

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

January 26, 2012

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, Third Floor Conference Room, Houston, Texas 77002, on Thursday, January 26, 2012 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	William J. Taylor, III	6	Abe Goren
2	Vacant	7	Billy Briscoe
3	Robert D. Sellingsloh	8	Kimberley J. Williams
4	Pamela Tran Park	9	Michelle A. Clayton Collier
5	Derrick M. Mitchell		

and all of the above were present with the exception of Directors Collier.

Also in attendance were Matt Thibodeaux, Kandi Schramm, Marlon Marshall, Todd Edwards, Araceli Rodriguez and Theresa Gilmore of the Authority; F. Charles LeBlanc and Phillip Franshaw, consultants for the Authority; Cynthia Alvarado and Katherine Mestousis of the Midtown Management District; Barron F. Wallace and Shawn W. Cloonan of Bracewell & Giuliani LLP; Mary Clark and Jennifer Curly of the City of Houston, Texas (the "City"); Peggy Foreman of Burney & Foreman; Camilo Daza and Jeremy Rocha of Walter P. Moore Engineers; Patricia Frayre of Pate Engineers; Bryan Brown of The Goodman Corporation; Captain Mathews of Buffalo Soldiers and David Edwards, former Board Member.

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

CONSENT AGENDA FOR THE AUTHORITY.

- a. **MINUTES OF THE AUTHORITY FOR DECEMBER 8, 2011.**
- b. **MONTHLY FINANCIAL REPORT OF THE AUTHORITY FOR NOVEMBER AND DECEMBER 2011.**
- c. **INVOICES OF THE AUTHORITY FROM TRUSTEE AND OPERATING ACCOUNTS FOR DECEMBER 2011 AND JANUARY 2012.**

Executive Director Thibodeaux presented the consent agenda. Director Williams made a motion to approve the consent agenda items a-c. The motion was seconded by Director Mitchell and carried by unanimous vote.

MIDTOWN CAPITAL IMPROVEMENT PROGRAM

a. **BAGBY STREET RECONSTRUCTION – WALTER P. MOORE.**

Marlon Marshall reported the kick off meeting for the Bagby Street Reconstruction Project was held with SER.

b. **PARKS AND GREENSPACE – WALTER P. MOORE**

Mr. Marshall reported that 50% design plans for Glover Park had been presented to the City to get approval to proceed with the full design. The design team is working towards 90% plans for the Midtown Park site. The design team continues to work the development of a conceptual plan for Baldwin Park and site analysis for the Superblock Park.

i. **SUPERBLOCK PARK – CONCEPTUAL PLAN AND PARKING GARAGE UPDATE.**

Walter P. Moore and Design Workshop presented a Superblock Park update showing conceptual ideas for the park and an underground parking garage. Following all questions, Director Taylor made a motion to advance the project design for the Superblock Park and Parking Garage. The motion was seconded by Director Goren, which carried by unanimous vote.

ii. **SUPERBLOCK DEVELOPMENT AND LAND EXCHANGE AGREEMENT.**

No action taken on this item.

c. **GRAY STREET PEDESTRIAN ENHANCEMENTS – CLARK CONDON ASSOCIATES.**

Mr. Marshall reported that the Gray Street Pedestrian Enhancement Project from Main Street to Hamilton Street was ready to bid.

d. **HCC CAPITAL PROJECTS - PATE ENGINEERS.**

Mr. Marshall reported that the Midtown and HCC teams were working to together on the design and waiting on the City to review the design plans.

e. **FTA GRANT - GOODMAN CORPORATION.**

No report given.

f. **CAROLINE STREET IMPROVEMENTS**

i. **Design Work Order – ESPA Corporation**

Director Mitchell made a motion to approve the Caroline Street Design Work Order with ESPA Corporation. The motion was seconded by Director Williams, which carried by unanimous vote.

g. 3300 MAIN STREET DEVELOPMENT.

The Board reconvened into open session. Director Mitchell made a motion authorizing the hiring of a commercial real estate agent to market the sell of 3300 Main Street and report back to the Board at the February meeting. The motion was seconded by Director Williams, which carried by unanimous vote.

MIDTOWN AFFORDABLE HOUSING PROGRAM.

a. RESOLUTION AUTHORIZING AND RATIFYING ENTERING INTO CERTAIN REAL ESTATE CONTRACTS AND THE ACQUISITION OF CERTAIN PROPERTIES BY THE AUTHORITY.

Director Goren made a motion to approve the above-captioned resolution. The motion was seconded by Director Mitchell and carried by unanimous vote.

b. AFFORDABLE HOUSING PILOT PROJECT PHASE II .

Mr. Edwards reported that the second phase of the pilot project was progressing with permitting for 22 additional units. Director Briscoe made a motion to approve the Second Amended Memorandum of Understanding between Midtown and Project Row House. The motion was seconded by Director Goren. Director Mitchell abstained from the vote. The motion passed 6 For; 0 Against.

c. ONGOING AFFORDABLE HOUSING PROJECTS.

Todd Edwards reported that he and Mr. Thibodeaux had met with Enterprise Community Partners in November and will meet with them again in February to discuss a possible partnership in affordable housing.

ENGAGEMENT LETTER WITH BRACEWELL & GIULIANI LLP.

Director Goren made a motion to approve the Engagement of Bracewell & Giuliani LLP. The motion was seconded by Director Tran. Director Mitchell abstained. The motion passed 6 For; 0 Against.

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

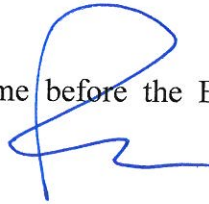
a. CONSULTATION WITH ATTORNEY (SECTION 551.071, TEXAS GOVERNMENT CODE);

- 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)

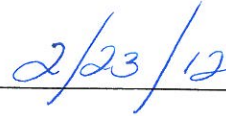
The Board conducted an executive session to discuss item g under "Midtown Capital Improvement Program" pursuant to Section 551.072, Texas Government Code. The Board reconvened into open session and action was taken on such item.

ADJOURNMENT

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



Pamela Tranpark, Secretary



Date