

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

May 15, 2023

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 15<sup>th</sup> day of May, at the Haven's Center, at St. Stephen's Episcopal Church, 1827 W. Alabama Street, Houston, Texas, 77098, inside the boundaries of the Zone, 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
Eureka Gilkey	Position 4
Amanda Flores	Position 4
Jeffrey Watters	Position 6
Ray Valdez	Position 7

and all of the above were present in person, except Director Noebels, thus constituting a quorum.

Also attending the meeting were Brian Walwyn, representing the City of Houston (the "City"); Kristi Miller of The Goodman Corp. ("Goodman"); Jennifer Landreville of ETI, Inc. ("ETI"); Rosaura Martinez of Hollaway Environmental Communications ("Hollaway"); Patti Joiner and Walter Morris of Knudson LLP ("Knudson"); Kathleen Ellison and Charles Graham of Norton Rose Fulbright ("NRF"); Kristin Blomquist of Masterson Advisors ("Masterson"); Muhammad Ali of Gauge Engineering ("Gauge"); Delia Cuellar, Steve Longmire, William Johnson, Mehdi Ras, Peyton Finch, Kevin Strickland, Greg LeGrande, Jack Valinski, Heather Lee, Rocky Kneten, Frank Blake, and additional members of the public; and Alia Vinson, Sanjay Bapat and Alyssa Ollwerther of Allen Boone Humphries Robinson LLP ("ABHR").

ESTABLISH QUORUM AND CALL TO ORDER

Chair Webb called the meeting to order at 6:35 p.m.

RECEIVE PUBLIC COMMENT

Chair Webb offered any members of the public attending the meeting the opportunity to make public comment.

Delia Cuellar requested that the Board consider installing speed cushions of Willard and Peden Street as well as requesting that the Board complete the improvements on Willard and Peden prior to installing the medians on Montrose Boulevard. Chair Webb responded to Delia.

Rocky Kneten reported on heavy traffic on Willard Street and distributed photographs of same, noting that due to parked cars on both sides of the street, a narrow one lane of traffic can barely get down Willard Street and discussed potential additional impacts from the construction of Montrose Boulevard. Rocky requested that the Board preserve as many Grand Live Oak trees as possible. Chair Webb responded to Rocky.

### MINUTES

The Board reviewed the minutes of the April 17, 2023, regular meeting. After review and discussion, Director Hunt moved to approve the minutes as presented. Director Watters seconded the motion, which carried unanimously.

### REORGANIZE COMMITTEES

There was no discussion on this agenda item.

### PROJECTS AND PLANNING

#### PROJECTS AND PLANNING COMMITTEE REPORT

Chair Webb provided an overview of the ongoing work of the Projects and Planning Committee, including the May 1, 2023, committee meeting report, a copy of which is attached.

#### 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.

#### UPDATE ON HAWTHORNE STREET AND WOODHEAD STREET NEIGHBORHOOD SAFE STREET

Mr. Ali updated the Board on the status of construction of the Hawthorne and Woodhead Street Neighborhood Safe Street Improvements project and expected completion dates of certain portions of the project.

Mr. Ali reviewed recent construction photos related to the construction of Hawthorne and Woodhead Street Neighborhood Safe Street Improvements project. He reviewed an exhibit designed to keep residents and nearby/interested community associations informed of construction timelines

and updates for the project.

Next, in connection with the construction of Hawthorne and Woodhead Street Neighborhood Safe Street Improvements project, Mr. Ali reviewed and recommended approval of Pay Estimate No. 13, in the amount of \$200,059.55, payable to R. Miranda Trucking and Construction LLC ("R. Miranda").

Following review and discussion, Director Hunt moved to approve Pay Estimate No. 13, in the amount of \$200,059.55, payable to R. Miranda. Director Watters seconded the motion, which carried unanimously.

#### MONTROSE BOULEVARD IMPROVEMENTS

Mr. Ali updated the Board on the status of Montrose Boulevard improvements.

Mr. Bapat updated the Board on the status of the Interlocal Agreement with the Downtown Redevelopment Authority ("Downtown RDA") for improvements at the Montrose Boulevard bridge that crosses Allen Parkway and connects to Buffalo Bayou Park. He requested that the Board approve the Interlocal Agreement subject to final approval by the Downtown RDA of same. Following review and discussion, Director Hunt moved to approve the Interlocal Agreement, as discussed. Director Valdez seconded the motion, which carried unanimously.

#### WEST GRAY SIDEWALK IMPROVEMENTS

Mr. Ali updated the Board on the status of construction of METRO 5310 Program West Gray Street Sidewalk Improvements project.

#### UPDATE ON DALLAS AND MANDELL STREET

Mr. Ali provided an update on the design for improvements to W. Dallas Street and Mandell Street and responded to questions from the Board related to same.

#### TRAFFIC ALTERNATIVES APPLICATIONS

In connection with the upcoming traffic alternatives applications, Mr. Ali reviewed a proposal for Gauge to support the grant administrator with engineering analysis and other miscellaneous tasks, in the amount of \$16,467. Following review and discussion, Director Hunt moved to approve the proposal. Director Valdez seconded the motion, which carried unanimously.

## PROJECT SCOPE FOR 2023 AND 2024 PURSUIT OF FUNDING

Ms. Miller reviewed a Project Scope for 2023 and 2024 Pursuit of Funding for TGC to submit on behalf of the Authority and responded to questions from the Board related to same. Following discussion, the Board concurred to consider approval of the Project Scope for 2023 and 2024 Pursuit of Funding for TGC later in the meeting.

## PUBLIC ENGAGEMENT REPORT

Mr. Bapat reviewed a Master Services Agreement between the Authority and Hollaway. Ms. Martinez responded to questions from the Board regarding services provided by Hollaway. Following discussion, Director Valdez moved to approve and authorize execution of the Master Services Agreement with Hollaway. Director Flores seconded the motion, which carried unanimously.

## MONTROSE ARTS PROJECT

There was no update this month on this agenda item.

## AFFORDABLE HOUSING REPORT

Director Hunt provided an update on the ongoing work of the Affordable Housing Committee, including the report from the May 8, 2023, committee meeting, a copy of which is attached. Director Hunt requested that the Board approve and authorize the Affordable Housing Committee to submit a letter to the Houston City Council by the deadline of June 7, 2023, regarding support for the provisions of the Livable Places Ordinance that allow for the construction of small unit multi-family developments by right but reserve comment on all other provisions of the proposed ordinance. Following discussion, Director Flores moved to approve and authorize the Affordable Housing Committee to submit the letter as discussed. Director Gilkey seconded the motion, which carried unanimously.

## FINANCIAL MATTERS

Ms. Landreville reviewed the monthly financial and bookkeeping report, a copy of which is attached. She reviewed the invoices submitted and included in the Board packet. After review and discussion, and based on the recommendation of the Finance Committee, Director Watters moved to approve the bookkeeper's report and authorize payment of the invoices. Director Hunt seconded the motion, which carried unanimously.

## DISCUSS FISCAL YEAR END 2024 BUDGET AND POTENTIAL 5-YEAR CAPITAL IMPROVEMENT PROJECTS (CIP)

Mr. Ali and Chair Webb reviewed potential five-year CIP for fiscal year end 2024 and summarized the projects included in same. Mr. Bapat reminded the Board that

they will consider the budget for each fiscal year prior to submittal of same to the City for approval. Following review and discussion, Director Hunt moved to adopt the fiscal year end 2024 budget and potential 5-year capital improvement projects and submittal of same to the City, with the revisions as discussed. Director Watters seconded the motion, which passed unanimously.

#### SERIES 2023 CONTRACT TAX BONDS

Ms. Blomquist and Ms. Vinson provided an update on the Series 2023 Tax Increment Contract Revenue Bonds (the "Bonds") and responded to questions from the Board related to same. Ms. Blomquist distributed and reviewed a draft of the Preliminary Official Statement for the Bonds.

The Board considered adopting the Resolution Authorizing the Issuance of the Authority's Bonds (the "Resolution"). Ms. Vinson presented and reviewed the proposed Resolution with the Board which included explanation that the documents set forth the terms and provisions of issuance and delivery of the Bonds, the payment of principal and interest over the life of the Bonds, and certain Authority covenants of the Bonds. Next, the Board considered setting parameters for the sale.

The Board next considered approving the form of Bond Purchase Agreement.

The Board considered approving the form of Indenture and appointing a Trustee.

The Board and Ms. Blomquist discussed the possibility of authorizing an application for rating and bond insurance. Ms. Blomquist reviewed an engagement letter between the Authority and S&P Global Ratings to provide a credit rating in connection with the Bonds.

Next, the Board and Ms. Blomquist discussed a bond sale date, noting that the Bonds are scheduled to price on June 22, 2023, and close on July 20, 2023.

Following review and discussion, Director Watters moved to (1) approve the Preliminary Official Statement; (2) adopt the Resolution; (3) approve the form of Bond Purchase Agreement; (4) approve the form of Indenture and appoint Regions Bank as Trustee; (5) approve the engagement letter for S&P Global Ratings to provide the credit rating for the Bonds; (6) approve payment to the attorney General related to bond issue transcript review; (7) authorize execution of documents related to the sale and delivery of the Bonds and authorize the Authority's attorney and financial advisor to take all necessary action to deliver the Bonds; and (8) setting the bond sale date for June 22, 2023. Director Hunt seconded the motion, which carried unanimously.

## PROJECT SCOPE FOR 2023 AND 2024 PURSUIT OF FUNDING CONT'D

The Board returned to this agenda item to consider a revised proposal from TGC to perform funding pursuit and development work for the month of May, in the amount of \$15,000 to allow for completion of ongoing projects. Following discussion, Director Hunt moved to approve the revised proposal as discussed. Director Valdez seconded the motion. The motion carried with Directors Hunt, Valdez, Webb, Watters, and Flores voting "aye" and Director Gilkey abstaining.

## REPORT FROM ZONE ADMINISTRATOR

The Board noted that the report from the Zone Administrator has been received.

## REPORT FROM ATTORNEY

There was no discussion on this agenda item.

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

The Board noted that due to the Juneteenth holiday, the next regular Authority meeting will be scheduled for June 26, 2023, at 6:30 p.m., at St. Stephen's Episcopal Church and School, at The Havens Center. The Board discussed attending upcoming civic engagement meetings.

## RECEIVE PUBLIC COMMENT

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

Simon Newton addressed the Board regarding the removal of the line item in the Authority's budget related to the Houston BCycle stations in the Zone.

Greg LeGrande inquired if members of the Board are able to attend an upcoming meeting for the Neartown Association and update them on the Livable Places study status.

William Blake commented on the disbursement of trash and recycling bins along Mandell Street and requested that the Board provide information to residents and affected users regarding the pre-caste curbs along Hawthorne and Woodhead.

Kevin Strickland shared a story about Patrick Walsh and commented on his upcoming memorial. Kevin reported on a recent lethal accident that occurred to a cyclist riding along the White Oak Bayou involving orange construction netting across the bike path and requested that the Board work to remove this material from construction sites.

Hayden Finch commented on certain data posted on the Authority website, the letter regarding additional housing units in the Zone, and the expansion of Westheimer Road. Hayden commented on Houston BCycle stations and inquired about the projected interest rate of the Bonds.

Hume Spike requested that the shared use path from Allen Parkway to Westheimer be extended to Hawthorne Street. Hume requested that the Board emphasize safety over speed and capacity and commented on the letter regarding additional housing units in the Zone.

ADJOURN

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

  
Secretary, Board of Directors  
Director

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