

Board of Directors Meeting August 13, 2024

Tax Increment Reinvestment Zone, Number Three City of Houston





Board of Directors Meeting August 13, 2024

TABLE OF CONTENTS

	<u>Page</u>
Minutes of Previous Meetings	
Downtown Redevelopment Authority – June 11, 2024	3
Tax Increment Reinvestment Zone Number Three – June 11, 2024	6
Finance Matters	
Finance Summary – June & July 2024	9
Check Register – June 2024	
Check Register – July 2024	
Financial Statements – 4Q24 / FY24	
Investment Report – 4Q24 / FY24	
Pedestrian Lighting Project Update - Polk & Texas	
Update on More Space Main Street 2.0	No Material / Presentation
	. No Matchar / Proschation
Homelessness in Downtown	NoMaterial/Presentation
Budget Discussion Update	. No Material / Presentation
EaDo Cap Discussion	No Material / Presentation
Hurricane Beryl Recovery & Clean Up	
numcane beryi Recovery & Clean Op	. No Material / Presentation
Strategic Alignment Updates	
Goal 1 – Champion Downtown	24
Goal 2 – Enhance Downtown	
Goal 3 – Connect Downtown	
Goal 4 – Thrive Downtown	
Goal 5 – Engage Downtown	
5.5	

MINUTES OF THE REGULAR MEETING OF THE DOWNTOWN REDEVELOPMENT AUTHORITY

June 11, 2024

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 H-Town Conference Room at the Authority's office, located at 1221 McKinney Street, Suite 4250, Houston, TX 77010, on June 11, 2024, 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
Kirby Liu	Director
Tiko Reynolds-Hausman	Director
William Taylor	Director

and all of said persons were present except for Vice Chair Sabino and Director Garcia. Also attending were Allen Douglas, Executive Director ("ED"); Kris Larson, President; Jana Gunter, Director of Finance, all with the Authority; and staff members Brett DeBord, David Fields, Jamie Perkins, Albert Sanchez, and Ann Taylor, all with the Authority; Algenita Davis, consultant to the Authority; and Clark Lord with Bracewell, outside counsel to the Authority. Nicole Boudreau with Hines was invited to share an update and presentation. Andrew Busker with the City of Houston; and LeRon Wilson with TIRZ #25 attended from the public.

DETERMINE QUORUM; CALL TO ORDER

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

INTRODUCTIONS AND PUBLIC COMMENTS

Chair Flowers asked if anyone attending from the public wished to comment. There were no comments from the public.

MINUTES OF PREVIOUS MEETING

The Board considered approving the minutes of the May 14, 2024 regular joint board meeting. Chair Flowers asked the Board for questions or revisions.

Hearing none, Chair Flowers called for a motion, moved by Director Harrison; seconded by Director Taylor; and the minutes of the May 14, 2024 regular joint board meeting were approved as presented.

FINANCE MATTERS

May 2024 Check Register

Chair Flowers called on Jana Gunter to present financial updates from the month prior. Ms. Gunter shared highlights from the check register for the month ending May 31, 2024. No questions were raised.

Chair Flowers entertained a motion to accept the May check register; moved by Secretary Mandel; and seconded by Director Harrison; and the Board accepted the May check register as presented.

UPDATE AND PRESENTATION ON INFRASTRUCTURE RESILIENCY PROJECT

Chair Flowers asked ED Douglas to provide updates on the Infrastructure Resiliency Project. ED Douglas opened with a brief statement and overview of the project's history, then welcomed Nicole Boudreau with Hines to present the latest project updates to the Board. Ms. Boudreau gave a presentation, highlighting the current work in progress on the storm water system upgrades and showed visuals of its evolution. She also touched on the building construction schedule and next steps. Discussion ensued and questions were asked and answered. No further action was required.

RETENTION OF CARR, RIGGS & INGRAM FOR DRA FY24 AUDIT

Next, Chair Flowers called on Jana Gunter to present an action item, authorizing staff to engage with and for Authority Officers to enter into any necessary agreements with the audit firm Carr, Riggs and Ingram to conduct the FY24 DRA/TIRZ #3 audit, in an amount not to exceed \$23,000. No questions were raised, and discussion did not occur.

Chair Flowers called for a motion, moved by Secretary Mandel and seconded by Director Harrison, and the Board approved the request to engage Carr, Riggs and Ingram to conduct the FY24 DRA/TIRZ #3 yearly audit, as presented.

DRA/TIRZ #3 FY25 DRAFT BUDGET

Chair Flowers called on ED Douglas to introduce this item. He presented a draft of the FY25 Authority budget, which was previously reviewed by the Budget & Finance Committee on June 4, 2024. Next, ED Douglas provided an overview of future planned capital project expenses. Discussion ensued and questions were asked and answered. He concluded by sharing the Budget & Finance Committee's recommendation for the Board to accept and approve the draft FY25 budget as presented.

A motion was called, moved by Secretary Mandel and seconded by Director Harrison; and the Board accepted the Budget & Finance Committee's recommendation to accept and approve the Authority's draft FY25 Operation & CIP Budget as presented, for release to the City of Houston for City Council vetting and approval.

CENTRAL HOUSTON CIVIC IMPROVEMENT - CIVIC OPPORTUNITIES FOR NHHIP PROJECT

Chair Flowers asked ED Douglas to continue by presenting this item. ED Douglas began by giving a brief background and history of this budgeted item. He then explained how this seventh installment to Central Houston Civic Improvement ("CHCI") will continue to assist with the advocacy and expansion of civic opportunities associated with TxDOT's North Houston Highway Improvement Project ("NHHIP"). No discussion occurred and there were no questions presented.

A motion was called to approve the seventh installment to Central Houston Civic Improvement for the advocacy of civic opportunities associated with the NHHIP Project, in an amount not to exceed \$400,000, along with the execution of the necessary agreements by the appropriate officer of the Authority. This motion was moved by Director Liu, seconded by Treasurer Hamm, and the Board approved this request as presented.

STRATEGIC ALIGNMENT UPDATES

President Larson was invited to share the latest updates on the cross-organizational Strategic Alignment goals. Questions were asked and answered. No further action was taken.

NEXT MEETINGS

Chair Flowers announced the July Board, and all Collaborative Committee meetings are cancelled. The next Board meeting will take place on Tuesday, August 13, 2024 at 12:00 PM.

OTHER BUSINESS

He then asked if there was any further business to be discussed. No additional business was brought forth to the Board.

ADJOURN BOARD MEETING / EXECUTIVE SESSION

Finally, Chair Flowers announced a closed Executive Session will be held immediately after the Board meeting and invited Board members to stay to participate. He then called for a motion to adjourn the regular Board meeting; which was moved and seconded; and the regular Board meeting was adjourned at 1:23 PM.

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

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

June 11, 2024

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 H-Town Conference Room at the Zone's office, located at 1221 McKinney Street, Suite 4250, Houston, TX 77010, on June 11, 2024, 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
Kirby Liu	Director
Tiko Reynolds-Hausman	Director
William Taylor	Director

and all of said persons were present except for Vice Chair Sabino and Director Garcia. Also attending were Allen Douglas, Executive Director ("ED"); Kris Larson, President; Jana Gunter, Director of Finance, all with the Zone; and staff members Brett DeBord, David Fields, Jamie Perkins, Albert Sanchez, and Ann Taylor, all with the Zone; Algenita Davis, consultant to the Zone; and Clark Lord with Bracewell, outside counsel to the Zone. Nicole Boudreau with Hines was invited to share an update and presentation. Andrew Busker with the City of Houston; and LeRon Wilson with TIRZ #25 attended from the public.

DETERMINE QUORUM; CALL TO ORDER

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

INTRODUCTIONS AND PUBLIC COMMENTS

Chair Flowers asked if anyone attending from the public wished to comment. There were no comments from the public.

MINUTES OF PREVIOUS MEETING

The Board considered approving the minutes of the May 14, 2024 regular joint board meeting. Chair Flowers asked the Board for questions or revisions.

Hearing none, Chair Flowers called for a motion, moved by Director Harrison; seconded by Director Taylor; and the minutes of the May 14, 2024 regular joint board meeting were approved as presented.

FINANCE MATTERS

May 2024 Check Register

Chair Flowers called on Jana Gunter to present financial updates from the month prior. Ms. Gunter shared highlights from the check register for the month ending May 31, 2024. No questions were raised.

Chair Flowers entertained a motion to accept the May check register; moved by Secretary Mandel; and seconded by Director Harrison; and the Board accepted the May check register as presented.

UPDATE AND PRESENTATION ON INFRASTRUCTURE RESILIENCY PROJECT

Chair Flowers asked ED Douglas to provide updates on the Infrastructure Resiliency Project. ED Douglas opened with a brief statement and overview of the project's history, then welcomed Nicole Boudreau with Hines to present the latest project updates to the Board. Ms. Boudreau gave a presentation, highlighting the current work in progress on the storm water system upgrades and showed visuals of its evolution. She also touched on the building construction schedule and next steps. Discussion ensued and questions were asked and answered. No further action was required.

RETENTION OF CARR, RIGGS & INGRAM FOR DRA FY24 AUDIT

Next, Chair Flowers called on Jana Gunter to present an action item, authorizing staff to engage with and for Zone Officers to enter into any necessary agreements with the audit firm Carr, Riggs and Ingram to conduct the FY24 DRA/TIRZ #3 audit, in an amount not to exceed \$23,000. No questions were raised, and discussion did not occur.

Chair Flowers called for a motion, moved by Secretary Mandel and seconded by Director Harrison, and the Board approved the request to engage Carr, Riggs and Ingram to conduct the FY24 DRA/TIRZ #3 yearly audit, as presented.

DRA/TIRZ #3 FY25 DRAFT BUDGET

Chair Flowers called on ED Douglas to introduce this item. He presented a draft of the FY25 Zone budget, which was previously reviewed by the Budget & Finance Committee on June 4, 2024. Next, ED Douglas provided an overview of future planned capital project expenses. Discussion ensued and questions were asked and answered. He concluded by sharing the Budget & Finance Committee's recommendation for the Board to accept and approve the draft FY25 budget as presented.

A motion was called, moved by Secretary Mandel and seconded by Director Harrison; and the Board accepted the Budget & Finance Committee's recommendation to accept and approve the Zone's draft FY25 Operation & CIP Budget as presented, for release to the City of Houston for City Council vetting and approval.

CENTRAL HOUSTON CIVIC IMPROVEMENT – CIVIC OPPORTUNITIES FOR NHHIP PROJECT

Chair Flowers asked ED Douglas to continue by presenting this item. ED Douglas began by giving a brief background and history of this budgeted item. He then explained how this seventh installment to Central Houston Civic Improvement ("CHCI") will continue to assist with the advocacy and expansion of civic opportunities associated with TxDOT's North Houston Highway Improvement Project ("NHHIP"). No discussion occurred and there were no questions presented.

A motion was called to approve the seventh installment to Central Houston Civic Improvement for the advocacy of civic opportunities associated with the NHHIP Project, in an amount not to exceed \$400,000, along with the execution of the necessary agreements by the appropriate officer of the Zone. This motion was moved by Director Liu, seconded by Treasurer Hamm, and the Board approved this request as presented.

STRATEGIC ALIGNMENT UPDATES

President Larson was invited to share the latest updates on the cross-organizational Strategic Alignment goals. Questions were asked and answered. No further action was taken.

NEXT MEETINGS

Chair Flowers announced the July Board, and all Collaborative Committee meetings are cancelled. The next Board meeting will take place on Tuesday, August 13, 2024 at 12:00 PM.

OTHER BUSINESS

He then asked if there was any further business to be discussed. No additional business was brought forth to the Board.

ADJOURN BOARD MEETING / EXECUTIVE SESSION

Finally, Chair Flowers announced a closed Executive Session will be held immediately after the Board meeting and invited Board members to stay to participate. He then called for a motion to adjourn the regular Board meeting; which was moved and seconded; and the regular Board meeting was adjourned at 1:23 PM.

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



- Total checks issued in June 2024 were \$43K
 - Walter P. Moore
 - Contractors \$40,300
 - Bracewell LLP
 - Outside Legal Consultation \$3,000

Check register for July 2024

- Total checks issued in July 2024 were \$4.2M
 - Buffalo Bayou Partnership
 - Maintenance Agreement \$1,362,620
 - City of Houston
 - Shared Sacrifice \$980,000
 - HPD Supplemental \$933,825
 - Fairfield Block 334 LP
 - DLI Y23 Tax Rebate \$193,273
 - Woodbranch Tower, LLC
 - DLI Y23 Tax Rebate \$726,515
 - HDT Hotels, LLC
 - DLI Y23 Tax Rebate \$19,807



11

Statement of Net Position, June 30, 2024



Assets

- Cash and Investments are \$41.1M
- Other Receivables \$611K
 HDMD support for DLI \$608K
- Accounts Payable & Accrued Expense are \$7.8M.
 - DLI and Economic Development Grants outstanding \$5.8M
 - Accounts Payable \$1.5M includes \$1.3M to BBP
 - Due to/Due From Affiliates \$533K CHCI (NHHIP) Pledge of \$250K, Reimbursement for Allen Parkway maintenance \$149K and Admin Contractor \$134K
- Bonds Payable due Aug 2024 \$2.34 million



- Total Revenues of \$22.4M is \$2.9M less than budget due to 2023 increment being less than forecasted by COH.
- Project Costs are \$8.8M, \$10.1M under budget due to funds not expended in FY2024 now forecasted in FY2025 budget.
 - Pedestrian Lighting Improvements of \$1.5M
 - Main Street Market Square of \$900K
 - Targeted Blight Remediation of \$4.7M
 - Montrose Bridge at Allen Parkway of \$690K
 - Hike & Bike Trails East of Allen's Landing of \$942K
 - and \$1M forecasted for future Project Costs has not been utilized.



13 Downtown Redevelopment Authority

- Cash balance \$238,107
- Investment Funds
 - Logic Increment \$22.0 million
 - Texas Class \$8.8 million
- Debt Service
 - Morgan Stanley Investment Fund
 - Debt Service \$5.7 million
 - Bond Reserve \$4.3 million
 - Bank of New York Mellon
 - Pledged Funds \$8,800

DRA 0879 - JP Morgan Chase, N.A.

Check register

June 2024

Date	Payee	Amount	Cleared
Account no: 51	5270879		
6/26/2024	VEN-00017Bee-line Delivery Service	31.40	6/30/2024
6/26/2024	VEN-00021Bracewell	1,250.00	6/30/2024
6/5/2024	VEN-00021Bracewell	1,750.00	6/30/2024
6/17/2024	VEN-00539Walter P Moore	40,300.00	6/30/2024
	-	43,331.40	•

Central Houston

Check register

July 2024

DRA--Main Street Market Sq Redevelopment Auth

Date	Payee	Document	Amount	Cleared
Account no: 5	15270879			
7/29/2024	VEN-00021Bracewell		1,250.00	7/31/2024
7/5/2024	VEN-00024Buffalo Bayou Partnership		1,362,620.47	7/31/2024
7/11/2024	VEN-00036City of Houston	2	980,000.00	7/31/2024
7/11/2024	VEN-00036City of Houston	1	933,825.00	7/31/2024
7/18/2024	VEN-00566Fairfield Block 334 LP	3	193,273.00	7/31/2024
7/24/2024	VEN-00571HDT HOTELS, LLC	1003	19,807.00	7/31/2024
7/5/2024	VEN-00214Ryan M. Levasseur		10,000.00	7/31/2024
7/18/2024	VEN-00567Woodbranch Tower, LLC	1002	726,515.00	7/31/2024
		_	4,227,290.47	•

Downtown Redevelopment Authority Statement of Net Position June 30, 2024 and June 30, 2023

	06/30/24	06/30/23
Assets		
Cash	\$ 238,107	\$ 616,131
Investments - Project Funds	-	-
Investments - Debt Service	10,043,706	8,585,226
Investments - General	30,835,684	21,270,676
Tax Increments Receivable	-	136,966
Other Receivables & Prepaid Expenses	610,705	1,064,775
Capital Assets, Net	10,001,514	10,589,671
Cost of Issuance	327,320	357,533
Total Assets	\$ 52,057,036	\$ 42,620,978
Liabilities		
Accounts Payable & Accrued Expenses	\$ 7,842,477	\$ 4,312,464
Accrued Interest Payable	636,884	667,117
Lease Liabilities Due in One Year	442,703	408,374
Lease Liabilities Due After One Year	10,116,722	10,559,425
Notes Payable Due in One Year	-	-
Bonds Payable Due in One Year	2,340,000	2,250,000
Notes Payable Due After One Year	-	-
Bonds Payable Due After One Year	39,997,352	42,560,493
Total Liabilities	 61,376,138	 60,757,872
Net Position		
Net Position	(9,319,103)	(18,136,893)
Total Liabilities & Net Position	\$ 52,057,036	\$ 42,620,978

Downtown Redevelopment Authority Statement of Activities For the Fourth Quarter and Year ended June 30, 2024

Revenues		(2024 Q4 Actual	Y	2024 TD Actual	<u> </u>	2024 TD Budget	av (Unfav) Variance
Revenues	Tax Increments	\$	126,381	\$	23,299,568	\$	30,897,582	(7,598,014)
	Other Revenues		-		182		-	182
	Interest Income		262,461		1,231,499		260,325	971,174
Total Reven	ues	\$	388,842	\$	24,531,249	\$	31,157,907	\$ (6,626,658)
Transfers								
	Administrative Fees		73,161		968,589		1,193,904	225,315
	HISD Adjustment		(2,308,877)		1,126,124		4,580,001	3,453,877
			(2,235,716)		2,094,713		5,773,905	 3,679,192
Net Revenue	es	\$	2,624,558	\$	22,436,536	\$	25,384,002	\$ (2,947,466)
Expenses								
•	Project Costs		4,975,569		8,845,578		19,000,645	10,155,067
	Municipal Services		1,913,625		1,913,625		2,045,000	131,375
	Professional Fees		4,250		58,978		63,500	4,522
	Administrative Contractor		270,907		1,048,554		700,000	(348,554)
	Insurance		721		4,054		36,500	32,446
	Office Expense		3,293		24,838		7,500	(17,338)
	Interest Expense - Bonds		422,253		1,692,905		1,703,374	10,469
	Cost of Issuance		30,214		30,214		30,214	-
Total Exper	ises	\$	7,620,832	\$	13,618,746	\$	23,586,733	\$ 9,967,987
Change in N	let Position		(4,996,274)		8,817,790		1,797,269	7,020,521
Net Position	Beginning of Year				(18,136,893)		(18,136,893)	-
Net Position	End of Period			\$	(9,319,103)	\$	(16,339,624)	\$ 7,020,521

Downtown Redevelopment Authority Statement of Activities For the Year ended June 30, 2024 and June 30, 2023

P			2024 TD Actual	Y	2023 TD Actual	av (Unfav) Variance
Revenues	Tax Increments	\$	23,299,568	\$	24,156,187	(856,619)
	Other Revenues	Ψ	182	Ψ	168	14
	Interest Income		1,231,499		1,186,135	45,364
Total Rever	nues	\$	24,531,249	\$	25,342,490	\$ (811,241)
Transfers						
11 ansiers	Administrative Fees		968,589		985,461	16,872
	HISD Adjustment		1,126,124		1,922,208	796,084
			2,094,713		2,907,669	 812,956
Net Revenu	es	\$	22,436,536	\$	22,434,821	\$ 1,715
Expenses						
-	Project Costs		8,845,578		17,165,431	8,319,853
	Municipal Services		1,913,625		1,882,161	(31,464)
	Professional Fees		58,978		44,917	(14,061)
	Administrative Contractor		1,048,554		690,945	357,609
	Insurance		4,054		5,280	(1,226)
	Office Expense		24,838		37,953	(13,115)
	Interest Expense - Bonds		1,692,905		1,771,179	(78,274)
	Cost of Issuance		30,214		30,214	(0)
Total Exper	ISES	\$	13,618,746	\$	21,628,080	\$ 8,539,321
Change in N	Net Position		8,817,790		806,741	8,541,036
Net Position	Beginning of Year		(18,136,893)		(18,943,634)	806,741
Net Position	n End of Period	\$	(9,319,103)	\$	(18,136,893)	\$ 9,347,777

Downtown Redevelopment Authority Project Cost Detail For the Year ended June 30, 2024

	2024 YTD Actual	2024 YTD Budget	Fav (Unfav) Variance
Project Costs			
Capital Improvement Projects			
Main Street Market Square 2.0	100,268	1,000,000	899,732
Allen Parkway	148,708	150,000	1,292
Trebly Park	854,748	835,750	(18,998)
Bagby Street Improvements	13,318	-	(13,318)
NHHIP Civic Opportunities	250,000	250,000	-
Montrose Bridge at Allen Parkway	310,000	1,000,000	690,000
Targeted Blight Remediation	303,851	5,000,000	4,696,149
Pedestrian Lighting Improvements	43,617	1,500,000	1,456,383
Concrete Panel Replacement Program		20,000	20,000
Total Capital Improvement Projects	2,024,510	9,755,750	7,731,240
Future Project Costs	-	1,000,000	1,000,000
Buffalo Bayou Park	2,768,771	2,836,045	67,274
806 Main/JW Marriott	171,290	185,541	14,251
Hotel Alessandra	69,818	59,981	(9,837)
Holiday Inn/Savoy Hotel	19,807	23,972	4,165
723 Main/AC Hotel	30,504	28,154	(2,350)
Downtown Living Initiative	-	10,000	10,000
Economic Development/Retail Program	150,684	50,000	(100,684)
Texaco Building/The Star	321,772	284,422	(37,350)
SkyHouse Houston	247,750	290,459	42,709
Fairfield Block 334	152,258	158,341	6,083
Hines Market Square	331,994	440,560	108,566
Market Square Tower	577,331	710,442	133,111
SkyHouse Main	248,758	272,935	24,177
Fairfield Residential	278,416	280,456	2,040
Post HTX	459,928	365,767	(94,161)
Hike & Bike Trails East of Allens Landing	58,346	1,000,000	941,654
Downtown Launchpad	683,641	997,820	314,179
Gener8tor	250,000	250,000	-
Total Developer/Project Reimbursements	6,821,068	9,244,895	2,423,827
Total Project Costs	8,845,578	19,000,645	10,155,067

DOWNTOWN REDEVELOPMENT AUTHORITY INVESTMENT REPORT, FOURTH QUARTER FYE 2024 FOR THE PERIOD APRIL 1, 2024 THROUGH JUNE 30, 2024

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
OPERATING										
JP MORGAN CHASE OPERATING	211,103.59	211,103.59	0.00	0.00	27,003.41	238,107.00	238,107.00	0.58%	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	211,103.59	211,103.59	0.00	0.00	27,003.41	238,107.00	238,107.00	0.58%		
POOLED INVESTMENT FUNDS										
LOGIC INCREMENT	6,153,643.92	6,153,643.92	0.00	84,698.77	15,829,943.40	22,068,286.09	22,068,286.09	53.67%	5.4286%	43
TEXAS CLASS	8,649,887.20	8,649,887.20	0.00	117,510.47	0.00	8,767,397.67	8,767,397.67	21.32%	5.4279%	26
TOTAL POOLED	14,803,531.12	14,803,531.12	0.00	202,209.24	15,829,943.40	30,835,683.76	30,835,683.76	74.99%		
REPURCHASE AGREEMENTS										
BAYERISCHE LANDESBANK	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00%		
TOTAL BLB	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00%		
DEBT SERVICE										
MORGAN STANLEY INVESTMENT FUND	81,809.36	81,809.36	0.00	1,065.36	5,586,631.28	5,669,506.00	5,669,506.00	13.79%	3.9130%	1
BOND RESERVE	4 507 700 07	4 503 300 03	0.00	50 400 70	(004,400,45)	4 005 400 00	4 005 400 00	40.00%	0.04000/	
MORGAN STANLEY INVESTMENT FUND	4,537,702.37	4,537,702.37	0.00	59,186.78	(231,489.15)	4,365,400.00	4,365,400.00	10.62%	3.9130%	1
<u>PLEDGED FUNDS</u> BANK OF NEW YORK MELLON	689,031.18	689,031.18	0.00	0.00	(680,231.18)	8,800.00	8,800.00	0.02%	N/A	1
	,	,				-,	-,			
PROJECT FUNDS 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	5,308,542.91	5,308,542.91	0.00	60,252.14	4,674,910.95	10,043,706.00	10,043,706.00	24.43%		
GRAND TOTAL	20,323,177.62	20,323,177.62	0.00	262,461.38	20,531,857.76	41,117,496.76	41,117,496.76	100%		

AGENDA ITEM	Overpass Light-Art Installation – Authorization for Expenditures
REQUEST	Authorization of \$600,000 to advance the curation and installation of a permanent overpass light-art installation beneath the overpasses located at Downtown's Texas and Polk Streets, respectively, in accordance with the Downtown Houston Pedestrian Lighting Master Plan.
ITEM HISTORY	January 2024: Authority Staff published the Downtown Houston Pedestrian Lighting Study and Master Plan; a priority recommendation includes illuminating the pedestrian paths beneath popular overpasses to improve safety.
	April 2024: Authority Staff present a memo with their analysis of the Study and Master Plan with recommended projects to advance in 2024, including overpass lighting, enhancing lighting at the street entrances and edges of Buffalo Bayou, and illuminating the several dozen murals from the Big Art. Bigger Change. program.
	June 2024: Authority Staff confirmed with TxDOT and the City of Houston that the overpass installation is a workable project and would comply with their permitting structures; the Downtown District confirmed their ability to maintain a future installation.
	July 2024: Authority Staff contacted a professional public art curator to determine the site's ability to feature an iconic, weather-resilient, and long-lasting public light-art installation.
DESCRIPTION	Authority Staff is requesting authorization of \$600,000 to advance the curation and installation of a permanent overpass light-art installation beneath the overpasses located at Downtown's Texas and Polk Streets, respectively. This project is in alignment with the Downtown Houston Pedestrian Lighting Master Plan.
	The artistic approach for this installation was determined as a strategy to (1) increase and sustain pedestrian activity and (2) provide an iconic and clear site for connectivity between Downtown and EaDo while construction advances at St. Emanuel, which stands to cause disruption in economic activity.
	Placer.ai analysis revealed that the thoroughfares beneath the Texas and Polk overpasses represent the most trafficked paths of travel in

	comparison to all other overpasses; the Pedestrian Lighting Master Plan confirms that that these overpasses are insufficiently illuminated for pedestrian safety and comfort. An installation introduced in 2025 will be able to remain in place up to the demolition that will occur beneath I-H 59/69 in 5-10 years as part of the NHHIP (North Houston Highway Improvement Project). Once NHHIP construction starts at the site, the installation can be moved to a new location, in partnership with the TBD artist.
	This authorization request follows substantial due diligence, including commitments of project feasibility with the City of Houston, TxDOT, and a professional public art curator with experience in light-art installations. Following this authorization's approval, Authority Staff will advance the project in collaboration with a professional light-art curator, who will provide vetted recommendations of artists that can produce a permanent, resilient, and iconic light-art installation. They will be responsible for providing several options for stakeholders to review before advancing a specific design.
	Target date for installation is Summer 2025 to allow for the required time for curation, design development, permitting, fabrication, and installation.
	Authority Staff will be responsible for design development, installation permitting, and stakeholder engagement. Engagement plans include Authority Board Directors, the EaDo Cap Steering Committee, Houston First, and the Astros.
CONTACTS	DRA: Cassie Hoeprich, Director of Planning & Economic Development DRA: Brett DeBord, Director of Capital Projects & Operations DRA: Jacque Gonzalez-Garica, Urban Design & Planning Manager

AUGUST 2024

STRATEGIC ALIGNMENT PLAN UPDATES

DOWNTOWN HOUSTON+



Champion major projects, initiatives and investments that improve Downtown.

1.2 Continue to advocate for the implementation of TxDOT's North Houston Highway Improvement Project and the Civic Opportunities that reconnect communities.

Highlight: TxDOT will start the first phase of NHHIP construction in October 2024. To help Downtown communities stay connected with critical information about this imminent and ongoing project, Downtown Houston+ has published an on-line toolkit that will:

- Equip stakeholders with clear and consistent messages about rebuilding the highway as we talk with various audiences, including business owners, residents, commuters, event organizers, and media.
- Provide helpful resources to improve stakeholders' experience throughout each construction phase.
- Empower Downtown stakeholders to counter false narratives and foster understanding about the project's benefits.

DTH+ will update the on-line toolkit regularly with information about road closures, transit detours, TxDOThosted public meetings, and dates of major events that require additional travel planning, all to communicate the message that "*Downtown is Open for Business*."

Participating Agencies:



1.3 Plan collaboratively for Downtown's evolving edges, connections, and major attractions.

Highlight: Mayor Whitmire has convened a small group of local leaders to help shepherd the design of the EaDo Cap. The group includes leadership from DTH+, EaDo, Houston First, GHP, the Houston Endowment, Houston Parks Board and TxDOT. The first meeting of this committee was held on Friday, July 26th.

The committee's charge is motivated by a requirement from TxDOT to calculate the final structural load created by the components & amenities on the Cap to determine the incremental amount of engineering & structural support required. The conceptual design of the Cap must be to a point where this load can be calculated, funded, and ultimately constructed so that the Cap supports any landscaping and other amenities envisioned. Per the voluntary reconciliation agreement between the City and TxDOT, the Houston community is responsible for covering the cost of this additional structural support capacity and any amenities on the Cap.

Finally, Houston First is conducting master planning for an expanded and enhanced convention and entertainment district, and the EaDo Cap, due to its direct adjacency, will play a significant role in supporting that overall vision. It is essential that this work be done in parallel to help optimize the immense city building opportunities in the area.

Participating Agencies:



GOAL 2

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

2.10 Broadly address the needs of people experiencing homelessness and the associated impacts.

Highlight: A small team of experts from the local homelessness response ecosystem have crafted a strategic proposal for the Whitmire administration to consider for addressing the massive funding shortfall due to expired federal stimulus funding. After several meetings, the Mayor's office has embraced the approach, including short and long-term key steps. In the short-term, \$70M is needed to maintain funding in 2025. The current strategy for addressing that funding shortfall is to work to have the City / County / Philanthropic Community each provide \$20-25M. The City will be looking for TIRZs and Management Districts to provide as much of their \$25M portion as is feasible. The City will then be responsible for addressing the long-term recurring amount, either through a policy tool enabled by the State legislature or a local funding referendum. The expert community, given their established roles both in homelessness as well as broader civic matters.

Participating Agencies:



2.11 Prepare for and respond to emergencies.

Highlight: Just as we were getting back on our feet from the May 16 Derecho storm event, our region got hit with another major storm event in the likes of Hurricane Beryl. In anticipation of the hurricane, the Operations staff assembled a ride-out team in Downtown to ensure we had available resources in place to immediately begin damage assessments and clean-up efforts once the storm had passed. With the HDMD Board's emergency authorization of funds to advance the clean-up efforts, the staff brought in crews from several local contractors to supplement the Operations Team. Although Hurricane Beryl did not have the same impacts in terms of building damage and broken windows, Downtown did suffer significant damage and loss to its landscape and tree canopies.

Participating Agencies:



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

3.3 Leverage Downtown's adjacency to the Buffalo Bayou as an integral part of the Downtown experience.

Highlight: As one part of the 2024 Strategic Action Item: "Identify and install distinctive, strategically positioned holiday décor," during its six-week "Snow Glow" celebration of Downtown City Lights, HDMD will activate Allen's Landing and Buffalo Bayou with a multimedia light and sound spectacular from Dec. 20 - 29. This unique animated, immersive light show will be projected 100 feet on a water screen and reflected off the water's surface. Downtown visitors may experience it from multiple vantage points around Downtown, as well as from the bayou's banks or trails, or on a Christmas Cruise boat tour operated by Buffalo Bayou Partnership.

Participating Agency:



3.7 Prioritize investments in pedestrian lighting on key walking corridors and near residential buildings.

Highlight: As recommended in the 2023 Pedestrian Lighting Master Plan, the DTH+ Planning Team has received approval from TxDOT and the City of Houston to pursue a permanent public art lighting installation beneath the highway overpasses at Texas Avenue (adjacent to Minute Maid Park) and Polk Street (adjacent to GRB and Toyota Center). These two locations were designated as top-priority sites due to their high volume of pedestrian traffic in the evenings, a datapoint confirmed by a Placer.ai analysis. The installation will be designed by a professional artist with extensive experience in lighting installations, and the HDMD will maintain the installation.

Once completed, these installations will serve as iconic and weather-resilient wayfinding for pedestrians until the highway overpass is recessed as part of the North Houston Highway Improvement Project (NHHIP). Lighting will ensure a safer passage for Downtown visitors and residents, especially Downtown's hotel guests and patrons of our sports stadiums who access parking lots on either side of the underpass. Moreover, the draw of illuminated public art will help to reinforce the connection between Downtown and EaDo throughout the construction occurring along St. Emanuel as part of the NHHIP. When the time comes for the highway to be demolished, the intention will be for the public art lighting installation to be relocated to a new site.

Participating Agency:



GOAL 4

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

4.11 Foster a thriving storefront economy, prioritizing recruitment efforts, where possible, to fill available properties that have favorable co-tenancy on key corridors.

Highlight: As of July 31, 2024, David Cisneros has joined the Downtown Houston+ team as Economic Development Manager. As the DTH+ Economic Development Manager, David will oversee the completion of our retail storefront strategy for Downtown Houston in collaboration with MJB Consulting, strategically introduce and manage our Downtown Enhancement Grants for businesses and properties (e.g., Storefront Grants, Historic Façade Improvement Grants, etc.), serve as a source of intelligence and understanding of the broader commercial market, and support the Downtown Redevelopment Authority with development incentives.

Participating Agencies:



4.15 Be the go-to organization for Downtown market research and intelligence.

Highlight: The Q2 2024 Downtown Market Report unpacked the strength of Downtown and the commitment of Houstonians to their urban core—whether they are faced with an unprecedented weather event or coming together to celebrate our Art Cars. Visitor numbers jumped 12% compared to the previous quarter, with people staying longer on average. Public transportation ridership also climbed, nearing pre-pandemic levels. Hotels saw a significant boost in occupancy, fueled by events and unusual weather. The report highlights a shift in office space pursuits, as companies increasingly seek unique Downtown locations. Additionally, Downtown housing is leasing up, a trend supported by Houston's young and diverse population seeking a vibrant and flexible lifestyle.

Participating Agency:





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

5.5 Consolidate websites to be more user-friendly, Downtown-focused, and valued as the most critical information clearinghouse about Downtown.

Highlight: When two major storm disasters struck Houston in less than a month, a user-friendly website proved critical for effective emergency response. The Downtown Houston+ team of inhouse communicators produced daily news alerts, updated and posted street and sidewalk closure maps, and added a new web page at DowntownHouston.org dedicated to all modes of transportation impacts. News media and other stakeholders relied on these tools to stay informed. Now this rapid response experience will be standard operating procedure for future emergency events.

Participating Agencies:



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

Highlight: With City support and financing ready for transformational investments in Downtown's convention area, Houston Business Journal reporter Chandler France wanted to examine two decades of impact from Minute Maid Park and Toyota Center and how these major venues impact Downtown's future. His cover feature story included interviews with Downtown Houston+ former and current CEOs, Bob Eury and Kris Larson, and leveraged the Downtown Houston+ research team's data analysis. Welcoming media inquiry, providing credible data and insight, and effectively delivering strategic messaging resulted in highly visible and favorable news coverage.

Participating Agency:

