

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

**October 27, 2022**

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, on Thursday, October 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		

and all the above were present except Directors Foster and Thomas.

In attendance were Authority staff members: Vernon Williams, Kandi Schramm, Todd Edwards, David Thomas, Theresa Gilmore, Marlon Marshall, Sally Adame, and Jalisa Hurst; Peggy Foreman of Burney & Foreman; Barron F. Wallace and Mary Buzak of Bracewell LLP; Melissa Morgan of Morgan CPA; Alex Ramirez of Design Workshop; Alex Ramirez of Design Workshop; Algenita Davis, Sean Haley, Linda Mitchell and Bob Bradford of CCPPI; Roberta Burroughs of Roberta F. Burroughs & Associates; Theola Petteway of OST/Alameda Redevelopment Authority; John Ivery of Walter P. Moore Engineering; Carol Harrison of Walter P. Moore, Katherine Williford of One World, Zack Martin of MCMD and Malinda Sims of Mors Development.

Chairman Odom called the meeting to order.

**PUBLIC COMMENTS**

There were no public comments.

Matt Thibodeaux and Kandi Schramm acknowledged the retirement of Theresa Gilmore, Financial Manager, and presented her with a plaque in appreciation of her 17 years of dedicated service to the Authority.

**CONSENT AGENDA FOR THE AUTHORITY**

**MINUTES FOR SEPTEMBER 29, 2022;**  
**MONTHLY FINANCIAL REPORTS FOR SEPTEMBER 2022;**

**INVOICES FROM TRUSTEE AND OPERATING ACCOUNTS FOR OCTOBER, 2022;  
FUNDING TO RICE UNIVERSITY, ACTING BY AND THROUGH RICE  
MANAGEMENT COMPANY PURSUANT TO DEVELOPER AGREEMENT;  
FUNDING TO PEARL RESIDENCES AT MIDTOWN OWNER PURSUANT TO  
DEVELOPMENT AGREEMENT.**

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

**MIDTOWN AFFORDABLE HOUSING PROGRAM.**

**AFFORDABLE HOUSING OPERATIONS CAMPUS;**

**CHANGE ORDERS;**

Marlon Marshall reported that there were no changes orders to be presented at this meeting.

**TENANT IMPROVEMENTS (LEVEL 4) - CONSTRUCTION CONTRACT.**

Mr. Marshall reported that a request for bids for tenant improvements for Level 4 of the AHOC building was published on October 4, 2022, and were bids received on October 18, 2022. After evaluation of all bids received, the evaluation team recommended awarding the project to David E. Harvey Builders, Inc. for tenant improvements on Level 4. Director Fenz made a motion to approve the recommendation of David E. Harvey Builders, Inc. for tenant improvements on Level 4. The motion was seconded by Director Goren and carried unanimous vote.

**NAI'S AFFORDABLE HOUSING OFFICE BUILDING OPERATION BUDGET FOR  
YEAR 2022.**

Todd Edwards reported that this item would be tabled until the next meeting.

**SALE OF AHOC PARKING GARAGE.**

Peggy Foreman of Burney & Foreman presented a Resolution Affirming the Sale and Leaseback of Certain Personal and Real Property (Together With The Improvements Thereon) To The Old Spanish Trail/Alameda Corridors Redevelopment Authority And Authorizing The Midtown Redevelopment Authority Or Its Agents To Take All Necessary Actions Related Thereto. Ms. Foreman reported that the sale of the Affordable Housing Operations Center Parking Garage to the Old Spanish Trail/Alameda Corridors Redevelopment Authority (OST) will close on October 28, 2022, for a total sale amount of Six Million Dollars (\$6,000,000.00). OST will lease the garage back to the Authority, and WinPark Management, LLC, will manage the parking garage. Director Fenz made a motion to approve the Resolution Affirming the Sale and Leaseback of Certain Personal and Real Property (Together

with The Improvements Thereon) To the Old Spanish Trail/Almeda Corridors Redevelopment Authority And Authorizing the Midtown Redevelopment Authority Or Its Agents To Take All Necessary Actions Related Thereto. The motion was seconded by Director Murphy. Director Goren abstained. Following all discussion, the motion carried by majority vote: Yes “5”; No “0” and Abstain “1”.

**COMPREHENSIVE REVIEW PROJECT (CRP) TEAM AFFORDABLE HOUSING RECOMMENDATIONS:**

**RESOLUTION AUTHORIZING OPTION AGREEMENTS AND/OR DEVELOPMENT AGREEMENTS WITH VARIOUS DEVELOPERS IN CONNECTION WITH THE SUBMISSION OF REQUESTS TO THE CITY OF HOUSTON AFFORDABLE HOMES DEVELOPMENT PROGRAM (AHDP) TO DEVELOP APPROXIMATELY 184 AFFORDABLE SINGLE-FAMILY HOMES FOR SALE TO QUALIFIED HOMEBUYERS.**

Ms. Foreman reported that the Executive Director Matt Thibodeaux, and Real Estate Manager Todd Edwards, along with members of the Comprehensive Review Project (CRP) team, have been in discussions with the Mayor’s Office, the director of the Houston Housing and Community Development Department (HHCDD), and other HHCDD staff regarding the City providing additional infrastructure support for the development of homes that are affordable for low-moderate income households, defined as households with incomes below 120% of the Area Median Income. The focus of these discussions was the need for support for infrastructure and other development costs to reduce home sales prices. The Authority has asked that the City of Houston (City) provide this infrastructure support in the amount of \$52,000 per unit for homes to be built in intact subdivisions and \$15,000 per unit for homes to be built on scattered sites. HHCDD anticipates handling this request via a second Affordable Home Development Program (AHDP–Phase II) application process. In 2021, the City introduced the AHDP. The purpose of the program is to support and incentivize the development of for-sale homes in low-moderate income neighborhoods. CCPPI is recommending that the Board authorize the Executive Director and/or Board officers to proceed with all necessary actions to facilitate the construction of approximately 184 units of affordable for-sale single-family homes under the AHDP–Phase II. Director Murphy made a motion to approve the Resolution Authorizing the Midtown Redevelopment Authority Or Its Agents To Enter Into Option Agreements, Grant Agreements And Development And Purchase Agreements With Various For-Profit And Not-For-Profit Developers And Providing For The Conveyance And Development Of Certain Properties As Affordable Housing In Accordance With The Terms Of Such Agreements; And Authorizing All Necessary Actions Related Thereto. The motion was seconded by Director Goren and carried by unanimous vote.

**RESOLUTION AUTHORIZING A DEVELOPMENT AGREEMENT WITH MAYBERRY HOMES INC. FOR DEVELOPMENT OF SINGLE-FAMILY HOMES FOR SALE TO QUALIFIED HOMEBUYERS PURSUANT THE TERMS OF THE CITY OF HOUSTON AFFORDABLE HOMES DEVELOPMENT PROGRAM (AHDP)**

Algenita Davis of CCPPI provided an overview of the Southern Palms Project which was selected by the City for participation in the AHDP – Phase I. Peggy Foreman presented the Resolution Authorizing the Midtown Redevelopment Authority (The "Authority") or Its Agent to Enter Into A Development And Purchase Agreement With Mayberry Homes, Inc. 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 reported that it is anticipated that Mayberry Homes Inc. will construct 40 to 41 single family homes with a sale price of \$250,000.00 per home. Mayberry Homes, Inc. is anticipated to receive a \$2,000,000 forgivable loan from the City to pay for certain infrastructure costs associated with the Southern Palms Project. Director Fenz made a motion to approve the Resolution as presented. Following all discussion, the motion was seconded by Director Goren and carried unanimously vote.

**RESOLUTION AUTHORIZING A GRANT AGREEMENT WITH AGAPE HOMES CDC FOR DEVELOPMENT OF SINGLE-FAMILY HOMES FOR SALE TO QUALIFIED HOMEBUYERS IN CONNECTION WITH THE CITY OF HOUSTON AFFORDABLE HOMES DEVELOPMENT PROGRAM (AHDP)**

Ms. Foreman presented the Resolution Authorizing the Midtown Redevelopment Authority (The "Authority") Or Its Agent to Enter Into A Grant Agreement With Agape Homes CDC 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. She reported that Agape Home CDC is being granted 4 tracts of land on which 7 to 8 units (depending upon City approvals for permitting), are to be constructed. Director Fenz made a motion to approve the Resolution as presented. The motion was seconded by Director Murphy. Director Goren abstained. Following all discussion, the motion carried by majority vote: Yes "4"; No "1" and Abstain "1".

**PROPOSAL FROM DAGGETT DEVELOPMENT LLC. DBA DAGGETT JONES.**

Ms. Davis presented a proposal from Daggett Development LLC DBA Daggett Jones to construct 33 single-family homes on the vacant property located at 5635 Martin Luther King, Jr. Boulevard, Houston, TX 77021. Daggett Development LLC represented that it has obtained commitments for private funding for the project and has opted not to participate in the City's AHDP–Phase II to assist with infrastructure costs. Director Fenz made a motion to authorize negotiations of a Development and Purchase Agreement with Daggett Development LLC to

construct 33 single-family affordable homes on the property located at 5635 Martin Luther King, Jr. Boulevard, Houston, TX 77021. The motion was seconded by Director Goren and carried by unanimous vote.

**AFFORDABLE HOUSING REPORT**

Mr. Edwards reported that the Authority received a Letter of Intent from MRH Properties to purchase certain tracts of Authority property.

**MIDTOWN CAPITAL IMPROVEMENTS PROGRAM**

**BALDWIN PARK - WALTER P MOORE / DESIGN WORKSHOP**

Marlon Marshall, Director, Engineering and Construction, reported that the Baldwin Park Improvements project has been completed and is in the close out phase.

**CHANGE ORDERS**

Mr. Marshall reported that there are no change orders to present at this meeting.

**CAROLINE STREET RECONSTRUCTION – ESPA CORP/KCI**

Mr. Marshall reported that the final pavement markings are being installed. The team is addressing the deficiency items in the TDLR inspection report.

**CHANGE ORDERS**

Mr. Marshall reported that there are no change orders to present at this meeting.

**MIDTOWN PARK – FRONT 90 IMPROVEMENTS - WALTER P MOORE / DESIGN WORKSHOP**

Mr. Marshall reported that the Midtown Park Front 90 Plaza Improvements Project contractor was completing the installation of a water hydrant with hose bib, concrete staining at stair landing, and landscaping and would wrap up in approximately 30 days. Mr. Marshall announced that Midtown Park won the American Landscape Award.

**CHANGE ORDERS**

Mr. Marshall reported that there are no change orders to present at this meeting.

**BRAZOS STREET RECONSTRUCTION – WALTER P MOORE**

**DESIGN SERVICES WORK ORDER**

Mr. Marshall reported the Design Services work order as well as a drainage mobility report will be presented at the next Board meeting.

**EXECUTIVE SESSION**

The Board did not enter into a closed executive session.

**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, Secretary

12/9/2022

Date