

MINUTES OF REGULAR MEETING OF UPTOWN DEVELOPMENT AUTHORITY

November 6, 2019

The Board of Directors of the Uptown Development Authority (the "Authority") met in regular session, open to the public, on November 6, 2019, at 2:30 p.m. at 1980 Post Oak Blvd., Suite 1700, Houston, Texas 77056. The roll was called of the members of the Board, to wit:

Dot Cunningham	Director
Kendall A. Miller	Secretary/Treasurer
Vacant	Chairman
Judson Robinson, III	Director
John S. Beeson	Director
Lisa Simon	Director
Marvin Kaplan	Director
Louis Sklar	Vice Chairman
MariCarmen Tamez	Director

and all of the above were present except Directors Cunningham and Kaplan, thus constituting a quorum.

Also present were John Breeding, Stephen Wood, Robert Taube, Shannon Daniels, Delia Mizwa, Bob Ethington, Andrew Jerige, Betsy Kirkgard, Kaleé Garvin, Nat Wanissorn and Amelia Escalante, staff members of Harris County Improvement District No. 1 (the "District"); Ramesh Gunda of Gunda Corporation; Steve Done of ARUP; Rafael Ortega of Aurora Technical Services, LLC; and Carnell Emanuel of Allen Boone Humphries Robinson LLP ("ABHR").

CALL TO ORDER

Director Sklar called the meeting to order at 2:41 p.m.

APPROVE MINUTES

The Board considered approving the minutes of the September 25, 2019, regular meeting of the Board, a copy of which is attached.

Director Simon made a motion to approve the minutes of the meeting. Director Tamez seconded the motion, which passed unanimously.

RECEIVE COMMENTS OR QUESTIONS FROM THE PUBLIC

There were no comments from the public.

APPROVE INVOICES

Ms. Daniels presented to the Board a list of current invoices for work done in the last reporting cycle, a copy of which is attached. Ms. Daniels said invoices for reimbursement to the District for administrative and other projects totaled \$140,115.15, invoices for the Post Oak Boulevard Project totaled \$169,793.54, and the Authority's consultants' and attorneys' fees totaled \$474,651.78, together coming to \$784,560.47. Ms. Daniels continued that the Authority's contract payments for the period were \$2,177,801.86. She requested approval for a total of \$2,962,362.33 to pay current invoices.

After discussion, Director Miller moved that the Board approve payment of the invoices presented. Director Robinson seconded the motion, which passed unanimously.

Ms. Daniels reviewed and discussed the cumulative total of MWDBE / SBE expenditures from the inception of the Authority to date, and for the current fiscal year beginning July 1, 2019, to date. She also said that the percentage of MWDBE / SBE expenditures to the total of professional expenditures for the current fiscal year is 63%, exceeding the Authority's 24% goal, and that the percentage of MWDBE / SBE expenditures to total of construction expenditures for the same period is 17%, which meets the Authority's goal of 17%. The Board then reviewed trend graphs of MWBDE / SBE Professional Services and Construction Services and a chart of the expenditures broken down by type of minority group for Fiscal Year 2019-20 to date.

REVIEW BIDS AND CONSIDER AWARDING CONTRACT FOR CONSTRUCTION MANAGER AT RISK (CMAR) AND MEMORIAL PARK CENTRAL CONNECTOR PROJECT (CCP)

Mr. Breeding provided a brief overview of the Memorial Park CCP, consultant and stakeholder engagement, and Board actions to be requested. He then introduced Mr. Jerige to further describe the project and respond to questions from the Board. Mr. Jerige described the procurement process and timeline, stating that bids were received and evaluated by the Scoring Committee. The Board discussed the evaluation process for proposals received, including the various score components and company background.

Mr. Breeding recommended that the Board award the contract for Construction Manager at Risk Services to Tellepsen, in an amount not to exceed \$54,000,000, and authorize a notice to proceed on preconstruction services, in an amount not

to exceed \$20,000. The Board concurred that, in its judgment, Tellepsen was a responsible bidder who would be most advantageous to the Authority and would result in the best and most economical completion of the project. Mr. Breeding indicated that Tellepsen will organize subcontractor procurement and negotiate a Guaranteed Maximum Price for the construction phase of the project. The Board then discussed the project budget, MWBDE goals, and coordination and approvals necessary, if any, from other entities, including Kinder Foundation, City of Houston, and Memorial Park Conservancy.

After discussion, Director Tamez made a motion to: (1) award the contract for Construction Manager at Risk Services, in an amount not to exceed \$54,000,000, to Tellepsen; and (2) authorize Tellepsen to proceed on preconstruction services, in an amount not to exceed \$20,000. Director Simon seconded the motion. The motion passed unanimously.

UPDATE ON PROJECTS

Mr. Taube updated the Board on the Westpark / Uptown Transit Center. He indicated that approximately 450 parking spots would be available once completed. Mr. Taube also discussed the proposed construction schedule by TxDOT of the dedicated, elevated bus lanes along West Loop, stating completion of the project is anticipated for April 2020.

Mr. Taube and Mr. Breeding updated the Board on the Post Oak Boulevard project. Mr. Taube indicated that traffic and bus lanes, and traffic signals have been completed. He added that platform lighting is anticipated to be complete by the end of November, and platform ramps are anticipated to be completed by the end of December.

ADJOURNMENT

There being no further business, the meeting was adjourned.

Respectfully submitted,



Kendall A. Miller
Secretary, Board of Directors