façade Grant – 402 Main Street

ASSIGNMENT OF RIGHTS (DEVELOPMENT AGREEMENT)

THIS ASSIGNMENT OF RIGHTS (DEVELOPMENT AGREEMENT (the “Assignment”), is made by and among 914 PRESTON LP, a Texas limited partnership (“Assignor”) and BHUTANE LP, a Texas limited partnership (“Assignee”).

BACKGROUND

A. Assignor is a party to that certain Historic Preservation and Restoration Reimbursement Agreement dated March 12, 2010, as amended and restated by the First Amended and Restated Historic Preservation and Restoration Reimbursement Agreement dated November 18, 2015 (as amended and restated, the “Development Agreement”), herewith by and among REINVESTMENT ZONE NUMBER THREE, CITY OF HOUSTON, TEXAS, a tax increment reinvestment zone created by the City of Houston, Texas, pursuant to Chapter 311 of the Texas Tax Code, as amended (the “Zone”), acting by and through its governing body, the Board of Directors, and DOWNTOWN REDEVELOPMENT AUTHORITY, a public non-profit local government corporation created pursuant to Chapter 431, Texas Transportation Code (the “Authority”), which Development Agreement generally relates to historic façade restoration of the 402 Main Street, Houston, Texas (the “Property”).

B. Assignee has purchased the Property from Assignor.

C. All capitalized terms used herein and not specifically defined herein shall have the respective meanings for such terms as set forth in the Development Agreement.

D. Assignor and Assignee desire to evidence the assignment and assumption of Assignor' rights, title and interest in and to the Development Agreement to Assignee.

AGREEMENT

In consideration of \$10 and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by Assignor and Assignee, the parties hereto agree as follows:

1. Assignment. Assignor hereby assigns to Assignee all of Assignor's rights, title, interests in, to and under the Development Agreement.

2. Assumption. Assignee assumes all of Assignor’s rights, title and interest in, to and under the Development Agreement.

3. Indemnity. Assignee will indemnify, defend, and hold Assignor harmless from any loss, attorney's fees, expenses, or claims arising out of or related to Assignee's failure to perform any of the obligations of the Developer under the Developer Agreement after this date. Assignor will indemnify, defend, and hold Assignee harmless from any loss, attorney's fees,

expenses, or claims arising out of or related to Assignor's failure to perform any of the obligations of the Developer under the Developer Agreement before this date.

4. Façade Restoration. The Authority acknowledges that Assignor achieved Completion of the Façade Restoration and that no portion of the Project Costs are ineligible under the Act or inconsistent with the Project and Financing Plan. The Authority has paid Assignor the Façade Contribution of \$569,810.00 and Assignor acknowledges receipt. Assignor retains all rights to the Façade Contribution.

5. No Default. The Authority hereby represents and warrants to the benefit of Assignor and Assignee, and their respective successors and assigns, that: (i) no Trigger Events have occurred under the Development Agreement, and (ii) no default by any party to the Development Agreement exists in the performance of any obligation required under the Development Agreement, and no event has occurred which, with the passage of time or the giving of notice, would constitute a default by any party under the Development Agreement.

6. Release. Assignor is hereby released from all obligations under the Development Agreement and Assignee shall be solely responsible for all obligations of the Developer.

[Signatures to Follow on the Next Page]

EXECUTED in multiple counterpart originals effective as of the date of last execution by all parties set forth below.

ASSIGNOR:

914 PRESTON LP,
a Texas limited partnership

By: **914 PRESTON GP LLC,**
Its General Partner

By: _____
Angus S. Hughes, Manager

ASSIGNEE:

BHUTANE LP,
a Texas limited partnership

By: Bhutane GP, LLC
a Texas limited liability company
Its: General Partner

By: _____
Name: Lam Nguyen Mai
Title: Manager

By: BuiltxNomads LLC,
a Texas limited liability company
Its: General Partner

By: _____
Name: Lam Nguyen Mai
Title: Member

The undersigned parties to the Development Agreement consent and agree to the foregoing assignment.

**REINVESTMENT ZONE NUMBER
THREE CITY OF HOUSTON, TEXAS**

By: _____
Chair

Date: _____

ATTEST:

By: _____
Secretary

**DOWNTOWN REDEVELOPMENT
AUTHORITY**

By: _____
Chair

Date: _____

ATTEST:

By: _____
Secretary

APPROVED:

CITY OF HOUSTON, TEXAS

By: _____

Name: _____

Title: _____

Date: _____

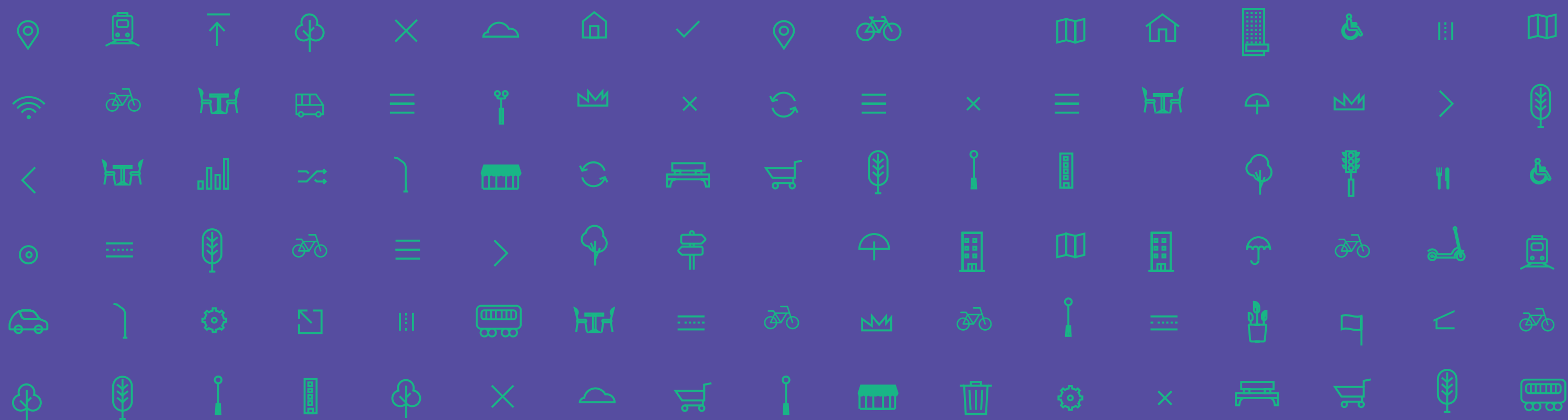
ATTEST:

, Secretary



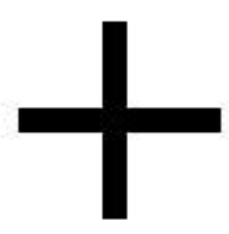
Morespace Main street 2.0

PRESENTED TO CENTRAL HOUSTON, INC
DECEMBER 2023



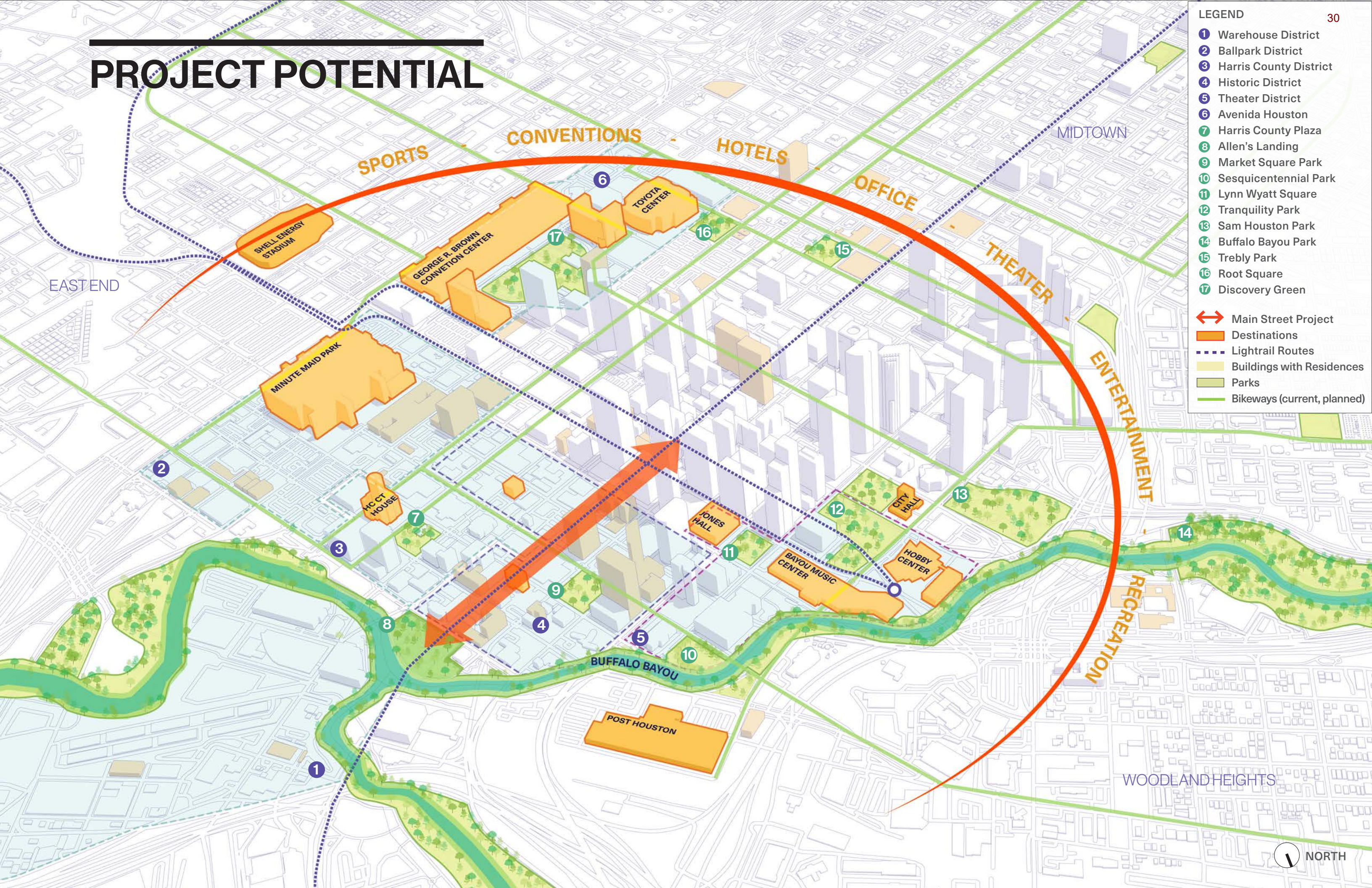
DOWNTOWN HOUSTON +

DOWNTOWN HOUSTON +



PROJECT POTENTIAL

- LEGEND 30
- 1 Warehouse District
 - 2 Ballpark District
 - 3 Harris County District
 - 4 Historic District
 - 5 Theater District
 - 6 Avenida Houston
 - 7 Harris County Plaza
 - 8 Allen's Landing
 - 9 Market Square Park
 - 10 Sesquicentennial Park
 - 11 Lynn Wyatt Square
 - 12 Tranquility Park
 - 13 Sam Houston Park
 - 14 Buffalo Bayou Park
 - 15 Trebly Park
 - 16 Root Square
 - 17 Discovery Green
- ↔ Main Street Project
 - Destinations
 - Lightrail Routes
 - Buildings with Residences
 - Parks
 - Bikeways (current, planned)



GOALS

Attract **more people** to
Downtown

Activate public realm day
and night

Comfortable spaces for
all ages, abilities, users

Ease of movement/ **safe
environments**

Establish a **fun and
enjoyable identity** for this
7-blocks of Main Street



ENGAGEMENT RECAP

22 stakeholder groups engaged

8 hrs of public workshops

330 people engaged

1,346 feedback points (dots, post-its, chips)



ENGAGEMENT RECAP

What we heard...



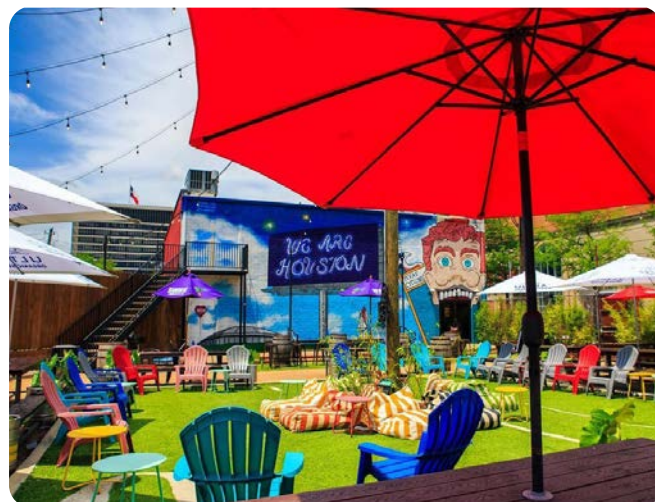
Main Street should be **ACTIVE** both day and night!

Downtown is **“home”** for many people



Main Street should be for **EVERYONE**, safe and accessible for all ages, abilities, and users

Vibrant and identifiable district, featuring the historic buildings and murals!



Shade and lighting!



Pop up food + events

Agencies

Houston Public Works
 Metro
 Centerpoint Energy
 Houston Fire Department
 Houston Police Department
 Houston Administration and Regulatory Affairs
 Mayor's Office of People with Disabilities
 Mayor's Office of Special Events

Stakeholders

Business Owners

- Little Dipper
- Flying Saucer
- Zenaku/Cherry
- Shake Shack

Property Owners

- Hines
- Dan Zimmerman
- UofH Downtown
- Midway

Main Street Hotels

- Hotel Icon
- AC Hotel
- JW Marriot
- Moxy

Other

- Buffalo Bayou Partnership
- Council Member Gallegos

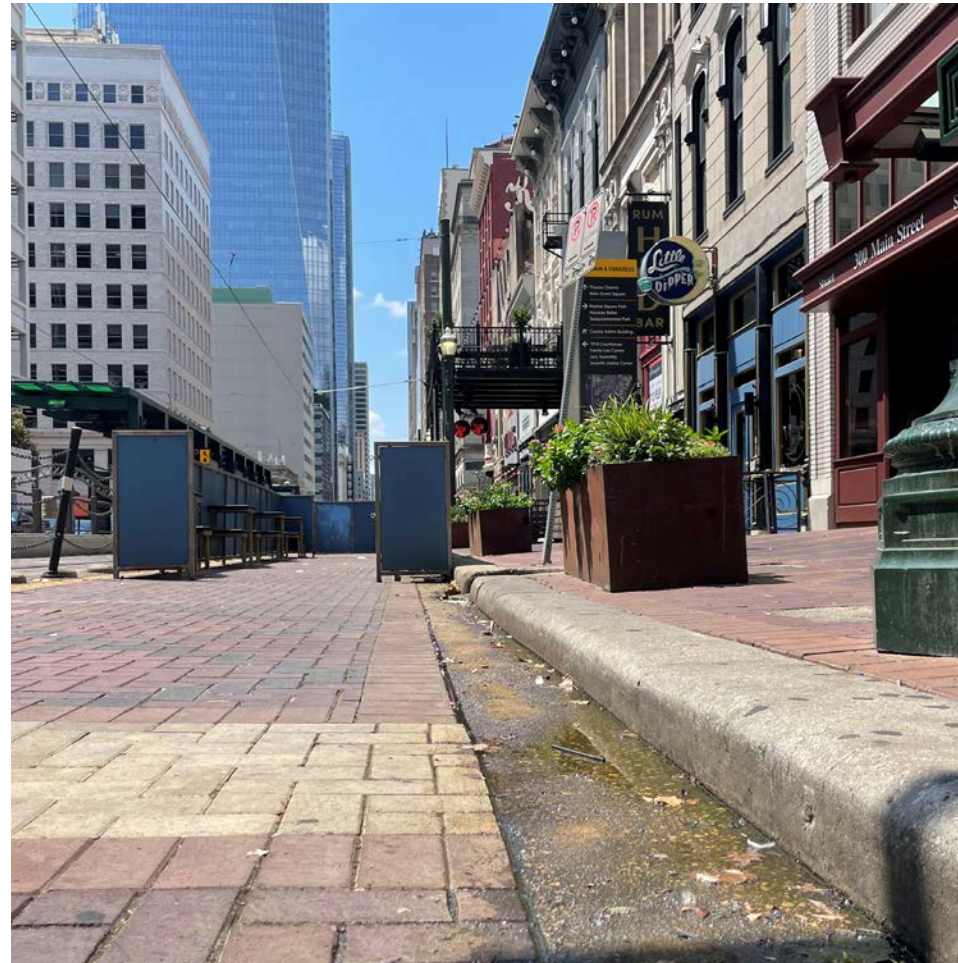
KEY CONSIDERATIONS

Maintenance



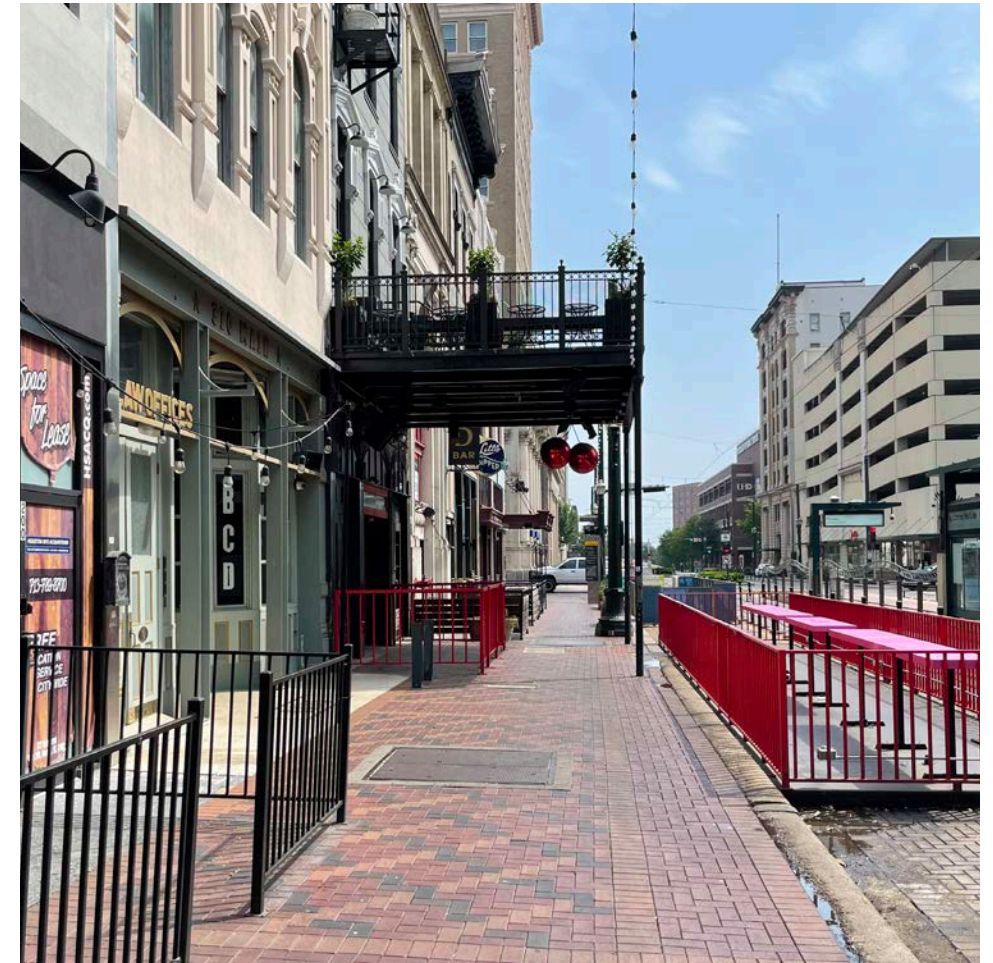
“Like the ideas, but who is going to take care of this?”

Accessibility



How to resolve the elevation change between drive lane and sidewalk?

Placemaking

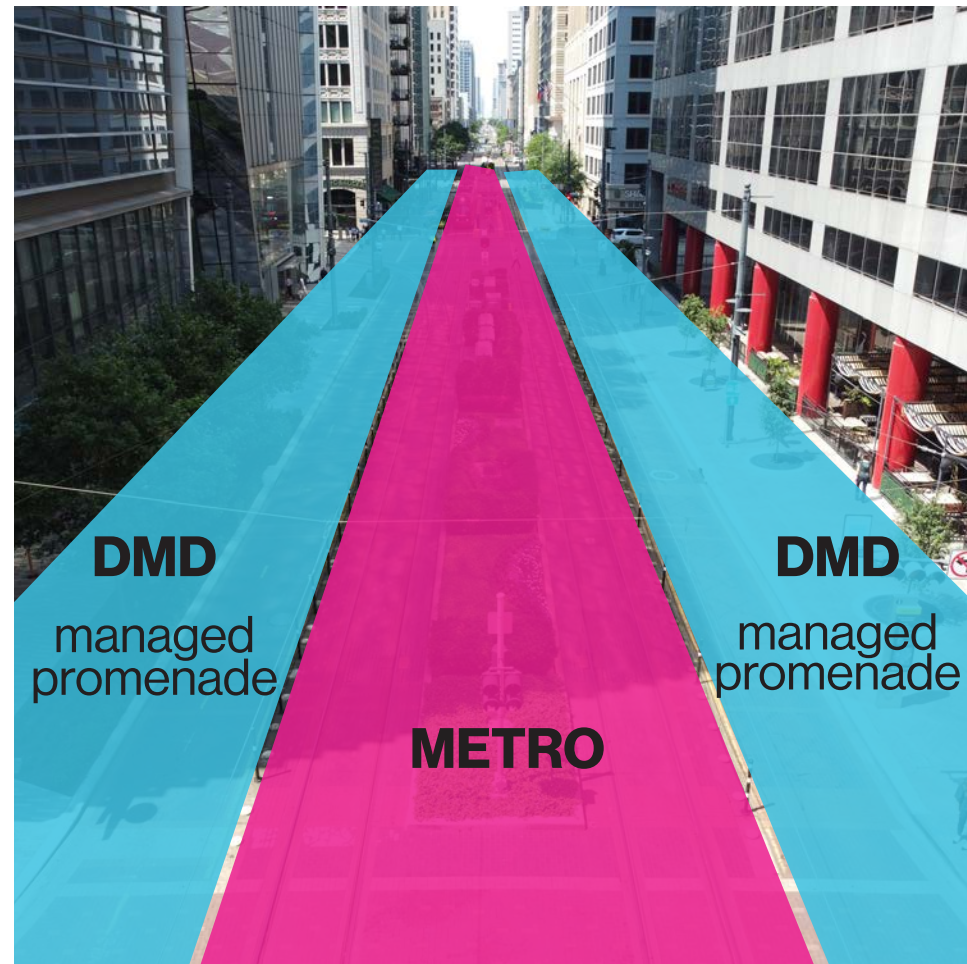


Strong interest in creating a District Identity and place.

Agency Priorities: Access for Operations, Emergency Response, & Public Safety

LEADING TO 3 BIG SHIFTS

Maintenance



Downtown Management District

To manage the public realm

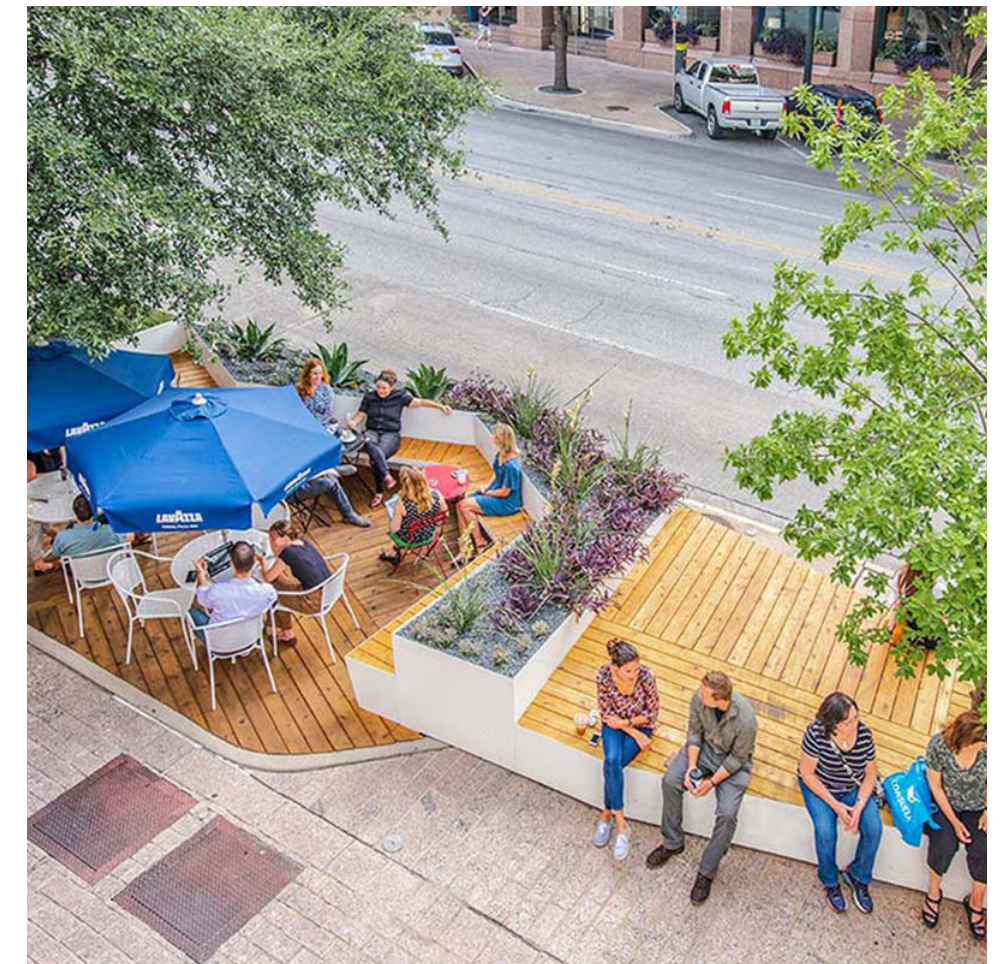
Accessibility



Raise the Street

To create a flush walking surface between drive lane and sidewalk

Placemaking



Create Outdoor Rooms

That are fun, flexible and comfortable

ENABLES THE NEW MAIN STREET EXPERIENCE



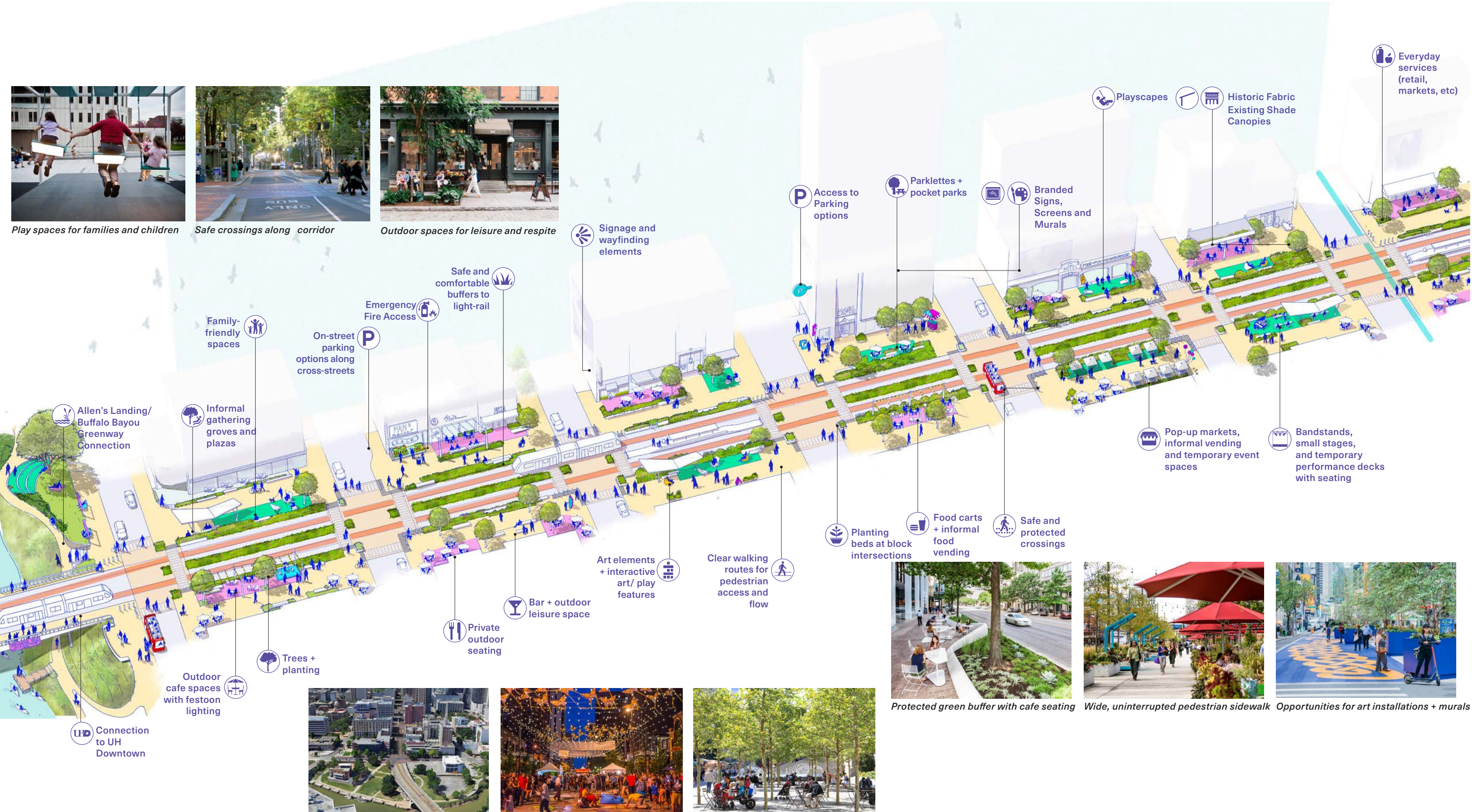
Play spaces for families and children



Safe crossings along corridor



Outdoor spaces for leisure and respite



Green space links to the bayou system



Night-time lighting and events programming



Community gathering plazas with shade



Protected green buffer with cafe seating



Wide, uninterrupted pedestrian sidewalk

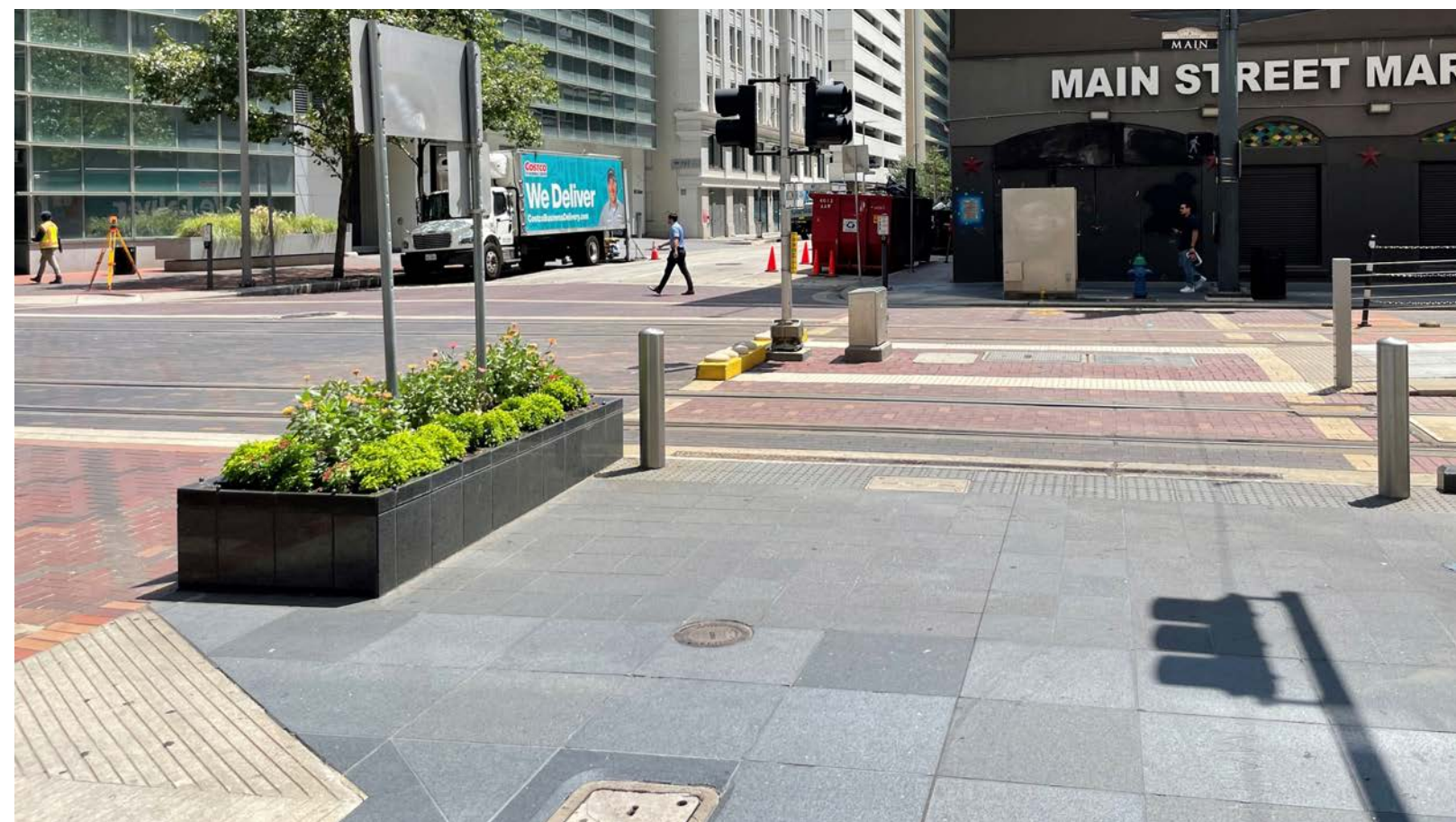


Opportunities for art installations + murals

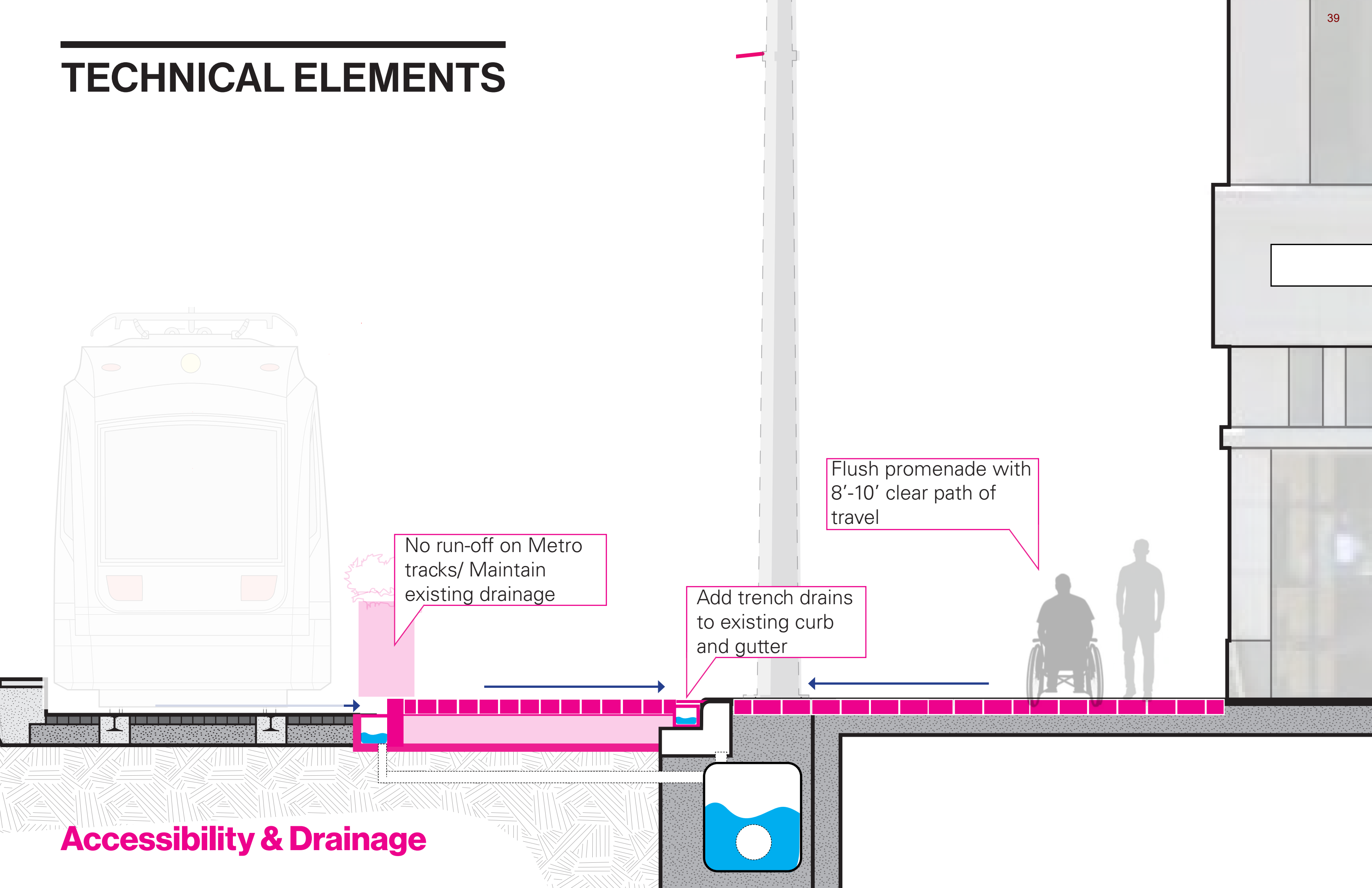
CELEBRATE THE GATEWAY AT ALLEN'S LANDING



SAFE CROSSINGS



TECHNICAL ELEMENTS



No run-off on Metro tracks/ Maintain existing drainage

Add trench drains to existing curb and gutter

Flush promenade with 8'-10' clear path of travel

Accessibility & Drainage

TECHNICAL ELEMENTS

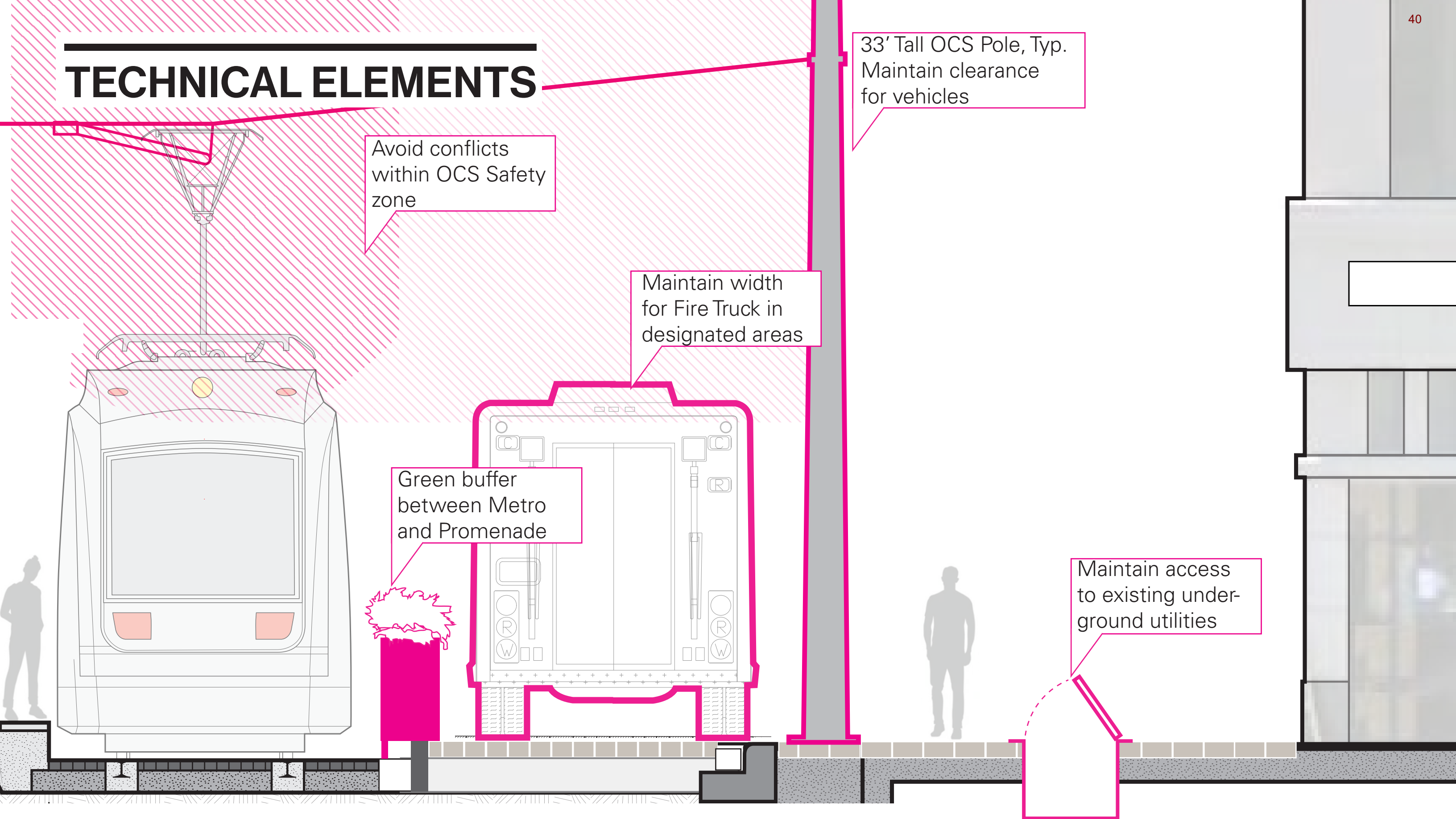
Avoid conflicts within OCS Safety zone

33' Tall OCS Pole, Typ. Maintain clearance for vehicles

Maintain width for Fire Truck in designated areas

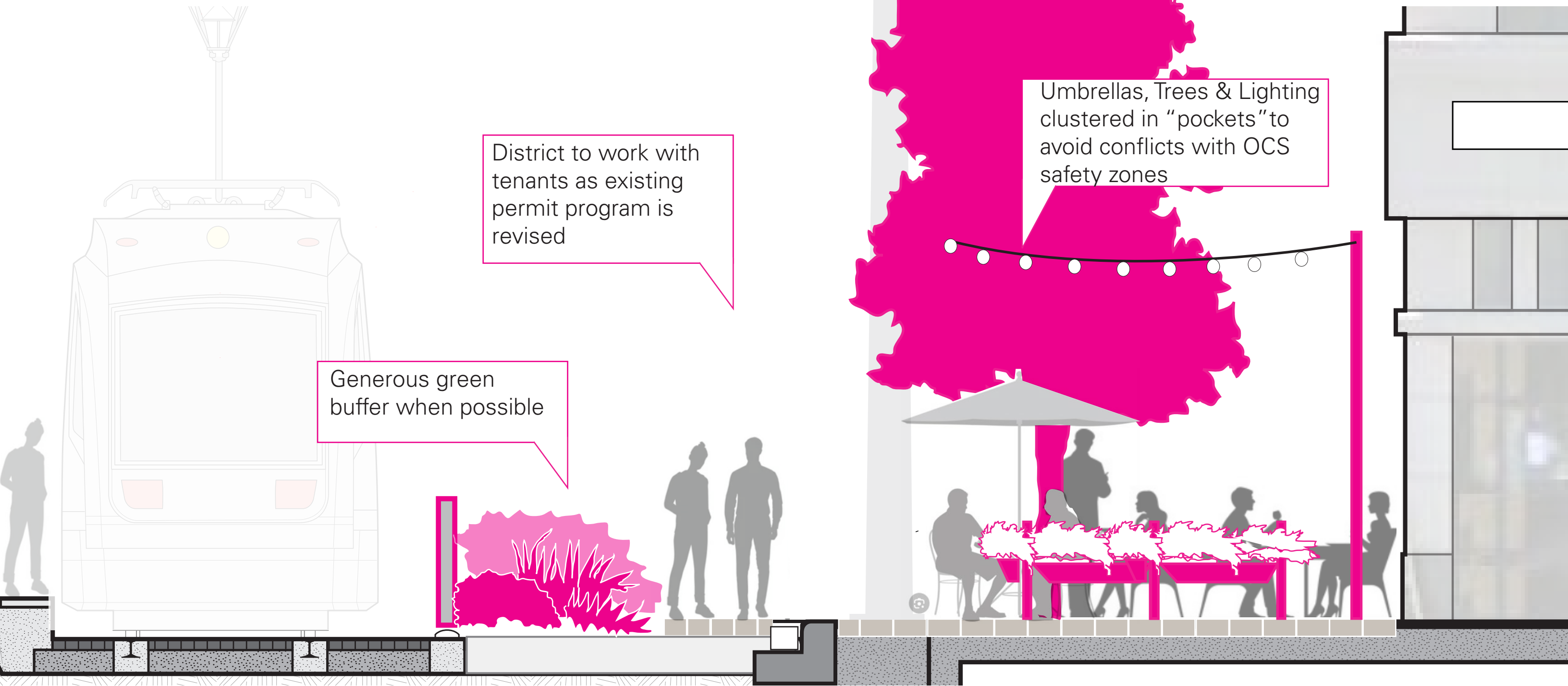
Green buffer between Metro and Promenade

Maintain access to existing underground utilities



Utility, Safety & Operations

TECHNICAL ELEMENTS



District to work with tenants as existing permit program is revised

Generous green buffer when possible

Umbrellas, Trees & Lighting clustered in "pockets" to avoid conflicts with OCS safety zones

Activation & Tenant Coordination

CONCEPT DESIGN SIGN OFF

- Metro**
- Fire Access**
- Police Access**
- Transportation**
- Drainage**
- Parking**
- ADA accessibility**

THE CONCEPT DESIGN IS CLEAR TO MOVE FORWARD

ACTIVATING MAIN STREET



Main Street Today

- Narrow sidewalks with obstacles and limited accessibility
- Pockets of vacancies and/or activity only during certain hours of the day

ACTIVATING MAIN STREET



Transformed

- Vibrant, fully accessible promenade that welcomes people and activity to the street
- Attractive amenities invite new retail tenants into vacancies and support existing tenants
- Additional maintenance by the District to care for greenery and seating

ACTIVATING MAIN STREET



Opportunity Sites

- Single building occupies entire block
- Pockets of ground floor vacancies
- No fire access required in drive lane

ACTIVATING MAIN STREET



Transformation

- Celebrated anchor activation sites
- District provides capacity for pop-up markets and seasonal events
- Draw for those who live and work Downtown as well as citywide visitors

ACTIVATING MAIN STREET



THE NEW MAIN STREET

Night



THE NEW MAIN STREET

Day



MAIN STREET 2.0 FOR EVERYONE



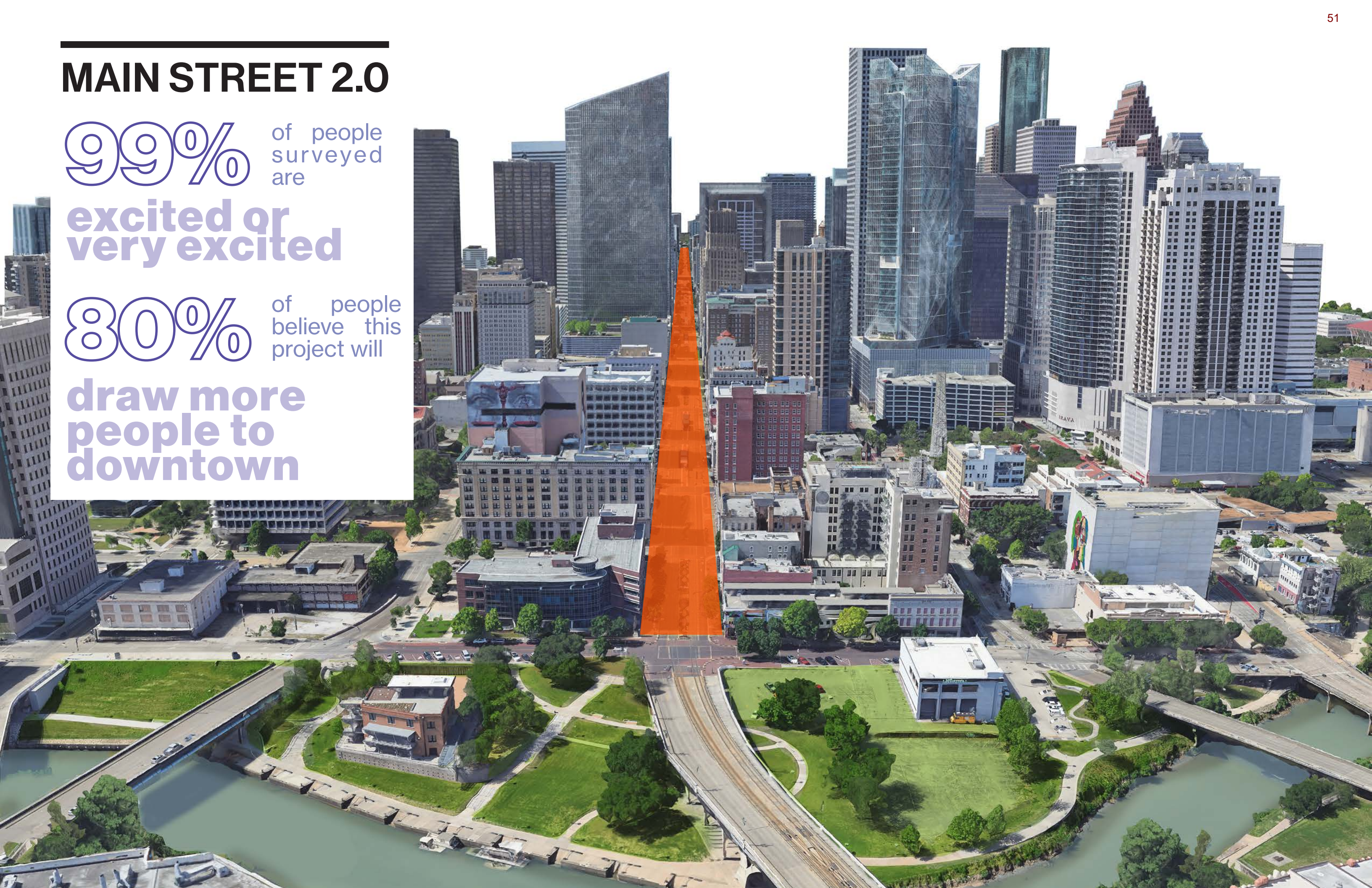
MAIN STREET 2.0

99% of people surveyed are

excited or very excited

80% of people believe this project will

draw more people to downtown



PROJECT TIMELINE

2021-2022
MORE SPACE 1.0



2023
CITY COUNCIL DECISION



we are here

2023
ENGAGEMENT + BASIS OF DESIGN



2024
DESIGN + ENGINEERING

2025
CONSTRUCTION



2026
WORLD CUP

Q&A



END

morespace: main street **_2.0**

ENGAGEMENT SUMMARY

Workshop #2



October 19th, 2023

4 Hours

90 People

425 Feedback points
Dots/Post-its/Chips/Comment Cards

October 19, 2023 @ Little Dipper on Main St

SUMMARY



1 Project Potential

PROJECT POTENTIAL

About the project

The Main Street Main Street program from Commerce to Rusk was established during the COVID-19 pandemic to help restaurants accommodate more socially distanced customers. In March 2023, City Council voted to permanently close the portion of Main Street in order to create an equitable pedestrian-focused public realm. This planning project, led by the Houston Downtown Management District, is seeking the needs and desires of stakeholders and the community to lay the groundwork for the transformation of Main Street.

Main Street History

Demographics by the numbers

- 5300
- 68 total
- 81% occupied
- 13
- 10
- 14,350

Project Schedule

2021-2022: MAIN STREET ID
 2023: CITY COUNCIL DECISION
 2023: PUBLIC COMMENT PERIOD
 2024: DESIGN ENGINEERING
 2025: CONSTRUCTION
 2026: BUILD-UP

ENABLING A GREAT PROJECT

What We Heard

Through the feedback from city agencies and the community, it became clear that three big things were necessary in order to set the stage for a great project to happen. These are the most significant concerns, which are Maintenance, Accessibility, and Activation. Maintenance considers Main Street as a public space with the City and Downtown creating a Center District Maintenance Zone. For changes to be addressed at an environmental public space, accessibility requires consideration of being the public, creating additional space for people and engaging with pedestrian accessibility. Activation requires the creation of programming to be a part of the project to offer options for dining, leisure, recreation and pop-up events that ensure an 18-hour activation.

Key Needs

- MAINTENANCE**
- ACCESSIBILITY**
- ACTIVATION**

Who We're Reaching

- Houston Public Works
- Mayor's Office of People with Disabilities
- Mayor's Office of Special Events
- Business Owners from Main Street ID
- Business Owners along Main Street
- Houston Police Department
- Houston Administration and Regulatory Affairs
- University of Houston Downtown
- Ministry
- 142 members of the public at Workshop #1

2 Main Street Experience

DOWNTOWN MAIN STREET EXPERIENCE

Extension of the Bayou

Based on the street ID with the same conditions during this project, we have used the experience of a larger street that the ability to be and how it is the breathing of historic Main Street. With the agreement having other connections to Buffalo Bayou and Market Square Park a plan has been established to create a "breath" of "greening" elements that will define the identity of the historic District's branding to be an extension of the Bayou. The program will activate portions of each block with parks, outdoor dining, patios, event space and evening gathering spaces. With the expansion of the outdoor space, special attention is paid to how our connections, walk, pedestrian spaces and emergency access for fire.

Project Plan

The Main Street program was established along Main Street (between Commerce and Rusk) to help restaurants accommodate more customers while maintaining social distancing during COVID-19. This expanded outdoor dining space has provided much needed relief for restaurants, while activating Main Street as a place to visit. The City and the Downtown District is now considering the expansion of the program as a more permanent condition. A key component of the project will also consider using the roadway to create real spaces for park-like programs, expanded outdoor space, walk, pedestrian and other outdoor public realm amenities to accommodate all abilities and create opportunities for a real Main Street experience.

3 Views

COMMON SOCIAL SPACE

Little Dipper

This perspective located at the Little Dipper on Main between Congress and Preston illustrates elements of leisure, play and communal gathering with an emphasis on a park-like setting, caterany systems, shade structure signature District furnishings.

Post your thoughts here!

Would you feel comfortable in this space? Would you bring friends, family, or visitors? Other opportunities we should consider in this location?

NIGHT-TIME PUBLIC GATHERING

Little Dipper

This perspective located at the Little Dipper on Main between Congress and Preston illustrates an evening setting with outdoor programming for events and night-time communal gathering, creating expanded spaces for adjacent local businesses and encouraging 18-hour activation.

Post your thoughts here!

Would you feel comfortable in this space? Would you bring friends, family, or visitors? Other opportunities we should consider in this location?

4a Views

CAFE AND RETAIL SPACE

320 Main

This perspective located 320 Main between Congress and Preston emphasizes the culture of a downtown community by introducing elements such as cafe spaces or gathering areas in partnership with private businesses, green buffers and wide sidewalk clearances for passersby.

Post your thoughts here!

Would you feel comfortable in this space? Would you bring friends, family, or visitors? Other opportunities we should consider in this location?

4b Views

EVENT SPACES

District 7 Market

This perspective located on Main Street at the District 7 Market between Texas and Capitol demonstrates key principles of human comfort, art elements, pedestrian access and day-night activation with opportunities for year-round, pop-up markets and event activation.

Post your thoughts here!

Would you feel comfortable in this space? Would you bring friends, family, or visitors? Other opportunities we should consider in this location?

5 Feedback

FEEDBACK: TELL US YOUR THOUGHTS

Question #1 Directions: Take a green dot and place it anywhere on the spectrum below to tell us how you feel about this Main Street project.

How excited are you about this project?

Not excited Neutral Very excited

Question #2 Directions: Take a dot and place it in either of the boxes below to respond to the question below.

Do you think this project will draw more people to downtown?

No Maybe Yes

Question #3 Directions: Grab a chip and drop it in the corresponding bowl below to share your thoughts.

What would you prefer to see more of in the final design?

Events spaces/ food carts
 Green/ Nature
 Art/ Music

Post your thoughts here!

Would you feel comfortable in this space? Would you bring friends, family, or visitors? Other opportunities we should consider in this location?

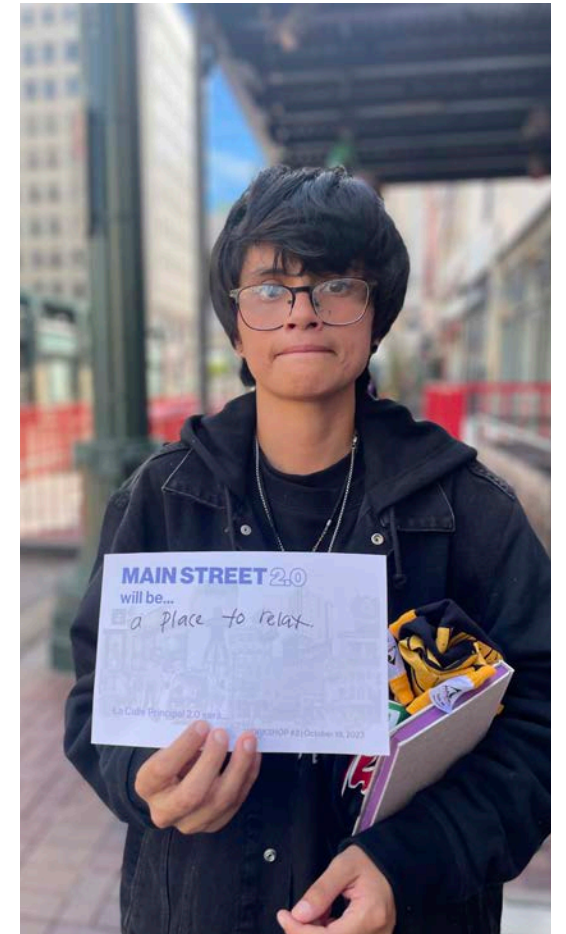
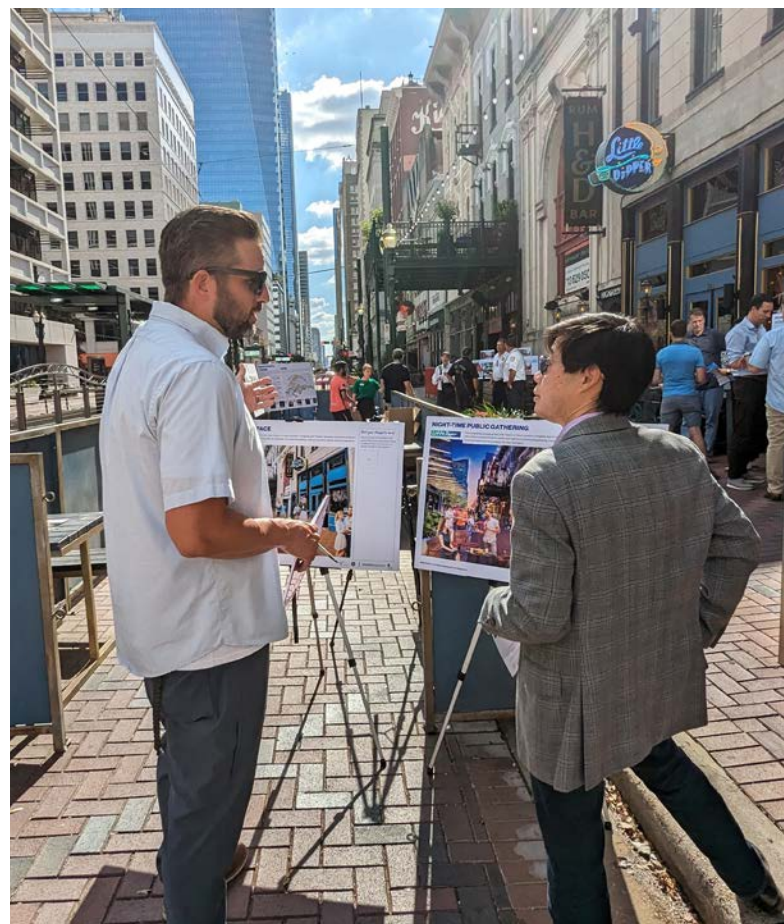
STATIONS

Ensure people
feel **heard** and
their thoughts
**reflected in the
design**

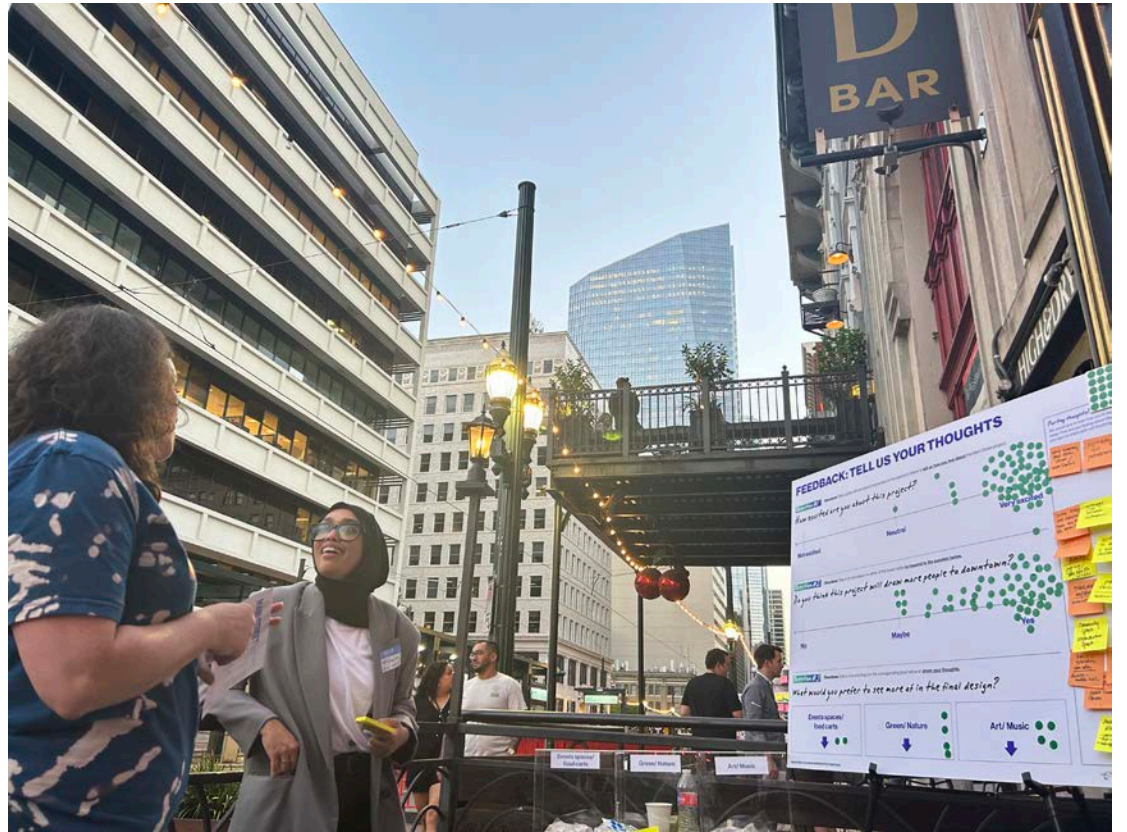
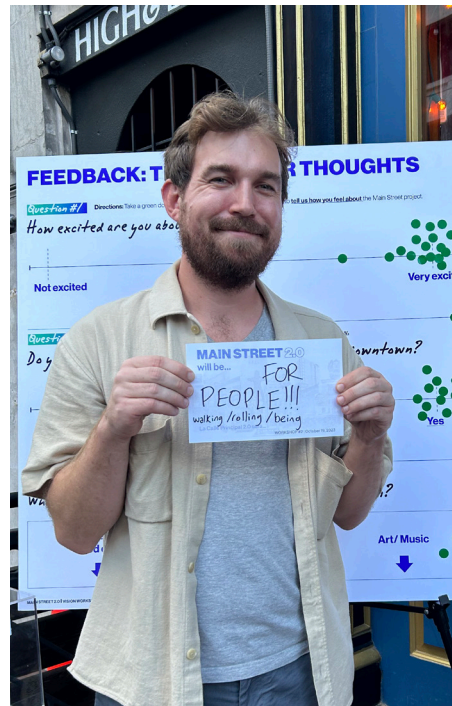
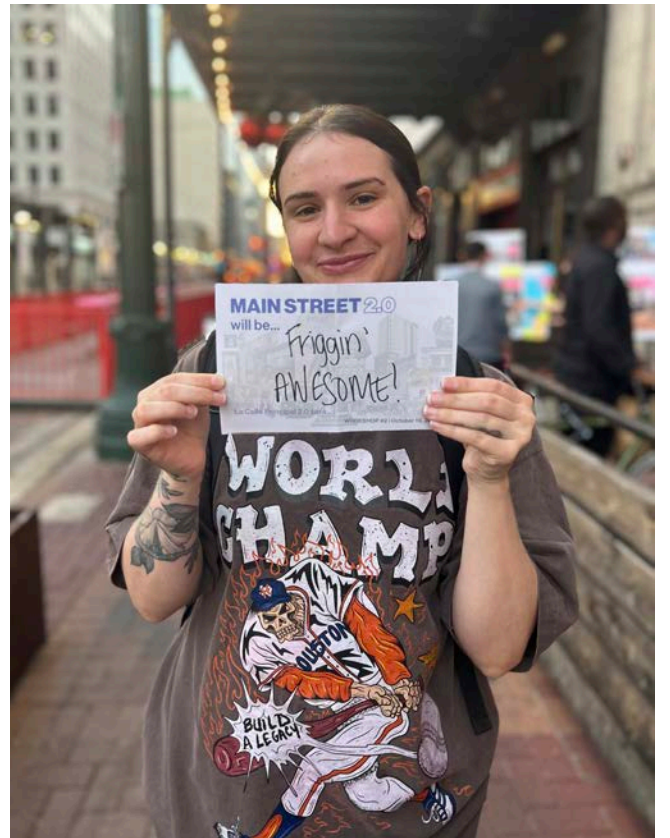
Gather feedback
on the **concept** and
potential spaces

Assess the **level
of excitement and
support** for the
project

OUTCOMES



MAIN STREET 2.0 WILL BE...



MAIN STREET 2.0 WILL BE...

green
 colorful welcoming refreshing
 BUZZING transformational *brighter*
accessible out of this world *dance party!*
 FRUITFUL greatest renaissance SOCIAL LIVING
 REDISCOVERED VIBRANT INCLUSIVE
 awesome
vibing place for everyone
 WALKING/ROLLING/BEING *revitalized*
 diverse MEMORABLE
 everyone people place to relax
 friendly ALL-SEASON ENJOYABLE
friggin' awesome

MAIN STREET 2.0 WILL BE...

1 Response to this project is extremely positive

- **99% of respondents** are EXCITED or VERY EXCITED about the More Space: Main Street 2.0 project
- **80% of respondents** believe this project will draw more people to downtown

2 The community is excited about the design

- **Shade**—shade structures and trees are wonderful and so needed
- **Planting and trees**—great for branded identity and shade
- **Lighting**—makes things fun
- **Programming**—the activation, market, and buskers are great, also love to see seasonal programming for wonder all year round!
- **Connection to the Bayou**



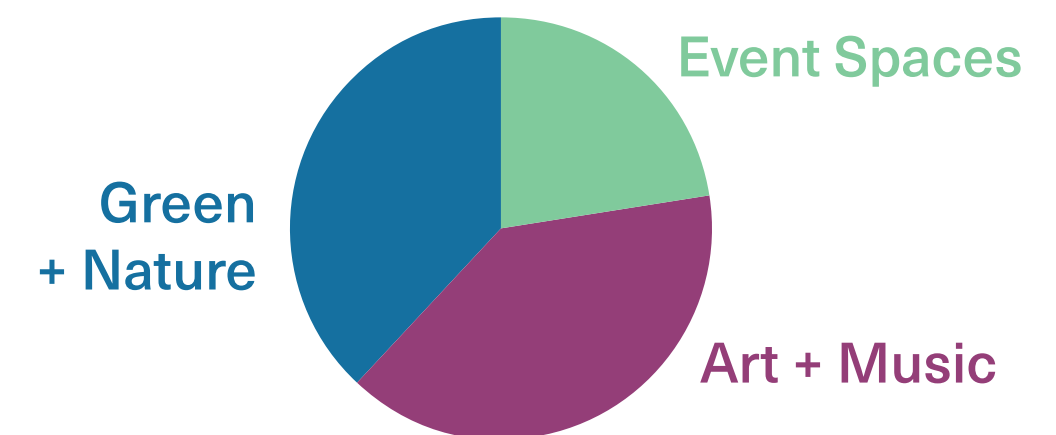
KEY TAKEAWAYS

What they'd like to see more of in the final design:

- **Security support/presence**—need to serve between 2am and 7am
- **Fans + misters**—in combination with shade, to keep things cool
- **Straightforward car/bike parking**—clear signage to garages, information on hours, bike parking, bike valet
- **METRO policing**—cleaning and presence on platforms
- **Playful art**—art installations, in paving, vacant buildings
- **More permanent furnishings**—less temporary tents, railings, and barricades
- **District branding**—give this area a distinct identity!
- **Live music**
- **Water**—connect back to nature
- **Activation**—variety, colors, sensory experiences



What would you like to see more of in the final design?



FINAL DESIGN IDEAS

- **Alcohol**—how will the alcohol regulations play out?
- **Uses**—how can we get more restaurants, a small supermarket, an urban Target?
- **Public restrooms**—how can this project help with that issue?
- **Trash**—how can trash be handled more effectively?
- **Bike routes**—Main Street is currently the 2nd safest street to bike/roll in Downtown after Austin Street. What alternative will we give those users?
- **Platforms**—option to enter platform from the sidewalk space?
- **Buffer from METRO**—can the buffer provide extra protection from trains?
- **Green opportunities**—could we replace the paving in the METRO rail corridor with grass in a future phase?
- **Funding + Timing**—where will all of the funding come from and can it really be done in time for World Cup?



OUTSTANDING QUESTIONS



This is what we need!

This may be one of the best renditions I've seen!

What a wonderful space this will be!

I am 100% behind this—I won't miss the cars in the street at all. This just extends the party!

I'm excited!!! I think this will help clean up downtown, draw more people in, and help businesses thrive. Can't wait!

I love that this is happening. It's a way of protecting the historic character of Main Street.

Wherever twinkle lights are.... I am.

I would love to see Main Street become more like these renderings.

It would be great to see these improvements, along with dining options for evenings—so it's not just bars.

We have so much parking, we just need better signage for it.

I think this is the most fabulous thing!

I'm super excited about it—just do it.

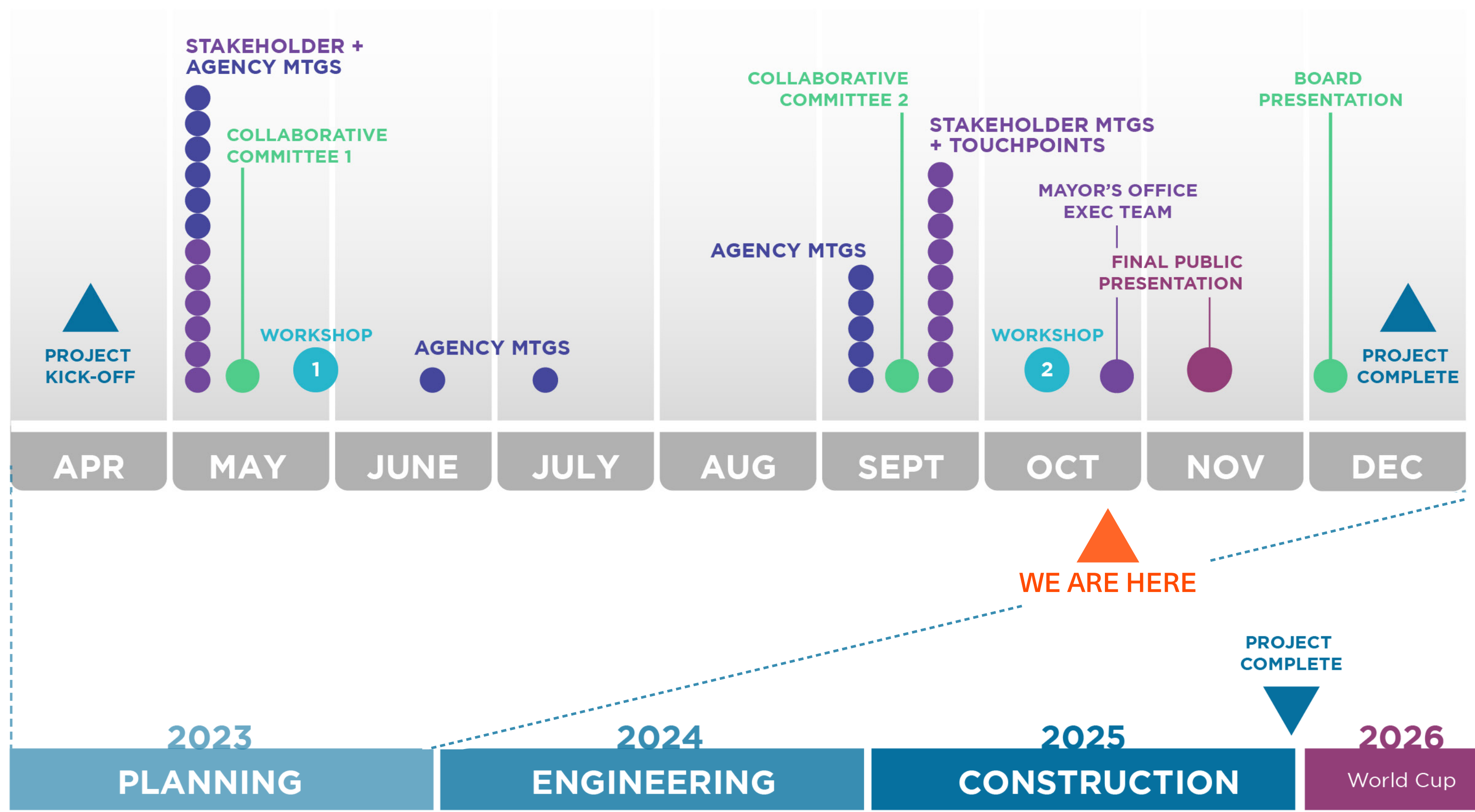
Think big!

I'd like to see more water. People are attracted to water—it's calming.

It would be great to be able to bring my kids downtown on weekends and be able to hang out and play while adults eat—especially after going to an event at Discovery Green or an Astros game.



QUOTES



TIMELINE + NEXT STEPS



DOWNTOWN HOUSTON+

STRATEGIC ALIGNMENT PLAN UPDATES

DECEMBER 2023

GOAL 1



Champion major projects, initiatives and investments that improve Downtown.

1.1 Guide the implementation of Plan Downtown, the HDMD Service & Improvement Plan, and the TIRZ Project Plan.

Highlight: This fall the HDMD board participated in two work sessions to discuss and prepare the 2024 HDMD budget, its fourth annual budget of the 2021-2025 service plan. Key Board priorities included the following:

- Creating vibrancy, more people on the street
- Continued reduction in homelessness
- More active storefront businesses, and
- Continued investment and innovation in public safety.

On November 10, the HDMD board received a draft budget that included the items above and continued to reflect the goals of the 2021-2025 service plan. The board also recognized that property values are still a concern and voted to increase the operating assessment by .50 cents or 12.25 cents per \$100 of value to help offset the declining assessment revenue due to increasing property protests and lower appraised values. The capital assessment rate remained the same at 1 cent per \$100 of value for a total assessment rate of 13.25 cents. Two stakeholder town halls meetings were held on Nov 30 and Dec 5 to review the draft budget and receive additional stakeholder feedback. On December 14, the final budget will be submitted to the HDMD Board for its consideration.

Participating Agency:



1.5 Collaborate with partners such as the City of Houston, Harris County, Greater Houston Partnership and Houston First to leverage opportunities for shared strategies to improve Downtown Houston.

Highlight: Downtown Houston+ worked with the POST to create an inspirational space -the Barbara Jordan Plaza -- that will become a destination for those who wish to take time to recognize her legacy of public and community service to Houston and our nation. Unveiled on December 2, 2023, the Plaza, comprised of a larger-than-life commemorative sculpture of the late congresswoman is entitled "*I am Barbara Jordan*," and was commissioned by POST owner, Lovett Commercial. It pays tribute to the civil rights icon who was the first female African American legislator elected to the U. S. Congress from the Deep South. The unveiling event featured members of the TSU Debate Team, along with heartfelt remarks by Commissioner Ellis, Mayor Turner, plus Congresspersons Jackson Lee and Green.

Participating Agencies:



GOAL 2

Enhance and maintain a comfortable, welcoming, and well-managed public realm.

2.2 Cultivate nature across Downtown, including its urban forest, planters, and other greenspace elements.

Highlight: It's a bird, it's a plane, it's a flying tree? On Saturday, December 9, a new live oak tree will be installed at Market Square Park to replace one of the large existing oaks that was lost due to last winter's freeze and the recent summer drought. The new tree is a 17" caliper live oak that was hand selected in Brookshire, Texas. The tree is approximately 36 ft tall, 30 ft wide, has a 144" root ball that weighs roughly 65-70,000 lbs and will be hoisted in the air to its new home with a 250-ton crane. The new oak is the largest size tree that could legally be moved down the road!

Participating Agency:



2.6 Deploy welcoming ambassador teams within the public realm to improve visitor experiences and augment public safety.

Highlight: The work of our ambassador teams to maintain Downtown cannot be overstated, and those hardworking men and women are personally responsible for Downtown's exceptional appearance. To show them our appreciation, HDMD management recently hosted its Annual Thanksgiving Appreciation Luncheon for our Ambassadors and agency partners. It provides a time for District staff to show our support and appreciation for all the hard work that our Ambassadors, law enforcement, and homeless outreach partners do throughout the year in making Downtown beautiful and safe for all to enjoy.

Participating Agency:





GOAL 3

Drive vibrancy through improved street-level connectivity, a commitment to walkability, and inclusive programming strategies.

3.3 Partner with Houston First in advancing strategies that connect visitors to Downtown places and experiences.

Highlight: Again this year, Downtown District partnered with Houston First to energize Downtown for the holiday season. New for this year, Downtown City Lights offers a fleet of free holiday-decorated pedicabs and a reasonably priced double-decker bus tour, both sponsored by Downtown Houston+. The pedicabs and hop on-hop off bus thread together Downtown’s bright spots, encouraging visitors to extend an evening of festivities to multiple venues. Also new this year: Santa Paws in Twinkle Town (Trebley Park) offers free holiday pet portraits and pupaccinos, and Mistletoe Square (Market Square Park) hosts multicultural Santas, a mini-market, gift-wrap station, and free face painting.

Participating Agency:



3.13 Develop programs and use strategies to connect area employers and residents with Downtown parks.

Highlight: The Market Square Park Farmer’s Market, funded by the HDMD and produced in collaboration with Central City Co-Op, wrapped a successful pilot season that spanned from September 9th to November 18th. The pilot program’s 10 markets enlivened the historic district, fostered community bonds and provided access to locally sourced and prepared foods. The market, promoted as a community-building event and marketed to area residents, offered a lively atmosphere with live music and a variety of family-friendly activities, including trick-or-treating, pumpkin decorating, yoga, and salsa dancing throughout the pilot season. On average, approximately 700 people attended each market while the number of vendors averaged 25 for the pilot season.

Participating Agency:



GOAL 4

Foster a vital and thriving economy through business growth, residential expansion, and enhanced reasons to be in Downtown.

4.5 Work with local government build partnerships to reform regulatory processes to expedite timetables and decrease barriers to entry.

Highlight: Over the latter half of 2023, the City of Houston advanced an amendment to the Downtown Entertainment Zone ordinance. As proposed, the expansion would create an area contiguous with the HDMD district boundary. The City presented the changes to the CHI Board for feedback, and the CHI Board voted to support the amendment. The CHI Board was consulted as it is an independent non-profit, and therefore the most appropriate advocacy agency within the Downtown Houston+ family of organizations. The expansion was approved by the City Council on November 15, 2023.

As the Downtown+ family of organizations work to build back the storefront economy, this expansion will provide greater equality of opportunity within Downtown, support job creation, and advance a critical community goal of driving vibrancy. Further, this expansion allows for greater innovation and creativity to help backfill our vacant storefronts.

Participating Agency:



4.16 Enhance and expand data capabilities and reporting to provide more detailed intelligence to stakeholders and prospects.

Highlight: The Economic Development team recently published a new iteration of the organization's Quarterly Market Report for Q3 2023. This new version of the report features a number of new data sources, including Placer.ai and data from partner organizations. In order for members of the public to understand the data collection methodologies for this report and other new and returning reports, our Director of Planning & Economic Development and our Research Lead will host public "Behind the Data" webinars. The first webinar occurred in November in lieu of the monthly Thrive Committee meeting and served as an opportunity for our staff to walk through the new Quarterly Market Report structure, Q3 2023 data, and explain new data sources and how our organization tracks information. This type of public-facing opportunity will be an ongoing practice, and the webinars will be recorded and posted to our Research + Reports webpage on the downtownhouston.org website.

Participating Agencies:



GOAL 5

Develop a hivemind of intelligence and goodwill by genuinely engaging and convening stakeholders.

5.6 Improve and expand external communications to increase awareness of CHI, its actions, and general Downtown happenings.

Highlight: In collaboration with Coalition for the Homeless and SEARCH, CHI met with Nicholas Kristof, New York Times columnist and winner of two Pulitzer Prizes, to discuss Houston’s collaborative approach to helping people experiencing homelessness access permanent, supportive housing. In the resulting article: [“America has a homelessness problem. Houston has a solution.”](#) Kristof writes, “Houston has succeeded because it has strong political leadership that gathers data, follows evidence and herds nonprofits in the same direction. It is relentless.”

Participating Agencies:



5.7 Develop programs and collateral to orient new companies, employees, and residents to Downtown.

Highlight: While streamlining and unifying our organizational brands into a single focus as Downtown Houston+ makes it simpler for anyone to find what they are seeking Downtown, we also created new tools to help tell the story of a welcoming, vibrant community. The resulting [brand anthem video](#) and updated [Downtown Field Guide](#) bring “Houston’s original neighborhood,” to life and make it easier to navigate Houston’s heart of opportunity, excitement and joy.

Participating Agency:

