

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

May 27, 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, May 27, 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 Director 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; Robert Bradford and Angie Gomez of CCPPI; Rachel Ray of Walter P. Moore; Sam Dike of Rice Management Company; Zack Martin of MCMD, Jennifer Curley of the City of Houston; Jeri Brooks of One World Strategy Group, Theola Petteway of Alameda/OST Redevelopment Authority; Interim Executive Director Sean Haley of CCPPI; Alderwoman Arnetta Murray of Brazoria County, Jim Webb of The Goodman Corporation; Joy Fitzgerald, Consultant for CCPPI; Andrew Earles of A.O. Phillips; Sharone Mayberry of Mayberry Homes and other attendees –Paul Burch, Kendra Murray, Reagan Flowers, Frank Jones, Libby Vira-Bland, Linda Trevino, Maya Williams, Nile Dixon, Pam Douglas, Randy Romman, Verdell Ingram, Yesenia Montoya, Bill Haley, Aisha Taylor, Alex Tobin, Dean Liscum, Sam Stoeltje, Jaison Oliver, Aliyyah Bey, Monica Aizpurua, Dolores Lozano, Shawn Owens Lemons, Llewelyn-Davies, Bryson Grover, Nancy Sims, Linda Morales, Clay Ellisor, Allen Douglas, Junious Williams, Kevan Shelton, Mary Claire Neal, Tamara Sherman, Edward Pettitt, Aris Brown, Bianca Castro, Gordon Liu, and Mary Kock. There were 77 attendees on the call; six (6) of the attendees failed to identify themselves.

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:

Chairman Odom announced that due to scheduling constraints, quorum concerns and the need to address certain business matters, Public Comments was being moved to the end of the agenda. He further announced that no action was being taken at the meeting regarding agenda item # 7, the agreement with Rice Management Company.

The following public comments were made at the end of the agenda as part of the Public Comments agenda item.

Clay Ellisor spoke regarding his frustration on the slow progress of the Caroline Street Reconstruction project and the many times the completion date has been extended. Mr. Ellisor noted that he is a volunteer with the Super Neighborhood #62 Safety and Security Task Force.

Aliyyah Bey, Jaison Oliver, Sam Stoeltje, Aris Brown, Alderwoman Arnetta Murray, Dolores Lozano, Maya Williams, Dean Liscum, Edward Pettitt, Alex Tobin, Bianca Castro, Gordon Liu, Mary Kock, Shawn Owens Lemons and Mary Claire Neal and all encouraged the Board to require Rice Management Company to execute a Community Benefits Agreement exclusively with Houston Coalition for Equitable Development without Displacement (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.

Sharone Mayberry of Mayberry Homes introduced himself and thanked the Board for the work being done under its Affordable Housing Program. He also announced that he is exploring a multi-family affordable housing project in Third Ward and would present it to the Affordable Housing Team for review at a future date.

Kandi Schramm, Administrative Manager for the Midtown Redevelopment Authority read comments from an email by Zach Moser into the record. Mr. Moser shared his concerns with the Board regarding the actions of Rice Management Company (RMC) related to the innovation district and stated his support for denial of public support to RMC until a Community Benefits Agreement with HCEED is signed.

CONSENT AGENDA FOR THE AUTHORITY:

- a. Minutes for April 29, 2021;
- b. Monthly financial reports for April 30, 2021;
- c. Invoices from Trustee and Operating Accounts for May 2021.

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

AGREED UPON PROCEDURES AUDIT FOR FISCAL YEAR 2020.

Jessica Ortiz of Carr, Riggs & Ingram presented the Agreed Upon Procedures Audit for Fiscal Year 2020. Ms. Ortiz noted a clean audit with only one exception finding that a certificate of insurance covering the period from July 1, 2019 to May 19, 2020 was not obtained for the contract entered into with Martin Construction for the Affordable Housing Operations Center Project. She stated that no other exceptions were found. Director Goren made a motion to approve the Agreed Upon Procedures Audit for Fiscal Year 2020. The motion was seconded by Director Foster and carried by unanimous vote.

INVESTMENT REPORT FOR QUARTER ENDING MARCH 31, 2021.

Executive Director Thibodeaux, in his capacity as Investment Officer presented the Investment Report for Quarter Ending March 31, 2021. Mr. Thibodeaux reported that all accounts were invested in compliance with the Authority's Investment Policy. The Investment Report for Quarter Ending March 31, 2021 had a total average yield from interest bearing accounts of 0.1152867% for a total amount of interest earned of

\$6,120.93. Director Goren made a motion approving the Investment Report for Quarter Ending March 31, 2021. The motion was seconded by Director Murphy and carried by unanimous vote.

ECONOMIC DEVELOPMENT AGREEMENT WITH RICE MANAGEMENT COMPANY.

Barron Wallace of Bracewell LLP reported that this item would be discussed in executive session. Upon reconvening in open session, no action was taken regarding agenda item #7, the Economic Development Agreement with Rice Management Company.

MIDTOWN AFFORDABLE HOUSING PROGRAM:

AFFORDABLE HOUSING OPERATIONS CAMPUS:

CHANGE ORDER

Mr. Marshall presented a Change Order from Katy Blinds for 2” faux wood blinds and 3” vinyl vertical blinds to be installed in the apartment units in the amount of \$9,750.88. Director Fenz made a motion to approve the Change Order from Katy Blinds for 2” faux wood blinds and 3” vinyl vertical blinds to be installed in the apartment units in the amount of \$9,750.88. The motion was seconded by Director Murphy and carried by unanimous vote.

**STATUS REPORT ON AFFORDABLE HOUSING OPERATIONS CENTER LEASES;
ACKNOWLEDGMENT OF SIGNED LEASES.**

Mary Buzak of Bracewell LLP presented the executed Lease between Midtown Redevelopment Authority and Primary Care Cohort 2 PropCo LLC. She noted that additional work is being done regarding certain tenant improvements. Sean Haley, Interim Executive Director for CCPPI, reported that the Board should expect to see at least 5 leases in June and 1 in July.

VACANT LOT LANDSCAPE MAINTENANCE AGREEMENTS:

Peggy Foreman, of Burney and Foreman, presented the Resolution Authorizing the Midtown Redevelopment Authority (the “Authority”) or its Agent to Enter into Contracts for Affordable Housing Vacant Lot Landscape Maintenance Services with Trans Teq Environmental Solutions, Inc. and Four Eleven LLC; and Authorizing the Authority or its Agent to Take all Necessary Actions Regarding Same. Director Goren made a motion to approve the Resolution Authorizing the Midtown Redevelopment Authority (the “Authority”) or its Agent to Enter into Contracts for Affordable Housing Vacant Lot Landscape Maintenance Services with Trans Teq Environmental Solutions, Inc. and Four Eleven LLC; and Authorizing the Authority or its Agent to Take all Necessary Actions Regarding Same. 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):**

Ms. Foreman presented Resolution Authorizing the Midtown Redevelopment Authority (the “Authority”) or its Agent to Enter into a Development and Purchase Agreement with Park Street Homes, LLC and Providing for the Conveyance and Development of Certain Properties in Accordance with the Terms of Such Agreement; and Authorizing the Authority or its Agent to Take all Necessary Actions Regarding Same; Ms. Foreman summarized the proposed terms of the Development And Purchase Agreement relating to the conveyance of five (5) vacant lots and the subsequent construction of affordable homes for sale to, qualified homebuyers in Grand Park Square in the southeast portion of the City of Houston, in a community commonly known as South Union. Director Fenz made a motion to approve the Resolution Authorizing the

Midtown Redevelopment Authority (the “Authority”) or its Agent to Enter into a Development and Purchase Agreement with Park Street Homes, LLC and Providing for the Conveyance and Development of Certain Properties in Accordance with the Terms of Such Agreement; and Authorizing the Authority or its Agent to Take all Necessary Actions Regarding Same. The motion was seconded by Director Murphy and carried by unanimous vote.

AFFORDABILITY PERIOD FOR SINGLE FAMILY AFFORDABLE HOUSING

Todd Edwards reported that staff is continuing to work with CCPPI and other consultants on a revised affordability period for single family affordable housing and will bring a recommendation regarding revising the affordability period to the Board at a future board meeting.

AFFORDABLE HOUSING DEVELOPMENT UPDATE.

Mr. Edwards gave a brief update regarding pending affordable housing projects.

MIDTOWN CAPITAL IMPROVEMENT PROGRAM:

PARKS AND GREENSPACE – WALTER P. MOOR / DESIGN WORKSHOP

BAGBY PARK – STORAGE AND RENOVATIONS

Mr. Marshall reported that Midtown was announced as part of the World Landscape Architecture (WLA) Professional Merit Award, the winners will be announced later this summer. He also reported that the kiosk tenant in Bagby Park is continuing to work on their tenant improvements and anticipate opening in late July.

CHANGE ORDERS

Mr. Marshall reported that there were no change orders for this project being presented at this meeting.

CAROLINE STREET RECONSTRUCTION – ESPA CORP/KCI

Mr. Marshall reported that the Contractor has had some delay due to rain for the Caroline Street Reconstruction project. He reported that paving activity continues on the west lanes between McIlhenny and Pierce Streets and at the Gray and McGowen Streets intersection. Sidewalk installations are progressing between McIlhenny and Pierce Streets. Pedestrian light foundations are being installed on blockfaces between McGowen and Pierce Streets and pedestrian light poles have been installed between Elgin and McGowen Streets.

CHANGE ORDERS

Mr. Marshall presented the following Change Orders:

Change Order with CenterPoint Energy for the installation of conduit for additional streetlights in the amount \$54,427.00. Director Goren made a motion to approve the Change Order with CenterPoint Energy for the installation of conduit for additional streetlights in the amount \$54,427.00. The motion was seconded by Director Bond. Following all discussion, the motion 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 and consultants are continuing to review and evaluate the responses. He stated that an update will be provided at the next Board meeting.

EXECUTIVE SESSION

The Board entered into executive session to hear from the attorneys regarding the Economic Development Agreement with Rice Management Company.

ADJOURN

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

DocuSigned by:
Caton M. Fenz
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Caton Fenz, Assistant Secretary
7/8/2021

Date