

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

August 29, 2024

A regular meeting of the Board of Directors (the “Board”) of the Midtown Redevelopment Authority (the “Authority”) was held at 410 Pierce Street, First Floor Conference Room, Houston, Texas 77002 and via videoconference on Thursday, August 29, 2024, 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	Terence Fontaine	7	Deanea LeFlore
3	Michael Lewis	8	James Gilford
4	Michael T. Murphy	9	Zoe Middleton
5	Al Odom		

and all of the above were present in person at the meeting location except Directors Foster, Gilford and Murphy, who were absent, and Director Lewis, who was present via video conference.

In attendance were Authority staff members Matt Thibodeaux, Kandi Schramm, Vernon Williams, Marlon Marshall, Jeremy Rocha, Kayler Williams, David Thomas, Cynthia Alvarado; Melissa Morton of The Morton Accounting Services; Chandler Snipe, Consultant; Peggy Foreman of Burney & Foreman; Mary Buzak of Bracewell LLP; Algenita Davis and Sean Haley of CCPPI; Carol Harrison of IDS Engineering; Walter P. Moore and Rachel Ray of Walter P. Moore; Andrea Perea of RDLR Architects; Linda Ragland of The Herbert Stroman Foundation; Pastor Linda Davis of Boynton Chapel Church; Willie A. Taylor of Holman Street Baptist Church; Zack Martin of Martin Construction Management & Designs, LLC; Harriett Latimer and Lori Hernandez of Harriett Latimer & Associates, Yaneth Martell, Ray Valdez, Gordon Quan, and David Carbajal of LULAC Council 60; Desmond Bertrand-Pitts of Buffalo Soldiers National Museum; Patricia Joiner of Knudson LP; Greg Marchbanks of The Marchbanks Company; Scott Harbors, Midtown resident; and Bill Flores.

In attendance via video conference were Ashley Small and Ashley Segura of Medley, Inc.; Jennifer Curley of the City of Houston; Sally Adame, Chrystal Davis-Robinson; Mike Pittman; Jennifer Gribble, President of Super Neighborhood #62; Lynda Guidry of Super Neighborhood #62; Aaron Moore; Roberta F. Burroughs of Roberta F. Burroughs & Associates; Graciela Saenz; Jamie Rickenbacker; and one additional attendee who was not identified by first and last name.

Director Odom called the meeting to order.

PUBLIC COMMENTS

Rev. Linda Davis introduced herself to the Board.

CONSENT AGENDA FOR THE AUTHORITY

MINUTES FOR JUNE 26, 2024

MONTHLY FINANCIAL REPORTS FOR JULY 30, 2024

RATIFY GRANT AGREEMENT BETWEEN THE BLOOMBERG FAMILY FOUNDATION, INC AND MIDTOWN REDEVELOPMENT AUTHORITY

RESOLUTION DESIGNATING AUTHORIZED REPRESENTATIVES TO ESTABLISH BANKING RELATIONSHIPS WITH APPROVED QUALIFIED BANKS AND OTHER FINANCIAL INSTITUTIONS

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 Middleton and carried by unanimous vote.

CULTURAL FACILITIES

Marlon Marshall, Sr. Director of Engineering and Strategic Development, provided an overview of the cultural facilities grant applications from Buffalo Soldiers National Museum and C60, Inc. (LULAC Council 60). Authority staff have reviewed the application and supporting information submitted by each organization and recommend a cultural facilities grant in the amount of \$500,000 for each organization payable over two fiscal years. Mr. Marshall stated that in making their recommendation, Authority staff looked at the proposed projects, the project plan for the TIRZ, the available funds for cultural facilities and the Authority's budget. Mr. Marshall noted that the amount budgeted for cultural facilities in the project plan for the TIRZ is \$16.6 million over the life of the TIRZ, and approximately \$6 million of that amount has been spent to date.

Mr. Marshall reported that Authority staff has been in communication with City representatives regarding the availability of TIRZ funding for public and cultural facilities such as fire stations, police stations, and libraries. Following questions from the Board, Mr. Thibodeaux clarified that the City has not yet made a specific formal funding request to the Authority with regard to these types of projects.

Mr. Thibodeaux mentioned that representatives of each organization were present at the meeting to answer questions from the Board and that letters of support were received on behalf of both organizations and were included in the board packet for the meeting. Authority staff responded to questions from the Board regarding the allocation of funds in the project plan and noted that any amendments to the project plan would require approval by both the Board and the City.

There was a robust discussion among the Board members regarding the recommended grant amounts, the timing of awarding the grants, and the community impact of the cultural facility projects being partially funded by the grants.

Director Lewis made a motion to table the agenda item relating to the award of cultural facilities grants. The motion was seconded by Director Goren. Following all discussion, the motion failed by majority vote, with Directors Lewis and Goren voting yes and Directors Odom, Middleton, Fontaine & LeFlore voting no.

Director Middleton made a motion to accept the staff recommendation as presented and award a cultural facilities grant in the amount of \$500,000 to Buffalo Soldiers National Museum. The motion was seconded by Director Fontaine. Following all discussion, the motion carried by majority vote, with Directors Odom, Middleton, Fontaine and LeFlore voting yes and Director Lewis and Goren voting no.

LULAC

Director LeFlore made a motion to accept the staff recommendation as presented and award a cultural facilities grant in the amount of \$500,000 to C60, Inc. (LULAC Council 60). The motion was seconded by Director Fontaine. Following all discussion, the motion carried by majority vote, with Directors Odom, Middleton, Fontaine, Goren and LeFlore voting yes and Director Lewis voting no

HOTEL SAINT AUGUSTINE – LORETTO DRIVE IMPROVEMENTS PROJECT PRESENTATION

Mr. Marshall provided background information regarding the Hotel Saint Augustine – Loretto Drive Improvements Project.

Patricia Joiner of Knudson LP and Greg Marchbanks of The Marchbanks Company presented more detailed conceptual plans for the Hotel Saint Augustine - Loretto Drive Improvements Project. Ms. Joiner stated that the current assessed value of the property where the Hotel Saint Augustine is being developed is \$6.8 million, and upon completion of the hotel in January 2025, the property value is estimated to be approximately \$20 million. Ms. Joiner stated that presently the infrastructure surrounding the hotel is inadequate and that the developer is spending approximately \$4 million for infrastructure improvements and has requested funding from the Authority in the amount of \$500,000 for certain improvements along a portion of Loretto Drive. Ms. Joiner reminded the Board that the Hotel Saint Augustine will be fully taxable and will generate sufficient tax increment for the Authority to reimburse the developer over a relatively short period of time. Mr.

Marchbanks gave an overview of the partnership with The Menil and cited other community support for the project.

Mr. Marchbanks and Ms. Joiner responded to questions from Board members regarding the hotel, the timeline for construction and for reimbursement of certain costs of the Loretta Drive improvements, and the number of jobs that will be created once the hotel is operational. Mr. Marchbanks stated the hotel will be open 24/7 and he estimates that approximately 150 full and part-time staff members will be employed to operate the hotel, which consists of 71 guest rooms, restaurants and bars, and space for special events.

Mr. Marshall stated that it will be necessary to work with the Authority's consultants and attorneys to negotiate the terms of an agreement with the developers of the project. He further stated that this request was placed on the agenda so that the Board was made aware of the request and the fact that discussions were taking place. He stated that the request will be placed on a future Board agenda for consideration.

INVESTMENT REPORT FOR QUARTER ENDING JUNE 30, 2024

Melissa Morton of The Morton Accounting Services presented the written investment report for the quarter ending June 30, 2024. Ms. Morton reported that the average yield on all accounts for the quarter was 3.2210%, with the highest yield from the LOGIC accounts at 5.43% on average. The amount of interest earned for the quarter on all accounts was \$323,601.

Director Goren made a motion to approve the investment report for the quarter ending June 30, 2024. The motion was seconded by Director Fontaine and carried by unanimous vote.

AFFORDABLE HOUSING PROGRAM

AFFORDABLE HOUSING OPERATIONS CAMPUS

CHANGE ORDERS

Mr. Marshall reported that there were no change orders.

GRANT AGREEMENT WITH BOYNTON-HOUSTON COMMUNITY DEVELOPMENT CORPORATION FOR DEVELOPMENT OF 13 SINGLE-FAMILY HOMES FOR SALE TO QUALIFIED HOMEBUYERS

Peggy Foreman of Burney and Foreman presented a grant agreement with Boynton-Houston Community Development Corporation, Inc., a non-profit

organization participating in the City's Affordable Housing Development Program. Pursuant to the Grant Agreement, Boynton-Houston Community Development Corporation, Inc. will develop 13 single-family homes for sale to qualified homebuyers, and the qualified homebuyers will be eligible for up to \$50,000 in homebuyer assistance from the City pursuant to the terms of a Memorandum of Understanding between the Authority and the City.

Director Middleton made a motion to approve a grant agreement with Boynton-Houston Community Development Corporation, Inc. for development of 13 affordable homes. The motion was seconded by Director Goren and carried by unanimous vote.

GRANT AGREEMENT WITH THE HERBERT STROMAN FOUNDATION FOR DEVELOPMENT OF 8 SINGLE-FAMILY HOMES FOR SALE TO QUALIFIED BUYERS

Ms. Foreman presented a grant agreement with The Herbert Stroman Foundation, a non-profit organization which is also participating in the City's Affordable Housing Development Program. The Herbert Stroman Foundation will construct 8 single-family homes for sale to qualified homebuyers, who are eligible to receive up to \$50,000 in homebuyer assistance from the City.

Director Goren made a motion to approve a grant agreement with The Herbert Stroman Foundation for development of 8 affordable homes. The motion was seconded by Director Middleton and carried by unanimous vote.

MIDTOWN CAPITAL IMPROVEMENTS PROGRAM

CAROLINE STREET RECONSTRUCTION

i. **CHANGE ORDERS**

Mr. Marshall reported there were no change orders.

ii. **REMEDIAL DRAINAGE PILOT PROJECT**

Mr. Marshall reported that the construction contract for the remedial drainage pilot project is currently being reviewed and a pre-construction meeting is planned for September.

- i. Construction Management and Inspection Additional Services Request.

Mr. Marshall advised the Board of a request by TLC Engineering to provide on-site construction management and inspection services for the remedial drainage pilot project at an additional cost of \$10,455.

Director Goren made a motion to approve extending the agreement with TLC Engineering to provide on-site construction management and inspection services for the remedial drainage pilot project at an additional cost of \$10,455. The motion was seconded by Director Fontaine and carried by unanimous vote.

ii. Work Order for Construction Materials Testing Services

This item was tabled.

BRAZOS STREET BRIDGE LANDSCAPE IMPROVEMENTS

i. Change Orders

Mr. Marshall reported that there were no change orders.

ii. Construction Management and Inspection Additional Services Request – Middleton Brown

Mr. Marshall reminded the Board that the Brazos Street Bridge landscape improvements project will enhance the landscaped area at the Bagby/Elgin intersection into green space adjacent to the Brazos Bridge facing Bagby Street. The scope of work includes tree planting, shrub and groundcover planting, site cleanup, irrigation, traffic control, and reinstallation of existing signage. The contractor has repaired damage caused by Hurricane Beryl. Staff is working with consultants on project close-out documentation, and Middleton Brown, LLC, the construction manager, submitted a request to amend the contract to provide additional services relating to project close-out, partly due to the impact of Hurricane Beryl on the project, at an additional cost of \$ \$3,610.

Director Goren moved to approve a contract amendment for the additional service request from Middleton Brown, LLC in the amount of \$3,610 for project close-out services. The motion was seconded by Director Fontaine and carried by unanimous vote.

BRAZOS STREET RECONSTRUCTION

Mr. Marshall reminded the Board that the Brazos Street Reconstruction project will include roadway, infrastructure, and streetscape enhancements along Brazos Street between St. Joseph Parkway and Elgin Street. Authority staff has met with Houston Public Works to discuss this project along with other TIRZ projects that are currently on temporary hold. Mr. Marshall reported that he anticipates that the City will provide an update on project hold status in September.

NORTH HOUSTON HIGHWAY IMPROVEMENT PROJECT (NHHIP) – CAROLINE/WHEELER DECK PARK

Mr. Marshall reported that the Authority is partnering with the Downtown Redevelopment Authority and the OST/Almeda Corridors Redevelopment Authority to jointly pursue a federal planning grant through the Reconnecting Communities Program for projects designed to mitigate the impact of man-made transportation infrastructure projects like TxDOT's North Houston Highway Improvement Project ("NHHIP"). The three partnering entities are seeking a grant in the amount of \$2 million for additional planning services for CAPs for NHHIP Segment 3 improvements. The Authority is focused on funding conceptual designs for a deck park project at Caroline and Wheeler Streets. If awarded the \$2 million planning grant, each of the three partnering entities would provide a \$167,000 contribution for the 20% local match of \$500,000. The application deadline is September 30, 2024. The application will be submitted by a nonprofit organization comprised of representatives from each of the three entities.


Following his report, Mr. Marshall responded to questions from Board members regarding the application process and use and disbursement of any grant funds that may be awarded.

EXECUTIVE SESSION

There was no closed executive session.

ADJOURN

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

DocuSigned by:

Camille Foster, Assistant Secretary
10/3/2024

Date