

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

**November 29, 2012**

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, November 29, 2012 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 Tranpark	9	Michelle A. Clayton Collier
5	Derrick M. Mitchell		

and all of the above were present with the exception of Director Collier.

Also in attendance were Kandi Schramm, Marlon Marshall, Todd Edwards, Araceli Rodriguez and Theresa Gilmore of the Authority; F. Charles LeBlanc, consultant for the Authority; Cynthia Alvarado of the Midtown Management District; Barron F. Wallace of Bracewell & Giuliani LLP; Peggy Foreman of Burney & Foreman; Carmilo Daza of Walter P. Moore Engineers; and Tim Buscha of IDS Engineer Group; Vicki Luna and Debra McGaughey of Houston Community College Central Campus; Martha Blackwell of Asia Society of Texas; Dan Barnum, Ian Rosenberg and Willie Bright, Midtown Property Owners; Aidenon Stoute of OST/Alameda TIRZ and Mary London Lehman of Wilson, Cribbs & Goren.

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 OCTOBER 25**
- b. **MONTHLY FINANCIAL REPORT OF THE AUTHORITY FOR OCTOBER**
- c. **INVOICES OF THE AUTHORITY FROM TRUSTEE AND OPERATING ACCOUNTS FOR NOVEMBER**

Kandi Schramm presented the consent agenda. Director Goren made a motion to approve the consent agenda items a through c. The motion was seconded by Director Mitchell, which carried by unanimous vote.

## **FIFTH AMENDMENT TO THE PROJECT PLAN AND FINANCING PLAN**

Barron F. Wallace of Bracewell & Giuliani LLP presented the proposed Fifth Amendment to the Project Plan and Financing Plan (the "Plan"). Mr. Wallace noted that the proposed Plan was in substantial final form which included the Authority's objectives and a summary of project costs.

Director Goren made a motion to approve the Fifth Amendment to the Project Plan and Financing Plan in substantial final form and submit to the City for approval and adoption. The motion was seconded by Director Tranpark, which carried by unanimous vote.

## **MIDTOWN AFFORDABLE HOUSING PROGRAM**

### **a. RESOLUTION AUTHORIZING AND RATIFYING ENTERING INTO CERTAIN REAL ESTATE CONTRACTS AND THE ACQUISITION OF CERTAIN PROPERTIES BY THE AUTHORITY**

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

### **b. ONGOING AFFORDABLE HOUSING PROJECTS**

Mr. Edwards reported that the pilot project with Row House CDC was on target for completion in May 2013 and that Re-Ward Third Ward is anticipating completing their project by the end of December 2012.

## **MIDTOWN CAPITAL IMPROVEMENT PROGRAM**

### **BAGBY STREET RECONSTRUCTION – WALTER P. MOORE**

Marlon Marshall reported that the tunneling work of the storm sewer along Bagby Street is completed and back of curb work would begin. The project is progressing as scheduled.

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

#### **I. BALDWIN PARK AND GLOVER PARK IMPROVEMENTS**

##### **I. CONSTRUCTION CONTRACT**

Construction bid opening was held on November 20, 2012. The Design team and staff recommend Millis Construction for an award of construction contract in the amount of a base bid of \$777,069.44 plus alternate options. Director Mitchell made a motion to approve award of construction contract to Millis Construction in an amount up to \$880,000. The motion was seconded by Director Tranpark, which carried by unanimous vote.

**II. CONSTRUCTION MANAGEMENT AND INSPECTION WORK  
ORDER - ESPA CORP**

Director Mitchell made a motion to approve Construction Management and Inspection Work Order which includes material testing for ESPA Corp in an amount not to exceed \$103,975.00. The motion was seconded by Director Goren, which carried by unanimous vote.

**GRAY STREET PEDESTRIAN ENHANCEMENTS – CLARK CONDON ASSOCIATES**

Mr. Marshall reported that Arriba Construction is continuing with construction on the Gray Street Pedestrian Enhancements on the south side at Chenevert Street.

**HCC CAPITAL PROJECTS – IDS ENGINEERING**

Mr. Marshall reported the Holman Street project is continuing to move forward with anticipated plan approval by the City in early 2013. The Alabama Street project remains on hold pending the City's direction regarding a 60-inch waterline that may be placed on Alabama Street.

**CAROLINE STREET IMPROVEMENTS**

The design team is working to address initial City comments on the engineering report and will present project to the City's Technical Review Committee on December 6, 2012. A public meeting to solicit feedback from property owners and stakeholders is scheduled to be held December 13, 2012 at the Central Bank Community Room.

**FTA CONSULTANT CONTRACT EXTENSION – THE GOODMAN CORPORATION**

Mr. Marshall reported that an application to TxDot had been made for additional funding on Holman Street and anticipates hearing results in January 2013.

**3300 MAIN – DEMOLITION**

After returning to Open Session, Director Goren made a motion to begin the process of obtaining bids for demolition of 3300 Main Street. The motion was seconded by Director Tranpark, which carried by unanimous vote.

## **MIDTOWN CULTURAL ARTS AND ENTERTAINMENT DISTRICT**

### **EXISTING CULTURAL FACILITY GRANT AGREEMENTS**

Barron F. Wallace reported that as discussed at last month's Board meeting the Authority had received a grant request from Asia Society of Texas in the amount of \$350,000 that would allow them to enhance the acoustics of the conference rooms, improve lighting and landscape improvements. Martha Blackwelder, Executive Director of the Asia Society of Texas, provided an itemized budget and source of funding report showing the need for \$1.4 million in a three phase improvement plan. Director Mitchell made a motion to defer the request until January 2013. Director Biscoe seconded the motion, which carried by unanimous vote. Following all discussion, Director Tranpark made a motion to Amend Director Mitchell's motion and Approve a Grant to Asia Society in the amount of \$165,000 and for the Authority's attorneys to draft a grant agreement reflecting a grant in such amount. The motion was seconded by Director Goren, which carried by unanimous vote.

### **FUTURE GRANT OPPORTUNITIES AND GUIDELINES.**

No discussion at this time.

### **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 6.g. pursuant to Section 551.072, Texas Government Code. The Board then reconvened into open session.

### **PUBLIC COMMENTS**

Mr. Patrick Johnson inquired about the demolition of 3300 Main Street and PCJ's counter offer to purchase the property. Chairman Sellingsloh offered to meet with Mr. Johnson, Phillip Franshaw and Barron Wallace to answer his inquiries.

**ADJOURNMENT**

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



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Pamela Ngo Tranpark, Secretary

1/16/13

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Date