

MINUTES OF THE
MIDTOWN MANAGEMENT DISTRICT
BOARD OF DIRECTORS MEETING

November 5, 2014

The Board of Directors of the Midtown Management District held a meeting, open to the public, on November 5, 2014 at 6:00 p.m. in the Community Room of Central Bank, located at 2217 Milam Street, Houston, Texas 77002, inside the boundaries of the District, and the roll was called of the duly appointed members of the Board, to-wit:

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|------------------------|--------------------|
| Roger Neal | Julie Farr |
| Monte Large | John Castillo |
| Willie H. Coleman, Jr. | Marylene Chan |
| Bryn Poland | William R. Franks |
| F. Charles LeBlanc | Debra McGaughey |
| Michelle LeBlanc | Gary Noble |
| Eileen Morris | Charles Washington |
| Kim Cook | Amar Mohite |
| | Nancy J.W. Darst |

All of the above were present except Director F. Charles LeBlanc, Director Farr, Director Castillo and Director Chan.

In addition, present at the meeting were Cynthia Alvarado, Elizabeth Powell, Kandi Schramm and Marlon Marshall, of the Midtown Management District; Peggy Foreman of Burney & Foreman; Nathan Seshadre of ESPA CORP, Roland Dela Cerda, James Llamas, Lilly Young of Interfaith Ministries, Fransico Cortez of Primeway Federal Credit Union, Scott Harbers, Vernon E. Williams, Allen Douglas, Paul Wilhelms and Erica Ocampo.

Cynthia Alvarado called the roll of the Board of Directors and verified that a quorum was present.

Vice Chair Coleman called the meeting to order and welcomed everyone. He welcomed new Board member Amar Mohite. Kandi Schramm administered the Oath of Office to Amar Mohite.

RECEIVE PUBLIC COMMENTS.

Guests in attendance were invited to introduce themselves and address the Board on any issues of concern. There were no public comments.

CONSENT AGENDA.

- a. **Approve Minutes for the October 1, 2014 Board meeting.**
- b. **Approve Minutes for the October 15, 2014 Special Board meeting.**
- c. **Approve the September 2014 Financial Report.**
- d. **Approve the payment invoices for November 2014.**
- e. **Approve Equi-Tax Report for October 2014.**

Cynthia Alvarado announced that items "a" and "b" on the Consent Agenda would be tabled and presented at the December 2014 Board Meeting. Director Noble made a motion to approve the remaining items on the Consent Agenda. The motion was seconded by Director Neal and carried by unanimous vote.

RECEIVE COMMITTEE ACTIVITY REPORTS AND REVIEW, DISCUSS AND TAKE NECESSARY ACTION REGARDING THE FOLLOWING, AS APPROPRIATE:

A. Public Safety Committee – John G. Castillo, Chair

Cynthia Alvarado reported on the activities of the Public Safety Committee. She stated that the October 2014 Committee meeting was well attended and that according to HPD reports, generally crime was down in Midtown, however burglary was up in other areas of Houston. Ms. Alvarado reported that HPD representatives believe that increased public awareness and Midtown's marketing efforts on social media to promote safety awareness has had a positive impact.

B. Marketing Committee – Michelle LeBlanc, Chair

Michelle LeBlanc reported on the activities of the Marketing Committee. She stated that the Committee has expressed concerns about the percentage of the Committee's budget that is consumed by the current frequency of publication of the Midtown Paper. She shared many of the Committee's suggestions for new marketing materials and ways of leveraging the budgeted amount including, a new website designed to reach a wider audience. Director LeBlanc discussed possibly changing the frequency of the Midtown Paper and creating new "evergreen" marketing materials. Several Board members expressed concern about the potential loss of the Midtown Paper.

Director LeBlanc also advised the Board that Midtown was presented with an opportunity to be a case study for students participating in the AAF (American Advertising Federation (AAF) competition. She stated that she is currently drafting materials for the event and that 200 college students will compete to development a marketing plan for Midtown.

Finally, Director LeBlanc reported that she is actively working to recruit more people to serve on the Marketing Committee.

C. Service & Maintenance Committee – Roger Neal, Chair

Director Neal reported on the activities of the Service and Maintenance Committee. Director Neal stated that the Committee is working on finalizing Invitation For Bids on maintenance services for four separate projects He stated the bids are due by 2:00 pm. on November 25, 2014. He also advised the Board that the Committee would like to proceed with several "shovel ready" maintenance projects and that more details would be presented at future Board meetings.

D. Urban Planning Committee – Monte Large, Chair

Director Large reported on the activities of the Urban Planning Committee. He stated that the Committee continues to discuss and gather information regarding a circulator plan for Midtown. Director Large stated that the Committee will look into "Rethink METRO" to see if there are opportunities to benefit from METRO's presence in Midtown.

Director Large also reported on the Committees' interest in having more B-Cycle stations in Midtown. He stated that Houston Bike Share is looking for more funding partners for the B-cycle stations and that more information would be presented at a future Board meeting.

E. Finance Committee – Gary Noble, Chair

Director Noble presented the District's financial statements. He stated that some of the Committees may have unspent funds for FY 2014 and asked the Committee Chairs to offer up ideas for additional projects they would like to recommend to the Executive Committee for consideration. Director Noble thanked Directors Chan and Neal for all of their hard work on behalf of the Finance Committee.

F. Cultural Arts & Entertainment – Eileen Morris, Chair

Director Morris reported the activities of the Cultural Arts & Entertainment Committee. She stated that the committee was engaged in planning for its annual Art in the Park event being held in April 2015. She stated that they have released a new website for the 9th Annual Art in the Park and that artists would be able to apply online using Zapplication. Director Morris reported Zapplication will make it easier for the Midtown Staff to coordinate artists for Art in the Park and will allow the District to reach new artists from all over the United States.

Director Morris also reported that the Committee is excited about the upcoming Cultural Arts Master Plan for Midtown and stated that the Agreement is being finalized so that work can begin. Director Morris advised the Board that plans were underway for a townhall meeting that will be held in January 2015 as a "wrap up" to the various neighborhood focus group meetings that were held throughout 2014.

G. Nominating Committee – Debra McGaughey, Chair

Director McGaughey reported that "for now" the work of the Nominating Committee had been completed, however she spoke briefly about the importance of having community input and invited all guests to consider helping the District by serving on a Committee.

H. Service and Improvement Plan – Willie Coleman, Chair

Director Coleman stated that the Service and Improvement Plan and Assessment Plan (the "Service Plan") has been finalized and that Petitions were being drafted. He stated that the Committee is working on its marketing plan and marketing materials to present the Service Plan and encourage property owners to sign the Petitions.

I. Executive Committee – William Franks, Chair

Director Franks gave an update on MidCorp. He reported that he and Cynthia Alvarado gave a presentation about Midtown at a gathering sponsored by Commercial Real Estate Women (CREW) and that the presentation was very well received. He also thanked all of the Committee Chairs and members for their hard work on various District projects.

REPORT ON CAPITAL PROJECTS OF THE MIDTOWN REDEVELOPMENT AUTHORITY (MRA).

Marlon Marshall gave the following report on the status of the current MRA capital improvement projects:

Holman Street Reconstruction – Midtown’s Holman Street plans have been approved by the City of Houston (“City”). Houston Community College (“HCC”) is scheduled to submit its final plans to City in November. Once the City approves HCC’s plans, the project is expected to be bid in early 2015 with construction starting in March or April of 2015.

Midtown Park Project – Construction is still moving forward with a Substantial Completion walk-through scheduled for mid-November 2014. The kiosk tenant is awaiting City approval of its tenant improvement plans and anticipates beginning its build-out in next few weeks.

Main Street Project – An online survey was recently published to get public input regarding the improvements to be made on Main Street.

Caroline Street Project – The bids came in substantially over budget due to significant increases in construction costs. The plans were revised to limit the scope of the project and have been submitted to The Texas Department of Transportation (“TxDOT”) for review and approval. The project is scheduled to be rebid in January 2015 with construction expected to start in March or April of 2015.

SuperBlock Park Project – The Plan for construction of the parking garage have been provided to Camden for pricing. Work continues with legal consultants, the design team and Camden to negotiate certain of the garage construction contract. Current plan is to present final construction costs and contract terms for approval at the November 2015 meeting of the MRA Board. Pending approval of the final contract terms and costs, construction of the parking garage is scheduled to begin in January 2015.

WITH RESPECT TO THE FOREGOING AGENDA ITEMS, CONDUCT AN EXECUTIVE SESSION WITH REGARDS TO THE FOLLOWING, AS APPROPROATE AND NECESSARY.

- a. Consultation with attorney (Section 551.071, Texas Government Code);
- b. Personnel matters (Section 551.074, Texas Government Code).

There was no Executive Session.

OTHER BUSINESS / ANNOUNCEMENTS

Matt Thibodeaux announced that the Midtown TIRZ was considering a plan to expand the boundaries of the District to include some museums in the area and that more information would be provided at a future Board meeting. He stated that there was no current effort to expand the boundaries of the Management District.

NEXT MEETING DATE

Vice Chair Coleman announced that the next Midtown Management District Board meeting will be held on Wednesday, December 3, 2014, at 11:00 a.m. at the Midtown Management District’s offices located at 410 Pierce, 3rd floor Conference Room, Houston, TX 77002.

ADJOURN

There being no other business, the meeting was adjourned.

Eileen J. Morris

Eileen J. Morris, Board Secretary

Date: 3/4/15