

MINUTES OF THE
MIDTOWN MANAGEMENT DISTRICT
BOARD OF DIRECTORS MEETING

January 7, 2015

The Board of Directors of the Midtown Management District held a meeting, open to the public, on January 7, 2015 at 11:00 a.m. in the 3rd Floor conference room of the Midtown Management District offices, located at 410 Pierce 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:

Roger Neal
Monte Large
Willie H. Coleman, Jr.
Bryn Poland
F. Charles LeBlanc
Michelle LeBlanc
Eileen Morris
Kim Cook

Julie Farr
John Castillo
Marylene Chan
William R. Franks
Debra McGaughey
Gary Noble
Charles Washington
Amar Mohite
Nancy J.W. Darst

All of the above were present except Director F. Charles LeBlanc, Director McGaughey, Director Noble and Director Castillo.

In addition, present at the meeting were Matt Thibodeaux, Cynthia Alvarado, Elizabeth Powell, Kandi Schramm and Marlon Marshall, of the Midtown Management District; Peggy Foreman of Burney & Foreman; Leo Mejia and Mary Chavouste of Quantum Sur; Jim Webb of The Goodman Corporation, Vikki Trammell of Art Squares, and Sydnee Simpson of Jazz Education.

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

Chairman Franks called the meeting to order and welcomed everyone.

RECEIVE PUBLIC COMMENTS.

Guests in attendance were invited to introduce themselves and address the Board on any issues of concern.

Mary Chavouste of Quantum Sur addressed the Board about the importance of the Midtown Paper and her concerns about the Board possibly discontinuing publication of the Midtown Paper.

Vikki Trammell spoke about the importance of the Midtown Paper and her opposition to any decision to discontinue the Midtown Paper.

CONSENT AGENDA.

- a. **Approve Minutes for the November 5, 2014 Board meeting.**
- b. **Approve Minutes for the December 3, 2014 Board meeting.**
- c. **Approve the November 2014 Financial Report.**

- d. **Approve the payment of invoices for January 2015.**
- e. **Approve Equi-Tax Report for December 2014.**
- f. **Approve Bond, Oath and Sworn Statement for new Board Member, Amar Mohite.**

Cynthia Alvarado announced that item "a" and "b" on the Consent Agenda were being pulled from the agenda and would be presented at the February 2015 Board Meeting. Director Coleman made a motion to approve the remaining items on the Consent Agenda. The motion was seconded by Director Michelle LeBlanc and carried by unanimous vote.

REVIEW, DISCUSS AND TAKE NECESSARY ACTION REGARDING A RESOLUTION RELATING TO SUBMISSION OF GRANT APPLICATIONS FOR TRANSPORTATION IMPROVEMENT PROJECTS.

Jim Webb of The Goodman Corporation presented the resolution and advised the Board that the District has historically worked cooperatively with the Midtown Redevelopment Authority ("MRA") in making applications for grant funds for Transportation Improvement Projects in Midtown. He further stated that the Houston-Galveston Area Council (H-GAC) has initiated the "call for projects" for FY 2015–FY 2018 and that as part of the application process the District must provide a resolution committing to the 20% matching funds required by the grants. Mr. Webb explained that the application would be for funds to construct improvements on Brazos Street, Main Street, and Wheeler Avenue in Midtown.

Director Mohite made a motion to approve the Resolution relating to submission of grant applications for Transportation Improvement Projects. The motion was seconded by Director Coleman. Following all discussion, the motion carried by unanimous vote.

REVIEW, DISCUSS AND TAKE NECESSARY ACTION REGARDING THE TRANSFER OF FUNDS FROM RESERVE ACCOUNTS TO PAY FOR EXPENSES INCURRED IN FISCAL YEAR 2014.

Chairman Franks announced that this Agenda item was being pulled.

REVIEW, DISCUSS AND TAKE NECESSARY ACTION REGARDING THE TRANSFER OF FUNDS FROM RESERVE ACCOUNTS TO PAY FOR EXPENSES TO BE INCURRED IN FISCAL YEAR 2015.

Chairman Franks announced that this Agenda item was being pulled and would be presented at the February 2015 Board meeting.

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.

i. Interlocal Agreement with Harris County for Law Enforcement Services for Fiscal Year 2015

Ms. Alvarado advised the Board that although the District has not yet received the actual contract from Harris County, she was notified informally that the contract amount was being increased by 5%. She explained that the current contract with Harris County ends on February 28, 2015 and that she expects to receive the document in the next few

days. Ms. Alvarado further explained that in an effort to ensure that there is no lapse in service, the Committee was asking the Board to authorize the Board Chair or Executive Director to execute the Interlocal Agreement with Harris County for Law Enforcement Services in an amount not to exceed \$475,000.

Director Coleman made a motion to authorize the Board Chair or Executive Director to execute the Interlocal Agreement with Harris County for Law Enforcement Services in an amount not to exceed \$475,000. The motion was seconded by Director Poland. Director Neal expressed concern about the 5% increase in the contract amount which would exceed the amount budgeted for law enforcement services. Following all discussion, the motion carried by majority vote. Director Neal opposed the motion.

Cynthia Alvarado gave a report on the response of the District and the MRA to numerous community complaints regarding the conditions that resulted from what appeared to be a migration of homeless persons into Midtown from the area surrounding Herman Park, Rice University and the Museum District.

B. Marketing Committee – Michelle LeBlanc, Chair

Director Michelle LeBlanc reported on the activities of the Marketing Committee.

i. Recommendations regarding the Midtown Paper

Director LeBlanc presented the Marketing Committee's recommendations regarding the Midtown Paper. Ms. LeBlanc stated that the Committee's recommendation was to discontinue publication of the Midtown Paper after the first quarter of 2015. She advised the Board of the reasons for the Committee's recommendation which included the fact that publishing the Midtown Paper consumed almost the entire Committee budget and the Committee's opinion that the Midtown Paper was not the most efficient and effective way to reach and communicate with District's target audience. There were numerous questions from Board members about the Midtown Paper and whether it should be discontinued. Director Coleman made a motion to accept the Marketing Committee's recommendation as presented. The motion was seconded by Director Morris. There was vigorous discussion among Board members and following all discussion, the motion was carried by majority vote. Director Neal opposed the Motion.

Chair Franks asked the Marketing Committee to work with the Finance Committee to see if funds could be identified to publish additional editions of the Midtown Paper in an effort to make a slower phase-out of the paper because so many residents and businesses are accustomed to using it to help navigate the events, activities and venues in Midtown.

Director Coleman thanked Director LeBlanc and the Marketing Committee for their hard work and diligence on behalf of the Midtown Community.

Director LeBlanc stated that the Committee will continue to work on revamping the website and creating new marketing materials for the District. Finally Director LeBlanc announced that the next Marketing Committee meeting will be held on January 20, 2015.

C. Service & Maintenance Committee – Roger Neal, Chair

Roger Neal and Marlon Marshall reported on the activities of the Service and Maintenance Committee.

i. Maintenance Contracts

- 1. Bagby Street Maintenance**
- 2. Field Services Maintenance**
- 3. Baldwin & Glover Park Maintenance**
- 4. Main Street Landscape Maintenance**

Marlon Marshall announced that a clarification of bid letter was issued to all companies that responded to the Invitations For Bid and that the responses as clarified did not result in a change in the bid results. He further reported that due diligence had been performed and that agreements with the lowest most responsible bidders had been finalized.

Director Large made a motion to approve agreements with Central Landscape and Maintenance, Inc. for the Bagby Street Maintenance Project, the Field Services Maintenance Project, and the Baldwin & Glover Park Maintenance Project and an agreement with Southwest Wholesale LLC. for the Main Street Landscape Maintenance Project. The motion was seconded by Director Neal and carried by unanimous vote.

Director Neal reported that 28 new trees have been planted along Austin and Hadley Streets, approximately 650 linear feet of new sidewalks have been installed and approximately 200 linear feet of existing sidewalks have been repaired.

D. Urban Planning Committee – Monte Large, Chair

Director Large reported on the activities of the Urban Planning Committee. He reported that he has been working with Will Rub of Houston Bike Share to identify and evaluate potential locations for an additional B-cycle station in Midtown. Director Large further reported that the contract for installation of the Art CrossWalks Pilot Project is being negotiated and is almost ready for execution. Jim Webb of the Goodman Corporation advised the Board that based on research of "circulator" alternatives, it appeared that the most feasible option for Midtown might be the use of "pedicabs" and that Committee members are scheduled to meet with at least 2 different pedicab companies later in the week to gather more information. He reported that pedicabs are being used successfully in many large cities around the country and are beginning to be used more frequently in Houston in areas such as the Museum District.

E. Finance Committee – Gary Noble, Chair

Cynthia Alvarado unfortunately Director Noble was unable to attend the meeting and referred Board members to certain written financial information contained in the Board Information Packet.

F. Cultural Arts & Entertainment – Eileen Morris, Chair

Director Morris reported on the activities of the Cultural Arts & Entertainment Committee.

i. Participation in the 2015 Houston Fine Arts Fair

Director Morris reported that the District would have the opportunity to participate in the 2015 Houston Fine Arts Fair (HFAF) at minimal cost to the District. She advised the Board that in exchange for helping to market the Fair on Midtown's social media outlets, the District would be permitted to have a booth at the HFAF which is being held September 9-12, 2015 at the NRG Stadium. Director Morris stated that the Cultural Arts

Committee was looking for volunteers to help man the booth and promote Midtown and its many numerous Cultural Arts venues.

ii. Agreement with Maxgray Productions for Event Consultant Services in connection with the 2015 Art in the Park Project

Cynthia Alvarado reminded the Board that for the past several years we have engaged an event consultant to assist the Staff in securing the required permits and managing the logistics for the annual Art in the Park event. She shared the major terms of a proposed agreement with Maxgray Productions, Inc. who has worked with the District for the past several years on Art in the Park.

Director Farr made a motion to authorize the Board Chair or the Executive Director to execute an Agreement with Maxgray Productions, Inc. consistent with the terms presented. The motion was seconded by Director Large and carried by unanimous vote. Director Morris announced that the Committee will host a "wrap up" town hall meeting on January 12, 2015 at 6:00 p.m. at the Ensemble Theater to present the results of the numerous focus group meetings that the various Board Committees hosted throughout 2014.

G. Nominating Committee – Debra McGaughey, Chair

Cynthia Alvarado announced that the Nominating Committee will soon begin work to fill upcoming vacancies on the Board of Directors. She reminded the Board that the term of office for Board positions 1-9 will expire in June 2015, however the persons currently serving in all but one of the positions are eligible for reappointment by City Council.

H. Service and Improvement Plan – Willie Coleman, Chair

Director Coleman presented the Petition with the final Service and Improvement Plan and Assessment Plan (the "2015-2024 Service Plan") attached. He thanked everyone for their hard work in developing the 2015-2024 Service Plan and encouraged all Board members to study the 2015-2024 Service Plan thoroughly and be prepared to answer questions from Midtown property owners about the work of the District and the proposed services and improvements. He stated that Cynthia Alvarado will coordinate getting Petitions signed. Peggy Foreman talked briefly about who could sign the Petitions and the legal requirements for signing on behalf of non-individual property owners.

I. Executive Committee – William Franks, Chair

Director Franks reported on matters discussed at the December 16, 2014 Executive Committee meeting. He announced that Midtown is one of 3 Houston area neighborhoods that will be showcased during the Urban Land Institute's (ULI) Spring Conference being held in Houston on May 17-18, 2015. He stated that Real Estate Professionals from across the country will be treated to a bus tour of Midtown.

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:

Midtown Park Project – Midtown Park remains in need of a substantial amount of work to complete construction. The Midtown Staff and Consultants are deeply concerned with the

quality of some of the work and may require that the Contract re-construct certain components of the Park construction.

SuperBlock Park Project – The Midtown Staff, lawyers and design team are still negotiating with the private development partner for construction of the garage, however, the negotiations are expected to be finalized by the end of January, 2015 and construction of the project will proceed shortly thereafter. The public relations team is working on press releases to be issued in connection with the ground breaking on the garage construction.

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.

ANNOUNCEMENTS

Cynthia Alvarado announced that the annual Martin Luther King, Jr. Day Parade will be held in Midtown on January 19, 2015.

NEXT MEETING DATE

Chairman Franks announced that the next Midtown Management District Board meeting will be held on Wednesday, February 4, 2015, at 6:00 p.m. in the Central Bank Community Room, 2217 Milam, Houston, Texas 77002

ADJOURN

There being no other business, the meeting was adjourned.


Eileen J. Morris, Board Secretary

Date: 3/4/15