

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

November 4, 2021

A special 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, November 4, 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		

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

Barron F. Wallace of Bracewell LLP was also physically present at the meeting.

In attendance via video and telephonic conferencing were Midtown Staff members: Matt Thibodeaux, Vernon Williams, Kandi Schramm, Todd Edwards, David Thomas, Theresa Gilmore, Marlon Marshall, Jaime Giraldo, Madeline Pena and Cynthia Alvarado; Peggy Foreman of Burney & Foreman; Algenita Davis, Robert Bradford, Jordon Everett and Angie Gomez of CCPPI; Roberta Burroughs of Burroughs and Associates; Peter Freedman and Kirk Craig of Agape Homes CDC; Vanessa Cole of Cole Klein Builders; Rachel Ray and Edwin Friedrichs of Walter P. Moore; Zack Martin of MCMD, Jennifer Curley of the City of Houston; Tim Buscha of IDS Engineering; Alex Ramirez of Design Workshop; Interim Executive Director Sean Haley of CCPPI; Mariana Rashcke of The Goodman Corporation; Charlotte Knight Marshall of TKG Associates; and other attendees –Bill Haley, Travis McKenzie, Keith Kirven, Lori Gobellot, Paulette Wagner, Chris Gehring, Monica Aizpurua & Anderson Stoute. There were 44 attendees on the call.

Chairman Odom called the meeting to order and welcomed guests.

PUBLIC COMMENTS:

Peter Freedman and Kirk Craig of Agape Homes CDC introduced themselves and thanked the Directors for permitting Agape Homes CDC to be part of the Affordable Housing Program.

CONSENT AGENDA FOR THE AUTHORITY:

- a. **MINUTES FOR SEPTEMBER 30, 2021;**
- b. **MONTHLY FINANCIAL REPORTS FOR SEPTEMBER 30, 2021;**
- c. **INVOICES FROM TRUSTEE AND OPERATING ACCOUNTS FOR SEPTEMBER & OCTOBER 2021.**

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 Murphy and carried by unanimous vote.

INVESTMENT REPORT FOR QUARTER ENDING SEPTEMBER 30, 2021.

Mr. Thibodeaux presented the Investment Report for the Quarter ending September 30, 2021. Mr. Thibodeaux reported that all funds were invested in accordance with the Authority's Investment Policy for a total yield of \$6,761.94. Director Fenz made a motion to approve the Investment Report for the Quarter ending September 30, 2021. The motion was seconded by Director Murphy and carried by unanimous vote.

402 AND 410 PIERCE BUILDINGS

This agenda item was discussed in Executive Session. Upon returning to the open session no action was taken on this agenda item.

MIDTOWN AFFORDABLE HOUSING PROGRAM

AFFORDABLE HOUSING OPERATIONS CAMPUS:

Marlon Marshall reported that the largest tenant of the Affordable Housing Operations Campus Office Building ("AHOC" office building) is currently in the process of building out their lease space on the first floor of the office building.

CHANGE ORDERS:

Mr. Marshall presented the following Change Orders:

Change Order in the amount of \$29,558.31 for demolition, construction and electrical infrastructure for the first-floor reception/security desk area in the office building. Mr. Marshall responded to various questions regarding the Scope of Work and value engineering efforts that were performed in connection with the proposed Scope of Work. He shared various options that resulted from efforts to value engineer the project, which included modifying the original designs to change the flooring, remove the sign on the desk and to not paint the columns. Director Fenz made a motion to approve the Change Order as originally presented in the amount of \$29,558.31 for demolition, construction, and electrical infrastructure for the first-floor reception/security desk area in the office building. The motion was seconded by Director Murphy. Following all discussion, the motion carried by majority vote. Director Middleton abstained from the vote.

CONSIDER RECOMMENDATION RELATING TO A GRANT OF FOUR (4) PARCELS OF LAND TO WALIPP FOR A SENIOR HOUSING PROJECT.

Algenita Davis of CCPPI presented an application received for the Midtown Redevelopment Authority (MRA) Adjacency Program from the William A. Lawson Institute for Peace and Prosperity (WALIPP). She stated that WALIPP owns and operates WALIPP Senior Residences located at 5220 Scott Street, a fifty-two (52) unit Affordable Senior Housing Facility. WALIPP has requested two (2) MRA owned adjacent parcels to expand the development. WALIPP has submitted all required submittals and documents. The CCPPI Team recommends that the MRA Board authorize (1) issuance of a Letter of Reservation reserving the requested tracts of land for a twelve (12) month period and (2) negotiation of a Development Agreement with WALLIP. Director Middleton stated that she would like to see more handicap accessible units included in the project. Director Middleton made a motion to authorize the issuance of a Letter of Reservation reserving the requested

tracts of land for a twelve (12) months period and to initiate negotiation of a Development Agreement with WALIPP. The motion was seconded by Director Fenz and carried by unanimous vote.

CONSIDER RECOMMENDATION RELATING TO A GRANT OF FOUR (4) PARCELS OF LAND TO AGAPE HOMES CDC FOR CONSTRUCTION OF AFFORDABLE HOUSING.

Ms. Davis presented the recommendation relating to the grant of four (4) parcels of land to Agape Homes Community Development Corporation (“Agape”) for construction of affordable housing. Pursuant to the Comprehensive Review Process undertaken by MRA and CCPPI, the review team is recommending that MRA grant site control of four (4) MRA-owned parcels of land to Agape for the construction of a minimum of eight for-sale single family housing units. Agape plans to apply to the City of Houston Affordable Housing Development Program (AHDP), which has the goal of supporting the development of 2000 single family homes. Grant of the (4) MRA-owned parcels of land is contingent upon Agape being accepted for participation in the City of Houston AHDP and meeting certain other requirements. Director Murphy made a motion to authorize the Executive Director and Chair to execute required documents to grant site control of the four (4) parcels of land to Agape Homes CDC. The motion was seconded by Director Middleton and carried by unanimous vote.

CONSIDER RECOMMENDATION RELATING TO A REQUEST FROM HOUSTON HABITAT FOR HUMANITY FOR A GRANT OF TWO (2) PARCELS OF VACANT LAND FOR CONSTRUCTION OF AFFORDABLE HOUSING.

Ms. Davis reported that Houston Habitat for Humanity has submitted a proposal to receive two MRA-owned tracts of land located in the South of Griggs sector covered by the Southeast Houston Affordable Housing Initiative. The Comprehensive Review Team has vetted the proposal and is recommending that the Board authorize MRA and CCPPI to enter into negotiations with Houston Habitat for Humanity in anticipation of bringing a grant agreement to Board for consideration. Following all discussion, Director Goren made a motion to authorize the MRA and CCPPI to enter into negotiations with Houston Habitat for Humanity. in anticipation of bringing a grant agreement to the next board meeting for action. The motion was seconded by Director Fenz and carried by unanimous vote.

RESOLUTION AUTHORIZING A DEVELOPMENT AND PURCHASE AGREEMENT WITH COLE KLEIN BUILDERS, LLC.

Ms. Foreman presented the Resolution authorizing the Midtown Redevelopment Authority (the “Authority”) or its agent to enter into a development and purchase agreement with Cole Klein Builders, LLC 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. Director Murphy made a motion to approve the Resolution authorizing the Midtown Redevelopment Authority (the “Authority”) or its agent to enter into a development and purchase agreement with Cole Klein Builders, LLC 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. The motion was seconded by Director Fenz and carried by unanimous vote.

AFFORDABLE Housing Development Update.

Mr. Edwards reported that he met with representatives of the City of Houston Housing Department to discuss how the City can assist with infrastructure improvements for certain properties in the Midtown land inventory. He reported that the City recently issued a Request for Proposals as a part of its AHDP and encouraged the

Authority to apply to for assistance by responding to the RFP. Mr. Edward reported that he will work with Roberta Burroughs and the CCPPI team to review the City's RFP. .

MIDTOWN CAPITAL IMPROVEMENT PROGRAM:

ARCHITECTURAL AND ENGINEERING SERVICES

APPROVE PROFESSIONAL SERVICES AGREEMENT AND WORK ORDER FOR ON-CALL SERVICES

DESIGN WORKSHOP

Mr. Marshall presented the Professional Services Agreement with Design Workshop for the Brazos Bridge beatification project in the amount of \$70,440.00. Mr. Marshall reminded the Board that Design Workshop was one of the pre-qualified firms to provide landscape architecture services for Parks and Open Spaces. Director Goren made a motion to approve the Professional Services Agreement with Design Workshop for the Brazos Bridge beatification project in the amount of \$70,440.00. The motion was seconded by Director Bond and carried by unanimous vote.

IDS ENGINEERING GROUP

Mr. Marshall presented the Professional Services Agreement with IDS Engineering Group for the Tuam Waterline project in the amount of \$75,000.00. Mr. Marshall reminded the Board that IDS Engineering Group was one of the pre-qualified firms to provide professional engineering services. Director Murphy made a motion to approve the Professional Services Agreement with IDS Engineering Group for the Tuam Waterline Improvements project. in the amount of \$75,000.00. The motion was seconded by Director Fenz and carried by unanimous vote.

PARKS AND GREENSPACE - WALTER P MOORE / DESIGN WORKSHOP

BALDWIN PARK

Mr. Marshall again reminded the Board that the Baldwin Park Improvements Project includes installation of additional playground equipment, perimeter lighting, electrical infrastructure, and expansion of the detention pond in the park. He stated that the construction contract for the project was previous awarded to Landscape Art for an amount not to exceed \$463,558.31. He stated that the current anticipated start date for the project is November 15, 2021 and that the project duration is estimated to be approximately six months.

APPROVE WORK ORDER FOR CONSTRUCTION MATERIALS TESTING SERVICES

Mr. Marshall presented a Work Order for HBJ Associates to provide Construction Materials Testing Services in an amount not to exceed \$10,370.00. Director Murphy made a motion to approve the Work Order for HBJ Associates to provide Construction Materials Testing Services in an amount not to exceed \$10,370. The motion was seconded by Director Fenz and carried by unanimous vote.

CAROLINE STREET RECONSTRUCTION – ESPA CORP/KCI

Mr. Marshall reported that the Contractor for the Caroline Street Reconstruction Project continues with roadway paving activity at the Webster Street intersection and at the McGowen and Elgin Street intersections. Contractor has switched traffic to the south side of the intersection at Caroline and Elgin Streets and continues work on utilities and pavement operations on north side of that intersection. The team has ongoing coordination with utility companies to resolve outstanding conflicts with sidewalk and intersection ramp installations. The contractor is continuing to work on the rain garden media and irrigation installations between Elgin and Hadley Streets.

Mr. Marshall advised the Board that the Authority is working with One World Strategy Group in an effort to keep the Midtown Community informed regarding the status of the Caroline Street Reconstruction Project through the use of Midtowns various social media platforms.

CHANGE ORDERS

Mr. Marshall presented the following Change Orders:

Change Order #56 in an amount not to exceed \$77,086.39 for landscape material price escalations. Director Bond made a motion to approve Change Order #56 in an amount not to exceed \$77,086.39 for landscape material price escalations. The motion was seconded by Director Fenz and carried unanimously vote.

Change Order for Traffic Systems Construction in an amount not to exceed \$52,572.23 for relocation of traffic signal components which conflict with new sidewalk and accessibility ramps for the Caroline Street Reconstruction Project. Director Fenz made a motion to approve the Change Order for Traffic Systems Construction in an amount not to exceed \$52,572.23 for relocation of traffic signal components which conflict with new sidewalk and accessibility ramps. The motion was seconded by Director Bond and carried by unanimous vote.

EXECUTIVE SESSION

The Board entered into a closed executive session to discuss the purchase, exchange, lease or value of real property (Section 551.072, Texas Government Code) at this meeting.

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, Assistant Secretary

12/23/2021

Date