

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

January 27, 2022

A regular meeting of the Board of Directors (the "Board") of the Midtown Redevelopment Authority (the "Authority") was held in person and by video conferencing at the offices of Bracewell LLP, 711 Louisiana, Suite 2300, Houston, Texas 77002, and via video and telephonic conferencing on Thursday, January 27, 2022, 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		

Directors Odom, Goren, Bond, Fenz and Middleton were physically present; Director Foster was present via WebEx video conferencing and Directors Murphy and Thomas were absent.

Barron F. Wallace and Mary Buzak of Bracewell LLP were also physically present at the meeting.

In attendance via video and telephonic conferencing were Midtown Staff members: Vernon Williams, Kandi Schramm, Todd Edwards, David Thomas, Theresa Gilmore, Marlon Marshall, Jaime Giraldo, Mark Sullivan, Willie Larry, Amaris Salinas, Mechelle Phillips, Madeline Pena, Daniella Fanfair and Cynthia Alvarado; Peggy Foreman of Burney & Foreman; Algenita Davis, Robert Bradford, Joy Fitzgerald, Linda Larry Mitchell and Angie Gomez of CCPPI; Rachel Ray of Walter P. Moore; Carol Harrison of IDS Engineering; Jennifer Curley of the City of Houston; Alex Ramirez of Design Workshop; Rebecca Leonard of Lionheart Places; Interim Executive Director Sean Haley of CCPPI; Robert McHaney and Mariana Raschke of The Goodman Corp.; Theola Petteway and Anderson Stoute of OST/Alameda Redevelopment Authority; Peter Freedman of Agape Homes CDC; Ashley Small of One World Strategy Group, LLC; and other attendees – Jem Marshall, LeRon Wilson, Robert Settle, Bill Haley, Brian Van Tubergen, Emily Patterson, Malaki Sims, Nicole White, Patsy Lewis and Theadore Andrews. Robert Mjoen was physically present at the meeting.

Chairman Odom called the meeting to order.

PUBLIC COMMENTS:

No public comments were given at this meeting.

CONSENT AGENDA FOR THE AUTHORITY:

MINUTES FOR DECEMBER 9, 2021;
MONTHLY FINANCIAL REPORTS FOR NOVEMBER 30, AND DECEMBER 31 2021;
INVOICES FROM TRUSTEE AND OPERATING ACCOUNTS FOR DECEMBER 31, 2021

Administrative Manager Kandi Schramm presented the consent agenda. Director Fenz made a motion to approve the consent agenda as presented. The motion was seconded by Director Goren and carried by unanimous vote.

MIDTOWN AFFORDABLE HOUSING PROGRAM

**AFFORDABLE HOUSING OPERATIONS CAMPUS;
CHANGE ORDERS;**

Marlon Marshall, Director of Engineering and Construction, reported that Humana CenterWell completed its build-out of the first floor of the Affordable Housing Operations Campus and held a soft opening of the facility.

**RESOLUTION AUTHORIZING DEVELOPMENT AND PURCHASE AGREEMENT WITH
CR DESIGN BUILD LLC FOR DEVELOPMENT OF SINGLE-FAMILY AFFORDABLE
HOUSING;**

Peggy Foreman of Burney & Foreman presented the Resolution Authorizing Development and Purchase Agreement with CR Design Build LLC for Development of Single-Family Affordable Housing. Director Goren made a motion to approve the Resolution Authorizing Development and Purchase Agreement with CR Design Build LLC for Development of Single-Family Affordable Housing. The motion was seconded by Director Bond and carried by unanimous vote.

**RESOLUTION AUTHORIZING DEVELOPMENT AND PURCHASE AGREEMENT WITH
HENBY REALTY GROUP LLC FOR DEVELOPMENT OF SINGLE-FAMILY
AFFORDABLE HOUSING;**

Ms. Foreman presented the Resolution Authorizing Development and Purchase Agreement with Lin Development Group, LLC for Development of Single-Family Affordable Housing. Director Bond made a motion to approve the Resolution Authorizing Development and Purchase Agreement with Henby Realty Group LLC for Development of Single-Family Affordable Housing. The motion was seconded by Director Fenz and carried by unanimous vote.

**RESOLUTION AUTHORIZING DEVELOPMENT AND PURCHASE AGREEMENT WITH
LIN DEVELOPMENT GROUP, LLC FOR DEVELOPMENT OF SINGLE-FAMILY
AFFORDABLE HOUSING;**

Ms. Foreman presented the Resolution Authorizing Development and Purchase Agreement with Lin Development Group, LLC for Development of Single-Family Affordable Housing. Director Middleton made a motion to approve the Resolution Authorizing Development and Purchase Agreement with Lin Development Group, LLC for Development of Single-Family Affordable Housing. The motion was seconded by Director Fenz and carried by unanimous vote.

**RESOLUTION AUTHORIZING OPTION AGREEMENT WITH MAYBERRY HOMES,
INC. TO PROVIDE SITE CONTROL FOR DEVELOPMENT OF SINGLE-FAMILY
AFFORDABLE HOUSING;**

Ms. Foreman presented the Resolution Authorizing Option Agreement with Mayberry Homes, Inc. to Provide Site Control for Development of Single-Family Affordable Housing. Ms. Foreman advised the Board that the purpose of the Option Agreement was to allow the Authority and Mayberry Homes, Inc. to move forward with submission of a full application for participation and funding in response

to the City of Houston's Request for Proposals under its Affordable Housing Development Program. Mr. Edwards reminded the Board that the Authority is working with certain developers to apply for funding to facilitate development by reducing infrastructure costs on certain larger tracts of Authority owned property. Director Goren made a motion to approve the Resolution Authorizing Option Agreement with Mayberry Homes, Inc. to Provide Site Control for Development of Single-Family Affordable Housing. Following all discussion, the motion was seconded by Director Fenz and carried by unanimous vote.

RESOLUTION AUTHORIZING OPTION AGREEMENT WITH COLE KLEIN BUILDERS, LLC TO PROVIDE SITE CONTROL FOR DEVELOPMENT OF SINGLE-FAMILY AFFORDABLE HOUSING;

Ms. Foreman presented the Resolution Authorizing Option Agreement with Cole Klein Builders, LLC to Provide Site Control for Development of Single-Family Affordable Housing. Ms. Foreman advised the Board that the purpose of the Option Agreement was to allow the Authority and Cole Klein Builders, LLC to move forward with submission of a full application for participation and funding in response to the City of Houston's Request for Proposals under its Affordable Housing Development Program. Director Middleton made a motion to approve the Resolution Authorizing Option Agreement with Cole Klein Builders, LLC to Provide Site Control for Development of Single-Family Affordable Housing. The motion was seconded by Director Goren and carried by unanimous vote.

RESOLUTION AUTHORIZING OPTION AGREEMENT WITH CITIZEN TRANSIT LLC DBA DAGGETT JONES DEVELOPMENT TO PROVIDE SITE CONTROL FOR DEVELOPMENT OF SINGLE-FAMILY AFFORDABLE HOUSING;

Ms. Foreman presented the Resolution Authorizing Option Agreement with Citizen Transit LLC DBA Daggett Jones Development to Provide Site Control for Development of Single-Family Affordable Housing. Ms. Foreman advised the Board that the purpose of the Option Agreement was to allow the Authority and Citizen Transit LLC DBA Daggett Jones Development to move forward with submission of a full application for participation and funding in response to the City of Houston's Request for Proposals under its Affordable Housing Development Program. Director Middleton made a motion to approve the Resolution Authorizing Option Agreement with Citizen Transit LLC DBA Daggett Jones Development to Provide Site Control for Development of Single-Family Affordable Housing. The motion was seconded by Director Bond and carried by unanimous vote.

RESOLUTION AUTHORIZING OPTION AGREEMENT WITH AGAPE HOMES CDC TO PROVIDE SITE CONTROL FOR DEVELOPMENT OF SINGLE-FAMILY AFFORDABLE HOUSING;

Ms. Foreman presented the Resolution Authorizing Option Agreement with Agape Homes CDC to Provide Site Control for Development of Single-Family Affordable Housing. Ms. Foreman advised the Board that the purpose of the Option Agreement was to allow Agape Homes CDC to move forward with submission of a full application for participation and funding in response to the City of Houston's Request for Proposals under its Affordable Housing Development Program. Director Goren made a motion to approve the Resolution Authorizing Option Agreement with Agape Homes CDC to Provide Site Control for Development of Single-Family Affordable Housing. The motion was seconded by Director Bond and carried by unanimous vote.

AFFORDABLE HOUSING DEVELOPMENT UPDATE.

Mr. Edwards reported that a link to a digital library showing some of the work of the MRA Affordable Housing Program had been sent to the Board Members.

MIDTOWN CAPITAL IMPROVEMENT PROGRAM:

CAPITAL IMPROVEMENTS PLAN SURVEY – LIONHEART PLACES

Mr. Marshall introduced Rebecca Leonard of Lionheart Places and asked that she present the results of the Community Capital Improvements Plan Survey conducted by Lionheart Places. Ms. Leonard reported that the survey was conducted to obtain community input regarding needed capital improvements in Midtown. Ms. Leonard reported that 535 people participated in the survey. Mr. Marshall expressed appreciation for the Midtown staff and public relations team for the creative use of Midtown's various social media platforms to encourage people to respond to the survey.

PARKS AND GREENSPACE - WALTER P MOORE / DESIGN WORKSHOP

BALDWIN PARK

Mr. Marshall reported that the Contractor is still awaiting receipt of the required permits from the City of Houston so that work can begin. He reported that the Contractor was able to move forward with installation of tree protection in Baldwin Park.

CAROLINE STREET RECONSTRUCTION – ESPA CORP/KCI

Mr. Marshall reported that the current schedule calls for construction of this project to be complete by March of 2022, however he advised that the Midtown staff and consultants do not believe that this expected completion date is realistic. He stated that the contractor is making progress on heavy road work, installation of pavers, bike racks, landscape, trees and final sidewalks.

CHANGE ORDERS

Mr. Marshall presented Change Orders:

Change Order #59 in an amount not to exceed \$41,073.50 for rerouting existing storm sewer. Director Bond made a motion to approve Change Order #59 in an amount not to exceed \$41,073.50 for rerouting of existing storm sewer. The motion was seconded by Director Goren and carried by unanimous vote.

Change Order #60 in an amount not to exceed \$2,099.00 for tree removal and stump grinding of two additional trees impacting streetscape layout. Director Middleton made a motion to approve Change Order #60 in an amount not to exceed \$2,099.00 for tree removal and stump grinding of two additional trees impacting streetscape layout. The motion was seconded by Director Foster and carried by unanimous vote.

Change Order #61 in the amount not to exceed \$2,604.86 for the adjustment of two existing sanitary sewer manholes to the elevation of the new pavement and sidewalk. Director Goren made a motion to approve Change Order #61 in the amount not to exceed \$2,604.86 for the adjustment of two existing sanitary sewer manholes to the elevation of the new pavement and sidewalk. The motion was seconded by Director Fenz and carried by unanimous vote.

Change Order #62 in the amount of \$29,975.24 for adjustments to the level of rain garden grate crossings due to changes in right-of-way layout by property owners. Director Middleton made a motion to approve Change Order #62 in the amount of \$29,975.24 for adjustments to the level of rain garden grate crossings due to changes in right-of-way layout by property owners. The motion was seconded by Director Foster and carried by unanimous vote.

Mr. Marshall presented Change Orders for the Traffic Systems Construction – COH Traffic Signals:

The first Change Order in an amount not to exceed \$71,349.25 for additional material added to the standard COH contract for upgrades to match the Midtown traffic signal standards (black powder coated traffic signal and pedestrian poles). Director Goren made a motion to approve the Change Orders for the Traffic Systems Construction – COH Traffic Signals in an amount not to exceed \$71,349.25 for additional material added to the standard COH contract for upgrades to match the Midtown traffic signal standards (black powder coated traffic signal and pedestrian poles). The motion was seconded by Director Fenz and carried by unanimous vote.

The second Change Order in an amount not to exceed \$30,874.84 for the addition of illuminated street name signs to match Midtown traffic signal standards. Director Fenz made a motion to approve Change Order in an amount not to exceed \$30,874.84 for the addition of illuminated street name signs to match Midtown traffic signal standards. The motion was seconded by Director Bond and carried by unanimous vote.

INTERLOCAL AGREEMENT WITH CITY OF HOUSTON TO INCLUDE ADDITIONAL MIDTOWN IMPROVEMENTS ON CITY'S 72-INCH WATERLINE PROJECT ALONG CRAWFORD STREET (WBS NO. S-000900-0131-4)

CHANGE ORDERS

Change Order #8 in an amount not to exceed \$18,557.77 for Harper Brothers Construction to install Midtown Style Standard street name signs at three intersections in the Midtown. Director Fenz made a motion to approve Change Order #8 in an amount not to exceed \$18,557.77 for Harper Brothers Construction to install Midtown Style Standard street name signs at three intersections in Midtown. The motion was seconded by Director Goren and carried by unanimous vote.

INTERLOCAL AGREEMENT WITH CITY OF HOUSTON TO INCLUDE ADDITIONAL MIDTOWN IMPROVEMENTS ON CITY'S 72-INCH WATERLINE PROJECT ALONG TUAM, FANNIN AND HOLMAN STREETS (WBS NO. S-000900-0134-3)

Mr. Marshall presented the Interlocal Agreement with City of Houston to Include Additional Midtown Improvements on City's 72-Inch Waterline Project along Tuam, Fannin, and Holman Streets (WBS No. S-000900-0134-3). He stated that the improvements will include installation of bike lanes and pavement markings. Director Fenz made motion to approve the Interlocal Agreement with City of Houston to Include Additional Midtown Improvements on City's 72-Inch Waterline Project along Tuam, Fannin, and Holman Streets (WBS No. S-000900-0134-3). The motion was seconded Director Middleton and carried by unanimous vote.

ALABAMA STREET RECONSTRUCTION – THE GOODMAN CORPORATION

GRANT FUNDING COMMITMENT LETTER

Mr. Marshall presented the proposed Grant Funding Commitment Letter for application of grant funding for the West Alabama Street Reconstruction Project, with the intent to combine and coordinate the grant application efforts for the project between Midtown, the Montrose Redevelopment Authority and the Upper Kirby Management District to facilitate the design and construction of the project without involvement from TxDOT. Director Goren made a motion to approve the Grant Funding Commitment Letter. The motion was seconded by Director Middleton and carried by unanimous vote.

EXECUTIVE SESSION

The Board did not enter into a closed executive session at this meeting.

ADJOURN

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



Caton Fenz, Assistant Secretary



Date