

MINUTES
REINVESTMENT ZONE NUMBER TWENTY-SEVEN, CITY OF HOUSTON, TEXAS
AND
MONTROSE REDEVELOPMENT AUTHORITY, CITY OF HOUSTON, TEXAS

May 18, 2020

The Board of Directors (the "Board") of Reinvestment Zone Number Twenty-Seven, City of Houston, Texas (the "Zone") and Montrose Redevelopment Authority, City of Houston, Texas (the "Authority") met in regular session by teleconference and videoconference, with access by telephone and video available to the public, pursuant to Texas Government Code Section 551.125 and Governor Greg Abbott's directive suspending certain provisions of the Texas Open Meetings Act dated March 16, 2020, on the 18th day of May, 2020, and the roll was called of the members of the Board being present by telephone:

Lisa W. Hunt	Position 1
Randy Mitchmore	Position 2 Chair
Joe D. Webb	Position 3 Secretary
Sherry Weesner	Position 4 Vice-Chair
Paul Dickerson	Position 5
Ray Valdez	Position 6
Jovon Tyler	Position 7

and all of the above were present, except Director Dickerson, thus constituting a quorum.

Also attending the videoconference were Muhammad Ali and Derek St. John, of Gauge Engineering ("Gauge"); Jennifer Landreville of ETI Bookkeeping Services ("ETI"); Brian Barr of January Advisors; Jennifer Curley and Lisa Duffy of the City of Houston (the "City"); Patti Joiner and Christina Cornelius of Knudson, LP ("Knudson"); John Mudd, Edward Foten, Greg Pettigrew, Nelson Vergel, Hannah Cobb, Gweneth William, George Barrow, Julia Retta, Ali Schoon, Matt Dulin, Jackson Borchardt, Jack Valinski, Monica Aizpurua, Greg LeGrande, and additional members of the public joined via teleconference and videoconference; and Sanjay Bapat and Alyssa Ollwerther of Allen Boone Humphries Robinson LLP ("ABHR").

Mr. Bapat reviewed certain recommended protocols for conducting the District's meeting via teleconference and videoconference. He announced that the meeting was being recorded and that consultant reports presented at the meeting were posted online and available to the public in the form of an "agenda packet" prior to the start of the meeting at <https://www.districtdirectory.org/agendapackets/tirz27/> and www.montrosehtx.org.

ESTABLISH QUORUM AND CALL TO ORDER

Chairman Mitchmore called the meeting to order at 6:31 p.m.

RECEIVE PUBLIC COMMENT

Chair Mitchmore offered any members of the public attending the meeting by videoconference and teleconference the opportunity to make public comment.

Mr. Vergel stated that he appreciated the April 20, 2020, regular meeting via Zoom and inquired about whether it is possible for the members of the public to view each other's comments in advance of the meeting. Mr. Bapat responded to Mr. Vergel and stated that the Board would open the meeting to all attendees to speak during public comment, and not require that registration to speak be submitted in advance of the meeting.

MINUTES

The Board considered approving the minutes of the April 20, 2020, regular meeting. Director Webb suggested a revision to the minutes, noting that the Waugh Drive and Commonwealth Street Improvements should mention the southern extension of the project down to West Alabama. After review and discussion, Director Weesner moved to approve the minutes as revised. Director Webb seconded the motion. Followed by a roll call, the motion passed unanimously with all Directors voting in favor of the motion.

PROJECTS AND PLANNING

REPORT

Ms. Joiner reviewed the Projects and Planning Committee report, a copy of which is attached, and provided an update on the ongoing work of the Projects and Planning Committee.

REPORT FROM GAUGE

Mr. Ali reviewed the engineer's report, a copy of which is attached, and provided an update on the projects outlined on the report.

WAUGH DRIVE AND COMMONWEALTH STREET IMPROVEMENTS

Mr. Ali updated the Board on the status of the Waugh Drive and Commonwealth Street Improvements. He reviewed activities that Gauge is working on related to the project, including field visits, designing plans for the expanded scope of project, and the status of the draft interlocal agreement with Harris County Precinct One ("Precinct One"). He

reminded the Board that Precinct One and the Zone each agree to fund 50% of the construction cost of each Project and added that the funding commitment for all Projects is capped at \$4.5 million.

PEDESTRIAN/BICYCLE MOBILITY PROGRAM (THE "PROGRAM")

Mr. Ali updated the Board on the status of the Program, stating that Gauge submitted the draft report of the Program to the Projects and Planning Committee, City, and Harris County for review and comment.

Mr. Ali stated that Gauge has been working with Councilmember Kamin's office regarding partnership opportunities for the Waugh and Commonwealth project. He stated that he is working with the Projects and Planning Committee and Knudson on scheduling a follow up meeting with the METRO BOOST team.

UPDATE ON PROJECT WITH MONTROSE COLLECTIVE OWNER, L.P. AND APPROVE LETTER AGREEMENT

Mr. Bapat reviewed correspondence from Montrose Collective regarding a report of project development, pursuant to the Development Agreement between the Zone and Montrose Collective.

UPDATE ON INTERLOCAL AGREEMENT WITH HARRIS COUNTY PRECINCT ONE

Mr. Bapat updated the Board on the status of the Interlocal Agreement for the joint development of bikeway infrastructure projects (the "Projects") with Precinct One. He stated that the Interlocal Agreement has been submitted to Precinct One for the Projects and that they are currently under review by the County Attorney's Office.

UPDATE ON LIVABLE CENTER STUDY

Ms. Cornelius provided an update on the status of the Livable Centers Study.

DISCUSSION AND POSSIBLE ACTION REGARDING B-CYCLE REQUEST

Chair Mitchmore updated the Board on the request for a \$15,000 grant for a B-Cycle station in the Zone located at the intersection of Dunlavy and Westheimer. After discussion, Director Hunt moved to approve the request. Director Webb seconded the motion. Followed by a roll call, the motion passed unanimously with all Directors voting in favor of the motion.

REPORT FROM GAUGE CONT'D

MONTROSE DRAINAGE STUDY

Mr. St. John updated the Board on the status of the Montrose Drainage Study. He reviewed an analysis of the drainage network within the Zone, including performing verification/calibrations and identifying problem areas and defining causes of flooding.

PUBLIC ENGAGEMENT

REPORT

Director Weesner reviewed the Public Engagement Committee report, a copy of which is attached, and provided an update on the ongoing work of the Public Engagement Committee.

The Board discussed targeted dates, provisions, and definition of terms included in the Communication Policy. The Public Engagement Committee reviewed the Media Policy

Director Weesner then discussed a renewal of the Website Maintenance Contract. After review and discussion, Chair Mitchmore moved to approve an extension of the Website Maintenance Contract. Director Webb seconded the motion, and following a roll call vote, the motion carried unanimously.

The Board then discussed Cloud File Storage options and the potential of creating an administrator email address for the Zone.

AFFORDABLE HOUSING

REPORT

Ms. Cornelius reviewed the Affordable Housing Committee report, a copy of which is attached, and provided an update on the ongoing work of the Affordable Housing Committee. The Board discussed increasing the housing budget to \$75,000 for fiscal year end June 30, 2021. After discussion and based on the recommendation of the Affordable Housing Committee, Director Hunt moved to approve the budget increase to \$75,000. Director Webb seconded the motion. Followed by a roll call, the motion passed unanimously with all Directors voting in favor of the motion.

Ms. Cornelius stated that the Affordable Housing Committee will be working to meet with Councilmembers Thomas, Kamin, and Robinson about policy recommendations.

MONTROSE HOUSING STUDY

Mr. Barr provided an overview of the targeted assessment that January Advisors will be performing and responded to questions from Board members.

FINANCIAL MATTERS

REPORT FROM BOOKKEEPER, REVIEW FINANCIAL INFORMATION, AND AUTHORIZE PAYMENT OF INVOICES

Ms. Landreville reviewed the monthly financial and bookkeeping report, a copy of which is attached.

In connection with last month's discussion of opening a TexPool account for the Authority, Ms. Landreville reviewed TexPool Investment Pools Participation agreement and Resolution Authorizing Participation in the TexPool Investment Pools and Designating Authorized Representatives. Discussion ensued regarding the investment of Authority funds, current interest rates for similar pooled accounts, and confirming that the signors of the Authority checks are the same three people who have access to viewing the Authority's account balances. After discussion, the Board concurred to table any action related to TexPool accounts until the next Board meeting.

The Board discussed the invoices submitted by Texas Mutual League Intergovernmental Risk Pool ("TML"), ABHR, Gauge, ETI Bookkeeping Services, Equi-Tax, Inc., and Knudson. After review and discussion, and based on the recommendation of the Finance Committee, Director Hunt moved to approve and authorize payment of the invoices presented in the Board book. Director Webb seconded the motion. Followed by a roll call, the motion passed unanimously with all Directors voting in favor of the motion.

DISCUSSION AND POSSIBLE ACTION REGARDING DIRECTORS AND OFFICERS LIABILITY INSURANCE FOR AUTHORITY

Mr. Bapat reviewed the renewal for errors and omission liability for directors submitted by TML. He stated that ABHR has asked TML whether the directors need coverage as directors of the Zone and the Authority through separate policies. He stated that he will update the Board next month.

DISCUSS POSSIBLE ACTION REGARDING ZONE BUDGET/CIP SUBMISSION

Ms. Cornelius reviewed the proposed Zone budget/CIP submission to the City, with the revisions discussed at the last Board meeting. After discussion, Director Weesner moved to approve submittal of the budget/CIP to the City. Director Hunt seconded the motion. Followed by a roll call, the motion passed unanimously with all Directors voting in favor of the motion.

REPORT FROM ZONE ADMINISTRATOR

Ms. Cornelius reported on the ongoing work of the Zone administrator.

REPORT FROM ATTORNEY

Mr. Bapat reviewed the attached report from ABHR related to the ongoing work of the attorney.

ANNOUNCEMENTS REGARDING WORKSHOPS, SEMINARS, AND PRESENTATIONS RELATING TO ZONE MATTERS

Chair Mitchmore reported on an upcoming meeting between District City Council members regarding safety and connectivity on May 28, 2020. He stated that he plans to attend the meeting and will report on the meeting at the next Board meeting.

RECEIVE PUBLIC COMMENT

Chair Mitchmore offered any members of the public attending the meeting by videoconference and teleconference the opportunity to make public comment. There were no additional public comments.

DISCUSS MEETING SCHEDULE AND PROPOSED AGENDA ITEMS

The Board concurred to meet on June 15, 2020, at 6:30 p.m. via videoconference.

ADJOURN

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

/s/ Joe D. Webb _____
Secretary, Board of Directors

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