

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

December 8, 2022

A special 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, December 8, 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 Fenz, Foster and Thomas.

In attendance were Authority staff members: Vernon Williams, Kandi Schramm, Todd Edwards, David Thomas, 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 and Sarah Smith of Design Workshop; Algenita Davis, Sean Haley, Linda Mitchell and Bob Bradford of CCPPI; Roberta Burroughs of Roberta F. Burroughs & Associates; Michelle Cintron of Partners; Anderson Stoute of OST/Alameda Redevelopment Authority; Lee Anne Dixon of Walter P. Moore Engineering; Carol Harrison of Walter P. Moore, George Wyche of ARVO Realty Advisors; Sharone Mayberry of Mayberry Homes; Scott Harbors; and Brian Van Tubergen.

Chairman Odom called the meeting to order.

PUBLIC COMMENTS

Brian Van Tubergen identified himself as the Chair of the Housing Committee for Super Neighborhood #61 and the liaison between Super Neighborhood #61 and Midtown. He stated that he had some questions regarding construction single family affordable housing home and neighborhood parking issues. Chairman Odom asked Mr. Van Tubergen to please email his specific questions directly to the appropriate MRA staff member for review prior to being considered by the Authority Board.

CONSENT AGENDA FOR THE AUTHORITY

MINUTES FOR OCTOBER 27, 2022;

MONTHLY FINANCIAL REPORTS FOR OCTOBER 2022;

INVOICES FROM TRUSTEE AND OPERATING ACCOUNTS FOR NOVEMBER 2022;

FUNDING TO LADDER CAPITAL FINANCE LLC, AS ASSIGNEE OF CAYDON HOUSTON PROPERTY LP, PURSUANT TO DEVELOPMENT AGREEMENT.

ANNUAL RENEWAL OF PROFESSIONAL SERVICES AGREEMENT WITH OJB LANDSCAPE ARCHITECTURE

ANNUAL RENEWAL OF PROFESSIONAL SERVICES AGREEMENT WITH DESIGN WORKSHOP RATIFICATION AND ACKNOWLEDGMENT OF SALE OF THE FOLLOWING PROPERTIES:

3035 FRANCIS STREET, HOUSTON, TX 77004;
6053 BELFORT, HOUSTON, TX 77033; 2808 ST. CHARLES AND ADJOINING PROPERTY KNOWN AS 0 ST. CHARLES, HOUSTON, TEXAS 77004; 3592 PALMER AND ADJOINING PROPERTY KNOWN AS 0 PALMER, HOUSTON, TEXAS 77004; AND 6912 CALHOUN, HOUSTON, TEXAS 77021;
3316 ANITA STREET, HOUSTON TX 77004; AND
2702 HOLMAN AND ADJOINING PROPERTY KNOWN AS 0 HOLMAN, HOUSTON, TX 77004.

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

INVESTMENT REPORT FOR QUARTER ENDING SEPTEMBER 30, 2022.

Mr. Thibodeaux presented the Investment Report for the Quarter ending September 30, 2022. He reported that interest earned for the quarter was \$92,461.32 with an average interest yield of 1.10637%. Director Murphy made a motion to approve the Investment Report for the Quarter ending September 30, 2022, as presented. The motion was seconded by Director Bond and carried by unanimous vote.

MIDTOWN AFFORDABLE HOUSING PROGRAM.

AFFORDABLE HOUSING OPERATIONS CAMPUS:

CHANGE ORDERS:

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

PARTNERS FINANCIAL REPORT 2022 & ANNUAL 2023 BUDGET.

Todd Edwards introduced Michelle Cintron of PCR Property Services, LLC dba Partners ("Partners"), which manages the Affordable Housing Operation Center. Ms. Cintron presented the 2022 Marketing and Operating Reforecast Budget and the 2023 Operating Budget to the Directors. She noted that leasing projections predict an increase in occupancy and revues, as the building is expected to be 89% leased by December 31, 2023. Director Goren made a motion to approve the 2023 Operating Budget for the Affordable Housing Operations Center as presented by Partners. The motion was seconded by Director Murphy and carried by unanimous vote.

RECOMMENDATION TO REDUCE THE AFFORDABILITY PERIOD AND ADOPT A DEFERRED PAYMENT LOAN FORGIVENESS SCHEDULE FOR THE AUTHORITY'S SINGLE-FAMILY AFFORDABLE HOME PROJECTS.

Mr. Edwards asked that this item be tabled at this time.

AMEND THE DEVELOPMENT AND PURCHASE AGREEMENT WITH MAYBERRY HOMES, INC., DATED AS OF OCTOBER 27, 2022 TO INCREASE THE SALES PRICE OF SINGLE-FAMILY HOMES IN THE SOUTHERN PALMS DEVELOPMENT PROJECT.

Mr. Edwards introduced Sharone Mayberry with Mayberry Homes. Mr. Mayberry thanked the Board for their assistance with the land subsidies for the affordable housing program. He stated that construction costs have escalated. He distributed an information packet to the Directors showing the new proposed sales prices for each of the homes to be constructed in the Southern Palm development project. Mr. Mayberry asked that the Board authorize an Amendment to the Development and Purchase Agreement dated October 27, 2022, to allow for an increase in the sales price to Qualified Homebuyers for most of the single-family homes in the Southern Palm development project. Director Goren made a motion to amend the Development and Purchase Agreement with Mayberry Homes, Inc., dated as of October 27, 2022, to increase the sales price of most of the single-family homes in the Southern Palm development project. The motion was seconded by Director Murphy and carried by unanimous vote.

AFFORDABLE HOUSING REPORT.

Mr. Edwards reported on the sale of the properties identified in agenda item 4.g, which the Board ratified and acknowledged on the consent agenda. The funds from the sale of these properties will be used to pay down the debt of the PNC loan the proceeds of which were used to pay a portion of the construction cost of the Affordable Housing Operations Center. Mr. Edwards also reported that he anticipated that a draft of the proposed interlocal agreement with the City of Houston for infrastructure reimbursement would be available for review in the first quarter of 2023.

MIDTOWN CAPITAL IMPROVEMENTS PROGRAM

CAROLINE STREET RECONSTRUCTION – ESPA CORP/KCI

Mr. Marshall reported that 160 items out of the total 400 items listed on the punch list from project had been approved by TxDot for corrective action. The sidewalk and curb ramp related items to be addressed are dependent on the Texas Department of License and Regulations (TDLR) inspection.

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 Midtown Park's Front 90 Plaza Improvements Project includes installation of electrical outlets for use by food trucks, a water hose bib, exhaust fans, and re-grading of the existing slopes and drains in the garage tunnels connecting to the Front 90 Plaza. Additionally, upcoming work includes continued installation of food truck electrical receptacles and landscaping. Project completion is expected in December 2022.

CHANGE ORDERS

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

BRAZOS STREET RECONSTRUCTION – WALTER P MOORE

Mr. Marshall reported that on the Brazos Street Reconstruction project. He introduced Lee Anne Dixon of Walter P. Moore and Alex Ramirez of Design Workshop to present the Brazos Street Reconstruction project. Ms. Dixon and Mr. Ramirez reported that the project will build on the success of the Bagby Street Project and will include rain gardens, a two-way bike path, and on-street parking on one side of the roadway. They stated that the goal of the project design is to make Brazos Street more walkable and sustainable and to improve pedestrian safety along the corridor. The total construction budget for the project is anticipated to be approximately \$17,000,000.00. It is expected that approximately \$4,115,200 of Federal Transit Administration Grant Funds will be available for the project and that the team is hopeful that additional grant funds may be available to increase this amount to approximately \$5,144,000.

DESIGN SERVICES WORK ORDER


Mr. Marshall presented the Design Services Work Order from Walter P. Moore in a lump sum amount of \$750,043.85. This work order includes preliminary engineering services, survey, drainage report, traffic study, landscape architectural services, ESA Phase I and public meeting assistance. The MWSBE participation goal is estimated at 35% for this project. Director Goren made a motion to approve the Design Services Work Order from Walter P. Moore in the total amount of \$750,043.85. The motion was seconded by Director Murphy and carried unanimously.

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.



Caton Fenz, Secretary
Assistant
1/26/23

Date