



midtown
HOUSTON

**MINUTES OF THE MIDTOWN MANAGEMENT DISTRICT
BOARD OF DIRECTORS MEETING**

December 6, 2017

The Board of Directors of the Midtown Management District held a regular meeting, open to the public, on Wednesday, December 6, 2017, at 11:00 a.m. in the third floor conference room of the Midtown Management District offices, located at 410 Pierce St., Houston, TX 77002, inside the boundaries of the District, and the roll was called of the duly appointed members of the Board, to-wit:

Pos. 1	Darcy John Lefsrud	Pos. 10	Eileen J. Morris
Pos. 2	Jason West	Pos. 11	Debbie Tyler Dillard
Pos. 3	Amar Mohite	Pos. 12	Dana Woodruff
Pos. 4	James Llamas	Pos. 13	Marylene Chan
Pos. 5	Willie H. Coleman	Pos. 14	Vacant
Pos. 6	Nancy J.W. Darst	Pos. 15	Vacant
Pos. 7	Julie Tilton	Pos. 16	Gary Noble
Pos. 8	Ben Robles	Pos. 17	Charles Washington
Pos. 9	J. Allen Douglas		

All of the above were present minus Directors Mohite, Robles, and Chan, thus constituting a quorum.

In addition, present at the meeting were Midtown Staff members Mark Leija, Michelle Ashton, Kandi Schramm, Mark Sullivan, David Thomas, Marlon Marshall, Cynthia Alvarado, Amaris Salinas, Matt Thibodeaux, and Michelle Phillips; Peggy Foreman of Burney & Foreman; Clark Lord and Marei Cannon of Bracewell; Christopher Johnston, Herbert Baker, Deputy T. Roe of Harris County Precinct 7 Constable's office; John Self of S.E.A.L. Security Solutions, LLC.; Linda Trevino of METRO; Nancy Hall of Central Bank; Chelbi Mimms of One World Strategy Group, LLC.; and Midtown residents; Scott Harbers, Mike Wintley, and Joyce Winters.

Cynthia Alvarado called the roll of the Board of Directors and verified that a quorum was present.

Chair Coleman called the meeting to order and welcomed everyone.

APPROVE BOND, OATH AND SWORN STATEMENT FOR NEW BOARD MEMBERS

Kandi Schramm administered the Oath of Office to new Board members Christopher Johnston and Hebert Baker. Director Morris made a motion to approve the Bond, Oath and Sworn Statement for the new Board members. Director Darst seconded the motion which carried by unanimous vote.

RECEIVE PUBLIC COMMENTS

There were no public comments.

CONSENT AGENDA

- A. APPROVE MINUTES FOR THE NOVEMBER 1, 2017 BOARD MEETING;**
- B. APPROVE FINANCIAL REPORT FOR THE MONTH OF OCTOBER 2017;**
- C. APPROVE PAYMENT OF INVOICES FOR NOVEMBER 2017;**
- D. APPROVE EQUI-TAX REPORT FOR NOVEMBER 2017**

Cynthia Alvarado stated that there was an error in the Minutes on line 2 of paragraph 1, Director Woodruff made a motion to approve the consent agenda, subject to a correction to the Minutes on line 2 of paragraph 1; specifically the word "Tuesday" should be changed to "Wednesday." The motion was seconded by Director Morris and carried by unanimous vote, subject to the Minutes being corrected as stated in the motion.

REVIEW, DISCUSS AND TAKE NECESSARY ACTION REGARDING THE ANNUAL REVIEW OF THE DISTRICT'S INVESTMENT POLICY AND LIST OF QUALIFIED BROKER/DEALERS

Peggy Foreman made a presentation about the District's Investment Policy and reminded Board members that Texas Law requires the Board to review the policy annually. Ms. Foreman stated that she and the Staff were recommending the adoption of a Second Amended and Restated Investment Policy, walked through the proposed changes to the Investment Policy and advised the Board that the proposed changes were primarily the result of changes to state law following the most recent legislative session. Ms. Foreman directed the Board's attention to Exhibit A of the Second Amended and Restated Investment Policy, which contained the List of Qualified Broker/Dealers. Kandi Schramm pointed out that East West Bank was inadvertently left off the list. Director Noble requested that Texan Bank be added to the list.

Chairman Coleman stated that agenda item #5 and agenda item #6 could be considered together. Director Lefsrud made a motion to approve the Second Amended and Restated Investment Policy and the List of Qualified Broker/Dealers. The motion was seconded by Director Woodruff. Following all discussion, the motion carried by unanimous vote.

REVIEW, DISCUSS, AND TAKE NECESSARY ACTION REGARDING A MAINTENANCE AGREEMENT WITH THE CITY OF HOUSTON

Ms. Foreman stated that this item was being pulled from the agenda. She shared that Matt Thibodeaux and Marlon Marshall would be meeting with City representatives for further discussions.

RECEIVE COMMITTEE ACTIVITY REPORTS AND REVIEW, DISCUSS AND TAKE NECESSARY ACTION REGARDING THE FOLLOWING, AS APPROPRIATE:

A. Service and Maintenance Committee – Darcy Lefsrud, Chair

Director Lefsrud reported that the District and the Contractor were still working to obtain the required permits from the City for the Glover Park improvements. He stated that there is a possibility work might not begin until 2018. The Committee is continuing to work with the Midtown Redevelopment Authority on the sidewalks program,

i. LANDSCAPE CONTRACTS

Director Lefsrud stated that the Committee reviewed bids for the Field Services Team and for maintenance services at Elizabeth Glover and Elizabeth Baldwin Parks. He reported that the lowest most responsible bids were from Metropolitan Landscape Management Inc., which is the company that currently provides the field services for the District. He stated that the bids for field services and maintenance of Elizabeth Baldwin and Elizabeth Glover Parks were within budget and that both the Service and Maintenance Committee and the Executive Committee were recommending award of

both contracts to Metropolitan Landscape Management Inc. Ms. Foreman presented the major terms of the contracts as currently drafted but asked the Board to authorize the Chair and/or Executive Director to approve and execute the final contracts. Director Douglas asked whether the Field Services Team could maintain the area under I-69. Ms. Foreman replied that the District has no direct right of access since the property is owned by TxDOT. In addition, Ms. Foreman stated that it is her understanding the land under I-69 may contain bio-hazardous waste, the removal of which is beyond the scope of services communicated to potential bidders in the Invitation to Bid. She stated that requests for clean-up of a specific location in the public right-of-way should be sent to the Maintenance Supervisor, Mark Sullivan.

Director Morris made a motion to authorize the Chair and/or the Executive Director to approve and execute the final contracts with Metropolitan Landscape Management Inc. for the Field Services Team and for maintenance services at Elizabeth Baldwin and Elizabeth Glover Parks. The motion was seconded by Director Washington and carried by unanimous vote.

B. Cultural Arts and Entertainment Committee – Eileen Morris, Chair

Director Morris reported that 26 vendors participated in the second annual Mistletoe Market in Bagby Park. She stated that based on the positive feedback from the participating vendors and the reported sales, the event was a success. Ms. Alvarado announced that a call for artists to participate in Art in Park 2018 has been issued and that the deadline to apply is January 31, 2018. Ms. Alvarado also announced that the Committee is currently working on plans for a Valentine’s Market, which will take place in conjunction with Second Sunday in Elizabeth Baldwin Park. Director Washington applauded the District’s commitment to public art and emphasized the important impact on both the Midtown Community and on emerging artists. Director West commented that Camden is incorporating public art into its newest property and that the decision to do so was influenced in part by the strong commitment of the District to ensure that public art is installed throughout Midtown. Marlon Marshall spoke briefly about the extent to which public art installations comprised an integral part of Midtown Park.

i. LICENSE AGREEMENT FOR PUBLIC PERFORMANCE OF MUSIC

Ms. Foreman reported that music licensing agent, BMI, has approached the District regarding the need to enter into a licensing agreement for the public performance of music during events. Ms. Foreman stated that she has researched the law and is consulting with a lawyer who specializes in copyright law in order to minimize costs. She stated that they are exploring whether such license can be held by the Midtown Parks Conservancy for all events in Midtown involving the public performance of music and that she would be working to try to resolve the matter by the end of the year.

C. Marketing and Economic Development Committee – Debbie Tyler-Dillard, Chair

Director Tyler-Dillard reported that the Marketing and Economic Development Committee held a joint meeting with the Cultural Arts and Entertainment Committee on Tuesday, November 21, 2017 at the Made in Houston art gallery. She stated that the next edition of the *Midtown Buzz* will be available for distribution in January 2018 and that the Midtown Awards ceremony would be held during the grand opening of Midtown Park on January 20, 2018. Director Tyler-Dillard further reported that the District has placed an ad in the next three issues of *OutSmart Magazine* and that the Staff is working to resolve issues to be able to proceed with development and launch of the Midtown App. Director Tyler-Dillard announced that there will not be a Committee meeting in December and that the next Committee will be in January 2018.

D. Urban Planning Committee – Allen Douglas, Chair

Director Douglas reported that Midtown developer George Levan appeared before the Committee to talk about a proposed new mixed-use development project that may involve closing a portion of

Rosalie St. He stated that the majority of Committee members believed the proposed new mixed-use development project would be beneficial to the Midtown Community. Director Douglas reported that the BikeHouston ride, sponsored by the District, was well attended with 54 participants from across Houston. The stated intent of the ride was to connect with neighbors to the east, including the East End Farmers Market. Director Llamas stated that ending the ride at the Second Sunday event in Elizabeth Baldwin Park was a great idea and should continue for future bike rides. Director Douglas stated that Michelle Ashton is continuing to work to secure assistance from the coordinator for the East End Farmer's Market to help the Committee plan for a Midtown Farmer's Market. Finally, Director Douglas announced that the next public component of the strategic plan being developed by Design Workshop will be an open house on Thursday, December 14, 2017 from 7:30 a.m. – 9:30 a.m. Finally, he stated that there will be no December meeting.

i. AGREEMENT FOR B-CYCLE STATION

Ms. Foreman shared that this item was being pulled from the agenda. Ms. Foreman stated that the agreement should be with either the Midtown Parks Conservancy or Midtown Redevelopment Authority since it relates to a BCycle station to be installed in Midtown Park and is not a District expense.

E. Finance and Budget Committee – Marylene Chan

Director Woodruff gave a brief report on District finances. She stated that the District has begun to receive payment of assessments for 2017 which will continue for the next several months. David Thomas reported that he has received bank statements for November and is working on closing out November expenses. He stated he will be communicating with each Committee about their updated 2017 expenses and remaining 2017 projects.

F. Nominations Committee – Nancy Darst, Chair

Director Darst again welcomed the new Board members, reported that all Board vacancies have been filled and that there were no updates from the Committee. Chairman Coleman asked the new Board members to consider which Committees they would like to serve on and let him know, as he will be making additional committee appointments.

G. Public Safety Committee – Ben Robles, Chair

Mark Leija gave the report on the activities of the Public Safety Committee. He reported on the District's work to assist the City in its efforts to abate the public health issues resulting from the homeless encampment under I-69. The Staff and attorneys responded to questions from the Board regarding the encampment and other Public safety issues. Mark Leija reported that he has been working with businesses in the Midtown area to recommend proactive steps they can take to enhance security. Mr. Leija reminded everyone to exercise caution, especially during the holidays.

H. Executive Committee – Willie H. Coleman, Chair

Director Coleman stated that all matters considered at the Executive Committee meeting have been addressed in connection with other agenda items. He thanked everyone for their hard work on behalf of Midtown.

REPORT ON CAPITAL PROJECTS OF THE MIDTOWN REDEVELOPMENT AUTHORITY (MRA).

Marlon Marshall gave the following report on the status of the current Midtown Redevelopment Authority capital improvement projects:

Midtown Park: The contractor is currently focusing on punch list items on the area designated as the South Park, which should be complete by the end of 2017. Thereafter, the Contractors will focus their efforts on the "Front 90." The South Park is currently being used by the public.

Main St.: Contractors are making progress in the median since METRO is supplying the needed flagging resources. Workers will begin landscaping soon and will wrap up electrical and infrastructure work in January 2018. Mr. Marshall started that work south of Truxillo St. is currently incorporating improvements.

Caroline St.: There remain issues regarding design standards and conflicting requirements with the City and TxDOT which has resulted in delays in obtaining permits. The Staff and Consultants are working to address these issues. Unfortunately, the unanticipated delays may result in some additional costs, which the staff is trying to minimize.

Southeast Neighborhood Streets Project: MRA is funding a study in 2018 to assess current conditions and identify options to address flooding issues near Elizabeth Baldwin Park.

WITH RESPECT TO THE FOREGOING AGENDA ITEMS, CONDUCT AN EXECUTIVE SESSION WITH REGARDS TO THE FOLLOWING, AS APPROPROATE AND NECESSARY.

- a. Consultation with attorney (Section 551.071, Texas Government Code);
- b. Personnel matters (Section 551.074, Texas Government Code).

The Board did not conduct an executive session at this meeting.

ANNOUNCEMENTS

There were no announcements.

NEXT MEETING DATE

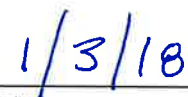
The next Midtown Management District Board of Directors meeting will be held on Wednesday, January 3, 2017 at 11:00 a.m. in the Midtown Management District offices, 410 Pierce Street, Houston, Texas 77002

ADJOURN

There being no other business, the meeting was adjourned.



Eileen Morris
Board Secretary



Date