

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

September 29, 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, September 29, 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 Dudley.

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; Barron F. Wallace of Bracewell, LLP; Alyssa Hill of Carr, Riggs and Ingram; Kristin Blomquist and Lester Byrd of First Southwest; Tim Busha and Carol Harrison of IDS Engineering Group; Edwin Friedrichs, Brian Lozano and Rachel Ray of Walter P. Moore; Jennifer Curley of the City of Houston; Mariana Rashcke and Donnie Arbean of the Goodman Corporation; Alex Ramirez of Design Workshop; Mechelle Phillips of One World Strategy Group; Maya Ford of FordMomentum; Peter Sterling of Epic Homes; Cindy Delariva of Ventana; Allison Hay, Angela Birch Cox and Gaynell Drexler of Houston Habitat for Humanity; Karlos Allen of TKG Advisors; Harry Klein of Cole Klein; Thomas Wang, Jen Shaw, Cynthia Aveces-Lewis, James Holston, Marylene Chan, Allen Douglas and Barbara Hilburn & David Edwards as Property Owners & Residents and Mark Sullivan.

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 AUGUST 25, 2016;**
- b. **MONTHLY FINANCIAL REPORT OF THE AUTHORITY FOR AUGUST 2016;**
- c. **INVOICES OF THE AUTHORITY FROM TRUSTEE AND OPERATING ACCOUNTS FOR SEPTEMBER 2016;**

d. **QUALTRICS AGREEMENT RE: CONTENT MANAGEMENT OF DISTRICT WIDE SURVEY.**

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

FISCAL YEAR 2016 FINANCIAL AUDIT

Alyssa Hill of Carr, Riggs & Ingram presented the Fiscal Year 2016 Financial Audit and required communication. Ms. Hill reported to the Board that the Authority had received a clean opinion, the report was consistent with the prior year's accounting, they had no difficulties with staff and found no material weaknesses or fraud. Director Fenz made a motion to approve the Fiscal Year 2016 Financial Audit. The motion was seconded by Director Castleman and carried by unanimous vote.

RFP TO SOLICIT SECURITY AND SAFETY SOLUTIONS FOR MIDTOWN

Mr. Thibodeaux and Peggy Foreman reported on the public safety challenges that the District is currently facing with the homelessness, illegal drugs. Discussions have been ongoing with the property owners, Houston Police and Precinct 7 Constables as to the best manner to resolve the issues. Mr. Thibodeaux reported on discussions with certain security firms to provide a proactive response to the issues. Following all questions and discussions, Director Erwing made a motion to approve an RFP to Solicit Security and Safety Solutions, authorize staff and attorneys to ensure funding, draft an Interlocal Agreement with the Management District and Amend the Municipal Service Agreement with the City of Houston to allow the use of excess municipal service funds included in the FY17 Budget. The motion was seconded by Director Goren and carried by unanimous vote.

2017 BOND CAPACITY REPORT.

Kristin Blomquist of First Southwest presented various analyses relating to 2017 Bond capacity. She noted there could be a significant savings by refinancing the Camden note. Mr. Wallace suggested to look at our options over the next couple of months. The Board further recommended that the financial advisor and bond counsel move forward with the preparation of the necessary documents for 2017 bond sale.

CRIME STOPPERS GRANT AGREEMENT.

Mr. Thibodeaux reminded the Board that they had approved a \$50,000 Grant to Crime Stoppers and noted that the attorneys were preparing the agreement for execution.

MIDTOWN AFFORDABLE HOUSING PROGRAM

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

Director Odom 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 Erwing, which carried by unanimous vote.

b. **HABITAT FOR HUMANITY GRANT REQUEST**

Mr. Edwards presented the “Super Build 51” grant request submitted by Habitat for Humanity. He reported that staff was considering various properties that would be suitable to build 5 – 6 homes. Director Castleman made a motion to authorize staff and legal counsel to draft a Grant Agreement with Habitat for Humanity for 0 Schroeder Street. The motion was seconded by Director Odom and carried by unanimous vote.

c. **UPDATE ON AFFORDABLE HOUSING PROGRAM**

Todd Edwards updated the Board on a meeting with the Leland Park Civic Club. Mr. Edwards presented pictures of a few of the affordable homes constructed by Epic Homes noting that they were in the \$150,000 - \$200,000 price range.

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 still waiting on CenterPoint to complete the permanent electrical connections at the garage.

1. **APPROVE GARAGE CHANGE ORDERS – CAMDEN**

Mr. Marshall presented Change Order #19 in the amount of \$9,510.24 for modifications per the architect relating to the stairs, Order #20 in the amount of \$3,305.00 for addition of floor drain at the south ramp and #21 in the amount of \$1,895.25 for privacy screen to fence at storage area. Director Erwing made a motion to approve Change Orders #19 – 21 in the combined amount not to exceed of \$14,710.49. The motion was seconded by Director Castleman, which carried by unanimous vote.

2. **APPROVE ADDITIONAL SERVICES REQUEST FOR CONSTRUCTION ADMINISTRATION – WALTER P. MOORE**

Director Castleman made a motion to approve the Additional Services Request for Construction Administration from Walter P. Moore in the amount of \$97,500.00. The motion was seconded by Director Erwing, which carried by unanimous vote.

3. **APPROVE PARK CHANGE ORDERS – MILLIS**

Director Erwing made a motion to approve Change Order #6 for landscape modifications, kiosks power and data installation, dog park curb in the amount of \$9,749.27. The motion was seconded by Director Odom and carried by unanimous vote.

ii. **ENTRY PORTALS**

1. **APPROVE WORK ORDER FOR CONSTRUCTION MANAGEMENT AND INSPECTION – TLC ENGINEERING**

Director Goren made a motion to approve work order for Construction Management and Inspection Services in the amount of \$182,306.78. The motion was seconded by Director Erwing which carried by unanimous vote.

b. **HCC CAPITAL PROJECTS - IDS ENGINEERS**

i. **HOLMAN STREET PEDESTRIAN ENHANCEMENTS**

Mr. Marshall reported the project is proceeding ahead of schedule. He reported that the scaffolding at MidMain is being removed and

1. **APPROVE CHANGE ORDERS – SER**

Director Erwing made motion approving Change Order #3 in the amount of \$21,453.42 for addition of concrete to 3 METRO Bus pad locations, Change Order #4 in the amount of \$6,593.60 for paver work after removal of bike racks and Change Order #5 in the amount of \$22,494.40 for street light installation. The motion was seconded by Director Odom which carried by unanimous vote.

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

i. **APPROVE ADDITIONAL SERVICES REQUEST FOR METRO IRRIGATION DESIGN – WALTER P. MOORE**

Mr. Marshall presented the request from Walter P. Moore for Additional Services associated with design services of the Median Irrigation for Main Street in the amount of \$30,360.00. Director Castleman made a motion to approve the Additional Services requested by Walter P. Moore for METRO Irrigation Design in the amount of \$30,360.00. The motion was seconded by Director Erwing which carried by unanimous vote.

Mr. Marshall reported that due to value engineering there would be a deduct from the contract in the amount of \$796,365.90 for revised lighting types and quantities. Director Goren made a motion to approve the change order in a deduct amount of \$796,365.90 for revised lighting types and quantities. The motion was seconded by Director Odom which carried by unanimous vote.

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

Mr. Marshall reported that TxDot denied Midtown's request to award to the second lowest bidder. Staff anticipates TxDot rebidding 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 there was no additional information on CIP grants.

f. **MUSEUM FINE ARTS HOUSTON WATERLINE**

Mr. Thibodeaux presented a request from the Museum of Fine Arts, Houston for the Authority to consider funding a portion of a waterline replacement for a total cost of \$1,435,037.65. The City of Houston has agreed to underwrite 30% of the total cost with Midtown's portion being \$175,654.35. This is anticipated to be part of the Authority's 2020 budget; Museum of Fine Arts, Houston is requesting a commitment of funding for FY 2020.

g. **LYNC HOUSTON INITIATIVE – RPH CONSULTING**

Mr. Thibodeaux presented a request asking the Authority to consider placing LYNC, a digital way-finding kiosk in Midtown Park. The LYNC kiosk and installation would cost approximately \$100,000. The LYNC representative noted that supporting this pilot program could produce opportunities for revenue generations, economic development and connectivity of communities though

multi-modal awareness and usage. The Board asked to have LYNC placed on next month's agenda for additional discussion.

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 public safety and 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