



midtown
HOUSTON

July 24, 2017

BY MESSENGER

*CITY SECRETARY'S OFFICE
CITY OF HOUSTON
CITY HALL ANNEX
900 BAGBY
HOUSTON, TEXAS 77002*

ATTN: ANNA RUSSELL

DEAR MADAM:

ENCLOSED IS AGENDA FOR THE BOARD OF DIRECTORS JOINT MEETING ON JULY 27, 2017 FOR THE HOUSTON REINVESTMENT ZONE NUMBER TWO (ALSO KNOWN AS THE MIDTOWN REINVESTMENT ZONE) AND THE MIDTOWN REDEVELOPMENT AUTHORITY WHICH NEED TO BE POSTED AS SOON AS POSSIBLE.

ALSO ENCLOSED IS AN ADDITIONAL COPY OF THIS LETTER WHICH WE WOULD APPRECIATE YOUR DATE STAMPING AND RETURN WITH OUR MESSENGER.

THANK YOU FOR YOUR HELP IN THIS MATTER.

VERY TRULY YOURS,

SALLY ADAME,
OFFICE OF MATT THIBODEAUX,
EXECUTIVE DIRECTOR



ENCLOSURES



**MIDTOWN REDEVELOPMENT AUTHORITY
and**

**REINVESTMENT ZONE NUMBER TWO, CITY OF HOUSTON, TEXAS
(ALSO KNOWN AS THE MIDTOWN REINVESTMENT ZONE)**

**TO: THE BOARD OF DIRECTORS OF THE MIDTOWN REDEVELOPMENT AUTHORITY
AND THE MIDTOWN REINVESTMENT ZONE AND TO ALL OTHER INTERESTED
PERSONS:**

Notice is hereby given that the Board of Directors of the Midtown Redevelopment Authority (the "Authority") will hold a **joint regular** meeting, open to the public, with the Board of Directors of the Midtown Reinvestment Zone to be held on **Thursday, July 27, 2017 12:30 P.M. on the 3rd Floor of the Houston Technology Center Phase II, 410 Pierce Street, Suite 355, Houston, Texas.** The Board of Directors of each of the Authority and the Midtown Reinvestment Zone will (i) consider, present and discuss orders, resolutions or motions; (ii) adopt and approve such orders, resolutions or motions; and (iii) take other actions as may be necessary, convenient or desirable, with respect to the following matters:

AGENDA

1. Call to Order and Introduction of Guests.
2. Public Comment.
3. Consent Agenda for the Midtown Reinvestment Zone:
 - a. Minutes for June 29, 2017.
4. Consent Agenda for the Authority:
 - a. Minutes for June 29, 2017;
 - b. Monthly financial report for June 2017;
 - c. Invoices from Trustee and Operating Accounts for July 2017;
 - d. Annual Insurance Renewal for 8/01/2017 to 7/31/2018;
 - e. Annual renewal of Professional Services Agreement with Walter P Moore.
5. Investment Report for Quarter Ending June 30, 2017.
6. MPC Update – Midtown Park Art presentation.
7. Midtown Affordable Housing Program:
 - a. Real Estate Acquisition Resolution;
 - b. CCPPI Update
 - c. Affordable Housing Program.

8. Midtown Capital Improvements Program:
 - a. Parks and Greenspace - Walter P Moore / Design Workshop
 - i. Midtown Park
 1. Garage Change Orders – Camden
 2. Park Change Orders – Millis
 - ii. Entry Portals
 - b. HCC Capital Projects - IDS Engineering
 - i. Holman Street Pedestrian Enhancements
 1. Change Orders – SER
 - c. Main Street Enhancements - Walter P. Moore / Design Workshop
 - i. Change Orders – SER
 - d. Caroline Street Reconstruction – ESPA Corp/KCI
 - e. FTA Grant Program - The Goodman Corporation
9. With respect to the foregoing agenda items, the Authority may 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
 - e. Economic development negotiations (Sections 551.087, Texas Government Code).

Upon entering into the executive session, the presiding officer shall note which agenda items will be discussed.

10. Adjourn.



Matt Thibodeaux (KA)
Executive Director

DRAFT

**MINUTES OF THE BOARD OF DIRECTORS OF
REINVESTMENT ZONE NUMBER TWO, CITY OF HOUSTON, TEXAS**

June 29, 2017

A regular meeting of the Board of Directors (the “Board”) of the Reinvestment Zone Number Two, City of Houston, Texas (the “Zone”), a non-profit corporation, was held at the Midtown Redevelopment Authority’s offices in the Houston Technology Center, 410 Pierce, Houston, Texas 77002, on Thursday, June 29, 2017, 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	Vacant	6	Abe Goren
2	Doug Erwing	7	Caton M. Fenz
3	Robert D. Sellingsloh	8	John Thomas
4	Pamela Ngo Castleman	9	Brandon Dudley
5	Al Odom		

and all of the above were present with the exception of Directors Castleman and Thomas.

Also in attendance were Matt Thibodeaux, Kandi Schramm, Marlon Marshall, Todd Edwards, David Thomas, Araceli Rodriguez, Michelle Ashton, Mark Sullivan, Jalisa Hurst, Amaris Salinas, TaMarr Daniels and Jonathan Smith of Midtown; Peggy Foreman of Burney and Foreman; Barron F. Wallace of Bracewell LLP; Edwin Friedrichs, and Rachel Ray of Walter P. Moore; Amy Hurbert of Design Workshop; Mechelle Phillips of One World Strategy Group; Anderson Stoute of TIRZ #7; Mariana Raschke of The Goodman Corporation; M D Marshall and Ewin Brown of HBDI; Roberta Burroughs and Algenita Scott Davis of CCPPI; Eoles Whittaker of State Representative Coleman’s Office; Jennifer Curley & Gary Hill of City of Houston; Angelia Cox and Allison Hay of Habitat for Humanity; Derrick LeRue of Caydon; Harry Klein of Cole Klein Builders; Lindsey Kellam, Intern with Wilson, Cribbs & Goren; Kent Collins, Carl Darus & Chris Spellman of Centro Partners, LTD; and Michael and Cynthia Aceves-Lewis, Kristy Bridges and Jim Honey, Midtown Residents.

Chairman Sellingsloh called the meeting to order.

CONSENT AGENDA

MINUTES FOR JUNE 1, 2017

Matt Thibodeaux, Executive Director, presented the consent agenda to the Board.

Director Goren made a motion to approve the consent agenda. The motion was seconded by Director Odom and carried by unanimous vote.

ADJOURNMENT

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

Pamela N. Castleman, Secretary

Date

DRAFT

DRAFT

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

June 29, 2017

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, June 29, 2017 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	Vacant	6	Abe Goren
2	Doug Erwing	7	Caton M. Fenz
3	Robert D. Sellingsloh	8	John Thomas
4	Pamela Ngo Castleman	9	Brandon Dudley
5	Al Odom		

and all of the above were present with the exception of Directors Castleman and Thomas.

Also in attendance were Matt Thibodeaux, Kandi Schramm, Marlon Marshall, Todd Edwards, David Thomas, Araceli Rodriguez, Michelle Ashton, Mark Sullivan, Jalisa Hurst, Amaris Salinas, TaMarr Daniels and Jonathan Smith of Midtown; Peggy Foreman of Burney and Foreman; Barron F. Wallace of Bracewell LLP; Edwin Friedrichs and Rachel Ray of Walter P. Moore; Amy Hurbert of Design Workshop; Mechelle Phillips of One World Strategy Group; Anderson Stoute of TIRZ #7; Mariana Raschke of The Goodman Corporation; M D Marshall and Ewin Brown of HBDI; Roberta Burroughs and Algenita Scott Davis of CCPPI; Eoles Whittaker of State Representative Coleman’s Office; Jennifer Curley & Gary Hill of City of Houston; Angelia Cox and Allison Hay of Habitat for Humanity; Derrick LeRue of Caydon; Harry Klein of Cole Klein Builders; Lindsey Kellam, Intern with Wilson, Cribbs & Goren; Kent Collins, Carl Darus & Chris Spellman of Centro Partners, LTD; and Michael and Cynthia Aceves-Lewis, Kristy Bridges and Jim Honey, Midtown Residents.

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

PUBLIC COMMENTS

Michael Lewis commented that he has lived in the neighborhood for 18 years and has some concerns about the current safety of certain areas, which resulted from the occurrence of an encounter his son experienced. He inquired as to the plan for redevelopment of the Fannin Corridor and whether the Authority was working with any other non-profits in the area to assist in this matter. Cynthia Aceves-Lewis, wife of Michael Lewis, commented in support of Mr. Lewis’ comments. She reported that she has shared information regarding the incident involving their son with the MMD Public Safety committee meeting and at the South Central monthly PIP meeting. Ms. Lewis stated that the Greyhound area is of particular concern. She asked whether the Authority could use it’s affordable housing funds to assist in addressing with public safety issues and quality of life concerns.

Chairman Sellingsloh advised that the Caroline Street project will be moving forward in the next few months and that development efforts are underway for the tract Main Street at Anita, which may encourage further development on the East side of Main Street. He also reported that the Authority has worked with the City to use a portion of the Municipal Services Funds to help with public safety related costs in Midtown. pay for . Mr. Sellingsloh also stated that the Authority has Eastside incentives have been offered to developers, but as of yet, no developers have accepted.

Jim Honey commented that he believes the Mayor's Plan on Homelessness is currently ineffective. He stated that he would like to see the Mayor take greater action and would like the Authority to contact the Mayor to see what can be done to assist. He would also like to see more residents on the Board of Directors.

e public comments.

CONSENT AGENDA FOR THE AUTHORITY:

- a. **MINUTES FOR JUNE 1, 2017;**
- b. **MONTHLY FINANCIAL REPORT FOR MAY 2017;**
- c. **INVOICES FROM TRUSTEE AND OPERATING ACCOUNTS FOR JUNE 2017.**

Matt Thibodeaux, Executive Director, presented the various items on the consent agenda. Director Odom made a motion to approve the consent agenda as presented. . The motion was seconded by Director Goren, which carried by unanimous vote.

THE MIDTOWN" MIXED-USE DEVELOPMENT PRESENTATION – CAYDON

Marlon Marshall introduced Derrick LeRue of Caydon, 2815 Fannin Street. Director Goren abstained from any and all discussions and votes regarding the Caydon project. Mr. LeRue announced that Caydon's US operations will be located in Houston, Texas. He reported that they have demolished the old MHMRA building at 2850 Main Street and that the anticipated project for that site will have retail at street level and 357 rental apartment units, a ½ acre park for residents and visitors, a 27th floor Sky Bar and a spine from the ground floor to the roof of the building that could draw attention to the project and to Midtown Park. The Drew Street side of project with restaurants and other public amenities could act as an entrance activating the walkway into Midtown Park. Mr. LeRue asked the Board of Directors to consider a \$9 million developer reimbursement for commercial level infrastructure, with approximately 40% for commercial electrical infrastructure, 40% for Drew Street infrastructure and entrance way improvements and 20% for administrative costs including project management, legal and other professional services. Following all discussion, the Board agreed to have attorneys and staff review and negotiate a Developer Agreement to bring back before the Directors for consideration.

MPC UPDATE – MIDTOWN, BAGBY, BALDWIN & GLOVER PARKS PROGRAMING.

Vernon Williams reported to the Board that MPC (Midtown Parks Conservancy) would report quarterly on the general operations such as Ricco's, Midtown Garage,

SeeClickFix, restaurant in Midtown Park and etc. He introduced the staff for MPC. Amaris Salinas, MPC's Marketing and Parks Programming Manager gave details of the events that would be taking place in Bagby, Baldwin & Glover Parks. She announced that the team has updated the graphics, yard signs, flyers, calendars and Facebook for all of the events such as Live at Lunch, Yappy Hour, Wine Down and Second Sundays in Baldwin Park. She reported that PetSmart is interested in getting involved and sponsoring Yappy Hour.

MIDTOWN AFFORDABLE HOUSING PROGRAM

a. REAL ESTATE RESOLUTION

Director Goren made a motion to approve the Resolution Authorizing the Authority to enter into various Real Estate Contracts for Acquisition of Certain Properties; Authorizing the Authority or its Agent to Take All Necessary Actions Regarding Same; Approving Various Findings and Other Matters Incidental to Such Contracts; and Authorizing and Committing Funds Related Thereto. The motion was seconded by Director Fenz, which carried by unanimous vote.

b. AMENDMENT TO DEVELOPMENT AGREEMENT WITH HABITAT FOR HUMANITY;

Peggy Foreman of Burney and Foreman reported that in October 2016 the Board approved a Development Agreement with Habitat for Humanity for 6 single family units to be constructed at 0 Schroder Street. She explained that Habitat is asking that the Board amend the agreement to grant an additional 365 days to complete construction and amend the Special Warranty Deed to modify the terms of the restrictive covenants of continuous ownership and occupancy by a qualified homebuyer during the affordability period. Ms. Foreman explained that changes in verbiage was needed to allow flexibility to Habitat in the event of default by a qualified homebuyer. Ms. Foreman stated that it is Habitat's policy to foreclose on the lien in the event of default during the affordability period, take back ownership of the property and thereafter either rent or sell the property to another qualified homebuyer and that the change in verbiage addressed the period of ownership, if any, by Habitat for Humanity. Director Odom made a motion to authorize the amendment to the Development and Purchase Agreement with Habitat for Humanity. The motion was seconded by Director Erwing. Following all discussion, the motion carried by unanimous vote.

c. CCPPI COMPREHENSIVE REPORT

Todd Edwards introduced Roberta Burroughs and Algenita Scott Davis of CCPPI. Director Fenz has been working closely with CCPPI on the Comprehensive Report and offering guidance and assistance.. Ms. Burroughs gave a summary of the comprehensive report noting that the area being planned consisted of 10 square miles and is divided into 7 sections. She stated that the Report has relied on the CDS Market

Study in order to reach certain conclusions and as the basis for some of the recommendations. Ms. Burroughs emphasized that infrastructure was a very important component of the effort.

d. **UPDATE ON AFFORDABLE HOUSING PROGRAM**

Mr. Edwards gave an update on the status of construction for HBDI showing pictures of a completed home at 6319 Beckham.

MIDTOWN CAPITAL IMPROVEMENT PROGRAM

b. **PARKS AND GREENSPACE – WALTER P. MOORE/DESIGN WORKSHOP**

i. **MIDTOWN PARK**

GARAGE CHANGE ORDERS – CAMDEN

Marlon Marshall reported that Camden has begun work to replace the pavilion lid. It is anticipated that the work will be completed in approximately 3 weeks. They will keep a portion of the garage open for business while the pavilion lid replacement is moving forward. Discussions are taking place with Camden, attorneys, design team and staff regarding issuing credits via change orders and issuing credits for delays and replacement of the pavilion lid.

Mr. Marshall reported that there were no garage change orders at this time.

PARK CHANGE ORDERS – MILLIS.

Mr. Marshall reported that work continues to move forward on the bayou and calm pool, rain fountain, granite pavers and irrigation. He anticipates substantial completion in August 2017.

Director Erwing made a motion to approve Change Order #19 in the amount of \$79,698.23 for design modifications to the bayou piers, additional backfill over garage lid; berm guardrail post modification; guard rail extension at elevator; calm pool reinforcement; bus stop modification and Change Order #20 in the amount of \$53,377.82 for storm drainage modification and concrete foundation installations for playground sculpture art work which will be reimbursed by Midtown Parks Conservancy. The motion was seconded by Director Odom. Following all discussion, the motion carried by unanimous vote.

ii. **ENTRY PORTALS**

Mr. Marshall reported that construction on the Entry Portals is continuing.

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

i. **HOLMAN STREET PEDESTRIAN ENHANCEMENTS**

Mr. Marshall reported that the Holman Street project is waiting on required bike and parking signage changes from the City of Houston. Once they are approved and installed the project will be closed out.

APPROVE CHANGE ORDERS – SER

There were no change orders for this meeting.

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

Mr. Marshall reported that the contractor has started on demolition and sidewalk installations on west blockfaces between Webster and McGowen. He reported that the team met with METRO to continue discussions regarding their participation in the amount of \$236,000 to cover costs resulting from METRO's deferred maintenance in the medians. METRO has asked the TIRZ's to maintain the median for 7 years. METRO has not approved participation at will time, but the team is hopeful that they will participate.

i. **APPROVE CHANGE ORDERS - SER**

Director Odom made a motion to approve Change Order #6 in the amount of \$252,815.49 for median railing, mounting brackets for light modifications, median work performed at night as required by METRO. The motion was seconded by Director Erwing and carried by unanimous vote.

e. **CAROLINE STREET RECONSTRUCTION – ESPA/KCI**

Mr. Marshall reported that we are waiting on authorization from TxDOT to proceed. Construction is expected to begin in late 2017.

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

No report was given 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 did not conduct an executive session at this meeting.

ADJOURNMENT

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

Pamela N. Castleman, Secretary

Date

DRAFT

DRAFT

Midtown Redevelopment Authority

Profit & Loss

July 2016 through June 2017

Jul '16 - Jun 17

Ordinary Income/Expense

Income

400000 · Revenue & Support

400009 · City of Houston Tax Increment	9,896,944.54
400010 · HISD Tax Increment	1,112,706.00
400020 · Reimb Off Exp & Staff	630,397.91
400023 · HTC Build Out Reimbursement	38,399.88
400025 · Interest-Debt Service & Reserve	43,408.25
400026 · Interest-Other Bond Funds	130,328.86
400029 · Interest - Affordable Housing	27,056.19
400030 · Interest-Operating Funds	60,093.55
400032 · Other Revenue	31,801.16

Total 400000 · Revenue & Support	11,971,136.34
----------------------------------	---------------

400400 · FTA Grants - Income

400435 · FTA Phase II Holman/Gray	982,264.00
-----------------------------------	------------

Total 400400 · FTA Grants - Income	982,264.00
------------------------------------	------------

45000 · Gain on Sale of Land

450002 · Gain on Sale of 3300 Main	707,876.76
------------------------------------	------------

Total 45000 · Gain on Sale of Land	707,876.76
------------------------------------	------------

Total Income

	13,661,277.10
--	---------------

Gross Profit

	13,661,277.10
--	---------------

Expense

500000 · BOND FUND EXPENSES

500002 · T-0211 Holman St	1,278,607.79
---------------------------	--------------

500415 · T-0225 Mobility	40,269.00
--------------------------	-----------

504000 · Projects & Expenses

500007 · T-0234 Parks and Open Space	705,210.72
--------------------------------------	------------

500009 · T-0210 Main Street Improvements	1,228,654.89
--	--------------

500019 · T-0214 Caroline St near HCCS	3,152,425.94
---------------------------------------	--------------

500050 · T-0236 Bagby Park	
----------------------------	--

Total 504000 · Projects & Expenses	5,086,291.55
------------------------------------	--------------

Total 500000 · BOND FUND EXPENSES	6,405,168.34
-----------------------------------	--------------

510000 · INCREMENT PROJECTS/EXPENSE

510002 · T-0214 Caroline St near HCCS	720.00
---------------------------------------	--------

510003 · Holman Street St T-0211

510532 · T-0211 - HCC Acad WK FTA	11,563.00
-----------------------------------	-----------

510003 · Holman Street St T-0211 - Other	1,728,819.46
--	--------------

Total 510003 · Holman Street St T-0211	1,740,382.46
--	--------------

510005 · Grants & Allocations

510015 · T-0232 Buffalo Solders Pub	
-------------------------------------	--

510005 · Grants & Allocations - Other	50,000.00
---------------------------------------	-----------

Total 510005 · Grants & Allocations	50,000.00
-------------------------------------	-----------

510008 · T-0220 Afford Housing Land Bnk

510013 · T-0220 Affordable Housing Legal	10,320.00
--	-----------

510017 · T-0220 Drainage Fees	8,548.96
-------------------------------	----------

Midtown Redevelopment Authority

Profit & Loss

July 2016 through June 2017

	Jul '16 - Jun 17
512001 · T-0220 Aff Hous Expense	1,774,189.25
512002 · Interest Expense	10,384.56
Total 510008 · T-0220 Afford Housing Land Bnk	1,803,442.77
510019 · T-0214 Caroline St	53,848.44
510041 · CIP Program Expenses	
510094 · Midtown CIP TM	10,317.50
510041 · CIP Program Expenses - Other	23,349.34
Total 510041 · CIP Program Expenses	33,666.84
510043 · T-0234 Parks & Open Space	562,535.29
510044 · T-0236 Bagby Park	3,005.07
510045 · T-0224 HTC I - Bldg Maintenance	50,315.68
510046 · T-0221 Midtown Pk	10,758,838.10
510048 · T-0240 Acquisitions Block 442	
510049 · T-0238 3300 MAIN	154,009.90
510050 · T-0210 Main Street Enhancements	2,053,541.54
510056 · Morgan Group Developer Agrmt	26,768.50
510096 · T-0207 Opr of Zone Prj Faciliti	1,158,525.27
510102 · HMAAC Interest Expense	61,811.54
510534 · T-0225 Mobility & Pedest Imprv	314,299.80
510700 · Municipal Services Costs	9,690.00
511002 · T-0233 Midtown Park Garage	1,530,881.15
510000 · INCREMENT PROJECTS/EXPENSE - Other	700.00
Total 510000 · INCREMENT PROJECTS/EXPENSE	20,366,982.35
550000 · General & Admin. Expense	
550002 · Contract Labor	11,494.00
550003 · Rent Expense (Additional office space)	37,835.00
550004 · Salaries	
550013 · Dental Coverage	
550014 · Health Insurance	83,586.23
550015 · AFLAC	2,758.44
550105 · Part Time Employee	18,177.99
550004 · Salaries - Other	1,203,191.17
Total 550004 · Salaries	1,307,713.83
550007 · Courier Service	3,202.43
550008 · Office Supply & Expense	13,206.54
550009 · Misc Exp	13,323.99
550010 · Telephone & Utilities	
550110 · Cellular Service	1,490.55
550113 · Drainage fee	2,196.65
550010 · Telephone & Utilities - Other	19,049.63
Total 550010 · Telephone & Utilities	22,736.83
550011 · Interest Expense - Camden	28,249.02
550012 · Postage	1,230.28
550022 · Bank Charges & Fees	3,032.13
550023 · Trust Expenses	15,522.20

Midtown Redevelopment Authority

Profit & Loss

July 2016 through June 2017

Jul '16 - Jun 17

550024 · Bond Sale Consultation	843,835.20
550025 · Professional Services	12,320.00
550026 · Accounting Consultants	32,480.00
550027 · Financial Audit (Audit Services)	93,659.81
550028 · Legal Consultants	41,169.31
550030 · Planning Consultants	34,236.85
550032 · Engineering Consultants	20,954.26
550033 · Professional Fees/Other Consult	8,035.21
550034 · Equip Rent & Lease Expense	5,798.91
550036 · Licenses & Fees	119.86
550037 · Workman's Comp Insurance	151,467.50
550038 · Insurance - Office	34,210.04
550039 · Computers & Repairs & Maint	27,762.35
550040 · Repair & Maintenance	4,435.00
550043 · Financial Advisors	110,085.88
550044 · Payroll Expense & PR Tax Exp	1,132.47
550046 · Reimb. Employee Office Exp.	483,655.80
550050 · Depreciation Expense	3,779.15
550058 · Travel	94,031.00
550061 · Public Relations	25,776.01
55201 · CIP	8,186.68
551002 · Credit Card Expenses (Expenses submitted for reimbursemnt of credit card	<u>3,494,677.54</u>
Total 550000 · General & Admin. Expense	
600000 · Bond Related Expenses	
550055 · Amort Bond Prem	-320,005.29
550062 · Underwriters 2017 Bond Discount	221,237.29
560038 · 11 Bond Series Interest Expense	1,106,437.52
560039 · 2013 Bond Series Int Expense	1,419,468.76
560040 · 2015 Bond Int Expense	500,262.50
560041 · 2017 Bond Int Expense	637,383.99
560065 · Series 2017 COI	<u>1,016,430.23</u>
Total 600000 · Bond Related Expenses	4,581,215.00
66900 · Reconciliation Discrepancies (Discrepancies between bank statements and com)	1.36
Total Expense	<u>34,848,044.59</u>
Net Ordinary Income	<u>-21,186,767.49</u>
Net Income	<u><u>-21,186,767.49</u></u>

Midtown Redevelopment Authority

Balance Sheet

As of June 30, 2017

Jun 30, 17

ASSETS

Current Assets

Checking/Savings

101000 · JPMorgan Chase-Operating 88528	7.00
101001 · Wells Fargo Ope Acctg 64040	1,359,007.89
101002 · Infrastructure Projects 1731	123,926.17
101010 · WF Surplus Acct 63943	798.15
101020 · WF FTA Enhanced Path 63919	48.94
102200 · Logic Operating Account (Investment Account)	353,579.76
103200 · TexStar Operating Acct 1111	1,027,688.73
103600 · Wells Fargo Oper Inves 63901	727.52
103700 · WF Operating Saving 3215777180	115,263.47
104000 · Affordable Housing Accounts	
104021 · WF Afford Hous 3927	37,504.03
104022 · WF Pilot Program 3935	342.66
104023 · WF PILOT PRO SAV 00860	55.71
104116 · TexStar Aff. Hsng MM 1800	1,916.00
104200 · Logic Affordable Housing (Investment Account)	2,375.72
Total 104000 · Affordable Housing Accounts	42,194.12
105000 · Trustee Investments	
105001 · Pledge Revenue Fund 422885	
105100 · Pledge Revenue Fund -422885	12,000.02
Total 105001 · Pledge Revenue Fund 422885	12,000.02
105002 · Debt Service Fund	
105200 · BNY-Debt Service Fund 422896	10,864,943.46
Total 105002 · Debt Service Fund	10,864,943.46
105003 · Reserve Fund 422897	
105324 · TexStar Debt Res Fnd MM 1023 (Debt Reserve Fund)	7,943,687.27
Total 105003 · Reserve Fund 422897	7,943,687.27
105009 · Austin Park Maint. Fund 422919	
105901 · Austin Park Money Market Acct.	3,462.85
Total 105009 · Austin Park Maint. Fund 422919	3,462.85
107000 · BOND FUNDS	
107012 · BNY 443264 2011 Escrow	9.99
107017 · 937933 8400 2017 ESCROW	1,336,257.28
107018 · LOGIC 2017 PROJECT FUND (Trust Account 7487592004)	20,787,640.31
107019 · LOGIC 2017 AFFORDABLE HOUSING (Trust Account 7487592005)	7,945,071.90
Total 107000 · BOND FUNDS	30,068,979.48
Total 105000 · Trustee Investments	48,893,073.08
Total Checking/Savings	51,916,314.83
Accounts Receivable	
170000 · Accounts Receivable	
170010 · Midtown Management District	91,583.15
170011 · MIDCORP	117,146.88
170020 · Houston Technology Center	384,442.69

Midtown Redevelopment Authority

Balance Sheet

As of June 30, 2017

	Jun 30, 17
170030 · FTA INCOME	7,340.00
170060 · Fourth Ward Redevelopment Autho (Expense Reimbursement)	10.00
Total 170000 · Accounts Receivable	600,522.72
Total Accounts Receivable	600,522.72
Total Current Assets	52,516,837.55
Fixed Assets	
150000 · Fixed Assets	
150010 · Office Furniture & Equipment	26,321.36
150011 · Accumulated Depreciation-Furn.	-26,321.36
150020 · Computer Equipment	32,057.11
150021 · Accumulated Depreciation-Comp.	-32,057.11
150040 · Land - JPI Park	736,911.00
150045 · Walgreens/Lui Park Land	141,000.00
150062 · Land - Houston Tech.Center I	798,053.89
150063 · Houston Tech Center I	2,667,192.62
150064 · Accm Deprec-Houston Tech Cntr I	-1,889,772.45
150065 · Land - HTC Phase II	697,219.00
150066 · Houston Tech Center II	2,816,117.96
150067 · Accum.Deprec. HTC Phase I	-1,537,131.28
150069 · Land - Bagby Park	1,318,870.15
150070 · BagbyPark	2,453,218.83
150071 · Accum.Deprec. BagbyPark	-903,648.03
150075 · Midtown Park 2905 Travis St	3,506,306.26
150078 · Midtown Park Land-Tracts I & II	8,210,142.45
150078A · Midtown (Superblock) Garage	16,281,301.00
150078B · Midtown (Superblockj) Park	3,160,059.00
150080 · Land (Resale) (Land purchase for resale)	
150081 · Earnest Money	23,686.18
150082 · Option Fees	10,200.00
150803 · Affordable Housing Legal	109,050.45
150804 · Affordable Housing Misc	806,355.46
150805 · AFFORD HOUS GRANTS	126,750.28
150080 · Land (Resale) (Land purchase for resale) - Other	49,881,020.43
Total 150080 · Land (Resale) (Land purchase for resale)	50,957,062.80
150089 · Land HMAAC (Land)	1,206,150.00
150090 · HMAAC Property	918,850.00
150091 · Accum Depr HMAAC	-306,282.90
150100 · 2800 MAIN	317,069.93
Total 150000 · Fixed Assets	91,548,690.23
Total Fixed Assets	91,548,690.23
TOTAL ASSETS	144,065,527.78
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
200000 · Accounts Payable	

Midtown Redevelopment Authority

Balance Sheet

As of June 30, 2017

Jun 30, 17

202001 · Retainage Payable	546,263.71
200000 · Accounts Payable - Other	815,607.20
Total 200000 · Accounts Payable	1,361,870.91
Total Accounts Payable	1,361,870.91
Other Current Liabilities	
200001 · Current Liabilities	
201000 · Operating Account Liabilities	-3,297.10
201001 · MIDCORP Kios	20,954.84
202000 · Project Fund Liabilities	18,578.35
2021062 · Due MMD	-2,322.34
203000 · Escrow Fund Liabilities	
2021063 · trn to Aff Housing	1,238,661.25
Total 203000 · Escrow Fund Liabilities	1,238,661.25
204000 · HMAAC NOTE - CURRENT	102,902.00
200001 · Current Liabilities - Other	13,830.00
Total 200001 · Current Liabilities	1,389,307.00
2103007 · Developer Advances Midtown Park	15,449,816.00
Total Other Current Liabilities	16,839,123.00
Total Current Liabilities	18,200,993.91
Long Term Liabilities	
210000 · Long Term Liabilities	
210044 · Bonds Payable Series 2011	19,280,000.00
210047 · Bonds Payabe Series '13	25,450,000.00
210048 · Current Portion Bonds Payable	6,195,000.00
210049 · Bond Payable Series '15	11,900,000.00
210050 · Bond Payable Series 2017	38,125,000.00
210053 · Accrued Bond Int 2015 series	245,743.75
210055 · Accrued Bond Interest 13 Series	691,934.38
210056 · Accrued Bond Interest Series 11	524,843.75
210057 · Sersiers 2011 Bond Premium	-1,517.67
210058 · Series 2013 BOND PREMIUM	1,223,774.11
210059 · Series 2015 Bond Prem	1,010,390.64
210061 · Series 2017 Bond Premium	4,097,293.27
210062 · Accrued Bond Interest Series 17	796,011.17
2103000 · LOANS	
2103003 · HMAAC LOAN REFINANCED	1,378,160.48
Total 2103000 · LOANS	1,378,160.48
Total 210000 · Long Term Liabilities	110,916,633.88
Total Long Term Liabilities	110,916,633.88
Total Liabilities	129,117,627.79
Equity	
1110 · Retained Earnings (Retained Earnings)	36,134,667.48
Net Income	-21,186,767.49
Total Equity	14,947,899.99
TOTAL LIABILITIES & EQUITY	144,065,527.78

DRAFT

Midtown Redevelopment Authority

Date	Num	Name	Memo	Debit
JULY 2017				
101001 - Wells Fargo Opæ Acctg 64040				
07/06/2017	Z5HZ8CBPV8T	AT&T -2	Office phones	419.06
07/10/2017	8309	Houston Technology Center	Rent: 2 rooms; 1 storage room; 7 parking spaces JULY 2	560.00
07/11/2017	07112017	T - Mobile	110855028JUN17	126.48
07/13/2017	8311	ATT -1	Elevators 410 & 402 Pierce	203.62
07/13/2017	8312	ATT -1	2811 TRAVIS	237.63
07/13/2017	8313	ATT -1	2811 TRAVIS	158.42
07/13/2017	DEBIT	PAYCHECK	PR 07/13/2017	63,569.70
07/14/2017	8314	CHAMPION ENERGY SERVICES	2811 Travis St	2,324.33
07/14/2017	8310	MRA	Close Chase bank accounts	84.50
07/18/2017	437968	City of Houston - Water	Water bill	313.53
07/18/2017	437970	City of Houston - Water	Water bill	582.15
07/18/2017	437976	City of Houston - Water	Water bill	326.67
07/18/2017	437981	City of Houston - Water	Water bill	255.45
07/18/2017	437981	City of Houston - Water	Water bill	5.81
07/20/2017	229197614	Reliant Energy	3500 1/2 MILAM ST	65.51
07/20/2017	R2J037NYZ	ATT -3	New Tablet 713 561-1148	22.39
07/20/2017	1377535116	ATT -1	2811 TRAVIS	159.96
07/24/2017	29197594	Reliant Energy	1625 1/2 HOLMAN	65.51
07/24/2017	442464	City of Houston - Water	Water bill	348.73
07/27/2017	8315	Bee-Line Delivery Service	Courier Service	318.86
07/27/2017	8316	Bracewell LLP	Legal Services	40,533.54
07/27/2017	8317	Camden Property Trust	Interest due from 12-01-2016 thru 05-31-2017	342,388.18
07/27/2017	8318	City of Houston-Public Works	Encroachment Fee 415 WEST GRAY Aug 2017 thru Aug	139.76
07/27/2017	8319	Creative Financial Staffing	Temporary Staff	1,265.00
07/27/2017	8320	FireTron, Inc.	Fire Alarm	671.00
07/27/2017	8321	Humana Dental Insurance Company	Dental Insurance AUGUST 2017	76.08
07/27/2017	8322	IDS Engineering Group	Midtown PSA WO 01 Ext 05 06-25-2017	6,060.60
07/27/2017	8323	marimon	Contract bas cost & copies	302.58
07/27/2017	8324	MBM Financial Corporation	CANON/IRAC5250	244.06
07/27/2017	8325	McConnell & Jones, LLP	Professional Fees JUNE 2017	750.00
07/27/2017	8326	McDonald - Wessendorff Insurance	VOID: APIN 08-01-2017 TO 08-01-2018	
07/27/2017	8327	NEVA Corporation	fixed N30 UNT Controller connections	512.00
07/27/2017	8328	NOTonsite	IT	2,159.00
07/27/2017	8329	Sam's Club	MEMBERSHIP RENEWAL	45.00
07/27/2017	8330	Staples Advantage	Office supplies	555.81
07/27/2017	8331	THR Enterprises, Inc.	Dumpster	9,690.00
07/27/2017	8332	ThyssenKrupp Elevator	Elevator Service	521.80
07/27/2017	8333	West Unified Communications Services Inc	Meeting Center Audio	61.68
07/27/2017	8334	FordMomentum, LLC	Communications Assessment Interviews JUNE 2017	5,400.00
07/27/2017	8335	Walter P. Moore	Design	123,169.86
07/27/2017	8336	Houston Technology Center	Midtown Reimbursable Expenses April 1 - July 17, 2017	3,503.20
07/27/2017	8337	McDonald - Wessendorff Insurance	APIN 08-01-2017 TO 08-01-2018	94,546.00
07/27/2017	DEBIT	PAYCHECK	PR 07/31/2017	63,569.70
07/31/2017	DEBIT	Liberty Bank and Trust	53752 JULY 2017	13,689.68
Total 101001 - Wells Fargo Opæ Acctg 64040				<u>780,002.84</u>

Midtown Redevelopment Authority

Date	Num	Name	Memo	Debit
JULY 2017				
104000 - Affordable Housing Accounts				
07/10/2017			Funds Transfer HISD FY2017 INCREMENT	
07/18/2017	437698	City of Houston - Water	WATER BILL	0.39
07/18/2017	437801	City of Houston - Water	WATER BILL	50.72
07/18/2017	437237	City of Houston - Water	WATER BILL	4.86
07/18/2017	debit	City of Houston - Water	WATER BILL	2.46
07/18/2017	debit	City of Houston - Water	WATER BILL	8.40
07/18/2017	437255	City of Houston - Water	WATER BILL	1.80
07/18/2017	437260	City of Houston - Water	WATER BILL	3.63
07/18/2017	437261	City of Houston - Water	WATER BILL	2.42
07/18/2017	437272	City of Houston - Water	WATER BILL	2.18
07/18/2017	437305	City of Houston - Water	WATER BILL	17.74
07/18/2017	437324	City of Houston - Water	WATER BILL	3.67
07/18/2017	437336	City of Houston - Water	WATER BILL	135.05
07/18/2017	437362	City of Houston - Water	WATER BILL	12.43
07/18/2017	437344	City of Houston - Water	WATER BILL	4.23
07/18/2017	437373	City of Houston - Water	WATER BILL	1.49
07/18/2017	437395	City of Houston - Water	WATER BILL	1.15
07/18/2017	437401	City of Houston - Water	WATER BILL	4.49
07/18/2017	437438	City of Houston - Water	WATER BILL	6.00
07/18/2017	437410	City of Houston - Water	WATER BILL	7.78
07/18/2017	437460	City of Houston - Water	WATER BILL	0.24
07/18/2017	437466	City of Houston - Water	WATER BILL	3.17
07/18/2017	437477	City of Houston - Water	WATER BILL	1.66
07/18/2017	437489	City of Houston - Water	WATER BILL	2.51
07/18/2017	437497	City of Houston - Water	WATER BILL	48.62
07/18/2017	437528	City of Houston - Water	WATER BILL	5.42
07/18/2017	437599	City of Houston - Water	WATER BILL	2.87
07/18/2017	437603	City of Houston - Water	WATER BILL	3.80
07/18/2017	437630	City of Houston - Water	WATER BILL	2.68
07/18/2017	437766	City of Houston - Water	WATER BILL	4.95
07/18/2017	debit	City of Houston - Water	WATER BILL	65.12
07/27/2017	3125	CCPPI	Midtown Afford Hous Plan April 1 thru July 15 2017	62,186.72
07/27/2017	3126	CORTEZ LANDSCAPING, LLC	Affordable Housing Landscaping services	101,212.49
07/27/2017	3127	Hou Homes	Replat - 2002 Live Oak - Houston, Texas 77003	69,539.15
07/27/2017	3128	Mayberry Homes	Mainenance	32,600.00
07/27/2017	3129	POWER, LLC	Cutting and removal of 40 dead trees	19,300.00
07/27/2017	3130	TransTeQ	July 2017 Lawn Service	24,981.54
07/27/2017	3131	UNIVERSAL HOUSING SOLUTIONS	Consulting Services for MAY - JUNE 2017	6,000.00
07/27/2017	3132	McDonald - Wessendorff Insurance	APIN 08-01-2017 TO 08-01-2018	11,550.00
				<u>327,781.83</u>

Midtown Redevelopment Authority
 Bond & Project Fund Expenses & Balances
 Monday, July 31, 2017

Trustee Investments (Bond Funds)	Beginning Balance	Chase	BKNY MELLON	WELLS FARGO	TexSTAR/LOGIC	Ending Balance
422885 Pledge Reserve Funds 422896	12,000.02		8,312,037.97	-6,074,734.87		2,249,303.12
422896 Debt Service US Treasury Money Market Funds	10,864,943.46		2,258,533.07			8,606,410.39
422897 Reserve Fund US Treasury Money Market Funds	0.00		0.00			0.00
Texstar Debt Service Reserve	7,943,687.27					7,943,687.27
422919 Austin Park Maint.(2001 Series) US Treasury Money Market Funds	3,462.85					3,462.85
LOGIC 2017 Affordable Housing	7,945,071.90					7,945,071.90
LOGIC 2017 Project Funds	20,787,640.31		320,800.77			20,466,839.54
2017 Project 937932	320,800.77					
REQ 033 SER Construction Partners, Ltd.			288,145.70			
REQ 034 Design Workshop, Inc.			5,043.07			
REQ 335 IDS Engineering Group			2,453.00			
REQ 037 The Goodman Corporation			14,510.00			
REQ 036 TLC Engineering, Inc.			8,056.80			
REQ 038 Walter P. Moore			2,592.20			
Total			320,800.77			0.00
443264 2011 Escrow 1998 2001	9.99					9.99
9379338400 2017 ESCROW	1,336,257.28					1,336,257.28

DRAFT

WALTER P MOORE

July 18, 2017

Mr. Marlon Marshall
Manager of Capital Projects
Midtown Redevelopment Authority
410 Pierce, Suite 355
Houston, TX 77002

Re: FY 2018 Midtown CIP Work Order 1 - Renewal

Dear Marlon,

We are please to submit this proposal to renew CIP Work Order 1 for the 2018 Fiscal Year (July 1, 2017 through June 30, 2018).

The total proposed fee of \$260,610 (inclusive of expenses) covers the anticipated work efforts of Walter P Moore based on hourly services at the current hourly rates.

We look forward to continuing to support the development of capital improvement projects in Midtown. Please contact me directly with any questions or concerns.

Sincerely,

WALTER P. MOORE AND ASSOCIATES, INC.



Edwin C. Friedrichs, P.E.
Senior Principal

Enclosure

CC: Rachel A. Ray-Welsh, P.E.

1301 MCKINNEY, SUITE 1100
HOUSTON, TEXAS 77010
PHONE: 713.630.7300 FAX: 713.630.7398

www.WALTERPMOORE.com

ATTACHMENT B

Form of Work Order

WORK ORDER NO. 1 – FY 2018 Midtown CIP Work Order 1 - Renewal

This Work Order is issued subject to and is governed by that certain professional services agreement between Midtown and Consultant dated July 14, 2010.

Work Order Date: July 1, 2017

Consultant: Walter P. Moore

Type of Compensation: Time and Materials to a Maximum

Compensation: Maximum of \$260,610

Location of Services: Houston, Texas

Description of Services: This work order is to serve as a general services agreement for efforts associated with assisting Midtown during implementation of Capital Improvement Program (CIP) for a period of one year. See attached hour estimate for additional details. Specific duties included in this fee are listed below:

- Biweekly meeting to discuss Midtown's CIP
- Updating the CIP based on our meetings and discussions
- Coordination with other Consultants
- Attending Board meetings as necessary
- Consultation, assistance, and coordination of activities as per section 5.2 of our Professional Services Agreement
- Affordable Housing
- Development and updating of maps as requested by Midtown
- Parking feasibility assessments and coordination

Schedule Requirements:

Commencement of Services: July 1, 2017

Completion of Services: June 30, 2018

Consultant:

WALTER P MOORE AND
ASSOCIATES, INC.

By: *Edwin C. Friedrichs*

Edwin C. Friedrichs, P.E. – Senior Principal

Date

7-18-2017

Client:

MIDTOWN REDEVELOPMENT
AUTHORITY

By: _____

Mathias Thibodeaux – Executive Director

Date

WALTER P MOORE

Work Order 1 - Fiscal Year 2018 Renewal for July 1, 2017 thru June 30, 2018
Midtown Redevelopment Authority

Task	Senior Principal \$300	Principal \$250	Managing Director \$225	Parking Consultant \$200	Senior PM \$220	Senior Planner \$175	Senior Engineer \$170	Planner \$145	Graduate Engineer \$125	Senior Designer \$170	CAD Manager \$165	Senior CAD \$115	Technician \$95	Senior Field Rep \$140	Direct Expenses	Notes	
Bi-monthly meetings to discuss Midtown's CIP	24			24	48												
Coordination with Goodman Consultants					20												Assisting with grant applications including project documentation, research, reference materials, and submittals.
Civil Site Support					50		190							90	\$ 1,000.00	Balance from last year for Bagby Park	
Attending Board Meetings as necessary	24	24			30										\$ 300.00		
Mapping/ Graphics Support								60							\$ 1,000.00	Misc. map production request & updates	
General Planning, plan updates, mobility, etc.	30					40		30								Includes Strategic Plan & other planning coordination efforts with DW	
Affordable Housing						80		220								Affordable Housing - Effort to finish current scope and fee for additional requests	
Preparation or assistance with any global CIP request (Includes Section 5.2)					120										\$ 200.00		
Parking Feasibility Coordination							52								\$ 500.00		
Totals Hours	78	24	20	76	268	140	190	310	0	0	0	0	0	90			
Total Cost per Employee	\$3,400	\$6,000	\$4,500	\$15,200	\$58,980	\$24,500	\$32,300	\$44,950	\$0	\$0	\$0	\$0	\$0	\$12,600	\$3,000		
Total Fee Including Expenses	\$225,410																

Task	Senior Principal \$300	Principal \$250	Managing Director \$225	Parking Consultant \$200	Senior PM \$220	Senior Planner \$175	Senior Engineer \$170	Planner \$145	Graduate Engineer \$125	Senior Designer \$170	CAD Manager \$165	Senior CAD \$115	Technician \$95	Senior Field Rep \$140	Direct Expenses	Notes	
Transpiration Phase D03:																	
D03 Hours	48				178												
D03 Fee	\$14,400	\$0	\$4,500	\$0	\$39,160	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$500		\$58,560
Traffic Phase T03:																	
T03 Hours	30				40	140		310									
T03 Fee	\$9,000	\$0	\$0	\$0	\$8,800	\$24,500	\$0	\$44,950	\$0	\$0	\$0	\$0	\$0	\$0	\$1,000		\$88,250
Civil Phase C03:																	
C03 Hours	50	\$0	\$0	\$0	\$11,000	\$0	\$32,300	\$0	\$0	\$0	\$0	\$0	\$0	\$12,600	\$1,000		\$56,900
Parking Phase P03:																	
P03 Hours	50	24			76												
P03 Fee	\$0	\$6,000	\$0	\$15,200	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$500		\$21,700
Check of Total Hours	78	24	20	76	268	140	190	310	0	0	0	0	0	90			\$225,410
Design Workshop																	\$32,000
10% Markup on Subconsultants																	\$3,000
Total Fee (Includes Labor and Expenses)																	\$260,610

DRAFT



midtown
H O U S T O N

July 18, 2017

Board of Directors
Midtown Redevelopment Authority
410 Pierce, Suite 355
Houston, Texas 77002

Re: Investment Report – Quarter Ending June 30, 2017

Dear Board of Directors:

In my capacity as Investment Officer and in compliance with Article III, Section 3.03 and Article IV, Section 4.06 of the Investment Policy of the Authority, please find attached the 4th Fiscal Year 2017 Investment Report.

These reports reflect compliance of the Investment Policies of the Authority, and in accordance with the Investment provisions of the Public Funds Investment Act. The enclosed report is presented to the Board of Directors for review and approval.

Kindest regards,



Matt Thibodeaux
Executive Director

cc: Carr, Riggs & Ingram (CRI)



midtown
H O U S T O N

July 18, 2017

Board of Directors
Matt Thibodeaux, Executive Director
Midtown Redevelopment Authority
410 Pierce Street, Suite 355
Houston, Texas 77002

Re: Investment Report – Quarter Ending June 30, 2017

Dear Board of Directors:

I have prepared the Quarterly Investment Report in my capacity as Staff Bookkeeper for the Authority. This report is presented in accordance with generally accepted accounting principals and Article III, Section 3.03 and Article IV, Section 4.06 of the Investment Policy of the Authority and will be reviewed as part of the annual audit.

The average yield from TexStar Money Market Accounts for this quarter is 0.776867%

The average yield from Logic Money Market Accounts for this quarter is 1.0944333%

The average yield from Chase Accounts for this quarter is 0.0%

The average yields Bond Funds at Bank of New York Mellon is 0.0%.

Wells Fargo interest earning accounts have an average yield of 0.174814%

The total amount of interest earned for this quarter is \$107,911.28 .

The total average yield on seventeen interest bearing accounts is 0.517604%

The report reflects the compliance of your investment portfolio with the Investment Policies of the Authority, and is in accordance with the Investment provisions of the Public Funds Investment Act.

This report is presented to the Board of Directors for review and approval.

Respectfully,

Theresa D. Gilmore
Financial Accounts Manager

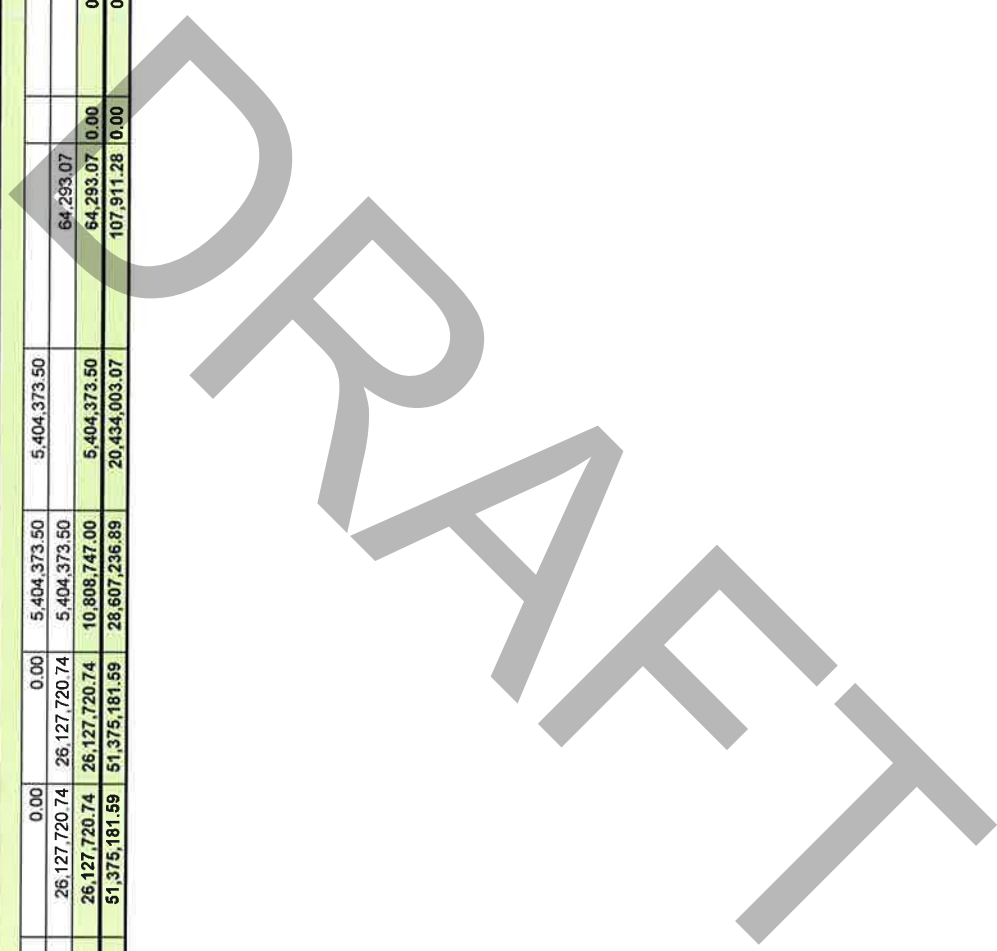
cc: Carr, Riggs & Ingram (CRI)

APR MAY JUN

NAME OF FUND	DATE OF PURCHASE	M R A I T T U Y	BEGINNING BOOK VALUE	BEGINNING MARKET VALUE	CHANGES		INCOME RECEIVED THIS PERIOD	INCOME RECEIVED TO DATE	ENDING BOOK VALUE	ENDING MARKET VALUE	MATURITY VALUE	YIELD
					PURCHASES	SALES & REDEMPTIONS						
Chase Operating Account	VARIOUS	N/A	5,572.36	5,572.36	7,524.60	1,959.24			7.00	7.00		
WF 64040			2,781,372.07	2,781,372.07	4,032,174.23	2,609,339.08	470.97		1,359,007.89	1,359,007.89		0.0900%
Infrastructure Projects 1731			123,898.36	123,898.36			27.81		123,926.17	123,926.17		0.0900%
WF Surplus 63943			794.77	794.77	1,297,623.13	3.38			798.15	798.15		0.0933%
WF FTA 63919			46.28	46.28	574,342.00	2.66			48.94	48.94		0.0300%
LOGIC Operating			1,050,756.85	1,050,756.85	700,000.00		2,822.91		353,579.76	353,579.76		1.0944%
TexSTAR Operating Account			1,018,282.73	1,018,282.73			2,005.90		1,027,688.73	1,027,688.73		0.7768%
WF Investment Acct 63901			727.35	727.35			0.17		727.52	727.52		0.0933%
WF OPR SAV ACCT 77180			115,234.74	115,234.74			28.73		115,263.47	115,263.47		0.1000%
TOTAL OPERATING FUNDS			5,096,685.51	5,096,685.51	6,611,663.96	4,490,663.55	5,362.53	0.00	2,981,047.63	2,981,047.63	0.00	0.1000%
ACCT. 36024024 AFFORDABLE HOUSING												
Chase Affordable Housing Revenue Account			1,989.24	1,989.24	2,049.24	60.00			0.00	0.00		
WF Affordable Housing 3927			55,890.94	55,890.94	574,097.36	555,695.88	14.57		37,504.03	37,504.03		0.0900%
WF Pilot Program 3935			342.59	342.59			0.07		342.66	342.66		0.0800%
WF AFF Pilot Pro Saving 0860			85.70	85.70	30.00		0.01		55.71	55.71		0.1000%
TOTAL DDA			58,308.47	58,308.47	576,176.60	555,755.88	14.65	0.00	37,902.40	37,902.40	0.00	0.0000%
TEXSTAR AFF HOUS			1,912.24	1,912.24			3.76		1,916.00	1,916.00		0.7769%
LOGIC AFF HOUS			536,369.57	536,369.57	535,000.00		1,006.15		2,375.72	2,375.72		1.0944%
TOTAL AFFORDABLE HOUSING			596,590.28	596,590.28	1,113,225.84	555,815.88	1,024.56	0.00	42,194.12	42,194.12	0.00	0.0000%
422885 PLEDGE REVENUE												
677 FUND US TREASURY MM	VARIOUS	n/a	806.24	806.24	9,885,807.14	9,897,000.92			12,000.02	12,000.02		0.0000%
TOTAL PLEDGE REVENUE			806.24	806.24	9,885,807.14	9,897,000.92	0.00	0.00	12,000.02	12,000.02	0.00	0.0000%
422896 DEBT SERVICE FUND												
Debit Service	VARIOUS		2,260,476.92	2,260,476.92	4.30	8,604,470.84			10,864,943.46	10,864,943.46	0.00	0.0000%
TOTAL DEBT SERV FUND			2,260,476.92	2,260,476.92	0.00	0.00	0.00	0.00	10,864,943.46	10,864,943.46	0.00	0.0000%
422897 RESERVE FUND												
Debit Service			7,942,282.41	7,942,282.41	13,964.64		15,369.50		7,943,687.27	7,943,687.27		0.7769%
TexSTAR Debt Ser Money Market			7,942,282.41	7,942,282.41	13,964.64		15,369.50		7,943,687.27	7,943,687.27	0.00	0.0000%
TOTAL RESERVE FUND			7,942,282.41	7,942,282.41	13,964.64	0.00	0.00	0.00	7,943,687.27	7,943,687.27	0.00	0.0000%
ESCROW												
937933 8400 2017 ESCROW			1,336,257.28	1,336,257.28					1,336,257.28	1,336,257.28		0.0000%
443264 2011 Escrow 1998 2001			9.99	9.99					9.99	9.99		0.0000%
TOTAL ESCROW			1,336,267.27	1,336,267.27	0.00	0.00	0.00	0.00	1,336,267.27	1,336,267.27	0.00	0.0000%
422913 BKNY TIRZ-COI												
677 FUND US TREASURY MM	VARIOUS		1,532.14	1,532.14	1,532.14				0.00	0.00		0.0000%
TOTAL AUSTIN MAINT. FUND			1,532.14	1,532.14	1,532.14	0.00	0.00	0.00	0.00	0.00	0.00	0.0000%
422919 AUSTIN PARK												
677 FUND US TREASURY MM	VARIOUS		3,461.82	3,461.82	0.21	1.24			3,462.85	3,462.85		0.0000%
TOTAL AUSTIN MAINT. FUND			3,461.82	3,461.82	0.21	1.24	0.00	0.00	3,462.85	3,462.85	0.00	0.0000%
AFFORD. HOUSING												
693802 AFF HOUS FUND 2013	VARIOUS	NA			86,147.98	86,147.98						0.0000%
Logic Affordable Housing 2017	VARIOUS	N/A	8,009,358.26	8,009,358.26	86,147.98		21,861.62		7,945,071.90	7,945,071.90		1.0944%
TOTAL AFFORD. HOUSING 2011			8,009,358.26	8,009,358.26	172,295.96	86,147.98	21,861.62	0.00	7,945,071.90	7,945,071.90	0.00	1.0944%

APR MAY JUN

NAME OF FUND	DATE OF PURCHASE	M R A I T T U Y	BEGINNING BOOK VALUE	BEGINNING MARKET VALUE	CHANGES		INCOME RECEIVED THIS PERIOD	INCOME RECEIVED TO DATE	ENDING BOOK VALUE	ENDING MARKET VALUE	MATURITY VALUE	YIELD
					PURCHASES	SALES & REDEMPTIONS						
937932 PROJECT FUND			0.00	0.00	5,404,373.50	5,404,373.50			-	-		0.0000%
697932 PROJECT FUND 2017			26,127,720.74	26,127,720.74	5,404,373.50	5,404,373.50	64,293.07	0.00	20,787,640.31	20,787,640.31		1.0944%
LOGIC 2017 PROJECT	VARIOUS	N/A	26,127,720.74	26,127,720.74	10,808,747.00	5,404,373.50	64,293.07	0.00	20,787,640.31	20,787,640.31	0.00	
TOTAL PROJECT FUND			51,375,181.59	51,375,181.59	28,607,236.89	20,434,003.07	107,911.28	0.00	51,916,314.83	51,916,314.83		
TOTAL INVESTMENTS												



APR MAY JUN

NAME OF FUND	DATE OF PURCHASE	M R A I T Y	BEGINNING BOOK VALUE	BEGINNING MARKET VALUE	CHANGES		INCOME RECEIVED THIS PERIOD	INCOME RECEIVED TO DATE	ENDING BOOK VALUE	ENDING MARKET VALUE	MATURITY VALUE	YIELD
					PURCHASES	SALES & REDEMPTIONS						
Chase Operatin g Account	VARIOUS	N/A	5,572.36	5,572.36	7,524.60	1,959.24	470.97	7.00	1,359,007.89	1,359,007.89	0.00	0.0900%
WF 64040			2,781,372.07	2,781,372.07	4,032,174.23	2,609,339.08	27.81	7.00	1,359,007.89	1,359,007.89	0.00	0.0900%
Infrastructure Projects 1731			123,898.36	123,898.36	1,297,623.13	574,342.00	3.38	7.00	1,359,007.89	1,359,007.89	0.00	0.0900%
WF Surplus 63943			794.77	794.77	1,297,623.13	574,342.00	2.66	7.00	1,359,007.89	1,359,007.89	0.00	0.0900%
WF FTA 63919			46.28	46.28	700,000.00	7,400.10	0.17	7.00	1,359,007.89	1,359,007.89	0.00	0.0900%
LOGIC Operating			1,050,756.85	1,050,756.85	2,005.90	28.73	0.00	7.00	1,359,007.89	1,359,007.89	0.00	0.0900%
TextSTAR Operating Account			1,018,282.73	1,018,282.73	727.35	115,234.74	0.00	7.00	1,359,007.89	1,359,007.89	0.00	0.0900%
WF Investment Acct 63901			727.35	727.35	6,611,663.96	4,490,663.55	5,362.53	0.00	2,981,047.63	2,981,047.63	0.00	0.0000%
WF OPR SAV ACCT 77180			115,234.74	115,234.74								
TOTAL OPERATING FUNDS			5,096,685.51	5,096,685.51	6,611,663.96	4,490,663.55	5,362.53	0.00	2,981,047.63	2,981,047.63	0.00	0.0000%
ACCT. 36024024 AFFORDABLE HOUSING												
Chase Affordable Housing Revenue Account			1,989.24	1,989.24	2,049.24	60.00	14.57	0.00	0.00	0.00	0.00	0.0900%
WF Affordable Housing 3927			55,890.94	55,890.94	574,097.36	555,695.88	0.07	0.00	37,504.03	37,504.03	0.00	0.0900%
WF Pilot Program 3935			342.59	342.59	30.00	55.71	0.01	0.00	342.66	342.66	0.00	0.0800%
WF AFF Pilot Pro Saving 0860			85.70	85.70	576,176.60	555,755.88	3.76	0.00	55.71	55.71	0.00	0.1000%
TOTAL DDA			58,308.47	58,308.47	576,176.60	555,755.88	14.65	0.00	37,902.40	37,902.40	0.00	0.0776%
TEXTSTAR AFF HOUS			1,912.24	1,912.24	535,000.00	1,006.15	1,024.56	0.00	1,916.00	1,916.00	0.00	1.0944%
LOGIC AFF HOUS			536,369.57	536,369.57	1,113,225.84	555,815.88	0.00	0.00	2,375.72	2,375.72	0.00	1.0944%
TOTAL AFFORDABLE HOUSING			596,590.28	596,590.28	1,113,225.84	555,815.88	1,024.56	0.00	42,194.12	42,194.12	0.00	0.0000%
422885 PLEDGE REVENUE												
677 FUND US TREASURY MM	VARIOUS	n/a	806.24	806.24	9,885,807.14	9,897,000.92	0.00	0.00	12,000.02	12,000.02	0.00	0.0000%
TOTAL PLEDGE REVENUE			806.24	806.24	9,885,807.14	9,897,000.92	0.00	0.00	12,000.02	12,000.02	0.00	0.0000%
422896 DEBT SERVICE FUND												
Debt Service	VARIOUS		2,260,476.92	2,260,476.92	4.30	8,604,470.84	0.00	0.00	10,864,943.46	10,864,943.46	0.00	0.0000%
TOTAL DEBT SERV FUND			2,260,476.92	2,260,476.92	0.00	0.00	0.00	0.00	10,864,943.46	10,864,943.46	0.00	0.0000%
422897 RESERVE FUND												
Debt Service			7,942,282.41	7,942,282.41	13,964.64	0.00	15,369.50	0.00	7,943,687.27	7,943,687.27	0.00	0.7769%
TextSTAR Debt Ser Money Market			7,942,282.41	7,942,282.41	13,964.64	0.00	15,369.50	0.00	7,943,687.27	7,943,687.27	0.00	0.7769%
TOTAL RESERVE FUND			7,942,282.41	7,942,282.41	13,964.64	0.00	15,369.50	0.00	7,943,687.27	7,943,687.27	0.00	0.7769%
ESCROW												
937933 8400 2017 ESCROW			1,336,257.28	1,336,257.28	9.99	0.00	0.00	0.00	1,336,257.28	1,336,257.28	0.00	0.0000%
443264 2011 Escrow 1998 2001			9.99	9.99	0.00	0.00	0.00	0.00	9.99	9.99	0.00	0.0000%
422913 BKNY TRZ COI			1,336,267.27	1,336,267.27	0.00	0.00	0.00	0.00	1,336,267.27	1,336,267.27	0.00	0.0000%
677 FUND US TREASURY MM	VARIOUS		1,532.14	1,532.14	1,532.14	0.00	0.00	0.00	0.00	0.00	0.00	0.0000%
TOTAL AUSTIN MAINT. FUND			1,532.14	1,532.14	1,532.14	0.00	0.00	0.00	0.00	0.00	0.00	0.0000%
422919 AUSTIN PARK												
677 FUND US TREASURY MM	VARIOUS		3,461.82	3,461.82	0.21	1.24	0.00	0.00	3,462.85	3,462.85	0.00	0.0000%
TOTAL AUSTIN MAINT. FUND			3,461.82	3,461.82	0.21	1.24	0.00	0.00	3,462.85	3,462.85	0.00	0.0000%
AFFORD. HOUSING												
693802 AFF HOUS FUND 2013	VARIOUS	NA	8,009,358.26	8,009,358.26	86,147.98	86,147.98	21,861.62	0.00	7,945,071.90	7,945,071.90	0.00	1.0944%
Logic Affordable Housing 2017	VARIOUS	N/A	8,009,358.26	8,009,358.26	86,147.98	86,147.98	21,861.62	0.00	7,945,071.90	7,945,071.90	0.00	1.0944%
TOTAL AFFORD. HOUSING 2011			8,009,358.26	8,009,358.26	172,295.96	86,147.98	21,861.62	0.00	7,945,071.90	7,945,071.90	0.00	1.0944%

APR MAY JUN

NAME OF FUND	DATE OF PURCHASE	M R A I T T U Y	BEGINNING BOOK VALUE	BEGINNING MARKET VALUE	CHANGES		INCOME RECEIVED THIS PERIOD	INCOME RECEIVED TO DATE	ENDING BOOK VALUE	ENDING MARKET VALUE	MATURITY VALUE	YIELD
					PURCHASES	SALES & REDEMPTIONS						
937932 PROJECT FUND												
697932 PROJECT FUND 2017			0.00	0.00	5,404,373.50	5,404,373.50						0.00000%
LOGIC 2017 PROJECT	VARIOUS	N/A	26,127,720.74	26,127,720.74	5,404,373.50		64,293.07		20,787,640.31	20,787,640.31		1.0944%
TOTAL PROJECT FUND			26,127,720.74	26,127,720.74	10,808,747.00	5,404,373.50	64,293.07	0.00	20,787,640.31	20,787,640.31		0.00
TOTAL INVESTMENTS			51,375,181.59	51,375,181.59	28,607,236.89	20,434,003.07	107,914.28	0.00	51,916,314.83	51,916,314.83		

DRAFT

DRAFT

ARTIST LIST FOR MIDTOWN PARK

Sharon Engelstein

<http://www.sharonengelstein.com/>

Canadian born artist Sharon Engelstein is a former Core Fellow and a resident of Houston for many years. She is known for her organic, bubbly sculptural forms. The recipient of numerous awards and fellowships, Sharon Engelstein has recently realized temporary and permanent public sculpture commissions in Houston as part of the Hermann Park Centennial Celebration, at a new Metro Light Rail Station, Discovery Green and the Texas Contemporary Art Fair. Prior to her fellowship in the Core Program at the Museum of Fine Arts Glassell School, she received her MFA in sculpture from Claremont Graduate School in California. Her work has been exhibited widely including the Contemporary Arts Museum (Houston), Blue Star Art Space (San Antonio), Weatherspoon Art Gallery (Pittsburg), Nexus Contemporary Art Center (Atlanta), The University of Texas at San Antonio, The University of South Florida Contemporary Art Museum (Tampa), Art Museum of Southeast Texas (Beaumont), National Museum of Women in the Arts (Washington, DC), Massachusetts College of Arts (Boston), Cameron Art Museum (North Carolina), Johns Hopkins University (Baltimore), Pacific Design Center (Los Angeles) and the Grounds for Sculpture (Hamilton, NJ).

Dixie Friend Gay

<http://dixiefriendgay.com/>

Dixie Friend Gay is a nationally acclaimed artist whose prolific career spans more than three decades. The remarkable breadth of her artistic production encompasses public art, sculpture, painting and drawing. She is perhaps best known for her numerous public art commissions, including those at George Bush Intercontinental Airport, the Port of Miami, Indianapolis International Airport, Sam Houston State University and Texas A&M Galveston. Whether large scale architectural projects or intimate paintings, Friend Gay's work is fueled by awareness of the natural world and its ability to induce altered states. Her public art has been recognized by Americans for the Arts "Public Art Year in Review" and has received multiple Craftsmanship Awards. Friend Gay was recognized as Texas Artist of the Year in 2003 by the Texas Commission for the Arts. Her studio art can be found in the collections of the Federal Reserve Bank in Houston Texas, Rice University, the Huntington Museum of Art in West Virginia and the Museum of Fine Arts, Houston among many others.

Shahzia Sikander

<http://www.shahziasikander.com/>

Shahzia Sikander is a Pakistani artist who works in drawing, painting, animation, large-scale installation, performance and video, on an international stage. She received her BFA in 1991 from the National College of Arts, Lahore, Pakistan and her MFA from the Rhode Island School of Design in 1995 and is a former Core Fellow. Pakistani-born and internationally recognized, Sikander's pioneering practice takes Indo-Persian miniature painting as a point of departure. She challenges the strict formal tropes of miniature painting as well as its medium-based restrictions by experimenting with scale and media. Such media include animation, video, mural, and collaboration with other artists. Her process-based work is concerned with examining the forces at stake in contested cultural and political histories. Her work helped launch a major resurgence in the Miniature Painting department in the Nineties at the National College of Arts in Lahore, inspiring many others to examine the miniature tradition.

MIDTOWN PARK

ART PROGRAM

DRUMMET



MIDTOWN PARK ART PLAN



- ▶ Developed by Jessica Cusick and Rick Lowe for Midtown Houston
- ▶ Adopted by the Board in late 2015
- ▶ Establishes vision and goals for art in the park
- ▶ Calls for permanent works of art as well as programming
- ▶ Began implementation in Spring of 2016

SITE SPECIFIC COMMISSIONS

- ▶ 3 artists were commissioned to create site specific commissions for the park
- ▶ Artists were selected via an invitational competition
- ▶ Panel of local art professionals and members of the Board selected the artists based on initial concepts
- ▶ Artists:
 - ▶ Sharon Engelstein
 - ▶ Dixie Friend Gay
 - ▶ Shahzia Sikander

DRIFT

Midtown Park Overview



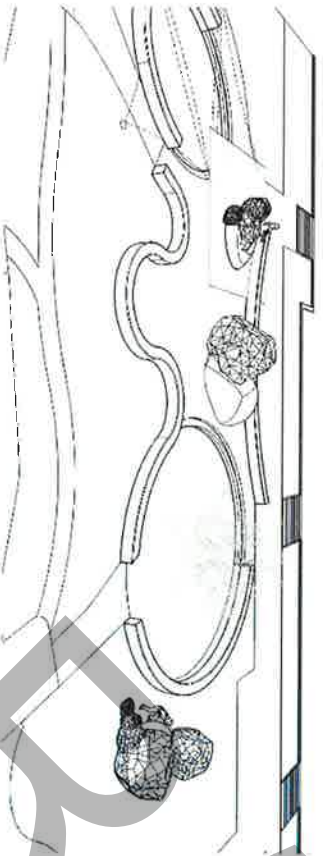
DESIGNWORKSHOP WALTER P MOORE

ARTWORK LOCATIONS



SHARON ENGELSTEIN

- ▶ Initial concept submittal
- ▶ A grouping of interactive sculptures for the play area





ENGELSTEIN INSTALLATION

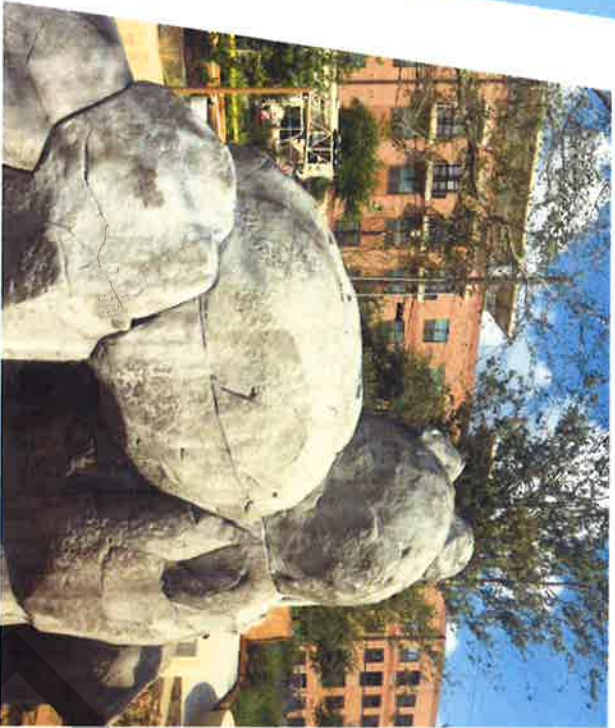
15 July, 2017





Little Ricky





Tall Ma



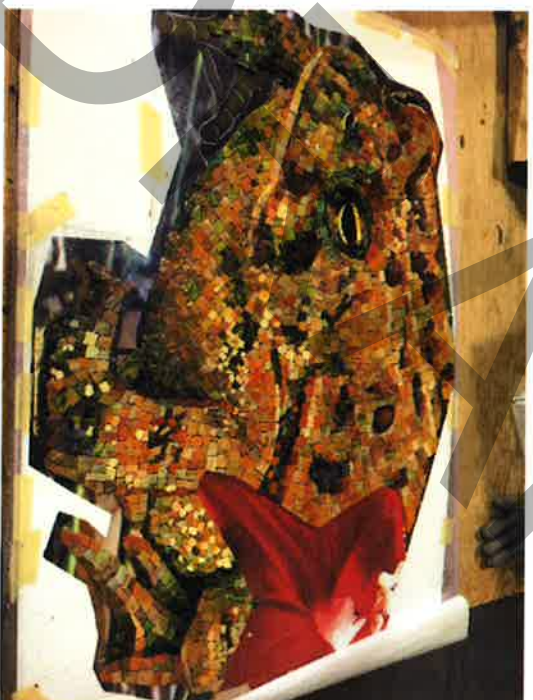
DIXIE FRIEND GAY



- ▶ Initial concept proposal
- ▶ Mosaic mural of a Texas meadow
- ▶ Currently in fabrication
- ▶ Installation late October, 2016

Mural fabrication

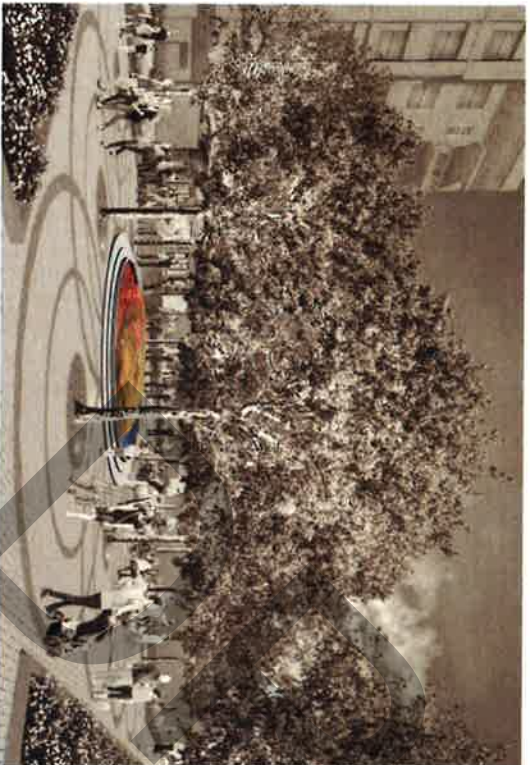
- ▶ In progress
- ▶ Glass 'smalti'





SHAHZIA SIKANDER

- ▶ Concept proposal
- ▶ Glass mosaic
- ▶ Installation date is still TBD, likely Fall/Winter



DRAFT

MIDTOWN AFFORDABLE HOUSING PLAN

JULY 2017



ccppi



1. EXECUTIVE SUMMARY

The Midtown Redevelopment Authority (MRA), which administers Tax Increment Reinvestment Zone #2, has purchased hundreds of tracts of land in Southeast Houston for the purpose of leveraging the production of affordable housing. This housing will be occupied by low-moderate income households of all ages, household sizes, and races/ethnicities.

MRA has proceeded with intent and with the knowledge that standard, affordable housing enhances quality of life and wellness, improves the economic prospects of its occupants, and stabilizes and revitalizes neighborhoods. Thus, MRA has engaged the Center for Civic and Public Policy Improvement to provide oversight for the preparation of the **Midtown Affordable Housing Plan**, which will guide the *Southeast Houston Affordable Housing Initiative*.

The plan incorporates:

- An analysis of existing conditions in the study area
- Market data
- Affordability analyses
- Design concepts that informed the preparation of a Development Program
- A Development Program that includes proposals for the types and number of units, as well as the number of stories (or levels) each development is proposed to have. (The Development Program does not include proposals for tracts that are already committed to a housing sponsor.)
- Strategies for implementing a systematic approach to the delivery of affordable housing units.

HIGHLIGHTS – SOUTHEAST HOUSTON AFFORDABLE HOUSING INITIATIVE

Land acquired by the Midtown Redevelopment Authority will be provided at nominal cost to housing sponsors, with the stipulation that affordable housing be constructed on it. The *Southeast Houston Affordable Housing Initiative* will serve families, students, faculty, singles, seniors, persons with special needs, and veterans, and others. Households that require permanent or transitional housing will be served. There is no time limit on how long an occupant(s) can reside in permanent housing; transitional housing stays are of limited duration. Both renter households and households that desire to occupy a for-sale unit will be served. Households with incomes from 30% to 120% of Area Median Income will be served. Area median income is \$71,500.

The housing prototypes that are proposed for inclusion in the Development program are: multi-family high density (50+ units), multi-family high density with commercial (50+ units with commercial development on the ground floor), multi-family medium density (25-49 units), multi-family low density (10-24 units), multi-family very low-density (triplexes, fourplexes, and sixplexes), duplexes, and single family detached units.

STUDY AREA

The study area covers 10 square miles. It has been divided into seven sectors for manageability as relates to analysis and programming. These sectors are Northwest Third Ward, North Central Third Ward, Northeast Third Ward, Third Ward South of Alabama, MacGregor, North of Griggs, and South of Griggs. (Figure 1 depicts the boundaries of these sectors.) The unique characteristics of each of these sectors have been identified; community character is the term used to encompass these characteristics.

ELIGIBLE HOUSEHOLDS

The Area Median Income (AMI) for Houston is \$71,500. The plan targets households with household income that ranges from 30 percent of AMI to 120 percent of AMI. According to the U. S. Department of Housing and Urban Development (HUD), families who pay more than 30 percent of their income for housing are considered cost burdened. The objective of the *Southeast Houston Affordable Housing Initiative* is to deliver housing units at a cost that does not result in a burden to these households.

DEVELOPMENT PROGRAM

The core of this data-driven plan is a Development Program. The program is the result of the examination of each tract of land that is owned by MRA, resulting in a recommendation for which housing prototype to construct on the tract, how many units to place on the tract, and how many stories each development will contain. The design characteristics of nearby housing, community character, alluded to above, and the size of the tract underlie these recommendations. For example, if a MRA-owned tract is proximate to very low-density development (2-8 units), the team is recommending a low-density prototype for that tract.

The crafting of the Development Program required a balancing of objectives that was sometimes a challenge to balance. These objectives were to (1) maximize the number of units that could be placed on MRA-owned tracts in order to serve the maximum number of low-moderate income households, given the dire need that exists, (2) avoid proposing the construction of housing prototypes that are higher in density than surrounding development so as to preserve community character, and (3) place high density units near major transportation arteries and METRORail Purple Line transit stations, whenever feasible.

BY THE NUMBERS

Estimated for-sale production number = 266 units

Estimated for-rent production number = 2,371 units

Estimated cost of the Development Program = \$284,460,000

PATHWAYS TO SUCCESS

All of the elements that are necessary for successful implementation of the Plan are in place, although it will be necessary to address some potential impediments. Detailed analysis is the foundation of the Pathways to Success (implementation strategies) that are contained in the final chapter.

Recommended strategies are as follows:

- **Adopt a Systematic Approach to Implementation.**
- **Implement the Development Program.**
 - Select Master Developer(s).
 - Extend the development timetable beyond year 2.
 - Seek out resources to close the affordability gap.
 - Ask the City of Houston to support the Development Program.
 - Collaborate with TIRZ#5 on infrastructure improvements
 - Periodically convene Design Review Committee.
 - Periodically convene housing sponsor work sessions.
 - Establish a system for determining which households get preference for occupancy of the new units.
 - Investigate methods that would forestall windfall profits so that for-sale housing can be constructed north of Alabama Street.
 - Engage in marketing and promotion activities.
 - Identify, form, and manage partnerships, in collaboration with a Master Developer(s).
- **Adopt elements of successful tenant stewardship models.**
- **Encourage participation in civic improvement and personal enrichment activities.**
- **Join with others to support state and local policies that elevate affordable housing.**

- **Continue to work on community school issues.**
- **Engage with the Complete Communities task force.**

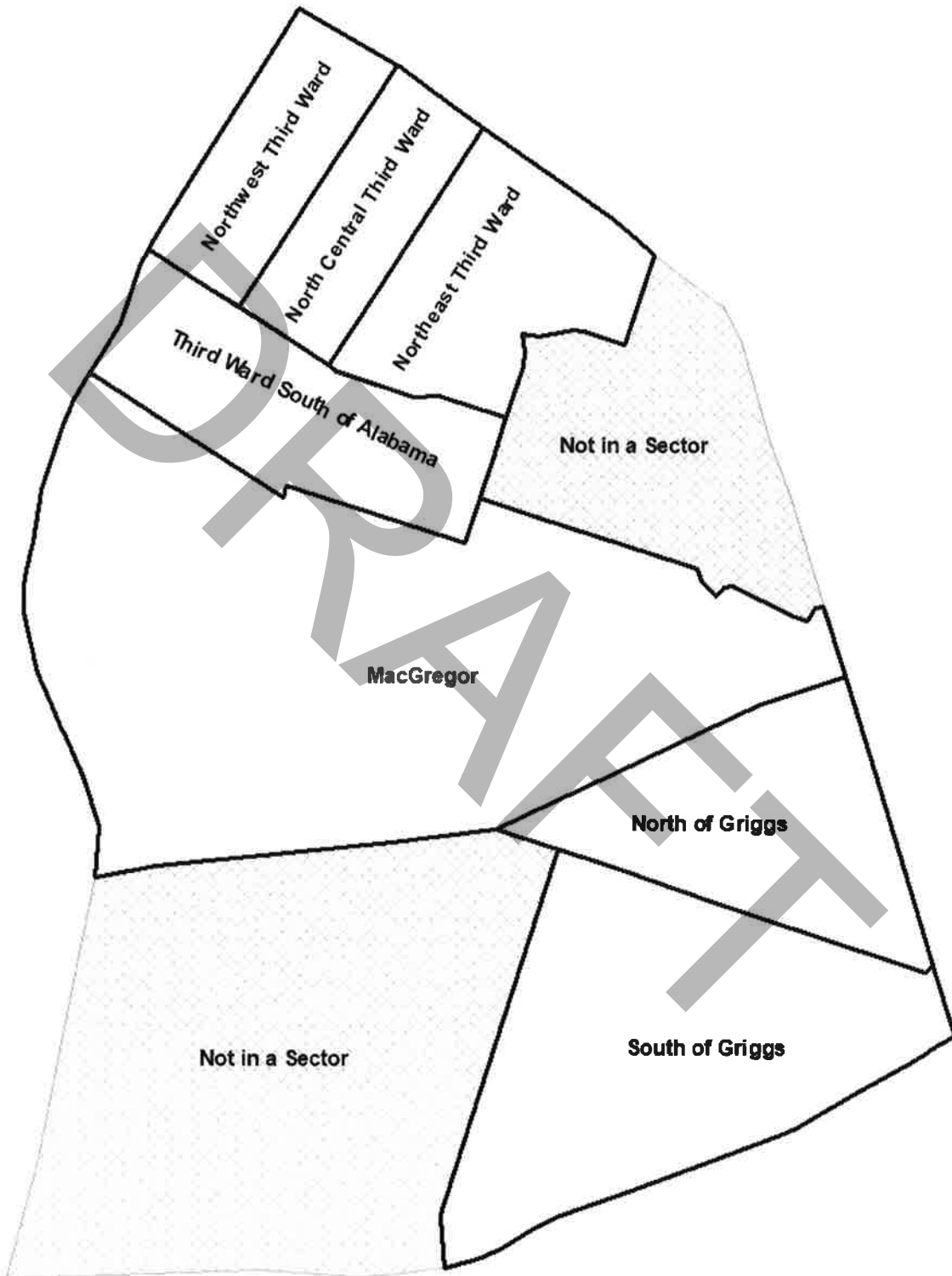
IMPLEMENTATION TIMING

It is anticipated that the program will require at least 10 years to implement. Development would begin in the Emancipation Avenue Mixed-Use Demonstration District and the South of Griggs sector and proceed in overlapping phases.

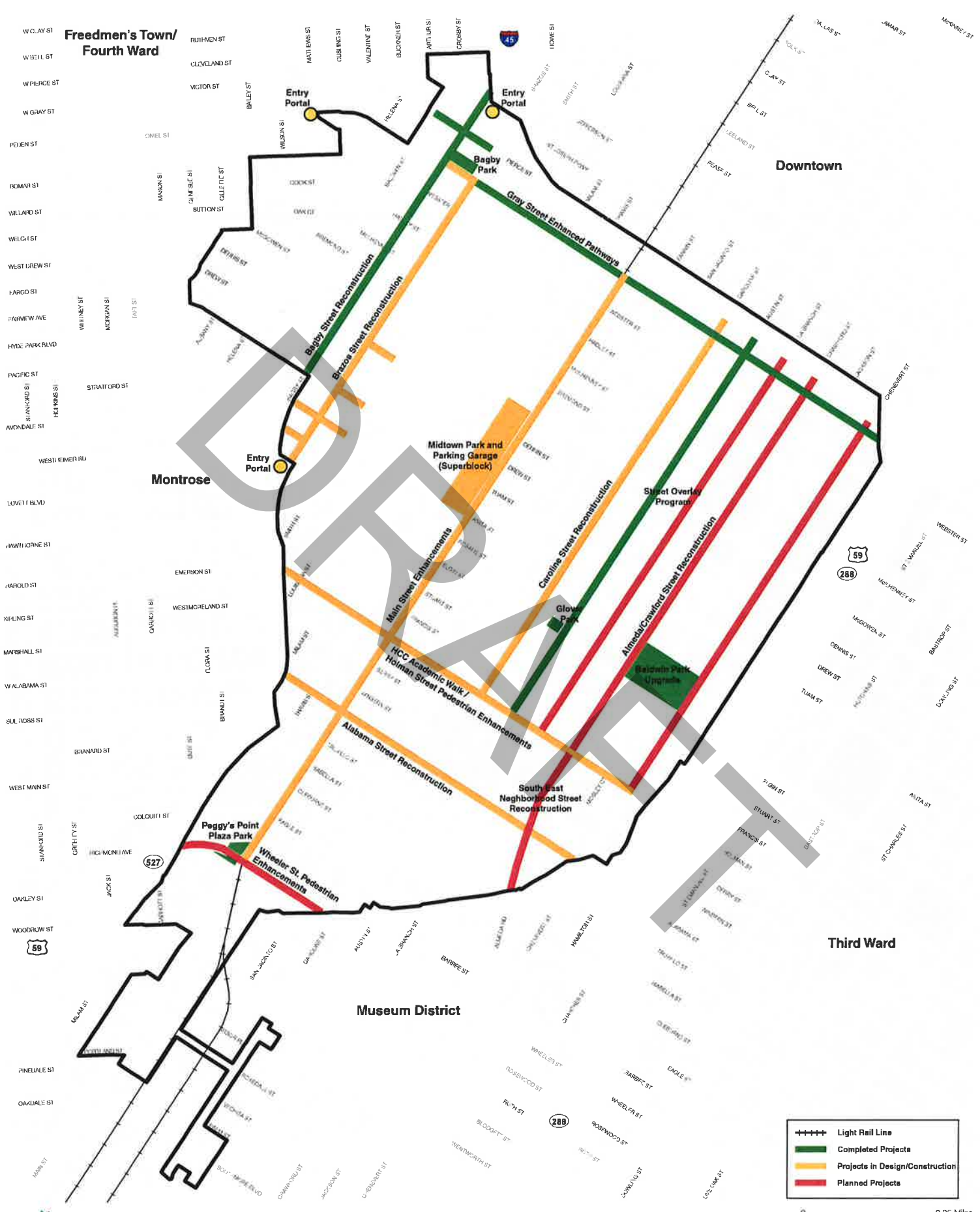
There are also opportunities for early phase development on small tracts in the other sectors. Small tracts of land could be conveyed to housing sponsors that have a good track record with MRA. Potential tracts would be identified by the implementing entity in collaboration with a master developer.

The proposed timetable for development in succeeding years will be prepared by CCPPI.

FIGURE 1: STUDY AREA



DRAFT



++++	Light Rail Line
Green Line	Completed Projects
Yellow Line	Projects in Design/Construction
Red Line	Planned Projects

0 0.25 Miles

GIS Parcels obtained from the City of Houston, January 2015

June 2015

Proposed Capital Improvement Projects

Midtown Redevelopment Authority



WALTER P MOORE

Capital Improvements Program

Parks and Greenspace

Midtown Park (SuperBlock)

Garage Construction

Camden continues work on replacement of pavilion deck. Concrete demolition has been completed, and condition of deck has been reviewed by design team. Due to holes punched in deck during concrete demo, the deck in its current condition will not be suitable for re-use without modifications to the slab design. Design team to provide drawings to modify the existing slab design through the use of more reinforcing and slightly thicker concrete. Additionally, it was discovered that one of the CMU block walls is missing from the as constructed condition. This missing wall may have contributed to the cracking of the stage. Work on stage is scheduled to be completed in 2-3 weeks after receipt of updated plans.

Pay Applications from Camden

Pay Application	Amount	Date
27	\$75,823.25	June 2017
TOTAL TO DATE	\$17,760,641.97	

Change Orders

Change Order #	Amount	Days	Purpose	Notes	Action
1	\$0.00	0	Date changes to Schedule of Work	Approved by MRA Board	
2	\$12,810.00	2	Remove unforeseen concrete vault walls and floor, four 8' bell bottom foundations, and the pile of misc. uncovered brick and concrete; Pump out and dispose of 10,000 gallons of liquids in unmarked grease trap prior to CoH inspection.	Approved by MRA Board	
3	(\$222,692.43)	0	Deduct supply and installation of all Parking Control Equipment from scope of work	Approved by MRA Board	
4	\$0.00	0	Update Contractor's Vice President of Construction - change from C. David Joyce to Bobby Rivers.	Approved by MRA Board	
5	\$0.00	29	Time extension for delays due to weather. March 2015 through	Approved by MRA Board	

			June 30, 2015		
6	\$17,682.00	0	Break out and remove unforeseen concrete and brick structures including a total of twelve 8' bell bottom foundations and miscellaneous large brick and concrete structures; Replace waterstop for use at the bottom of footings and wall intersections.	Approved by MRA Board	
7	\$183,600.00	4	Net cost for hauling and disposing of 10,000 LCY of contaminated soils from excavation of project	Approved by MRA Board	
8	\$183,550.00	5	Net cost for hauling and disposing second quantity of 10,000 LCY of contaminated soils from excavation of project	Approved by MRA Board	
9	\$32,581.46	0	Electrical additions and modifications for park design per Owner/Architect	Approved by MRA Board	
10	\$145,510.00	5	Net cost for hauling and disposing final 8,000 LCY of contaminated soils from excavation of project	Approved by MRA Board	
11	\$64,212.13	13	Utility, elevator, and park feature modifications for park design per Owner/Architect	Approved by MRA Board	
12	\$285,144.26	32	Concrete, tunnel elevation and sump pump, and irrigation vault shoring for park design per Owner/Architect	Approved by MRA Board	
13	(\$7,626.15)	0	Credit for revised park areaway	Approved by MRA Board	
14	\$117,395.37	5	Concrete, steel, electrical, and waterproofing modifications for elevator shaft, irrigation vault,	Approved by MRA Board	

			electrical room, and sprinkler room per Owner/Architect requested change		
15	(\$33,018.03)	54	Fire water line modifications per City of Houston; expansion joint and waterproofing changes per Architect; credit for utilities, stair pavers, and irrigation vault changes	Approved by MRA Board	
16	\$50,410.20	28	Rain fountain floor sink and pavilion modifications; tunnel stair extensions and waterproofing; modifications to stair #5	Approved by MRA Board	
17	(\$29,223.60)	0	Delete downstream storm filter	Approved by MRA Board	
18	\$13,872.09	6	Addition of HVAC louver brace and steel pipe protection; relocation of two hose bibs	Approved by MRA Board	
19	\$9,510.24	4	Stair 1 and storefront modifications per Architect	Approved by MRA Board	
20	\$3,305.00	9	Floor drain addition at south ramp per Architect	Approved by MRA Board	
21	\$1,895.25	11	Privacy screen addition to fence at storage area	Approved by MRA Board	
22	\$45,823.98	22	Sump vents installations; lighting control panel installation; relocation of header wall to accommodate sprinkler system	Approved by MRA Board	
23	\$24,637.83	17	Light fixture installations; exit sign adjustments; screening and fencing installation at storage areas	Approved by MRA Board	
24	\$95,733.90	1	Installation of fencing, lighting, and overhead covers at exits for TCO per COH inspector	Approved by MRA Board	
25	\$10,120.27	0	Bollard, railing, signage, and lighting	Approved by MRA Board	

			changes par Architect and COH inspector during substantial completion and TCO inspection		
26	\$798.00	0	Door handle adjustments at storefront per Architect during substantial completion inspection	Approved by MRA Board	
27	\$40,608.75	0	Protection of in-place work during removal and replacement of pavilion deck concrete	Approved by MRA Board	
TOTAL	\$1,046,640.52	247			

Budget

Original Contract Amount	Net Change Orders	Contract Sum to Date	Total Earned to Date	Retainage
\$17,941,164.69	\$1,046,640.52	\$18,987,805.21	\$17,760,641.97	\$655,775.69

Schedule

Original Contract Duration (substantial completion)	Days Added by Change Orders	Contract Total Days	Days Used	Days Remaining
365 days	247	612	599	13

Park Construction

Work continues on bayou modifications, rain fountain, granite pavers, playground equipment, berm landscaping, irrigation, park signage, and front 90 site work. Upcoming work includes bayou finish out, rain fountain programming, granite pavers, dog park turf, playground equipment, front 90 utilities, and McGowen utility connections. Rain fountain finish out on hold until completion of pavilion lid concrete replacement by Camden.

Pay Applications from Millis

Pay Application	Amount	Date
16	\$398,068.84	June 2017
TOTAL TO DATE	\$12,370,081.20	

Change Orders

Change Order #	Amount	Days	Purpose	Notes	Action
1	(3,589.54)	0	Value Engineering to park design including buildings, water features, landscaping, lighting, and site	Approved by MRA Board	

			materials to meet approved construction budget		
2	\$45,978.20	0	Owner request to add design alternates not included in initial construction contract (includes playground equipment and gate type change)	Approved by MRA Board	
3	\$46,657.50	4	Shifting of scope from garage contract to park contract (anchor bolts, backfill, manhole); Reduction in number of drilled piers	Approved by MRA Board	
4	179,099.36	0	Replacement of lighting fixtures previously removed during value engineering	Approved by MRA Board	
5	\$60,980.08	3	Garage lid waterproofing subcontractor change; Architect requested modifications to sub foundation for berm walls and spread footings to elevate curbs	Approved by MRA Board	
6	\$14,879.19	0	Addition of manhole to replace inactive manhole shown in plans; removal of short segment of garage lid to install utilities	Approved by MRA Board	
7	\$49,377.00	1	Installation of garage lid waterproofing curb detail and ADA ramp shifted from garage contract to park contract; required detailing for VE modifications to sidewalks and site amenities	Approved by MRA Board	
8	(\$44,987.11)	0	VE modifications to restroom roof and deletion of planters	Approved by MRA Board	
9	\$62,668.54	8	Structural piers modification at Travis; addition of trench drain; job built culvert in bayou; additional	Approved by MRA Board	

			foundation beams		
10	\$6,640.04	2	Granite curb and paving modifications; bollard revisions; tent anchors	Approved by MRA Board	
11	\$9,749.27	6	Landscape modifications, kiosks power and data, dog park curb modification	Approved by MRA Board	
12	\$13,592.09	3	Site drainage modifications, relocate electrical box, light fixture change and removal, pavilion millwork deletion, fence revisions	Approved by MRA Board	
13	\$110,084.45	2	Utility changes and waterproofing near berm wall, light fixture replacements, restroom wall modifications, electrical conduit adjustments, overtime allowance	Approved by MRA Board	
14	\$106,452.93	11	Rain fountain size modification; Travis Street temporary service driveway; Limestone block changed to granite; Electrical modifications for bird control system; Travis Street storm sewer unforeseen conditions; Front 90 pier drilling debris; Drainage modification at CIP wall 1 and west outcrop wall; Additional steel at pavilion roof	Approved by MRA Board	
15	\$129,243.70	0	Design modifications to landscaping, rain fountain layout, fountain link seals, McGowen St. utilities, dog park, and pavilion electrical plans	Approved by MRA Board	
16	\$111,456.51	9	Design modifications to pavilion, stair/elevator enclosure, and drainage; A/V	Approved by MRA Board	

			allowance; additional work for garage TCO and artwork		
17	\$121,177.35	12	Work items and activities related to Super Bowl opening (construction impact, maintenance, permits, and overtime work)	Approved by MRA Board	
18	\$58,189.66	12	Design modifications to bayou to relocate overflow drain inlet from irrigation vault	Approved by MRA Board	
19	\$79,698.23	5	Design modifications to bayou piers; additional backfill over garage lid; berm guardrail post modification; guard rail extension at elevator; calm pool reinforcement; bus stop modification	Approved by MRA Board	
20	\$53,377.82	10	Storm drainage modifications and concrete foundation installations for playground sculpture art work	Approved by MRA Board	
TOTAL	\$1,210,725.27	88			

Budget

Original Contract Amount	Net Change Orders	Contract Sum to Date	Total Earned to Date	Retainage
\$16,491,724.35	\$1,210,725.27	\$17,702,449.62	\$12,370,081.20	\$1,374,453.47

Schedule

Original Contract Duration (substantial completion)	Days Added by Change Orders / Weather Days	Contract Total Days	Days Used	Days Remaining
365 days	88 / 52	505	464	41

Houston Community College Capital Projects

Midtown has partnered with Houston Community College (HCC) to make improvements to streets near to the HCC campus. The HCC Capital Projects include improvements to Holman, Alabama, and Caroline Street. Staff is working closely with the HCC design team and consultants on the improvements.

The Holman Street project includes right-of-way enhancements from Main to Crawford. Improvements will include wider sidewalks, landscaping, street furniture, brick pavers, accessibility ramps, and other pedestrian-related infrastructure. The project will improve access for HCC students to the METRORail station and other transit services on Holman Street, and it will be partially funded through a Federal Transit Administration (FTA) grant.

The Alabama Street project includes complete street reconstruction from Main to Chenevert. Improvements will include concrete pavement, public utility upgrades (water, storm, sanitary), wider sidewalks, landscaping, street furniture, brick pavers, accessibility ramps, and other pedestrian-related infrastructure. The project will be partially funded through a FTA grant.

The Holman Street construction contract has been awarded to SER Construction Partners in the amount of \$5,421,219.50. Construction duration for this project is 15 months.

Holman Street Construction

Awaiting City approval on bike and parking signage changes. Pending approval, signage will be installed and project closed out.

Pay Applications from SER

Pay Application	Amount	Date
16	\$288,145.70	May 2017
TOTAL TO DATE	\$5,090,380.96	

Change Orders

Change Order #	Amount	Days	Purpose	Notes	Action
1	\$16,775.23	0	Seat block near MATCH; meter vault; fire hydrant relocation; addition of c-channels at electrical receptacles; deduct bike racks provided by owner	Approved by MRA Board	
2	\$33,566.00	0	Roadway replacement adjustment due to asphalt thickness field conditions	Approved by MRA Board	
3	\$21,453.42	0	Addition of concrete METRO Bus Stop Parking Pad	Approved by MRA Board	
4	\$6,593.60	0	rework at Chinese Consulate and bike racks installation	Approved by MRA Board	
5	\$22,494.40	0	Streetlight conduit and center arms for benches in HCC reach	Approved by MRA Board	
6	\$27,856.00	0	Add pavers at bus stops to match project pavers per architect	Approved by MRA Board	
7	--		(change deleted)		
8	\$29,750.00	0	Add traffic signal	Approved by	

			control cabinet at Fannin per requirement by COH	MRA Board	
9	\$10,036.40	0	Add electrical service for irrigation controller	Approved by MRA Board	
TOTAL	\$168,525.05	0			

Budget

Original Contract Amount	Net Change Orders	Contract Sum to Date	Total Earned to Date	Retainage
\$5,421,219.50	\$168,525.05	\$5,589,744.55	\$5,090,380.96	\$267,914.79

Schedule

Original Contract Duration (substantial completion)	Days Added by Change Orders	Contract Total Days	Days Used	Days Remaining
460 days	0	460	446	14

Main Street Enhancements

The Main Street Enhancements Project will include capital improvements in the public right-of-way along Main Street from Pierce to Wheeler. Improvements to the rail transit corridor will include landscaping, street furniture, and other pedestrian-related infrastructure to encourage redevelopment and support existing developments along Main Street. The Main Street project will provide an enhanced rail transit corridor to increase comfort and safety in pedestrian environment and offer unique identity branding through Midtown.

Construction

Contractor continues work on sidewalk installations on west blockfaces between Gray and McGowen. Electrical infrastructure, lighting, irrigation installation is ongoing on east blockfaces between Hadley and Pierce. Work in rail median is scheduled to begin in early August.

Pay Applications from SER

Pay Application	Amount	Date
12	\$290,258.06	June 2017
TOTAL TO DATE	\$2,853,748.87	

Change Orders

Change Order #	Amount	Days	Purpose	Notes	Action
1	(\$796,356.90)	0	Revised lighting types and quantities; Additional striping per METRO; Wayfinding signage	Approved by MRA Board	
2	(\$2,687.00)	0	Removal and replacement of	Approved by MRA Board	

			concrete entryway; Removal of benches with replacement with seat blocks; Removal and relocation of existing fence in ROW; Additional wayfinding signage not included in bid form		
3	\$119,899.18	12	Irrigation sleeve locates for median irrigation design; DMX controller, receivers/transmitters for iconic lights, DMX data conduit, and AC cabinet for DMX controller;	Approved by MRA Board	
4	(\$138,527.45)	0	Work associated with the DMX Controller that was completed by Millis within the Midtown Park Project; Installation of a concrete retaining wall adjacent to the B- Cycle Station at Main Street and Holman Street; Metal grates and frames; Seat blocks with lights; Iconic light modifications	Approved by MRA Board	
5	\$344,663.39	87	Proposed irrigation work in the median and additional irrigation work in the ROW to serve the median irrigation;	Approved by MRA Board	
6	\$252,815.49	3	Median railing; Mounting brackets for light modifications; Median work performed at night per METRO direction	Approved by MRA Board	
TOTAL	(\$220,193.29)	102			

Budget

Original Contract Amount	Net Change Orders	Contract Sum to Date	Total Earned to Date	Retainage
\$8,459,353.00	(\$220,193.29)	\$8,239,159.71	\$2,853,748.87	\$317,083.21

Schedule

Original Contract Duration (substantial completion)	Days Added by Change Orders	Contract Total Days	Days Used	Days Remaining
355 days	102	457	328	126

Caroline Street Reconstruction

The Caroline Street Reconstruction Project is the reconstruction of Caroline Street from Pierce to Elgin. The project will include concrete pavement, public utility upgrades (water, storm, sanitary), enhanced intersections, wider sidewalks, landscaping, street furniture, brick pavers, accessibility ramps, and other pedestrian-related infrastructure. The Caroline Street project will provide an enhanced pedestrian environment and an improved vehicular connection for southbound traffic through Midtown. The project has been awarded a \$4M TxDOT Grant.

Design

TxDOT has scheduled pre-construction meeting on August 22. Staff will meet with TxDOT area engineer prior to pre-construction meeting to review TxDOT construction management scope.