

MINUTES OF THE
MIDTOWN MANAGEMENT DISTRICT
BOARD OF DIRECTORS MEETING

February 5, 2014

The Board of Directors of the Midtown Management District held a meeting, open to the public, on February 5, 2014 at 6:00 p.m. in the Central Bank Community Room, located at 2217 Milam, Houston, Texas, 77002, inside the boundaries of the District, and the roll was called of the duly appointed members of the Board, to-wit:

| | |
|------------------------|--------------------|
| Roger Neal | Eileen Morris |
| Eric Melchor | Julie Farr |
| Monte Large | John Castillo |
| Willie H. Coleman, Jr. | Marylene Chan |
| Bryn Poland | William R. Franks |
| F. Charles LeBlanc | Debra McGaughey |
| Michelle LeBlanc | Gary Noble |
| | Charles Washington |

All of the above were present except Directors Morris and Castillo thus constituting a quorum.

In addition, present at the meeting were Matt Thibodeaux, Cynthia Alvarado, Kandi Schramm, Marlon Marshall, Elizabeth Powell, and Peggy Foreman of Burney & Foreman, Lisa Weetman, Andrew Klein of RISE HOA, Peter Gordon of The Continental Club, Kory Hinton of Alley Kat Lounge, Gayle Fortson, and Derrick Williams of City of Houston Parking Management.

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

Chair Franks called the meeting to order and welcomed everyone.

RECEIVE PUBLIC COMMENTS.

None.

CONSENT AGENDA.

- a. **Approve Minutes for the January 8, 2014 regular Board meeting.**
- b. **Approve the December 2013 Financial Report.**
- c. **Approve the payment of invoices for February 2014.**
- d. **Approve the Equi-Tax Report for January 2014.**

Managing Director Cynthia Alvarado announced that Item "a" on the Consent Agenda was being pulled and would be presented for approval at the February 2014 Board meeting.

Director Coleman made a motion to approve the Consent Agenda as presented. The motion was seconded by Director F. Charles LeBlanc and carried by unanimous vote.

REVIEW, DISCUSS AND TAKE NECESSARY ACTION REGARDING THE AMENDMENTS TO THE FY 2014 BUDGET.

Director Neal made a brief presentation on the proposed amendments to the FY 2014 Budget. Director Coleman made a motion to approve the amendments to the FY 2014 Budget as presented. The motion was seconded by Director Michelle LeBlanc. Following all discussion, the motion carried by unanimous vote.

RESOLUTION WAIVING AUTOMATIC RESIGNATION OF DIRECTOR JOHN CASTILLO.

Chairman Franks reported that at its most recent meeting, the Executive Committee reviewed the attendance records of Board members and the records showed that Director Castillo had 3 consecutive absences resulting in his automatic resignation from the Board in accordance with State law. Chairman Franks stated that the Executive Committee was recommending adoption of the Resolution Waiving Automatic Resignation because Director Castillo has been an active member of the Board and the Public Safety Committee. Chairman Franks also reported that he had spoken with Director Castillo and learned that his absences were the result of both work and health related issues. Director Coleman made a motion to approve the Resolution as presented. The motion was seconded by Director Michelle LeBlanc. Following all discussion, the motion carried by unanimous vote.

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

A. Executive Committee – William Franks, Chair

Chair Franks reported on the activities of the Executive Committee. He advised the Board that matters discussed at the Executive Committee meeting would be presented as part of the various Committee activity reports.

B. Public Safety Committee – John G. Castillo, Chair

i. Review, discuss and take necessary action regarding contract with SMG Logistics for Streetlight Outage Surveys.

Ms. Alvarado reported on the activities of the Public Safety Committee. She stated that Burglary of a Motor Vehicle (BMV) continues to rise across the City of Houston and in the District. She further reported that according to records from the Houston Police Department, South Centrals Division, there were 57 calls for service to report BMVs in Midtown between December 1, 2013 to January 18, 2014, of which, only 5 calls were from persons with Midtown addresses and the remaining 52 were from visitors to Midtown. Ms. Alvarado provided an overview of the Streetlight Outage Survey Program and reminded the Board that the cost of the Program (\$2100.00) was included in the FY 2014 Budget. Peggy Foreman advised the Board of the major terms of the Agreement but indicated that she would like to make some additional changes to the final document. Director F. Charles LeBlanc made a motion to authorize the Board Chair to execute a final contract with SMC Logistics on terms substantially consistent with those presented in an amount not to exceed \$2100.00. The motion was seconded by Director Noble and carried by unanimous vote.

C. Marketing Committee – Michelle LeBlanc, Chair

Director Michelle LeBlanc advised the Board that the January 2014 Marketing Committee meeting was held in the new offices of the Houston Press. She reported that

the Committee discussed and finalized plans for the upcoming "Marketing 101 Business Roundtable" event and continued its work on the Marketing portion of the Service and Improvement Plan. Ms. LeBlanc announced that the next Committee meeting will be held in the Midtown Offices on February 18, 2014 at 4:00 p.m. and invited all to attend.

D. Service & Maintenance Committee – Roger Neal, Chair

i. Ratify agreement relating to Baldwin Park Maintenance.

Director Neal reported on the activities of the Services and Maintenance Committee. He stated that the District's maintenance of the median along the METRORAIL on Main Street from Pierce to IH 59 has begun and the initial invoice has been submitted to METRO for reimbursement of costs. He further reported that the Midtown Redevelopment Authority will meet with METRO representatives to discuss long term plans for maintenance and design upgrades along Main Street.

Director Neal reported that the District spent approximately \$10,000.00 on trimming trees on the east side of Midtown near the Houston Community College Campus and that stated that there were still a significant number of trees that need to be trimmed in Midtown.

Marlon Marshall reported that CenterPoint is in the process of performing field testing of new LED lighting options in Midtown in an effort to improve lighting in the District. He further reported that the metal tree grates that were stolen have been replaced and welded in place to try and prevent future loss and landscaping stolen from Baldwin Park is being replaced as well.

Peggy Foreman gave a brief update on the Agreement with Millis Development & Construction, Inc. to maintain Baldwin Park. Director Poland made a motion to ratify the agreement for maintenance services at Baldwin Park. The motion was seconded by Director Neal and carried by unanimous vote.

E. Urban Planning Committee – William Coleman, Chair

Director Large reported on the activities of the Urban Planning Committee. He presented ideas from the Committee to paint certain cross-walks to highlight the pedestrian walkways in Midtown. Director Large stated that he is continuing to research options for cross-walk painting and will come back to the Board with recommendations. District Coordinator Elizabeth Powell announced the Electronic Waste Recycle Project scheduled for Saturday, February 22, 2014 and invited all to participate.

F. Finance Committee – Gary Noble, Chair

Director Noble reported that assessment collections were coming in at a slightly higher rate than anticipated. He also reported that the District's FY 2013 Audit will begin in March 2014.

G. Cultural Arts & Entertainment – Eileen Morris, Chair

Director Morris reported that the Committee had a good turnout at the Midtown Cultural Arts Focus Group meeting held on Tuesday, January 14, 2014 in the foyer of The Ensemble Theatre. She stated that approximately 45 people attended representing 25 different organizations. Director Morris reported that the Staff made a PowerPoint presentation about the history of Midtown and the remainder of the session was spent

discussing the future of Midtown, including the new mission statement and ideas for the Service and Improvement Plan.

Cynthia Alvarado advised the Board that she would like to enter into an Agreement for the use of Zapplication, an online arts application program for the 2015 Art in the Park event. She indicated that the cost would be approximately \$1500.00. Director Washington stated that he was personally familiar with Zapplication and that it was an easy to use and efficient program that would attract quality artist to the event. Several Board members asked questions about the operation of the program and Ms. Alvarado asked that the request be tabled so that she can bring additional information to the March 5, 2014 Board meeting.

Director Morris announced that the next Committee meeting will take place on invited everyone to attend.

GOODMAN CORPORATION PEDESTRIAN MASTER PLAN UPDATES

Jim Webb with the Goodman Corporation gave a PowerPoint presentation regarding updates to the Pedestrian-Transit Master Plan for Midtown ("Master Plan"). He explained that the Master Plan contained a list of projects that facilitate access to and from transit (both bus and rail). Mr. Webb indicated that the Master Plan is updated every 5 years in conjunction with a request for a Letter of No Prejudice (LONP) through the Federal Transit Administration. Mr. Webb advised the Board that the LONP provides the District with pre-award authority with respect to FTA eligible projects. He explained that the planning process for the Master Plan also includes the development of environmental planning documentation which provides the District with environmental clearance to implement its projects. Mr. Webb stated that the Master Plan is reviewed with representatives from the City of Houston, Houston METRO, and the Houston-Galveston Area Council and that it is used to assist in discretionary grant applications from state, regional, and federal entities. He further stated that the District would hold a public meeting as part of its public outreach process. Several Board members asked questions about the Master Plan.

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

Marlon Marshall gave the following report on the status of the current MRA capital improvement projects:

Holman Street Reconstruction – The project includes a street overlay and is expected to be put out for bid in late Spring 2014.

Baldwin Park Project – Construction has been completed and the Contractor Maintenance Phase has begun. The Contractor is in the process of replacing the landscape that was stolen from the Park during construction.

Glover Park Project – The Substantial Completion walk-thru is scheduled for February 6, 2014. Depending on the outcome of the walk-thru, we anticipate opening the Park to the public in within the next 30 days, subject to obtaining approval from the City of Houston ("City"). The Staff is scheduling meetings with the appropriate City representatives to obtain the required approvals. Also the City removed a tree from the Park and as a result some additional repairs will need to be made.

Midtown Park – Stage lighting and the Dog Park fencing is currently being installed. The Midtown Redevelopment Authority Board ("Authority Board") approved change orders last week

to authorize rerouting of some underground utilities. The Authority Board authorized execution of a Lease with a tenant for the kiosk. Completion is anticipated to be within the next 45 days.

Caroline Street Project – The final set of design plans are due to TXDOT on February 11, 2014. The Staff and Consultants will then meet with TXDOT to address any issues remaining. The Authority anticipates awarding the contract in May of 2014 and a construction start date sometime in the summer of 2014.

SuperBlock Park – The online survey has been completed. Survey results are being analyzed and will be presented at a Midtown Community Meeting on Wednesday, February 26, 2014 at 6:00 p.m. in the Central Bank Community Room. A Request for Quote (RFQ) for operation of restaurants in the SuperBlock Park was posted on the Midtown website on February 3, 2014 and is being distributed in various ways in an effort to get maximum responses from interested parties. Design work on the garage is moving forward and construction is expected to start in the 4th quarter of 2014.

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).

There was no executive session.

OTHER BUSINESS / ANNOUNCEMENTS

No other business.

NEXT MEETING DATE

Chair Franks announced that the next Board meeting will be held on Wednesday, March 5, 2014, at 11:00 a.m. in the 3rd floor Conference Room of the Midtown offices at 410 Pierce, Houston, Texas.

ADJOURN

There being no other business, the meeting was adjourned.



Eileen J. Morris, Board Secretary

Date: 3-5-2014