

WINROCK NORTH PFC

2640 Fountain View Dr., Houston, TX 77057

BOARD OF DIRECTORS MEETING

TUESDAY, DECEMBER 19, 2023

3:30pm *OR UPON ADJOURNMENT OF THE HOUSTON HOUSING
AUTHORITY BOARD MEETING*

Houston Housing Authority Central Office
2640 Fountain View Drive, Houston TX 77057

AGENDA

- I. Call to Order
- II. Roll Call
- III. Approval of the February 28, 2023 Board Meeting Minutes
- IV. New Business

Resolution No. WNPFC 23-02: Consideration and/or take action to authorize Winrock North PFC to take all actions necessary or convenient to negotiate, execute, make changes to, and facilitate an easement agreement with the Buffalo Bayou Partnership; and approving such other actions necessary or convenient to carry out this resolution; and the execution of all required documents therefor.

- V. Adjournment

WINROCK NORTH PUBLIC FACILITY CORPORATION

2640 FOUNTAIN VIEW DR. ♦ HOUSTON, TEXAS 77057

MINUTES OF THE WINROCK NORTH PUBLIC FACILITY CORPORATION BOARD OF DIRECTORS MEETING TUESDAY, FEBRUARY 28, 2023

A meeting of the Board of Directors (“Board”) of APV Redevelopment Corporation was held on Tuesday, February 28, 2023, at the Houston Housing Authority Central Office located at 2640 Fountain View Drive, Houston, TX 77057.

President Snowden called the meeting to order at 4:51 p.m. Secretary Northern called the roll and President Snowden declared a quorum present.

Present: LaRence Snowden, President and Director
Kristy Kirkendoll, Vice Chair and Director
Kris Thomas, Director
Andrea Hilliard Cooksey, Director
Stephanie A.G. Ballard, Director
David A. Northern, Sr., Secretary

Absent: Dr. Max A. Miller, Jr., Director

APPROVAL OF MINUTES

Chair Snowden stated the Board has had an opportunity to review the December 13, 2022 Board of Directors meeting minutes and asked for a motion to adopt the meeting minutes.

Director Cooksey moved to adopt the meeting minutes and Director Kirkendoll seconded the motion.

Chair Snowden asked if there is any discussion or objection to the December 13, 2022 Board of Directors meeting minutes. Having none, the minutes are adopted.

Director Snowden said we will now move into our new business.

NEW BUSINESS

Resolution No. WNPFC 23-01: Ratifying Winrock North Public Facility Corporation’s (the “Corporation”) facilitation and the execution of all required documents heretofore signed for the development of property known as The Standard at Winrock (formerly known as The Briarwest Apartments North), located at 2030 Winrock Boulevard, Houston, Texas 77057.

Chair Snowden asked for a motion to approve Resolution No. WNPFC 23-01.

Director Cooksey moved to approve Resolution No. WNPFC 23-01. Director Kirkendoll seconded the motion.

Director Snowden asked if there is any discussion or objection to Resolution No. WNPFC 23-01. Having none, Resolution No. WNPFC 23-01 is adopted.

ADJOURNMENT

Director Snowden declared the meeting is adjourned at 4:53 p.m.

WINROCK NORTH PFC

2640 FOUNTAIN VIEW DR., HOUSTON, TEXAS 77057

REQUEST FOR BOARD AGENDA ITEM

1. Brief Description of Proposed Item:

Consideration and/or take action to authorize Winrock North PFC to take all actions necessary or convenient to negotiate, execute, make changes to, and facilitate an easement agreement with the Buffalo Bayou Partnership; and approving such other actions necessary or convenient to carry out this resolution; and the execution of all required documents therefor.

2. Date of Board Meeting: December 19, 2023


3. Proposed Board Resolution:

Resolution: That the Winrock North PFC (“**WNPFC**”) Board of Directors, authorizes WNPFC, by and through any officer of WNPFC, to take all actions necessary or convenient to (1) negotiate, execute, make changes to, and facilitate an easement agreement with the Buffalo Bayou Partnership granting a permanent, perpetual, exclusive easement upon, over, across and through that certain tract of land on the southern portion of The Bend site (formerly known as 100 Jensen) (the “**Proposed Easement Area**”) and (2) approve such other actions necessary or convenient to carry out this resolution; and the execution of all required documents therefor, pursuant to the memorandum from David A. Northern, Sr., Secretary, dated December 5, 2023, to WNPFC Board of Directors.

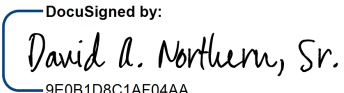
4. Department Head Approval Signature  *Jay Mason* Date: 12/15/2023

5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available Yes No Source Third Party Funding

VP of FO Approval Signature  *Mike Rogers* Date: 12/15/2023

6. Approval of President

Signature  *David A. Northern, Sr.* Date: 12/15/2023

WINROCK NORTH PFC

2640 FOUNTAIN VIEW DR. ♦ HOUSTON, TEXAS 77057

MEMORANDUM

TO: WINROCK NORTH PFC BOARD OF DIRECTORS
FROM: DAVID A. NORTHERN, SR., SECRETARY
SUBJECT: CONSIDERATION AND/OR TAKE ACTION TO AUTHORIZE WNPFC, BY AND THROUGH ANY OFFICER OF WNPFC, TO TAKE ALL ACTIONS NECESSARY OR CONVENIENT TO (1) NEGOTIATE, EXECUTE, MAKE CHANGES TO, AND FACILITATE AN EASEMENT AGREEMENT WITH THE BUFFALO BAYOU PARTNERSHIP GRANTING A PERMANENT, PERPETUAL, EXCLUSIVE EASEMENT UPON, OVER, ACROSS AND THROUGH THAT CERTAIN TRACT OF LAND ON THE SOUTHERN PORTION OF THE BEND SITE (FORMERLY KNOWN AS 100 JENSEN) (THE “**PROPOSED EASEMENT AREA**”) AND (2) APPROVE SUCH OTHER ACTIONS NECESSARY OR CONVENIENT TO CARRY OUT THIS RESOLUTION; AND THE EXECUTION OF ALL REQUIRED DOCUMENTS THEREFOR.
DATE: DECEMBER 5, 2023

This memorandum recommends that the Winrock North PFC Board of Directors authorize WNPFC, by and through any officer of WNPFC, to (1) negotiate, execute, make changes to, and facilitate an easement agreement with the Buffalo Bayou Partnership granting a permanent, perpetual, exclusive easement upon, over, across and through that certain tract of land on the southern portion of The Bend site (formerly known as 100 Jensen) (the “**Proposed Easement Area**”) and (2) approve such other actions necessary or convenient to carry out this resolution; and the execution of all required documents therefor.

BACKGROUND:

The Winrock North PFC (“**WNPFC**”) is the owner of certain real property located at the southwest corner of Jensen Drive and Bryan Street, Houston, Harris County, Texas 77020 (the “**Land**”), which Land is inclusive of the Proposed Easement Area.

The Buffalo Bayou Partnership, a Texas nonprofit corporation (“**BBP**”), desires to design and construct a hike and bike trail improvement project along the Buffalo Bayou which will include extending its existing hike and bike trail on the Proposed Easement Area along the Buffalo Bayou in the location shown on Exhibit “A”, and desires WNPFC to grant, sell, and convey a permanent, perpetual, exclusive easement (the “**Easement**”) for recreation and conservation purposes associated with the installation, construction, maintenance, reconstruction, replacement, repair, upgrade, removal, use and operation of a multi-use recreational trail for pedestrian and bicycle traffic, and landscaping and other improvements (the “**Facilities**”).

WNPFC wishes to facilitate BBP’s design, construction, maintenance and operation of the Facilities by agreeing to desires to grant, sell, and convey the Easement, and in connection therewith, WNPFC may be required to execute and enter into various documents which will evidence the Easement, including, but not limited to, an Easement Agreement between WNPFC and BBP (the “**Easement Agreement**”), and any instruments, agreements, acknowledgements or other communications as may be necessary, appropriate, or incidental to effect the conveyance of the Easement and otherwise accomplish the purpose of the foregoing resolutions.

Resolution No. WNPFC 23-02

WNPFC, in entering into the Easement Agreement, is seeking to meet BBP's goals to make the Buffalo Bayou East a destination area/trail, not only for the future residents at The Bend (formerly known as the 100 Jensen Project), but also for the Communities of the Greater East End and Fifth Ward who have long been separated from their Buffalo Bayou, and one another.

Buffalo Bayou East plans to reunite neighborhoods and create a common meeting ground to gather and experience this part of Houston. This comprehensive network of trails, on-street bikeways, green fingers, promenades, and multi-modal connections provides vital linkages giving all Houstonians people an opportunity to embrace the Buffalo Bayou and to see Houston from a unique perspective.

The Facilities will also benefit the Houston Housing Authority by encouraging pedestrian traffic and enhance pedestrian safety, and will provide pedestrian links across the Buffalo Bayou to downtown Houston.

APPROVALS:

The Board of Directors of WNPFC (the "**Board**") authorizes WNPFC, by and through any officer of WNPFC, to negotiate, execute, make changes to, and facilitate the Easement Agreement with BBP, and to grant, sell, and convey the Easement.

The Board authorizes WNPFC, by and through any officer of WNPFC, to execute all certificates, affidavits, agreements, documents and other writings necessary and/or related to the forgoing matters the President and Chief Executive Officer shall deem to be necessary or desirable in the consummation of the transactions herein contemplated.

The Board authorizes that all acts, transactions, or agreements undertaken prior hereto by WNPFC, by and through any officer of WNPFC, in connection with the foregoing matters are hereby ratified and confirmed as the valid actions of WNPFC, effective as of the date such actions were taken.

The Board authorizes that WNPFC, by and through any officer of WNPFC, is hereby authorized and directed for and on behalf of, and as the act and deed of WNPFC, to take such further action in the consummation of the transactions herein contemplated and to do any and all other acts and things necessary or proper in furtherance thereof, as the officer of WNPFC shall deem to be necessary or desirable, and all acts heretofore taken by the officer of WNPFC to such end are hereby expressly ratified and confirmed as the acts and deeds of the WNPFC.

RECOMMENDATION:

Accordingly, I recommend that the Board consider this resolution, which states:

Resolution: That the Winrock North PFC ("**WNPFC**") Board of Directors authorizes WNPFC, by and through any officer of WNPFC, to (1) negotiate, execute, make changes to, and facilitate an easement agreement with the Buffalo Bayou Partnership granting a permanent, perpetual, exclusive easement upon, over, across and through that certain tract of land on the southern portion of The Bend site (formerly known as 100 Jensen) (the "**Proposed Easement Area**") and (2) approve such other actions necessary or convenient to carry out this resolution; and the execution of all required documents therefor, pursuant to the memorandum from David A. Northern, Sr., Secretary, dated December 5, 2023, to WNPFC Board of Directors.

RESOLUTION NO. WNPFC 23-02

RESOLUTION AUTHORIZING WNPFC, BY AND THROUGH ANY OFFICER OF WNPFC, TO TAKE ALL ACTIONS NECESSARY OR CONVENIENT TO (1) NEGOTIATE, EXECUTE, MAKE CHANGES TO, AND FACILITATE AN EASEMENT AGREEMENT WITH THE BUFFALO BAYOU PARTNERSHIP GRANTING A PERMANENT, PERPETUAL, EXCLUSIVE EASEMENT UPON, OVER, ACROSS AND THROUGH THAT CERTAIN TRACT OF LAND ON THE SOUTHERN PORTION OF THE BEND SITE (FORMERLY KNOWN AS 100 JENSEN) (THE “PROPOSED EASEMENT AREA”) AND (2) APPROVE SUCH OTHER ACTIONS NECESSARY OR CONVENIENT TO CARRY OUT THIS RESOLUTION; AND THE EXECUTION OF ALL REQUIRED DOCUMENTS THEREFOR.

WHEREAS, the Winrock North PFC (“**WNPFC**”) is the owner of certain real property located at the southwest corner of Jensen Drive and Bryan Street, Houston, Harris County, Texas 77020 (the “**Land**”), which Land is inclusive of the Proposed Easement Area;

WHEREAS, the Buffalo Bayou Partnership, a Texas nonprofit corporation (“**BBP**”), desires to design and construct a hike and bike trail improvement project along the Buffalo Bayou which will include extending its existing hike and bike trail on the Proposed Easement Area along the Buffalo Bayou in the location shown on Exhibit “A”, and desires WNPFC to grant, sell, and convey a permanent, perpetual, exclusive easement (the “**Easement**”) for recreation and conservation purposes associated with the installation, construction, maintenance, reconstruction, replacement, repair, upgrade, removal, use and operation of a multi-use recreational trail for pedestrian and bicycle traffic, and landscaping and other improvements (the “**Facilities**”);

WHEREAS, WNPFC wishes to facilitate BBP’s design, construction, maintenance and operation of the Facilities by agreeing to grant, sell, and convey the Easement, and in connection therewith, WNPFC may be required to execute and enter into various documents which will evidence the Easement, including, but not limited to, an Easement Agreement between WNPFC and BBP (the “**Easement Agreement**”), and any instruments, agreements, acknowledgements or other communications as may be necessary, appropriate, or incidental to effect the conveyance of the Easement and otherwise accomplish the purpose of the foregoing resolutions;

WHEREAS, WNPFC, in entering into the Easement Agreement, is seeking to meet BBP’s goals to make the Buffalo Bayou East a destination area/trail, not only for the future residents at The Bend (formerly known as the 100 Jensen Project), but also for the Communities of the Greater East End and Fifth Ward who have long been separated from their Buffalo Bayou, and one another;

WHEREAS, Buffalo Bayou East plans to reunite neighborhoods and create a common meeting ground to gather and experience this part of Houston; and this comprehensive network of trails, on-street bikeways, green fingers, promenades, and multi-modal connections provides vital linkages giving all Houstonians people an opportunity to embrace the Buffalo Bayou and to see Houston from a unique perspective; and

WHEREAS, the Facilities will also benefit the Authority by encouraging pedestrian traffic and enhance pedestrian safety, and will provide pedestrian links across the Buffalo Bayou to downtown Houston;

NOW, THEREFORE, in connection with the foregoing, the Board of Directors hereby adopts the following resolutions:

BE IT RESOLVED, that WNPFC, by and through any officer of WNPFC, is hereby authorized to negotiate, execute, make changes to, and facilitate the Easement Agreement with BBP, and to grant, sell, and convey the Easement; and

BE IT FURTHER RESOLVED, that WNPFC, by and through any officer of WNPFC, is hereby authorized to execute all certificates, affidavits, agreements, documents and other writings necessary and/or related to the foregoing matters any officer of WNPFC shall deem to be necessary or desirable in the consummation of the transactions herein contemplated; and

BE IT FURTHER RESOLVED, that all acts, transactions, or agreements undertaken prior hereto by WNPFC, by and through any officer of WNPFC, in connection with the foregoing matters are hereby ratified and confirmed as the valid actions of WNPFC, effective as of the date such actions were taken; and

BE IT FURTHER RESOLVED, that any officer of WNPFC, acting alone without the joinder of any other officer of WNPFC, is hereby authorized and directed for and on behalf of, and as the act and deed of WNPFC, to take such further action in the consummation of the transactions herein contemplated and to do any and all other acts and things necessary or proper in furtherance thereof, as the officer of WNPFC shall deem to be necessary or desirable, and all acts heretofore taken by any officer of WNPFC to such end are hereby expressly ratified and confirmed as the acts and deeds of WNPFC.

This resolution shall be in full force and effect from and upon its adoption.

[Remainder of page intentionally left blank for signature]

PASSED 19th of December, 2023.

ATTEST:

CHAIR

Secretary

Exhibit "A"

PROPOSED EASEMENT AREA