

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

August 25, 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, August 25, 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 and Fenz.

Also in attendance were Matt Thibodeaux, Kandi Schramm, Marlon Marshall, Todd Edwards, David Thomas, Amanis Salinas, Araceli Rodriguez, Michelle Ashton and Theresa Gilmore of the Authority; Vernon Williams of MIDCorp; Peggy Foreman of Burney and Foreman; Clark Lord of Bracewell, LLP; Carol Harrison of IDS Engineering Group; Edwin Friedrichs, Brian Lozano and Rachel Ray of Walter P. Moore; Joel Alba of the City of Houston; Mariana Rashcke of the Goodman Corporation; Steven Spears of Design Workshop; Jeri Brooks and Mechelle Phillips of One World Strategy Group; Maya Ford and Farouk Plummer of FordMomentum; Chuck Smith and Brenda Kidd of Houston Community College; Tony Gounck of TLC Engineering; Vernon Smith of Dominion/Generation One; Thomas Wang, Jen Shaw, Brian Van Tudergen, Cynthia and Michael Aveces-Lewis, James Holston and David Edwards as 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 JULY 28, 2016;**
- b. **MONTHLY FINANCIAL REPORT OF THE AUTHORITY FOR JULY 2016;**
- c. **INVOICES OF THE AUTHORITY FROM TRUSTEE AND OPERATING ACCOUNTS FOR AUGUST 2016**

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

APPROVE ANNUAL INVESTMENT POLICY AND QUALIFIED BROKER/DEALERS

Clark Lord of Bracewell, LLP presented the Investment Policy and Qualified Broker/Dealers list noting there were no changes from last year. Director Goren made a motion to approve the Investment Policy and Qualified Broker/Dealers. The motion was seconded by Director Erwing, which carried by unanimous vote.

MIDTOWN AFFORDABLE HOUSING PROGRAM

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

Director Castleman made a motion to approve the Resolution Approving Entering into Contracts and Acquisitions and Sale of Certain Properties by the Authority for Affordable Housing. The motion was seconded by Director Ratcliff, which carried by unanimous vote.

b. UPDATE ON AFFORDABLE HOUSING PROGRAM

Todd Edwards updated the Board on the affordable homes noting that all the homes constructed by Epic Homes have been completed and closed. With respect to other affordable housing single family developers, he also noted that Mayberry Homes is approximately 75 – 80% complete with their 5 homes, and HBDI is 75% complete with 2 of their 5 homes.

MIDTOWN CAPITAL IMPROVEMENT PROGRAM

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

i. MIDTOWN PARK

Marlon Marshall showed pictures of the construction status of the garage and pack. Mr. Marshall reported on the progress at Midtown Park and Garage noting that the team was waiting on CenterPoint to complete the electrical connections to the garage. The team anticipates getting a temporary occupancy certificate in the 4th Quarter of 2016.

1. APPROVE GARAGE CHANGE ORDERS – CAMDEN

Director Castleman made a motion to approve Change Order #13 for addition of HVAC louver brace and steel pipe protection and to relocate two hose bibs in the amount of \$13,872.09. The motion was seconded by Director Ratcliff, which carried by unanimous vote.

2. APPROVE ADDITIONAL SERVICES REQUEST FOR GARAGE CONSTRUCTION MANAGEMENT AND INSPECTION – TLC ENGINEERING, INC.

Mr. Marshall reported that TLC Engineering, Inc. had submitted a proposal for additional construction management services in the amount of \$363,389.00. The request is due to the extended time of construction. The original contract ended in April 2016 in the amount of \$1,293,992.

Director Castleman made a motion to approve the Proposal from TLC Engineering, Inc. for Additional Management Services in the amount of \$363,389.00 and extend their contract to December 2016. The motion was seconded by Director Ratcliff, which carried by unanimous vote.

3. APPROVE PARK CHANGE ORDERS – MILLIS

Mr. Marshall reported that conversations continue with ESPN for the use of the Park during Super Bowl 2016. In order to preserve the Downtown view, ESPN has asked Midtown to delay certain landscaping amenities they had planned to install in the Park. Staff is working with consultants to determine the costs associated with that delay in landscaping amenities for ESPN. The Board asked staff to set a deadline for a contract with ESPN and to also consider a Plan B. There are no Change Orders from Millis at this time.

ii. ENTRY PORTALS

1. APPROVE CONSTRUCTION CONTRACT.

Mr. Marshall reported that 1 bid had been received for the landscaping of 3 Entry Portals located at Hwy 45 on to Bagby, Gray at Webster split and the Travis Exit off of Spur 527. The bidder was B & D Construction in the amount of \$1,502,271.88. the team vetted the bidder and is recommending the Board award the construction contract to B & D Construction. Director Erwing made a motion to award the Entry Portals construction contract to B & D Construction in the amount of \$1,502,271.88. The motion was seconded by Director Goren which carried by unanimous vote.

b. HCC CAPITAL PROJECTS - IDS ENGINEERS

i. HOLMAN STREET PEDESTRIAN ENHANCEMENTS

Mr. Marshall reported the project is proceeding. Construction is continuing in front of Houston Community College with concrete demolition. He anticipates the construction to wrap up by late October 2016.

c. **MAIN STREET ENHANCEMENTS – WALTER P. MOORE /DESIGN WORKSHOP**

Mr. Marshall reported the contractor has mobilized on the site and construction has started at Truxillo at Main. It is anticipated that the portion from Truxillo to Webster will be completed before the Super Bowl 2017. The team will wait until after the Super Bowl to work in the esplanade. The group would like METRO to bring the current irrigation system in the esplanade back to working condition. They will be meeting with METRO again to discuss.

d. **CAROLINE STREET RECONSTRUCTION – ESPA CORP/KCI**

Mr. Marshall reported that bids were received on August 10, 2016. The low bid was withdrawn by the contractor sighting a mistake on the bid. TxDot cannot award to the second lowest bid and would like to re-bid in November 2016. The project will not begin until after the Super Bowl 2016 so the schedule will not need to be compressed to accommodate.

e. **FTA GRANT PROGRAM – THE GOODMAN CORPORATION**

Mariana Rashcke of the Goodman Corporation reported that conversations were happening with Upper Kirby District to discuss combining efforts for Alabama Street.

PRESENTATION BY FORDMOMENTUM

Maya Ford presented the Midtown Houston Community Outreach and Assessment relating to communication strategies for area constituents to increase the knowledge of Midtown's objectives and responsibilities. Ms. Ford reported that this was the completion of Phase I. Phase II would be to conduct a District wide survey, build an information highway, align brand standards and improve constituent access. Phase III would depend upon the District wide survey responses and Board approval. Following the presentation the Board Members asked staff to create practical solutions and take this opportunity to continue to improve Midtown's communications.

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 did not conduct an executive session at this meeting.

PUBLIC COMMENT

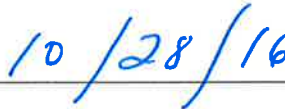
Property owners and residents asked questions on certain community issues, including the improvements of certain areas.

ADJOURNMENT

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



Pamela N. Castleman, Secretary



Date