

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

September 20, 2021

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, on the 20<sup>th</sup> day of September, 2021, at the offices of Allen Boone Humphries Robinson LLP, 3200 Southwest Freeway, Houston, Texas, outside the boundaries of the District, with supplemental access provided by videoconference in accordance with Section 551.127 of the Texas Government Code and the roll was called of the members of the Board being present:

Lisa W. Hunt	Position 1
Abby Noebels	Position 2
Joe D. Webb	Position 3 Chair
Melinda Little	Position 4
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 meeting were Joseph Ellis of McCall Gibson Swedlund Barfoot PLLC ("McCall Gibson"); Muhammad Ali of Gauge Engineering ("Gauge"); Jennifer Landreville of ETI Bookkeeping Services ("ETI"); Patti Joiner and Walter Morris of Knudson, LP ("Knudson"); Brian Jackson of the City of Houston Economic Development Office; Randy Roman, Mark Davis, Greg Pettigrew, Stephen Longmire, and additional members of the public; and Alia Vinson, Sanjay Bapat, and Alyssa Ollwerther of Allen Boone Humphries Robinson LLP ("ABHR").

Mr. Bapat reviewed certain recommended protocols for conducting the meeting via teleconference and videoconference and informed the directors that in accordance with Section 551.127 of the Texas Government Code, those who are not attending in person or visible at the meeting location listed above via videoconference are unable to participate in discussions other than public comment and are unable to vote on any matters.

ESTABLISH QUORUM AND CALL TO ORDER

Chair Webb called the meeting to order at 6:37 p.m.

## RECEIVE PUBLIC COMMENT

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

Kay Warhol commented on her interest in upcoming construction projects financed by the Zone.

## MINUTES

The Board considered approving the minutes of the June 25, 2021, special meeting and August 9, 2021 special meeting. After review and discussion, Director Valdez moved to approve the two 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.

## REORGANIZE BOARD

Director Webb informed the Board that the City Council for the City of Houston has appointed Melinda Little to the Board of the Zone, and thereby also the Authority, to replace Sherry Weesner who resigned her position. Melinda Little introduced herself to the Board. The Board next considered filling the vacant Vice Chair position of the Board. Following discussion, Director Hunt moved to appoint Director Valdez as Vice Chair. Director Tyler seconded the motion. Followed by a roll call, the motion passed unanimously with all Directors voting in favor of the motion.

## REORGANIZE COMMITTEES

The Board considered reorganizing committees. Director Webb moved to appoint Director Little to the Public Engagement Committee and Director Valdez to the Projects and Planning Committee. Director Valdez seconded the motion. Followed by a roll call, the motion passed unanimously with all Directors voting in favor of the motion.

## PROJECTS AND PLANNING

Chair Webb reviewed the Projects and Planning Committee report from September with the Board and responded to questions from Board members related to same.

## 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 updated the Board on the construction status of the Waugh Drive, Commonwealth, and Yoakum Street Improvements. He reviewed and recommended approval of Pay Estimate No. 5, in the amount of \$369,795.36, payable to Reytec Construction Resources, Inc. ("Reytec"). Next, Mr. Ali also reviewed and recommended approval of Change Order No. 2, requesting a time extension of 57 days to the original contract time, noting that the contract time would be increased to 266 total calendar days. He also reviewed and recommended approval of Task Order No. 6, Supplement No. 2, in the amount of \$74,200.00, payable to Gauge, for construction management and inspection, construction phase services, and materials testing for the Waugh Drive, Commonwealth, and Yoakum Street Improvements during the extended construction duration due to Change Order No. 2. Following review and discussion, Director Little moved to approve (i) Pay Estimate No. 5, in the amount of \$369,795.36, payable to Reytec, (ii) Change Order No. 2, with a time extension of 57 calendar days, and (iii) Task Order No. 6, Supplement No. 2, in the amount of \$74,200.00, payable to Gauge. Director Tyler seconded the motion. Followed by a roll call, the motion passed unanimously with all Directors voting in favor of the motion.

In connection with the Waugh Drive, Commonwealth, and Yoakum Street Improvements project, Mr. Bapat reviewed an Interlocal Agreement with the City for sidewalk reimbursement. Mr. Bapat noted that the Interlocal Agreement provides that the City shall reimburse the Authority for a portion of the total Waugh Drive, Commonwealth, and Yoakum Street Improvements project cost, in an amount not to exceed \$30,000. Messrs. Bapat and Ali responded to questions from Board members related to same. Following review and discussion, Director Little moved to approve the Interlocal Agreement with the City for sidewalk reimbursement. Director Tyler seconded the motion. A roll call of the Board was taken and the motion passed unanimously.

UPDATE ON HAWTHORNE STREET AND WOODHEAD STREET NEIGHBORHOOD SAFE STREET

Mr. Ali provided an update on the design of Hawthorne and Woodhead Street Neighborhood Safe Street Improvements, including recommended phasing of the project. Mr. Ali responded to questions from Board members related to the projected availability of construction materials and cost of labor.

CONSIDER TASK ORDER FOR WEST DALLAS STREET AND MANDELL STREET IMPROVEMENTS PROJECT

In connection with the West Dallas Street and Mandell Street improvements project, Mr. Ali reviewed and recommended approval of Task Order No. 8, in the amount of \$348,022.00, payable to Gauge. Mr. Ali noted that the task order covers preliminary engineering/technical memorandum and design related work. Following review and discussion, Director Little moved to approve Task Order No. 8, in the amount of \$348,022.00, payable to Gauge for the West Dallas Street and Mandell Street improvements project. Director Tyler seconded the motion. Followed by a roll call, the motion passed unanimously with all Directors voting in favor of the motion.

CONSIDER TASK ORDER FOR METRO 5310 PROGRAM - SIDEWALK IMPROVEMENTS PROJECT ALONG WEST GRAY BETWEEN SHEPHERD DRIVE AND DUNLAVY STREET

In connection with the METRO 520 Program - sidewalk improvements along West Gray Street and Shepherd Drive and Dunlavy Street for which the Authority has received grant funding, Mr. Ali reviewed and recommended approval of Task Order No. 9, in the amount of \$94,381.00, payable to Gauge, for engineering services. Following review and discussion, Director Little moved to approve Task Order No. 9, in the amount of \$94,381.00, payable to Gauge for the METRO 520 Program - sidewalk improvements along West Gray Street and Shepherd Drive and Dunlavy Street. Director Tyler seconded the motion. Followed by a roll call, the motion passed unanimously with all Directors voting in favor of the motion.

UPDATE ON PROJECT WITH MONTROSE COLLECTIVE OWNER, LP

There was no update on this matter.

PUBLIC ENGAGEMENT COMMITTEE

There was no update on this matter.

AFFORDABLE HOUSING REPORT

Director Hunt provided an update on the ongoing work of the Affordable Housing Committee. A copy of the report is attached.

SECURITY MATTERS

There was no discussion on this item.

## FINANCIAL MATTERS

Ms. Landreville 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, Equi-Tax, Inc., Gauge, Goodman Corp., and Knudson. A copy of the report from the Finance Committee is attached. After review and discussion, and based on the recommendation of the Finance Committee, Director Tyler moved to approve and authorize payment of the invoices. Director Little seconded the motion. Followed by a roll call, the motion passed unanimously with all Directors voting in favor of the motion.

## AUDIT FOR FISCAL YEAR END JUNE 30, 2021

Mr. Bapat reminded the Board that the Authority is required to prepare and appropriately file an audit for fiscal year ending June 30, 2021, pursuant to terms set forth in the Tri-Party Agreement between the City of Houston (the "City"), the Zone, and the Authority, as well in accordance with Chapter 431 of the Texas Local Government Code, and has engaged McCall Gibson to conduct the Authority's audit for fiscal year end June 30.

Mr. Ellis reviewed the audit for the fiscal year ended June 30, 2021, and responded to questions from Board members related to same. After review and discussion, Director Hunt moved to approve the audit as presented. Director Valdez seconded the motion. Followed by a roll call, the motion passed unanimously with all Directors voting in favor of the motion.

## APPROVE ENGAGEMENT LETTER FOR REVIEW OF AUTHORITY FINANCIAL STATEMENTS

The Board reviewed an engagement letter from Burton Accounting, PLLC ("Burton"), for review of Authority financial statements, in an amount not to exceed \$2,500, in connection with the Authority's audit process. Following review and discussion, Director Little moved to approve the engagement letter and authorize Burton to review the Authority financial statements. Director Hunt seconded the motion. Followed by a roll call, the motion passed unanimously with all Directors voting in favor of the motion. The Board discussed modifying the process for selection for the next fiscal year.

## REPORT FROM MASTERSON ADVISORS, INCLUDING FINANCIAL CAPACITY OF ZONE

There was no discussion on this agenda item.

#### REPORT FROM ZONE ADMINISTRATOR

Mr. Morris reported on the ongoing work of the Zone administrator, a copy of which is attached.

#### REPORT FROM ATTORNEY

Mr. Bapat reported on the ongoing legal work performed by ABHR.

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

There was no discussion on this agenda item.

#### DISCUSS ZONE AND AUTHORITY MISSION STATEMENT

The Board discussed the Zone and Authority mission statement. No action was taken by the Board.

#### DISCUSS MEETING SCHEDULE AND PROPOSED AGENDA ITEMS

The Board concurred to hold: (i) a special public outreach meeting on October 18, 2021, at 6:30 p.m. at the offices of ABHR; and (ii) its next regular meeting on December 13, 2021, at 6:30 p.m. at the offices of ABHR.

#### RECEIVE PUBLIC COMMENT

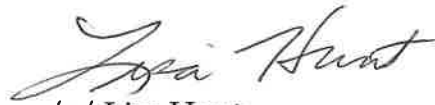
Chair Webb offered any members of the public attending the meeting by videoconference and teleconference the opportunity to make public comment.

Greg LeGrande thanked the Board and Gauge for detailed reports and timelines of ongoing and future construction projects financed by the Zone.

Jim Blake requested that the Board consider the importance of protecting current trees along rights-of-way and certain streets in the Zone. Mr. Ali responded to Jim Blake.

ADJOURN

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



/s/ Lisa Hunt

Secretary, Board of Directors

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