



Downtown
Redevelopment
Authority

Board of Directors Meeting
February 08, 2022

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
February 8, 2022

TABLE OF CONTENTS

	Page
Minutes of Previous Meetings	
a. Authority & Zone	4
Financials	
a. Check Register – December 2021 and January 2022	9
Investment Report	12
DBE Report	18
Wellington Development Affordable Housing	
a. Walnut Street Intro Page	20
b. Wellington Development Letter of Support	22
c. Walnut Flyer	23
Houston Exponential MOU	
a. Houston Exponential Intro Page	27
b. Houston Exponential MOU	29
c. About Houston Exponential	35
Treby Park Presentation	47
Other Business	
a. Project Status Report	66

TAB 1

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

December 14, 2021

The Board of Directors (the "Board") of the Downtown Redevelopment Authority (the "DRA") convened in regular session, open to the public, in-person inside Exchange Conference Room A, Lyondell Basell Tower, located at 1221 McKinney Street, Houston, TX 77010, on December 14, 2021, 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 Vice Chair Michele Sabino, Secretary Barry Mandel, Regina Garcia, James Harrison, Sherman Lewis, and William Kennerly, thus not constituting a quorum.

Also present were Kristopher Larson, President of the DRA, J. Allen Douglas, Executive Director of the DRA, and Yeneby Angeles ("DRA"); Jamie Perkins, Robert Pieroni, Jackie Traywick, and Jana Gunter of Central Houston, Inc. ("CHI"); Lonnie Hoogetboom, Brett DeBord and James Kennedy of the Houston Downtown Management District ("District"); Algenita Davis, consultant to the DRA; Clark Lord of Bracewell LLP ("Bracewell"); Commander Read with the Houston Police Department ("HPD"); Kate Evinger with gener8tor, Pamela Singh with CaseCTRL and Sean Quitzau with SEARCH Homeless Services (SEARCH).

DETERMINE QUORUM; CALL TO ORDER

At 12:30 p.m., Chair Curtis Flowers conducted roll call and determined the DRA did not meet quorum; thus no business was conducted at this meeting.

Any business items on the December 14th agenda will be moved to the January 14, 2022 agenda.

INTRODUCTION OF GUESTS AND PUBLIC COMMENTS

Chair Flowers requested all meeting attendees briefly introduce themselves and welcomed all.

MINUTES OF PREVIOUS MEETING

Due to lack of quorum, Chair Flowers announced the minutes of the November 9, 2021 Board meeting will be moved to the January 14, 2022 agenda.

PRESENTATION FROM GENER8TOR & PORTFOLIO COMPANY

Chair Flowers moved ahead with the gener8tor presentation. He called on Executive Director Allen Douglas to open discussion on this item. Executive Director Douglas introduced our guests; Kate Evinger with gener8tor and Pamela Singh with CaseCTRL. Ms. Evinger provided a brief history of her background and role with gener8tor. She shared a PowerPoint presentation with further details about gener8tor and the services they provide to assist and launch startup companies.

Ms. Evinger then asked Pamela Singh to share her experience with gBETA and gener8tor. Ms. Singh shared a brief history about her company CaseCTRL and the challenges she faced before connecting with gBETA and gener8tor. She continued the discussion, highlighting how gBETA and gener8tor's services contributed to the launch and continued success of her company.

Ms. Singh turned the discussion back to Ms. Evinger of gener8tor. She finalized the discussion and shared some of the company's statistics. Questions were asked and answered. No action was required.

FINANCIALS & ADMINISTRATION

Check Register – November 2021

Chair Flowers called on Jackie Traywick (CHI) to present the check register for the month of November. Questions were asked and answered, no action was required.

MUNICIPAL SERVICES

HPD Overtime Report

Chair Flowers called on Executive Director Douglas to open this discussion. Executive Director Douglas passed the discussion to Commander Paula Read (HPD). Commander Read introduced herself to the Board and presented HPD's Overtime Program "early" Fourth Quarter Report and its statistics. Questions were asked and answered. No action was required.

PRESENTATION ON SAFETY INITIATIVES BY HDMD

Chair Flowers called on Executive Director Douglas to present this item. Executive Director Douglas opened with a brief background on HDMD's safety initiatives, then passed the conversation to James Kennedy (HDMD). Mr. Kennedy introduced himself and shared a PowerPoint presentation about the Public Safety Programs HDMD oversee. He provided details about the programs and their purposes; all sharing a common goal to make Downtown Houston a safer place. Questions were asked and answered. No action was required.

PRESENTATION ON HOMELESS OUTREACH INITIATIVES FROM SEARCH

Executive Director Douglas introduced Sean Quitzau with SEARCH. Mr. Quitzau began with a background history about himself and his role with SEARCH. He continued by sharing the issues faced within the homeless population, and the effects these issues have on Downtown Houston, going back to 2011. Mr. Quitzau then apprised the Board of how SEARCH Homeless Outreach Teams operate and their goals on reducing the homeless population in Downtown Houston. No questions were asked. No action was required.

MWDBE DISCUSSION – DISADVANTAGED BUSINESS ENTERPRISE

Executive Director Douglas called on Jana Gunter, Director of Finance (CHI), to introduce discussion on this item. Ms. Gunter discussed the Disadvantaged Business Enterprise (DBE) First Quarter Report, the expenses throughout the first quarter, and how much of those expenses qualified as DBE expenses. No questions were asked. No action was required.

OTHER BUSINESS

Project Status Report

The Board of Directors did not discuss the project status report. The report will be discussed in the next Board of Directors Meeting.

NEXT MEETING

Chair Flowers announced the next Board meeting is scheduled for Tuesday, January 11, 2022, at noon.

ADJOURNMENT

There being no further items to discuss, the meeting ended at 1:52 PM.

Curtis Flowers, Chair
Downtown Redevelopment Authority (DRA)
(in absence of Secretary Mandel)

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

December 14, 2021

The Board of Directors (the "Board") of the Tax Increment Reinvestment Zone Number Three (the "Zone") convened in regular session, open to the public, in-person inside Exchange Conference Room A, Lyondell Basell Tower, located at 1221 McKinney Street, Houston, TX 77010, on December 14, 2021, 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 Vice Chair Michele Sabino, Secretary Barry Mandel, Regina Garcia, James Harrison, Sherman Lewis, and William Kennerly, thus not constituting a quorum.

Also present were Kristopher Larson, President of the Zone, J. Allen Douglas, Executive Director of the Zone, and Yeneby Angeles ("Zone"); Jamie Perkins, Robert Pieroni, Jackie Traywick, and Jana Gunter of Central Houston, Inc. ("CHI"); Lonnie Hoogeboom, Brett DeBord and James Kennedy of the Houston Downtown Management District ("District"); Algenita Davis, consultant to the Zone; Clark Lord of Bracewell LLP ("Bracewell"); Commander Read with the Houston Police Department ("HPD"); Kate Evinger with gener8tor, Pamela Singh with CaseCTRL and Sean Quitzau with SEARCH Homeless Services (SEARCH).

DETERMINE QUORUM; CALL TO ORDER

At 12:30 p.m., Chair Curtis Flowers conducted roll call and determined the Zone did not meet quorum; thus no business was conducted at this meeting.

Any business items on the December 14th agenda will be moved to the January 14, 2022 agenda.

INTRODUCTION OF GUESTS AND PUBLIC COMMENTS

Chair Flowers requested all meeting attendees briefly introduce themselves and welcomed all.

MINUTES OF PREVIOUS MEETING

Due to lack of quorum, Chair Flowers announced the minutes of the November 9, 2021 Board meeting will be moved to the January 14, 2022 agenda.

PRESENTATION FROM GENER8TOR & PORTFOLIO COMPANY

Chair Flowers moved ahead with the gener8tor presentation. He called on Executive Director Allen Douglas to open discussion on this item. Executive Director Douglas introduced our guests; Kate Evinger with gener8tor and Pamela Singh with CaseCTRL. Ms. Evinger provided a brief history of her background and role with gener8tor. She shared a PowerPoint presentation with further details about gener8tor and the services they provide to assist and launch startup companies.

Ms. Evinger then asked Pamela Singh to share her experience with gBETA and gener8tor. Ms. Singh shared a brief history about her company CaseCTRL and the challenges she faced before connecting with gBETA and gener8tor. She continued the discussion, highlighting how gBETA and gener8tor's services contributed to the launch and continued success of her company.

Ms. Singh turned the discussion back to Ms. Evinger of gener8tor. She finalized the discussion and shared some of the company's statistics. Questions were asked and answered. No action was required.

FINANCIALS & ADMINISTRATION

Check Register – November 2021

Chair Flowers called on Jackie Traywick (CHI) to present the check register for the month of November. Questions were asked and answered, no action was required.

MUNICIPAL SERVICES

HPD Overtime Report

Chair Flowers called on Executive Director Douglas to open this discussion. Executive Director Douglas passed the discussion to Commander Paula Read (HPD). Commander Read introduced herself to the Board and presented HPD's Overtime Program "early" Fourth Quarter Report and its statistics. Questions were asked and answered. No action was required.

PRESENTATION ON SAFETY INITIATIVES BY HDMD

Chair Flowers called on Executive Director Douglas to present this item. Executive Director Douglas opened with a brief background on HDMD's safety initiatives, then passed the conversation to James Kennedy (HDMD). Mr. Kennedy introduced himself and shared a PowerPoint presentation about the Public Safety Programs HDMD oversee. He provided details about the programs and their purposes; all sharing a common goal to make Downtown Houston a safer place. Questions were asked and answered. No action was required.

PRESENTATION ON HOMELESS OUTREACH INITIATIVES FROM SEARCH

Executive Director Douglas introduced Sean Quitzau with SEARCH. Mr. Quitzau began with a background history about himself and his role with SEARCH. He continued by sharing the issues faced within the homeless population, and the effects these issues have on Downtown Houston, going back to 2011. Mr. Quitzau then apprised the Board of how SEARCH Homeless Outreach Teams operate and their goals on reducing the homeless population in Downtown Houston. No questions were asked. No action was required.

MWDBE DISCUSSION – DISADVANTAGED BUSINESS ENTERPRISE

Executive Director Douglas called on Jana Gunter, Director of Finance (CHI), to introduce discussion on this item. Ms. Gunter discussed the Disadvantaged Business Enterprise (DBE) First Quarter Report, the expenses throughout the first quarter, and how much of those expenses qualified as DBE expenses. No questions were asked. No action was required.

OTHER BUSINESS

Project Status Report

The Board of Directors did not discuss the project status report. The report will be discussed in the next Board of Directors Meeting.

NEXT MEETING

Chair Flowers announced the next Board meeting is scheduled for Tuesday, January 11, 2022, at noon.

ADJOURNMENT

There being no further items to discuss, the meeting ended at 1:52 PM.

Curtis Flowers, Chair
Tax Increment Reinvestment Zone Number Three (Zone)
(in absence of Secretary Mandel)

TAB 2

DRA/ TIRZ #3 PAID INVOICE DETAIL: DECEMBER 2021

OPERATING ACCOUNT			
PAYEE	CHECK	MEMO	AMOUNT
Central Houston, Inc	2882-2883	Salaries	\$ 57,308.50
Imageset	2884	Business Cards	\$ 368.24
Jones & Carter	2885	Bagby Street Improvements	\$ 15,668.30
Main Lane Industries	2886	Main Lane Industries	\$ 228,262.42
MMCITE	2887	Dog Litter bin	\$ 2,962.50
Project Surveillance	2888	Trebyly Park/Bagby Street Reconstruction	\$ 25,790.45
CW Lighting, LLC	2890	Bagby Construction	\$ 10,915.00
HM Market Square, LLC	2891	DLI 2020 Payout	\$ 472,397.00
HVJ Associates, Inc	2892	Bagby Street Improvement	\$ 1,186.00
Lauren Griffith Associates	2893	Southern Downtown Park	\$ 14,874.50
Alpha Testing, Inc	2894	Southern downtown park	\$ 4,555.00
Bracewell	2895	Legal counsel	\$ 1,800.00
Houston Bike Share	2896	Dock installation	\$ 29,696.02
Jones & Carter	2897	Bagby street improvement	\$ 8,172.50
Pens Plus	2898	Invoice stamps	\$ 180.00
Houston Downtown Management District	2899	Allen Parkway Maintenance	\$ 110,935.57
Main Lane Industries	2900	Bagby Street Improvement	\$ 474,884.84
Pfeiffer & Son	2901	Christmas decorations	\$ 37,413.70
Structura	2902	SoDo park construction	\$ 237,165.25
Corner Bakery	2903	Catering	\$ 78.98
		GRAND TOTAL:	\$ 1,734,614.77

DRA/ TIRZ #3 PAID INVOICE DETAIL: JANUARY 2022

OPERATING ACCOUNT			
PAYEE	CHECK	MEMO	AMOUNT
Central Houston, Inc	2904-2906	Dec 2021-Salary	\$ 86,314.01
Masterson Advisors, LLC	2907	FY 2021	\$ 3,500.00
Pens Plus	2908	Invoice stamps	\$ 385.00
Pfeiffer & Sons	2909	Christmas decorations	\$ 3,639.63
Alpha Testing, Inc	2910	SoDo park	\$ 2,304.00
Centerpoint Energy	2911	SoDo park	\$ 700.00
Core Design Studio	2912	SoDo park	\$ 12,000.00
Ann Harris Bennett	2913	SoDo park	\$ 81,573.27
Table Designs	2914	SoDo park- 50% payment	\$ 4,297.50
Houston Downtown Management	2915	SoDo park	\$ 4,112.50
Main Lane Industries	2916	Bagby street improvement	\$ 159,930.59
Project Surveillance	2917	SoDo park/Bagby Street improvements	\$ 17,924.30
Renfrow Metalsmiths	2918	SoDo park	\$ 41,840.40
Centerpoint Energy	2919	Removal of CNP facilities	\$ 6,148.00
Form & Fiber	2920	SoDo park	\$ 3,795.50
Lauren Griffith Associates	2921	SoDo park	\$ 14,874.50
MMCITE USA	2922	Dog litter bin	\$ 2,962.50
Industry West	2923	SoDo park	\$ 7,921.00
Structura, Inc	2924	SoDo park	\$ 255,746.11
		GRAND TOTAL:	\$ 709,968.81

TAB 3

Downtown Redevelopment Authority
Statement of Net Position
December 31, 2021 and December 31, 2020

	2022	2021
	YTD Balance	YTD Balance
Assets		
Cash	\$ (676,639)	\$ 118,278
Investments - Project Funds	-	-
Investments - Debt Service	5,396,305	5,780,705
Investments - General	14,728,943	19,043,092
Tax Increments Receivable	12,324,488	11,424,664
Other Receivables & Prepaid Expenses	49,168	108,034
Cost of Issuance	402,854	433,068
Total Assets	\$ 32,225,119	\$ 36,907,841
Liabilities		
Accounts Payable & Accrued Expenses	\$ 507,906	\$ 451,940
Accrued Interest Payable	686,196	699,890
Notes Payable Due in One Year	-	-
Bonds Payable Due in One Year	1,405,000	2,200,000
Notes Payable Due After One Year	-	-
Bonds Payable Due After One Year	45,920,204	47,548,344
Total Liabilities	48,519,305	50,900,174
Net Position		
Net Position	(16,294,185)	(13,992,333)
Total Liabilities & Net Position	\$ 32,225,119	\$ 36,907,841

**Downtown Redevelopment Authority
Statement of Activities
Six Months Ended December 31, 2021**

	2022 Q2 Actual	2022 YTD Actual	2022 YTD Budget	Fav (Unfav) Variance
Revenues				
Tax Increments	\$ 7,112,345	\$ 14,134,242	\$ 15,142,854	(1,008,613)
Other Revenues	-	-	-	-
Interest Income	2,084	4,267	18,000	(13,733)
Total Revenues	\$ 7,114,429	\$ 14,138,508	\$ 15,160,854	\$ (1,022,346)
Transfers				
HHFC Payment	-	-	-	-
Administrative Fees	291,978	579,434	583,956	4,522
HISD Adjustment	658,123	1,316,247	2,234,411	918,164
	950,101	1,895,680	2,818,367	922,687
Net Revenues	\$ 6,164,328	\$ 12,242,828	\$ 12,342,488	\$ (99,659)
Expenses				
Project Costs	2,803,272	4,811,053	13,357,749	8,546,695
Municipal Services	-	(1,458)	-	1,458
Accounting	-	-	-	-
Auditing	500	17,500	17,500	-
Administrative Contractor	104,847	188,630	162,750	(25,880)
Legal Fees	2,044	5,703	9,000	3,298
Insurance	727	1,890	1,000	(890)
Consulting Fees	180	3,943	25,000	21,058
Office Expense	5,414	6,063	3,750	(2,313)
Interest Expense - COH	-	-	-	-
Interest Expense - Bonds	455,813	925,320	925,320	(0)
Cost of Issuance	7,554	15,107	15,107	(0)
Total Expenses	\$ 3,380,350	\$ 5,973,751	\$ 14,517,175	\$ 8,543,425
Change in Net Position	2,783,978	6,269,078	(2,174,688)	8,443,765
Net Position Beginning of Year		(22,563,263)	(22,563,263)	-
Net Position End of Period		\$ (16,294,185)	\$ (24,737,951)	\$ 8,443,765

Downtown Redevelopment Authority
Statement of Activities
Six Months Ended December 31, 2021 and December 31, 2020

	2022	2021	Fav (Unfav)
	YTD Actual	YTD Actual	Variance
Revenues			
Tax Increments	\$ 14,134,242	\$ 13,567,695	566,547
Other Revenues	-	104,235	(104,235)
Interest Income	4,267	27,396	(23,129)
Total Revenues	\$ 14,138,508	\$ 13,699,326	\$ 439,183
Transfers			
HHFC Payment	-	375,000	375,000
Administrative Fees	579,434	555,603	(23,831)
HISD Adjustment	1,316,247	1,274,007	(42,240)
	<u>1,895,680</u>	<u>2,204,609</u>	<u>308,929</u>
Net Revenues	\$ 12,242,828	\$ 11,494,717	\$ 748,112
Expenses			
Project Costs	4,811,053	7,708,464	2,897,411
Municipal Services	(1,458)	(1,458)	-
Accounting	-	-	-
Auditing	17,500	20,985	3,485
Administrative Contractor	188,630	135,662	(52,968)
Legal Fees	5,703	6,136	433
Insurance	1,890	18,366	16,475
Consulting Fees	3,943	7,174	3,231
Office Expense	6,063	2,580	(3,483)
Interest Expense - COH	-	-	-
Interest Expense - Bonds	925,320	947,917	22,597
Cost of Issuance	15,107	15,107	-
Total Expenses	\$ 5,973,751	\$ 8,860,931	\$ 2,887,181
Change in Net Position	6,269,078	2,633,785	3,635,292
Net Position Beginning of Year	(22,563,263)	(16,626,118)	(5,937,145)
Net Position End of Period	\$ (16,294,185)	\$ (13,992,333)	\$ (2,301,853)

Downtown Redevelopment Authority
Project Cost Detail
Six Months Ended December 31, 2021

Project Costs	2022 YTD Actual	2022 YTD Budget	Fav (Unfav) Variance
Capital Improvement Projects			
Main Street Upgrades	-	-	-
Allen Parkway	112,290	-	(112,290)
Shopping District	-	-	-
Southern Downtown Pocket Park	1,665,314	2,728,000	1,062,686
Bagby Street Improvements	2,595,848	6,000,000	3,404,152
NHHIP Civic Opportunities	-	250,000	250,000
Lynn Wyatt Square For The Performing Arts	5,048	-	(5,048)
Total Capital Improvement Projects	\$ 4,378,499	\$ 8,978,000	\$ 4,599,501
Future Project Costs	-	500,000	500,000
Buffalo Bayou Park	-	1,299,598	1,299,598
806 Main/JW Marriott	(49,601)	158,476	208,077
Hotel Alessandra	-	67,179	67,179
Holiday Inn/Savoy Hotel	-	15,586	15,586
723 Main/AC Hotel	37,263	30,900	(6,363)
Downtown Living Initiative	28,311	-	(28,311)
Economic Development/Retail Program	11,054	30,000	18,946
Texaco Building/The Star	-	205,377	205,377
SkyHouse Houston	(11,572)	166,281	177,853
Alliance Block 334	1	81,804	81,803
Hines Market Square	(61,932)	280,348	342,280
Market Square Tower	-	368,055	368,055
SkyHouse Main	(19,853)	177,234	197,087
Fairfield Residential	-	-	-
Kellum Noble House	-	-	-
Post HTX	-	-	-
Hike & Bike Trails East of Allens Landing	-	500,000	500,000
Downtown Launchpad	248,883	248,910	27
Mass Challenge	-	-	-
Gener8tor	250,000	250,000	-
Sam Houston Park	-	-	-
Theater District Public Realm	-	-	-
Total Developer/Project Reimbursements	\$ 432,554	\$ 4,379,749	\$ 3,947,195
Total Project Costs	\$ 4,811,053	\$ 13,357,749	\$ 8,546,695

**DOWNTOWN REDEVELOPMENT AUTHORITY
INVESTMENT REPORT, SECOND QUARTER FYE 2022
FOR THE PERIOD OCTOBER 1, 2021 THROUGH DECEMBER 31, 2021**

FUND	BEGINNING BAL. BOOK VALUE	BEGINNING BAL. MARKET VALUE	GAIN (LOSS) TO MARKET FILE	INTEREST EARNED / ACCRUED THIS PERIOD	NET DEPOSITS OR (WITHDRAWALS)	ENDING BALANCE BOOK VALUE	ENDING BALANCE MARKET VALUE	ENDING BALANCE % OF PORTFOLIO	SIMPLE INTEREST YIELD	WT AVG MAT. DAYS
<u>OPERATING</u>										
JP MORGAN CHASE OPERATING	240,335.32	240,335.32	0.00	0.00	(916,974.15)	(676,638.83)	(676,638.83)	-3.48%	N/A	1
JP MORGAN CHASE BOND OPERATING	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00%	N/A	1
TOTAL JPM	<u>240,335.32</u>	<u>240,335.32</u>	<u>0.00</u>	<u>0.00</u>	<u>(916,974.15)</u>	<u>(676,638.83)</u>	<u>(676,638.83)</u>	<u>-3.48%</u>		
<u>POOLED INVESTMENT FUNDS</u>										
LOGIC INCREMENT	18,562,397.54	18,562,397.54	0.00	1,964.10	(3,835,418.29)	14,728,943.35	14,728,943.35	75.73%	0.0364%	30
LOGIC BOND	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00%		
TOTAL POOLED	<u>18,562,397.54</u>	<u>18,562,397.54</u>	<u>0.00</u>	<u>1,964.10</u>	<u>(3,835,418.29)</u>	<u>14,728,943.35</u>	<u>14,728,943.35</u>	<u>75.73%</u>		
<u>REPURCHASE AGREEMENTS</u>										
BAYERISCHE LANDESBANK	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00%		
TOTAL BLB	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00%</u>		
<u>DEBT SERVICE</u>										
MORGAN STANLEY INVESTMENT FUND	43.61	43.61	0.00	10.80	735,418.29	735,472.70	735,472.70	3.78%	0.0100%	1
<u>BOND RESERVE</u>										
MORGAN STANLEY INVESTMENT FUND	4,365,474.40	4,365,474.40	0.00	109.20	0.00	4,365,583.60	4,365,583.60	22.45%	0.0100%	1
<u>PLEGGED FUNDS</u>										
BANK OF NEW YORK MELLON	295,248.45	295,248.45	0.00	0.00	0.00	295,248.45	295,248.45	1.52%	N/A	1
<u>PROJECT FUNDS</u>										
BANK OF NEW YORK MELLON	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00%	N/A	1
TOTAL BNY	<u>4,660,766.46</u>	<u>4,660,766.46</u>	<u>0.00</u>	<u>120.00</u>	<u>735,418.29</u>	<u>5,396,304.75</u>	<u>5,396,304.75</u>	<u>27.75%</u>		
GRAND TOTAL	<u><u>23,463,499.32</u></u>	<u><u>23,463,499.32</u></u>	<u><u>0.00</u></u>	<u><u>2,084.10</u></u>	<u><u>(4,016,974.15)</u></u>	<u><u>19,448,609.27</u></u>	<u><u>19,448,609.27</u></u>	<u><u>100%</u></u>		

TAB 4

Downtown Redevelopment Authority
Disadvantaged Business Enterprise Program (DBE) Activity Report

Reporting Period: 7/1/2021 -12/31/2021

	2022	2021
	<u>DRA TIRZ #3</u>	<u>DRA TIRZ #3</u>
Total Certified DBE	\$ 1,536,973	\$ 1,863,932
Adjusted Total Spending	\$ 5,048,431	\$ 7,913,014
Less Qualified for Exclusion	\$ (826,310)	\$ (1,010,993)
Qualifying Total Spending	\$ 4,222,121	\$ 6,902,021
%DBE Certified	36.4%	27.0%
Total Self-Certified MWBE	\$ -	\$ -
% Certified + Self-Certified	36.4%	27.0%

TAB 5

PROJECT NAME	Wellington Development Walnut Street Project
PROJECT PLAN	Economic Development
REQUEST	Recommend the Board authorize a proposed Letter of Support, to be drawn up by Staff, to accompany Wellington Development's bid for competitive Low Income Housing Tax Credits (LIHTC) for its project to provide a range of affordable housing options at 707-717 Walnut Street while preserving the historical structure in the conversion.
DESCRIPTION	<p>Two long-standing efforts by the DRA have been to support economic development efforts aimed at creating affordable housing and to directly target urban blight through development. Here, these twin efforts join together. This project has the further advantage of doing so while preserving the historic nature of the structure consonant with the warehouse aesthetic.</p> <p>The Wellington Development Walnut Street project involves the acquisition of a long vacant, physically challenged structure with historic significance, located at 707-717 Walnut Street, with the goal of repurposing the building to create 100 affordable, studio-style apartments. Ten of the units will be designated as non-income-restricted units (market rate), with another 10 units set aside for very, very low-income residents (30% of AMI). Another 40% of the units will be for households at 50% of AMI and the balance of the units (40%) will be available to households at 60% of AMI.</p> <p>The financing contemplates using Low Income Housing Tax Credits (LIHTC), Historic Tax Credits (federal and state) and a conventional first mortgage. Application will be made to Texas Department of Housing & Community Affairs (TDHCA) in February, 2022 for LIHTC funding. The process is underway to secure the Part 1 and Part 2 Historic Certification of the building.</p> <p>The Development Team includes the Shenandoah Group, owned by long-time Houston based developer and real estate specialist Chris Bergmann and the Wellington Development Company, a Houston based real estate development firm owned by Wellington (Rocky) Stevens. Munger Development, a Texas certified Historically Underutilized Business (HUB), owned by Houston developer Patricia Murchison, will also be part of the Team.</p>

EStudio, a Houston based, minority owned architectural firm will be the Architect-of-Record. MacRostie Historic Advisors will be engaged as the Historic Preservation consulting firm.

The Development Team is currently redeveloping a property in Waco, Texas using the same financing methods of LIHTC and Historic credits that involves the preservation/adaptive reuse of three historic structures on the Doris Miller VA Medical Center campus.

PROJECT HISTORY **01/12/2022** – Staff, Lonnie Hoogeboom & Allen Douglas meet virtually with the Walnut Street Development team to learn about and discuss the project.

01/25/2022 – Follow-up meeting between Staff and the development team.

ACTION ITEM Authorize a proposed Letter of Support from the DRA/TIRZ to accompany Wellington Development’s bid for competitive Low Income Housing Tax Credits (LIHTC) for its project to provide a range of affordable housing options at 707-717 Walnut Street while preserving the historical structure in the conversion.

CONTACTS DRA: Allen Douglas, Executive Director
DRA: Lonnie Hoogeboom, Director of Planning & Design
Walnut Street Project: Patricia Murchison

1221 McKinney, Suite 4250
Houston, TX 77010
TEL 713 782 0827
downtowntirz.com

February 8, 2022

Juanita Moore
Multifamily -- City of Houston/Housing and Community Development
2100 Travis St., 9th Floor
Houston, TX 77002

Re: **Letter of Support for:**

Project Number LIHTC – 2022093 – Wellington Lofts
City of Houston Housing and Community Development -- 2022 Request for Support Resolution for 9% Tax Credits

Dear Ms. Moore,

The Downtown Redevelopment Authority/TIRZ#3 (“DRA”), a municipal non-profit tax increment reinvestment zone, has been in conversation with Wellington Development in its effort to seek public tax credits to redevelop the historic building located at 707-717 Walnut Street (“the Project”). The Project will repurpose the building to create 100 affordable, studio-style apartments. In providing affordable housing while preserving the historic façade of the structure consonant with the warehouse area aesthetic, this Project has the full support of the DRA Board of Directors as it plays an instrumental role in the continued improvement of downtown Houston’s residential offerings. The existing building has been vacant and decaying for more than a decade and, while a number of past attempts failed to redevelop the property, this area of downtown Houston is just now benefiting from an infusion of developmental interest.

The Project will bring new affordability options to downtown Houston that do not exist in significant measure today. Central to this redevelopment, the Project will provide 100 units of affordable housing with 10 units set aside for residents at 30% of AMI, with another 40% of the units for households at 50% of AMI and another 40% for residents at 60% of AMI, with a balance of 10 units designated as non-income-restricted.

Wellington Development’s design strategy brings a fresh approach to affordable urban living in Houston’s downtown core. The DRA is committed to supporting the viability of this Project to receive the vital 9% tax credit award, as the Project eliminates blight, adds value to Houston’s urban core, and expands affordable and workforce rental choices for our residents while preserving an historic structure.

The City of Houston currently has over 10,400 residents within the Downtown District’s boundaries, with the goal of doubling that number over the next five years. A strong residential base is the linchpin to ensuring the continued vibrancy of Downtown’s commercial, retail, and office spaces. Further, proximity and accessibility are key to ensuring Houstonians have affordable places to live Downtown.

Sincerely,

Curtis Flowers, Chair
Downtown Redevelopment Authority
(Authority)

Barry Mandel, Secretary
Downtown Redevelopment Authority
(Authority)



CBD

The Galleria

FOR SALE

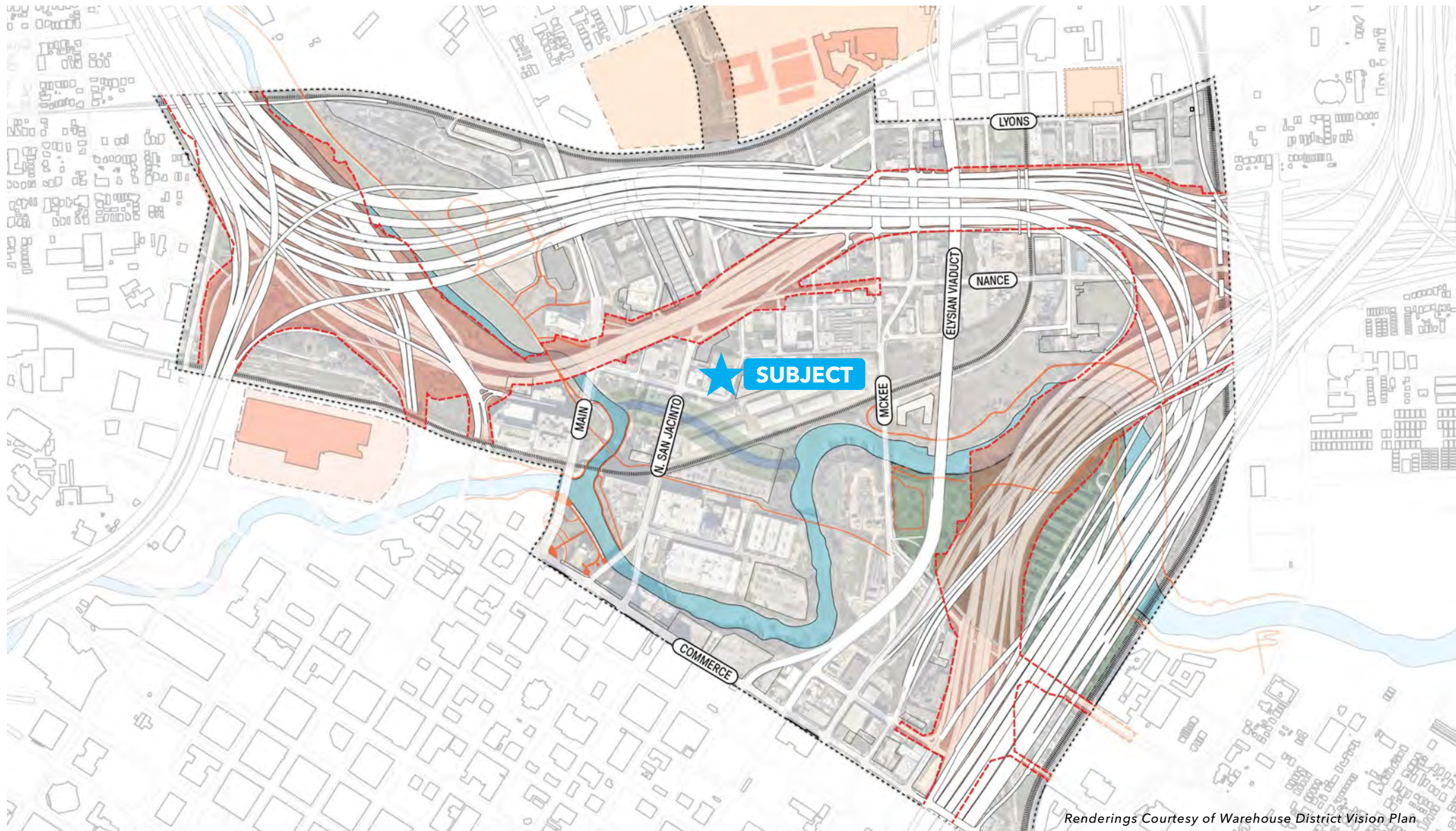


Motorcycle Assembly
K-800-LAP TOGERS

STASCO



FUTURE HIGHWAY IMPROVEMENT/NORTH CANAL PROJECT



TAB 6

PROJECT NAME	The Downtown Launch Pad
PROJECT PLAN	Economic Development
REQUEST	Recommend the full Board authorize the execution of a Memorandum of Understanding between Houston Exponential (“HX”) and the Authority by the appropriate officers of the Authority, permitting the Houston Exponential to reside in, operate, and conduct its programs from The Downtown Launch Pad pursuant to the terms of the MOU with the Authority during the term of the Authority’s lease with Amegy on Main, from 2022 through 2030.
DESCRIPTION	<p>The Board has already recognized the inception of the Downtown Launch Pad as a forum meant to incubate and accelerate high-impact, early-stage entrepreneurs. The mission of the Houston Exponential is to strengthen innovation ecosystems by providing a forum for funding high-potential startups across all industries, and to drive the creation of high-quality jobs by supporting entrepreneurs and connecting them to a global network.</p> <p>The main components of the program include access to specialized mentors, regularly scheduled investor pitch meetings arranged and coordinated with current licensees in the Downtown Launchpad – MassChallenge, gener8tor, and Impact Hub Houston. In turn, the MOU permits the Houston Exponential fifteen hours per month of Huddle Room usage and five hours per month of large conference room usage to, again be coordinated with and among the licensees.</p>
PROJECT HISTORY	<p>One of the principal goals of the DRA is to support economic development projects. Creating an Innovation Corridor has been identified as a key component of this goal through Plan Downtown and through the Mayor’s office. Intentionally bringing together the key components for a successful and robust tech ecosystem began with the conversion of the Downtown Launchpad space and the coalescing of licensees MassChallenge, gener8tor, and Impact Hub Houston, through economic development grants in two cases and the provision of space in the case of Impact Hub. Through the proposed MOU the HX provides a possible funding mechanism for the continued growth of the tech ideas and plans nurtured through the already in-place licensees.</p> <p>09/28/2018 – The request was brought before the Economic Development Committee for discussion. The EDC vetted and approved a recommendation to the Board of Directors for support of the request as presented.</p> <p>10/02/2018 – The Board Authorized application of an economic development agreement with MassChallenge to create and operate a regional acceleration program within the boundaries of the Authority/ TIRZ #3 in an amount not to exceed \$2,500,000 over 5 years, running through 2023.</p> <p>06/17/2019 – The concept of creating an innovation space for the downtown ecosystem was explored with the Economic Development Committee, no formal action was requested.</p> <p>08/12/2019 – Economic Development Committee recommended to proceed with the RFP for an innovation space within the TIRZ.</p> <p>09/10/2019 – The Board was provided an update on the concept of creating an innovation space for the downtown ecosystem</p>

10/4/2019 – Economic Development Committee recommended to proceed with the negotiation and execution of a lease agreement with Amegy on Main.

10/08/2019 – DRA Board authorizes negotiation and execution of a lease agreement with Amegy on Main.

02/13/2020 – Lease between Amegy on Main and DRA/TIRZ #3 executed.

3/27/2020 – Economic Development Committee recommended to proceed with the negotiation and execution of a lease agreement with MassChallenge, gener8tor and Impact Hub Houston.

9/28/2021 - Economic Development Committee recommended the execution of an MOU between the Houston Angel Network and the Authority by the appropriate officers of the Authority.

10/12/21 – DRA Board authorizes the execution of an MOU between the Houston Angel Network and the Authority.

ACTION ITEM

Authorize the execution of an MOU between Houston Exponential and the Authority by the appropriate officers of the Authority, permitting HX to conduct its programs, rent-free, pursuant to the terms of the MOU, from The Downtown Launch Pad during the term of the Authority’s lease with Amegy on Main, from 2022 through 2030.

CONTACTS

DRA: Robert Pieroni, Director of Economic Development
DRA: Allen Douglas, Executive Director

MEMORANDUM OF UNDERSTANDING

This MEMORANDUM OF UNDERSTANDING (the “Agreement”) is made this _____ of **Date** by and between the MAIN STREET MARKET SQUARE REDEVELOPMENT AUTHORITY/TIRZ #3, dba the DOWNTOWN REDEVELOPMENT AUTHORITY, a public non-profit local government corporation created pursuant to Chapter 431, Texas Transportation Code (the “**Authority**”), and the **HOUSTON EXPONENTIAL, a non-profit 501(c)(3) organized under Texas law (“HX”)**.

RECITALS

WHEREAS the Authority, on behalf of itself and Reinvestment Zone Number Three, created by City of Houston (the “City”) Ordinance No. 95-1323 on December 13, 1995 (the “TIRZ”), is authorized to enter into agreements to implement the TIRZ’s Amended Project Plan and Reinvestment Zone Financing Plan (the “Project Plan”), as approved by the City on September 14, 2005 pursuant to Ordinance No. 2005-1049, on December 12, 2007, by Ordinance No. 2007-1423, on November 16, 2011, by Ordinance No. 2011-989, and on December 4, 2019, by Ordinance No. 19-983; and

WHEREAS on February 13, 2020, the Authority entered a Lease Agreement with Zions Bancorporation, N.A., a national banking association dba Amegy Bank, for a ten-year (10) lease term for the tenth floor of 1801 Main Street, Houston, Texas 77002, pursuant to Amegy Bank’s winning proposal as gauged through a bona fide procurement process undertaken by the Authority in 2019, and in so doing created the space branded as the Downtown Launchpad; and

WHEREAS pursuant to authorization from the Authority Board of Directors, the Downtown Launchpad licenses tenants MassChallenge, Gener8tor and Houston Impact Hub, to operate on the premises without charge pursuant to each tenant achieving yearly productivity targets to incubate and accelerate business start-ups representing a wide-range of endeavors, licensees provide the structures to enable nascent ideas to emerge as commercially viable; and

WHEREAS the Authority’s authorization to gather MassChallenge, Gener8tor and Houston Impact Hub into the newly fashioned Downtown Launchpad reflects the Authority’s goals to foster economic development, generate employment, and attract commercially sustainable enterprise into the Downtown core; and

WHEREAS the **Houston Exponential (“HX”), a non-profit organization created to accelerate the growth of Houston’s innovation ecosystem. We believe Houston is where the world will come to solve problems that matter. HX is leading the charge to turn Houston into a hub for high-growth high-potential companies by creating pathways for innovation to flow at scale. We**

are aligning ecosystem support around strategic initiatives that are connecting, attracting, and promoting startups, investors, corporations, government, and universities; and

WHEREAS HX provides connections in the form of institutional members such as seed funds, mentors, accelerators, corporations, universities, and other networks within the innovation ecosystem; and

WHEREAS HX brings a seasoned focus on Houston and is dedicated to developing the innovation ecosystem in Houston through supporting stakeholders.

NOW THEREFORE, in consideration of these recitals, the mutual covenants, agreements, and obligations stated below, and other good and valuable consideration, the receipt and sufficiency of which are acknowledged, the parties agree as follows:

AGREEMENT

1. The Authority and HX hereby enter into this Memorandum of Understanding to outline certain conditions with respect to the Parties' obligations in the scope of the service and obligations carried out by HX and the Authority with respect to The Downtown Launchpad.
2. The Authority agrees to provide access to the Downtown Launchpad to recognized HX employees in good standing during the lease term of the premises held by the DRA. The HX may use the address and name of the Downtown Launchpad to indicate that the premises of the DLP serve as a satellite office for HX used by HX employees engaged in HX business.
3. The Authority agrees to permit usage of the Downtown Launchpad to the HX for fifteen (15) hours per month of Huddle Rooms and five (5) hours per month of the Large Conference Room, to be determined, arranged, and coordinated with use by current licensees MassChallenge, gener8tor, and Impact Hub Houston.
4. HX agrees to continued annual engagement with the Downtown Launchpad resident licensees, including hosting six (6) HX Office Hours on Floor 11 of Amegy on Main for the cohorts from the Downtown Launchpad resident licensees.
5. Notwithstanding any provision of this MOU to the contrary, nothing in this MOU shall constitute a waiver by the Authority, or the TIRZ of any provisions of applicable law relating to any immunity or defense as may be available to the Authority on behalf of itself, its trustees, officers, employees, and agents.
6. In case any one or more of the provisions contained in this MOU shall for any reason be held to be invalid, illegal, or unenforceable in any respect, such invalidity, illegality, or

unenforceability shall not affect any other provision of this MOU, and this MOU shall be considered as if such invalid, illegal, or unenforceable provision had never been contained in this MOU.

7. The terms of this MOU and the rights, duties, and obligations hereunder may not be transferred or assigned by either of the parties without the prior written consent of the other party.
8. This MOU may be amended or modified in whole or in part at any time only by an agreement in writing by the parties. No waiver of any term or provision of this MOU shall be binding unless executed in writing by the party entitled to the benefit thereof.
9. This MOU and any provisions incorporated by reference contain the entire agreement and understanding of the parties hereto with respect to the subject matter hereof and supersede all prior agreements and understandings, whether written or oral, relating to the subject matter hereof. There are no other agreements, representations, or warranties between or among the parties other than those set forth in this MOU and the agreements and documents referred to herein.

8. Indemnification and Release –HOUSTON EXPONENTIAL SHALL DEFEND, INDEMNIFY, AND HOLD THE AUTHORITY AND THE CITY, THEIR AGENTS, EMPLOYEES, OFFICERS, AND LEGAL REPRESENTATIVES (COLLECTIVELY, THE “INDEMNIFIED PERSONS”) HARMLESS FOR ALL CLAIMS, CAUSES OF ACTION, LIABILITIES, FINES, AND EXPENSES (INCLUDING, WITHOUT LIMITATION, ATTORNEYS’ FEES, COURT COSTS, AND ALL OTHER DEFENSE COSTS AND INTEREST) FOR INJURY, DEATH, DAMAGE, OR LOSS TO PERSONS OR PROPERTY SUSTAINED IN CONNECTION WITH OR INCIDENTAL TO PERFORMANCE UNDER THIS AGREEMENT, INCLUDING, WITHOUT LIMITATION, THOSE CAUSED BY:

(A) HOUSTON EXPONENTIAL’S AND/OR ITS AGENTS’, EMPLOYEES’, OFFICERS’, DIRECTORS’, CONTRACTORS’, OR SUBCONTRACTORS’ (COLLECTIVELY, “HOUSTON EXPONENTIAL”) ACTUAL OR ALLEGED NEGLIGENCE OR INTENTIONAL ACTS OR OMISSIONS;

(B) THE INDEMNIFIED PERSONS’ AND HOUSTON EXPONENTIAL’S ACTUAL OR ALLEGED CONCURRENT NEGLIGENCE, WHETHER HOUSTON EXPONENTIAL IS IMMUNE FROM LIABILITY OR NOT; AND

(C) THE INDEMNIFIED PERSONS’ AND HOUSTON EXPONENTIAL’S ACTUAL OR ALLEGED STRICT PRODUCTS LIABILITY OR STRICT STATUTORY LIABILITY, WHETHER HOUSTON EXPONENTIAL IS IMMUNE FROM LIABILITY OR NOT.

HOUSTON EXPONENTIAL SHALL DEFEND, INDEMNIFY, AND HOLD THE INDEMNIFIED PERSONS HARMLESS DURING THE TERM OF THIS AGREEMENT AND FOR FOUR YEARS AFTER THIS AGREEMENT TERMINATES. HOUSTON EXPONENTIAL SHALL NOT INDEMNIFY THE INDEMNIFIED PERSONS FOR THE INDEMNIFIED PERSONS' SOLE NEGLIGENCE.

HOUSTON EXPONENTIAL RELEASES EACH INDEMNIFIED PERSON FROM ALL LIABILITY FOR INJURY, DEATH, DAMAGE, OR LOSS TO PERSONS OR PROPERTY SUSTAINED IN CONNECTION WITH OR INCIDENTAL TO PERFORMANCE UNDER THIS AGREEMENT, EVEN IF THE INJURY, DEATH, DAMAGE, OR LOSS IS CAUSED BY THE INDEMNIFIED PERSON'S CONCURRENT NEGLIGENCE AND/OR THE INDEMNIFIED PERSON'S STRICT PRODUCTS LIABILITY OR STRICT STATUTORY LIABILITY, BUT NOT SUCH INDEMNIFIED PERSON'S SOLE NEGLIGENCE OR FROM ANY DAMAGE OR LOSS TO THE EXTENT RESULTING FROM THE GROSS NEGLIGENCE, RECKLESSNESS OR INTENTIONAL ACT OR OMISSION OF THE INDEMNIFIED PERSON.

HOUSTON EXPONENTIAL SHALL REQUIRE ALL MEMBERS ENGAGED BY IT TO RELEASE AND INDEMNIFY THE INDEMNIFIED PERSONS TO THE SAME EXTENT AND IN SUBSTANTIALLY THE SAME FORM AS ITS RELEASE OF AND INDEMNITY TO THE INDEMNIFIED PERSONS HEREUNDER.

Conditions of Indemnity – The HX shall have the right to control the defense of all claims, related lawsuits or proceedings. In no event shall the Authority settle any such claim, lawsuit or proceeding without the HX's prior approval, which will not be unreasonably withheld, delayed or conditioned.

9. **Insurance** –The HX will maintain insurance coverage during the term hereof as provided in Exhibit B attached hereto.

10. **Successors and Assigns.** This MOU shall be binding upon and inure to the benefit of the parties and their respective successors and, except as otherwise provided in this MOU, their assigns.

11. **Amendment; Waivers.** This MOU may be amended or modified in whole or in part at any time only by an agreement in writing by the parties. No waiver of any term or provision of this Agreement shall be binding unless executed in writing by the party entitled to the benefit thereof.

12. **Integration.** This MOU and the agreements and documents referred to herein (including the exhibits and schedules hereto) and any provisions incorporated by reference contain the entire agreement and understanding of the parties hereto with respect to the subject matter hereof and supersede all prior agreements and understandings, whether written or oral, relating to the subject matter hereof. There are no other agreements, representations, or warranties between or among the parties other than those set forth in this MOU and the agreements and documents referred to herein.

13. Counterparts. This MOU may be executed in any number of counterparts (including by facsimile or electronic signature), each of which shall be deemed an original and constitute one and the same instrument.

THIS MOU IS EXECUTED by the **HX** and the AUTHORITY to be made effective on the date of signature by the AUTHORITY'S authorized representative.

DRAFT

Houston Exponential:

_____, a _____ non-profit corporation

By: _____

Name: _____

Title: _____

Date: _____

The Authority:

**DOWNTOWN REDEVELOPMENT AUTHORITY/TIRZ
#3**

a Texas local government corporation

By: _____

J. Allen Douglas
Executive Director

Date: _____



ABOUT **Houston**
**Exponential exists
to position Houston
as one of the best
places in the world
for startups to
launch and scale**



The challenge facing founders lies in opportunity.

WHO WE ARE

connect

You shouldn't need powerful friends to make powerful connections. We help connect like-minded innovators, entrepreneurs, investors, mentors, and ecosystem partners.

Attract

We're actively engaged in attracting the talent and venture capital Houston needs to grow. Let us help you discover if Houston is

the right place to
accomplish your goals.

Promote

Houston's tech strengths, successes, and momentum deserve more attention. You won't believe what's happening here. See why Houston is innovation's next big thing.

Guide

As the digital front door to Houston's vibrant innovation ecosystem, we are aggregating and networking with all engaged startups, investors, and needed resources.

MEET THE TEAM



SERAFINA LALANY

EXECUTIVE DIRECTOR [READ BIO](#)



BRYANT CHAN

SENIOR DIRECTOR OF PRODUCT [READ BIO](#)



DANIELLE CHATMAN

CFO [READ BIO](#)



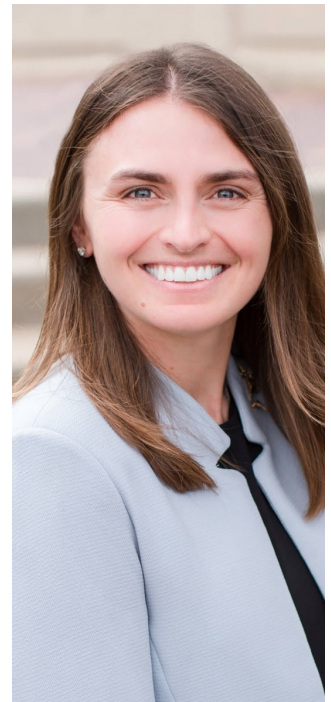
NOAH FONS

PRODUCT ANALYST II [READ BIO](#)



IVERY BOSTON

DIRECTOR OF INCLUSIVE INNOVATION [READ BIO](#)



CLEMMIE PIERCE MARTIN

DIRECTOR OF MARKETING AND STRATEGY [READ BIO](#)



Thomas Fields

GRIND
/ Interactive

After a knee injury ended his basketball career, Thomas Fields began working to provide affordable sports equipment for low-income families. Since 2017, GRIND has been how he helps with that, with their portable basketball shooting machine.

**THE
FUTURE

WILL BE
BUILT
TOGETHER.**

CONTACT

INFO@HOUSTONEXPONENTIAL.COM



[HOME](#)
[ECOSYSTEM](#)
[FOR INVESTORS](#)
[FOR FOUNDERS](#)
[EVENTS](#)

[ABOUT](#)
[NEWS](#)
[CAREERS](#)
[CONTACT](#)



The Internal Revenue Service recognizes the Technology and Entrepreneurship Center of Houston, Inc, d/b/a Houston Exponential (HX) as a 501(c)(3) exempt organization and public charity. Contributions to the Technology and Entrepreneurship Center of Houston are tax-deductible to the extent permitted by law. TMC's tax identification number is 76-0589315.

© 2022 Houston Exponential

[Terms](#) · [Privacy](#)



map

map

map



MAKEOVER

Houston Exponential enters a new era with rebrand

Natalie Harms Feb 1, 2022, 1:29 pm



The Houston Exponential team has a new look to their branding and website. *Photo via houstonexponential.org*

The future of **Houston Exponential** is here. The organization rolled out its new branding today that was designed and created in partnership with a Houston agency.

HX tapped Houston-based **NUU Group** to ideate and design a new brand that fits the evolving organization's ambitious plans. HX is like a startup itself, the company explains in a statement, and is shifting to accommodate the needs of the ecosystem and community it's served since 2017.

"The challenge lies in evolving the HX brand to be more than a two-letter acronym, bringing it off the page and into culture," HX Executive Director Serafina Lalany tells InnovationMap. "We need to create a framework and strategy that allows HX to communicate effectively across audiences, platforms, and geographies."

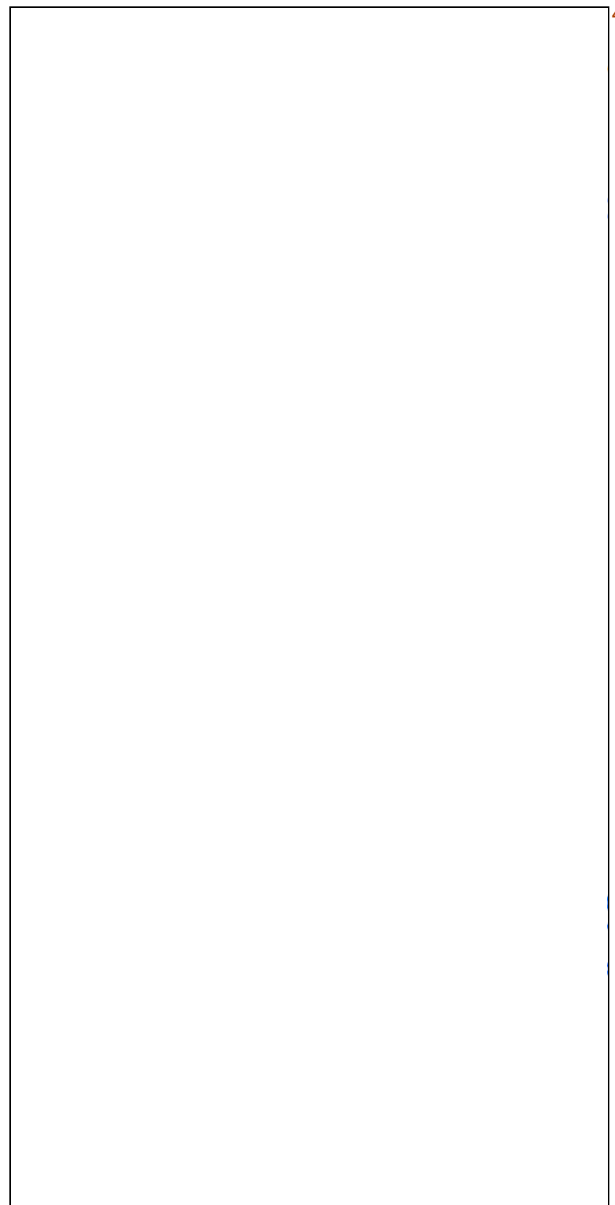
The goal of the new branding is to clearly communicate HX's vision and value to both local entrepreneurs and the global innovation community.

"After a national search for a brand development partner that understood the impact we were seeking to drive not only for our startup community, but for the city of Houston we identified NUU Group," Lalany says. "NUU has been helping companies ideate, design and launch innovative solutions for almost a decade and is a champion for our city with groups across the country and around the globe."

NUU Group, **founded by CEO Jez Babarczy** in 2013, works with emerging and established companies to design branding that moves both business and culture forward.

"The theme for HX's new identity is anchored in the idea that the path of entrepreneurship is tough, but with the right support founders can succeed," says Garrett Herzik, head of projects at NUU. "HX exists to help make that path less opaque and easier to navigate, to build a robust community of support that backs up Houston's uncompromising founders."

HX's new website features interactive graphics and video, as well as highlighting Houston founders on the homepage. The new tagline for the organization is "building the future backed by community," which



TRENDING NEWS

presented by **HR&P**

resonates with HX's mission to represent the diversity of the city.

"We're helping to make the world of entrepreneurship more accessible, less opaque, and easier to navigate for founders," the website reads. In a recent interview with InnovationMap, Lalany says a key focus of that accessibility is to venture capital opportunities, which is why HX will be scaling its VC Immersion days in partnership with Republic, an investment tech company.

The branding changes come just ahead of HX's Houston Tech Rodeo Roadshow, which begins later this month. The new design will be worked into a part of the week-long event and meetup programming, which is aimed at showcasing Houston innovation.

"We hope to see the new branding give current and future founders confidence in their entrepreneurial journey," Herzik says. "We hope to see HX's commitment to providing a robust community of support owned and adopted by the entirety of Houston. Transformation will move as fast as our community allows, which requires that we all adopt one vision of an innovative future. One that is possible for anyone."

Q&A

Houston Exponential leader looks to increase local startup investment through 2022

NEW TO HOU

Ion Houston opens unique prototyping lab, names TXRX as partner

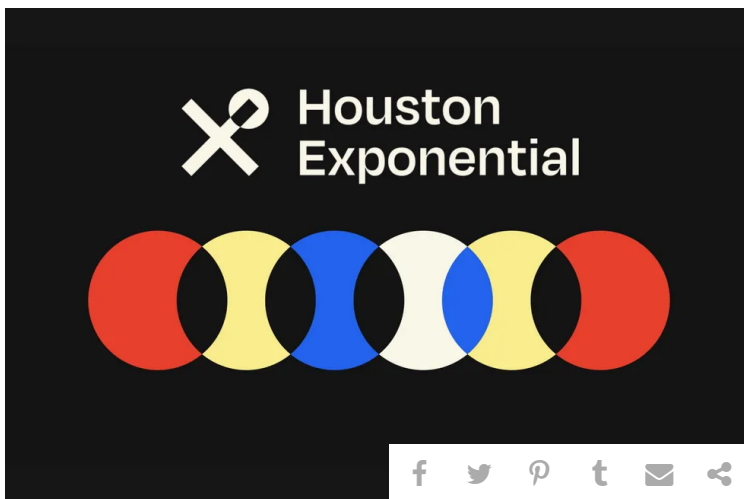
SHORT STORIES

Houston startup secures big contract, coworking company acquired, and more local innovation news

BUILDING HOUSTON

GET IN THE GAME

Ever thought about owning and racing your own Texas Thoroughbred? Now's the time.



Houston Exponential's website has a whole new look to it. Graphic courtesy of HX



TAB 7

TREBLY PARK

A PLACE TO BELONG



OVERVIEW

Downtown Management District's newest community greenspace, **Trebly Park**, is set to open in Summer 2022, providing a needed quality of life boost to meet the growing number of residents who work and play in the south side of downtown. The bare lot at 1515 Fannin St. is being transformed into a retreat in the heart of the city with an onsite café (Tout Suite), reflection area, entertainment stage, dog park, playscape and lawn. The emerging neighborhood provides an open canvas to build an engaged, inspired and active community through inclusive and creative programming.

At Trebly Park, Houstonians will find a place to belong.





VISION

A PLACE TO BELONG

Trebly Park is a welcoming greenspace in the heart of Downtown for Houstonians to find themselves, their community, serendipitous moments and a sense of peace.

KEY FACTORS FOR DEVELOPING THE TREBLY PARK PROGRAMMING VISION

- **Placemaking:** Strengthening the connection between residents of southern Downtown and their neighborhood; building a community Houstonians want to be a part of.
- **Diversity and inclusion:** Designing a place that welcomes all and celebrates the diversity that defines Houston.
- **Originality:** Creating an experience that looks and feels different than other Houston parks; one that is unique to the time, place and people.
- **A combination** of destination events and low-lift recurring programs and installations that attract residents and foot traffic.

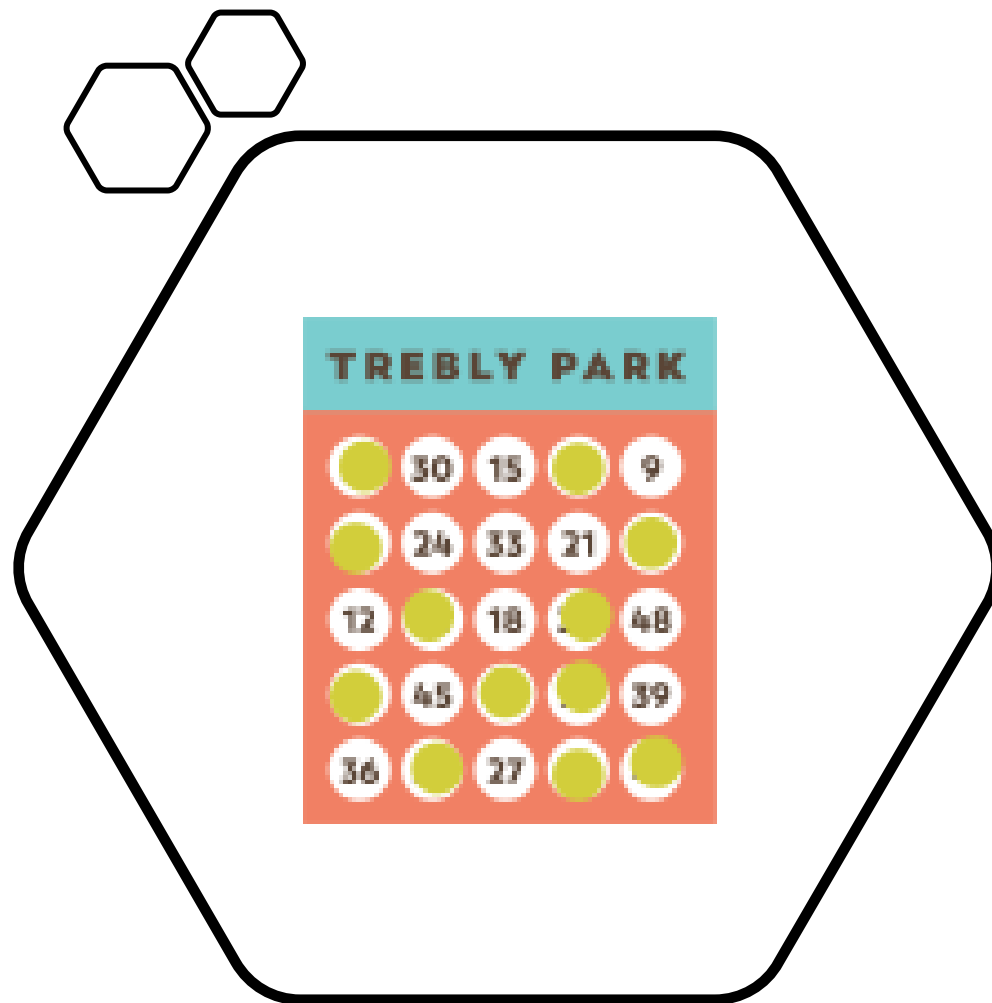
TREBLY PARK IS A HUGE SUCCESS WHEN...

- The park is bustling with people and activity.
- Nearby residents pop over to the park for an exercise class, a glass of bubbles and a cookie, a date with their puppy, a meetup to find "their people."
- Office workers get out of their cubicle for a dose of sunshine, a moment of meditative quiet or stress-busting play.
- The park is used as a "third place"... a place to work, meet up and exchange ideas.
- Houstonians outside of downtown drive in for brunch with friends, movies, music and memory-making.

MEASURING BY THE NUMBERS

There are also quantitative metrics that will help guide decision-making:

- Placer.ai foot traffic insights
- Attendance at programmed events
- Sales at Tout Suite
- Engagement on social media
- QR code downloads



TREBLY PARK MESSAGING

1

Trebly Park is a welcoming place for Houstonians to find themselves, their people, their joy, and their peace.

2

Trebly Park is a community retreat from the hustle and bustle of daily life for nearby residents, downtown workers, and inbound visitors.

3

Serendipitous moments are uncovered at Trebly Park – from chance connections at a meetup to a secret QR code discovery.



TREBLY IN ACTION

PROGRAMMING CONCEPTS

PROGRAMMING AT TREBLY PARK IS:

Inclusive
Community building
Playful
Stress-busting
Friendly
Casual

Trendsetting
Serendipitous
Joyous
Something for everyone
Instagrammable
Houston Proud

PROGRAMMING PILLARS



Community

Encourages connection
+ social behavior



Wellness

Mental and physical
wellbeing + public
health



Culture

Food + bev, media,
visual + performing arts,
education

TREBLY PARK GRAND OPENING CARNIVAL

- Street vendors showcasing neighborhood businesses and products
- Live music, street performers, performance artists, dog exhibition
- Games & activities (midway-style games, lawn games, bingo/trivia, face painting, etc.)
- Photo op area(s) – checkered carpet
- QR code scavenger hunt to showcase the area + park activities
- Tout Suite samples, along with other carnival-style foods (e.g., popcorn, cotton candy, funnel cakes)



COMMUNITY JAMS

MONTHLY / WEEKLY / ORGANIC

Community

Wellness

Culture



- **Book Club / Houston Author Talks**
Meet local authors and fellow book fiends
- **Geek Game Night**
BYOG (Bring Your Own Game)
- **Launchpad Mornings**
Entrepreneur networking
- **Pitch Imperfect**
Casual pitch practice for startups



MIND, BODY, SPIRIT

Weekly

Community

Wellness

Culture

Free group fitness classes, led by Trebly
Wellness Partners, like the YMCA.

People with all abilities and skill levels will
find a place to engage their mind, body,
and spirit.



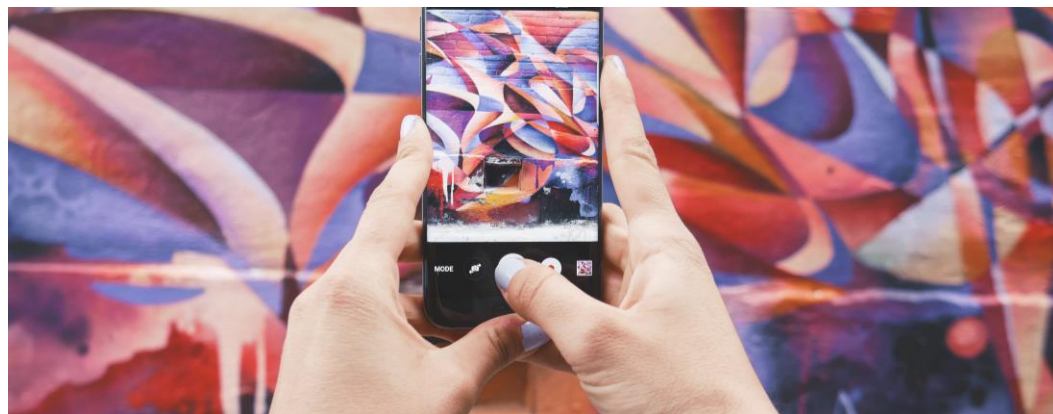
LEARN SOMETHING NEW

LIMITED TIME / WEEKLY/ MONTHLY

Community

Wellness

Culture



- **Telenovela Spanish classes**
Hone Spanish skills through soap operas
- **Spill the Beans**
Become a coffee connoisseur
- Organic use of Tout Suite and the patio

SIGHTS AND SOUNDS

SUMMER SERIES

Community

Wellness

Culture

Encore:

Musical Movies in the Park

Singalong screenings

(e.g., High School Musical, In the Heights, Hamilton, Pitch Perfect, Hairspray)



QR CODES | EVERGREEN / ROTATING

Community

Wellness

Culture

Serendipitous moments are waiting to be revealed at Trebly Park. Using QR code technology and mini-exhibition signs, visitors can discover unexpected “Easter eggs” throughout the park and Downtown.

- Accessible guided exercise circuit
- Guided meditation
- Art installation intel
- Scavenger hunt / I Spy for kids
- Curated playlists
- Houston history facts
- Affirmations
- Short stories
- Performances from Houston bands and theater groups
- Walking tour of Downtown
- Recipes from Tout Suite
- Reading lists
- Art / sketch challenges
- Upcoming Downtown events
- Podcast episodes

ACTIVATING TOUT SUITE

CONCEPTS



- **Easy Like Sunday Morning**
Weekly brunch
- **Brunch on the Pawtio**
Weekly outdoor brunch for people and their pets
- **Trebly Tuesdays**
Entree + Sweet treat + Drink special



- **Un-wine Fridays**
DJ and drinks to release the week
- **Drag Queen Trivia**
Quarterly or limited series
- **Rose All Day**
Wednesday hump day



A Downtown Management District Community Space

TAB 8

CAPITAL PROJECTS	
Allen Parkway Improvements	Ongoing maintenance agreement with Downtown District through May 2022.
Bagby Street Improvements	Construction contract executed with Main Lane Industries, Ltd.; construction began mid-January 2020. Substantial completion achieved November 2021; Contractor correcting punch list items, working towards final completion in March 2022.
Lynn Wyatt Square for the Performing Arts (Jones Plaza)	Construction contract executed between Houston First and Manhattan Construction; kick-off ceremony occurred on May 14th with construction started in late May. DRA staff holds bi-weekly progress meetings and at least one site meet per month with Houston First.
Trebley Park	Construction contract executed with Structura; construction began mid-March 2021; estimated completion and park opening in late May 2022. Current work includes building enclosure and interior buildout, waterproofing, roofing, brick façade, site utilities, grading and hardscape layout.
ECONOMIC DEVELOPMENT AGREEMENTS	
Buffalo Bayou Downtown Trail East	Financial contribution approved by Board in March 2019; MOU executed; first grant reimbursement processed November 2019. Western portion of trail under-construction, eastern portion of trail in re-design due to unstable bayou banks.
Post Houston	Primary construction completed with grand opening held on November 13 th . EDC reviewed proposed First Amendment to the Agreement on May 6 th , DRA Board review May 18 th ; the First Amendment is fully executed. Staff has initiated ongoing working group meetings with Lovett and Blackwood Farms to structure the success of the farm component of the POST Project.
Amegy on Main / Downtown Launchpad	Staff is continuing to work closely with the resident tenants/licenses on different community initiatives and continuing the ongoing compliance monitoring of the performance and licensing agreements.
gener8tor	Staff is continuing ongoing performance and licensing agreement compliance monitoring; The gener8tor gBETA Fall cohort ended its seven-week program where the startups had opportunities to meet mentors, gain customer traction and pitch accelerators and investors. Applications for the spring cohort are currently being accepted.
MassChallenge	Staff is continuing ongoing performance and licensing agreement compliance monitoring; applications for the 2022 cohort are currently being accepted.
Impact Hub Houston	Staff is continuing ongoing performance and licensing agreement compliance monitoring.

The Cannon	Staff is continuing ongoing performance reviews of the Cannon operations and maintenance agreement for The Downtown Launchpad. 67
Houston Angel Network	Pursuant to the Board's authorization staff is continuing to work with the HAN on finalizing terms.

RESIDENTIAL

Block 387 – Fairfield Residential	Construction is progressing; the garage is complete, and the framing has topped out. Exterior masonry and windows installation is in progress. MEP rough-ins and interior drywall in progress. The DRA Board approved a requested extension of time to August 31, 2022 for completion of the project.
-----------------------------------	---

NORTH HOUSTON HIGHWAY IMPROVEMENT PROJECT

The Texas Transportation Commission (TTC) voted to retain the funding for the NHHIP during their annual UTP budgeting review process and to review for progress in 90 days. The Commissioners favorably reviewed the NHHIP negotiation process on November 29th and recognized sufficient progress in the conversations between TxDOT and the Federal Highway Administration (FHWA) with regard to the Title VI investigation and the NEPA environmental audit. The TTC acknowledged that FHWA has lifted the 'pause' on certain portions of Segment 3 permitting the return to detailed design work. The TTC stated that it would not revisit progress in the near future but would look to TxDOT staff to continue its efforts at voluntary reconciliation over areas of concern voiced by FHWA with regard to the effects of the project.

On November 15, 2021, the Harris County Commissioners voted unanimously to request the County Attorney to file a stay of the March federal lawsuit brought by the County against TxDOT, permitting the parties to enter into negotiations regarding the environmental and park land concerns voiced in the lawsuit. The Central Houston staff anticipate a return to design work in early 2022 on those portions of Segment 3 named by the FHWA.