

December 3, 2018

Spencer Cronk
City Manager
City of Austin
301 West Second St., 3rd Floor
Austin, Texas 78701

RE: RMMA MDA - Semi-Annual Report / M/WBE update through November 30, 2018

City Manager Cronk,

Per Section 2.6 (c) (iv) of the Master Development Agreement between the City and Catellus, Catellus submits the attached update on M/WBE participation for the period 06/01/18 – 11/30/18.

Please call with any questions,



Carl Paulson
Vice President
Catellus Development Corporation



Gregory Weaver
Executive Vice President
Catellus Development Corporation

Cc: Greg Canally, City Manager's Office
Rebecca Giello, City of Austin Economic Development Department
Christine Maguire, City of Austin Economic Development Department
Sylvonia Holt-Rabb, City of Austin Economic Development Department
Pam Hefner, City of Austin Economic Development Department
Christine Freundl, City of Austin Economic Development Department
Jill Fagan, City of Austin Economic Development Department
Kait Kuzmickas, City of Austin Law Department
Rick Reed, Dubois, Bryant & Campbell

**RMMA
M/WBE REPORT THROUGH November 30, 2018
M/WBE RESOLUTION IMPLEMENTATION EFFORTS**

Catellus has taken the steps described below to meet or exceed the M/WBE participation and performance requirements at Mueller as defined in the MDA and its M/WBE Resolution.

REQUIREMENTS OF THE MDA AND M/WBE RESOLUTION:

The MDA requires Catellus to use good-faith efforts to comply with the M/WBE resolution, which calls for the development and implementation of an Outreach Plan designed to:

- √ Encourage and maximize opportunities for M/WBEs in design and construction
 - Analyze subcontracting opportunities and encourage prime contractors to utilize available M/WBEs.
 - Develop and include an M/WBE policy in contract documents.
 - Assist prime contractors through direct outreach and networking to build awareness of Mueller opportunities with minority stakeholder groups.
 - Monitor compliance and performance on individual contracts and on the Mueller project as a whole.
- √ Encourage M/WBE participation in investment opportunities
 - Analyze Mueller Master Plan for component projects where M/WBE businesses and developers can participate.
 - Research and market investment opportunities to M/WBE investors and developers.
 - Solicit M/WBE tenants in retail, commercial, and residential components.
- √ Encourage new employment opportunities for Mueller-area neighbors and that hiring be reflective of community diversity.

COMPLIANCE WITH THE MDA AND M/WBE RESOLUTION:

Contracting

Catellus passes on its MDA requirements for M/WBE participation to vendors and builders working on master development projects at Mueller. See the attached "Construction Contract Summary" for an update of M/WBE participation specific to Catellus' work as master developer. These figures summarize M/WBE participation on master development contracts at Mueller to date — contracts that govern work on projects being executed by Catellus as master developer under the terms of the MDA.

- Total M/WBE participation to date for all Mueller master development contracts is 27.15%, for a total of \$45,404,661, of which \$44,854,580 has been paid to date. Work continues on Mueller Section 10A Phase 1 (current participation 37.00%), Town Center Park (current participation 19.33%), Mueller Section 10A Phase 2 and 3 (current participation 27.17%) and Mueller Section 1 Phase B-1 (current participation 54.68%). New contracts include; Section 10A Medians (current participation 9.16%), Section 10B (current participation 30%), Section 2 Phase C-3 (current participation 21.99%).
- Both Catellus and other developers — such as Mueller’s commercial and multifamily residential builders — also act as third-party “vertical developers” at Mueller. These vertical development projects do not receive public financing and are not governed by the MDA or by the terms of the Catellus M/WBE policy developed to implement the M/WBE Resolution. However, Catellus does encourage these other vertical developers to identify ways to maximize M/WBE participation in this work. Catellus includes provisions in contracts with these other parties calling for a good-faith effort on M/WBE participation.
- Catellus also completed construction on two buildings in the Aldrich Street town center district: the cinema and diamond buildings. M/WBE participation for construction on these projects by both certified and uncertified vendors and builders was 22% for the diamond building shell and 19% for the cinema building shell, with professional service M/WBE participation at 47% for the diamond shell and 2% for the cinema building.
- Third-party vertical development efforts at Mueller include continued construction by the community’s homebuilders. These builders have reported over time to Catellus work (collectively) with more than two dozen different M/WBE subcontractors. Not all of these subcontractors are certified as M/WBEs with the City, and Catellus continues to encourage and is able to provide support for their efforts to seek certification.
- Master development contract plans going to bid are provided to the City of Austin and minority contractor association plan rooms. Catellus has periodically hosted M/WBE-focused contractor fairs for upcoming vertical construction opportunities. These events directly connect M/WBE contractors to Catellus and general contractors working at Mueller to learn about development projects underway or about to begin at Mueller.
- However, in recent years, due to a strong local economy, we have found contractors have less time for events and, instead, prefer to receive information through the plan rooms. Still, Catellus has contracted with Cloteal Haynes of Haynes Eaglin Waters, LLC to help develop a plan of action and support the plan’s execution in conducting additional outreach to M/WBE contractors and stakeholders beginning in early 2019.
- Catellus outreach briefings are planned periodically with diverse stakeholders to further inform groups and individuals about local business investment opportunities, MWBE contract opportunities, employment opportunities and residential opportunities. This outreach includes area business and professional organizations, churches and nonprofit organizations.

RMMA

M/WBE REPORT THROUGH November 30, 2018
CONSTRUCTION CONTRACT SUMMARY

| PROJECT | | CURRENT CONTRACT PARTICIPATION | | | CONTRACT STATUS | |
|-------------------------------------|-----------------|--------------------------------|--------------------------------|-------------------------------|--|-------------------------------------|
| PROJECT NAME | PROJECT TYPE | CURRENT CONTRACT AMOUNT | CURRENT \$ M/WBE PARTICIPATION | CURRENT % M/WBE PARTICIPATION | TOTAL M/WBE \$ PAID THRU Nov. 30, 2018 | CONTRACT STATUS AS OF Nov. 30, 2018 |
| Mueller Section 1 Phase A | Infrastructure | \$10,759,313 | \$1,594,203 | 14.82% | \$1,594,203 | CLOSED |
| Mueller Section 1 - Deconstruction | Deconstruction | \$2,114,956 | \$633,117 | 29.94% | \$633,117 | CLOSED |
| Mueller Section 12 | Infrastructure | \$544,243 | \$45,806 | 8.42% | \$45,806 | CLOSED |
| Mueller Section 3 | Infrastructure | \$1,799,864 | \$474,124 | 26.34% | \$474,124 | CLOSED |
| Visitors Center & Lake Park Pond | Site | \$5,389,327 | \$722,316 | 13.40% | \$722,316 | CLOSED |
| Northwest Greenway Park | Site | \$1,638,451 | \$218,935 | 13.36% | \$218,935 | CLOSED |
| Visitors Center | Building | \$1,948,946 | \$88,502 | 4.54% | \$88,502 | CLOSED |
| Mueller Section 4 | Infrastructure | \$12,392,740 | \$3,397,665 | 27.42% | \$3,397,665 | CLOSED |
| Zach Scott / Airport Boulevard | Infrastructure | \$465,592 | \$146,146 | 31.39% | \$146,146 | CLOSED |
| Southwest Greenway Park | Site | \$2,638,821 | \$261,286 | 9.90% | \$261,286 | CLOSED |
| Mueller Section 4 - Streetscape | Site | \$295,602 | \$78,384 | 26.52% | \$78,384 | CLOSED |
| Southwest Swim Center | Site / Building | \$2,287,551 | \$337,990 | 14.78% | \$337,990 | CLOSED |
| Mueller Section 3 - Robert Browning | Infrastructure | \$426,079 | \$133,482 | 31.33% | \$133,482 | CLOSED |
| Lake Park | Site / Building | \$4,857,372 | \$744,257 | 15.32% | \$744,257 | CLOSED |
| Mueller Section 5 | Infrastructure | \$11,243,231 | \$3,364,441 | 29.92% | \$3,364,441 | CLOSED |
| Mueller Section 2 Phase A | Infrastructure | \$1,598,211 | \$447,220 | 27.98% | \$447,220 | CLOSED |
| Mueller Section 5 - Garden Court | Site | \$120,884 | \$41,234 | 34.11% | \$41,234 | CLOSED |
| Airport Boulevard - Streetscape | Site | \$287,438 | \$190,814 | 66.38% | \$190,814 | CLOSED |
| Mueller Section 7 Phase A | Infrastructure | \$1,098,551 | \$278,604 | 25.36% | \$278,604 | CLOSED |
| Mueller Section 5 B59-B and B59-A | Infrastructure | \$1,062,738 | \$282,400 | 26.57% | \$282,400 | CLOSED |

RMMA
M/WBE REPORT THROUGH November 30, 2018
 CONSTRUCTION CONTRACT SUMMARY

| PROJECT | | CURRENT CONTRACT PARTICIPATION | | | CONTRACT STATUS | |
|--|-----------------|--------------------------------|--------------------------------|-------------------------------|--|-------------------------------------|
| PROJECT NAME | PROJECT TYPE | CURRENT CONTRACT AMOUNT | CURRENT \$ M/WBE PARTICIPATION | CURRENT % M/WBE PARTICIPATION | TOTAL M/WBE \$ PAID THRU Nov. 30, 2018 | CONTRACT STATUS AS OF Nov. 30, 2018 |
| Mueller Section 6 | Infrastructure | \$6,059,405 | \$1,872,672 | 30.91% | \$1,872,672 | CLOSED |
| Mueller Section 2 Phase B | Infrastructure | \$1,080,845 | \$310,542 | 28.73% | \$310,542 | CLOSED |
| Mueller Section 7 Phase B | Infrastructure | \$7,214,100 | \$1,806,109 | 25.04% | \$1,806,109 | CLOSED |
| Mueller Paggi Square | Site / Building | \$462,191 | \$68,038 | 14.72% | \$68,038 | CLOSED |
| Mueller Town Center Paseo | Site | \$833,034 | \$404,659 | 48.58% | \$404,659 | CLOSED |
| Mueller Section 1 Phase C-1 | Infrastructure | \$2,322,302 | \$704,705 | 30.35% | \$704,705 | CLOSED |
| District Parking Garage East | Site / Building | \$8,583,787 | \$3,023,045 | 35.22% | \$3,023,045 | CLOSED |
| Mueller Section 7 Phase C | Infrastructure | \$15,716,573 | \$4,588,046 | 29.19% | \$4,588,046 | CLOSED |
| Southeast Greenway Park West and McCurdy Street Park | Site | \$732,856 | \$163,878 | 22.36% | \$163,878 | CLOSED |
| Mueller Section 7 Phase C Medians and Moreno Street Park | Site | \$454,374 | \$83,904 | 18.47% | \$83,904 | CLOSED |
| Southeast Swim Center | Site / Building | \$3,916,764 | \$1,368,305 | 34.93% | \$1,368,305 | CLOSED |
| Mueller Section 2 Phase C-1 and Mueller Section 9 | Infrastructure | \$16,398,175 | \$5,194,264 | 31.68% | \$5,194,264 | CLOSED |
| Mueller Section 2 Phase C-2 | Infrastructure | \$8,981,911 | \$2,760,976 | 30.74% | \$2,760,976 | CLOSED |
| Mueller Section 9 and Section 2 Phase C-2 Medians | Site | \$698,200 | \$105,452 | 15.10% | \$105,452 | CLOSED |

RMMA
M/WBE REPORT THROUGH November 30, 2018
 CONSTRUCTION CONTRACT SUMMARY

| PROJECT | | CURRENT CONTRACT PARTICIPATION | | | CONTRACT STATUS | |
|-----------------------------------|-----------------|--------------------------------|--------------------------------|-------------------------------|--|-------------------------------------|
| PROJECT NAME | PROJECT TYPE | CURRENT CONTRACT AMOUNT | CURRENT \$ M/WBE PARTICIPATION | CURRENT % M/WBE PARTICIPATION | TOTAL M/WBE \$ PAID THRU Nov. 30, 2018 | CONTRACT STATUS AS OF Nov. 30, 2018 |
| Mueller Section 10A Phase 1 | Infrastructure | \$12,637,895 | \$4,675,706 | 37.00% | \$4,675,706 | OPEN |
| Mueller Town Center Park | Site / Building | \$7,158,719 | \$1,383,783 | 19.33% | \$1,245,455 | OPEN |
| Mueller Section 10A Phase 2 and 3 | Infrastructure | \$6,520,491 | \$1,771,790 | 27.17% | \$1,771,790 | OPEN |
| Mueller Section 1B-1 | Infrastructure | \$2,281,472 | \$1,247,501 | 54.68% | \$1,226,109 | OPEN |
| Mueller Section 10A Medians | Site | \$939,117 | \$86,000 | 9.16% | \$0 | OPEN |
| Mueller Section 10B | Infrastructure | \$275,763 | \$82,729 | 30.00% | \$0 | OPEN |
| Mueller Section 2 Phase C-3 | Infrastructure | \$1,007,952 | \$221,631 | 21.99% | \$0 | OPEN |
| TOTALS | | \$167,245,835 | \$45,404,661 | 27.15% | \$44,854,580 | |

**MUELLER SECTION 10A PHASE 1
CONTRACT OPEN**

| | |
|---------------------------------------|---------------------|
| Current Contract Amount | \$12,637,895 |
| Current M/WBE \$ Participation | \$4,675,706 |
| Current M/WBE % Participation | 37.00% |

**TOWN CENTER PARK
CONTRACT OPEN**

| | |
|---------------------------------------|--------------------|
| Current Contract Amount | \$7,158,719 |
| Current M/WBE \$ Participation | \$1,383,783 |
| Current M/WBE % Participation | 19.33% |

ATTACHMENT F-1

PROGRESS ASSESSMENT REPORT (MBE/WBE-PAR) DOCUMENTATION OF WORK SUBCONTRACTED

(NOTE: This form is for reporting purposes only. Do not submit this document with the CSP.)

Date Received in Catellus Office _____

Date of Award: 04/21/17

Contract/Requisition Number: Mueller Town Center Park

Prime Vendor's Name: Ruppert Landscape

Vendor Identification (VID) Number:

Total Contract Amount Paid to Date to Contractor: \$5,607,006.47

Document MBE/WBE and NON-MBE/WBE Subcontractors' Information, as applicable below:

The Successful Vendor will be required to submit a form similar to the one below for each subcontractor utilized during the previous month to Catellus by the **5th of each month (or as requested by Catellus)**.

| DOCUMENTATION OF WORK SUBCONTRACTED | | | | | | | | | |
|--|---------------------------------|----------------------------|-----------|--------|--|---|---|--|---|
| VENDOR IDENTIFICATION NUMBER (id) | SUBCONTRACTOR, SUPPLIER NAME(S) | MBE/WBE CERTIFIED (YES/NO) | ETHNICITY | GENDER | DESCRIPTION OF GOOD OR SERVICES PROVIDED | TOTAL CONTRACT \$ AMOUNT FROM LETTER OF INTENT WITH SUBCONTRACTOR | TOTAL \$ AMOUNT PAID THIS MONTH TO SUBCONTRACTOR(S) | TOTAL CONTRACT \$ AMOUNT PAID YEAR TO DATE | PERCENT OF CONTRACT (INTERNAL USE ONLY) |
| V00000919925 | Underground Water Solutions | Yes | HI | F | Utilities & Drainage | \$420,580.53 | \$0.00 | \$396,230.48 | |
| VS0000021028 | Masonry Plus | Yes | HI | M | Concrete & Masonry | \$880,354.00 | \$0.00 | \$798,669.19 | |
| ENV8309700 | Environmental Allies | Yes | WO | F | Erosion Controls | \$26,148.56 | \$0.00 | \$19,055.18 | |
| V00000947031 | Lugo's Plumbing | Yes | HI | M | Plumbing | \$56,700.00 | \$0.00 | \$31,500.00 | |
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| | | | | | GRANDTOTAL | \$1,383,783.09 | \$0.00 | \$1,245,454.85 | |

MBE/Minority Type: African (Black) American- **BL**
 Hispanic American-**HI**
 Asian Pacific American-**AS**

Native Americans - **NA**
 American Women-**WO**

NOTE: If your firm used a minority or woman-owned business that is not MBE/WBE certified, Please enter the minority Type.

Date: 10/31/18

Month of Report: October 2018

**MUELLER SECTION 10A PHASE 2 AND 3
CONTRACT OPEN**

| | |
|---------------------------------------|--------------------|
| Current Contract Amount | \$6,520,491 |
| Current M/WBE \$ Participation | \$1,771,790 |
| Current M/WBE % Participation | 27.17% |

**MUELLER SECTION 1 PHASE B-1
CONTRACT OPEN**

| | |
|---------------------------------------|--------------------|
| Current Contract Amount | \$2,281,472 |
| Current M/WBE \$ Participation | \$1,247,501 |
| Current M/WBE % Participation | 54.68% |

**MUELLER SECTION 10A MEDIANS
CONTRACT OPEN**

| | |
|---------------------------------------|--------------------|
| Current Contract Amount | \$2,281,472 |
| Current M/WBE \$ Participation | \$86,000 |
| Current M/WBE % Participation | 9.16% |

ATTACHMENT F-1

PROGRESS ASSESSMENT REPORT (MBE/WBE-PAR) DOCUMENTATION OF WORK SUBCONTRACTED

(NOTE: This form is for reporting purposes only. Do not submit this document with the CSP.)

Date Received in Catellus Office _____

Date of Award: 6/28/18 Contract/Requisition Number: Mueller Section 10A Medians

Prime Vendor's Name: BrightView Landscape Development, Inc.

Vendor Identification (VID) Number:

Total Contract Amount Paid to Date to Contractor: \$0.00

Document MBE/WBE and NON-MBE/WBE Subcontractors' Information, as applicable below:

The Successful Vendor will be required to submit a form similar to the one below for each subcontractor utilized during the previous month to Catellus by the **5th of each month (or as requested by Catellus)**.

| DOCUMENTATION OF WORK SUBCONTRACTED | | | | | | | | | |
|-------------------------------------|---------------------------------|----------------------------|-----------|--------|--|---|---|--|---|
| VENDOR IDENTIFICATION NUMBER (id) | SUBCONTRACTOR, SUPPLIER NAME(S) | MBE/WBE CERTIFIED (YES/NO) | ETHNICITY | GENDER | DESCRIPTION OF GOOD OR SERVICES PROVIDED | TOTAL CONTRACT \$ AMOUNT FROM LETTER OF INTENT WITH SUBCONTRACTOR | TOTAL \$ AMOUNT PAID THIS MONTH TO SUBCONTRACTOR(S) | TOTAL CONTRACT \$ AMOUNT PAID YEAR TO DATE | PERCENT OF CONTRACT (INTERNAL USE ONLY) |
| NL18310177 | N-Line (now AWP Inc.) | Yes | WO | F | Traffic Control | \$8,000 | \$0.00 | \$0.00 | |
| WAT8308391 | Landesign Services, Inc. | Yes | NA | F | Survey | \$7,500 | \$0.00 | \$0.00 | |
| JAG8307217 | JAG Trucking | Yes | HI | M | Soil trucking | \$6,500 | \$0.00 | \$0.00 | |
| SHA7043900 | Shades of Green | Yes | WO | F | Trees & Grass | \$60,000 | \$0.00 | \$0.00 | |
| BEN8322042 | Certified Arbor Care | Yes | WO | F | Tree Trimming | \$4,000 | \$0.00 | \$0.00 | |
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| | | | | | GRANDTOTAL | \$86,000.00 | \$0.00 | \$0.00 | |

MBE/Minority Type: African (Black) American- **BL**
 Hispanic American-**HI**
 Asian Pacific American-**AS**

Native Americans - **NA**
 American Women-**WO**

NOTE: If your firm used a minority or woman-owned business that is not MBE/WBE certified, Please enter the minority Type.

Date: 10/31/18

Month of Report: October 2018

**MUELLER SECTION 10B
CONTRACT OPEN**

| | |
|---------------------------------------|------------------|
| Current Contract Amount | \$275,763 |
| Current M/WBE \$ Participation | \$82,729 |
| Current M/WBE % Participation | 30.00% |

ATTACHMENT F-1

PROGRESS ASSESSMENT REPORT (MBE/WBE-PAR) DOCUMENTATION OF WORK SUBCONTRACTED

(NOTE: This form is for reporting purposes only. Do not submit this document with the CSP.)

Date Received in Catellus Office _____

Date of Award: 6/28/18 Contract/Requisition Number: Mueller Section 10B

Prime Vendor's Name: CRU, Ltd.

Vendor Identification (VID) Number:

Total Contract Amount Paid to Date to Contractor: \$0.00

Document MBE/WBE and NON-MBE/WBE Subcontractors' Information, as applicable below:

The Successful Vendor will be required to submit a form similar to the one below for each subcontractor utilized during the previous month to Catellus by the **5th of each month (or as requested by Catellus)**.

| DOCUMENTATION OF WORK SUBCONTRACTED | | | | | | | | | |
|--|---------------------------------|----------------------------|-----------|--------|--|---|---|--|---|
| VENDOR IDENTIFICATION NUMBER (id) | SUBCONTRACTOR, SUPPLIER NAME(S) | MBE/WBE CERTIFIED (YES/NO) | ETHNICITY | GENDER | DESCRIPTION OF GOOD OR SERVICES PROVIDED | TOTAL CONTRACT \$ AMOUNT FROM LETTER OF INTENT WITH SUBCONTRACTOR | TOTAL \$ AMOUNT PAID THIS MONTH TO SUBCONTRACTOR(S) | TOTAL CONTRACT \$ AMOUNT PAID YEAR TO DATE | PERCENT OF CONTRACT (INTERNAL USE ONLY) |
| CEN8321007 | Central Road and Utility | Yes | HI | M | Pipe Installation | \$82,729.44 | \$0.00 | \$0.00 | |
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| GRAND TOTAL | | | | | | \$82,729.44 | \$0.00 | \$0.00 | |

MBE/Minority Type: African (Black) American- **BL** Native Americans - **NA**
 Hispanic American-**HI** American Women-**WO**
 Asian Pacific American-**AS**

NOTE: If your firm used a minority or woman-owned business that is not MBE/WBE certified, Please enter the minority Type.

Date: 10/31/18 Month of Report: October 31, 2018

**MUELLER SECTION 2C-3
CONTRACT OPEN**

| | |
|---------------------------------------|--------------------|
| Current Contract Amount | \$1,007,952 |
| Current M/WBE \$ Participation | \$221,631 |
| Current M/WBE % Participation | 21.99% |

ATTACHMENT F-1

PROGRESS ASSESSMENT REPORT (MBE/WBE-PAR) DOCUMENTATION OF WORK SUBCONTRACTED

(NOTE: This form is for reporting purposes only. Do not submit this document with the CSP.)

Date Received in Catellus Office _____

Date of Award: 6/28/18 Contract/Requisition Number: Mueller Section 2C-3

Prime Vendor's Name: CRU, Ltd.

Vendor Identification (VID) Number:

Total Contract Amount Paid to Date to Contractor: \$0.00

Document MBE/WBE and NON-MBE/WBE Subcontractors' Information, as applicable below:

The Successful Vendor will be required to submit a form similar to the one below for each subcontractor utilized during the previous month to Catellus by the **5th of each month (or as requested by Catellus)**.

| DOCUMENTATION OF WORK SUBCONTRACTED | | | | | | | | | |
|--|---------------------------------|----------------------------|-----------|--------|--|---|---|--|---|
| VENDOR IDENTIFICATION NUMBER (id) | SUBCONTRACTOR, SUPPLIER NAME(S) | MBE/WBE CERTIFIED (YES/NO) | ETHNICITY | GENDER | DESCRIPTION OF GOOD OR SERVICES PROVIDED | TOTAL CONTRACT \$ AMOUNT FROM LETTER OF INTENT WITH SUBCONTRACTOR | TOTAL \$ AMOUNT PAID THIS MONTH TO SUBCONTRACTOR(S) | TOTAL CONTRACT \$ AMOUNT PAID YEAR TO DATE | PERCENT OF CONTRACT (INTERNAL USE ONLY) |
| CEN8321007 | Central Road and Utility | Yes | HI | M | Pipe Installation | \$221,631.30 | \$0.00 | \$0.00 | |
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| GRAND TOTAL | | | | | | \$221,631.30 | \$0.00 | \$0.00 | |

MBE/Minority Type: African (Black) American- **BL** Native Americans - **NA**
 Hispanic American-**HI** American Women-**WO**
 Asian Pacific American-**AS**

NOTE: If your firm used a minority or woman-owned business that is not MBE/WBE certified, Please enter the minority Type.

Date: 10/31/18 Month of Report: October 31, 2018