

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

December 7, 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 7th day of December, 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 Tyler, thus constituting a quorum.

Also attending the videoconference were Muhammad Ali of Gauge Engineering (“Gauge”); Drew Masterson and Ben Terry of Masterson Advisors; Pat Hall of ETI Bookkeeping Services (“ETI”); Jeff Reichman of January Advisors; Patti Joiner and Walter Morris of Knudson, LP (“Knudson”); Jim Webb, John Geiss, and Robert McHaney of The Goodman Corp.; Nelson Vergel, Monica Aizpurua, Julia Retta, Jack Valinski, Stephen Longmire, and additional members of the public joined via teleconference and videoconference; Alia Vinson, 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 6:35 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. There were no public comments.

MINUTES

The Board considered approving the minutes of the September 21, 2020, regular meeting, the October 22, 2020, special meeting, and the November 19, 2020, special meeting. After review and discussion, Director Weesner moved to approve the three sets of minutes as presented. Director Hunt seconded the motion. Followed by a roll call, the motion passed unanimously with all Directors voting in favor of the motion.

APPROVE SERVICES AGREEMENT WITH THE GOODMAN CORP. FOR GRANTS ADMINISTRATION

Messrs. Webb, Geiss, and McHaney introduced themselves to the Board and provided a brief overview of services offered by The Goodman Corp (“Goodman”).

Mr. Bapat reviewed a Services Agreement with Goodman for grants administration for the Authority. Discussion ensued. Following review and discussion, Director Webb moved to approve the Services Agreement. Director Hunt seconded the motion. Followed by a roll call, the motion passed unanimously with all Directors voting in favor of the motion.

UPDATE ON STATUS OF ANNEXATION OF ADDITIONAL LAND INTO THE ZONE

Mr. Bapat provided an update on the status of annexation of additional land into the Zone. He reminded the Board that the Amended Project Plan approved at the special meeting held on November 19, 2020, had been submitted to the City for approval at the City Council meeting on December 9, 2020.

UPDATE ON LIVABLE CENTER STUDY

Director Weesner provided an update on the status of the Livable Centers Study.

PROJECTS AND PLANNING

REPORT

Mr. Morris 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, COMMONWEALTH, AND YOAKUM STREET IMPROVEMENTS

Mr. Ali stated that the bids were received for Waugh Drive, Commonwealth Street, and Montrose Boulevard at Westheimer Intersection Improvements on December 3, 2020. He recommended that the Board award the contract to the low bidder, Reytec Construction Resources, Inc. ("Reytec"), in the amount of \$2,866,700. He also noted that the Projects & Planning Committee recommends award to Reytec. The Board concurred that, in its judgment, Reytec was a responsible bidder who would be most advantageous to the Zone and would result in the best and most economical completion of the project. Following review and discussion, Director Weesner moved to award the contract for Waugh Drive, Commonwealth Street, and Montrose Boulevard at Westheimer Intersection Improvements to Reytec, in the amount of \$2,866,700, based upon the recommendation of the engineer and the Projects & Planning Committee, and subject to approval of the payment and performance bonds and review of the certificate(s) of insurance and endorsements, if any, provided by the contractor. Chair Mitchmore seconded the motion. Followed by a roll call, the motion passed unanimously with all Directors voting in favor of the motion, with the exception of Director Webb who experienced technical difficulties during the vote and did not cast a vote.

In connection with the Waugh Drive, Commonwealth Street, and Montrose Boulevard at Westheimer Intersection Improvements project, Mr. Ali reviewed Task Order No. 6, in the amount of \$188,610.00, for construction inspection and materials testing. Following review and discussion, Director Weesner moved to approve the proposal. Chair Mitchmore seconded the motion. Followed by a roll call, the motion passed unanimously with all Directors voting in favor of the motion, with the exception of Director Webb who experienced technical difficulties during the vote and did not cast a vote.

In response to an inquiry from Director Hunt, Mr. Ali stated that Gauge uses the City's disadvantaged business enterprise program when advertising for public bids for Waugh Drive, Commonwealth Street, and Montrose Boulevard at Westheimer Intersection Improvements. Discussion ensued related to the projected timeline of the project. Mr. Ali stated that he would work with eLsqrd Media Group to publish updates on the Authority website related to the construction progress.

MONTROSE DRAINAGE STUDY

Mr. Ali updated the Board on the status of the Montrose Drainage Study and responded to questions from Board members.

Mr. Ali discussed the long-term and short-term potential projects list for the Authority. Discussion ensued. Following discussion, the Board concurred to revisit the list of potential projects annually and to post the list on the Authority's website.

Mr. Ali provided an update on the construction of Woodhead and Hawthorne Neighborhood Safe Street Improvements.

Mr. Bapat updated the Board on the status of the Interlocal Agreement for the joint development of bikeway infrastructure projects with Harris County Precinct One.

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

Chair Mitchmore stated that there were no new updates from Montrose Collective at this time.

UPDATE ON AGREEMENT WITH CITY FOR COUNCIL DISTRICT C SERVICE FUND

Mr. Bapat provided an update on the Addendum to Purchase Order between the City and the Authority and Zone and reminded the Board that the City agreed to contribute \$30,000 towards resurfacing, restriping, and rebuilding the sidewalks along Commonwealth Drive and Waugh Drive.

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 potential improvements to the Authority website.

AFFORDABLE HOUSING

REPORT

Director Hunt 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.

FINANCIAL MATTERS

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

The Board discussed the invoices submitted by ABHR, Gauge, ETI Bookkeeping Services, eLsqrd Media Group, Equi-Tax, Inc., January Advisors, and Knudson. Discussion ensued and Director Webb requested that the Board defer payment of the expenses portion of the Knudson November invoice until certain expenses are clarified such that \$6,278.01 of Knudson's invoice would be tabled for approval and that a payment of \$6,000.00 would be considered for approval. After review and discussion, and based on the recommendation of the Finance Committee, Director Hunt moved to approve and authorize payment of the invoices as modified by Director Webb. Director Valdez seconded the motion. Followed by a roll call, the motion passed unanimously with all Directors voting in favor of the motion.

REPORT FROM MASTERSON ADVISORS, INCLUDING FINANCIAL CAPACITY OF ZONE

Mr. Masterson reviewed a report on the financial capacity of the Zone and responded to questions from Board members related to same. No action was taken on this agenda item.

REPORT FROM ZONE ADMINISTRATOR

Mr. Morris reported on the ongoing work of the Zone administrator.

REPORT FROM ATTORNEY

Mr. Bapat reported on the ongoing legal work performed by ABHR, a copy of which is attached.

REPORT FROM CHAIR MITCHMORE

Chair Mitchmore discussed the written correspondence and decision for South Mail Alliance ("South Main") to retract the invitation for him to join South Main as a representative of the Zone.

Chair Mitchmore presented and reviewed a resignation letter to the Board of Directors stating that he is resigning effective December 31, 2020. The Board thanked Chair Mitchmore for his service to the Zone.

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

There was no discussion on this agenda item.

DISCUSS MEETING SCHEDULE AND PROPOSED AGENDA ITEMS

The Board concurred to hold its next regular meeting on February 15, 2021, at 6:30 p.m. via videoconference.

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. Longmire thanks Chair Mitchmore for his service on the Board. Mr. Longmire requested that the Public Engagement Committee virtually collaborate with the 18 civic associations in surrounding communities to help spread the word on the Authority's next town hall meeting.

ADJOURN

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

/s/ Joe Webb
Secretary, Board of Directors

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