

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

October 31, 2019

A regular meeting of the Board of Directors (the “Board”) of the Midtown Redevelopment Authority (the “Authority”) was held at the Authority’s offices in Third Floor Conference Room of the Houston Exponential Building, 410 Pierce, Houston, Texas 77002, on Thursday, October 31, 2019 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	Vacant	7	Caton M. Fenz
3	Gayle Fortson	8	John Thomas
4	Pamela Ngo Castleman	9	Brandon Dudley
5	Al Odom		

and all of the above were present except Directors Castleman and Thomas.

Also in attendance were Matt Thibodeaux, Vernon Williams, Kandi Schramm, Todd Edwards, Cynthia Alvarado, Sally Adame, Theresa Gilmore, Marlon Marshall, David Thomas, Jalisa Hurst, Mechelle Phillips, Madeline Pena, and Amaris Salinas of Midtown; Barron F. Wallace of Bracewell LLP; Peggy Foreman of Burney & Foreman; Alyssa Hill of Carr, Riggs & Ingram, CPA; Algenita Davis, Angie Gomez and Linda Larry Mitchell of CCPPI; Roberta Burroughs of Roberta Burroughs & Associates; Zack Martin of MCMD; Rachel Ray of Walter P. Moore; Jeri Brooks of One World Strategy Group; Carol Harrison of IDS; Mariana Raschke of The Goodman Corporation; Henrietta Bodner of Super Neighborhood #62; Bob Sellingsloh and Michelle Soblesk of Wulfe & Co.; Jessie Roberts and B.T. Williams of A.O. Phillips & Associates; Rich Johnson of Change Happens; Brian Van Tubergen of University Village Civic Club; Ed Pettitt of East End Chamber of Commerce; Marcus McClendon of Harris County Pct. 1; and Alex Ramirez of Design Workshop.

Chairman Odom called the meeting to order and welcomed the guests.

PUBLIC COMMENTS.

Third Ward resident Brian Van Tubergen stated that he would like to see the entire Board replaced. Additionally, he expressed concerns regarding maintenance of properties owned by the Authority.

Ed Pettitt, a Third Ward property owner, stated that he would like to work with the Authority to help clean up the Third Ward neighborhood. He expressed concern about vacant lots next to schools and parks. He pointed out that the Authority owns several properties in the Third Ward. Mr. Pettitt provided the Board with a copy of a document produced by Rice University Baker Institute of Public Policy, entitled, “The Third Ward Comprehensive Needs Assessment Data Report” dated October 2019 for review.

Ric Johnson of Change Happens, stated that he has been a resident of the Third Ward community for 18 years. He asked the Board to consider donating land and creating a pocket park with

picnic tables on Live Oak Street near Ralston's which is an area where residents could play card games, checkers, chess, or host community art events with a live painting area in an effort to revitalize that particular section of the Third Ward.

CONSENT AGENDA FOR THE AUTHORITY:

- a. **MINUTES FOR SEPTEMBER 30, 2019;**
- b. **MONTHLY FINANCIAL REPORTS FOR SEPTEMBER 2019;**
- c. **INVOICES FROM TRUSTEE AND OPERATING ACCOUNTS FOR OCTOBER 2019.**
- d. **RATIFY FISCAL YEAR 2019 FINANCIAL AUDIT.**

Executive Director Matt Thibodeaux presented the Consent Agenda. Director Goren made a motion to approve Consent Agenda items a-d as presented. The motion was seconded by Director Fortson and carried by unanimous vote.

HARRIS COUNTY INTERLOCAL AGREEMENT.

Barron Wallace provided an update regarding the Interlocal Agreement with Harris County. He stated that the version of the Interlocal Agreement contained in the Board Information Packet was in substantially final form and provided a summary of certain provisions of the Agreement. Director Fenz made a motion to approve the revised Interlocal Agreement with Harris County, subject to final comments by counsel. The motion was seconded by Director Dudley. Following all discussion, the motion carried by unanimous vote.

MIDTOWN AFFORDABLE HOUSING PROGRAM:

- a. **AFFORDABLE HOUSING OPERATIONS CENTER;**
 - i. **Construction Change Orders.**

Marlon Marshall presented a proposal from Arch-Con Corporation for the CenterPoint Underground Duct Bank Installation along Emancipation Ave and Elgin Street in the amount of \$1,834,758.00. Director Fenz made a motion to approve the change order from Arch-Con Corporation in the amount of \$1,834,758.00 for the CenterPoint Underground Duct Bank installation along Emancipation Ave and Elgin Street. The motion was seconded by Director Goren. Following all discussion, the motion carried by unanimous vote.

Mr. Marshall reported that CenterPoint provided an estimated cost of \$109,916.00 for the removal of any overhead facilities and relocation of same into the Underground Duct Bank. Director Goren made a motion to approve the CenterPoint estimate to remove and relocate overhead facilities in the estimated amount of \$109,916.00. The motion was seconded by Director Fenz. Following all discussion, the motion carried by unanimous vote.

- b. **AGREEMENT WITH A.O. PHILLIPS & ASSOCIATES**

Mr. Edwards advised the Board that he would like to engage A.O. Phillips & Associates to provide certain services in connection with the affordable housing program, including

but not limited to assistance with developing certain operational procedures, construction monitoring, MWDBE participation goals compliance monitoring and certain other related services. Director Fenz made a motion to authorize the Midtown Staff to move forward with engaging A.O. Phillips & Associates to provide the stated services and present such agreement to the Board for final consideration at a later Board meeting. The motion was seconded by Director Dudley and carried by unanimous vote.

c. REQUEST TO MODIFY THE DEFINITION OF ‘MODERATE INCOME FAMILY’.

Todd Edwards and Peggy Foreman presented a request to modify the definition of “Moderate Income Family”. Ms. Foreman reminded the Board that it previously approved documents that are used to convey properties for affordable housing purposes which contain the income requirements for Qualified Homebuyers in connection with the Authority’s Affordable Housing Program. She stated that the Authority’s current definition of “Moderate Income Family” has an upper income limit of 110% of Area Median Income (AMI). Ms. Foreman stated that several developers have requested that the upper income limit be increased to 120% of AMI. She advised the Board that the City of Houston uses 120% of AMI for certain of its affordable housing programs and provided an example of the maximum household income for a family of four at 120% of AMI based on the 2019 income tables provided by the U.S. Department of Housing and Urban Development (HUD). She stated that the Staff agreed that expanding the definition of “Moderate Income Family” would increase the number of potential Qualified Homebuyers. Director Fenz made a motion to approve modifying the definition of a “Moderate Income Family” to families whose income is less than or equal to 120% of AMI. The motion was seconded by Director Fortson. Following all discussion, the motion carried by unanimous vote.

d. AFFORDABLE HOUSING DEVELOPMENT UPDATE.

Mr. Edwards updated the Board regarding maintenance of the properties owned by the Authority as part of their Affordable Housing Program. He reminded the Board that since it began acquiring property in 2005, the Authority has hired landscape maintenance crews to maintain the vacant properties on a monthly basis. He stated the areas where Midtown owns property, especially the Third Ward area has had a significant illegal dumping problem for many years and that it presents a challenge for maintaining Authority owned land. Mr. Edwards stated that the Authority would like to work with and engage the Third Ward community to assist with a new pilot program to help clean up the area. He stated that he has reached out to Keep Houston Beautiful and will work to coordinate with other non-profit organizations and community members on this effort. Mr. Edwards further stated that there needs to be a broader effort to help change the perceptions toward illegal dumping in the area. He stated that the Staff will reach out to the City of Houston’s Neighborhood Protection Department to see how it can assist with addressing the concerns of neighboring property owners. Finally, Mr. Edwards said that he will work to install fencing to the extent feasible and also work to engage builders to build out the remaining Authority owned properties in the area east of Scott Street.

MIDTOWN CAPITAL IMPROVEMENTS PROGRAM:

a. PARKS AND GREENSPACE - WALTER P MOORE / DESIGN WORKSHOP

i. **MIDTOWN PARK**

Marlon Marshall reported that the Midtown Park is a finalist in the Open Parks division for a ULI Development of Distinction Award. He also reported that the mosaic artwork to be installed on the fountain in the Front 90 Plaza has arrived in the United States and that installation is expected to begin in mid-November.

1. **CHANGE ORDERS – MILLIS**

Mr. Marshall presented Change Order #40 in the amount of \$10,065.48 for grading existing soil and removing excess dirt from the Front 90 restaurant site, installation of a temporary irrigation system and Bermuda Hydro mulch. Director Fenz made a motion to approve Change Order #40 in the amount of \$10,065.48 for grading existing soil and removing excess dirt from the Front 90 restaurant site, installation of a temporary irrigation system and Bermuda Hydro mulch. The motion was seconded by Director Goren and carried by unanimous vote.

2. **RESTAURANT UPDATES.**

Bob Sellingsloh of Wulfe & Co. provided a Food Hall Concept presentation to the Board for the restaurant space in the Midtown Park Front 90 Plaza. Mr. Sellingsloh and his team suggested that the Food Hall concept would provide a good option for the use of the restaurant space because it would allow for several smaller restaurants serving several different types of food. Mr. Sellingsloh presented conceptual drawings which showed a 2 story building with dining and restaurant space on the first floor and event space on the second floor. He stated that, the next steps would be for the Board to authorize a design team to move forward with design of the Food Hall. It is anticipated that it would likely take 2 to 2.5 years to complete design and construction of a Food Hall. Board members expressed an interest in moving forward with the concept of constructing a Food Hall on the Front 90 Plaza.

ii **Bagby Park – Storage and Renovations.**

Mr. Marshall reported that the contractor is moving forward with completion of storm sewer, lawn grading and turf installation.

1. **CHANGE ORDERS**

Mr. Marshall presented Change Order #1 for coordination, management and site preparation for canopy installation in the amount of \$3,352.51. Director Goren made a motion to approve Change Order #1 for coordination, management and site preparation for canopy installation in the amount of \$3,352.51. The motion was seconded by Director Fortson and carried by unanimous vote.

2. **KIOSK UPDATE**

Mr. Sellingsloh of Wulfe & Co. presented a request from the kiosk tenant, La Calle, to increase the size of the kiosk by adding a shipping container and a deck above the existing kiosk structure. He stated that La Calle contends that by

increasing the size of the restaurant, it would be able to produce more revenue per year. He further stated that La Calle would provide the funds required to increase the size of the restaurant and is requesting an increase in the term of their lease from 3 years to 5 years

b. CAROLINE STREET RECONSTRUCTION – ESPA CORP/KCI

Mr. Marshall gave a report on construction status. He also reported that the Staff met with the City's Public Works' representatives to discuss funding options for City requested upgrades to the water/sanitary/storm utilities and traffic signals. He stated that at a follow up meeting, the City's Public Works department representatives agreed to recommend that the City participate in funding the traffic signal upgrades at a cost of approximately \$700,000. He also reported that the Staff is continuing to work with the engineering team to review cost overruns relating to installation of underground utilities.

i. Change Orders

Mr. Marshall presented Change Order #18 in the amount of \$112,559.91 for the use of fast track pavement at intersections to reduce traffic impact as requested by the City of Houston. Director Goren made a motion to approve Change Order #18 in the amount of \$112,559.91 for the use of fast track pavement at intersections to reduce traffic impact as requested by the City of Houston. The motion was seconded by Director Fortson. Following all discussion, the motion carried by unanimous vote.

c. FTA GRANT PROGRAM - THE GOODMAN CORPORATION.

Mr. Marshall reported that the Goodman Corporation is continuing to work with the Greyhound Bus Station on relocation options that may be eligible for future FTA Grant funding. . He stated that a formal report will be provided at a future meeting.

WITH RESPECT TO THE FOREGOING AGENDA ITEMS, THE AUTHORITY MAY CONDUCT AN EXECUTIVE SESSION WITH REGARD TO THE FOLLOWING, AS APPROPRIATE AND NECESSARY:

- a. **CONSULTATION WITH ATTORNEY (SECTION 551.071, TEXAS GOVERNMENT CODE);**
- b. **THE PURCHASE, EXCHANGE, LEASE OR VALUE OF REAL PROPERTY (SECTION 551.072, TEXAS GOVERNMENT CODE);**
- c. **PERSONNEL MATTERS (SECTION 551.074, TEXAS GOVERNMENT CODE);**
- d. **SECURITY PERSONNEL OR DEVICES (SECTION 551.076, TEXAS GOVERNMENT CODE); AND**
- e. **ECONOMIC DEVELOPMENT NEGOTIATIONS (SECTIONS 551.087, TEXAS GOVERNMENT CODE).**

The Authority did not conduct an Executive Session at this meeting.

ADJOURN.

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



Pam Castleman, Secretary

December 17, 19

Date