

**HOUSTON LAND BANK
MINUTES OF THE BOARD OF DIRECTORS SPECIAL MEETING
HOUSTON, TEXAS**

July 29, 2020

A special meeting of the Board of Directors ("Board") of the Houston Land Bank ("HLB"), a Texas non-profit corporation created and organized by the City of Houston as a local government corporation pursuant to the Texas Transportation Code Annotated, Section 431.101, *et seq.*, and the Texas Local Government Code Annotated, Section 394.001 *et seq.*, was held by video conference due to the City of Houston Stay Home Work Safe Order, and Governor Abbott's Executive Order Regarding Public Meetings during the time of the COVID 19 pandemic, in Houston, Texas, on Wednesday, July 29, 2020 at 12:00 p.m. Written notice of the special meeting, which included the date, hour, place and agenda for the special meeting, was posted in accordance with the Texas Open Meetings Act.

Board members in attendance were:

Mario Castillo

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|--------------------|---------------------|
| Matt Zeis | Mario Castillo |
| David Collins | Curtis Lampley |
| Antoinette Jackson | Jesus DeAnda |
| Pastor Steve Hall | John David Vasquez |
| Carol Galloway | Victor A. Mondragón |
| Laurie Vignaud | |

Board members absent were: Courtney Johnson Rose.

Others in attendance included: Anne Haynes, the CEO/President for the Houston Land Bank; Jennifer Allison, Property Operations and Engagement Manager of the Houston Land Bank; David Benson, Director of Organizational Excellence for HLB; Marye Barba, Administrative Assistant for HLB; Greg Erwin and Mark Glanowski (Paralegal) of Winstead PC, outside legal counsel for the HLB; Gonzalo Gonzalez, Director of Finance and Accounting for HLB; Gracie Saenz, Board counsel for HLB; Darice Harris, In-house Counsel and Compliance Officer for HLB; Christa Stoneham, Board Liaison Ex-Officio Board Member; Nicholas J. Foran, appointee to the HLB Advisory Board; Elijah J. Williams, appointee to the HLB Advisory Board; and John Guess III and three other visitors who were not identifiable by their Zoom identity.

I. Call to Order and Roll Call

Chairman Matt Zeis called the special meeting to order at 12:02 p.m. A roll call of the Board members in attendance immediately followed. Chairman Zeis noted that a quorum of the Board was present.

II. Public Speakers

Nothing to report.

III. Adopt Minutes of June 4, 2020 Budget Workshop and June 11, 2020 Regular Meeting

Chairman Zeis noted that the minutes for the Budget Workshop and the regular meeting of the Board of Directors were previously circulated for review and comment. He asked if there were any comments for discussion to such minutes. Chairman Zeis requested that each set of minutes be revised to be executed by the Secretary rather than the President.

Director Castillo made a motion to approve the minutes of the Budget Workshop and the Regular meeting which motion was duly seconded by Director DeAnda and passed with the unanimous vote of the Board.

IV. Chairman's Greeting—Matt Zeis, Chair

Chairman Zeis thanked the Board members in attendance for being available for this special meeting. He then welcomed the new Board members and Advisory Board members to the HLB. Chairman Zeis noted that he has been on the Board since early 2016 and is excited about the direction the HLB is headed. He then mentioned that the strategic planning sessions will be scheduled for late August and early September, but will need to be held virtually for everyone's safety. Chairman Zeis stated that he was excited about the first class of the Advisory Board Committee, which was established under the new by-laws a few years ago but not exercised until now. He also thanked the past Chairman, Nicholas Hall, with whom he worked for the past several years to improve the HLB.

Chairman Zeis then spoke about the passing of Keith Wade in late May from the COVID 19 virus. Mr. Wade was an advisor to two mayors and countless others, including himself and his wife.

V. Swearing in of Mayoral Appointees to Board of Directors and Advisory Board

a. Board of Directors

1. Position One: David L. Collins, Vice Chair

Gracie Saenz conducted the swearing in ceremony for David L. Collins for the office of member of the Board of Directors.

2. Position Two: Victor A. Mondragón

Chairman Zeis introduced Victor A. Mondragón to the Board. Gracie Saenz then conducted the swearing in ceremony for Mr. Mondragón as required by law for his appointment to the Board of Directors.

3. Position Three: Matt Zeis (Chair)

Gracie Saenz conducted the swearing in ceremony for Matt Zeis for the office of member of the Board of Directors.

4. Position Four: Jesus DeAnda

Gracie Saenz conducted the swearing in ceremony for Jesus DeAnda for the office of member of the Board of Directors.

5. Position Five: Laurie Vignaud

Chairman Zeis introduced Laurie Vignaud to the Board. Gracie Saenz then conducted the swearing in ceremony for Ms. Vignaud as required by law for her appointment to the Board of Directors.

b. Non-Voting Advisory Board Members

1. Nicholas J. Foran

Chairman Zeis next introduced Nicholas J. Foran to the Board. Gracie Saenz then conducted the swearing in ceremony for Mr. Foran as required by law for his appointment to the Advisory Board.

2. Elijah J. Williams

Chairman Zeis then introduced Elijah J. Williams to the Board. Gracie Saenz then conducted the swearing in ceremony for Mr. Williams as required by law for his appointment to the Advisory Board.

3. Kellen Zale

Kellen Zale was not in attendance for this meeting nor the swearing in ceremony.

VI. Board Action Items

a. Consideration and Possible Action to Direct Staff to Execute an Agreement with the Center for Community Progress to Provide Technical Assistance Relating to Interlocal Agreements and State Legislation for an Amount Not to Exceed \$56,500.00.

Chairman Zeis informed the Board that this Agenda item is being pulled until such time as more information is provided by the Center for Community Progress for the Board to assess the value of the delivery of draft legislation and support through the legislative process.

b. Consideration and Possible Action to Clarify the Board Vote (6.11.20 VII b) of 6.11.20, and Confirm Adoption of the FY21 Budget, increased by \$57,200 to accommodate VI.c below.

Chairman Zeis requested a motion and a seconding of such motion before discussing this Agenda item. Director Lampley interjected and requested that the Agenda item be discussed prior to the motion being made and that Agenda items VI(b) and VI(c) be discussed at the same time, which was agreed to by Chairman Zeis.

With respect to item VI(c), Director Lampley stated that the motion passed at the June 11, 2020 Board meeting did not include a time frame for the continuation of services for accounting, bookkeeping, and legal ending on December 31, 2020. Chairman Zeis stated that it is not appropriate for the Board to decree which vendors are paid without a competitive bid process in place. Director Jackson stated that it was appropriate and is common in public settings that contracts are extended on a month-to-month which were procured initially.

Ms. Haynes stated that there were two actions that were merged into one action at the June Board vote; therefore, today's items VI(b) and VI(c) are a procedural vote to maintain the budget vote and the request to extend to month-to-month on the existing contractors. She noted that there are current discussions with the vendors for accounting, bookkeeping, and legal and those contracts will be provided to the Board after they have been negotiated.

Ms. Jackson stated that she does not understand why this matter is being re-visited since the June motion was clear as it was written.

Director Lampley stated that the June motion stands as passed by the Board. Director Collins stated that he was agreeable to today's motion to increase the FY21 Budget by \$57,200 to accommodate an increase of the budget during renegotiation of contracts for accounting, bookkeeping, and legal services, which motion was duly seconded by Director Jackson.

Chairman Zeis noted that the Board appears to have reached an agreement with regard to item VI(b) but not VI(c). Director Lampley stated that item VI(c) as written does not match up with the time period of the FY21 Budget because it states "no later than December 31, 2020" and the FY21 Budget ends on June 30, 2021. Chairman Zeis noted that the "month to month" wording was not a part of the motion passed at the June meeting.

Director Jackson explained that the current procurement process for accounting, bookkeeping, and legal services does not interrupt the decision to retain the current contracts for such services until the procurement process is completed. Therefore, the motion for item VI(c) is not necessary since the existing contracts will remain in place until the procurement process is completed by the HLB. The current vendors can submit a proposal under the procurement process even though their existing contracts are on a month to month basis.

Director Vignaud asked if there were any provisions in the existing contracts that it would be understood or perceived that the current contracts would be for another year or until the end of the next fiscal year. She also asked if any notification was required to place the contracts into a month to month basis.

Chairman Zeis reiterated that he would be more comfortable if the Board took action on Agenda item VI(b) to avoid any future liabilities.

Again, Director Lampley stated such a motion is not necessary because the original motion was clear and that staff may have created some concerns with moving through the procurement process for these services without assistance from the Board in that decision making process.

Director Mondragón requested Director Jackson to explain her comment that this revision of the prior motion would taint HLB's current relationship with these contractors. Director Jackson clarified that such a revision would taint HLB's own process with regard to the handling of these contracts and not its relationship with the contractors.

Ms. Haynes then informed the Board that HLB has an open procurement for legal services which includes the current vendors and additional scopes of expertise. She stated that HLB has not prepared a procurement as yet for accounting and bookkeeping services but have been in conversation with them to define the scope for a formal re-contracting process. She also noted that a procurement motion was not included for the June Board meeting. Today's motion was to create more clarity on terms and intent on the month to month on the current vendor contracts and increase the FY21 Budget to account for maintaining the existing contractors at their current level.

Chairman Zeis re-confirmed that the motion before the Board is to approve Agenda item VI(b) and table VI(c). He then requested the vote of the Board on such motion which passed unanimously.

- c. Consideration and Possible Action to Clarify the Board Vote (6.11.20 VII b) of 6.11.20, and to Extend Current Vendor Contracts for Accounting, Bookkeeping and Legal, Month to Month, until Revised Contracts are Established, no later than December 31, 2020.**

The Board voted unanimously to table Agenda item VI(c).

VII. Executive Session Items (Discussion may occur in executive session as provided by State law, but all Board actions will be taken in public)

- a. Consideration and possible action to repurchase five lots totaling 19,840 square feet for the price of \$39,680 from Catholic Charities Community Development Corporation**

- 1. 0 E 39th -- Lot 15, Block 70, Independence Heights Park**

- HCAD 0211350700015
- 4000 square feet (SF)
- Price: \$8,000

- 2. 0 E 37th Lot 19 Block 64 Independence Heights Park**

- HCAD 0211330640019
- 4000 SF
- \$8,000

3. **0 E 40th Lot 8 Block 67 Independence Heights Park**
 - HCAD 0211340670008
 - 3840 SF
 - \$7,680
4. **0 E 39th Lot 12 Block 65 Independence Heights Park**
 - HCAD 0211340650012
 - 4000 SF
 - \$8,000
5. **813 E 37th Lot 24 Block 71 Independence Heights Park**
 - HCAD 0211360710024
 - 4000 SF
 - \$8,000

Chairman Zeis announced at 12:39 p.m. that the special meeting will now move into Executive Session.

Upon returning into the Open Session of the special meeting, Director Lampley made a motion to approve the repurchase of 5 lots from Catholic Charities Community Development Corporation to be placed into HLB's traditional lot program for the price of \$39,680, which motion was duly seconded by Director Castillo and passed by the unanimous vote of the Board.

b. Consideration and Possible Action to Purchase Three Properties Totaling 20,015 Square Feet from Catholic Charities Community Development Corporation for \$200,000.00

1. **0 E 41st -- Lot 2 Block 17 Willadale Section 3**
 - HCAD ID#: 0620540170002
 - Size: 5,005 Square Feet (SF)
 - Purchase Price: \$50,000
2. **509 E 41st -- Lots 12 & 13 Block 14 Willadale Section 3**
 - HCAD ID#: 0620540140012

- Size: 10,010 SF
- Purchase Price: \$100,000

3. 0 Neyland -- Lot 4 Block 10 Willadale

- HCAD ID#: 0620530100004
- Size: 5,000 SF
- Purchase Price: \$50,000

Chairman Zeis announced that the special meeting returned to Open Session at 1:20 p.m.

Chairman Zeis then requested a motion with regard to Agenda item VII(b). Director Jackson made a motion to table this Agenda item until such time an acceptable written commitment from the Houston Housing Department is received, which motion was duly seconded by Director Galloway and passed by the unanimous vote of the Board.

VIII. Board Member Comments

Director Vignaud stated that she was excited to serve on this very productive and meaningful affordable housing initiative.

Director Lampley welcomed all the new Board members aboard.

Director Galloway welcomed all the new Board members and stated that they are in for a good ride.

IX. Adjournment

Chairman Zeis asked if there were any additional matters to be considered by the Board. Hearing none, the regular Board meeting adjourned at 1:24 p.m. upon the motion of Director Lampley and duly seconded by Director Mondragón.

Minutes Prepared By:

Mark Glanowski (Paralegal) of Winstead PC and
Graciela Saenz of Law Offices of Graciela Saenz

Signed on the _____ day of _____, 2020. 08 / 13 / 2020

Mario Castillo

Secretary

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