

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

April 28, 2016

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, April 28, 2016 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	Brandon Dudley	6	Abe Goren
2	Doug Erwing	7	Caton M. Fenz
3	Robert D. Sellingsloh	8	Vacant
4	Pamela Ngo Castleman	9	Jeremy Ratcliff
5	Al Odom		

and all of the above were present with the exception of Directors Odom, Goren and Ratcliff.

Also in attendance were Matt Thibodeaux, Kandi Schramm, Marlon Marshall, Todd Edwards, Vernon Williams, David Thomas, Araceli Rodriguez and Theresa Gilmore of the Authority; Cynthia Alvarado and Elizabeth Powell of the Midtown Management District; Peggy Foreman of Burney and Foreman; Barron F. Wallace of Bracewell LLP; Tim Buscha & Carol Harrison of IDS Engineering Group; Edwin Friedrichs, Lee Anne Dixon and Jeremy Rocha of Walter P. Moore; Jennifer Curley of the City of Houston; Mariana Rashcke of the Goodman Corporation; Alex Ramirez of Design Workshop; Mechelle Phillips of One World Strategy Group; Vanessa Cole of Cole/Klein Builders; Maya Ford of Ford Momentum; Cynthia Tibbs of Cynthia Tibbs Property; Andy Bynam of Mesirow Financial; Gary Bernard of 2016 Main; Berry Brown of Houston Community College; Erick Saffary of Micheal Wes and Barbara Hilburn, Allen Douglas and Cynthia Aceves-Lewis Property Owners & Residents.

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 MARCH 31, 2016;**
- b. **MONTHLY FINANCIAL REPORT OF THE AUTHORITY FOR MARCH 2016;**
- c. **INVOICES OF THE AUTHORITY FROM TRUSTEE AND OPERATING ACCOUNTS FOR APRIL 2016;**
- d. **ANNUAL RENEWAL OF PROFESSIONAL SERVICES AGREEMENT WITH DESIGN WORKSHOP;**
- e. **REQUISITION 1 OF AFFORDABLE HOUSING GRANT.**

Matt Thibodeaux, Executive Director, presented the various items of the consent agenda and removing item e. Director Erwing made a motion to approve the consent agenda items a. through d. The motion was seconded by Director Fenz, which carried by unanimous vote.

APPEARANCES BEFORE BOARD – ALL PUBLIC COMMENTS WILL BE GIVEN IN COMPLIANCE WITH BOARD POLICY AND SHALL NOT EXCEED 3 MINUTES.

Public comments were received from Barbara Hilburn noting that she was appreciative of attending the meeting and hoped that the Authority would show support of the Mayor.

Chairman Sellingsloh responded that he had recently attended a meeting held by the Mayor with the top 5 or 6 TIRZ's to discuss assistance to the City. Cynthia Aceves-Lewis asked for assistance with information on an affordable housing project at Main and Wheeler. Mr. Edwards of the Authority will determine who at the City should be contacted to discuss the matter and will provide the information to Ms. Aceves-Lewis.

MIDTOWN AFFORDABLE HOUSING PROGRAM

a. UPDATE ON AFFORDABLE HOUSING PROGRAM.

Mr. Edwards reported that the Agreement with HOU and CCPPI have been executed. He anticipates that Montrose Clinic will provide an update next month.

MIDTOWN CAPITAL IMPROVEMENT PROGRAM

a. PARKS AND GREENSPACE - WALTER P. MOORE/DESIGN WORKSHOP

i. MIDTOWN PARK

Mr. Marshall reported on the progress happening at Midtown Park and shared pictures of the construction site with the Board and visitors. He noted that park construction had begun and was on schedule.

APPROVE GARAGE CHANGE ORDERS – CAMDEN.

Mr. Marshall reported that there were no change orders for the garage.

APPROVE PARK CHANGE ORDERS – MILLIS.

Mr. Marshall reported that there were 3 change orders for the Midtown Park.

Director Fenz made a motion to approve Change Order #1 as a deduct in the amount of \$3,589.54 for an value engineering of adjusted lighting plan, water feature and site materials; Change Order #2 in the amount of \$45,978.20 as an addition of design alternates not included in the initial construction contract and Change Order #3 in the amount of \$46,657.50 to shift scope from garage contract to park contract and reduction in number of drilled piers. Director Dudley seconded the motion which carried by unanimous vote.

APPROVE ADDITIONAL SERVICES REQUEST FOR DESIGN SERVICES – WALTER P MOORE

Director Fenz made a motion to approve additional Design Services with Walter P. Moore to value engineer the garage and park for an amount not to exceed \$154,300. The motion was seconded by Director Castleman, which carried by unanimous vote.

HCC CAPITAL PROJECTS - IDS ENGINEERS

i. HOLMAN STREET PEDESTRIAN ENHANCEMENTS

1. Approve Change Orders – SER.

Mr. Marshall reported that the contractor was working very quickly with the project and was working on the entry plaza at Spur 527. No change orders this month.

b. MAIN STREET ENHANCEMENTS – WALTER P. MOORE /DESIGN WORKSHOP

Mr. Marshall reported that the Main Street construction contract was bid in early March 2016. He noted that the team is value engineering the specs for the project by removing some lighting at intersections and special paving treatments.

c. CAROLINE STREET RECONSTRUCTION – ESPA CORP/KCI

Mr. Marshall reported good progress on the Caroline Street Project. The City is agreeable to a no-interest loan to the Authority in the amount of \$3.5 million. The Authority would begin paying back the loan in 2018 with a term of three years. TxDot has agreed that the project will be bid out by August 31, 2016 and begin construction after the Super Bowl in 2017. Mr. Marshall presented the project to The Houston Galveston Area Council and received positive feedback to the request of a 41.5 million Grant. HGAC will place the Grant request on the their agenda for discussion and action.

d. FTA GRANT PROGRAM – THE GOODMAN CORPORATION

Mr. Marshall thanked the Goodman Corporation for their help with the presentation to HGAC. The Main Street Project grant funding of \$2.7 million has been advanced from 2017 to 2016, so funds will be available when the construction begins.

MORGAN GROUP PROPOSED DEVELOPMENT AGREEMENT

Mr. Wallace and Mr. Thibodeaux are still waiting for comments from the Morgan Group on the proposed Development Agreement and they are still negotiating a few business points. Mr. Wallace will ask First Southwest to project cash flow from the project.

CONSULTING AGREEMENT WITH FORDMOMENTUM, LLC

Mr. Thibodeaux presented the Consulting Agreement with FordMomentum, LLC to evaluate our outreach efforts within the community and provide written reports of assessments to the Board, and to analyze and enhance the service that Midtown Redevelopment Authority provides to Midtown. Ms. Foreman reported that FordMomentum will define areas of opportunity and implement strategies to facilitate effective multi-directional communications between the Board of Directors, staff and Midtown stakeholders. Director Castleman asked Myra Ford with FordMomentum LLC what other neighborhoods she has provided this service. Ms. Ford responded that Third Ward, Montrose, and Houston Zoo were some of the neighborhoods she has assisted. Director Erwing asked what deliverables would be received. Ms. Ford responded that a plan would be written for long term commitment and sustainability.

Following all discussion, Director Castleman made a motion to approve the Consulting Agreement with FordMomentum, LLC for an amount not to exceed \$5,000 per month for a term of 6 months. The motion was seconded by Director Dudley, which 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 at this meeting to discuss item #4.a. Consultation with attorneys (Section 551.071, Texas Government Code).

No action was taken upon returning to open session.

ADJOURNMENT

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



Pamela N. Castleman, Secretary

6/2/16

Date