

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

April 29, 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, April 29, 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 except Directors Murphy and Thomas.

Also in attendance were Midtown Staff members: Matt Thibodeaux, Vernon Williams, Kandi Schramm, Todd Edwards, David Thomas, Theresa Gilmore, Marlon Marshall, Mark Sullivan, Willie Larry and Edward Lacey; Barron F. Wallace and Mary Buzak of Bracewell LLP; Peggy Foreman of Burney & Foreman; Algenita Scott Davis, Robert Bradford and Angie Gomez of CCPPI; Edwin Friedrichs and Rachel Ray of Walter P. Moore; Ryan LaVasseur and Sam Dike of Rice Management Company; Zack Martin of MCMD, Carol Harrison of IDS Engineering; Jennifer Curley of the City of Houston; Jeri Brooks and Ashley Small of One World Strategy Group, Theola Petteway of Alameda/OST Redevelopment Authority; Gary Bernard of 2016 Main; Sean Haley of CCPPI; Alderwoman Arnetta Murray of Brazoria County, Mariana Raschke of The Goodman Corporation; Roberta Burroughs of Roberta Burroughs Associates; Joy Fitzgerald, Consultant for CCPPI; Juliana Garaizar of Greentown Houston; and other attendees –Eva Wyatt, , Kendra Murray, Paul Burch, Aisha Taylor, Alex Tobin, Dean Liscum, Sam Stoeltje, Paul Burch, Jonathan Ezemba, Monica Aizpurra, Jaison Oliver, Aliyyah Bey, Aaron Ableson, Angela Joubert James, Ph. D., Darsha Carter, Jovante Ham, Health Butler, Buerkie Klokpah, Ayesha Shelton, Bryson Grover, Crystal Toussant, David Edwards, Dennea LeFlore, Dolores Lozano, Allen Douglas, Jervani Thompson, Junious, Kevan Shelton, Mary Claire Neal, Mike Adams, Tamara Sherman, Melanoid Exchange, Mike Pittman, Scott Irby and Willie Ashley. There were 79 attendees on the call; four (4) 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:

Daraha Carter, Jovante Ham, Mike Pittman and Health Butler [Speakers 1-3] spoke about their positive experiences and business growth as a result of their affiliation and involvement with the ION. They each encouraged support for MRA entering into an Economic Development Agreement with Rice Management Company.

Sam Dike spoke in favor of entering into an Economic Development Agreement with Rice Management Company.

Speaker 5 was a representative of Greentown Labs Houston which recently opened in the old Fiesta Store at 4200 San Jacinto. She introduced her company and stated that they were excited to be in Houston and wanted to engage with the Houston Community and make some of their space available for up-and-coming entrepreneurs and community events.

Aliyyah Bey, Jaison Oliver, Sam Stoeltje, Uyiosa Elegon, Jonathan Ezemba, Angela Joubert James, Ph. D., Aris Brown, Paul Burch, Dean Liscum, Darsha Carter, Jovante Ham, Mike Pittman, Heath Butler, Sam Dike, Juliana Garaizar, Buerkie Klokpah, Alderwoman Arnetta Murray, Dolores Lozano, Crystal Toussant, and Mary Claire Neal and 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 with 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. They encouraged the Board to support a CBA with HCEED and stated that doing so would allow the Community to hold Rice Management Company accountable.

CONSENT AGENDA FOR THE AUTHORITY:

- a. Minutes for April 1, 2021;
- b. Monthly financial reports for March 31, 2021;
- c. Invoices from Trustee and Operating Accounts for April 2021;

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 Foster and carried by unanimous vote.

ECONOMIC DEVELOPMENT AGREEMENT WITH RICE MANAGEMENT COMPANY.

Barron Wallace reported that he was continuing to work with the Board Sub-Committee in negotiations with Rice Management Company. He stated that there was an upcoming meeting with the Board Sub-Committee to further discuss the Economic Development Agreement with the Rice Management Company (RMC) and that he anticipates having an update for the Board at the next Board meeting. Chairman Odom summarized the role, purpose and limitations of the Midtown TIRZ and Redevelopment Authority. He reminded everyone that the Authority was created by the City of Houston and are charged with implementing the approved Project Plan in an effort to revitalize the area within its boundaries and facilitate affordable housing in the City. He further stated that any Economic Development Agreements approved by the Authority Board would also require approval by the City of Houston. Chair Odom acknowledged the public comments and other information that has been provided to him and other Board members. He also stated that the City has made

it very clear that City representatives will work directly with RMC in drafting an agreement related to the proposed innovation district that is anticipated to be beneficial to the community.

MIDTOWN AFFORDABLE HOUSING PROGRAM:

AFFORDABLE HOUSING OPERATIONS CAMPUS:

INSURANCE FOR OPERATIONS CAMPUS:

Barron F, Wallace of Bracewell LLP reported that the City of Houston granted a temporary Certificate of Occupancy to the Affordable Housing Operations Center. The building will not be released to Midtown until the official final Certificate of Occupancy is received in the coming weeks. Mr. Wallace presented a Resolution Authorizing The Authority To Enter Into Certain Leases Relating To The Affordable Housing Operations Center; Authorizing The Authority And Its Agent To Take All Necessary Actions Regarding Same; Approving Various Findings And Other Matters Incidental To Such Leases. Director Bond made a motion to approve the Resolution as presented. The motion was seconded by Director Goren. Following all discussion, the motion passed by unanimous vote.

In response to questions from Director Goren, Algenita Davis discussed the leasing process being followed and reported on the status of lease negotiations and other efforts to attract potential tenants to the building. She also reported that building management is actively engaged and preparing to assume responsibility for the building upon issuance of the final Certificate of Occupancy.

CHANGE ORDERS

Mr. Marshall reported there are no Change Orders to be presented at this meeting.

VACANT LOT LANDSCAPE MAINTENANCE AGREEMENTS:

Marlon Marshall gave an overview of the Invitation to Bid (ITB) for Vacant Lot Landscape Maintenance Services and the process used to review and evaluate the firms that responded to the ITB. He stated that the Midtown Consultant, A.O Phillips & Associates participated in the process, compiled data, interviewed the top ranked firms using a standard set of questions prepared by the MRA Staff and checked references. Mr. Marshall reported that the evaluation team was recommending the award of contracts to Trans Teq Environmental Solutions, Inc. and Four Eleven LLC to provide vacant lot landscape maintenance services on MRA owned property. Peggy Foreman advised the Board that the contracts would be presented for approval at the May 2021 Board meeting. Director Goren made a motion to authorize the Executive Director and the attorneys to move forward with negotiation of contracts with Trans Teq Environmental Solutions, Inc. and Four Eleven LLC. The motion was seconded by Director Foster. Following all discussion, the motion carried by unanimous vote.

PRESENTATION REGARDING DEVELOPMENT AGREEMENT FOR GRANT PARK SQUARE (SOUTH UNION):

Todd Edwards made a presentation regarding the proposed sale of 5 lots to Junious Capital Partners, LLC, or an affiliate company, for construction of five (5) affordable single-family homes for sale to qualified homebuyers in Grand Park Square in the southeast Houston community commonly known as South Union. He stated that each home would be approximately 1,400 – 1,500 square feet and would be ultimately sold to homebuyers whose income is between 80 to 120 percent (80% - 120%) of Area Median Income for Houston. Mr. Edwards asked for authorization for the attorneys to move forward with negotiating a Development and Purchase Agreement for sale of the 5 lots to Junious Capital Partners, LLC, or an affiliate company. Director Goren made a motion to authorize the Staff and attorneys to negotiate a Development and Purchase

Agreement with Junious Capital Partners, LLC or an affiliate company for sale of 5 lots in the southeast Houston community commonly known as South Union for construction of affordable single-family homes. The motion was seconded by Director Bond. Following all discussion, the motion carried by unanimous vote.

AFFORDABLE HOUSING DEVELOPMENT UPDATE.

No updated was given.

MIDTOWN CAPITAL IMPROVEMENT PROGRAM:

PARKS AND GREENSPACE – WALTER P. MOOR / DESIGN WORKSHOP

BAGBY PARK – STORAGE AND RENOVATIONS

Mr. Marshall reported that Bagby Park contractor is still working with the staff and consultants to finalize project close out documentation. He also reported that the contractor for the kiosk tenant has mobilized on site and that construction is anticipated to take approximately 60 to 90 days to complete.

CHANGE ORDERS

Mr. Marshall presented Change Order #11 evidencing a reduction of the final retainage in the amount of \$1,231.56 for contract modifications related to decorative lighting. Director Foster made a motion to approve Change Order #11 evidencing a reduction of the final retainage in the amount of \$1,231.56 for contract modifications related to decorative lighting. The motion was seconded by Director Goren and carried by unanimous vote.

MIDTOWN PARK

ADDITIONAL SERVICES REQUEST FOR DESIGN – WALTER P. MOORE

Marlon Marshall reported that the Front 90 Restaurant discussions are moving towards a Food Truck area. The area was constructed with amenities that will be favorable for a Food Truck area including electrical outlets, water connects and parking areas. Mr. Marshall stated that the staff is working with Walter P. Moore on preliminary designs.

CAROLINE STREET RECONSTRUCTION – ESPA CORP/KCI

Mr. Marshall reported that the Contractor for the Caroline Street Reconstruction continues paving activity between Gray and McGowen Streets. He further reported that waterline installation continues between Gray and Pierce Streets, drainage installation is continuing at Gray and Elgin Streets and that sidewalks and light poles have been installed between Elgin and McGowen Streets. Mr. Marshall stated that upcoming work includes installation of landscaping in the rain gardens. He reported that project completion is scheduled for the end of June but that completion may not occur until mid to late July.

CHANGE ORDERS

Mr. Marshall presented the following Change Orders:

Change Order #47 in the amount of \$27,228.54 for project overhead compensation for time adjustment to add 10 working days to the contract due to delays in obtaining waterline chlorination tests and results from the City of Houston which impacts the subsequent waterline

activities. Director Foster made a motion to approve Change Order #47 in the amount of \$27,228.54 for project overhead compensation for time adjustment to add 10 working days to the contract due to delays in obtaining waterline chlorination tests and results from the City of Houston which impacts the subsequent waterline activities. The motion was seconded by Director Goren and carried by unanimous vote.

REQUEST FOR QUALIFICATIONS FOR ARCHITECTURAL AND ENGINEERING SERVICES.

Mr. Marshall reported that the Authority received approximately 60 responses to the Request for Qualifications (RFQ) for Architectural and Engineering Services. He stated that the staff is working with Bracewell LLP on this matter and that review and evaluation of the responses is taking longer than expected. He stated that an update will be provided at a future Board meeting.

EXECUTIVE SESSION

There was no closed session.

ADJOURN

There being no further business to come before the Board, the meeting was adjourned.

Caton Fenz, Secretary

Date