

**MINUTES OF THE BOARD OF DIRECTORS OF  
THE MIDTOWN REDEVELOPMENT AUTHORITY**

**March 28, 2013**

A regular meeting of the Board of Directors (the "Board") of the Midtown Redevelopment Authority (the "Authority") was held at the Authority's offices in the Houston Technology Center, 410 Pierce, Houston, Texas 77002, on Thursday, March 28, 2013 at 12:30 p.m. The meeting was open to the public. The roll was called of the duly appointed members of the Board, to-wit:

<u>Pos. #</u>	<u>Name</u>	<u>Pos. #</u>	<u>Name</u>
1	William J. Taylor, III	6	Abe Goren
2	Doug Erwing	7	Billy Briscoe
3	Robert D. Sellingsloh	8	Giovanni Garibay
4	Pamela Ngo Castleman	9	Michelle A. Clayton Collier
5	Derrick M. Mitchell		

and all of the above were present with the exception of Directors Briscoe and Collier.

Also in attendance were Matt Thibodeaux, Kandi Schramm, Marlon Marshall, Todd Edwards, Araceli Rodriguez and Theresa Gilmore of the Authority; F. Charles LeBlanc and Phillip Franshaw, consultant for the Authority; Cynthia Alvarado of the Midtown Management District; Barron F. Wallace of Bracewell & Giuliani LLP; Peggy Foreman of Burney and Foreman; Mary Buzak and Jennifer Curley of the City of Houston; Tim Buscha of IDS Engineering Group, Jeremy Roche of Walter P. Moore; Steven Spears of Design Workshop; Derek Pershing of Wilson, Cribbs & Goren, P.C.; Reverend David Punch and Leonard Wiggin of Re-Ward Third Ward; Edwin Harrison of TKG Associates and Randy Romman and David Edwards Midtown property owners.

Chairman Sellingsloh called the meeting to order and asked the guests to introduce themselves.

**CONSENT AGENDA FOR THE AUTHORITY**

- a) **MINUTES OF THE AUTHORITY FOR FEBRUARY 28, 2013.**
- b) **MONTHLY FINANCIAL REPORT OF THE AUTHORITY FOR FEBRUARY 2013.**
- c) **INVOICES OF THE AUTHORITY FROM TRUSTEE AND OPERATING ACCOUNTS FOR MARCH 2013.**
- d) **MIDTOWN MANAGEMENT DISTRICT USE AGREEMENT.**

Matt Thibodeaux, Executive Director presented the consent agenda. Director Castleman made a motion to approve the consent agenda items a. through d. The motion was seconded by Director Goren, which carried by unanimous vote.

**MIDTOWN DEVELOPMENT AND REAL ESTATE STRATEGIC PLAN AND RELATED INITIATIVES**

Barron F. Wallace of Bracewell & Giuliani LLP reported that he anticipated receiving a debt capacity model in April from Midtown’s Financial Advisors. Mr. Wallace reported on an energy conservation program through the City of Houston to assist Midtown with converting the current decorative streets to LED lights that will be brighter and longer lasting. Marlon Marshall reported that he had a meeting with Center Point to discuss a field test for this lighting.

Director Goren made a motion to authorize resolution to request that the City of Houston issue obligations on behalf of the Authority fund energy conservation projects for the Zone. The motion was seconded by Director Castleman, which was approved by vote.

**MIDTOWN IMPROVEMENT AND DEVELOPMENT CORPORATION.**

**APPROVAL OF ARTICLES OF INCORPORATION AND BYLAWS**

Mr. Wallace reported that once the City of Houston comes to a final understanding of the Midtown Improvement and Development Corporation formation documents will be filed with the State.

**MIDTOWN AFFORDABLE HOUSING PROGRAM**

**a. RESOLUTION APPROVING ENTERING INTO CONTRACTS AND ACQUISITION OF CERTAIN PROPERTIES BY THE AUTHORITY FOR AFFORDABLE HOUSING**

Director Goren made a motion to approve the above-captioned resolution. The motion was seconded by Director Mitchell and carried by unanimous vote.

**b. APPROVAL OF REWARD THIRD WARD FINAL GRANT PAYMENT**

Reverend David Punch provided a written report to the Board which was included in the Board’s packet. Reverend Punch reported that the project was completed and fully leased.

Director Castleman made a motion to approve final Grant payment to ReWard Third Ward in the amount of \$50,000.00. The motion was seconded by Director Garibay, which carried by unanimous vote.

**c. ONGOING AFFORDABLE HOUSING DEVELOPMENTS**

Mr. Edwards reported that he is working to set a workshop schedule.

## **MIDTOWN CAPITAL IMPROVEMENT PROGRAM**

### **a. BAGBY STREET RECONSTRUCTION - WALTER P. MOORE**

Marlon Marshall reported that the project was on schedule for substantial completion. Overhead utility line relocation is in process and crew is continuing with installation of landscaping.

### **b. PARKS AND GREENSPACE - WALTER P. MOORE**

Mr. Marshall reported the City of Houston had issued the Right of Entry for Baldwin and Glover Parks and the Notice to Proceed had been issued to Millis Development effective April 2, 2013. Staff and consultants have scheduled the pre-construction meeting with the contractor for next week. Design Team and staff met with Camden Property Trust to discuss building set back and coordination of parking garage.

### **c. GRAY STREET PEDESTRIAN ENHANCEMENTS – CLARK CONDON ASSOCIATES**

Mr. Marshall noted that the Gray Street Pedestrian Enhancements was progressing with construction moving to the north side of the street.

### **d. HCC CAPITAL PROJECTS - IDS ENGINEERS**

Mr. Marshall reported that the Holman Street plans are 100% complete and have been presented to the City for permitting. Alabama Street project continues to be on hold pending decision by the City on potential waterline placement.

### **e. CAROLINE STREET IMPROVEMENTS**

The Caroline Street plans are 95% complete. Staff is working with TxDot and HGAC to move the grant funds into fiscal year 2014.

### **f. FTA GRANT – THE GOODMAN CORPORATION**

No report at this time.

### **g. 3300 MAIN**

Upon reconvening in open session, Director Mitchell made a motion to authorize a real estate contact to purchase Block 442. The motion was seconded by Director Erwing, with Director Goren abstaining. The motion passed.

**MIDTOWN CULTURAL ARTS AND ENTERTAINMENT DISTRICT  
GRANT PROGRAM.**

**a. GRANT REQUEST FROM BUFFALO SOLDIERS MUSEUM.**

Director Mitchell made a motion to approve the First Amended and Restated Grant Agreement between the Buffalo Soldiers, Midtown Redevelopment Authority and Tax Increment Reinvestment Zone Number Two in the amount of \$350,000 to be funded in fiscal year 2014. The motion was seconded by Director Goren, which carried by unanimous vote.

**b. GRANT REQUEST FROM M.A.T.C.H.**

Director Erwing made a motion to approve a Grant Agreement between M.A.T.C.H., Midtown Redevelopment Authority and Tax Increment Reinvestment Zone Number Two in the amount of \$700,000 to be funded over the next four years. The motion was seconded by Director Goren, which carried by unanimous vote.

**PERSONNEL MATTERS**

Upon reconvening in open session, Director Castleman made a motion to approve recommended employee compensation for all Midtown Redevelopment Authority employees except the Executive Director for calendar year 2013 and to make such increases retroactive to January 1, 2013. The motion was seconded by Director Mitchell, and carried by unanimous vote.

**WITH RESPECT TO THE FOREGOING AGENDA ITEMS, CONDUCT AN  
EXECUTIVE SESSION WITH REGARD TO THE FOLLOWING, AS APPROPRIATE  
AND NECESSARY:**

- a. CONSULTATION WITH ATTORNEY (SECTION 551.071, TEXAS GOVERNMENT CODE);**
- b. THE PURCHASE, EXCHANGE, LEASE OR VALUE OF REAL PROPERTY (SECTION 551.072, TEXAS GOVERNMENT CODE);**
- c. PERSONNEL MATTERS (SECTION 551.074, TEXAS GOVERNMENT CODE);**
- d. SECURITY PERSONNEL OR DEVICES (SECTION 551.076, TEXAS GOVERNMENT CODE); AND ECONOMIC DEVELOPMENT NEGOTIATIONS (SECTIONS 551.087, TEXAS GOVERNMENT CODE)**

The Board conducted an executive session to discuss item 10.g. 3300 Main as related to Section 551.072, Texas Government Code and item 9. Personnel Matters. The Board then reconvened into open session. A Certified Agenda has been written to address these items.

**PUBLIC COMMENTS**

**ADJOURNMENT**

There being no further business to come before the Board, the meeting was adjourned.



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Pamela N. Castleman\*, Secretary

4/25/13

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Date

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\* Formerly Pamela Ngo Tranpark.