

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

February 25, 2021

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, February 25, 2021 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 the above were present.

Also in attendance were Midtown Staff members: Matt Thibodeaux, Vernon Williams, Kandi Schramm, Todd Edwards, David Thomas, Theresa Gilmore, Madeline Pena, Mechelle Phillips, Marlon Marshall, Mark Sullivan, Willie Larry and Edward Lacey; Barron F. Wallace and Mary Buzak of Bracewell LLP; Peggy Foreman of Burney & Foreman; Drew Masterson and Kristin Blomquist of Masterson Advisors, LLC; Algenita Scott Davis and Angie Gomez of CCPPI; Rachel Ray of Walter P. Moore; Carol Harrison of IDS Engineering Group, Ryan LaVasseur and Sam Dike of Rice Management Company; Zack Martin of MCMD, Jeri Brooks of One World Strategy Group, Jim Webb of The Goodman Corporation, Jennifer Curley of the City of Houston, Theola Petteway of Almeda/OST Redevelopment Authority; Sean Haley of CCPPI; Theadore Andrews of Third Ward CDC; Alderwoman Arnetta Murray of Brazoria County and other attendees - Bryson Grover, Robert Bradford, Monica Aizpurra, Jaison Oliver, Frank Jones, Cynthia Aceves-Lewis, Linda Trevino, Allen Douglas, Jessica Swain, Aliyyah Bey, John Mudd, Yolanda Marshall, Chris Browne, Libby Bland, Brittany Britto, Johnston French, Mary Claire Neal, Rain Eatmon, Secunda Joseph, Taylor Risien, Amaka Unaka, Emma Whalen, Sophie Simon, Uyiosa Elegon and A. Bryant. There were 71 attendees on the call; three (3) 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:

Cynthia Aceves-Lewis spoke regarding the Caroline Street Reconstruction project and the current conditions of Anita Street. She stated that there should be a complete street overlay of the side streets intersecting Caroline Street. Ms. Lewis also expressed her general concern regarding issues of the unhoused people in Midtown along with other conditions in the neighborhood that she would like to see eliminated. She asked that these matters be placed on the agenda for discussion and that the Greyhound Bus Station be added to the agenda as well for discussion as it too negatively impacts the Midtown community.

Aliyyah Bey, Jaison Oliver, Uyiosa Elegon, Johnston French, and Secunda Joseph all encouraged the Board to require Rice Management Company to execute a Community Benefits Agreement exclusively with Houston Coalition Economic Development (HCEED) as a condition to entering into an Economic Development Agreement Rice Management Company. The speakers contended that the project proposed by Rice Management Company will have a significant and negative impact on the adjacent 3rd Ward community and its long-term property owners and residents.

CONSENT AGENDA FOR THE AUTHORITY:

- a. Minutes for January 28, 2021;
- b. Monthly financial reports for January 30, 2021;
- c. Invoices from Trustee and Operating Accounts for February 2021;
- d. Renewal of Services Agreement with The Goodman Corporation.

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

ION DISTRICT AND DEVELOPMENT AGREEMENT.

Barron Wallace presented an update on the proposed Economic Development Agreement with Rice Management Company. Mr. Wallace advised the Board that the Sub-Committee, consisting of Directors Goren, Murphy and Bond reviewed the request Rice Management Company for reimbursement for certain public infrastructure improvements, parking garage and culture facilities within the ION campus. He further updated the Board on the status of discussions with Rice Management Company and stated that additional work was required. Director Goren made a motion to authorize Bracewell LLP to continue working with the Sub-Committee to negotiate terms and prepare a draft Economic Development Agreement for consideration by the Board at a future Board meeting. The motion was seconded by Director Fenz. Following all discussion, the vote carried by majority vote. Director Middleton abstained from the vote on the motion. There were 7 yes votes and one abstention.

MIDTOWN AFFORDABLE HOUSING PROGRAM:

Marlon Marshall reported that construction on the Affordable Housing Operations Center has been delayed by approximately one (1) week due to the winter storm. He stated that there was no damage to the building from the winter storm only a time delay. Mr. Marshall also reported that the contractor is continuing to work on exterior tile installation and that the City inspections were in progress and City Occupancy Certificated were anticipated to be received sometime in March 2021.

CHANGE ORDERS

Mr. Marshall presented Change Order:

Mr. Marshall presented Change Order #1 in the amount of \$196,920.00 for an extension of construction management and inspection services provided by Martin Construction Management and Designs, LLC for the office building and the apartments and to extend such construction management and inspection services for the interior buildout of the office building. Director Fenz made a motion to approve Change Order #1 in the amount of \$196,920.00 for an extension of construction management and inspection services provided by Martin Construction Management and Designs, LLC for the office building and the apartments and to extend such construction management and inspection services for the interior buildout of the office building. The motion was seconded by Director Murphy and carried by unanimous vote.

OFFER TO PURCHASE LAND RECEIVED FROM AGAPE DPMENT MINISTRIES:

Peggy Foreman of Burney and Foreman, presented the offer received from Agape Development Ministries to Purchase land owned by the Authority and located at 6421 Calhoun Road, Houston, Texas 77021. Ms. Foreman stated that Agape Development Ministries indicated that they planned to use the vacant land for a community garden or a neighborhood park. Ms. Foreman also advised the Board that the Staff had obtained an appraisal from an independent 3rd party appraiser and that that the sales price offered was equal to the value of the property as stated in the appraisal. Director Fenz made motion to accept the offer and authorized Staff and Counsel to proceed with the sale of the property located at 6421 Calhoun Road, Houston, Texas 77021 to Agape Development Ministries. The motion was seconded by Director Middleton and carried by unanimous vote.

AFFORDABLE HOUSING DEVELOPMENT UPDATE.

Todd Edwards, Real Estate Asset Manager, introduced Sean Haley, Interim Executive Director for CCPPI. Mr. Haley reported on work being done by CCPPI to assist the Midtown Staff on implementation of the Affordable Housing Plan, including the review of potential developers, the issuance of 1 RFP, and with 2 shelf ready RFPs to be issued in accordance with a pre-determined schedule for multi-family housing projects, the education and counseling program for potential homebuyers and the status of planning for occupancy of the Affordable Housing Operations Center and the adjacent apartments, both of which will be expected to reach final completion in the next several weeks. Algenita Davis gave an update regarding the process for reviewing the proposals from qualified prospective developers for development of multi-family affordable housing.

Mr. Edwards gave an update on other affordable housing projects including the Law-Harrington Senior Living Center located at 2222 Cleburne. He reminded the Board that the facility consisted of 112 affordable rental units, an activity center, and a geriatric clinic. He stated that he along with Director Bonds and CCPPI representatives participated in a tour of the facility and that everyone was impressed with the excellent construction and quality of work. Director Goren reminded everyone that he previously disclosed the fact that his law firm represents the Montrose Center, in connection with the development of the Law-Harrington Senior Living Center.

MIDTOWN CAPITAL IMPROVEMENTS PROGRAM:

PARKS AND GREENSPACE - WALTER P MOORE / DESIGN WORKSHOP

BAGBY PARK – STORAGE AND RENOVATIONS

Mr. Marshall reported that the Bagby Park improvements have been completed, and that the perimeter fence has been relocated to allow the public to access and use the renovated area of Bagby Park. The kiosk is now fenced off and will remain fenced while the kiosk tenant is performing its renovations. He reported that the kiosk did sustain a broken pipe during the winter storm and that repair and cleanup have already begun.

CHANGE ORDERS

Mr. Marshall presented Change Order # ASR 1 in the amount of \$3,168.00 for Design and Construction services provided by Walter P. Moore related to the change from a wood frame structure to a concrete masonry structure for the second restroom. Director Goren made a motion to approve Change Order # ASR 1 in the amount of \$3,168.00 for Design and Construction services provided by Walter P. Moore related to the change from a wood frame structure to a concrete masonry structure for the second restroom. The motion was seconded by Director Bond and carried by unanimous vote.

CAROLINE STREET RECONSTRUCTION – ESPA CORP/KCI

Mr. Marshall reported that the Contractor for the Caroline Street Reconstruction Project continues to make progress on paving between Hadley and Gray Streets. He reported that the Contractor continues to work on the sidewalks and other back of curb improvements between Elgin and Tuam Streets. Additionally, he reported that the Contractor is wrapping up the waterline work.

CHANGE ORDERS

Mr. Marshall presented the following Change Orders:

Change Order #44 in the amount of \$41,707.74 for adjustment to add 2 gate valves required for isolation of the existing waterline on Caroline Street near Pierce Street. Director Goren made a motion to approve Change Order #44 in the amount of \$41,707.74 for adjustment to add 2 gate valves required for isolation of the existing waterline on Caroline Street near Pierce Street. The motion was seconded by Director Bond and carried by unanimous vote.

Change Order #45 in the amount of \$101,182.95 for 34 working days due to multiple conflicts with the sanitary sewer and water main line activities which impact concrete paving operations. Director Bond made a motion to approve Change Order #45 in the amount of \$101,182.95 for 34 working days due to multiple conflicts with the sanitary sewer and water main line activities which impact concrete paving operations. The motion was seconded by Director Thomas and carried by unanimous vote.

Change Order in the amount of \$43,423.00 to amend the agreement with Center Point Energy for consolidation and removal of electric poles on Caroline Street. Director Goren made a motion to approve the Center Point Energy Change Order in the amount of \$43,423.00 for consolidation and removal of electric poles on Caroline Street. The motion was seconded by Director Foster and carried by unanimous vote.

Mr. Marshall advised the Board that he and Mr. Thibodeaux met with representatives in the City’s Public Works Department to get and update on the Street Assessments in Midtown. He reported being advised that the City’s 2019-2020 Street Assessments report is expected to be completed and made available in the 2nd quarter of 2021. He further reported that he advocated for work to be prioritized on Rosalie and Tuam streets based on public comments received. Mr. Marshall reported that the City has upcoming major road work projects on Tuam Street.

FTA GRANT PROGRAM - THE GOODMAN CORPORATION.

Mr. Marshall advised the Board that the Staff is continuing to work with The Goodman Corporation on their existing project on Brazos Street. He further reported that the Houston Galveston Area Council GHAC is issuing a Call for Projects and that the staff will work with The Goodman Corporation on an Application for grant funding and monitoring of the Application once it is filed.

TUAM STREET - PEDESTRIAN AND BICYCLE IMPROVEMENTS;

INTERLOCAL AGREEMENT WITH HARRIS COUNTY.

Mr. Marshall presented the Interlocal Agreement between Harris County and the Authority for additional Pedestrian and Bicycle Safety Improvements along Tuam Street. He stated that under the Interlocal Agreement, Harris County will share in the cost on a 50-50 basis and that based on the estimated project cost of \$448,812.00, Harris County will contribute \$224,400.06 and the Authority's will also contribute \$224,400.06 to the project. Director Goren made a motion to approve the Interlocal Agreement with Harris County for additional Pedestrian and Bicycle Safety Improvements along Tuam Street. The motion was seconded by Director Murphy and carried by unanimous vote.

DocuSigned by:

Caton M. Fenz

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Caton Fenz, Assistant Secretary

4/5/2021

Date