



midtown
H O U S T O N

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**MIDTOWN MANAGEMENT
DISTRICT BOARD OF DIRECTORS
MEETING
December 6, 2023**

(For Committee Members Only)

**MIDTOWN MANAGEMENT DISTRICT
NOTICE OF MEETING**

TO: THE BOARD OF DIRECTORS OF MIDTOWN MANAGEMENT DISTRICT AND TO ALL OTHER INTERESTED PERSONS:

Notice is hereby given that a regular meeting of the **Midtown Management District** will be held on **Wednesday, November 1, 2023 at 6:00 p.m. in the 1st Floor Conference Room located at 410 Pierce Street, Houston TX 77002**, inside the boundaries of the District, **open to the public**, to consider, discuss and adopt such orders, resolutions or motions, and take other direct or indirect actions as may be necessary, convenient, or desirable with respect to the following matters:

1. Call meeting to Order and verify that a quorum is present.
2. Receive Public Comments***
3. Consent Agenda
 - a. Approve Minutes for the October 4, 2023, Board Meeting.
 - b. Approve Financial Report for the Month of September 2023.
 - c. Approve Payment of Invoices for October 2023.
 - d. Approve Equi-Tax Report for October 2023.
4. Receive committee activity reports and review, discuss, and take necessary action regarding the following, as appropriate:
 - a. Service & Maintenance. **Christopher Johnston, Chair**
 - b. Urban Planning **James Llamas, Chair**
 - i. Midtown Parking Benefit District Advisory Committee
 - c. Marketing and Economic Development **Debbie Tyler-Dillard, Chair**
 - d. Cultural Arts & Entertainment. **Desmond Bertrand-Pitts, Chair**
 - e. Finance **Kelly A. Young, Chair**
 - f. Community Activity Report. **Christopher Johnston, Liaison**
 - i. Super Neighborhood #62
 - g. Public Safety **Jeanette Criglar, Chair**

- h. Service and Improvement Plan. **Jeanette Criglar, Co-Chair**
Kelly A. Young, Co-Chair
- i. Executive Committee **Darcy Lefsrud, Chair**

5. Report on Capital Projects of the Midtown Redevelopment Authority

6. With respect to the foregoing agenda items, the Board may conduct an executive session with regards to the following, as appropriate, and necessary.

- a. Consultation with attorney (Section 551.071, Texas Government Code);
- b. Personnel matters (Section 551.074, Texas Government Code).

Upon entering into executive session, the presiding officer shall note which agenda items will be discussed.

7. Announcements

Next meeting date **Wednesday, December 6, 2023, at 11:00 a.m.**
410 Pierce Street, 1st Floor Conference Room
Houston TX 77002
 Please enter through the door on Pierce Street near
 Brazos Street

8. Adjourn



Darcy John Lefsrud/ca

SEAL

Darcy John Lefsrud, Chair
 Midtown Management District Board of Director

***If you would like to make public comments, please register prior to 6:00 p.m. Registration sign in sheets for those making public comments will be picked up promptly at 6:00 p.m.

NOTE: We have begun the FY 2024 Budget Process at the committee level. We encourage all constituents to come and participate in this extremely important process for Midtown. We value your input.

MISSION STATEMENT

Midtown strives to provide an economically vibrant urban destination where arts and culture thrive alongside businesses and residents in a safe, active, diverse neighborhood.



MINUTES
MIDTOWN MANAGEMENT DISTRICT
BOARD OF DIRECTORS MEETING

November 1, 2023

The Board of Directors of the Midtown Management District held a regular meeting, open to the public, on Wednesday, November 1, 2023, at 6:00 p.m. in the **1st Floor conference room of the Midtown Management District's offices** located at **410 Pierce Street, Houston, Texas 77002**, inside the boundaries of the District and the roll was called of the duly appointed members of the Board, to-wit:

Pos. 1	Darcy John Lefsrud	Pos. 10	Daniel Arguijo
Pos. 2	Gloria Haney	Pos. 11	Debbie Tyler-Dillard
Pos. 3	Vacant	Pos. 12	Muddassir Siddiqi, Ed.D.
Pos. 4	James Llamas	Pos. 13	Marylene Chan
Pos. 5	Ryan M. LeVesseur	Pos. 14	Christopher Johnston
Pos. 6	Maggie Segrich	Pos. 15	Jeanette Criglar, Ph.D.
Pos. 7	Desmond Bertrand-Pitts	Pos. 16	Kelly A. Young
Pos. 8	Lewis Goldstein	Pos. 17	Vacant
Pos. 9	J. Allen Douglas		

All of the above were present except Directors Llamas, Haney, Segrich, Tyler - Dillard, and Siddiqi.

In addition, present at the meeting, were Midtown Staff members Matt Thibodeaux, Amaris Salinas, Jaime Giraldo, Marlon Marshall, Cynthia Alvarado (via video conference), and Chrystal Robinson-Davis; Melissa Morton CPA Consultant of The Morton Accounting Services, Peggy Foreman of Burney and Foreman, Clark Lord of Bracewell, LLP, Ashely Small of Medley, Inc., and Pat Hall of Equi-Tax, Inc.

1. CALL MEETING TO ORDER AND VERIFY THAT A QUORUM IS PRESENT.

Chair Lefsrud called the meeting to order and welcomed everyone.

Mrs. Robinson-Davis called the roll of the Board of Directors and verified that a quorum was present.

2. RECEIVE PUBLIC COMMENTS

Ms. Pat Hall of Equi-Tax Inc. introduced herself and stated that she and her team were available to answer questions regarding their services as the District’s Assessor-Collector. She reported that they were in the process of billing for the 2023 Assessments and thanked the Board and Staff for the opportunity to serve as Assessor-Collector for the District.

3. CONSENT AGENDA

- A. APPROVE MINUTES FOR THE OCTOBER 4, 2023, BOARD MEETING**
- B. APPROVE FINANCIAL REPORTS FOR THE MONTH OF SEPTEMBER 2023.**
- C. APPROVE PAYMENT OF INVOICES FOR OCTOBER 2023.**
- D. APPROVE EQUI-TAX REPORT FOR OCTOBER 2023.**

Ms. Robinson-Davis presented the various items on the consent agenda. Director Young made a motion to approve the consent agenda as presented. The motion was seconded by Director Bertrand-Pitts and carried by majority vote.

4. RECEIVE COMMITTEE ACTIVITY REPORTS AND REVIEW, DISCUSS AND TAKE NECESSARY ACTION REGARDING THE FOLLOWING, AS APPROPRIATE.

A. Service and Maintenance Committee – Christopher Johnston, Chair

Director Johnston presented the Service and Maintenance Committee report. There were no action items. He reported that the Midtown Field Service Team is continuing to work with SMC Landscaping regarding the lighting and irrigation repairs in Baldwin and Glover Parks. He also reported that the Committee received a letter from the East End District on October 13, 2023 regarding the contract for graffiti abatement with Midtown Management District. The letter announced a rate increase of \$8.33 per hour, from \$85.00 to \$93.33 per hour. This is the first rate increase since 2018 and will be effective January 1, 2024. He reported that the Committee is planning to include the cost of the increase in the FY 2024 budget.

He also reminded the Board that the Committee is soliciting information for any sidewalk repairs needed adjacent to businesses within the District. The Committee sent Good Neighbor letters to two commercial property owners recently and sidewalk repairs were made in both locations (CVS along Webster Street and the Kirby Mansion along Pierce Street).

Director Johnston also reported that MRA has been in conversation with CenterPoint to discuss lighting in the District. CenterPoint plans to map all existing streetlights, areas that may need additional lighting, and describe any barriers that may exist to installing new lighting. He stated

that the Committee was planning to budget for a Dark Blocks Survey of the District in 2024 but this is no longer needed with the assessment from CenterPoint. Director Johnston further reported that CenterPoint is additionally conducting a pilot project to assess different types of light fixture designs for increased foot-candles (how much light the fixture emits). He stated that CenterPoint will provide results of the assessment to Midtown staff when the process is completed. Director Johnston also reported that the Midtown Super Neighborhood is also conducting an assessment to identify dark areas in the District. He also reported that the Super Neighborhood will also provide results of its lighting assessment to Midtown staff and staff will then review both assessments and prioritize which areas need lighting based on the information received.

Finally, Director Johnston reminded everyone that the next Service and Maintenance Committee meeting is scheduled for Monday, November 20, 2023, at 4:00 p.m.

B. Urban Planning Committee – James Llamas, Chair,

Mrs. Robinson-Davis presented the Urban Planning Committee report on behalf of Director Llamas. There were no action items. She reported that the invitation to bid for re-bid of the solicitation for On-Call Pavement Marking and Maintenance services was issued and that responses were due on October 24, 2023. She further stated that results of the invitation to bid will be provided in an upcoming Committee meeting. She also reported that the Committee has discussed the budget for fiscal year 2024 and the final budget will be available by December 2023. Mrs. Robinson-Davis reminded the Board that the next Urban Planning Committee meeting will be held on Monday, November 20, 2023, at 4:00 p.m.

i Midtown Parking Benefit District Advisory Committee

Mrs. Robinson-Davis reported that the Parking Benefit District Advisory Committee has expressed interest in funding street safety improvement projects in the District. She stated that the consultant, The Goodman Corporation, will assist the Committee in determining the cost to fund street safety improvement projects. She also stated that The Goodman Corporation also present upcoming proposals regarding Safe Streets and Roads for All projects to the Committee in the next meeting. Mrs. Robinson-Davis reminded the Board that the next Midtown Parking Benefit District Advisory Committee meeting will be held on Thursday, November 9, 2023, at 3:00 p.m.

C. Marketing & Economic Development Committee – Debbie Tyler-Dillard, Chair

Ms. Ashley Small of Medley, Inc. presented the Marketing & Economic Development Committee report on behalf of Director Tyler-Dillard. There were no action items. She reported the social media numbers for the month of September 2023 which included 9 media placements and a media reach of 1,264,110 with a total publicity value of \$33,380. The top media placements were Houston Chronicle, Houston On The Cheap, and Houstonia Magazine. She also reported that the September EventBrite outcomes consist of 362 attendees and the number of media followers increased by 379. 32% of attendees did not specify where they are seeing the events on the social media sites, 38% are viewing the events through Facebook, and 9% of the attendees view the events on the Midtown website. She also reported that the top neighborhoods that view Midtown social media content are

located in Houston, Katy, Port Arthur, Spring, Humble and Richmond. Finally, Ms. Small reported that the digital outcomes across all platforms for September 2023 were 380,651 impressions such as views, and 16,482 engagements such as likes, clicks, and shares.

Mrs. Robinson-Davis announced that the next Marketing & Economic Development Committee meeting will be held on Tuesday, November 21, 2023, at 3:00 p.m.

D. Cultural Arts & Entertainment Committee – Desmond Bertrand-Pitts, Chair

Director Bertrand-Pitts presented the Cultural Arts & Entertainment Committee report. There were no action items. He reported that the City of Houston was awarded the \$1M Bloomberg Public Art Challenge Grant. He reminded the Board that the grant application was submitted by the District on behalf of the City of Houston and that the grant project will be managed by the District. He also announced that a short video pertaining to the announcement of the winners of the Bloomberg grant will be shown after the Board meeting. He further stated that more information regarding the Bloomberg Public Art Challenge is included in the board packet.

Director Bertrand-Pitts reminded the Board that Mrs. Cynthia Alvarado presented the Bloomberg Public Art Challenge project to the MRA Board months ago and thanked the MRA Board for its Letter of Support and continuing to be a collaborator with the District on these types of projects.

Director Bertrand-Pitts further reported that there were 30 artists signed up to participate in Mistletoe Market 2023. The event will be held in Baldwin Park on Friday, December 8, 2023 and Saturday, December 9, 2023. Finally, Director Bertrand-Pitts summarized the Committee's budget requests for 2024. He stated that \$70,000 was requested for Art in the Park, \$70,000 was requested for Mistletoe Market, \$35,000 was requested for microgrants to local organizations to create public art for the neighborhood, and \$10,000-\$12,000 was requested for the Artistic Sign Wrap and Artist Talk for Hispanic Heritage Month and Juneteenth. He also stated that the Committee wants to include other significant celebrations and annual campaigns in the Artistic Sign Wrap such as Asian Pacific American Heritage and Breast Cancer Awareness.

Director Bertrand-Pitts announced that the next Cultural Arts & Entertainment Committee meeting will be held on Tuesday, November 21, 2023, at 3:00 p.m.

E. Finance Committee – Kelly Young, Chair

Director Young presented the Finance Committee report. She reported that the Committee discussed and reviewed the budget process and timeline for FY 2024. She also stated that the Committee reviewed the budget requests for the Cultural Arts and Entertainment Committee, Marketing and Economic Development Committee, and Public Safety Committee. She further reported that the Service and Maintenance Committee and the Urban Planning Committee are still working on their budget request and that the final FY 2024 budget will be considered at the December Board meeting.

Finally, Director Young announced that the Finance Committee is seeking suggestions from each committee regarding larger scale projects to be completed within the next 12 months. She stated

that these special projects would not be considered as part of the Committee's FY 2024 budget, however the proposed projects must be consistent with the Goals and Objectives of the current Service and Improvement Plan and Assessment Plan.

Director Young announced that the next Finance Committee meeting will be held on Tuesday, November 28, 2023, at 11:00 a.m.

F. Community Activity Report – Christopher Johnston, Liaison

i. Super Neighborhood #62

Director Johnston announced that Super Neighborhood #62 conducted a meeting on Thursday, October 12, 2023 at 6:30 p.m. at South Main Baptist Church. He reported that the meeting was well attended, and many City Council members and candidates were present. He also reported that Super Neighborhood #62 is still seeking officers to fill certain open positions. Director Johnston announced that the next Super Neighborhood meeting is Thursday, November 9, 2023 at 6:30p.m.

G. Public Safety Committee – Jeanette Criglar, Chair

Mr. Jamie Giraldo presented the Public Safety Committee report on behalf of Director Criglar. There were no action items. Mr. Giraldo reported on various public safety efforts throughout the District, including outreach to certain Midtown businesses regarding safety issues and to advise of the various resources available in Midtown to support public safety. He also reported on the current project pertaining to the ION and S.F.A.R.C.H Homeless Outreach. The ION is interested in funding one of the Outreach Specialist at the cost of \$63,500 annually to positively impact the homeless and criminal issues that are taking place near their building. Also, he announced that National Night Out and Coffee with a Cop were canceled due to inclement weather. He further reported that he was able to get 1 fund or credits on most of the food and equipment ordered for the event. Mr. Giraldo also shared information regarding various public safety efforts throughout the District. Finally, Mr. Giraldo announced that the next Public Safety Committee meeting will be held on Tuesday, November 21, 2023, at 11:30 a.m.

H. Service and Improvement Plan – Jeanette Criglar, Co-Chair Kelly A. Young, Co-Chair

Mrs. Robinson-Davis presented the Service and Improvement Plan Committee report on behalf of Directors Criglar and Young. She stated that a letter which contained information about the Reimagine Midtown Survey along with a QR code to access the survey was mailed to all property owners in mid-October 2023. She further reported that, as of November 1, 2023, 38 individuals have taken the survey. Mrs. Robinson-Davis stated that the consultants would first review responses to the survey and aggregate the data received which will be used to help establish the Goals, Objectives, and Programs for new 10-Year Service and Improvement Plan. She also stated that the team will then work to establish best practices and suggestions for sharing the proposed Service and Improvement Plan with Midtown property owners, business owners and other interested persons. Finally, Mrs. Robinson-Davis reported that this work should be completed in the first quarter of 2024.

I. Executive Committee – Darcy Lefsrud, Chair

Chair Lefsrud stated that all matters discussed at the Executive Committee meeting were addressed in the various Committee activity reports. He thanked everyone for their work on behalf of Midtown and announced that the next Executive Committee meeting is scheduled for November 29, 2023, at 10:00 a.m.

5. REPORT ON CAPITAL PROJECTS OF THE MIDTOWN REDEVELOPMENT AUTHORITY (MRA)

Mr. Marlon Marshall presented the following reports regarding the status of current Midtown Redevelopment Authority capital improvement projects:

Caroline Street – The design team is preparing City of Houston requested drawings of the pilot areas identified to implement proposed corrections to punch list items not addressed by the TxDot contractor.

Brazos Street – The design team is finalizing collateral for the first public engagement regarding online surveys. The team is waiting until the survey related to the new Service and Improvement Plan is completed before submitting its online survey. The online survey will be conducted sometime in November 2023.

Brazos Street Bridge Landscape Improvements – The MRA is waiting on contracts and permits to mobilize and begin the project. The project will enhance the landscaped area at the Bagby and Elgin Streets intersection in the green space adjacent to the Brazos Bridge facing Bagby Street. The scope of work includes tree planting, shrub and groundcover planting, site cleanup, irrigation, traffic control, and reinstallation of existing signage.

PARTNER PROJECTS

Safe Street and Roads for All – The MRA is working with CenterPoint regarding a District Wide Lighting survey. CenterPoint has completed a draft of the deliverables that they will provide for the area south of Elgin Street. They have identified areas where there are opportunities to include additional lighting and where there are right of way conflicts requiring additional contractors to either relocate the utilities or remove concrete to prioritize areas to make quick installations. CenterPoint will present results of the assessment in an upcoming Service and Maintenance Committee meeting. The MRA is also reviewing the Super Neighborhood #62 Action Plan to identify areas that need additional lighting for potential inclusion in the CenterPoint pilot project. MRA is also working with consultants regarding a District Wide Sidewalk Assessment Plan. The consultants are anticipated to present the plan in the November Service and Maintenance Committee meeting. The plan will identify areas where there is a need for sidewalk improvements, make recommendations based on the City of Houston's pilot placement requirements, and identify and prioritize how the project will move forward.

Parks and Public Spaces Master Plan – MRA is working with METRO to update a proposal to have a [Sunday Streets type] project along Main Street. Metro has requested new concepts and MRA is working to provide more ideas. The project is anticipated to occur in Spring 2024.

Gray Street Buffer designs – The MRA received three proposals from the re-bid process. The Urban Planning Committee will review the On-Call Pavement Marking and Maintenance Services responses and provide a recommendation for contractors for consideration by the Board

Urban Forestry Plan – The City of Houston Forestry Department has approved and granted a permit for the Proposed Priority Pruning and the Fertilization plan. The contractor would like to mobilize the plan within the next two weeks. MRA will document and publish the final version of the plan.

Tuam Street Project - The MRA Board approved the cost associated with the request for pedestrian bicycle improvements made by the Urban Planning Committee. The City of Houston has the authority to release the contract to begin work.

6. WITH RESPECT TO THE FOREGOING AGENDA ITEMS, THE BOARD MAY CONDUCT AN EXECUTIVE SESSION WITH REGARDS TO THE FOLLOWING AS APPROPRIATE AND NECESSARY.

- a. Consultation with attorney (Section 551.071, Texas Government Code).
- b. Personnel matters (Section 551.074, Texas Government Code).

There was no Executive Session.

7. ANNOUNCEMENTS

NEXT MEETING DATE

Chair Lefsrud announced that the next Midtown Management District Board of Directors meeting will be held on **Wednesday, December 6, 2023, at 11:00 a.m.**

There were no other announcements.

8. ADJOURN

There being no other business, the meeting was adjourned.

Marylène Chan
Secretary

Date

Midtown Management District
Balance Sheet Prev Year Comparison
As of October 31, 2023

	Oct 31, 23	Oct 31, 22	\$ Change	% Change
ASSETS				
Current Assets				
Checking/Savings				
10000 · Operating Funds	3,136,226.36	2,872,288.60	263,937.76	9.2%
10002 · Restricted Funds	11,422.70	11,422.70	0.00	0.0%
Total Checking/Savings	3,147,649.06	2,883,711.30	263,937.76	9.2%
Accounts Receivable				
120000 · Assessments Receivable	73,475.48	19,509.06	53,966.42	276.6%
123001 · AR Current	50,483.75	4,483.75	46,000.00	1,025.9%
Total Accounts Receivable	123,959.23	23,992.81	99,966.42	416.7%
Other Current Assets				
130500 · Prepaid Expense	0.00	8,607.04	-8,607.04	-100.0%
Total Other Current Assets	0.00	8,607.04	-8,607.04	-100.0%
Total Current Assets	3,271,608.29	2,916,311.15	355,297.14	12.2%
Other Assets	36,959.00	37,413.00	-454.00	-1.2%
TOTAL ASSETS	<u>3,308,567.29</u>	<u>2,953,724.15</u>	<u>354,843.14</u>	<u>12.0%</u>
LIABILITIES & EQUITY				
Liabilities				
Current Liabilities				
Accounts Payable	150,998.41	289,786.74	-138,788.27	-47.9%
Other Current Liabilities				
203001 · Other Misc Liabilities	7,162.20	65,568.84	4,583.36	7.0%
205000 · Deferred Assessment Revenues	43,776.30	-7,373.02	51,149.32	693.7%
206000 · Accrued liability	11,385.41	58,791.57	-47,406.16	-80.6%
207000 · Bal due to MRA from FTA Reimbur	11,422.70	11,322.95	99.75	0.9%
Total Other Current Liabilities	136,736.61	128,310.34	8,426.27	6.6%
Total Current Liabilities	287,735.08	418,097.08	-130,362.00	-31.2%
Total Liabilities	287,735.08	418,097.08	-130,362.00	-31.2%
Equity				
390000 · Fund Balance Roll-Forward	1,901,851.69	1,512,571.21	389,280.48	25.7%
Net Income	1,118,980.52	1,023,055.86	95,924.66	9.4%
Total Equity	3,020,832.21	2,535,627.07	485,205.14	19.1%
TOTAL LIABILITIES & EQUITY	<u>3,308,567.29</u>	<u>2,953,724.15</u>	<u>354,843.14</u>	<u>12.0%</u>

Midtown Management District
Sources of Funds
January through October 2023

Accrual Basis

	Jan - Oct 23	Budget	\$ Over Budget	% of Budget
Ordinary Income/Expense				
Income				
400000 · Revenue - Assessments	3,263,128.04	3,493,100.00	-229,971.96	93.4%
402000 · Metro Rail Income	46,000.00			
403000 · Other Income				
403100 · Booth and Events Fees	3,950.00	3,400.00	550.00	116.2%
403105 · Application Fees	1,000.00	775.00	225.00	129.0%
403120 · Parking Benefit District	262,108.00	275,000.00	-12,892.00	95.3%
Total 403000 · Other Income	267,058.00	279,175.00	-12,117.00	95.7%
404000 · Int Income	136,590.12	34,620.00	101,970.12	394.5%
406000 · Interest on CD	61.64	247.00	-185.36	25.0%
Total Income	3,712,837.80	3,807,142.00	-94,304.20	97.5%
Gross Profit	3,712,837.80	3,807,142.00	-94,304.20	97.5%
Net Ordinary Income	3,712,837.80	3,807,142.00	-94,304.20	97.5%
Net Income	3,712,837.80	3,807,142.00	-94,304.20	97.5%

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**Midtown Management District
Profit & Loss**

January through October 2023

	Jan 23	Feb 23	Mar 23	Apr 23	May 23	Jun 23	Jul 23	Aug 23	Sep 23	Oct 23	TOTAL
Ordinary Income/Expense											
Income											
400000 · Revenue - Assessments	2,482,032.68	690,004.13	142,074.50	-111,574.54	-8,835.38	-4,446.77	14,620.82	5,394.29	6,850.87	47,007.44	3,263,128.04
401000 · Cultural Arts Guide	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	1,870.20	1,870.20
402000 · Metro Rail Income	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	46,000.00	46,000.00
403000 · Other Income	0.00	105,952.00	1,750.00	-100.00	2,975.00	0.00	0.00	156,481.00	0.00	0.00	267,058.00
404000 · Int Income	9,205.16	9,443.99	10,713.87	13,528.01	17,178.20	15,896.54	15,651.90	15,740.85	15,208.23	14,023.37	136,590.12
406000 · Interest on CD	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	61.64	0.00	61.64
Total Income	2,491,237.84	805,400.12	154,538.37	-98,146.53	11,317.82	11,449.77	30,272.72	177,616.14	22,120.74	108,901.01	3,714,708.00
Gross Profit	2,491,237.84	805,400.12	154,538.37	-98,146.53	11,317.82	11,449.77	30,272.72	177,616.14	22,120.74	108,901.01	3,714,708.00
Expense											
500000 · Security and Public Safety	74,805.70	73,014.63	75,529.92	67,112.85	64,771.37	59,646.25	146,509.69	88,761.35	127,073.82	41,674.30	818,899.88
600000 · Marketing & Economic Developmen	2,500.00	4,067.45	1,735.49	11,476.18	9,820.85	3,642.40	20,085.84	13,411.34	15,137.78	970.69	82,848.02
605000 · Membership fees	0.00	0.00	0.00	0.00	0.00	0.00	0.00	50.00	0.00	0.00	50.00
700000 · Urban Planning	4,331.25	13,031.25	0.00	0.00	440.00	8,190.00	12,200.00	0.00	11,123.77	1,054.24	50,370.51
710000 · Cultural Arts & Entertainment	124.44	19,236.20	2,590.03	59,329.64	14,970.51	22,668.86	31,089.19	3,075.00	39,233.48	843.40	193,160.75
720000 · Service & Maintenance	563,466.23	30,358.18	67,983.48	45,467.56	36,294.64	38,071.05	62,498.20	48,966.16	66,779.75	25,128.70	985,013.95
730000 · Parking Benefits District	0.00	0.00	0.00	0.00	0.00	46.80	343.75	0.00	35,155.00	262.50	35,808.05
800000 · District Administration	16,172.06	33,985.26	13,317.56	13,713.22	24,845.04	34,614.75	14,312.63	333,382.59	-84,828.88	21,394.47	420,908.70
801100 · Other Expense Clearing	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	820.00	0.00	820.00
981000 · Reserve Funds	0.00	0.00	0.00	0.00	1,022.10	2,190.52	0.00	0.00	0.00	0.00	3,212.62
Total Expense	661,399.68	173,692.97	161,156.48	197,099.45	152,164.51	169,070.63	287,039.30	487,646.44	210,494.72	91,328.30	2,591,092.48
Net Ordinary Income	1,829,838.16	631,707.15	-6,618.11	-295,245.98	-140,846.69	-157,620.86	-256,766.58	-310,030.30	-188,373.98	17,572.71	1,123,615.52
Other Income/Expense											
Other Income											
801050 · Other Incomes	0.00	0.00	0.00	0.00	0.00	0.00	-4,525.00	-110.00	0.00	0.00	-4,635.00
Total Other Income	0.00	0.00	0.00	0.00	0.00	0.00	-4,525.00	-110.00	0.00	0.00	-4,635.00
Net Other Income	0.00	0.00	0.00	0.00	0.00	0.00	-4,525.00	-110.00	0.00	0.00	-4,635.00
Net Income	1,829,838.16	631,707.15	-6,618.11	-295,245.98	-140,846.69	-157,620.86	-261,291.58	-310,140.30	-188,373.98	17,572.71	1,118,980.52

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Midtown Management District Service & Maintenance Use of Funds

January through October 2023

Accrual Basis

	Jan - Oct 23	Budget	\$ Over Budget	% of Budget
Ordinary Income/Expense				
Expense				
720000 · Service & Maintenance				
722005 · Baldwin/Glover Park Maintenance				
722051 · Water	2,829.15	4,410.00	-1,580.85	64.2%
722052 · Electric	2,963.97	2,079.00	884.97	142.6%
722053 · Path Gravel	0.00	18,000.00	-18,000.00	0.0%
722054 · Irrigation repair	4,495.00	5,000.00	-505.00	89.9%
722055 · Landscape Repairs	14,452.70	30,000.00	-15,547.30	48.2%
722056 · Baldwin/Glover Landscape Contra	17,100.00	27,996.00	-10,896.00	61.1%
722057 · Park Lighting	8,860.00	10,000.00	-1,140.00	88.6%
722058 · Dog Park Maintenance	0.00	5,000.00	-5,000.00	0.0%
722059 · Fountains	0.00	10,000.00	-10,000.00	0.0%
722060 · Baldwin/Glover Maintenance	0.00	0.00	0.00	0.0%
Total 722005 · Baldwin/Glover Park Maintenance	50,700.82	112,485.00	-61,784.18	45.1%
725000 · Midtown Field Service Prog				
725001 · Field Service TEAM				
Field Service TEAM	310,000.00	372,000.00	-62,000.00	83.3%
Total 725001 · Field Service TEAM	310,000.00	372,000.00	-62,000.00	83.3%
725002 · Graffiti	8,903.75	10,080.00	-1,176.25	88.3%
725003 · Supplies	0.00	600.00	-600.00	0.0%
725004 · Storage	4,010.00	4,884.00	-874.00	82.1%
725005 · Seasonal Planting PROW	0.00	20,000.00	-20,000.00	0.0%
725007 · Tree Maintenance	22,143.31	65,000.00	-42,856.69	34.1%
725008 · Landscaping/Tree Planting	2,475.00	20,000.00	-17,525.00	12.4%
725009 · Pet Bags	1,619.76	5,000.00	-3,380.24	32.4%
725015 · Maintenance Expenses	23.76	4,000.00	-3,971.22	0.7%
Total 725000 · Midtown Field Service Prog	349,169.60	501,564.00	-152,383.40	69.6%
726000 · Service Maintenance - Other				
726002 · Art in the Park/Partnership	254.36	6,000.00	-5,745.64	4.2%
726003 · Dark Blocks Programs	0.00	6,000.00	-6,000.00	0.0%
726004 · Street Safety & Bikeway Maint.	0.00	20,000.00	-20,000.00	0.0%
726005 · Pocket Prairies Project	0.00	20,000.00	-20,000.00	0.0%
726010 · SeeClickFix	7,172.53	11,683.00	-4,510.47	61.4%
726100 · Legacy Maintenance	328,374.00	328,374.00	0.00	100.0%
726200 · District New Improvement Prgs	190,853.00	190,853.00	0.00	100.0%
Total 726000 · Service Maintenance - Other	526,653.89	582,910.00	-56,256.11	90.3%
728000 · Staffing	58,478.64	56,965.00	1,513.64	102.7%
Total 720000 · Service & Maintenance	985,013.95	1,253,924.00	-268,910.05	78.6%
Total Expense	985,013.95	1,253,924.00	-268,910.05	78.6%
Net Ordinary Income	-985,013.95	-1,253,924.00	268,910.05	78.6%
Net Income	-985,013.95	-1,253,924.00	268,910.05	78.6%

**Midtown Management District
Urban Planning Use of Funds
January through October 2023**

Accrual Basis

	Jan - Oct 23	Budget	\$ Over Budget	% of Budget
Ordinary Income/Expense				
Expense				
700000 · Urban Planning				
701010 · Bike Racks	250.00	78,699.00	-78,449.00	0.3%
701031 · B-Cycle Station	24,862.50	25,000.00	-137.50	99.5%
702010 · Special Projects				
702025 · Bike Rides	0.00	1,500.00	-1,500.00	0.0%
702027 · Pederstrain Intersection Enhanc	0.00	30,000.00	-30,000.00	0.0%
702028 · Bike Lane Enhancements	0.00	10,000.00	-10,000.00	0.0%
Total 702010 · Special Projects	0.00	41,500.00	-41,500.00	0.0%
702500 · Planning Studies	1,936.00	30,000.00	-28,064.00	6.5%
706700 · Staffing	23,322.01	24,594.00	-1,271.99	94.8%
Total 700000 · Urban Planning	50,370.51	199,793.00	-149,422.49	25.2%
Total Expense	50,370.51	199,793.00	-149,422.49	25.2%
Net Ordinary Income	-50,370.51	-199,793.00	149,422.49	25.2%
Net Income	-50,370.51	-199,793.00	149,422.49	25.2%

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**Midtown Management District
Parking Benefits Use of Funds
January through October 2023**

Accrual Basis

	Jan - Oct 23	Budget	\$ Over Budget	% of Budget
Ordinary Income/Expense				
Expense				
730000 · Parking Benefits District				
730001 · Parking Benefits District	35,808.05	275,000.00	-239,191.95	13.0%
Total 730000 · Parking Benefits District	<u>35,808.05</u>	<u>275,000.00</u>	<u>-239,191.95</u>	<u>13.0%</u>
Total Expense	<u>35,808.05</u>	<u>275,000.00</u>	<u>-239,191.95</u>	<u>13.0%</u>
Net Ordinary Income	<u>-35,808.05</u>	<u>-275,000.00</u>	<u>239,191.95</u>	<u>13.0%</u>
Net Income	<u>-35,808.05</u>	<u>-275,000.00</u>	<u>239,191.95</u>	<u>13.0%</u>

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**Midtown Management District
Marketing & Economic Dev Use of Funds**

Accrual Basis

January through October 2023

	Jan - Oct 23	Budget	\$ Over Budget	% of Budget
Ordinary Income/Expense				
Expense				
600000 · Marketing & Economic Developmen				
601000 · Media, Advertising & Promotion				
601003 · Event Partic/ Sponsoring	0.00	5,000.00	-5,000.00	0.0%
601007 · Media, Advertising, & Promotion	24,315.70	30,000.00	-5,684.30	81.1%
Total 601000 · Media, Advertising & Promotion	24,315.70	35,000.00	-10,684.30	69.5%
602000 · Web-site Update & Maint.	2,546.27	3,500.00	-953.73	72.8%
603004 · Resident/.Stake Holder Foc Cmmu	449.80	14,000.00	-13,550.20	3.2%
603005 · Midtown Newspaper	2,800.00	10,000.00	-7,200.00	28.0%
607000 · Midtown eNews	419.96	1,800.00	-1,380.04	23.3%
609003 · Cultural Arts Guide	18,973.00	20,000.00	-1,027.00	94.9%
609500 · Marketing & Economic Developmen	2,179.16	10,000.00	-7,820.84	21.8%
609510 · Professional Development	89.00	5,000.00	-4,911.00	1.8%
609520 · Marketing - Communications	4,582.50	5,000.00	-417.50	91.7%
609700 · Staffing	26,492.63	28,990.00	-2,497.37	91.4%
Total 600000 · Marketing & Economic Developmen	82,848.02	133,290.00	-50,441.98	62.2%
Total Expense	82,848.02	133,290.00	-50,441.98	62.2%
Net Ordinary Income	-82,848.02	-133,290.00	50,441.98	62.2%
Net Income	-82,848.02	-133,290.00	50,441.98	62.2%

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Midtown Management District Cultural Arts & Ent. Use of Funds

January through October 2023

Accrual Basis

	Jan - Oct 23	Budget	\$ Over Budget	% of Budget
Ordinary Income/Expense				
Expense				
710000 · Cultural Arts & Entertainment				
710102 · Art Project Sponsorships	5,835.00	68,670.00	-62,835.00	8.5%
710103 · Midtown Mural Project	2,500.00	30,000.00	-27,500.00	8.3%
710106 · Art in the Park	69,985.20	52,000.00	17,985.20	134.6%
710107 · Mistletoe Market	3,876.15	49,000.00	-45,123.85	7.9%
710108 · Special Events in Bagby Park	45,379.04	48,000.00	-2,620.96	94.5%
710110 · Parks Programming	0.00	25,000.00	-25,000.00	0.0%
710113 · Cultural Arts - Communications	15,936.41	11,500.00	4,436.41	138.6%
710114 · MidtownHOU Arts Micro Grants	0.00	40,000.00	-40,000.00	0.0%
710115 · Mini-Performing Arts Festival	1,465.00	30,000.00	-28,535.00	4.9%
710116 · Professional Development	0.00	2,500.00	-2,500.00	0.0%
710117 · Membership	0.00	2,500.00	-2,500.00	0.0%
710118 · Grant Consultants	0.00	8,000.00	-8,000.00	0.0%
710700 · Staffing	48,183.95	55,505.00	-7,321.05	86.8%
Total 710000 · Cultural Arts & Entertainment	193,160.75	422,675.00	-229,514.25	45.7%
Total Expense	193,160.75	422,675.00	-229,514.25	45.7%
Net Ordinary Income	-193,160.75	-422,675.00	229,514.25	45.7%
Net Income	-193,160.75	-422,675.00	229,514.25	45.7%

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Midtown Management District Security & Public Safety Use of Funds

January through October 2023

Accrual Basis

	Jan - Oct 23	Budget	\$ Over Budget	% of Budget
Ordinary Income/Expense				
Expense				
500000 · Security and Public Safety				
501000 · Street Lighting - Electricity	26,250.00	75,000.00	-48,750.00	35.0%
502000 · Enhancement Public Safety				
502003 · Public Safety Light Program	2,344.28			
502011 · Harris County Precinct 7	334,464.00	450,864.00	-116,400.00	74.2%
502012 · S.E.A.L. Security Program	240,975.00	282,180.00	-41,205.00	85.4%
50214 · SEARCH (Homeless Services)	93,520.24	128,789.00	-35,268.76	72.6%
50215 · HPD Homeless Outreach Team	0.00	66,780.00	-66,780.00	0.0%
502000 · Enhancement Public Safety - Other	1,900.00			
Total 502000 · Enhancement Public Safety	673,203.52	928,613.00	-255,409.48	72.5%
504000 · Security Coordinator	1,840.16	2,400.00	-559.84	76.7%
507000 · Street Outage Survey	2,125.00	3,000.00	-875.00	70.8%
508000 · Public Safety Light Program	0.00	15,000.00	-15,000.00	0.0%
509000 · National Night Out	4,141.34	8,000.00	-3,858.66	51.8%
509001 · Coffee with a Cop	1,100.00	2,000.00	-900.00	55.0%
509500 · Public Safety Parks Program	1,508.98	2,000.00	-491.02	75.4%
509555 · Public Safety Communications	449.00	3,000.00	-2,551.00	15.0%
509560 · Professional Development	350.00	5,000.00	-4,650.00	7.0%
509700 · Staffing	107,181.88	129,858.00	-22,676.12	82.5%
500000 · Security and Public Safety - Other	750.00			
Total 500000 · Security and Public Safety	818,899.88	1,173,871.00	-354,971.12	69.8%
Total Expense	818,899.88	1,173,871.00	-354,971.12	69.8%
Net Ordinary Income	-818,899.88	1,173,871.00	354,971.12	69.8%
Net Income	-818,899.88	1,173,871.00	354,971.12	69.8%

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**Midtown Management District
District Administration Use of Funds**

January through October 2023

Accrual Basis

	Jan - Oct 23	Budget	\$ Over Budget	% of Budget
Ordinary Income/Expense				
Expense				
800000 · District Administration				
802000 · Legal Counsel	64,037.50	112,500.00	-48,462.50	56.9%
802040 · Public Hearing Service Plan	47,468.00	75,000.00	-27,532.00	63.3%
802042 · Public Information Request	0.00	10,000.00	-10,000.00	0.0%
802060 · Consultation	0.00			
803000 · Accounting & Auditing Expense	14,900.00	16,200.00	-1,300.00	92.0%
804000 · Insurance Expense				
804003 · Director's & Officers Insurance	3,595.00	4,000.00	-405.00	89.9%
804004 · General Liability	7,691.00	10,000.00	-2,309.00	76.9%
804005 · Insurance - other	3,698.00	2,860.00	838.00	129.3%
Total 804000 · Insurance Expense	14,984.00	16,860.00	-1,876.00	88.9%
805000 · Assessment Collection Costs				
805120 · Collection Costs	50,551.19	60,000.00	-9,448.81	84.3%
805130 · Returned Checks	0.00	0.00	0.00	0.0%
Total 805000 · Assessment Collection Costs	50,551.19	60,000.00	-9,448.81	84.3%
806000 · General Operating/Admin. Exp.				
806004 · Bank Service Charge	1,911.99	6,516.00	-4,604.01	29.3%
806005 · Gen. Operating/Admin. Expenses	2,245.21	15,500.00	-13,254.79	14.5%
806006 · District Cell Phone & Tablets	2,204.62	4,320.00	-2,115.38	51.0%
Total 806000 · General Operating/Admin. Exp.	6,361.82	26,336.00	-19,974.18	24.2%
807000 · Board Meeting & Misc. Exp.				
807001 · Board/Committee Mtgs/Misc Exp	15,478.67	19,500.00	-4,021.33	79.4%
Total 807000 · Board Meeting & Misc. Exp.	15,478.67	19,500.00	-4,021.33	79.4%
809000 · Administration Expense	207,127.52	281,880.00	-74,752.48	73.5%
800000 · District Administration - Other	0.00			
Total 800000 · District Administration	420,908.70	618,276.00	-197,367.30	68.1%
Total Expense	420,908.70	618,276.00	-197,367.30	68.1%
Net Ordinary Income	420,908.70	-618,276.00	197,367.30	68.1%
Net Income	420,908.70	-618,276.00	197,367.30	68.1%

Midtown Management District

Check Detail Report

As of November 30, 2023

Type	Date	Num	Name	Memo	Amount
10000 · Operating Funds					
106010 · Wells Fargo Checking Acct					
Check	11/01/2023	9822	Mary Griffith Wallace Trust E...	81 026 007 000 0005 Property Tax Overage Payment: 3417 Milam St Year: 20...	-267.83
Check	11/01/2023	9823	Bermac Arts LLC	Property Tax Overage Payment: 4101 San Jacinto St Years: 2021 & 2022	-876.70
Check	11/01/2023	9824	4600 MAIN STREET HOUSI...	81 139 026 001 0001 Property Tax Overage Payment Main St Years: 2021 & ...	-700.29
Check	11/01/2023	9825	CAYDON HOUSTON PROP...	81 138 633 001 0001 Property Tax Overage Payment 2850 Fannin St 357 Yea...	-31,472.31
Check	11/01/2023	9826	E & I INVESTMENTS INC.	81 125 193 001 0001 Property Tax Overage Payment 2315 Bagby St Year: ...	-250.50
Check	11/01/2023	9827	OPAL ARROW LLC	81 124 682 001 0001 Property Tax Overage Payment 504 Gray St Year: 2022	-807.82
Check	11/01/2023	9828	Kozadino Interest Ltd	81 120 017 001 0008 Property Tax Overage Payment 4916 Main St Year: 2022	-425.39
Check	11/01/2023	9829	3100 FANNIN REALTY LTD'	Property Tax Overage Payment 3101 Fannin St Year: 2022	-19.96
Check	11/01/2023	9830	SABBAGHI GHOLAMALI	81 022 070 000 0003 Property Tax Overage Payment 3906 Fannin St Year: ...	-98.56
Check	11/01/2023	9831	CYNTHIAS PROPERTIES LP	81 019 143 000 0001 Property Tax Overage Payment 3118 San Jacinto St 17 ...	-124.44
Check	11/01/2023	9832	Optimal Beverage Inc.	81 019 077 000 0003 Property Tax Overage Payment 2702 Chenevert St Ye...	-244.47
Check	11/01/2023	9833	BEE LINE CORPORATION	81 013 241 000 0009 Property Tax Overage Payment 502 Elgin St Year: 2022	-46.09
Bill Pmt -Ch...	11/02/2023		LIMB DESIGN, INC.	[MIDH 001 23 Midtown Arts Hosting Transfer) Web Maintenance	-420.00
Bill Pmt -Ch...	11/15/2023	9841	Michelle Ashton	Communcation Consultant: Execute communication task 10.28 - 11.10.2023	-420.00
Total 106010 · Wells Fargo Checking Acct					-36,174.36
Total 10000 · Operating Funds					-36,174.36
TOTAL					-36,174.36

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MIDTOWN MANAGEMENT DISTRICT
 ASSESSMENT COLLECTION REPORT
 November 2023
 BILLING AND COLLECTION SUMMARY
 FISCAL YEAR END
 01/01/2023 TO 12/31/2023

YEAR	RATE	TOTAL LEVY	COLLECTIONS	RECEIVABLE	% COLLECTED
2023	0.1181	\$3,543,192.56	\$158,107.35	\$3,385,085.21	4%
2022	0.1181	\$3,233,629.36	\$3,200,068.61	\$33,560.75	99%
2021	0.1181	\$3,032,247.89	\$3,020,376.43	\$11,871.46	99%
2020	0.1181	\$2,817,927.09	\$2,810,682.10	\$7,244.99	99%
2019	0.1181	\$2,584,597.36	\$2,580,635.09	\$3,962.27	99%
2018	0.1181	\$2,381,416.63	\$2,378,165.88	\$3,250.75	99%
2017	0.1181	\$2,306,555.49	\$2,303,258.72	\$3,296.77	99%
2016	0.1181	\$2,217,803.36	\$2,215,702.48	\$2,100.88	99%
2015	0.1181	\$1,980,324.33	\$1,978,559.87	\$1,764.46	99%
2014	0.1181	\$1,783,793.61	\$1,782,106.79	\$1,686.82	99%
2013	0.1181	\$1,563,555.15	\$1,562,484.06	\$1,071.09	99%
2012	0.1181	\$1,451,155.01	\$1,450,501.43	\$653.58	99%
2011	0.1181	\$1,373,992.65	\$1,373,427.38	\$565.27	99%
2010	0.1181	\$1,366,296.19	\$1,365,689.94	\$606.25	99%
2009	0.1181	\$1,400,596.16	\$1,399,958.95	\$637.21	99%
2008	0.1181	\$1,388,676.58	\$1,388,129.81	\$546.77	99%
2007	0.1181	\$1,205,818.99	\$1,205,400.14	\$418.85	99%
2006	0.1181	\$1,039,513.58	\$1,039,322.08	\$191.50	99%
2005	0.1181	\$965,243.73	\$965,052.23	\$191.50	99%
2004	0.1181	\$766,477.42	\$766,378.36	\$99.06	99%
2003	0.1125	\$690,634.91	\$690,544.86	\$90.05	99%
2002	0.1125	\$631,419.06	\$631,337.20	\$81.86	99%
2001	0.1125	\$554,768.73	\$554,694.31	\$74.42	99%
2000	0.1125	\$472,859.73	\$472,787.76	\$71.97	99%

Current Month Activity

Revenue:

	Current Month	Year to Date
2023 Assessment Collected	132,852.89	2,764,745.83
2022 Assessment Collected	-4,096.29	22,335.41
2021 Assessment Collected	1,729.65	1,069.34
2020 Assessment Collected	456.39	2,906.71
2019 Assessment Collected	937.84	3,459.36
2018 Assessment Collected	921.60	1,332.49
2017 Assessment Collected	0.00	183.76
2016 Assessment Collected	0.00	0.00
2015 Assessment Collected	0.00	0.00
2014 Assessment Collected	0.00	0.00
2013 Assessment Collected	0.00	0.00
2012 Assessment Collected	0.00	0.00
2011 Assessment Collected	0.00	0.00
2010 Assessment Collected	0.00	0.00
2009 Assessment Collected	0.00	0.00
2008 Assessment Collected	0.00	0.00
2007 Assessment Collected	0.00	0.00
2006 Assessment Collected	0.00	0.00
2005 Assessment Collected	0.00	0.00
2004 Assessment Collected	0.00	0.00
Prior Years Assessment Collected	0.00	0.00
Miscellaneous Revenue	0.00	0.00
Penalty & Interest	2,861.88	40,545.61
Overpayments	131.13	18,994.27
Estimated Payment	-478.66	0.00
CAD Corrections	0.00	1,263.94
CAD Lawsuit Corrections	8,122.04	220,678.26
Collection Fees	2,147.30	24,661.24
Total Revenue	145,585.77	3,102,176.22
Overpayments & CAD Refunds Presented	8,235.55	249,005.18
Overpayments Applied to Assessment	0.00	0.00

ASSESSMENT PLAN 2015 - 2024

ASSESSED VALUE FOR 2019	2,183,315,800		
ASSESSED VALUE FOR 2020	2,417,771,623		
ASSESSED VALUE FOR 2021	2,574,992,464		
ASSESSED VALUE FOR 2022	2,738,043,164		
ASSESSED VALUE FOR 2023	3,000,163,012	UNCERTIFIED	6,885,411

Prepared by Equi-Tax Inc
 Collector For the District

**MIDTOWN MANAGEMENT DISTRICT
ASSESSMENT COLLECTION REPORT
November 2023**

2023 TOP TEN ASSESSMENT PAYERS

PROPERTY OWNER	PROPERTY TYPE	ASSESSED VALUE	ASSESSMENT AMOUNT
3300 Main Project Owner LP	Multi-Family Units	170,156,363	200,954.66
William Marsh Rice University	Real, Commercial	124,270,164	146,763.06
Post Midtown Square LP	Multi-Family Units	120,133,359	141,877.50
Caydon Houston Property LP	Multi-Family Units	117,462,672	138,723.42
2800 Main LLC	Multi-Family Units	80,205,546	94,722.75
VR Calais Holdings Limited Partners	Multi-Family Units	79,205,174	93,541.31
Pearl Rosemont LLC	Multi-Family Units	75,554,397	89,229.74
Pearl Residences at Midtown Owner LLC	Multi-Family, Commercial	68,742,161	81,184.49
Mid-Main Properties LP	Multi-Family Units	66,958,802	79,078.35
Camden Property Trust	Multi-Family Units	62,721,892	74,074.55

TEN LARGEST DELINQUENT ACCOUNTS

PROPERTY OWNER	ACCOUNT	ASSESSMENT YEAR	ASSESSMENT AMOUNT
***COHEN JAY H	81 019 190 000 0006	2013 - 2022	5,688.72
**ROBINSON DORRIS	81 034 259 000 0004	2016 - 2022	3,439.05
**CRIADO MINNIE F	81 120 532 000 0006	2012 - 2022	3,285.17
**WASHINGTON ROMANUEL L JR	81 019 182 002 0004	2000 - 2014	2,884.42
**BLOCKER NATHAN & MAGNOLIA H	81 114 508 000 0016	2007 - 2022	2,565.10
**ANTWINE LINDA	81 077 080 000 0009	2009 - 2022	2,563.99
MEHTA MAHEK	81 127 887 000 0048	2015 - 2022	2,435.82
HONEY LETHA M ESTATE OF	81 019 176 000 0009	2017 - 2022	2,311.27
PEARL MARKETPLACE AT MIDTOWN OWNER LLC	81 138 723 002 0001	2020 - 2021	1,918.27
SUTHERLAND ERIC S	81 122 463 001 0006	2017 - 2022	1,894.82

***Suit Filed

**Account Deferred

* Pending HCAD Value Lawsuits

COLLECTION TREND PERCENTAGE

	YEAR	YEAR	YEAR	YEAR
	2019	2020	2021	2022
January	75%	70%	53%	66%
February	93%	91%	89%	93%
March	95%	92%	93%	94%
April	95%	94%	94%	97%
May	96%	94%	94%	96%
June	98%	94%	97%	96%
July	98%	95%	97%	96%
August	99%	95%	97%	96%
September	99%	97%	98%	97%
October	99%	97%	99%	98%
November	99%	98%	99%	99%
December	99%	98%	99%	

MIDTOWN MANAGEMENT DISTRICT
ASSESSMENT COLLECTION REPORT
November 2023

ASSESSMENT PLAN PROJECTIONS

YEAR	RATE	ESTIMATED ASSESSED VALUE	PROJECTED LEVY	COLLECTIONS @ 95%	CUMULATIVE COLLECTIONS	10 YEAR AVERAGE
2015	0.1181	1,706,201,000	2,015,023.38	1,914,272.21	1,978,559.87	
2016	0.1181	1,842,697,000	2,176,225.16	2,067,413.90	2,215,702.48	
2017	0.1181	1,980,899,000	2,339,441.72	2,222,469.63	2,303,258.72	
2018	0.1181	2,109,657,000	2,491,504.92	2,366,929.67	2,378,165.88	
2019	0.1181	2,236,237,000	2,640,995.90	2,508,946.11	2,580,635.09	
2020	0.1181	2,359,230,000	2,786,250.63	2,646,938.10	2,810,682.10	
2021	0.1181	2,477,191,000	2,925,562.57	2,779,284.44	3,020,376.43	
2022	0.1181	2,601,051,000	3,071,841.23	2,918,249.17	3,200,068.61	
2023	0.1181	2,731,104,000	3,225,433.82	3,064,162.13	158,107.35	
2024	0.1181	2,867,659,000	3,386,705.28	3,217,370.02		
			27,058,984.61	25,706,035.38		2,570,603.54

MAXIMUM RATE .1500 PER \$100

2023 EXEMPTIONS

EXEMPTION TYPE	NUMBER APPLIED	APPROVED AMOUNT	VALUE LOSS
Homestead	1328	20% (State Maximum)	97,824,623
Over 65	38	15,000	2,820,000
Disability	9	15,000	135,000
Disabled Veteran	17	Per Statute	3,553,217
Over 65 Detached Single Family	31	Totally Exempt	8,107,750

PERDUE, BRANDON, FIELDER, COLLINS & MOTT L.L.P.
DELINQUENT ASSESSMENT REPORT
MIDTOWN MANAGEMENT DISTRICT
December 6, 2023

Amounts shown are 2022 base assessment amounts and do not include penalty and interest unless otherwise indicated. **Total assessments collected for the quarter are \$95,590.35.**

Top ten delinquent accounts:

Hadley Midtown Apartments LLC \$36,709.36, 2310 Main St 215 – 1347600010001
Paid in full.

Jay H. Cohen 2013-2022 assessments \$5,688.72, Lot on Stuart St – 0191900000006
We intervened in a suit filed by Harris County. A trial date is scheduled for 2/2/24; we will monitor the case.

Richard Galvan 2018-2022 assessments \$5,153.80, 2935 Main St – 0191480000006
Suit filed. The account has been **paid in full.**

Dorris Robinson 2016-2022 assessments \$3,439.05, 1520 Isabella St – 0342590000004
She has an over-65 deferral.

Minnie F. Criado 2012-2018 & 2020-2022 assessments \$3,235.17, 120 Oak Pl – 1205320000006
She has an over-65 deferral.

Romanuel L Washington Jr 2000-2014 assessments \$2,884.42, 3300 Crawford St – 0191820020004
He has an over-65 deferral.

Nathan & Magnolia H Blocker 2007-2022 assessments \$2,565.10, 2016 Main St 1716 - 1145880170016
They have an over-65 deferral.

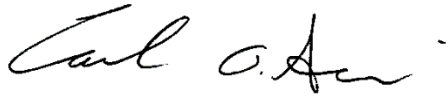
Linda Antwine 2009-2022 assessments \$2,563.99, 1508 Isabella St – 0130860000009
She has an over-65 deferral.

Mahek Mehia 2015-2018 assessments \$1,264.06, 2000 Bagby St Unit 7412 – 1278870000048
Suit filed. Judgment was signed on 7/31/19; the judgment is final. Another judgment letter has been sent to the owner advising that the account needs to be paid. The 2019-2022 taxes (base tax of \$1,171.76) are also delinquent but are not included in the suit because they were not delinquent at the time of judgment.

James W Honey 2017-2019 assessments \$1,618.92, 1607 Francis St – 0191760000009
Suit filed. Judgment was signed on 8/27/21; the judgment is final and an abstract of judgment has been filed. Another judgment letter has been sent to the owner advising that the account needs to be paid.

Report frequency: Quarterly
Date of last report: September 6, 2023

If you have any questions, please feel free to contact me.



Carl O. Sandin



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Mobile: 713-824-1290

Fax: 713-862-1429

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**Midtown Management District
Lawsuit and Arbitration Status Summary as of 11/03/2023**

Jur 953

Summary

For Tax Years 2005-2023, for the period of June 2009 through November 3, 2023

Settled

8,960,478,406	Original value of Settled accounts as of 11/03/2023
1,338	Number of Settled accounts as of 11/03/2023
858,663,468	Reduction in value of Settled accounts
9.58%	Average % reduction in value of Settled accounts

Unsettled

7,754,699,293	Original value of Unsettled accounts as of 11/03/2023
459	Number of Unsettled accounts as of 11/03/2023

0.1181 Tax rate per \$100 valuation

\$877,620	Estimated reduction in assessment on	459	Unsettled accounts,
	based on	9.58%	average

**Midtown Management District
Lawsuit and Arbitration Status Detail as of 11/03/2023**

Jur 953

Tax Year	CAD Account No.	Owner Name	ARB Hearing Value	Assessment Collected	Cause Number	Date Received from HCAD	Settled Value	Reduction in Assessment	% Reduction in Assessment	Date Designation Form Sent	Date Refund Notice Sent to Bkpr
Tax Year 2014											
Settled											
Tax Year 2014	1200170010008	Kozadinos Interest Ltd	2,152,163	\$2,541.70	2014-67626	10/4/2018	1,850,000	\$356.85	14.04%	10/16/2018	10/29/2018
			483,436,800				437,926,568				
			67								
Unsettled											
Tax Year 2014	1226500010001	MRI Midtown Ltd	17,877,930	\$21,113.84	2019-74139						
Tax Year 2014	Total	Unsettled Accounts, original value	17,877,930								
Tax Year 2014	Total	Unsettled Accounts, number of accounts	1								
Tax Year 2015											
Settled											
Tax Year 2015	0130760120011	Cweren G & J	175,100	\$206.79	2015-70515	5/24/2021	140,000	\$41.45	20.04%	5/26/2021	6/28/2021
			457,058,556				403,664,341				
			71								
Unsettled											
Tax Year 2015	1226500010001	MRI Midtown Ltd	20,000,000	\$23,620.00	2019-74139						
Tax Year 2015	Total	Unsettled Accounts, original value	20,000,000								
Tax Year 2015	Total	Unsettled Accounts, number of accounts									
Tax Year 2018											
Settled											
Tax Year 2018	1145880010001	2016 Main Owners Association Inc	5,400,290	\$721.21	2018-73360	11/30/2023	610,680	\$0.00	0.00%	NA	NA
			5,400,290				10,809,039				
			4								
Unsettled											
Tax Year 2018	1226500010001	MRI Midtown Ltd	20,473,159	\$24,178.80	2019-74139						
Tax Year 2018	Total	Unsettled Accounts, original value	1,415,030,485								
Tax Year 2018	Total	Unsettled Accounts, number of accounts	117								
Tax Year 2019											
Settled											
Tax Year 2019	0021780000001	AJM Marketing Services LLC	2,056,371	\$2,428.57	2019-73610	7/7/2023	1,922,500	\$158.10	6.51%	7/20/2023	9/1/2023
			631,740,797				577,878,407				
			7								
Unsettled											
Tax Year 2019	1226500010001	MRI Midtown Ltd	20,473,159	\$24,178.50	2019-66546						
Tax Year 2019	1226500020001	Carolyn F Jackson Family Partnership	2,868,909	\$3,388.18	2019-66546						
Tax Year 2019	1398700010001	4001 Main LP	3,115,440	\$3,679.33	2019-72499						

**Midtown Management District
Lawsuit and Arbitration Status Detail as of 11/03/2023**

Jur 953

Tax Year	CAD Account No.	Owner Name	ARB Hearing Value	Assessment Collected	Cause Number	Date Received from HCAD	Settled Value	Reduction in Assessment	% Reduction in Assessment	Date Designation Form Sent	Date Refund Notice Sent to Bkpr
Tax Year 2019	Total	Unsettled Accounts, original value	26,457,508								
Tax Year 2019	Total	Unsettled Accounts, number of accounts	3								

Tax Year 2020

Settled											
Tax Year 2020	1387230010001	Pearl Residences at Midtown Owner LLC	55,046.420	\$65,009.82	2020-53255	7/7/2023	48,930.000	\$7,223.49	11.11%	7/20/2023	9/1/2023
Tax Year 2020	1387230020001	Pearl Marketplace at Midtown Owner LLC	19,700.636	\$23,266.45	2020-53255	7/7/2023	20,970.000	Amount Due	0.00%	NA	
Tax Year 2020	1372850010001	Caroline St Realty Inc	2,797.616	\$3,303.98	2020-58727	7/7/2023	2,650.000	\$174.33	5.28%	7/20/2023	9/1/2023
Tax Year 2020	1372850010002	Caroline St Realty Inc	983.994	\$1,162.10	2020-58727	7/7/2023	925.000	\$69.68	6.00%	7/20/2023	9/1/2023
Tax Year 2020	0190890000003	BAP 2800 LLC	1,767.485	\$2,087.40	2020-76050	7/7/2023	1,550.000	\$256.85	12.30%	7/20/2023	9/1/2023
Tax Year 2020	0130720000001	San Jacinto Apartments LLC	1,464.183	\$1,729.20	2020-78049	7/7/2023	1,300.000	\$193.90	11.21%	7/20/2023	9/1/2023
Tax Year 2020	0330110000008	2416 Brazos LLC	1,175.385	\$1,388.13	2020-78771	11/3/2023	1,150.000	\$29.98	2.16%	11/15/2023	
Tax Year 2020	1393240010001	2416 Brazos LLC	3,525.000	\$4,163.02	2020-73571	11/3/2023	3,150.000	\$442.87	10.64%	11/15/2023	
			1,241,753.075				1,117,758.991				
			13								

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**Midtown Management District
Lawsuit and Arbitration Status Detail as of 11/03/2023**

Jur 953

Tax Year	CAD Account No.	Owner Name	ARB Hearing Value	Assessment Collected	Cause Number	Date Received from HCAD	Settled Value	Reduction in Assessment	% Reduction in Assessment	Date Designation Form Sent	Date Refund Notice Sent to Bkpr
Unsettled											
Tax Year 2020	1226500010001	MRI Midtown Ltd	24,500,000	\$28,934.50	2020-53212						
Tax Year 2020	1226500020001	Carolyn F Jackson Family Partnership Ltd	2,767,272	\$3,268.15	2020-53212						
Tax Year 2020	1200170010008	Kozadinos Interest Ltd	3,001,314	\$3,544.55	2020-57407						
Tax Year 2020	Total	Unsettled Accounts, original value	30,268,586								
Tax Year 2020	Total	Unsettled Accounts, number of accounts	3								

Tax Year 2021

Settled											
Tax Year 2021	1258310010001	Midtown Scouts Square Property LP	4,481,554	\$5,292.72	2021-57386	5/24/2023	4,481,554	\$0.00	0.00%	na	na
Tax Year 2021	1387230010001	Pearl Residences at Midtown Owner LLC	58,161,550	\$68,688.79	2021-49643	7/7/2023	50,050,000	\$9,579.74	13.95%	7/20/2023	9/1/2023
Tax Year 2021	1387230020001	Pearl Marketplace at Midtown Owner LLC	21,095,089	\$24,913.30	2021-49643	7/7/2023	21,450,000	Amount Due	0.00%	NA	N
Tax Year 2021	0021780000001	Aim Marketing Services LLC	2,639,369	\$3,117.09	2021-64023	7/7/2023	2,400,000	\$282.69	9.07%	7/20/2023	9/1/2023
Tax Year 2021	1372850010001	Caroline St Realty Inc	3,335,536	\$3,939.20	2021-64071	8/4/2023	2,850,000	\$573.42	14.56%	8/21/2023	9/28/2023
Tax Year 2021	1372850010002	Caroline St Realty Inc	1,133,544	\$1,338.72	2021-64071	8/4/2023	1,000,000	\$157.72	11.78%	8/21/2023	9/28/2023
Tax Year 2021	0132410000012	3300 Smith Street LLC	1,231,195	\$1,254.04	2021-74477	7/7/2023	1,060,000	\$202.18	13.90%	Received	7/27/2023
Tax Year 2021	0132420000003	3300 Smith Street LLC	2,520,439	\$2,766.00	2021-74477	7/7/2023	2,180,000	\$402.06	13.51%	Received	7/27/2023
Tax Year 2021	0370290000001	3300 Smith Street LLC	534,643	\$611.00	2021-74477	7/7/2023	460,000	\$88.15	13.96%	Received	7/27/2023
Tax Year 2021	0191910000004	Leen Salam Inc	1,032,500	\$1,211.38	2021-80086	7/7/2023	895,000	\$162.38	13.32%	7/20/2023	9/1/2023
Tax Year 2021	0132600010001	3201 Louisiana LLC	21,129,500	\$24,953.05	2021-44064	8/4/2023	17,750,000	\$3,991.20	15.99%	Received	9/1/2023
Tax Year 2021	0250250000001	Boniuk Interests LTD	3,473,700	\$4,102.44	2021-58351	8/4/2023	2,750,000	\$854.69	20.83%	8/21/2023	9/28/2023
Tax Year 2021	0260070000005	Mary Griffith Wallace Trust ET AL	750,000	\$1,039.17	2021-65822	9/25/2023	750,000	\$153.42	14.76%	10/2/2023	10/27/2023
Tax Year 2021	0220510000008	Bermac Arts LLC	2,474,430	\$2,922.31	2021-66644	9/25/2023	2,190,000	\$335.92	11.50%	10/2/2023	10/27/2023
Tax Year 2021	1390260010001	4600 Mainstreet Holdings LP	1,701,811	\$2,009.84	2021-70329	9/25/2023	1,400,000	\$356.44	17.73%	10/2/2023	10/27/2023
Tax Year 2021	1393240010001	2416 Brazos LLC	4,002,806	\$5,187.90	2021-67087	10/6/2023	3,750,000	\$759.15	14.63%	10/23/2023	1130/2023
Tax Year 2021	0130720000001	San Jacinto Apts LLC	1,960,000	\$2,319.17	2021-68146	10/6/2023	1,850,000	\$134.32	5.79%	10/23/2023	1130/2023
Tax Year 2021	0330110000008	2416 Brazos LLC	1,222,878	\$1,444.22	2021-78569	10/6/2023	1,150,000	\$86.07	5.96%	10/23/2023	1130/2023
			1,398,562,616				1,266,631,523				
			191								
Unsettled											
Tax Year 2021	0220560000003	Smith Harry Leonard	1,540,000	\$1,454.99	2021-48293						
Tax Year 2021	0220560000013	Smith Harry Leonard	164,750	\$155.66	2021-48293						
Tax Year 2021	0190370000009	2300 Fannin Ltd	3,421,606	\$4,040.92	2021-51496						
Tax Year 2021	0190400000001	2300 Fannin Ltd	1,428,836	\$1,687.46	2021-51496						
Tax Year 2021	0190400000003	2300 Fannin Ltd	2,180,525	\$2,575.20	2021-51496						
Tax Year 2021	1226500010001	MRI Midtown Ltd	22,775,068	\$26,897.36	2021-51800						
Tax Year 2021	1226500020001	Carolyn F Jackson Family Partnership Ltd	3,072,163	\$3,628.22	2021-51800						
Tax Year 2021	0130770000011	WWBD LP	1,911,096	\$2,257.00	2021-68378						
Tax Year 2021	0330080000009	Macey Louis & Trustee	1,298,370	\$1,533.37	2021-70960						
Tax Year 2021	Total	Unsettled Accounts, original value	1,473,594,003								
Tax Year 2021	Total	Unsettled Accounts, number of accounts	20								

Tax Year 2022

Settled

Midtown Management District
Lawsuit and Arbitration Status Detail as of 11/03/2023

Jur 953

Tax Year	CAD Account No.	Owner Name	ARB Hearing Value	Assessment Collected	Cause Number	Date Received from HCAD	Settled Value	Reduction in Assessment	% Reduction in Assessment	Date Designation Form Sent	Date Refund Notice Sent to Bkpr
Tax Year 2022	1274570010001	2009 CPT Community Owner LLC	36,327,465	\$42,902.74	2022-55117	4/14/2023	37,879,043	\$3,548.90	8.27%	11/2/2023	11/30/2023
Tax Year 2022	1208150010001	Athletic Ventures Inc	3,472,412	\$4,100.92	101-22-004160	5/5/2023	3,150,000	\$380.77	9.28%	5/24/2023	6/1/2023
Tax Year 2022	1249490010008	Nis Investments Incorporated	281,900	\$332.92	101-22-005839	5/5/2023	225,000	\$67.20	20.19%	5/24/2023	6/1/2023
Tax Year 2022	0190170000003	ND Interests LLC	408,958	\$482.98	101-22-005844	8/4/2023	377,273	\$37.42	7.75%	25.25(b)	9/1/2023
Tax Year 2022	0060600000001	CTV Investments LLC	506,876	\$568.62	101-22-007365	8/1/2023	450,000	\$67.17	11.81%	25.25(b)	9/1/2023
Tax Year 2022	0132410000012	Attayi Family LP	1,234,155	\$1,457.54	2021-74477	7/7/2023	1,120,000	\$134.82	9.25%	Received	7/27/2023
Tax Year 2022	0132420000003	3300 Smith Street LLC	2,425,178	\$2,864.14	2021-74477	7/7/2023	2,180,000	\$289.56	10.11%	Received	7/27/2023
Tax Year 2022	0370290000001	3300 Smith Street LLC	535,694	\$632.65	2021-74477	7/7/2023	500,000	\$42.15	6.66%	Received	7/27/2023
Tax Year 2022	1266470010001	Brooklyn McGowen LLC	5,650,202	\$6,672.89	2022-41167	7/7/2023	4,995,269	\$773.48	11.59%	Received	7/27/2023
Tax Year 2022	1282740010001	TAG TBD LLC	4,791,973	\$5,659.32	2022-42620				0.00%		
Tax Year 2022	0332560050001	Excelisor Land Co Inc	800,000	No Change	2022-47530	7/7/2023	800,000	\$0.00	0.00%	NA	NA
Tax Year 2022	0332560050002	Excelisor Land Co Inc	440,000	No Change	2022-47530	7/7/2023	440,000	\$0.00	0.00%	NA	NA
Tax Year 2022	0332560050005	Excelisor Land Co Inc	1,115,338	No Change	2022-47530	7/7/2023	1,115,338	\$0.00	0.00%	NA	NA
Tax Year 2022	0332560050015	Excelisor Land Co Inc	1,646,930	\$1,945.02	2022-47530	7/7/2023	1,575,000	\$84.94	4.37%	Received	7/27/2023
Tax Year 2022	0021380000013	Shepherd W.M	335,166	\$395.83	2022-47754	7/7/2023	331,386	\$4.46	1.13%	7/20/2023	9/1/2023
Tax Year 2022	0021390000001	Cars DB4 LP	1,138,766	\$1,344.89	2022-47754	7/7/2023	990,000	\$175.69	13.06%	7/20/2023	9/1/2023
Tax Year 2022	0021390000011	Cars DB4 LP	361,505	\$426.94	2022-47754	7/7/2023	315,000	\$54.92	12.86%	7/20/2023	9/1/2023
Tax Year 2022	0021560000001	Duke Street Partners LTD	3,540,320	\$4,481.12	2022-47754	7/7/2023	3,050,000	\$579.07	13.85%	7/20/2023	9/1/2023
Tax Year 2022	0021560000007	Thomas Clayton O	1,338,069	\$1,802.22	2022-47754	7/7/2023	1,160,000	\$210.30	13.31%	7/30/2023	9/1/2023
Tax Year 2022	0021750000006	Cars DB4 LP	921,088	\$1,078.78	2022-47754	7/7/2023	915,000	\$7.18	0.66%	7/20/2023	9/1/2023
Tax Year 2022	0021750000008	Group 1 Realty INC	330,775	\$397.65	2022-47754	7/7/2023	325,000	\$6.83	1.75%	7/20/2023	9/1/2023
Tax Year 2022	0021750000016	Group 1 Realty INC	745,000	\$879.44	2022-47754	7/7/2023	645,000	\$118.10	13.42%	7/20/2023	9/1/2023
Tax Year 2022	0021750000017	Group 1 Realty INC	231,542	\$277.45	2022-47754	7/7/2023	227,500	\$4.77	1.74%	7/20/2023	9/1/2023
Tax Year 2022	0021760000001	Golconda Venture	2,672,026	\$3,160.27	2022-47754	7/7/2023	2,577,755	\$115.94	3.67%	7/20/2023	9/1/2023
Tax Year 2022	1224190010001	Group 1 Realty INC	4,062,500	\$4,797.81	2022-47754	7/7/2023	3,775,839	\$338.54	7.06%	7/20/2023	9/1/2023
Tax Year 2022	1297010010001	Cars DB4 LP	1,738,964	\$2,053.72	2022-47754	7/7/2023	1,708,285	\$36.24	1.76%	7/20/2023	9/1/2023
Tax Year 2022	1303900010001	Group 1 Realty INC	3,091,360	\$4,477.60	2022-47754	7/7/2023	3,300,000	\$580.30	12.96%	7/20/2023	9/1/2023
Tax Year 2022	1303900020001	Group 1 Realty INC	2,062,544	\$2,439.42	2022-47754	7/7/2023	2,054,235	\$13.37	0.55%	7/20/2023	9/1/2023
Tax Year 2022	1350820010001	Group 1 Realty INC	3,097,504	\$3,658.15	2022-47754	7/7/2023	2,675,000	\$498.97	13.64%	7/20/2023	9/1/2023
Tax Year 2022	1356990010001	Ellis Carolyn Rosenstock	6,891,760	\$8,139.17	2022-47754	7/7/2023	5,950,000	\$1,112.22	13.67%	7/20/2023	9/1/2023
Tax Year 2022	0191470000003	First Interstate BK TX N A	887,191	No Change	2022-47958	7/7/2023	887,191	\$0.00	0.00%	NA	NA
Tax Year 2022	1287780010001	VIT Polaris Properties LLC	3,446,434	\$4,070.24	2022-47958	7/7/2023	2,996,089	\$531.86	13.07%	Received	7/27/2023
Tax Year 2022	0152330000002	Post Midtown Square LP	85,100,334	\$100,503.49	2022-51429	7/7/2023	77,037,500	\$9,522.20	9.47%	Received	7/27/2023
Tax Year 2022	1310080010001	Post Midtown Square LP	34,203,055	\$40,393.81	2022-51429	7/7/2023	30,962,500	\$3,827.10	9.47%	Received	7/27/2023
Tax Year 2022	0132380000001	Texas SFI Partnership 65 LTD ETAL	6,982,912	\$8,246.82	2022-52331	7/7/2023	6,000,000	\$1,160.82	14.08%	7/20/2023	9/1/2023
Tax Year 2022	1243870010001	Vivo LTD & Keenan LTD	6,196,273	\$7,317.80	2022-56540	7/7/2023	6,050,000	\$172.75	2.36%	Received	7/27/2023
Tax Year 2022	0190730000001	WWBD LP	4,584,312	\$5,414.07	2022-61740	7/7/2023	4,025,525	\$659.92	12.19%	7/20/2023	9/1/2023
Tax Year 2022	0190890000003	Bap 2800 LLC	2,020,398	\$2,386.09	2022-63996	7/7/2023	1,650,000	\$437.44	18.33%	7/20/2023	9/1/2023
Tax Year 2022	1372850010001	Caroline St Realty Inc	3,451,000	\$4,075.63	2022-64850	7/7/2023	2,950,000	\$591.68	14.52%	7/20/2023	9/1/2023
Tax Year 2022	1372850010002	Caroline St Realty Inc	1,131,441	\$1,336.23	2022-64850	7/7/2023	1,025,000	\$125.71	9.41%	7/20/2023	9/1/2023
Tax Year 2022	0190900000003	2515 Caroline LTD	975,239	\$1,151.76	2022-78036	7/7/2023	875,000	\$118.38	10.28%	7/20/2023	9/1/2023
Tax Year 2022	0190850000012	2808 Caroline LLC	4,911,255	\$5,800.19	2022-55588	7/7/2023	4,500,000	\$485.69	8.37%	7/20/2023	9/1/2023
Tax Year 2022	0250010210002	4400 San Jacinto LLC	1,543,515	\$1,822.89	101-22-005396	8/4/2023	1,459,740	\$98.94	5.43%	25.25(b)	9/1/2023
Tax Year 2022	0190170000004	ND Interests LLC	406,250	\$479.78	101-22-005586	8/4/2023	343,750	\$73.81	15.38%	25.25(b)	9/1/2023
Tax Year 2022	0190880000016	Lobue John J & Marys	693,079	\$818.53	101-22-005715	8/4/2023	600,000	\$109.93	13.43%	25.25(b)	9/1/2023
Tax Year 2022	0220670000013	Phan Dao C & Muoi	1,034,977	\$1,222.31	101-22-005802	8/4/2023	960,000	\$88.55	7.24%	25.25(b)	9/1/2023
Tax Year 2022	0220530000005	Nanes Plaza LLC	814,073	\$691.42	101-22-005869	8/4/2023	750,000	\$75.67	10.94%	25.25(b)	9/1/2023

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Tax Year	CAD Account No.	Owner Name	ARB Hearing Value	Assessment Collected	Cause Number	Date Received from HCAD	Settled Value	Reduction in Assessment	% Reduction in Assessment	Date Designation Form Sent	Date Refund Notice Sent to Bkpr
Tax Year 2022	1378490010001	Gracter Properties LLC	1,354,209	\$1,599.32	101-22-005886	8/4/2023	1,225,000	\$152.60	9.54%	25.25(b)	9/1/2023
Tax Year 2022	0250180000006	15 21 Japhet Realty LTD	1,348,168	\$1,592.19	101-22-006736	8/4/2023	1,150,000	\$234.04	14.70%	25.25(b)	9/1/2023
Tax Year 2022	0250260000013	3600 San Jacinto LTD	1,102,177	\$1,301.67	101-22-006761	8/4/2023	1,050,000	\$61.62	4.73%	25.25(b)	9/1/2023
Tax Year 2022	0190280000007	Dennis Austin LLC	445,000	\$525.54	101-22-006866	8/4/2023	375,000	\$82.66	15.73%	25.25(b)	9/1/2023
Tax Year 2022	0190320000008	LLR Management Inc	818,878	\$967.09	101-22-007119	8/4/2023	750,200	\$81.10	8.39%	25.25(b)	9/1/2023
Tax Year 2022	1234150000001	VR Calais Holdings Limited Partnership	70,333,810	\$83,064.23	2022-47087	8/4/2023	66,500,000	\$4,527.73	5.45%	8/21/2023	9/28/2023
Tax Year 2022	0132600010001	3201 Louisiana LLC	22,146,901	\$26,155.49	2022-47485	8/4/2023	17,750,000	\$5,192.74	19.85%	Received	9/1/2023
Tax Year 2022	0132520000001	Plazas Midtown LTD	13,350	No Change	2022-47495	8/4/2023	13,350	\$0.00	0.00%	Received	NA
Tax Year 2022	0330190000002	Plaza at Midtown LTD	5,289,582	\$6,247.00	2022-47495	8/4/2023	4,500,000	\$932.50	14.93%	Received	9/1/2023
Tax Year 2022	1202710010001	The plazas Midtown II LTD	4,017,214	\$4,744.33	2022-47495	8/4/2023	3,486,650	\$626.60	13.21%	Received	9/1/2023
Tax Year 2022	1502790010001	William Marsh Rice University	67,688,555	\$79,940.18	2022-48565	8/4/2023	66,700,000	\$1,167.48	1.46%	Received	9/1/2023
Tax Year 2022	1398700010001	4001 Main LP	5,192,400	\$6,132.22	2022-48780	8/4/2023	4,400,000	\$935.82	15.26%	Received	9/28/2023
Tax Year 2022	0021600000001	William Marsh Rice University	3,270,833	\$3,862.85	2022-48781	9/25/2023	2,996,686	\$323.76	8.38%	Received	9/28/2023
Tax Year 2022	0021600000003	William Marsh Rice University	642,328	\$758.59	2022-48781	9/25/2023	588,491	\$63.58	8.38%	Received	9/28/2023
Tax Year 2022	0021600000021	William Marsh Rice University	589,208	\$695.85	2022-48781	9/25/2023	539,823	\$58.32	8.38%	Received	9/28/2023
Tax Year 2022	0152370000001	Smith St Office LLC	2,930,527	\$3,460.95	2022-51631	8/4/2023	2,775,000	\$183.67	5.31%	8/21/2023	9/28/2023
Tax Year 2022	1306940010001	CPT Community Owner LLC	47,239,757	\$55,790.15	2022-54307	8/4/2023	43,500,000	\$4,416.65	7.92%	8/21/2023	9/28/2023
Tax Year 2022	0212570000001	Camden Property Trust	58,966,850	\$69,639.85	2022-54356	8/4/2023	53,500,000	\$6,456.35	9.27%	8/21/2023	9/28/2023
Tax Year 2022	1300540010001	Central Bank	5,846,077	\$6,904.22	2022-55180	8/4/2023	5,283,201	\$664.76	9.63%	8/21/2023	9/28/2023
Tax Year 2022	1349300000001	2800 Main LLC	79,744,893	\$94,188.77	2022-56173	8/4/2023	75,750,000	\$4,717.97	5.01%	8/21/2023	9/28/2023
Tax Year 2022	1246630010001	Davita Rent Dept	1,955,920	\$2,300.94	2022-63779	8/4/2023	1,775,000	\$213.66	9.25%	Received	9/1/2023
Tax Year 2022	0190860000001	2515 Caroline LTD	1,575,000	\$1,860.98	2022-64851	8/4/2023	1,400,000	\$206.68	11.11%	8/21/2023	9/28/2023
Tax Year 2022	1380960010001	Bassak Investments LLC	1,458,250	\$1,732.18	2022-66693	8/4/2023	1,277,500	\$216.45	12.57%	8/21/2023	9/28/2023
Tax Year 2022	0191870000003	Bagby 3208 Austin LLC	1,285,795	\$1,518.52	2022-66864	8/4/2023	1,100,000	\$219.42	14.45%	8/21/2023	9/28/2023
Tax Year 2022	0330080000007	2314 Brazos LLC	1,148,500	\$1,356.20	2022-79044	8/4/2023	995,000	\$181.10	13.35%	8/21/2023	9/28/2023
Tax Year 2022	0191430000001	Cynthia Properties LP	1,045,367	\$1,234.58	101-22-003823	9/8/2023	940,000	\$124.44	10.08%	25.25(b)	10/27/2023
Tax Year 2022	0190770000003	Current Owner	527,000	\$622.39	101-22-006701	9/8/2023	320,000	\$244.47	39.28%	25.25(b)	10/27/2023
Tax Year 2022	0132410000009	Bee Line Corporation	1,155,000	\$940.11	101-22-007530	9/8/2023	757,000	\$46.09	4.90%	25.25(b)	10/27/2023
Tax Year 2022	1386330010001	Caydon Houston Property LP	141,648,865	\$167,287.31	2022-46171	9/25/2023	115,000,000	\$31,472.31	18.81%	10/2/2023	10/27/2023
Tax Year 2022	0152380000003	Hinds Webster LTD	2,821,789	\$3,332.53	2022-55587	9/25/2023	2,732,132	\$105.88	3.18%	Received	9/28/2023
Tax Year 2022	1251930010001	E & I Investments Inc	1,837,101	\$2,169.62	2022-61999	9/25/2023	1,625,000	\$250.50	11.55%	10/2/2023	10/27/2023
Tax Year 2022	1246820010001	Opal Arrow LLC	4,709,013	\$5,561.34	2022-62747	9/25/2023	4,025,000	\$807.82	14.53%	10/2/2023	10/27/2023
Tax Year 2022	1246820010002	Opal Arrow LLC	748,524	\$884.01	2022-62747	9/25/2023	748,524	\$0.00	0.00%	NA	
Tax Year 2022	0220510000008	Bermac Arts LLC	2,659,471	\$3,140.84	2022-64374	9/25/2023	2,250,000	\$483.59	15.40%	10/2/2023	10/27/2023
Tax Year 2022	0220510000013	Bermac Arts LLC	529,424	\$625.25	2022-64374	9/25/2023	481,000	\$57.19	9.15%	10/2/2023	10/27/2023
Tax Year 2022	0260070000005	Mary Griffith Wallace Trust ET AL	881,875	\$1,041.49	2022-66250	9/25/2023	785,000	\$114.41	10.99%	10/2/2023	10/27/2023
Tax Year 2022	1390260010001	4600 Main Street Housing LP	1,691,151	\$1,997.25	2022-69348	9/25/2023	1,400,000	\$343.85	17.22%	10/2/2023	10/27/2023
Tax Year 2022	1200170010008	Kozadinos Interest LTD	2,822,696	\$3,333.60	2022-73584	9/25/2023	2,462,500	\$425.39	12.76%	10/2/2023	10/27/2023
Tax Year 2022	0191430000005	3100 Fannin Purchase Company LLC	380,775	\$449.70	2022-75374	9/25/2023	372,329	\$9.98	2.22%	10/2/2023	10/27/2023
Tax Year 2022	0191430000013	3100 Fannin Purchase Company LLC	380,775	\$449.70	2022-75374	9/25/2023	372,329	\$9.98	2.22%	10/2/2023	10/27/2023
Tax Year 2022	0220700000003	Sabbaghi Gholamali	958,456	\$1,131.94	2022-80572	9/25/2023	875,000	\$98.56	8.71%	10/2/2023	10/27/2023
Tax Year 2022	0021520000009	1701 Webster LTD	2,273,258	\$2,684.72	101-22-003776	10/26/2023	1,915,000	\$423.10	15.76%	25.25(b)	11/30/2023
Tax Year 2022	1204350010001	Car spa Midtown I LP	4,599,749	\$5,432.30	101-22-005066	10/26/2023	4,100,000	\$590.20	10.86%	25.25(b)	11/30/2023
Tax Year 2022	0191350000001	Attayi Family LP	1,767,704	\$2,087.66	101-22-005271	10/26/2023	1,725,000	\$50.44	2.42%	25.25(b)	11/30/2023
Tax Year 2022	1210050010005	410 Hadley LLC	396,500	\$468.27	101-22-007485	10/26/2023	350,000	\$54.92	11.73%	25.25(b)	11/30/2023
Tax Year 2022	1206550010001	Wichita Enterprises Inc	2,202,506	\$2,601.16	2022-48929	10/6/2023	2,020,000	\$215.54	8.29%	10/23/2023	11/30/2023
Tax Year 2022	0132590000003	Levan Real Estate LP	4,995,727	\$5,899.95	2022-55795	10/6/2023	4,300,000	\$821.65	13.93%	10/23/2023	11/30/2023

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Tax Year 2022	0191390000005	Boniuk Interests LTD	1,672,492	\$1,975.21	2022-57005	10/6/2023	1,500,000	\$203.71	10.31%	10/23/2023	1130/2023
Tax Year 2022	0330110000008	2416 Brazos LLC	1,264,643	\$1,493.54	2022-78933	10/6/2023	1,125,000	\$164.92	11.04%	10/23/2023	1130/2023
Tax Year 2022	1393240010001	2416 Brazos LLC	4,402,578	\$5,199.44	2022-79075	10/6/2023	3,750,000	\$770.69	14.82%	10/23/2023	1130/2023
Tax Year 2022	1445340010001	Travis Partners Capital LLC	1,000,000	\$1,181.00	101-22-005521	10/6/2023	762,000	\$281.08	23.80%	25.25(b)	1130/2023
Tax Year 2022	0192240000001	Strings Prop LLC	5,152,753	\$6,085.40	2022-50936	11/3/2023	4,000,000	\$1,361.40	22.37%	11/15/2023	
Tax Year 2022	0250250000009	TV Prop LLC	317,374	\$374.82	2022-50936	11/3/2023	300,000	\$2.52	0.67%	11/15/2023	
Tax Year 2022	0250280000004	Ben Wah Prop LLC	872,258	\$1,030.14	2022-50936	11/3/2023	\$25,000	\$55.82	5.42%	11/15/2023	
Tax Year 2022	0152380000002	2100 Milam LLC	1,139,338	\$1,345.56	2022-51085	11/3/2023	990,000	\$176.37	13.11%	11/15/2023	
Tax Year 2022	0021350000001	2000 Crawford Property LLC	10,807,587	\$5,962.63	2022-67508	11/3/2023	10,144,000	\$783.70	13.14%	11/15/2023	
Tax Year 2022	0191430000007	3100 Fannin Realty LTD	771,575		2022-60167						
			1,397,194.542				1,249,437.355				

Unsettled

Tax Year 2022	0220560000003	Smith Harry Leonard	1,694,000	\$1,600.49	2021-48293						
Tax Year 2022	0220560000013	Smith Harry Leonard	181,225	\$171.22	2021-48293						
Tax Year 2022	0191900000006	Cohen Jay H	926,400		2022-27072						
Tax Year 2022	0022630020001	H Midtown LP	44,788,659	\$52,895.41	2022-48037						
Tax Year 2022	0190370000009	2300 Fannin LTD	3,428,969	\$4,049.61	2022-50897						
Tax Year 2022	0190400000001	2300 Fannin LTD	1,446,779	\$1,688.55	2022-50897						
Tax Year 2022	0190400000003	2300 Fannin LTD	2,212,122	\$2,652.57	2022-50897						
Tax Year 2022	0132700010001	2900 Milam Partners LTD	41,869,626	\$49,447.03	2022-51506						
Tax Year 2022	1226500010001	MRI Midtown LTD	23,360,810	\$27,589.42	2022-51509						
Tax Year 2022	1226500020001	Carolyn F Jackson Family Partnership LTD	3,317,500	\$3,918.02	2022-51509						
Tax Year 2022	1387230010001	Pearl Residences at Midtown Owner LLC	60,990,720	\$72,030.04	2022-51519						
Tax Year 2022	1387230020001	Pearl Marketplace at Midtown Owner LLC	2,051,757	\$2,711.54	2022-51519						
Tax Year 2022	0132700040001	Pearl Midtown LTD	10,060,182	\$35,501.07	2022-51520						
Tax Year 2022	1217650010001	Randalls Properties Inc	1,007,790	\$1,819.20	2022-52629						
Tax Year 2022	1262200010001	Basile Houston LLC	6,800,740	\$8,064.75	2022-56578						
Tax Year 2022	1258310010001	Midtown Scouts Square Property LP	4,445,027	\$5,250.29	2022-57493						
Tax Year 2022	0191440000005	3100 Fannin Purchase Company LLC	1,179,845	\$1,393.40	2022-60167						
Tax Year 2022	0191460000014	3100 Fannin Realty LTD	4,724,805	\$5,579.99	2022-60167						
Tax Year 2022	0021780000001	Aim Marketing Services LLC	2,681,804	\$3,167.21	2022-61482						
Tax Year 2022	1331360010001	Travis Street Plaza LP	5,997,229	\$7,082.73	2022-62537						
Tax Year 2022	0190350000001	2505 Fannin LTD	642,120	\$758.34	2022-64843						
Tax Year 2022	0190350000005	2505 Fannin LTD	1,147,500	\$1,355.20	2022-64843						
Tax Year 2022	0190350000006	2505 Fannin LTD	4,390,293	\$5,184.94	2022-64843						
Tax Year 2022	0130720000001	San Jacinto Apartments LLC	2,027,547	\$2,394.53	2022-65419						
Tax Year 2022	1282740010001	TAG TBD LLC	4,791,973	\$5,659.32	2022-65874						
Tax Year 2022	0060610000001	Copesetic Holdings LTD	2,128,005	\$2,513.17	2022-66252						
Tax Year 2022	0250100000001	Cloudbreak Houston LLC	4,421,246	\$5,221.49	2022-66386						
Tax Year 2022	0190900000005	TND Investments LLC Inc	1,348,470	\$1,242.56	2022-68385						
Tax Year 2022	0190330000004	Roesch Sonja	1,240,839	\$1,242.56	2022-70202						
Tax Year 2022	0330080000009	Macey Louis & Trustee	1,314,458	\$1,552.37	2022-73045						
Tax Year 2022	0191910000004	Leen Salam Inc	1,046,964	\$1,236.46	2022-73796						
Tax Year 2022	0130770000011	WWBD LP	2,128,185	\$2,513.39	2022-80631						
Tax Year 2022	0130760120011	Current Owner	256,000	\$302.34	2022-01543						
Tax Year 2022	Total	Unsettled Accounts, original value	3,053,136,843								

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Tax Year 2022	Total	Unsettled Accounts, number of accounts	167								

Tax Year 2023

Settled

Tax Year 2023	0191460000007	H T Investment Corporation	2,367,330	\$0.00	101-23-000636	10/26/2023	2,010,000	Amount Due	0.00%	25.25(b)	
Tax Year 2023	1290830010001	Ox Midtown LLC	4,001,326	\$0.00	101-23-000920	10/26/2023	3,525,000	Amount Due	0.00%	25.25(b)	
Tax Year 2023	1500760010001	606 Dennis LLC	4,337,096	\$0.00	101-23-000921	10/26/2023	3,525,000	Amount Due	0.00%	25.25(b)	
Tax Year 2023	0190390000007	Ox Midtown LLC	1,098,371	\$0.00	101-23-000952	10/26/2023	975,000	Amount Due	0.00%	25.25(b)	
Tax Year 2023	1448440010001	Fred & Soody Sharifi Partnership LT	3,713,867	\$0.00	101-23-001445	10/26/2023	2,540,352	Amount Due	0.00%	25.25(b)	
Tax Year 2023	0250330000001	Travis Street Corner LLC	1,816,360		101-23-001807					25.25(b)	
Tax Year 2023	0250330000007	Travis Street Corner LLC	531,834		101-23-001807					25.25(b)	
Tax Year 2023	0250330000013	Travis Street Corner LLC	636,206		101-23-001807					25.25(b)	
Tax Year 2023	1380850010001	A & M Autohaus	2,577,021		101-23-001843					25.25(b)	
Tax Year 2023	1398890010001	Waugh Sarah	643,527		101-23-00274					25.25(b)	
			21,722,938				12,575,352				
			10								

Unsettled

Tax Year 2023	0081910000001	2303 MT LLC	3,764,298		101-23-002544					25.25(b)	
Tax Year 2023	1386370010001	Atna At McGowen LLC	1,624,935		101-23-002853					25.25(b)	
Tax Year 2023	1385670010001	Smith Howard F III Howard Smith Company	4,158,233		101-23-003003					25.25(b)	
Tax Year 2023	0190280000007	Dennis Austin LLC	496,722		101-23-003190					25.25(b)	
Tax Year 2023	1215900010010	Dechant Stephen C	603,350		101-23-003381					25.25(b)	
Tax Year 2023	0190390000005	2415 Main LLC	1,700,449		101-23-003869					25.25(b)	
Tax Year 2023	0250230000009	401 Richmond LLC	1,842,504		101-23-004014					25.25(b)	
Tax Year 2023	0190170000004	ND Interests LLC	406,250		101-23-004084					25.25(b)	
Tax Year 2023	0021420000003	We 66 Midtown LLC	1,553,505		101-23-004370					25.25(b)	
Tax Year 2023	0190850000012	2808 Caroline LLC	4,880,000		101-23-004375					25.25(b)	
Tax Year 2023	0152370000001	Smith St Office LLC	3,283,161		101-23-004385					25.25(b)	
Tax Year 2023	0250280000005	Alabama Center LLC	2,252,322		101-23-004730					25.25(b)	
Tax Year 2023	0250230000005	401 Richmond LLC	1,430,510		101-23-004890					25.25(b)	
Tax Year 2023	0220560000003	Smith Harry Leonard	1,863,400		101-23-005107					25.25(b)	
Tax Year 2023	0021700000009	1701 Webster Ltd	2,200,528		101-23-005349					25.25(b)	
Tax Year 2023	0021520000014	1701 Webster Ltd	1,701,947		101-23-005365					25.25(b)	
Tax Year 2023	0021510000007	Webster-Chenevert Ltd	3,262,538		101-23-005366					25.25(b)	
Tax Year 2023	0130800000004	3902 Austin LLC	498,778	\$589.06	101-23-005560					25.25(b)	
Tax Year 2023	0250010210014	4411 Fannin LLC	370,685		101-23-005594					25.25(b)	
Tax Year 2023	0250010210005	4411 Fannin LLC	714,000		101-23-005600					25.25(b)	
Tax Year 2023	1387260030013	Nguyen Vincent	368,500		101-23-005975					25.25(b)	
Tax Year 2023	1378490010001	Graeter Properties LLC	1,384,038		101-23-006341					25.25(b)	
Tax Year 2023	1224910010001	Nova Terranova LLC	1,875,760		101-23-006565					25.25(b)	
Tax Year 2023	0250010210002	4400 San Jacinto LLC	1,525,155		101-23-006568					25.25(b)	
Tax Year 2023	1204350010001	Car Spa Midtown I LP	4,684,016		101-23-007651					25.25(b)	
Tax Year 2023	0250320000001	H & T Investments Corp	646,624		101-23-008073					25.25(b)	
Tax Year 2023	0250320000006	H T Investment Corp	574,720		101-23-008073					25.25(b)	
Tax Year 2023	0250320000010	H & T Investments Corp	302,103		101-23-008073					25.25(b)	
Tax Year 2023	0191430000010	Cynthias Properties LP	380,333		101-23-008212					25.25(b)	

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Tax Year 2023	1217650010001	Randalls Properties Inc	10,825,950		2023-40731						
Tax Year 2023	1282740010001	Tag TBD LLC	4,796,789		2023-41982						
Tax Year 2023	1192590010003	Sherman Way Midtown Property LLC Et Al	47,978,196		2023-42150						
Tax Year 2023	1386330010001	Caydon Houston Property LP	117,462,672		2023-45156						
Tax Year 2023	1266470010001	Brooklyn McGowen LLC	5,738,093		2023-48504						
Tax Year 2023	0190860000001	2515 Caroline LTD	1,575,000		2023-48584						
Tax Year 2023	1390260010001	4600 Main Street Housting LP	1,698,125		2023-49900						
Tax Year 2023	1211120010001	Ventana at Midtown 2021 LLC	56,789,589		2023-50419						
Tax Year 2023	0132380000001	Texas SFI Partnership 65 Ltd Etal	7,612,644		2023-50543						
Tax Year 2023	0191470000003	First Interstate Bk TX N A	890,411		2023-50619						
Tax Year 2023	1281320010001	Sky Land Lodge Tract LLC	4,825,229		2023-50619						
Tax Year 2023	1287780010001	VTT Polaris Properties LLC	3,531,409		2023-50619						
Tax Year 2023	1226500010001	MRI Midtown LTD	26,294,658		2023-51843						
Tax Year 2023	1226500020001	Carolyn F Jackson Family Partnership	3,476,095		2023-51843						
Tax Year 2023	0250210000001	4510 S Main LLC	5,759,248		2023-52243						
Tax Year 2023	1362780010001	Pearl Rosemont LLC	75,554,397		2023-52639						
Tax Year 2023	0132700040001	Pearl Midtown Ltd	32,239,636		2023-52649						
Tax Year 2023	0132700010001	2900 Milam Partners Ltd	44,287,212		2023-52711						
Tax Year 2023	0132700030001	McGowen Brazos Venture LTD	18,117,057		2023-53143						
Tax Year 2023	0330340010001	McGowen Brazos Venture LTD	37,200,111		2023-53143						
Tax Year 2023	1363360010001	McGowen Brazos Venture LTD	4,419,062		2023-53143						
Tax Year 2023	0152380000001	Boyd Linda C	1,346,621		2023-53377						
Tax Year 2023	0191440000005	3100 Fannin Purchase Company LLC	1,226,688		2023-53578						
Tax Year 2023	0191460000014	3100 Fannin Realty Ltd	4,228,207		2023-53578						
Tax Year 2023	1373900010001	3300 Main Project Owner LP	1,013,156,361		2023-53639						
Tax Year 2023	1387230010001	Pearl Residences at Midtown Owners LLC	8,742,161		2023-53693						
Tax Year 2023	0190370000009	2300 Fannin Ltd	2,114,402		2023-53892						
Tax Year 2023	0190400000001	2300 Fannin Ltd	1,452,271		2023-53892						
Tax Year 2023	0190400000003	2300 Fannin Ltd	2,281,194		2023-53892						
Tax Year 2023	1234150000001	VR Calais Holdings Limited Partners	79,205,174		2023-54044						
Tax Year 2023	0021380000013	Shepherd W M	330,000		2023-54322						
Tax Year 2023	0021390000001	Cars DB4 LP	1,155,705		2023-54322						
Tax Year 2023	0021390000011	Cars DB4 LP	361,505		2023-54322						
Tax Year 2023	0021560000001	Duke Street Partners Ltd	3,631,775		2023-54322						
Tax Year 2023	0021560000007	Thomas Clayton O	1,336,000		2023-54322						
Tax Year 2023	0021750000006	Cars DB4 LP	920,000		2023-54322						
Tax Year 2023	0021750000008	Group 1 Realty Inc	330,000		2023-54322						
Tax Year 2023	0021750000016	Group 1 Realty Inc	745,000		2023-54322						
Tax Year 2023	0021750000017	Group 1 Realty Inc	230,500		2023-54322						
Tax Year 2023	0021760000001	Golconda Venture	2,676,250		2023-54322						
Tax Year 2023	1224190010001	Group 1 Realty Inc	4,062,500		2023-54322						
Tax Year 2023	1297010010001	Cars DB4 LP	1,738,185		2023-54322						
Tax Year 2023	1303900010001	Group 1 Realty Inc	3,996,850		2023-54322						
Tax Year 2023	1303900020001	Group 1 Realty Inc	2,067,306		2023-54322						
Tax Year 2023	1350820010001	Group 1 Realty Inc	3,136,562		2023-54322						
Tax Year 2023	1356990010001	Ellis Carolyn Rosenstock	7,477,330		2023-54322						
Tax Year 2023	1300540010001	Central Bank	5,963,965		2023-54378						

Midtown Management District
Lawsuit and Arbitration Status Detail as of 11/03/2023

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Tax Year	CAD Account No.	Owner Name	ARB Hearing Value	Assessment Collected	Cause Number	Date Received from HCAD	Settled Value	Reduction in Assessment	% Reduction in Assessment	Date Designation Form Sent	Date Refund Notice Sent to Bkpr
Tax Year 2023	0192240000001	Strings Prop LLC	5,272,136		2023-54426						
Tax Year 2023	0060600000003	Hy Travis LLC	1,526,300		2023-55366						
Tax Year 2023	0060610000008	Hy Travis LLC	4,169,058		2023-55366						
Tax Year 2023	0190350000001	2505 Fannin Ltd	641,603		2023-55480						
Tax Year 2023	0190350000005	2505 Fannin Ltd	1,147,500		2023-55480						
Tax Year 2023	0190350000006	2505 Fannin Ltd	2,472,627		2023-55480						
Tax Year 2023	1355840010001	Mid-Main Properties LP	66,958,802		2023-55523						
Tax Year 2023	0132590000003	Levan Real Estate Lp	5,071,996		2023-55613						
Tax Year 2023	0132650000001	Levan Group I LP	6,450,450		2023-56613						
Tax Year 2023	0332560050015	Excelsior Land Co Inc	1,647,890		2023-55956						
Tax Year 2023	1502790010001	William Marsh Rice University	80,213,406		2023-56011						
Tax Year 2023	0021600000001	William Marsh Rice Univ	3,279,616		2023-56015						
Tax Year 2023	0190890000003	Bap 2800 LLC	2,048,741		2023-57459						
Tax Year 2023	1274570010001	2009 CPT Community Owner LLC	37,879,043		2023-57913						
Tax Year 2023	0132600010001	3201 Louisiana LLC	25,302,075		2023-57914						
Tax Year 2023	1251930010001	E & I Investments Inc	1,965,047		2023-58058						
Tax Year 2023	0191390000005	Boniuk Interests Ltd	1,666,282		2023-59188						
Tax Year 2023	0212570000001	Camden Property Trust	62,721,892		2023-59396						
Tax Year 2023	1349300000001	2800 Main LLC	80,205,546		2023-59423						
Tax Year 2023	1306940010001	CPT Community Owner LLC	51,258,527		2023-59500						
Tax Year 2023	1315810010001	Niazi Family Investments Ltd	1,542,540		2023-59645						
Tax Year 2023	1380960010001	Bassak Investments LLC	1,522,600		2023-59799						
Tax Year 2023	0060610000001	Copesetic Holdings Ltd	2,228,000		2023-59802						
Tax Year 2023	0130720000001	San Jacinto Apartments LLC	2,145,536		2023-60016						
Tax Year 2023	0152330000002	Post Midtown Square Lp	8,133,300		2023-60237						
Tax Year 2023	1310080010001	Post Midtown Square Lp	35,000,000		2023-60237						
Tax Year 2023	0130770000011	WWBD LP	189,979		2023-60533						
Tax Year 2023	1246630010001	Davita Rent Dept	2,205,400		2023-60809						
Tax Year 2023	1243870010001	Vivo Ltd & Keenan Ltd	6,294,634		2023-61561						
Tax Year 2023	1262200010001	Basile Houston LLC	6,923,511		2023-61583						
Tax Year 2023	0022630020001	H Midtown Lp	49,713,045		2023-61589						
Tax Year 2023	0190220000019	PS LPT Properties Investors	8,509,936		2023-62136						
Tax Year 2023	1258310010001	Midtown Scouts Square Property LP	5,129,785		2023-63178						
Tax Year 2023	0191870000003	Bagby 3208 Austin LLC	1,353,804		2023-63213						
Tax Year 2023	0190730000001	WWBD LP	4,936,278		2023-64328						
Tax Year 2023	0250250000001	Boniuk Interests Ltd	3,598,677		2023-64924						
Tax Year 2023	0190330000004	Roesch Sonja	1,305,073		2023-65054						
Tax Year 2023	1200170010008	Kozadinos Interest Ltd	2,847,973		2023-65163						
Tax Year 2023	0330110000008	2416 Brazos LLC	1,370,117	\$1,618.11	2023-65463						
Tax Year 2023	1393240010001	2416 Brazos LLC	5,164,393	\$6,099.15	2023-65476						
Tax Year 2023	1210050010004	408 Hadley LLC	519,021	\$612.96	2023-65518						
Tax Year 2023	0190290000005	QS Austin LLC	1,097,457		2023-65997						
Tax Year 2023	1206550010001	Wichita Enterprises Inc	2,234,951		2023-67445						
Tax Year 2023	1387230020001	Pearl Marketplace at Midtown Owner LLC	23,858,040		2023-68120						
Tax Year 2023	0021780000001	Aim Marketing Services LLC	2,710,854		2023-68784						
Tax Year 2023	0190900000001	Bap 2800 LLC	939,500		2023-68907						
Tax Year 2023	1372850010001	Caroline St Realty Inc	3,695,525		2023-69100						

**Midtown Management District
Lawsuit and Arbitration Status Detail as of 11/03/2023**

Jur 953

Tax Year	CAD Account No.	Owner Name	ARB Hearing Value	Assessment Collected	Cause Number	Date Received from HCAD	Settled Value	Reduction in Assessment	% Reduction in Assessment	Date Designation Form Sent	Date Refund Notice Sent to Bkpr
Tax Year 2023	0250100000001	Cloudbreak Houston LLC	4,077.919		2023-70600						
Tax Year 2023	0250200000004	Cloudbreak Houston LLC	1,887.300		2023-70600						
Tax Year 2023	1331360010001	Travis Street Plaza LP	6,560.231		2023-70600						
Tax Year 2023	0330080000009	Macey Louis & Trustee	1,342.403		2023-70692						
Tax Year 2023	0191460000005	Niazi Family Investments Ltd	1,581.285		2023-71056						
Tax Year 2023	1239430010001	Niazi Family Investments Ltd	1,452.433		2023-71059						
Tax Year 2023	0250180000006	15 21 Japhet Realty Ltd	1,295.625		2023-71198						
Tax Year 2023	1221910010001	Trea SP IV Houston TX LLC	11,891.355		2023-71688						
Tax Year 2023	0130800000005	Lynx Lane Terraces	762.927		2023-72004						
Tax Year 2023	0130800000010	Lynx Lane Caroline LLC	457.417		2023-72004						
Tax Year 2023	0132640000004	Tehuacana Partners Ltd	3,782.550		2023-72264						
Tax Year 2023	Total	Unsettled Accounts, original value	1,718,333,938								
Tax Year 2023	Total	Unsettled Accounts, number of accounts	147								

Cumulative

Settled		Cumulative		Grand Total	
Cumulative	Grand Total	Settled Accounts, original value	8,960,478,406		8,101,814,938
Cumulative	Grand Total	Settled Accounts, number of accounts	1,338		

Unsettled

Cumulative	Grand Total	Unsettled Accounts, original value	7,754,699,255
Cumulative	Grand Total	Unsettled Accounts, number of accounts	45

Color Legend

Light Gray	Settled previously
Yellow	Settled as of this report
White	Unsettled
Pink	Unsettled and new since previous report

Abbreviations

NA	Not applicable
x	Previous to implementation of Designation Form
DELQ	Refund was not issued -- Reduction in assessment was applied to the account, and account still has a balance due.
PAID	Refund was not issued -- Reduction in assessment was applied to the account, and account is now paid in full.
NYB	Not yet billed
25.25b	Settled under Tax Code 25.25b; refund processed



November 30, 2023

Board of Directors
Midtown Management District
410 Pierce, Suite 355
Houston, Texas 77002


Re: Investment Report – Quarter Ending September 30, 2023

Dear Board of Directors:

In my capacity as Investment Officer and in compliance with Article III, Section 3.03 and Article IV, Section 4.05 of the Investment Policy of the District, please find attached the 3rd Quarter Fiscal Year 2023 Investment Report.

These reports reflect compliance of the Investment Policies of the District, and in accordance with the Investment provisions of the Public Funds Investment Act. The enclosed report is presented to the Board of Directors for review and approval.

Kindest regards,

DocuSigned by:

2803B603562A47D...

Matt Thibodeaux
Executive Director

CC: Carr, Riggs & Ingram (CRI)



November 30, 2023

Board of Directors
Matt Thibodeaux, Executive Director
Midtown Management District
410 Pierce Street, Suite 355
Houston, Texas 77002

Re: Investment Report – Quarter Ending September 30, 2023

Dear Board of Directors:

I have prepared the Quarterly Investment Report for the 3rd Quarter FY2023 in my capacity as Midtown District CPA. This report is presented in accordance with Article III, Section 3.03 and Article IV, Section 4.06 of the Investment Policy of the District.

The average yield rate on all accounts this quarter is 1.7909%. The amount of interest earned for the quarter was \$ 46,601. The report reflects the compliance of your investment portfolio with the Investment Policies of the District and is in accordance with the Investment provisions of the Public Funds Investment Act.

This report is presented to the Board of Directors for review and approval.

Respectfully,

Melissa Morton, CPA
Midtown District CPA

CC: Carr, Riggs & Ingram (CRI)



**MIDTOWN MANAGEMENT DISTRICT
INVESTMENT REPORT
QUARTER ENDED SEPTEMBER 2023**

ACCOUNT NAME/FUND	PURCHASE DATE	MATURITY DATE	QTR BEGINNING BOOK/MARKET VALUE	TRANSACTIONS		INCOME (JUL - SEPT)			INCOME YTD	ENDING BOOK VALUE	ENDING MARKET VALUE	YIELD RATE
				DEPOSITS	WITHDRAWALS	INTEREST	ASSESSMENT	OTHER				
CHASE BANK												
Chase - Checking (Operating)			11,422.70	-	-	-	-	-	-	11,422.70	11,422.70	
Chase - Saving			13,528.76	0.33	-	0.33	-	-	3.28	13,529.09	13,529.09	0.8500%
IBC												
IBC - Saving			6,223.12	73.75	-	12.11	-	-	216.14	6,296.87	6,296.87	0.2000%
IBC - CD	03/24/15	10/02/23	125,000.00	-	-	-	-	-	-	125,000.00	125,000.00	
EASTWEST BANK												
EastWest Bank - Money Market			85,019.79	9.64	-	9.64	-	-	28.61	85,029.43	85,029.43	0.0467%
EastWest Bank - Business Saving			1,066.82	0.13	-	0.13	-	-	0.40	1,066.95	1,066.95	0.0500%
CENTRAL BANK												
Central Bank - Money Market			61,115.07	305.49	15.00	305.49	-	-	889.91	61,405.56	61,405.56	1.9800%
WELLS FARGO												
Wells Fargo - Checking			8,600.79	612,979.43	432,815.12	612.63	-	-	2,980,353.94	188,764.80	188,764.80	1.0667%
Wells Fargo - Savings			21,830.32	58.26	0.00	58.26	-	-	135.16	21,888.58	21,888.58	1.0667%
TexSTAR Investment Pool												
TexSTAR Investment Pool	Various	N/A	6,087.12	83.72	-	80.84	-	-	218.52	6,170.84	6,170.84	5.4291%
LOGIC Investment Pool												
LOGIC Investment Pool	09/01/16	N/A	3,592,668.57	45,521.55	397,406.16	45,521.55	-	-	115,662.24	3,240,783.96	3,240,783.96	5.4291%
TOTAL INVESTMENTS			3,932,563.06	659,032.30	830,236.58	46,600.98	-	-	3,097,508.20	3,761,358.78	3,761,358.78	

CERTIFICATE FOR RESOLUTION

THE STATE OF TEXAS §
 §
COUNTY OF HARRIS §

I, the undersigned officer of the Board of Directors of Midtown Management District, hereby certify as follows:

1. The Board of Directors of the Midtown Management District convened in regular session on the 6th day of December 2023, and the roll was called of the duly constituted officers and members of the Board to-wit:

Pos. 1	Darcy John Lefsrud	Pos. 10	Dan Arguijo
Pos. 2	Gloria Haney	Pos. 11	Debbie Tyler Dillard
Pos. 3	Vacant	Pos. 12	Muddassir Siddiqi
Pos. 4	James Llamas	Pos. 13	Marylene Chan
Pos. 5	Ryan M. LeVasseur	Pos. 14	Christopher Johnston
Pos. 6	Maggie Segrich	Pos. 15	Jeanette Criglar
Pos. 7	Desmond Bertrand-Pitts	Pos. 16	Kelly A. Young
Pos. 8	Lewis Goldstein	Pos. 17	Vacant
Pos. 9	J. Allen Douglas		

and all of said persons were present, except Directors _____, thus constituting a quorum. Whereupon, among other business, the following was transacted at the meeting: a written

**RESOLUTION REGARDING ANNUAL REVIEW
OF SECOND AMENDED AND RESTATED INVESTMENT POLICY
AND LIST OF AUTHORIZED QUALIFIED BROKERS OF
THE MIDTOWN MANAGEMENT DISTRICT**

was introduced for the consideration of the Board. It was then duly moved and seconded that the resolution be adopted, and, after due discussion, the motion, carrying with it the adoption of the resolution, prevailed and carried unanimously.

2. That a true, full and correct copy of the aforesaid Resolution adopted at the meeting described in the above and foregoing paragraph is attached to and follows this certificate; that the Resolution has been duly recorded in the Board’s minutes of the meeting; that the persons named in the above and foregoing paragraph are the duly chosen, qualified and acting officers and members of the Board as indicated therein; that each of the officers and members of the Board was duly and sufficiently notified officially and personally, in advance, of the time, place and purpose of the aforesaid meeting, and that the Resolution would be introduced and considered for adoption at the meeting, and each of the officers and members consented, in advance, to the holding of the meeting for such purpose; that the meeting was open to the public as required by law; and that public notice of the time, place and subject of the meeting was given as required by Chapter 551, Texas Government Code.

SIGNED AND SEALED the 6th day of December, 2023.

Secretary, Board of Directors

(SEAL)

DRAFT

**RESOLUTION REGARDING ANNUAL REVIEW
OF SECOND AMENDED AND RESTATED INVESTMENT POLICY AND LIST OF
AUTHORIZED QUALIFIED BROKERS OF
THE MIDTOWN MANAGEMENT DISTRICT**

WHEREAS, the Midtown Management District (the "District") is a municipal management district created by the 76th Texas Legislature pursuant to H.B. 2894 (the "Special Act") and operating pursuant to and under the authority of Chapter 3809, Special District Local Laws Code and Chapter 375, Texas Local Government Code, as amended.

WHEREAS, the Public Funds Investment Act, Chapter 2256, Texas Government Code, as amended, requires the Board of Directors of the District (the "Board") to, at least annually, review its Investment Policy; and

WHEREAS, the Board has convened on this date at a meeting open to the public to conduct the District's annual review of its Investment Policy pursuant to Section 2256.005, *et seq.*, Texas Government Code, as amended; and

WHEREAS, the Board has also convened on this date to conduct the District's annual review of its list of qualified brokers that are authorized to engage in investment transactions with the District, pursuant to Section 2256.025, Texas Government Code, as amended; and

WHEREAS, for purposes of the District's participation in the Local Government Investment Cooperative ("LOGIC") and the TexSTAR Short Term Asset Reserve Fund ("TexSTAR") investment pools, the Board desires to confirm that, in accordance with the provisions of Section 3.04 of the Second Amended Investment Policy, with regard to the District's investment accounts held with LOGIC and TexSTAR (collectively, the "District's TexSTAR and LOGIC Accounts"), the District's accountant is designated as an "Authorized Representative" of the District's with full power to take all actions associated with the District's TexSTAR and LOGIC Accounts;

WHEREAS, the District has determined not to amend its Second Amended and Restated Investment Policy, adopted on December 6, 2017; and

WHEREAS, the District's Second Amended and Restated Investment Policy has attached thereto as **Exhibit A**, a list of qualified broker/dealers that are authorized to engage in investment transactions with the District; and

WHEREAS, on December 2, 2020, the Board voted to replace such **Exhibit A**, with **Exhibit A-III**, which contained a revised list of qualified brokers that were authorized to engage in investment transactions with the District; and

WHEREAS, on December 7, 2022, the Board voted to replace such **Exhibit A-III**, with **Exhibit A-IV**, which contained a revised list of qualified brokers that were authorized to engage in investment transactions with the District; and

WHEREAS, the Board now desires to replace such **Exhibit A-IV** with **Exhibit A-V**, attached hereto which contains a revised list of qualified brokers that are authorized to engage in investment transactions with the District.

Now Therefore,

BE IT RESOLVED BY THE BOARD OF DIRECTORS OF MIDTOWN MANAGEMENT DISTRICT THAT:

Section 1. The Board hereby conducted the annual review of the District's Second Amended and Restated Investment Policy, adopted on December 6, 2017, (a copy of which is attached hereto as **Exhibit I**) and confirms that such investment policy shall remain in effect until modified by action of the Board.

Section 2. The Board hereby adopts the amended list of qualified brokers, originally attached as **Exhibit A-V** (as amended and replaced by Exhibits A-III and A-IV) to the Second Amended and Restated Investment Policy, (a copy of which is attached hereto as **Exhibit I**), and confirms that same shall be in effect until modified by action of the Board. Further, the Board hereby authorizes and directs that the previous **Exhibit A** (as amended and replaced by Exhibits A-III and A-IV) to the Second Amended and Restated Investment Policy, be hereby replaced with **Exhibit A-V**.

Section 3. The Board hereby confirms that, for purposes of the District's participation in the LOGIC and TexSTAR investment pools, in accordance with the provisions of Section 3.04 of the Second Amended Investment Policy, the District's accountant, Melissa Morton, CPA of The Morton Accounting Services is designated as an "Authorized Representative" of the District with full power to take all actions associated with the District's LOGIC and TexSTAR Accounts including (i) submittal of documents associated with such accounts; (ii) depositing and withdrawing money from such accounts; (iii) agreeing to terms of use for the website for online transactions associated with such accounts; and (iv) taking all other actions deemed necessary or appropriate for the investment of the District's funds.

Section 4. The provisions of this Resolution shall be effective as of the date of adoption and shall remain in effect until modified by action of the Board.

[Signature page follows]

PASSED AND APPROVED this 6^h day of December 2023.

Darcy John Lefsrud
Chair, Board of Directors

ATTEST:

Marylene Chan
Secretary

(SEAL)

DRAFT

EXHIBIT I

**SECOND AMENDED AND RESTATED INVESTMENT POLICY
OF
MIDTOWN MANAGEMENT DISTRICT**

(See Attached)

DRAFT

SECOND AMENDED AND RESTATED INVESTMENT POLICY

This Amended and Restated Investment Policy (this “Policy”) is adopted by the Board of Directors of Midtown Management District (the “District”) pursuant to Chapter 2256 of the Texas Government Code, and is made effective as of the date set forth on the signature page hereof.

ARTICLE I PURPOSE

Section 1.01. Purpose.

This Policy with respect to District investments has been adopted to establish the principles and criteria by which the funds of the District should be invested and secured and to comply with various provisions of Texas law relating to the investment and security of funds of local government corporations (the “Investment Laws”). As of the date of the adoption of this Policy, the following laws are applicable to the investment of the District’s funds: Chapter 2256, Texas Government Code; Chapter 791, Texas Government Code; Chapter 2257, Texas Government Code; and Chapter 404.101 et seq., Texas Government Code. The Investment Laws generally provide the minimum criteria for the authorized investment and security of the District’s funds and require the District to adopt rules to ensure the investment of District funds in accordance with such laws. This Policy will specify the scope of authority of District Officials who are responsible for the investment of District funds.

ARTICLE II DEFINITIONS

Section 2.01. Definitions.

Unless the context requires otherwise, the following terms and phrases used in this Policy shall mean the following:

- (a) “Authorized Collateral” means any means or method of securing the deposit of District funds authorized by Chapter 2257, Texas Government Code.
- (b) “Authorized Investment” means any security which the District is authorized to invest under Chapter 2256, Texas Government Code.
- (c) “Board” means the Board of Directors of the District.
- (d) “Collateral” means any means or method of securing the deposit of District funds under Article IV hereof.
- (e) “Collateral Act” means Chapter 2257, Texas Government Code, as amended from time to time.

(f) “Director” means a person appointed to serve on the Board of Directors of the District.

(g) “District Officials” means the Investment Officer, District Directors, officers, Employees, and persons and business entities engaged in handling the investment of District funds.

(h) “Employee” means any person employed by the District, but does not include independent contractors or professionals hired by the District as outside consultants, such as the District’s accountant, financial advisor or general counsel.

(i) “FDIC” means the Federal Deposit Insurance Corporation or any successor entity.

(j) “Investment Act” means Chapter 2256, Texas Government Code, as amended from time to time.

(k) “Investment Officer(s)” means the Director(s) or Employee(s) of the District (or the employee of an investing entity with whom the District has contracted to invest its funds) appointed from time to time by the Board to invest and reinvest the funds of the District held in its various accounts.

(l) “NCUSIF” means the National Credit Union Share Insurance Fund managed by the National Credit Union Administration, or any successor entity.

ARTICLE III
INVESTMENT OFFICER

Section 3.01. Investment Officer.

From time to time, the District shall appoint one or more of its Directors or Employees to serve as Investment Officer(s) to handle the investment of District funds. The Investment Officer(s) shall be responsible for investing District funds in accordance with this Policy. The Investment Officer(s) shall invest the District’s funds, not for speculation, but for investment, considering the probable safety of capital and the probable income to be derived, with all investment decisions to be governed by the objectives set forth in Section 7.01 hereof.

Section 3.02. Training.

The Investment Officer(s) shall attend training sessions and receive the number of hours of instruction as required by the Investment Act.

Section 3.03. Reporting by the Investment Officer and District Officials.

Not less than quarterly and within a reasonable time after the end of the period reported, the Investment Officer and District Officials shall prepare and submit to the Board a written report of the investment transactions for all funds of the District for the preceding reporting period. The report must (1) describe in detail the investment position of the District on the date

of the report; (2) be prepared jointly by all the Investment Officers of the District, if the District appoints more than one; (3) be signed by all Investment Officers and District Officials who prepare the report; (4) contain a summary statement of each pooled fund group that states the beginning market value for the reporting period, ending market value for the period, and fully accrued interest for the reporting period; (5) state the book value and the market value of each separately invested asset at the beginning and end of the reporting period by the type of asset and fund type invested; (6) state the maturity date of each separately invested asset that has a maturity date; (7) state the District fund for which each individual investment was acquired; and (8) state the compliance of the investment portfolio as it relates to this Policy and the Investment Act.

Section 3.04. Assistance with Certain Duties of the Investment Officer.

The Board hereby authorizes and directs the District's Accountant and any other District Officials requested by the Investment Officer to assist the Investment Officer(s) with any of his/her duties, including but not limited to the following:

1. Presenting a copy of this Policy to any person or business organization seeking to sell an investment to the District and obtaining the necessary written certification from such seller referred to in this section;
2. Handling investment transactions;
3. Preparing and submitting to the Board the written report of all investment transactions for the District as required by this section;
4. Researching investment options and opportunities;
5. Obtaining written depository pledge agreements as required herein;
6. Obtaining safe-keeping receipts from the Texas financial institution which serves as a depository for pledged Collateral; and
7. Reviewing the market value of the District's investments and of the Collateral pledged to secure the District's funds.

ARTICLE IV
PROCEDURES FOR INVESTMENT OF DISTRICT MONIES

Section 4.01. Qualified Broker/Dealers.

The Board hereby adopts the list of broker/dealers attached hereto as **Exhibit A**, as the qualified broker/dealers with whom the District may engage in investment transactions. In addition to annual review and adoption of such list each year pursuant to the adoption of this Policy, the Board may, by written resolution, revise, amend or supplement such list of qualified broker/dealers.

As authorized in the Investment Act, the Board hereby designates the Executive Director of the District and one other member of the Board as the “designated investment committee” (the “Designated Investment Committee”). The Designated Investment Committee shall, at its discretion, approve any successors or assigns of those certain broker/dealers listed in **Exhibit A** hereto.

Section 4.02. Disclosures of Relationships with Entities Offering to Enter into Investment Transactions with the District.

The Investment Officer(s) and the District Officials shall disclose in writing (a) any “personal business relationship” with a business organization offering to engage in an investment transaction with the District and (b) any relationship within the second degree by affinity or consanguinity, as determined by Chapter 573, Texas Government Code, to any individual seeking to sell an investment to the District, as required by the Investment Act. The existence of a “personal business relationship” shall be determined in accordance with the Investment Act. Such disclosure statement shall be filed with the Board and the Texas Ethics Commission.

Section 4.03. Certifications from Sellers of Investments.

The Investment Officer(s) or the District Officials shall present this Policy to any person or business organization offering to engage in an investment transaction with the District and obtain a certificate stating that such potential seller has reviewed the Policy as provided in the Investment Act. This certificate shall be in a form acceptable to the District and shall state that the potential seller has received and reviewed the policy and has acknowledged that the potential seller has implemented reasonable procedures and controls in an effort to preclude investment transactions with the District that are not authorized by this Policy, except to the extent that this authorization is dependent on an analysis of the makeup of the District’s entire portfolio or requires an interpretation of subjective investment standards. Neither the Investment Officer nor the District Officials shall purchase or make any investment from a potential seller that has not delivered to the District this required certification. A form of certificate acceptable to the District is attached hereto as **Exhibit B**.

Section 4.04. Solicitation of Bids for Certificates of Deposit.

Bids for certificates of deposit may be solicited orally, in writing, electronically or in any combination of those methods.

Section 4.05. Settlement Basis.

All purchases of investments, except investment in investment pools or in mutual funds, shall be made on a delivery versus payment basis. The safekeeping entity for all District investments and for all Collateral pledged to secure District funds shall be one approved by the Investment Officer(s).

Section 4.06. Monitoring of the Market Value of Investments and Collateral.

The Investment Officer(s), with the help of such District Officials as needed, shall determine the market value of each investment and of all Collateral pledged to secure deposits of

District funds at least quarterly and at a time as close as practicable to the closing of the reporting period for investments. Such values shall be included on the investment report. The following methods shall be used:

(a) Certificates of deposit shall be valued at their face value plus any accrued but unpaid interest.

(b) Shares in money market mutual funds and investment pools shall be valued at par plus any accrued but unpaid interest.

(c) Other investment securities with a remaining maturity of one year or less may be valued in any of the following ways:

(1) the lower of two bids obtained from securities broker/dealers for such security;

(2) the average of the bid and asked prices for such investment security as published in The Wall Street Journal or The New York Times;

(3) the bid price published by any nationally recognized security pricing service; or

(4) the market value quoted by the seller of the security or the owner of such Collateral.

(d) Other investment securities with a remaining maturity greater than one year shall be valued at the lower of two bids obtained from securities broker/dealers for such security, unless two bids are not available, in which case the securities may be valued in any manner provided in 4.06(c) hereof.

Section 4.07. Monitoring the Rating Changes in Investments.

Consistent with Section 2256.021 of the Investment Act, the Investment Officer shall monitor all investments that require a minimum rating under subchapter A of Chapter 2256, Texas Government Code, as amended, such that any such investment that does not have the minimum rating shall no longer constitute an authorized investment. Such investments that do not have the required minimum rating shall be liquidated within 30 days of the investment's failure to maintain its required minimum rating.

ARTICLE V
PROVISIONS APPLICABLE TO ALL FUNDS

Section 5.01. Provisions Applicable to All Fund Groups.

A. All funds of the District shall be invested only in accordance with this Policy and shall comply with any additional requirements imposed by bond resolutions or trust indentures of the District and applicable state law or federal tax law, including the Investment Laws.

B. The Board, by separate resolution, may provide that the District's Executive Director or Investment Officer may withdraw or transfer funds from and to accounts of the District only in compliance with this Policy.

C. No fund groups shall be pooled for the purposes of investment, e.g. the funds in the Assessment Revenue Fund, each Reserve Fund, and in the Operating Fund shall not be commingled or pooled for purposes of investment.

Section 5.02. Policy of Securing Deposits of District Funds -- Applicable to All Deposited District Funds.

A. The District recognizes that FDIC or NCUSIF (or their respective successors) insurance is available for District funds deposited at any one Texas Financial Institution (including branch banks) only up to a maximum of \$250,000 (including accrued interest) for each of the following: (i) demand deposits, (ii) time and savings deposits, and (iii) deposits made pursuant to an indenture or pursuant to law in order to pay bondholders or noteholders. It is the policy of the District that all deposited funds in each of the District's accounts shall be insured by the FDIC or NCUSIF, or their respective successors, and to the extent the deposit surpasses the FDIC or NCUSIF Deposit Insurance Coverage limit at any given time, shall be secured by Collateral pledged to the extent of the fair market value of the principal amount deposited plus accrued interest as required by the Collateral Act.

B. If it is necessary for the District's depositories to pledge Collateral to secure the District's deposits, (1) the Collateral pledge agreement must be in writing, (2) the Collateral pledge agreement must be approved by the depository's board of directors or loan committee, (3) the depository's approval of the Collateral pledge agreement must be reflected in the minutes of the meeting of the depository's board or loan committee approving same, and (4) the Collateral pledge agreement must be kept in the official records of the depository. The depository must provide the Investment Officer or District Officials with written proof of the depository's approval of the pledge agreement as required herein in a form acceptable to the District. A signed or certified copy of the minutes of the meeting of the depository's board or loan committee reflecting the approval of the Collateral pledge agreement or other written documentation of such approval acceptable to the Investment Officer will be accepted. It is the preference of the Board that all requirements of this section be met prior to the deposit of any District funds in such financial institution when a pledge of Collateral is required; however, the Board recognizes that compliance with this preference might not be practicable due to time constraints for making a deposit. In such event, the Board directs the Investment Officer and District Officials to proceed diligently to have such agreement approved and documented to

assure protection of the District's funds. If the decision is made to forego the protection of a Collateral pledge agreement with any depository, the District's Executive Director shall be responsible for maintaining the balance of deposit(s) in such depository plus any accrued but unpaid interest at or below FDIC or NCUSIF insurance levels.

C. Collateral pledged by a depository shall be held in safekeeping at an independent third-party institution, and the District's administrator or Investment Officer shall obtain safekeeping receipts from the Texas financial institution or the safe-keeping institution that reflect that Collateral as allowed by this Investment Policy and in the amount required was pledged to the District. Principal and accrued interest on deposits in a financial institution shall not exceed the FDIC's or NCUSIF's, or their successor's, insurance limits or the market value of the Collateral pledged as security for the District's deposits. It shall be acceptable for the District's administrator or Investment Officer to periodically receive interest on deposits to be deposited to the credit of the District if needed to keep the amount of the funds under the insurance or Collateral limits. It is the preference of the Board that there be no sharing, splitting or cotenancy of Collateral with other secured parties or entities; however, in the event that a depository cannot accommodate this preference due to the denominations of the securities to be pledged, the Board directs the Investment Officer and District Officials to obtain appropriate protections in the pledge agreement with the depository to assure that the Collateral is liquidated and the funds distributed appropriately to all parties with a security interest in such Collateral. The District's Executive Director or Investment officer shall monitor the pledged Collateral to assure that it is pledged only to the District, review the fair market value of the Collateral to ensure that the District's funds are fully secured, and report periodically to the Investment Officer and the Board regarding the Collateral.

D. The District's funds deposited in any Texas financial institution, to the extent that they are not insured, may be secured by the pledge of any of the following:

1. Surety bonds;
2. An obligation that in the opinion of the Attorney General of the United States is a general obligation of the United States and backed by its full faith and credit;
3. A general or special obligation that is (a) payable from taxes, revenues, or a combination of taxes and revenues **and** (b) issued by a state or political or governmental entity, agency, instrumentality or subdivision of the state, including a municipality, an institution of higher education as defined by Section 61.003, Texas Education Code, a junior college, a district created under Article XVI, Section 59, of the Texas Constitution, and a public hospital;
4. A fixed-rate collateralized mortgage obligation that has an expected weighted average life of 10 years or less and does not constitute a "high-risk mortgage security" under the Collateral Act;
5. A floating-rate collateralized mortgage obligation that does not constitute a "high-risk mortgage security" under the Collateral Act;
6. A letter of credit issued by a federal home loan bank; or

7. A security in which a public entity may invest under the Investment Act. As of the date of this Policy, the following are the securities in which a public entity may invest under the Investment Act and, therefore, may be used as Collateral:

a. Obligations, including letters of credit, of the United States or its agencies and instrumentalities;

b. Direct obligations of the State of Texas or its agencies and instrumentalities;

c. Collateralized mortgage obligations directly issued by a federal agency or instrumentality or the United States, the underlying security for which is guaranteed by an agency or instrumentality of the United States;

d. Other obligations, the principal and interest of which are unconditionally guaranteed or insured by or backed by the full faith and credit of the United States or the State of Texas or their respective agencies and instrumentalities, including obligations that are fully guaranteed or insured by the FDIC, NCUSIF or by the explicit full faith and credit of the United States;

e. Obligations of states, agencies, counties, cities, and other political subdivisions of any state rated as to investment quality by a nationally recognized investment rating firm not less than A or its equivalent;

f. Certificates of deposit issued by a depository institution that has its main office or a branch office in the State of Texas that are (i) guaranteed by the FDIC or its successor or the NCUSIF or its successor, (ii) secured by the obligations in which the District may invest under the Investment Act, or (iii) secured in any other manner and amount provided by law for deposits of the District;

g. Certificates of deposit made in accordance with the following conditions: (i) a broker that has its main office or a branch office in this state and is selected from a list adopted by the District; (ii) the funds are invested by the District through a depository institution that has its main office or a branch office in the State of Texas and that is selected by the District; (iii) the broker or the depository institution selected by the District under clause (i) arranges for the deposit of the funds in certificates of deposit in one or more federally insured depository institutions, wherever located, for the account of the District; (iv) the full amount of the principal and accrued interest of each of the certificates of deposit is insured by the United States or an instrumentality of the United States; and (v) the depository institution selected by the District under clause (ii), an entity described by Section 2257.041(d), or a clearing broker dealer registered with the Securities and Exchange Commission and operating pursuant to Security and Exchange Commission Rule 15c3-3 (17 C.F.R. Section 240.15c3-3) acts as custodian for the District with respect to the certificates of deposit issued for the account of the District;

- h. Repurchase agreements that comply with the Investment Act;
- i. Bankers' acceptances that comply with the Investment Act;
- j. Commercial paper that complies with the Investment Act;
- k. No-load money market mutual funds that comply with the Investment Act;
- l. No-load mutual funds that comply with the Investment Act; and
- m. Guaranteed investment contracts that comply with the Investment Act.

E. Notwithstanding anything to the contrary provided above, the following may not be used as Collateral and are not authorized as investments for the District under the Investment Act:

- a. Obligations whose payment represents the coupon payments on the outstanding principal balance of the underlying mortgage-backed security collateral and pays no principal;
- b. Obligations whose payment represents the principal stream of cash flow from the underlying mortgage-backed security collateral and bears no interest;
- c. Collateralized mortgage obligations that have a final stated maturity date of greater than 10 years other than those listed in Section 5.02.D.4 and 5.02.D.5 above, or
- d. Collateralized mortgage obligations the interest rate of which is determined by an index that adjusts opposite to the changes in a market index.

Section 5.03. Diversification.

The Investment Officer may invest up to 100% of the funds of the District in any investment instrument authorized in this Policy.

ARTICLE VI
AUTHORIZED INVESTMENTS

Section 6.01. Authorized Investments.

Unless specifically prohibited by law or elsewhere by this Policy, District monies in any of its fund groups may be invested and reinvested only in investments under the Investment Act:

- 1. Obligations, including letters of credit, of the United States or its agencies and instrumentalities, including the Federal Home Loan Banks;

2. Direct obligations of the State of Texas or its agencies and instrumentalities;

3. Collateralized mortgage obligations directly issued by a federal agency or instrumentality of the United States, the underlying security for which is guaranteed by an agency or instrumentality of the United States;

4. Other obligations, the principal and interest of which are unconditionally guaranteed or insured by or backed by the full faith and credit of the State of Texas or the United States or their respective agencies and instrumentalities;

5. Obligations of states, agencies, counties, cities, and other political subdivisions of any state rated as to investment quality by a nationally recognized investment rating firm not less than A or its equivalent;

6. Bonds issued, assumed, or guaranteed by the State of Israel;

7. Interest-bearing banking deposits that are guaranteed or insured by:

a. The Federal Deposit Insurance Corporation or its successor; or

b. The National Credit Union Share Insurance Fund or its successor;

8. Interest-bearing banking deposits other than those described by Subsection 7 if:

a. The funds invested in the banking deposits are invested through (i) a broker with a main office or branch in this state and is selected from a list adopted by the District, or (ii) a depository institution with a main office or branch office in this state that the District selects;

b. The broker or depository institution selected as described by Subsection (a) arranges for the deposit of the funds in the banking deposits in one or more federally insured depository institutions, regardless of where located, for the District's account;

c. The full amount of the principal and accrued interest of the banking deposits is insured by the United States or an instrumentality of the United States; and

d. The District appoints as the District's custodian of the banking deposits issued for the District's account: (i) the depository institution selected as described by Subsection (1); (ii) an entity described by Section 2257.041(d) of the Texas Government Code, as amended; or (iii) a clearing broker dealer registered with the Securities and Exchange Commission and operating under Securities and Exchange Commission Rule 15c3-03.

9. Certificates of deposit issued by a depository institution that has its main or a branch office in the State of Texas and that are (i) guaranteed by the FDIC or its successor or the NCUSIF or its successor, (ii) secured by the obligations in which the District may invest under the Investment Act, or (iii) secured in any other manner and amount provided by law for deposits of the District;

10. Certificates of deposit made in accordance with the following conditions: (i) a broker that has its main office or a branch office in this state and is selected from a list adopted by the District; (ii) the funds are invested by the District through a depository institution that has its main office or a branch office in the State of Texas and that is selected by the District; (iii) the broker or the depository institution selected by the District under clause (i) arranges for the deposit of the funds in certificates of deposit in one or more federally insured depository institutions, wherever located, for the account of the District; (iv) the full amount of the principal and accrued interest of each of the certificates of deposit is insured by the United States or an instrumentality of the United States; and (v) the depository institution selected by the District under clause (ii), an entity described by Section 2257.041(d), or a clearing broker dealer registered with the Securities and Exchange Commission and operating pursuant to Security and Exchange Commission Rule 15c3-3 (17C.F.R. Section 240.15c3-3) acts as custodian for the District with respect to the certificates of deposit issued for the account of the District;

11. Repurchase agreements that comply with the Investment Act;

12. Bankers' acceptances that comply with the Investment Act;

13. Commercial paper that complies with the Investment Act;

14. No-load money market mutual funds that comply with the Investment Act;
and

15. No-load mutual funds that comply with the Investment Act;

16. Investment Pools which meet the requirements set forth in Section 2256.016 and Section 2256.019 of the Texas Government Code, as amended and which are specifically authorized by a resolution that is approved by the Board; and

17. With respect to bond proceeds, guaranteed investment contracts that comply with the Investment Act.

Section 6.02. Prohibited Investments.

Notwithstanding anything to the contrary stated herein, no funds of the District may be invested in the following or in any other type of investment prohibited by the Investment Act or other applicable law:

1. Obligations whose payment represents the coupon payments on the outstanding principal balance of the underlying mortgage-backed security collateral and pays no principal (IO's);

2. Obligations whose payment represents the principal stream of cash flow from the underlying mortgage-backed security collateral and bears no interest (PO's);

3. Collateralized mortgage obligations that have a stated final maturity date of greater than 10 years; and

4. Collateralized mortgage obligations the interest rate of which are determined by an index that adjusts opposite to the changes in the market index (inverse floaters).

Section 6.03. Investment of Funds Related to District.

Anything in this Policy to the contrary notwithstanding, to the extent that any funds are held by a trustee under a trust indenture relating to the District's debt, such funds may be invested as provided by the resolution authorizing the issuance of the bonds or the related trust indenture.

ARTICLE VII
INVESTMENT STRATEGIES

Section 7.01. Strategy Applicable to All Funds.

The District's general investment strategy for all fund groups shall be to invest such monies from such fund groups so as to accomplish the following objectives, which are listed in the order of importance:

1. Understanding of the suitability of the investment to the financial requirements of the District;
2. Preservation and safety of principal;
3. Liquidity;
4. Marketability of the investment if the need arises to liquidate the investment before maturity;
5. Diversification of the investment portfolio; and
6. Yield.

Section 7.02. Investment Strategy for the Operating Fund.

Funds in the Operating Fund shall be invested to meet the operating and cash flow requirements of the District as determined by the annual operating budget adopted by the Board. Operating funds shall not be invested for longer than three (3) years.

Section 7.03. Investment Strategy for the Assessment Reserve Fund.

Funds in the Assessment Reserve Fund shall be invested to meet the operating and cash flow requirements of the District as determined by the annual operating budget adopted by the Board. Assessment Reserve Funds shall not be invested for longer than three (3) years.

ARTICLE VIII
MISCELLANEOUS

Section 8.01. Annual Review.

The District shall review this Investment Policy at least annually and adopt a resolution confirming the continuance of the Investment Policy without amendment or adopt an Amended Investment Policy.

Section 8.02. Superseding Clause.

This Policy supersedes any prior policies adopted by the Board of Directors regarding investment or securitization of District Funds.

Section 8.03. Open Meeting.

The Board officially finds, determines and declares that this Investment Policy was reviewed, carefully considered, and adopted at a regular meeting of the Board, and that a sufficient written notice of the date, hour, place and subject of this meeting was posted at a place readily accessible and convenient to the public within the boundaries of the District and on a bulletin board located at a place convenient to the public in Harris County, Texas for the time required by law preceding this meeting as required by the Open Meetings Act, Chapter 551, Texas Government Code, and that the meeting had been open to the public as required by law at all times during which this Policy was discussed, considered and acted upon. The Board further ratifies, approves and confirms such written notice and the contents and posting thereof.

Adopted the 6th day of December, 2017.

Reviewed and confirmed on the 5th day of December, 2018.
Reviewed and confirmed on the 4th day of December, 2019.
Reviewed and confirmed on the 2nd day of December, 2020.
Reviewed and confirmed on the 1st day of December, 2021.
Reviewed and confirmed on the 7th day of December, 2022.
Reviewed and confirmed on the 6th day of December, 2023.

Darcy John Lefsrud

Dan Arguijo

Gloria Haney

Debbie Tyler Dillard

Vacant

Muddassar Siddiqi

James Llamas

Marylene Chan

Ryan M. LeVasseur

Christopher Johnston

Maggie Segrich

Jeanette Criglar

Desmond Bertrand-Pitts

Kelly Young

Lewis Goldstein

Vacant

J. Allen Douglas

EXHIBIT A-V

LIST OF AUTHORIZED QUALIFIED BROKERS

1. Amegy Bank National Association
2. American First National Bank
3. Bank of America Corporation
4. Bank of America National Association
5. Bank of Houston
6. Bank of Texas (BOKF, National Association)
7. BBVA Compass Bank
8. Beal Bank, SSB
9. BOKF Financial
10. Capital Bank, N.A.
11. Capital One National Association
12. Capital Markets Groups Inc.
13. Cathay Bank
14. Central Bank
15. Chase Investments Services Corp
16. Chasewood Bank
17. Citibank, National Association
18. City Bank
19. Comerica Bank
20. Commercial State Bank
21. Community Bank of Texas, N.A.
22. CUNA
23. East West Bank
24. Edward Jones Investments
25. Encore Bank National Association
26. Enterprise Bank and Trust Company
27. FirstBank & Trust Company
28. First Bank of Missouri City
29. First Bank of Texas
30. First Community Bank, N.A.
31. First Citizens Bank
32. First-Citizens Bank & Trust Company
33. *Intentionally Deleted*
34. *Intentionally Deleted*
35. First National Bank Texas
36. First National Bank Bastrop
37. Frost Bank
38. Golden Bank, National Association
39. Green Bank National Association
40. Guaranty Bank and Trust
41. Hilltop Securities
42. Houston Community Bank National Association
43. Icon Bank of Texas, National Association
44. Independence Bank National Association
45. Integrity Bank, SSB
46. International Bank of Commerce

47. Invesco National Trust Company
48. JPMorgan Chase Bank
49. J.P. Morgan Securities, LLC
50. Legacy Texas Bank
51. Legg Mason, Inc.
52. Liberty Bank and Trust Company
53. Logic Investment
54. Lone Star Bank
55. Lone Star Investment Pool
56. Masterson Advisors
57. Memorial City Bank
58. Mercantil Commerce Bank, National Association
59. Merchants Bank
60. Metro Bank National Association
61. MidSouth Bank, National Association
62. Moody National Bank
63. Morgan Keegan, Inc.
64. Morgan Stanley
65. NewFirst National Bank
66. Northern Trust, National Association
67. Omnibanc National Association
68. Patriot Bank
69. Plains State Bank
70. PNC Bank, National Association
71. Preferred Bank
72. Prime Way Federal Credit Union
73. Prosperity Bank
74. Regions Bank
75. Security State Bank
76. Southwestern National Bank
77. Spirit of Texas Bank
78. State Bank of Texas
79. Stellar Bank
80. State Street Bank and Trust
81. Texan Bank
82. Texas Capital Bank, National Association
83. Texas Citizens Bank, National Association
84. Texas CLASS Bank
85. Texas First Bank
86. Texas Gulf Bank, National Association
87. Texas State Bank
88. TexPool/TexPool Prime
89. TexSTAR Investment Pool
90. The Bank of River Oaks
91. Trustmark National Bank
92. Tri-Star Financial
93. UBS Financial Services Inc.
94. US Bank National Association
95. Unity National Bank of Houston
96. Vista Bank Texas

97. Wallis State Bank
98. Wells Fargo Advisors, LLC
99. Wells Fargo Bank South Central, National Association
100. Wells Fargo Bank, National Association
101. Whitney Bank
102. WoodForest National Bank

DRAFT

Exhibit B

**CERTIFICATE OF COMPLIANCE FROM SELLERS OF INVESTMENTS
AS REQUIRED BY THE PUBLIC FUNDS INVESTMENT ACT**

To: Midtown Management District (the “District”)

From: _____ [Name of the person offering or the “qualified representative of the business organization” offering to engage in an investment transaction with the District] _____ [Office such person holds]

of: _____ (the “Business Organization”) [name of financial institution, business organization or investment pool]

Date: _____, 20__

In accordance with the provisions of Chapter 2256 of the Texas Government Code, I hereby certify that:

1. I am an individual offering to enter into an investment transaction with the District or a “qualified representative” of the Business Organization offering to enter an investment transaction with the District, as applicable, as such terms are used in the Public Funds Investment Act, Chapter 2256, Texas Government Code (the “Investment Act”), and that I meet all requirements under such act to sign this Certificate.
2. I or the Business Organization, as applicable, anticipate selling to the District investments (the “Investments”) that comply with the Investment Act and the District’s Investment Policy as amended and restated last on December 6, 2017 (collectively, the “Investment Policy”).
3. I or a registered investment professional that services the District’s account, as applicable, have received and reviewed the Investment Policy, which the District has represented is the complete Investment Policy of the District now in full force and effect. The District has further acknowledged that I or the Business Organization, as applicable, may rely upon the Investment Policy until the District provides me or the Business Organization, as applicable, with any amendments to or any newly adopted form of the Investment Policy.
4. I or the Business Organization, as applicable, have/has implemented reasonable procedures and controls in an effort to preclude investment transactions between the District and me or the Business Organization, as applicable, that are not

authorized by the Investment Policy, except to the extent that this authorization is dependent upon an analysis of the District's entire portfolio or requires an interpretation of subjective investment standards.

- 5. I or the Business Organization, as applicable, have/has reviewed or will review prior to sale, the terms, conditions and characteristics of the investments to be sold to the District and determined (i) that each of the Investments is an authorized investment for local governments under the Investment Act and (ii) each of the Investments is an authorized investment under the Investment Policy. The Business Organization makes no representation as to whether any limits on the amount of District monies to be invested in the Investments exceeds or in any way violates the Investment Policy.
- 6. The Business Organization makes no representations or guarantees regarding the prudence, reasonableness or adequacy of the Investment Policy.
- 7. The Business Organization has attached hereto, for return to the District, or will provide a prospectus or disclosure document for each of the Investments other than certificates of deposit and direct obligations of the United States.

DRAFT

By: _____
Name: _____
Title: _____



CivicPlus

302 South 4th St. Suite 500
Manhattan, KS 66502
US

Willie Larry,

As a valued CivicPlus customer, this letter is to notify you about an upcoming change to our solution pricing that will impact Houston Midtown Management District, TX on 11/10/2023 as part of your annual contract renewal.

Over the past several years, as our nation and community leaders have battled many unprecedented economic and societal challenges, we have strived to be a consistent, reliable technology partner whose solutions empower your successful operations and communications throughout these turbulent times. In response to our desire to support governments' recent staff and budget challenges, we have held our solution pricing as flat as possible.

However, we must continue to prioritize the stability of our people and systems against a backdrop of record inflation and soaring costs. Therefore, we will be increasing our pricing of the SeeClickFix solution from USD 8,865.25 to USD 10,070.24 effective on your next renewal on 11/10/2023. Unfortunately, CivicPlus will not be able to renew your agreement on the current terms. To solve this issue, we have attached terms that will allow your account renewal.

We have tried connecting with you over the phone and through email so we could discuss this directly and help answer any questions you may have. If you want to connect, please don't hesitate to email us and schedule a time to talk.

With these changes comes a robust set of product enhancements and first-to-market integrations, including:

- CivicPlus Portal – A free digital hub that makes it easy for residents to obtain information and resources and interact with their local government from a personal and customizable interface
- Enhanced cybersecurity protections to safeguard administrative and resident data from the continually evolving cyber threats and digital extortionists
- The addition of a Constituent Record feature gives administrations contact information and a detailed record of requests submitted for each resident
- Improved reporting and analytics

Please share this information with all those in your administration who will need this information for 2023 budgeting purposes. In addition, please contact the undersigned account manager if you have any questions about these changes.

CivicPlus remains committed to ensuring our solution pricing and service fees never become a barrier to your digital transformation and civic experience needs. Again, we thank you for your continued partnership and support.

Thank you,

David Valentino



CivicPlus

302 South 4th St. Suite 500
Manhattan, KS 66502
US

Quote #:
Date:
Customer:

Q-45434-1
6/21/2023 4:54 PM
Houston Midtown
Management District TX -
SCF Legacy

QTY	Product Name	DESCRIPTION
1.00	Request Annual Renewal	Unlimited gov user licenses for service request management tool to intake citizen submissions via mobile app. Assign requests internally, resolve issues and measure request performance.

Annual Recurring Services - Initial Term	USD 10,070.24
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1. This renewal Statement of Work ("SOW") is between Houston Midtown Management District, TX ("Customer") and CivicPlus, LLC and shall be subject to the terms and conditions of the original services agreement signed by Customer and CivicPlus and each applicable statement of work signed by the parties for the services listed herein (collectively, referred to as the "Agreement"). The terms of this SOW shall control and supersede any conflicting terms of the Agreement with respect to the services listed herein (the "Services").

2. This SOW shall remain in effect for an initial term starting at the Customer's next renewal date of 11/10/2023 and running for twelve months ("Initial Term"). In the event that neither party gives 60 days notice to terminate prior to the end of the Initial Term, or any subsequent Renewal Term, this SOW will automatically renew for additional 1-year renewal terms ("Renewal Term"). The Initial Term and all Renewal Terms are collectively referred to as the "Term".

3. Unless terminated, Customer shall be invoiced for the Annual Recurring Services on each Renewal Date of each calendar year subject to an annual increase of 5% each Renewal Term.

4. Except as set forth in in this SOW, all terms in the Agreement shall remain in full force and effect and no modification thereto shall be valid unless in writing and agreed upon by CivicPlus and Customer. This SOW embodies the entire agreement between the Parties with respect to this Amendment.

Acceptance

By signing below, the parties are agreeing to be bound by the covenants and obligations specified in this SOW. For CivicPlus Billing Information, please visit <https://www.civicplus.com/verify/>.

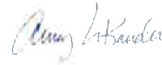
IN WITNESS WHEREOF, the parties have caused this SOW to be executed by their duly authorized representatives as of the dates below.

Client

CivicPlus

By:

By:



Name:

Name:

Amy Vikander

Title:

Title:

Senior Vice President of Customer Success

Date:

Date:

DRAFT

CivicPlus® 2023 Solution Price Increase

Frequently Asked Questions

Q. Why is CivicPlus increasing its solution prices?

A. Over the past several years, as our nation and community leaders, have battled many unprecedented economic and societal challenges, we have strived to be a consistent, reliable technology partner whose solutions empower your successful business operations and communications throughout these turbulent times. In response to our desire to support local governments' recent staff and budget challenges, we have made our solution pricing as flat as possible.

However, it is due to a combination of many events that has led us to make this one-time adjustment to our pricing. Our costs continue to go up relentlessly, and we desire to keep the high level of service we provide and improve it every year. Our teams are working hard on improving efficiency; however, it is not enough to keep up with rising costs. We recently invested heavily in cybersecurity protection for all our customers and are working hard to establish integrations between all the products and tools we provide.

By increasing our solution pricing, we will be better positioned to remain a competitive player in the marketplace, hire and retain top talent—particularly in the software engineering space—and reinvest in our technology to ensure our functionality is keeping pace with the needs of governments.

Q. When will my new pricing be effective?

A. On the renewal date of each customer contract order.

Q. My account executive promised three years with no price increase. Are we, therefore, exempt from this increase until the end of that term?

A. We will honor the terms of existing, fully executed contracts. Please contact your growth account manager to discuss this.

Q. Can we opt out of the additional services you offer to keep our pricing flat?

A. All solution enhancements will be available to all customers. Therefore, we cannot exclude them on an account-by-account basis.

Q. Are there any additional product benefits to us as a customer?

A. We have made changes to several products that add benefits – please reach out to us to better understand how this may impact your organization.

Q: You mentioned inflation as part of your price increases, but the recent economic inflation was only transitory and is now slowing.

A: Higher costs resulting from inflation are only one contributing factor to the need for a price adjustment.

Q. CivicPlus has private equity investment and purchased two companies in two years, indicating you have adequate funding and financial reserves. So, why are you passing on a price increase to your public sector customers?

A. CivicPlus received a private equity investment in 2020 in large part to enable us to grow our solution portfolio through the acquisition of Municode and Optimere to offer you a more comprehensive and integrated solution suite. To continue retaining the outstanding engineering talent from those acquisitions and investing in our solution suite, we need to make pricing adjustments to ensure continued innovation and quality service.

Q: We have many options. Why should we stay with CivicPlus?

A: We recognize that our customers always have partner options. However, we desire to retain all our customers. CivicPlus provides a unique path to the total integration of all products; we dedicate enormous efforts to integrating and consolidating products.

Our prices, in general, are competitive with other large gov tech competitors. However, as in every space, some small software vendors can provide less expensive services but not with the same quality, level of service, product depth, and cybersecurity capabilities.

Q. How does your new pricing compare to other government technology providers we might consider?

A: We value every member of our #CPfamily and make every business decision with a long-term objective of maintaining operational and financial viability to continue being an industry-leading partner that helps government work better through our integrated technology solutions.

We conducted a thorough marketplace analysis before implementing these price changes to ensure our rates were competitive with other solution partners of our size and capabilities. While governments will always have options to work with less sophisticated, smaller technology companies, by staying with CivicPlus, our customers will have access to strong and evolving solutions and staff dedicated to supporting the success of the organizations we serve.

Q: We were thinking about purchasing additional software from CivicPlus. Will these price increases impact all your solutions?

A: Yes, our new pricing will impact all our solutions. As always, we will work with you to identify solutions to your challenges that fit your budget. Such flexibility is more easily possible than ever due to our expanded portfolio of integrated solutions.

Q. Can I remit payment via credit card?

A. We request that customers not use credit cards. However, we can offer ACH if you would prefer a digital transaction.

Q. We do not have 2023 budget dollars to accommodate this price increase. What are our options?

A. Talk to your account manager. We value you as a partner and will do our best to work with you on a pricing solution that addresses your budget needs.



**MIDTOWN MANAGEMENT DISTRICT
SPECIAL PROJECTS BUDGET 2023**

SPECIAL PROJECTS	\$2,029,000
Public Safety	
Directed Enforcement	\$227,000
HPD HOT	\$30,000
Fleet Vehicles HPD	\$50,000
License Plate Reader Cameras	\$160,000
Urban Planning	
Sidewalks and Curbs	\$165,000
Service & Maintenance	
Legacy Repairs/Heavy Maintenance	\$750,000
Cultural Arts	
New 5-Year Master Plan	\$60,000
Temporary Public Art	\$200,000
Marketing & Economic Development	
New Website	\$75,000
Total Special Projects	\$1,717,000
Remaining	\$312,000



PROJECT RECOMMENDATIONS

Directed Enforcement

Public Safety Committee Recommended Project- To use funding for Directed enforcement in addressing crime and vagrancy in a proactive and reactive way.

Security and Public Safety Committee

Goal – To maintain and improve community safety for our residents, businesses, and visitors.

Objective – Increase the visibility of crime deterrence measures in the district.

Maintain a proactive role in supporting and coordinating the safety efforts of the many public law enforcement entities with jurisdiction inside the District's boundaries.

Recommended funding for Directed Enforcement is \$113,500 per year x's 2 years = \$227,000.

HPD Homeless Outreach Team (HOT Team)

Public Safety Committee Recommended Project – To supplement the current HOT Team budget to have them available the entire year.

Security and Public Safety Committee

Goal: To maintain and improve community safety for our residents, businesses, and visitors.

Objectives – Provide funding to help support a comprehensive public safety program that includes multifaceted approaches to law enforcement.

Increase the visibility of crime deterrence measures in the District.

Recommended funding for the Homeless Outreach Team is \$30,000.

Houston Police South Central Fleet Agreement

Public Safety Committee Recommended Project – To use funding for a fleet agreement to provide undercover vehicles to the Houston Police Department South-Central Patrol Division. Their current fleet is known by the criminals hindering their effectiveness to surveil and make arrests.

Security and Public Safety Committee

Goal: To maintain and improve community safety for our residents, businesses, and visitors.

Objectives – Provide funding to help support a comprehensive public safety program that includes multifaceted approaches to law enforcement.

Maintain a proactive role in supporting and coordinating the safety efforts of the many public law enforcement entities with jurisdiction inside the District's boundaries.

Recommended funding for HPD FLEET Agreement is \$25,000 for two vehicles per year X's two years = \$50,000.

License Plate Reader Program

Public Safety Committee Recommended Project – To fund 25 license plate reader cameras in tactically positioned ingress and egress points within the District.

Security and Public Safety Committee

Goal: To maintain and improve community safety for our residents, businesses, and visitors.

Objectives – Provide funding to help support a comprehensive public safety program that includes multifaceted approaches to law enforcement.

Maintain a proactive role in supporting and coordinating the safety efforts of the many public law enforcement entities with jurisdiction inside the District's boundaries.

Increase the visibility of crime deterrence measures in the district.

Recommended funding for License Plate Readers is \$83,750 for the first year and \$75,000 for the second year. The total for two years is \$158,750.

Recommended funding for Public Safety Special Projects = \$467,000.



PROJECT RECOMMENDATIONS

Sidewalk Installation

Urban Planning Committee Recommended Project- To use funding to increase the walkability and enhance the urban nature of Midtown by installing sidewalks and repairing broken curbs. \$165,000.

Urban Planning Committee

Goal – To enhance the urban, mixed-use, vibrant character of Midtown's built environment

Objectives –

- Implement programs to improve the quality of life in the District.
- Develop relationships with stakeholders to further understand their needs and desires in order to enhance the livability of Midtown.
- Collaborate with businesses, developers, and residents, and other entities to encourage enhancements that are consistent with the unique urban character of Midtown.
- Advocate for an urban, pedestrian and bike-friendly environment.
- Collaborate with the Authority to create, restore, preserve, and enhance the usability, scenic and aesthetic elements of the Midtown community.

Programs -

- Collaborate with other Midtown organizations to integrate art into multiple aspects of pedestrian and residential enhancements in the neighborhood.
- Work with the City, other governmental entities, and other organizations to create and maintain pedestrian access throughout the neighborhood.

Recommended funding for sidewalk installation and curb repair = \$165,000.



PROJECT RECOMMENDATIONS

5-Year Cultural Arts Master Plan Development

Cultural Arts and Entertainment District Committee Recommended Project- To use funding to develop a new Cultural Arts Master Plan. \$60,000.

To use funding to implement temporary public art activations that employ Houston based artists, arts organizations, or companies in Midtown park spaces. \$200,000.

Goal:

To develop, encourage, coordinate, produce and promote cultural arts and entertainment in Midtown

Objectives:

- Collaborate with other District committees to incorporate art into new Midtown projects
- Promote Midtown as a welcoming arts-centric community
- Engage the arts and business communities in collaborative efforts that include events, educational workshops, public art projects and programming creating arts based economic growth and community building in Midtown
- Leverage the cultural arts designation and visitor impact/attendance to increase awareness of Midtown as a culturally significant destination
- Maintain Midtown's designation by the Texas Commission on the Arts as a Cultural Arts & Entertainment District

Programs:

- Establish a formal review process for the District to recruit, accept, review, and implement temporary and permanent public art and civic art programs
- Activate the Midtown parks with cultural and entertainment programs reflective of our diverse community
- Delineate District gateways with public art that brand Midtown in compliance with the District's mission.

Recommended funding for development of a new 5-Year Cultural Arts Master Plan = \$60,000.

Recommended funding for temporary public art activations that employ Houston based artists, arts organizations, or companies in Midtown park spaces = \$200,000.

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PROJECT RECOMMENDATIONS

New Midtown Website

Marketing and Economic Development Committee Recommended Project- To use funding to develop a new Midtown website. \$75,000.

To use funding to develop a new technologically enhanced website that will be user friendly, intuitive, and positively impact the user experience as well as:

- Engage users and draw them to the community
- Answer key questions about the community
- Promote our businesses, programs, and events

Goal:

To provide residents and business owners the opportunity to foster community spirit with events and marketing strategies which bring the public and private sectors together in a partnership that communicates the positive aspects of living and working in Midtown.

Objectives:

- Foster a positive image of Midtown as a premier place to live, work, learn, play, shop, dine, relax, and transact business
- Further develop a sense of community unique to Midtown
- Encourage greater market penetration by area businesses
- Attract more mixed-use development and other development compatible with Midtown land use
- Attract more retail services that support the needs of Midtown residents
- Foster awareness of Midtown as an award-winning community

Programs:

- Promote Midtown businesses in the community
- Maintain and continue to expand a digital/online presence for Midtown as new technologies become available

- Consider international collaborations, to foster an even broader awareness of Midtown's cultural assets
- Foster intra-regional collaborations utilizing available technologies, such as video cameras, to build awareness
- Maintain ongoing communications with residents and business owners of Midtown through print, email, or other media

Recommended funding for development of a new Midtown website = \$75,000.

DRAFT

S.E.A.L. SECURITY CONTRACTUAL AMENDMENT

This amendment (the "Amendment") is made by **S.E.A.L. Security Solutions** (the "Contractor") and, **Midtown Management District** for services to be performed within the city of Houston (the "District") (hereinafter the Contractor may be referred to collectively as the "Parties"). The Parties hereby agree as follows: parties to the agreement dated **January 1, 2023** (the "Agreement"), a copy of which is attached as Exhibit A and incorporated fully herein by reference. The Agreement is amended as follows:

Guard Rates and Services Change:

- **Original Contractual Terms:**

PATROL

Patrol will be 140 Hours a week

Three (3) Level III Commissioned Officer with Vehicle & K9

Service Hours: 7280/ Year; 140 Hours/ Week

Hourly Rate: \$35.00 per hour per officer // Holiday Rate: \$52.00 per hour per officer

Estimated Yearly Total before holiday rate and taxes: \$254,800.00

- **Amended Contractual Terms:**

PATROL

Patrol will be 180 Hours a week

Three (3) Level III Commissioned Officer with Vehicle & K9

Service Hours: 9360/ Year; 180 Hours/ Week

Hourly Rate: \$37.10 per hour per officer // Holiday Rate: \$55.65 per hour per officer

Estimated Yearly Total before holiday rate and taxes: \$347,256.00

3. Except as set forth in this Amendment dated **November 1st, 2023**, the Original Agreement is unaffected and shall continue in full force and effect in accordance with its terms. The commencement date of the Amended Contractual terms will begin on **January 1st, 2024**. If there is conflict between this amendment and the Original Agreement or any earlier amendment, the terms of this amendment will prevail.

Midtown Management District

Signature

Date

S.E.A.L SECURITY SOLUTIONS, LLC, INC.

Grant Goldin
President

Date

11/16/2023



November 3, 2023

Marlon Marshall
Midtown Management District
410 Pierce Street, Suite 355
Houston, Texas 77002

Mr. Marshall:

This letter is to notify you that our current streetlight contract is due for renewal. Since the beginning of our contract in 2016, we have reported more than 5,000 streetlights to CenterPoint Energy. We continue to follow-up with CenterPoint so that the bi-monthly reports are completed.

We would like to request an increase of 10% for the upcoming year. As you are likely aware, the increase in expenses is higher and we would like to continue to provide quality services to the District.

It appears that we have not requested an increase in streetlight services since the beginning of 2016. Below is the breakdown of the increase per year and month for 2024.

We would be happy to continue working for the Midtown Management District and your understanding to our current need would be greatly appreciated. Below is a breakdown of the increase.

Contract	Current	2024
Streetlight Services	\$2,550/yearly	\$2,805/yearly
	\$425/month	\$467.50/month 6x a year

I will be happy to discuss any questions that you might have. Once approved, I can send updated contracts for your review.

Thank you,

Sonia J. Chavez



MIDTOWN MANAGEMENT DISTRICT

410 Pierce Street, Suite 355
 Houston, Texas 77002
 713/526-7577
<https://midtownhouston.com/>

MEMORANDUM

TO: The Midtown Management District Board of Directors and other interested parties

FROM: [Cynthia Alvarado](#), CPM®; Director of Operations and Strategic Planning
 Midtown Management District

RE: 2024 Midtown Management District Board of Directors Meeting Dates

The Midtown Management District Board of Directors normally meets on the first Wednesday of each month, unless noted. Board meetings are held in person.

Please **mark your calendar** to indicate the dates of the board meetings for the Midtown Management District. These dates and additional information such as agendas and draft documents can be found on the [Midtown events calendar](#). Committee meetings are virtual. The links and dates for committee meetings can also be found on the Midtown events calendar. * Denotes an evening meeting.

Wednesday, January 10 th @ 11AM Please note the date	Wednesday, July 10 th @ 11AM Please note the date
Wednesday, February 7 th * @ 6PM	Wednesday, August 7 th * @ 6PM
Wednesday, March 6 th @ 11AM	Wednesday, September 4 th @ 11AM
Wednesday, April 3 rd @ 11AM	Wednesday, October 2 nd @ 11AM
Wednesday, May 1 st * @ 6PM	Wednesday, November 6 th * @ 6PM
Wednesday, June 5 th @ 11AM	Wednesday, December 4 th @ 11AM

Meeting Location: All **board meetings** are held in person at 410 Pierce. The meetings are in the first-floor conference room. The building door is located on Pierce near Brazos. Please come to the door and knock, someone will be stationed there to let you in.

An agenda will be sent out the week prior to the meeting. All meeting dates, times, agendas, and documents are posted on our [web site](#). In the unlikely event that a special meeting is called Board Members will be notified.

MIDTOWN MANAGEMENT DISTRICT COMMITTEE MEETINGS

Combined Service and Maintenance Committee & Urban Planning Committee meeting is every 3rd Monday at 4:00pm

- January 22, 2024 February 19, 2024
- March 18, 2024 April 15, 2024
- May 20, 2024 June 17, 2024
- July 15, 2024 August 19, 2024
- September 16, 2024 October 21, 2024
- November 18, 2024 December 16, 2024

Public Safety Committee meetings are every 3rd Tuesday at 11:30am

- January 16, 2024 February 19, 2024
- March 18, 2024 April 16, 2024
- May 21, 2024 June 18, 2024
- July 16, 2024 August 20, 2024
- September 17, 2024 October 15, 2024
- November 19, 2024 December 17, 2024

Combined Cultural Arts and Entertainment Committee & Marketing and Economic Development Committee meeting is every 3rd Tuesday at 3:00pm

- January 16, 2024 February 19, 2024
- March 18, 2024 April 16, 2024
- May 21, 2024 June 18, 2024
- July 16, 2024 August 20, 2024
- September 17, 2024 October 15, 2024
- November 19, 2024

Finance Committee meetings are the 4th Tuesday of every other month except during budget season at 10:00am*

- January 23, 2024 March 26, 2024,
- May 28, 2024 July 23, 2024
- August 27, 2024 September 24, 2024
- October 24, 2024 November 26, 2024

Parking Benefit District Advisory Committee meetings are quarterly*

- January 2024 September 2024
- May 2024 February 2024

The time or dates for all committee meetings change from time to time. However, updated information is provided on the Midtown website as soon as the changes are made. Please check the Midtown website calendar for information of the committee meetings such as the link to join the meetings and the time and dates of the meetings.