

LAKE HOUSTON REDEVELOPMENT AUTHORITY AND  
TAX INCREMENT REINVESTMENT ZONE NUMBER TEN,  
CITY OF HOUSTON, TEXAS  
JOINT BOARD OF DIRECTORS MEETING

April 8, 2021

The Board of Directors (the "Board") of both the Lake Houston Redevelopment Authority (the "Authority") and the Tax Increment Reinvestment Zone Number Ten, City of Houston, Texas (the "Zone") met in regular session by teleconference and videoconference, with access by telephone available to the public, pursuant to Texas Government Code Section 551.125 and Governor Greg Abbott's emergency disaster declaration dated March 13, 2020, on the 8th day of April, 2021, and the roll was called of the members of the Board being present by telephone and/or video:

Kimberly Brusatori	Position 1
Jeffery Nielsen	Position 2, Assistant Secretary
Philip Ivy	Position 3, Vice Chair
Tom Broad	Position 4, Secretary
Stan Sarman	Position 5, Chairman
Nolan Correa	Position 6
Dr. Martin Basaldua	Position 7

and all of the above were present except Director Basaldua, thus constituting a quorum.

Also attending the teleconference were, Mayor Pro-Tem Dave Martin, Jennifer Curley, Jessica Beemer, and Jesus Garcia of the City of Houston (the "City"); Savannah Mehrtens, *Houston Chronicle*, Kelly Schafler, *Community Impact Newspaper*, Ralph De Leon of TIFWorks, LLC; Melissa Morton of Morton Accounting Services; Vince Obregon, Joel Salinas, and Paula Ikpatt of HNTB Corporation ("HNTB"); Rachel Ray-Welsh of Walter P. Moore ("WPM"); Mark Arnold of Hunton Andrews Kurth LLP ("HAK"); Kathleen Ellison of Norton Rose Fulbright, Kristin Blomquist of Masterson Advisors LLC ("Masterson"); Monica Aizpurua of Binkley & Barfield, Adam Kupstas of Kingwood Place West Community Association, Brian Gibson of Friendswood Development, Dee Price of the Kingwood Service Association and various members of the public.

1. **Establish quorum and call to order.** Chairman Sarman conducted roll call, established that a quorum of the Board of Directors was present and called the meeting to order.
2. **Approve minutes from last meeting.** Chairman Sarman presented the March 11, 2021 minutes and asked if there were any comments or suggested corrections. Hearing none, he

called for a motion. Director Broad motioned to adopt the minutes, which was seconded by Director Nielsen, and which passed by unanimous vote.

3. **Comments from Council District E, Mayor Pro Tem Dave Martin.** Mayor Pro Tem Dave Martin had no comments at this time.
4. **Receive public comment.** There were no public comments.
5. **Chairman's Report including:**
  - a. **TxDOT LGP 101 and LGP102 Certification,**
  - b. **T-1013 Northpark Drive Overpass Project,**
  - c. **T-1014 Northpark Drive Reconstruction Project.**

Chairman Sarman reported that TxDOT requires at least one person be certified by local government participation class 101 and 102. He said that both he and Ralph DeLeon have taken the classes.

Chairman Sarman reported on the status of acquisition of right-of-way. He stated that we have closed on three parcels and are close to closing on three more.

Survey work is beginning in regards to T-1014 Northpark Drive Reconstruction Project.

No Board action was required regarding the Chairman's report.

6. **Financial and bookkeeping matters, including Financial Report and payment of bills.** Ms. Morton provided an overview of the Financial Report ending March 31, 2021 and reviewed disbursements for the month of March and current invoices due for the period. After review and discussion, Director Broad motioned to accept the Financial Report, ratify March disbursements and approve payment of invoices due for the current period. Director Ivy seconded the motion, which passed by unanimous vote.
7. **Resolution approving engagement of underwriters for bond transaction and other matters in connection therewith.**

The Board next considered approving a Resolution Approving Engagement of Underwriters for a Bond Transaction and Other Matters in Connection therewith, (the "Resolution"). After discussion, Director Broad made a motion to approve the Resolution and to approve BofA Securities, Inc., as lead underwriter and Ramirez and Company and Hilltop Securities as additional underwriters. Director Brusatori seconded the motion and the motion passed unanimously.
8. **HNTB Report on Northpark Drive Overpass (T-1013) Project, including approve task orders, pay estimates, change orders, and final acceptance.**

Mr. Obregon reported that the drawings are 100% complete. A hard copy will be sent out today or tomorrow and will be submitted to the City for final approval. Mr. Obregon will work with Jesus Garcia, the City coordinator to get the drawings signed. The project stands ready to advertise once the bonds are sold. No Board action is needed at this time.

9. **HNTB Report on Northpark Drive Reconstruction (T-1014) Project, including approve task orders, pay estimates, change orders, and final acceptance.**

Mr. Obregon reported that initial construction start-up has begun and is ramping up. A kick-off meeting with all team members was held. Chairman Sarman requested that all three sub-committee meeting members be invited to all future progress meetings. Director Broad asked when the meetings would take place. It was agreed that the Friday after the regular TIRZ 10 monthly meeting would be a good time for progress meetings.

10. **Receive presentations, reports, or updates from the Directors, consultants, City of Houston Staff, or others regarding development in the Authority and the Zone and implementation of Project Plan and Reinvestment Zone Financing Plan.**

No comments or reports from the Directors.

Jessica Beemer with the City of Houston reported on the lowering of Lake Houston in advance of a survey project for the design of the floodgates that will be installed on the Lake Houston spillway dam. The Lake will be allowed to refill naturally. The San Jacinto River Authority has lowered Lake Conroe which occurs seasonally.

Ralph DeLeon gave an update on the budget for fiscal year 2022. Approval of the budget will be on next month's agenda for consideration by the Board.

Kathleen Ellison with Norton Rose Fulbright said the bond offering documents will be presented at next month's Board meeting. Kristin Blomquist with Masterson reported that the bond sale has been pushed from May to June.

Brian Gibson with Friendswood Development reviewed his report on construction, development and sales within Royal Brook. He said there are four sections left to develop. He also reported that the lift station is finally complete.

11. **Discuss meeting schedule including date and time of next meeting for May 13, 2021, at 8:00 a.m.**

Chairman Sarman reminded the Board that the next meeting date is May 13, 2021. The Board will continue to meet virtually for the foreseeable future due to pandemic restrictions. No Board action needed.

12. **Convene in Executive Session pursuant to section 551.087, Texas Government Code, to discuss economic development matters of the Zone.**

No executive session was necessary.

13. **Reconvene in Open Session and authorize appropriate action regarding economic development negotiations.**

No action needed.

14. **Adjourn.** Director Broad moved to adjourn the meeting. Director Brusatori seconded the motion and the motion passed by unanimous vote.