

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

February 24, 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 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 24th day of February, 2021, and the roll was called of the members of the Board being present by telephone:

Lisa W. Hunt	Position 1
Abby Noebels	Position 2
Joe D. Webb	Position 3 Chair
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 Directors Dickerson and Tyler, thus constituting a quorum.

Also attending the videoconference were Katie Coyne of Asakura Robinson; Muhammad Ali of Gauge Engineering (“Gauge”); Kristin Blomquist of Masterson Advisors; Jennifer Landreville of ETI Bookkeeping Services (“ETI”); Jeff Reichman of January Advisors; Patti Joiner and Walter Morris of Knudson, LP (“Knudson”); Robert McHaney of The Goodman Corp.; Mark Davis, Amanda Wolfe, Randy Romman, Nelson Vergel, Monica Aizpurua, Julia Retta, Jack Valinski, Stephen Longmire, Truman Edminster, and additional members of the public joined via teleconference and videoconference; 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

Chair Webb called the meeting to order at 6:36 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.

Mark Davis inquired about the possibility of using Authority funds for graffiti abatement. Mr. Bapat responded to Mr. Davis, noting that graffiti abatement is not permissible for the Authority to spend funds on, pursuant to Chapter 311 of the Texas Tax Code or the Project Plan for the Zone that is approved by City of Houston ("City") Ordinance. Discussion ensued regarding alternative ways in which graffiti abatement can be addressed.

Amanda Wolfe stated that she is a member of the Montrose Residents Coalition and requested information related to certain construction at Westheimer and Montrose managed by Skanska. Mr. Bapat suggested that Ms. Wolfe send an email with her request for information to info@montrosehtx.org.

MINUTES

The Board considered approving the minutes of the December 7, 2020, regular meeting. After review and discussion, Director Valdez moved to approve the 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

The Board next considered reorganizing the officer positions of the Board, as the City appointed Abby Noebels to fill a vacant position and because the Secretary's position was currently unfilled. Mr. Bapat noted that the City Council appoints the Chair of the Board and has appointed Director Webb to that position, and that Board action is required to appoint the Vice-Chair and Secretary positions. Following discussion, Director Valdez moved to appoint Director Weesner as Vice Chair and Director Hunt as Secretary. Director Noebels 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 Hunt moved to appoint Director Noebels to the Projects and Planning Committee and the Finance Committee. Director Weesner 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

Chair Webb reviewed the Projects and Planning Committee reports for December and January, copies of which are attached, and provided updates 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 updated the Board on the construction status of Waugh Drive, Commonwealth and Yoakum Street Improvements. He stated that Gauge is awaiting City signatures on the construction contracts with Reytex Construction Resources, Inc. Mr. Ali reported that Gauge anticipates that construction will begin in late March or early April following a public meeting regarding the project.

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.

DISCUSS POTENTIAL 5-YEAR CAPITAL IMPROVEMENT PROJECTS

Mr. Bapat stated that pursuant to the Authority's general communication policy, the list of potential 5-year capital improvement projects has been posted on the Authority website, to encourage members of the public to provide feedback and input. He stated that the Board may consider formally adopting the list of potential 5-year capital improvement projects after the public has had the appropriate amount of time to review and comment. Chair Webb discussed the importance of Montrose Boulevard improvements as the backbone of the drainage

system for the area. Mr. Ali gave a quick overview of the list, noting that Gauge created the list and documented projects based on drainage, mobility, and economic development criteria.

UPDATE ON LIVABLE CENTERS STUDY

Ms. Coyne updated the Board on the status of the livable center study and provided a presentation from Asakura Robinson. Ms. Coyne responded to questions from Board members.

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

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

PUBLIC ENGAGEMENT

REPORT

There was no report from the Public Engagement Committee for the Board's consideration.

APPROVE TASK ORDER NO. 2 FROM THE GOODMAN CORP.

Mr. Bapat reminded the District of the Zone's Resolution Regarding Submittal of Grant Applications, which delegates authority to the Projects and Planning Committee to authorize expenditure of funds when required to meet a grant application deadline. He reported that the Goodman Corp. identified a grant to apply for through METRO for sidewalks along West Gray and informed the Board that the submission deadline was in between Board meetings, so the Projects and Planning Committee took action to authorize the Goodman Corp. to write and submit the grant application on behalf of the Authority. In connection with same, the Board considered approving Task Order No. 2 submitted by the Goodman Corp., for funds expended to submit the grant application to METRO. Following review and discussion, Director Weesner moved to approve Task Order No. 2. Director Hunt seconded the motion. Followed by a roll call, the motion passed unanimously with all Directors voting in favor of the motion.

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. 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. After review and discussion, and based on the recommendation of the Finance Committee, Director Weesner moved to approve and authorize payment of the invoices. Director Hunt seconded the motion. Followed by a roll call, the motion passed unanimously with all Directors voting in favor of the motion.

Ms. Landreville noted the Authority received funds from Harris County in the approximate amount of \$1,300,000 for Harris County's 50% share of the Waugh and Commonwealth improvement project, and that ETI would be opening a separate TexPool account for the funds.

ANNUAL REVIEW OF INVESTMENT POLICY AND ADOPT RESOLUTION REGARDING ANNUAL REVIEW OF INVESTMENT POLICY

The Board conducted an annual review of the Authority's Investment Policy and concurred that no updates were necessary at this time. Following review and discussion, Director Hunt moved to adopt a Resolution Regarding Annual Review of Investment Policy reflecting that the current policy will remain in effect and direct that the Resolution be filed appropriately and retained in the Authority's official records. Director Weesner seconded the motion, which passed by unanimous vote.

ACCEPT ANNUAL DISCLOSURE STATEMENTS FOR INVESTMENT OFFICER AND BOOKKEEPER

Mr. Bapat stated that in accordance with the Authority's Investment Policy, Ms. Landreville as the Authority's bookkeeper and Mr. Kenneth Byrd, as the Authority's Investment Officer, are required to execute Disclosure Statements that disclose any relationships with banks and brokers who seek to sell investments to the Authority. He added that the Disclosure Statements will be filed with the Texas Ethics Commission. After review and discussion, Director Hunt moved to accept the Disclosure Statements pursuant to the Authority's Investment Policy and the Public Funds Investment Act and direct that the statements be filed appropriately and retained in the Authority's official records. Director Weesner seconded the motion, which carried unanimously.

REPORT FROM MASTERSON ADVISORS, INCLUDING FINANCIAL CAPACITY OF ZONE

Ms. Blomquist reviewed the attached report on the financial capacity of the Zone and responded to questions from Board members related to same. Ms. Blomquist also provided a general overview of a proposed bond sale schedule for the Authority. No action was taken 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, a copy of which is attached.

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

Director Noebels introduced herself to the Board of Directors.

DISCUSS MEETING SCHEDULE AND PROPOSED AGENDA ITEMS

The Board concurred to hold (i) a special meeting for the final launch of the Livable Centers Study on March 8, 2021, at noon, (ii) a special meeting on March 31, 2021, at 6:00 p.m., for a presentation on Waugh Drive, Commonwealth, and Yoakum Street Improvements project, and (iii) its next regular meeting on April 19, 2021, at 6:30 p.m. via videoconference.

RECEIVE PUBLIC COMMENT

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

Randy Romman inquired about the prioritization of projects included in the list of potential 5-year capital improvement projects. Mr. Romman inquired as to whether the safety of pedestrians is measured as well as vehicular safety. Mr. Bapat responded and stated that the Authority would provide additional information related to the walk/bike projects following the Board meeting.

Amanda Wolfe requested clarification on the info@montrosehtx.org for further information related to her earlier public comment.

Nelson Vergel inquired as to whether the Waugh Drive, Commonwealth, and Yoakum Street Improvements project would include improvements from West Dallas

St. to Allen Parkway. Mr. Bapat reported that the area described by Mr. Vergel is not included inside the Zone boundaries and therefore not included in the Waugh Drive, Commonwealth, and Yoakum Street Improvements project.

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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