

COMMUNITY REDEVELOPMENT AGENCY MEETING



City of Memphis and Shelby County Redevelopment Agency
City Hall, 125 N. Main Street, Room 477
Memphis, TN 38103
Thursday, February 1, 2018
8:30 a.m.

Present: Chairman McKinley Martin, Jr.
Secretary Ann W. Langston
Treasurer Dynisha Woods
Member Kevin Spragling
Member Sam Cantor

Absent: Vice Chairman R. Miles Mason, Sr.

Also Present: Andrew Murray, PGAV Planners, Interim Executive Director
Monice Hagler, Counsel for Community Redevelopment Agency
Felisa Cox, City of Memphis, Senior Attorney
Clara Harris, Principal Planner, Department of Planning, City of Memphis
Ida M. Bounds, Executive Assistant for Community Redevelopment Agency
Tanja Mitchell, Neighborhood Coordinator for Community Redevelopment Agency
Roselyn Willis (via telephone)

I. Chairman McKinley Martin called the meeting to order at 8:50 a.m. and a quorum was present.

II. MINUTES – JANUARY 4, 2018

Chairman Martin called for consideration of the Board minutes from January 4, 2018. There was no discussion. Upon a motion made by Board Member Ann W. Langston and second by Board Member Sam Cantor, the minutes were approved.

III. PUBLIC COMMENTS

There were no citizens' comments.

IV. ANNOUNCEMENT/CHAIRMAN'S REMARKS

Chairman Martin announced that Board Member Floyd Tyler has tendered his resignation from his seat on the CRA Board of Directors to pursue another business opportunity. He reported that Mr. Tyler helped us immensely during his term and that he was a great supporter, an advocate and attended ninety nine percent (99%) of the meetings. He stated that Mr. Tyler spent a lot of time making sure that the CRA transition was successful and he had a lot of input in the Hiring Committee's decisions. He also stated that Mr. Tyler's input would be missed and the Board of Directors wishes him the best in his future endeavors. Chairman Martin thanked Mr. Tyler for his one year and seven months of dedicated service to the CRA Board and announced that Mayor Luttrell will appoint someone to that position on the Board very soon.

V. HIRING COMMITTEE REPORT

Chairman Martin reported that Rosalyn Willis and Andrew Murray were both candidates for the Executive Director's position. He also reported that Ms. Willis and Mr. Murray were interviewed and both of them had tremendous talents. He then reported that Ms. Willis had extensive construction experience, strong ties to the city and county, and experience working in Uptown. He then reported Mr. Murray had extensive planning and community development experience and had been working with the CRA for the past ten (10) months. He further reported Mr. Murray had been an asset during CRA's transition from the Office of Planning. He explained that the Hiring Committee wanted to hire both candidates, so a decision was made to recommend two positions, one being President and the other being Director of Planning and Community Development. He also explained they made an offer to both of them and it was contingent on Board approval at the February 1, 2018, Board Meeting. He also explained that both candidates accepted the positions and have been in detail discussions with each other for the last two weeks or so. He further explained that both mayors met with both candidates and the CRA has their support and they are elated for the CRA.

Chairman Martin asked Board Member and Hiring Committee member Ann Langston for comments on the decision made. Board Member Langston thanked Chairman Martin and Board Member Floyd Tyler for their support and explained the process had been long and she could not be happier with the outcome. She explained the Hiring Committee had looked at over 200 resumes and applications from the beginning of the selection process.

Chairman Martin asked Rosalyn Willis to introduce herself to the Board. Board Member Langston asked Ms. Willis to provide information about her background. Ms. Willis explained that she had been a general contractor for twelve (12) years and worked for the Turley Belz Partnership on the Uptown Initiative. She also explained that in that position she acquired 90% of the blocks that went into the land bank, coordinated the single-family housing initiatives and worked with the multifamily areas. She also explained that she is familiar with the work in Uptown and what happened during her tenure with the developer. She then explained that she left Turley Belz and accepted a position in the McCormack Baron family of companies to be project manager for the transformation of the Dixie Home Site. She stated that she had worked some on Lamar Terrace and Legend Park in University Place respectively as a project manager. She then stated that this is an opportunity to return to Memphis and that she had been in St. Louis for the last four or five years. She further explained that she is happy to return home and feels she has a lot to offer and can help with this initiative and move things forward. She stated this opportunity feels like a good fit and transformation for her at this

point and time in my life. She then thanked everyone for the opportunity and stated she has a lot of wisdom but believes this team can get things done.

Chairman Martin asked Andrew Murray to say a few comments. He stated that he was thrilled when Chairman Martin called to inform him that he and Ms. Willis were the top two (2) candidates and that the Hiring Committee wanted to hire both of them. He also stated this is a tremendous opportunity for the CRA and for him. He further stated he was thrilled to work with Ms. Willis because he can learn a lot from her. He explained that he and Ms. Willis skills overlap and she is stronger in some areas. He also explained she has years of experience, particularly in construction management and affordable housing while he has been working with TIFs for the last ten years.

Chairman Martin announced if the Board were to vote to approve Mr. Murray, his start date would be effective February 2, 2018. He also announced that Ms. Willis' start date would be April 9, 2018. Board Members Cantor and Woods congratulated the candidates and said they look forward to working with both of them.

Board Member Kevin Spragling moved to accept the Resolution to hire Rosalyn Willis as President of the CRA; seconded by Board Member Cantor. All Board members voted affirmatively to approve Ms. Willis as the President of the CRA (5-0).

Board Member Cantor moved to accept the Resolution to hire Andrew Murray as Director of Planning and Community Development of the CRA; seconded by Board Member Spragling. All Board members voted affirmatively to approve Mr. Murray as the Director of Planning and Community Development of the CRA (5-0).

The Board voted to change the title in all of the policies and procedures documents from "Executive Director" to "President". Board Member Langston moved to approve a title change to all of the CRA existing documents from "Executive Director" to "President"; seconded by Board Member Spragling. The motion to approve a title change from Executive Director to President in all of the CRA existing documents passed unanimously (5-0).

VI. DISCUSSION: UPDATE ON MEMORANDUM OF UNDERSTANDING WITH BINGHAMPTON DEVELOPMENT CORPORATION

Ms. Hagler reported the draft of the Memorandum of Understanding (MOU) with Binghampton Development Corporation (BDC) was submitted to Mr. Murray and Chairman Martin though not yet to the BDC. She indicated that a draft would be distributed for comments so that she can start negotiations with Binghampton and bring a full Memorandum to the Board. No board action was taken.

VII. DISCUSSION: MEMORANDUM OF UNDERSTANDING WITH SHELBY COUNTY TRUSTEE'S OFFICE

Ms. Hagler reported that a draft of the Memorandum with Shelby County Trustee's Office Memorandum of Understanding (MOU) was included in documents with a few changes. She also reported the draft of the MOU did not go to the Trustee's Office, but she received comments from Mr. Murray and Chairman Martin. She then reported it is a work in progress and if the Board had

any comments to let her know. She explained the MOU draft says that the Trustee's Office will continue with what they have been doing, collecting the taxes, and paying the dollars over to the TIF but instead of coming to the City, they would be directed by this Board. She also explained the MOU also acknowledges that CRA has identified Tri-State as the bank institution but that she also included in the document that the Board may direct funds to other institutions. She further explained the Trustee's Office may want to add some other details and if that happens she would circulate it to the Board.

Ms. Hagler recommended to the Board to vote on the MOU in concept so that she can move forward with an agreement with the Trustee's Office. Board Member Langston moved to accept the MOU in concept so the Ms. Hagler can move forward with an agreement with the Trustee's Office; seconded by Board Member Spragling. All Board members voted affirmatively to approve the MOU in concept in order to move forward with an MOU with the Trustee's Office (5-0).

VIII. DISCUSSION: PROPOSED USE OF CRA FUNDS FOR BINGHAMPTON TIF DISTRICT IMPLEMENTATIONS STRATEGY

Andrew Murray reported that this item requires no board action and will be discussed at the February 15, 2018 Policies and Procedures Committee Meeting. Board Member Langston asked Mr. Murray to brief everyone on the issue associated with this item as it is a substantial planning project. Mr. Murray reported he thinks the real emphasis for this is that there are quite a few people that want to do projects in Binghampton, which is exciting, but also they only have up to \$26 million dollars approved over 30 years. He also reported that the Binghampton Development Corporation (BDC) really wants to get more input from the community and develop a prioritization list. He then reported this is why the MOU is important because it will detail how the BDC is going to work with the CRA on how to implement their plan. He further reported this plan would determine how the BDC and the CRA will give their support, or not give it, to projects. He also explained because a couple of projects that was proposed were pretty large numbers that would take up a large amount of the TIF dollars. He stated they really want to have some public and community input.

Andy Kitsinger reported on behalf of the BDC that the community engagement piece is a large part of the proposal and they want to make sure the community engagement piece is a large part of this and they want to make sure that the neighborhood is well-represented. He also reported this gives them an opportunity for some capacity to the neighborhood as part of this process but definitely wanted to make sure that the criteria for project selection was well-defined in that from the neighborhood rather than from the BDC, and that is the primary use of it. He further reported they also wanted to have an affordable housing strategy because that was such a critical part of the plan and they want to make sure that is a high priority for the use of the TIF dollars.

IX. RESOLUTION: AUTHORIZATION FOR CONSTRUCTION MANAGEMENT SERVICES CONTRACT (BOARD ACTION)

Andrew Murray explained he wanted to recap what the CRA was doing with the construction management services RFP. He also explained a few months ago the Board passed a resolution supporting continuing infrastructure projects in Uptown particularly alleys, sidewalks, and there are funds available to do that work. He then explained CRA did not have the staff capability to do those projects,

so an RFP was sent out for bids. He further explained they received a total of seven (7) submittals, and of those, three were shortlisted. He reported the three submittals that were received were minority-owned and operated, had good references, and interviewed well. He also reported that he and Chairman Martin interviewed the teams and that a staff person from PGAV, who has thirty (30) years of construction management experience, put together an evaluation matrix. He then reported that he and the staff person were able to grade teams, based on this matrix which was based on qualifications from the RFP. He further reported they were impressed with the quality of the companies who applied, and the group that stood out was Allworld Project Management, LLC; followed closely by Garrett ECLIV, LLC. He explained that one difference between Allworld and Garrett is that Garrett is nationwide and a lot of their work is with disaster recovery projects. He also explained that Garrett has done projects in North Dakota, Jackson, Mississippi, and the New Orleans area. Even though Garrett is headquartered in Memphis, most of their projects are not in Memphis. He then explained the majority of work done by Allworld is in Memphis and their local connections are deep. Mr. Murray reported that the score sheets were filed out by him and a staff person at PGAV.

Chairman Martin added all of the companies interviewed well and it was a hard choice between Garrett and Allworld. He also added he thinks the fact that Allworld understood the Uptown community because they had done work in the area. He then added the fact that the person that would be over the project is the former director of the Public Works and he is well familiar with the area as well. Chairman Martin stated that if negotiations do not work out with Allworld and they cannot come to a consensus, they will look at the other two firms. He also explained that CRA is negotiating fees and other details such as who is going to be part of the team, how they want to work with the community and probably some of the other items specifically regarding single family rehab construction. Board Member Langston moved to approve the recommendation to move forward with the negotiation with Allworld, then the second place or third place firm if negotiations were not successful with Allworld so that we can move forward with the projects. Seconded by Board Member Spragling, the motion to move forward with negotiations with Allworld was passed unanimously (5-0).

X. RESOLUTION: AUTHORIZATION FOR UPTOWN PLANNING SERVICES CONTRACT (BOARD ACTION)

Andrew Murray presented three subjective ratings of evaluation criteria responses score sheets for the Uptown Planning Services Contract. Mr. Murray explained the Board directed him to send out an RFP to develop a community plan approved in the Uptown TIF Resolution.

Mr. Murray explained that in discussions with the Uptown community, especially residents, wanted to make sure future projects were driven by the community. He also explained there were discussions about community-based TIFs and that if the CRA does not know what it is the community desires, we cannot be community-based. He then explained that in the original plan approval that CRA, the CRA would do a detailed community plan and that we would have an Uptown Community Advisory Committee. He further explained what he did is use the same evaluative process as he did for the construction management based on the released RFP.

Mr. Murray reported he received thirteen (13) proposals, five were excellent, and four were shortlisted. He also reported that the Hiring Committee gave some input, but he, Tommy Pacello, and Tanja Mitchell reviewed them using the evaluation matrix. He explained that Mr. Pacello had been in planning consulting just like him and he knew almost all of the finalists and had worked with most of the firms as well, so he was able to provide good feedback. He also explained that Ms. Mitchell and Mr. Pacello are neighborhood residents, so this is their community. He further

explained they took the four finalists and had them respond to questions. He reported they asked each of the four finalists some specific questions particularly about minority participation, which would be the project manager and primary contact, their process, and the flexibility of them changing their teams. He explained they let all of the finalists know they might re-arrange their team, add team members and consultants if they felt like that was warranted to make sure the team was representative of the community and also was good quality.

Mr. Murray reported they interviewed the top three teams on Tuesday, January 30, 2018. He also reported he, Ms. Mitchell and Mr. Pacello discussed candidates for an hour after the interviews and talked for two hours on Monday, January 29, 2018. He then reported the three top teams were Torti Gallas, TSW, and UDA. Mr. Murray explained each of the teams had pros and cons, but the consensus seemed to be Torti Gallas for the top team. They wanted to make sure that the team was maximizing minority participation and that the public engagement piece was very strong and made some percentage adjustments to that end. He further explained the Torti Gallas team included MKSK, Carter Malone, and Allworld. Mr. Murray explained that as they envision the team: Torti Gallas leads the process and then MKSK leads the public engagement directed by Ms. Mitchell. Ms. Mitchell will direct MKSK, CM, and Allworld to get the community engagement they want. He then reported this is their attempt to take some nationally known firms who are really great and have been working in Memphis and partner them with some local firms. He further reported the entire community plan team will be supervised by him and Ms. Mitchell. Board Member Cantor moved to approve the recommendation to move forward with the negotiations with Torti Gallas team or the second place firm (TSW) if negotiations were not successful with Torti Gallas, so that we can move forward with the projects. Seconded by Board Member Langston, the motion to move forward with negotiations with the Torti Gallas team was passed unanimously (5-0).

XI. PGAV UPDATE ON CRA EXECUTIVE DIRECTOR STAFF SERVICES

Mr. Murray reported he had sent the Mowing and the Right-of-way contracts to Tanja Mitchell for review and will send out to potential bidders soon. He also reported the Single-Family Rehab Program policies and procedures are ready. He then report that one of the questions that they asked each of construction management firms was if they can help with inspections and they all said they could. He explained that would be part of the negotiations with Allworld and if they cannot work out then Garrett can do that work.

Board Member Langston reported February 1, 2018 would be the end of the PGAV contract. Chairman Martin reported that the PGAV contract will end in March 2018, and he would be giving the 30-day notice today, February 1, 2018. Board Member Spragling asked for a final report from PGAV of all of the work that had been done since the inception of their contract. Mr. Murray agreed to prepare the report and advised the Board the report would not be from PGAV but from him.

XII. UNFINISHED BUSINESS

Ms. Harris reported that she had arranged Ethics Training for Board Members M. Miles Mason, Dynisha Woods and Sam Cantor following the March 1, 2018, Board Meeting at 10:00 a.m. Ms. Harris also reported Board Members will take pictures at 9:45 a.m. Ms. Harris then reported she is in the process of rescheduling training for those county appointed Board Members who missed the initial training.

Ms. Harris gave the report submitted by Greg Martin about the MBE/LOS B percentage participation goals from Highland Row Project. This report was requested by Board Member Floyd Tyler at the January 4, 2018, meeting. They sent the report via email and explained Milhaus achieved their goals regarding the MBE and LOS B inclusion targets for their hard and soft costs combined. He also reported they fell short on the WBE goal, and they found it very difficult to find many construction related firms that were WBE certified. He then reported when they combine Poag information, they fell just short of the MBE goal. He further reported while our overall participation in the WBE goals still fell short, their ratio improved from 6/.45% to 6.62% and they achieved their LOS B goal.

XII. NEW BUSINESS

Clara Harris reported that the County Board Members are required to complete the Ethics Disclosure Form by February 15, 2018. Form was distributed to County Board Members Chairman McKinley Martin, Ann Langston and Kevin Spragling.

Chairman Martin reported the Board Training and Vision Retreat will be postponed and President Willis will set a date after her start date.

XIII. ADJOURNMENT

There being no additional business, the meeting was adjourned at 10:25 a.m. The Policies and Procedures Committee will meet Thursday, February 15, 2018 and the next CRA Board Meeting will be Thursday, March 1, 2018.

Respectfully submitted:



Ann W. Langston