

MINUTES OF REGULAR MEETING OF UPTOWN DEVELOPMENT AUTHORITY

March 25, 2020

The Board of Directors of the Uptown Development Authority (the "Authority") met in regular session by teleconference, 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 25th day of March, 2020, and the roll was called of the members of the Board being present by telephone:

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| Steve Lerner | Chairman |
| Louis Sklar | Vice Chairman |
| Kendall A. Miller | Secretary/Treasurer |
| Robert Clay | Director |
| Dot Cunningham | Director |
| Ethel Johnson | Director |
| Judson Robinson, III | Director |
| Lisa Simon | Director |
| MariCarmen Tamez | Director |

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

Also attending the teleconference were John Breeding, Stephen Wood, Shannon Daniels, Delia Mizwa, Bob Ethington, Andrew Jerige, Betsy Kirkgard, Nat Wanissorn and Amelia Escalante, staff members of Harris County Improvement District No. 1 (the "District"); Margaret Dunlap of METRO; Loren Morales of RBC Capital Markets; and Jessica Holoubek and Carnell Emanuel of Allen Boone Humphries Robinson LLP ("ABHR").

CALL TO ORDER

Chairman Lerner called the meeting to order at 3:38 p.m.

Ms. Holoubek reviewed certain recommended protocols for conducting the District's meeting via teleconference. She announced that the meeting was being recorded and that consultant reports presented at the meeting were posted online and available to the public in the form of an "agenda packet" prior to the start of the meeting at www.uptown-houston.com.

DECLARE EMERGENCY

The Board discussed Governor Abbott's disaster declaration dated March 13, 2020 relating to the novel coronavirus (COVID-19). Director Lerner stated, in response to the Governor's declaration, an emergency may be declared within the Zone for the duration of this declared disaster and for the limited purposes authorized by Governor Abbott. The Board then reviewed a Resolution Declaring an Emergency and Adopting Electronic Meeting Procedures (the "Resolution"). After discussion, Director Miller moved to (1) declare an emergency within the District for the duration of this declared emergency / disaster and for the limited purposes authorized by the Governor; and (2) approve the Resolution. Director Simon seconded the motion, which passed unanimously.

APPROVE MINUTES

The Board considered approving the minutes of the January 22, 2020, regular meeting of the Board, a copy of which is attached.

Director Simon made a motion to approve the minutes of the meeting. Director Robinson seconded the motion, which passed unanimously.

RECEIVE COMMENTS OR QUESTIONS FROM THE PUBLIC

Director Lerner offered any members of the public attending the meeting by telephone the opportunity to make public comment. There being no members of the public requesting to make public comment, Director Lerner moved to the next agenda item.

APPROVE INVOICES

Ms. Daniels presented to the Board a list of current invoices for work done in the last reporting cycle, a copy of which is attached. She stated that invoices being presented for approval represent the two-month period of January and February, as authorized by the Board at the previous meeting. She stated that invoices for reimbursement to the District for administrative and other projects totaled \$197,206.91, invoices for the Post Oak Boulevard Project totaled \$178,754.28 and the Authority's consultants' and attorneys' fees totaled \$1,123,414.16, together coming to \$1,499,375.35. She continued that the Authority's contract payments for the period were \$3,855,081.77. She requested approval for a total of \$5,354,457.12 to pay current invoices.

Ms. Daniels reviewed and discussed the cumulative total of MWDBE / SBE expenditures from the inception of the Authority to date, and for the current fiscal year beginning July 1, 2019, to date. She also said that the percentage of

MWDBE / SBE expenditures to the total of professional expenditures for the current fiscal year is 57%, exceeding the Authority's 24% goal, and that the percentage of MWDBE / SBE expenditures to total of construction expenditures for the same period is 16%, which is below the Authority's goal of 17%. The Board then reviewed and discussed trend graphs of MWBDE / SBE Professional Services and Construction Services and a chart of the expenditures broken down by type of minority group for Fiscal Year 2019-20 to date.

After discussion, Director Cunningham moved that the Board approve payment of the invoices presented. Director Robinson seconded the motion, which passed unanimously.

UPDATE ON PROJECTS

Mr. Breeding updated the Board on office procedures and preparations related to COVID-19. He also updated the Board on the Post Oak Boulevard project and the Westpark/Uptown Transit Center. Discussion ensued.

ADJOURNMENT

There being no further business, the meeting was adjourned.

Respectfully submitted,



Kendall A. Miller
Secretary, Board of Directors