

# MINUTES OF REGULAR MEETING OF UPTOWN DEVELOPMENT AUTHORITY

December 8, 2020

The Board of Directors (the "Board") of the Uptown Development Authority (the "Authority") met in regular session by teleconference, with access by telephone available to the public, pursuant to Texas Government Code Section 551.125 and Governor Greg Abbott's emergency disaster declaration dated March 13, 2020, on the 8th day of December, 2020, and the roll was called of the members of the Board being present by telephone:

Steve Lerner	Chairman
Louis Sklar	Vice Chairman
Kendall A. Miller	Secretary/Treasurer
Robert Clay	Director
Dot Cunningham	Director
Ethel Johnson	Director
Judson Robinson, III	Director
Lisa Simon	Director
MariCarmen Tamez	Director

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

Also attending the teleconference were John Breeding, Stephen Wood, Shannon Daniels, Bob Ethington, Andrew Jerige, Betsy Kirkgard, and Amelia Escalante, staff members of Harris County Improvement District No. 1; Jennifer Curley of City of Houston (the "City"); Margaret Dunlap of METRO; Ben Terry and Kristin Blomquist of Masterson Advisor, LLC; and Jessica Holoubek and Carnell Emanuel of Allen Boone Humphries Robinson LLP.

## CALL TO ORDER

Chairman Lerner called the meeting to order at 3:39 p.m.

Chairman Lerner reviewed certain recommended protocols for conducting the Authority's meeting via teleconference.

## PUBLIC COMMENTS

Chairman Lerner offered any members of the public attending the meeting by telephone the opportunity to make public comment. There being no members of the public requesting to make public comment, the Board moved to the next agenda item.

## APPROVE MINUTES

The Board considered approving the minutes of the November 18, 2020, regular meeting, a copy of which is attached. Director Simon made a motion to approve the minutes of the meeting. Director Clay seconded the motion, which passed unanimously.

## APPROVE INVOICES

Ms. Daniels presented a list of current invoices for work done for the months of October and November, 2020, a copy of which is attached. She stated that invoices for reimbursement to the District for administrative and other projects totaled \$189,167.32, invoices for the Post Oak Boulevard Project totaled \$30,848.96 and the Authority's consultants' and attorneys' fees totaled \$262,784.58, together coming to \$482,800.86. She continued that the Authority's contract payments for the period were \$1,753,24.37. She requested approval for invoices totaling \$1,058,125.23, which includes an additional \$450,000 in estimated expenditures anticipated for December.

After discussion, Director Sklar moved that the Board approve payment of the invoices presented and the expenditure of up to \$450,000 in anticipated December payments. Director Tamez 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, 2020, to date. She also said that the percentage of MWDBE / SBE expenditures to the total of professional expenditures for the current fiscal year is 59%, exceeding the Authority's 24% goal, and that the percentage of MWDBE / SBE expenditures to total of construction expenditures for the same period is 46%, which is above the Authority's goal of 17%. The Board then reviewed and discussed 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 2020-21 to date.

AMENDMENT TO THE AMENDED AND RESTATED DEVELOPMENT, CONSTRUCTION, OPERATIONS, MAINTENANCE, AND CONCESSION AGREEMENT

The Board reviewed and discussed the First Amendment to Amended and Restated Development, Construction, Operations, Maintenance, and Concession Agreement between the Memorial Park Conservancy (the "Conservancy"), the City, and the Authority (the "Amendment"). Mr. Wood indicated that the Amendment adds acceptable uses of revenue received from the Houston Open Golf Tournament by the Conservancy. Following review and discussion, Director Sklar moved to approve the Amendment. Director Clay seconded the motion, which passed unanimously.

RESOLUTION RELATING TO ISSUANCE OF BONDS

Mr. Wood discussed affordable housing requirements and related programs, as well as the use of related increment revenue received by the Authority. Discussion ensued regarding the potential issuance of bonds by the Authority in 2021. Ms. Holoubek discussed procedures relating to post-issuance compliance applicable to tax-exempt bonds. Mr. Breeding reviewed and recommended approval of a Resolution Relating to Issuance of Bonds (the "Resolution"). He stated that the Resolution requests additional authorization from the City to issue bonds and notes in an amount not to exceed \$141,875,000.00. Following review and discussion, Director Clay moved to approve the Resolution and authorize submittal to the City. Director Simon seconded the motion, which passed unanimously.

PROJECT UPDATES

Mr. Breeding updated the Board on the Land Bridge Central Connector project.

ADJOURNMENT

There being no further business, the meeting was adjourned.

Respectfully submitted,



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Kendall A. Miller  
Secretary, Board of Directors