

**MINUTES OF THE BOARD OF DIRECTORS OF  
THE MIDTOWN REDEVELOPMENT AUTHORITY**

**September 24, 2020**

A regular meeting of the Board of Directors (the “Board”) of the Midtown Redevelopment Authority (the “Authority”) was held via video and telephonic conferencing on Thursday, September 24, 2020 at 12:30 p.m. The meeting was open to the public. The roll was called of the duly appointed members of the Board, to-wit:

<u>Pos. #</u>	<u>Name</u>	<u>Pos. #</u>	<u>Name</u>
1	Camille Foster	6	Abe Goren
2	Donald Bond	7	Caton M. Fenz
3	Vacant	8	John Thomas
4	Michael F. Murphy	9	Zoe Middleton
5	Al Odom		

and all of the above were present except Director Odom and Thomas.

Also in attendance were Midtown Staff members: Matt Thibodeaux, Vernon Williams, Kandi Schramm, Todd Edwards, Theresa Gilmore, David Thomas, Madeline Pena, Marlon Marshall Cynthia Alvarado and Jalisa Hurst; Barron F. Wallace of Bracewell LLP; Peggy Foreman of Burney & Foreman; Alyssa Hill and Jessica Ortiz of Carr, Riggs and Ingram; Algenita Davis and Angie Gomez of CCPPI; Rachel Ray of Walter P. Moore; Mariana Rashcke of The Goodman Corporation; Theola Petteway of the OST/Alameda Corridors Redevelopment Authority; Jeri Brooks and Ashley Small of One World Strategy Group; John Mudd of KCI; Ryan LaVasseur and Sam Deco of Rice Management Company; Roberta Burroughs of Roberta Burroughs Associates; Zack Martin of Martin Construction and other attendees - Lisa Harper, Linda Trevino, Christopher Johnston, Chris St. James, Sean Haley, Ed Pettitt, Brian Van Tubergen, Scott Worley, Willie Green David, Aaronson, Taylor Risien, Robert Ford and Monica Aizpurrea. There were 56 attendees on the call; twelve (12) of the attendees failed to introduce themselves and therefore their identities were unknown.

Chairman Odom called the meeting to order and welcomed the guests. He announced that the meeting was being recorded and stated that **“In accordance with section 418.016 of the Texas Government Code, as amended, the Texas Governor has temporarily suspended certain open meeting statutes that require government officials and members of the public to be physically present at a specified meeting location. As a result, governmental entities, such as the Authority and the Zone, are permitted to meet via telephonic meeting. Members of the public are invited to join the telephonic meeting and may make public comments during the public comment portion of the agenda.”**

**PUBLIC COMMENTS:**

Ryan LaVasseur and Sam Deco of Rice Management Company introduced themselves and spoke to the group regarding the Rice ION building and anticipated future development in the area.

**CONSENT AGENDA FOR THE AUTHORITY:**

**MINUTES FOR AUGUST 27, 2020;**

**MONTHLY FINANCIAL REPORTS FOR AUGUST 30, 2020;**

**INVOICES FROM TRUSTEE AND OPERATING ACCOUNTS FOR SEPTEMBER 2020;**

Executive Director Thibodeaux presented the consent agenda. Director Fenz made a motion to approve the consent agenda as presented. The motion was seconded by Director Murphy and carried by unanimous vote.

**FY20 FINANCIAL AUDIT.**

Jessica Ortiz of Carr, Riggs and Ingram presented the FY20 Financial Audit. Ms. Ortiz reported that the Authority received a clean opinion for the FY20 Financial Audit. Ms. Ortiz reviewed the financial report overview, financial statements, the comparison with last year's financial statements and presented the Required Communications Report. She responded to questions from Board members including a question from Director Fenz who asked whether Ms. Ortiz had any concerns regarding the FY20 Audit. She responded that she did not have any concerns. Director Fenz made a motion to accept the FY20 Financial Audit as presented. The motion was seconded by Director Bond. Following all discussions, the motion carried by unanimous vote.

**MIDTOWN TIRZ PROJECT PLAN AND REINVESTMENT ZONE FINANCING PLAN: ANNEXATION, AMENDMENT AND EXTENSION OF ZONE.**

Barron F. Wallace of Bracewell, LLC reported that representatives of the Reinvestment Zone (the "Zone") and the City of Houston (the "City") have worked in conjunction on a draft of a Seventh Amendment to the Project Plan and Finance Plan (Part H). He reported that this Seventh Amendment consists of the reallocation of the Zone's project cost categories and allocations to align with the current goals and objectives of the Zone, the anticipated use of expenditures for the renewal, replacement, maintenance, and operation of capital projects of the Zone and an extension of the life of the Zone. Following all discussion, Director Fenz made a motion to approve the Midtown TIRZ Project Plan and Reinvestment Zone Finance Plan: Annexation, Amendment and Extension of Zone in substantially final form. The motion was seconded by Director Foster. Director Middleton abstained from the vote. The motion carried by majority vote: 5 yea's, 0 no's and 1 abstention.

**MIDTOWN AFFORDABLE HOUSING PROGRAM:**

**AFFORDABLE HOUSING OPERATIONS CENTER;**

Marlon Marshall reported on the status of construction of the Affordable Housing Operations Center. He stated that the Contractor is working on the elevators, site work, sidewalks and punch out items in the building and the affordable housing units.

**CHANGE ORDERS**

Mr. Marshall presented an Amendment to Professional Service Agreement for Kirksey Architecture in the amount of \$6,500.00 for redesign of the fifth floor of the Affordable Housing Operations Center. Director Fenz made a motion to approve the Amendment to Professional Service Agreement for Kirksey Architecture in the amount of \$6,500.00. The motion was seconded by Director Murphy and carried by unanimous vote.

Mr. Marshall presented Change Order #9 -in the amount of \$4,892.00 from Arch-Con Corporation to shift the duct bank. Director Fenz made a motion to approve Change Order #9 in the amount of \$4,892.00. The motion was seconded by Director Foster and carried by unanimous vote.

Mr. Marshall presented Change Order #15 from Arch Con for additional labor and materials from Eagle Fabricators, Inc. in the amount of \$1,087.00. Director Fenz made a motion to approve change Order #15 in the amount of \$1,087.00. The motion was seconded by Director Foster and carried by unanimous vote.

**AFFORDABLE HOUSING DEVELOPMENT UPDATE**

Todd Edwards, Real Estate Asset Manager, gave an update regarding the affordable housing program. He reported that good progress continues being made on The Law Harrington Senior Housing facility located at 2222 Cleburne, a 112 unit residential community being developed in conjunction with The Montrose Center.

Mr. Edwards stated that the project is almost complete. He gave an update on the 100 Home Initiative noting that closing is pending on the tracts being conveyed to HBDI for construction of 43 affordable single family homes and that negotiations are in process with HOU Homes, Inc. related to construction of 70-73 affordable single family homes. Mr. Edwards stated that he anticipates presenting the agreement with HOU Homes, Inc. for consideration at the next Board meeting. He reminded everyone of the clean-up and beautification event with Keep Houston Beautiful in the University Village area which is scheduled for Saturday, October 10, 2020 at 10:00 a.m. to re-engage the community and assist the community in cleaning up illegal dumping of trash in the area.

## **MIDTOWN CAPITAL IMPROVEMENTS PROGRAM:**

### **PARKS AND GREENSPACE - WALTER P MOORE / DESIGN WORKSHOP**

#### **BAGBY PARK – STORAGE AND RENOVATIONS**

Mr. Marshall reported that the Contractor is moving forward with the completion of construction for the storage building and restrooms. He stated that he anticipates that the kiosk tenant will working on site and should be ready to open in early 2021 pending receipt of Texas Alcoholic and Beverage Commission license.

#### **CHANGE ORDERS**

Mr. Marshall presented Change Order #10 in the amount of \$0 to document the use of \$1,200 from the contingency amount of \$5,000.00 to pay the cost remove existing sidewalks uncovered during excavation. Director Fenz made a motion to approve Change Order #10 in the amount of \$0. The motion was seconded by Director Foster and carried by unanimous vote.

### **CAROLINE STREET RECONSTRUCTION – ESPA CORP/KCI**

Mr. Marshall reported that the Caroline Street Reconstruction project Contractor is continuing to work on the paving, sidewalks, streetscape improvements and the water lines and sanitary sewer installation. He reported that he expects the Contractor to wrap up paving of Phase 1 & 2 between McGowen & Elgin Streets and open that section to full traffic in October 2020.

#### **CHANGE ORDERS**

Mr. Marshall presented Change Orders with CenterPoint for the installation of additional LED streetlights in the amount of \$88,722.00. Director Fenz made a motion to approve the Change Order with CenterPoint in the amount of \$88,722.00 for the additional LED streetlights. The motion was seconded by Director Foster and carried by unanimous vote.

Mr. Marshall presented an additional Change Order with CenterPoint for electrical pole consolidation and removal in the amount of \$195,577.00. Director Foster made a motion to approve the Change Order with CenterPoint in the amount of \$195,577.00 for electrical pole consolidation and removal. The motion was seconded by Director Bond and carried by unanimous vote.

### **ADDITIONAL SERVICES REQUEST FOR CONSTRUCTION ADMINISTRATION - KCI**

Mr. Marshall presented the Additional Services Request for Construction Administration in the amount of \$98,060.00 from KCI. He noted that the additional fees were requested because of the extension of the contractor's schedule for completion of the project caused by redesign of


construction plans. Director Bond made a motion to approve the Additional Services Request for Construction Administration in the amount of \$98,060.00. The motion was seconded by Director Murphy and carried by unanimous vote.

**FTA GRANT PROGRAM - THE GOODMAN CORPORATION.**

Mr. Marshall reported that The Goodman Corporation is continuing to work with Rice Management Company regarding the negotiation of a final agreement relating to the use of FTA grant funds for public improvements in the area surrounding the ION. .

**OTHER BUSINESS**

There being no further business, the meeting was adjourned.

DocuSigned by:  
  
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Caton Fenz, Assistant Secretary  
11/9/2020  

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Date