

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

August 26, 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, August 26, 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, Mechelle Phillips, Jaime Giraldo, and Willie Larry; Barron F. Wallace and Mary Buzak of Bracewell LLP; Peggy Foreman of Burney & Foreman; Algenita Davis, Robert Bradford and Angie Gomez of CCPPI; Rachel Ray of Walter P. Moore; 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; LeRon Wilson of TIRZ#25; Alex Ramirez of Design WorkShop; Mariana Rashcke of The Goodman Corporation, Joy Fitzgerald, Consultant for CCPPI; and other attendees –David Edwards, Ed Pettit, Linda Trevino, Monica Aizpurua, Ryan Burns, John Mudd, Imani Nash, Allen Douglas, Mary Claire Neal, Uyiosa Elegon, Emily Patterson, Keith Kirven, Sam Dike, Emma Whalen, Nancy Sims, Bryan Grover, George Wyche, Scott Irby, Theodore Andrews, John Mulligan and Robin Owens. There were 66 attendees on the call; fourteen (14) of the attendees failed to introduce themselves and therefore their identities were unknown.

Chairman Odom called the meeting to order and welcomed 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:

Emily Patterson encouraged the Board to improve communications with Midtown residents especially regarding the status of construction on Caroline Street.

Uyiosa Elegon stated that he would also like to encourage the Board to be more communicative with the community regarding the proposal from Rice Management Company related to the ION District. He expressed concern about the Board entering into an agreement with Rice Management Company without requiring that Rice Management Company also enter into a Community Benefits Agreement exclusively with HCEED. He advised the Board that a Community Benefits Agreement with HCEED would be an effective

way to hold Rice Management Company accountable to the residents and businesses in the surrounding community who will be negatively affected by the proposed development within the ION District.

John Mulligan expressed concern about the Caroline Street Project and a large excavation site that has existed on Caroline Street for a long time. He stated that he was very concerned about potential flooding in the area.

CONSENT AGENDA FOR THE AUTHORITY:

- A. **MINUTES FOR JULY 8, 2021;**
- B. **MONTHLY FINANCIAL REPORTS FOR JUNE 30 AND JULY 31, 2021;**
- C. **INVOICES FROM TRUSTEE AND OPERATING ACCOUNTS FOR JULY 2021;**
- D. **REIMBURSEMENT TO PEARL RESIDENCES AT MIDTOWN OWNER LLC PURSUANT TO DEVELOPMENT AGREEMENT;**
- E. **REIMBURSEMENT TO CAYDON HOUSTON PROPERTY LP PURSUANT TO DEVELOPMENT AGREEMENT.**

Executive Director Thibodeaux presented the consent agenda. Director Murphy 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 UNIVERSITY, ACTING BY AND THROUGH RICE MANAGEMENT COMPANY.

Barron F. Wallace with Bracewell, LLC presented a detailed summary of the key terms of the Economic Development Agreement with Rice University, acting by and through Rice Management Company. Following an extensive discussion by the Board, Director Murphy made a motion to approve the Resolution Approving An Economic Development Agreement Between The Midtown Redevelopment Authority And Rice University, Acting By And Through Rice Management Company, Relating To The Ion District; Authorizing Certain Other Agreements And Conveyances Described Therein; And Authorizing The Authority Or Its Agent To Take All Necessary Actions Regarding Same. The motion was seconded by Director Goren and carried by 6 votes, with Director Middleton voting no.

MIDTOWN AFFORDABLE HOUSING PROGRAM:

AFFORDABLE HOUSING OPERATIONS CAMPUS;

Marlon Marshall reported that the Operations Campus is substantially complete. Residents are moving into the apartments at this time. The Garage construction is complete; waiting on the internet connection to activate the equipment. Management staff is working with the IT consultants for completion of the additional security and data equipment in order to all the function of the security system and access control devices at the Residential Apartment Building.

CHANGE ORDERS;

Mr. Marshall reported on change orders:

Change Order #28 for Security System infrastructure to provide servers, access cards and back up batteries to monitor the Operations Campus Office Building and Campus Apartments in the amount of \$21,886.13. Director Murphy made a motion to approve Change Order #28 for Security System

infrastructure to provide servers, access cards and back up batteries to monitor the Operations Campus Office Building and Campus Apartments in the amount of \$21,886.13. The motion was seconded by Director Goren and carried by unanimous vote.

Change Order #25R2 for Reconciliation of allowance credit in the amount of \$134,393.02. Director Murphy made a motion to approve Change Order #25R2 for Reconciliation of allowance credit in the amount of \$134,393.02. The motion was seconded by Director Middleton and carried by unanimous vote.

RESOLUTION AUTHORIZING A DEVELOPMENT AGREEMENT WITH NEW HOPE HOUSING, INC. FOR DEVELOPMENT OF A MULTI-FAMILY HOUSING PROJECT (0 CHACO STREET):

Peggy Foreman of Burney and Foreman reported that the team had engaged in negotiations of the terms of a Grant Agreement with New Hope Housing, Inc. to develop a multi-family housing development in the northern section of 3rd Ward. She stated that the project will consist of construction of a 3-story structure containing approximately 184, 1- and 2-bedroom rental units for households headed by persons 55 years of age or older. Ms. Foreman stated that approximately 20 of the units will be rented at market rates and the remainder would be rented for an amount that is affordable for low to moderate income persons/families. Director Goren made a motion to approve the Resolution authorizing a Grant Agreement with New Hope Housing, Inc. for Development of a Multi-Family Housing Project and to authorize the Chair or Executive Director to execute the Agreement. The motion was seconded by Director Murphy and carried by unanimous vote.

AFFORDABLE HOUSING DEVELOPMENT UPDATE.

Mr. Edwards stated that the Board packet contained a written Summary of Real Estate Activities for the month of August 2021. He stated that that CCPPI would be evaluating and conducting interviews with the 5 entities that submitted proposals in response to Request for Proposals for development of the 0 Calhoun Street property and will submit a recommendation to the Board at a future meeting. He also gave an update on the status of current single family development projects and reported that 19 of the 20 affordable units at St. Charles Place had been leased.

MIDTOWN CAPITAL IMPROVEMENT PROGRAM:

PARKS AND GREENSPACE – WALTER P. MOOR / DESIGN WORKSHOP

BAGBY PARK – STORAGE AND RENOVATIONS

Mr. Marshall reported that La Calle has opened for business at Bagby Park and they are excited to partner with Midtown in programming activities in the Park.

CHANGE ORDERS

Mr. Marshall reported that there were no change orders to be presented at this meeting.

BALDWIN PARK

Mr. Marshall reported that six (6) bids had been received for the Baldwin Park Improvements consisting of perimeter lighting, installation of playground equipment and additional electrical infrastructure. He reported that 6 bids were received on July 21, 2021, and that after review and

evaluation, the lowest most responsible bid was submitted by Landscape Art in the amount [of] not to exceed \$463,558.31. He reminded the Board that the Midtown Management District will pay the purchase cost of the new playground equipment to be installed in Baldwin Park. Director Goren made a motion to award the Contract to Landscape Art in the amount of \$463,558.31. The motion was seconded by Director Foster and carried by unanimous vote.

CAROLINE STREET RECONSTRUCTION – ESPA CORP/KCI

Mr. Marshall reported that the Contractor continues waterline and drainage installation and roadway paving and sidewalk installations between Gray and Pierce Streets. He reported that the Contractor continues to work on rain garden walls and conduit installation for streetscape lighting and irrigation between McGowen and Pierce Streets and rain garden excavations and grading for landscape installations between Elgin and McIlhenny Streets. Mr. Marshall reported that the MRA staff again met with TxDOT Leadership to advocate for increased efforts to get the project completed and for better communications with the nearby residents and the surrounding Midtown community. Mr. Marshall thanked Director Camille Foster for her participation in the call to better understand the issues relating to this project.

CHANGE ORDERS

Mr. Marshall presented the following Change Orders:

Change Order #48 for work zone pavement markings included in the revised traffic control plan for the Caroline Street Reconstruction Project in the amount of \$50,008.10. Director Bond made a motion to approve Change Order #48 for work zone pavement markings included in the revised traffic control plan for the Caroline Street Reconstruction Project in the amount of \$50,008.10. The motion was seconded by Director Goren and carried by unanimous vote.

Change Order #49 for revisions to the traffic control plan on Webster between Caroline and Austin Streets in the amount of \$8,801.24. Director Murphy made a motion to approve Change Order #49 for revisions to the traffic control plan on Webster between Caroline and Austin Streets in the amount of \$8,801.24. The motion was seconded by Director Goren and carried by unanimous vote.

Change Order #51 for installation of fire hose and connections to provide temporary water source to fire sprinkler system at 2808 Caroline Street in the amount of \$1,081.65. Director Foster made a motion to approve Change Order #51 for installation of fire hose and connections to provide temporary water source to fire sprinkler system at 2808 Caroline Street in the amount of \$1,081.65. The motion was seconded by Director Middleton and carried by unanimous vote.

Change Order #52 for an additional message board which was required by the revised traffic control plan at the Caroline and McGowen Streets intersection in the amount of \$2,545.42. Director Goren made a motion to approve Change Order #52 for an additional message board which was required by revised traffic control plan at the Caroline and McGowen Streets intersection in the amount of \$2,545.42. The motion was seconded by Director Foster and carried by unanimous vote.

Change Order #53 for the extra work required to cut, plug, remove and dispose of sections of existing waterlines planned to be abandoned in locations that conflict with construction activities in the amount of \$2,088.55. Director Foster made a motion to approve Change Order #53 for the extra work required to cut, plug, remove and dispose of sections of existing waterlines planned to be abandoned in a place that conflict with construction activities for a

cost of \$2,088.55. The motion was seconded by Director Murphy and carried by unanimous vote.

Change Order #9 for Traffic System Construction, Inc. for the repair of one 2” PVC conduit under the existing roadway which required crews to re-pull conductors as needed to return the intersection to its existing condition in the amount of \$8,305.61. Director Goren made a motion to approve Change Order #9 for Traffic System Construction, Inc. for the repair of one 2” PVC conduit under the existing roadway, which required crews to repull conductors as needed to return the intersection to its existing condition in the amount of \$8,305.61. The motion was seconded by Director Murphy and carried by unanimous vote.

PROFESSIONAL SERVICES AGREEMENTS - ARCHITECTURAL AND ENGINEERING SERVICES.

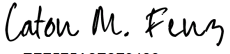
Mr. Marshall reported that the evaluation team, after seeing the number of responses and the qualifications of the firms, decided to recommend the creation of pre-qualified groupings of Architectural and Engineering Firms from which the Midtown staff could select firms to provide professional services as needed to implement the MRA Capital Improvement Plan. He further stated that the staff is working with the Bracewell law firm to update the basic form of professional services agreement and that each final agreement for a specific project, the final agreement would come to the Board for consideration and approval. Director Goren made a motion to authorize the Executive Director to negotiate final professional services agreements with firms selected from the Pre-Qualified Group of consultants to provide professional architectural and engineering services for the implementation of the MRA Capital Improvement Plan. The motion was seconded by Director Murphy and carried by unanimous vote.

EXECUTIVE SESSION

The Board did not enter into executive session for this meeting.

ADJOURN

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

DocuSigned by:

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Caton Fenz, Assistant Secretary
10/1/2021
Date