

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

February 22, 2018

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, February 22, 2018 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	Vacant	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, Thomas and Dudley.

Also in attendance were Kandi Schramm, Marlon Marshall, Todd Edwards, David Thomas, Araceli Rodriguez, Cynthia Alvarado, Michelle Ashton, Mark Sullivan, Jalisa Hurst, Amaris Salinas, Mechelle Phillips and Jonathan Smith of Midtown; Peggy Foreman of Burney and Foreman; Clark Lord of Bracewell LLP; Lee Ann Dixon and Rachel Rae of Walter P. Moore; Alex Ramirez of Design Workshop; Tim Buscha and Carol Harrison of IDS Engineering; Donald Arbeau of The Goodman Corporation; Alyssa Hill of CRI; Algenita Davis of CCPPI; Jennifer Curley of the City of Houston; Sharron Washington of Temenos CDC; Zack Martin of MCMD; Grant Georgia of Navigant Consulting; Brian Van Tubergen of University Village Civic Club; Sean Murphy of 2002 Blodgett Street; Ed Pettitt of Emancipation Economic Development Council and Midtown resident Allen Douglas.

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

PUBLIC COMMENTS

Brian Van Tubergen and Ed Pettitt made comments and asked questions regarding affordable housing, including how funds are spent, what type of housing is being considered and how the public can be consulted regarding the Authority’s Affordable Housing Program. Vice Chair Goren asked staff to visit with the speakers after the meeting to continue discussions and answer questions as appropriate.

CONSENT AGENDA FOR THE AUTHORITY:

- a. **MINUTES FOR JANUARY 25, 2018;**
- b. **MONTHLY FINANCIAL REPORTS FOR JANUARY 2018;**

- c. **INVOICES FROM TRUSTEE AND OPERATING ACCOUNTS FOR FEBRUARY 2018;**
- d. **RATIFY RESOLUTION FOR THE MIDTOWN REDEVELOPMENT AUTHORITY APPROVING THE MERGER OF THE MIDTOWN REDEVELOPMENT AUTHORITY 401(K) PROFIT SHARING PLAN AND TRUST INTO THE G & A PARTNERS, INC. MULTIPLE EMPLOYEE 401(K) PLAN.**

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

AGREED UPON PROCEDURES AUDIT FY 2017.

Alyssa Hill with CRI presented the Agreed Upon Procedures Audit for Fiscal Year 2017. Ms. Hill stated that the Authority reported that it had entered into construction and related contracts totaling approximately \$73 million for FY 2017. Auditors examined supporting documents for amounts paid for each contract for compliance with terms and accuracy. She noted that a \$70,598 overpayment occurred in fiscal year 2017; however this has been corrected by receipt of a refund check for the overpayment. Director Fenz made a motion to approve the Agreed Upon Procedures Audit for Fiscal Year 2017. The motion was seconded by Director Erwing. Following all discussion, the motion carried by unanimous vote.

MIDTOWN AFFORDABLE HOUSING PROGRAM

- a. **RESOLUTION;**

Director Odom 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. **UPDATE**

Todd Edwards shared pictures of the townhomes being developed by HOU Homes, Inc. and invited the Board to tour the model home in the coming weeks. He reported on the status of construction by Epic Homes and Mayberry Homes. He also reported that he is working with HBDI and Cole Klein Builders for the development of 10 new single family homes. Mr. Edwards reported that a meeting was held with the City of Houston, Council Member Boykins, and the Emancipation Economic Development Council to discuss mixed use affordable housing in the area around Emancipation Park. Director Fenz reported that the Authority is continuing to work on a systematic plan for the construction of more single family homes and multifamily housing including housing for seniors.

Mr. Edwards notified the Board that the Temenos CDC had submitted a request for an affordable housing grant in the amount of \$300,000.00. The request is to assist with a 15 unit project for permanent supportive housing designed to serve the homeless population of Houston specifically those who are chronically homeless and experiencing chronic substance abuse issues. He asked Board members to review the request and stated that it would be placed on the agenda at a future meeting for Board review and consideration.

CAYDON DEVELOPMENT AGREEMENT.

Marlon Marshall reported to the Board that the staff and attorneys are continuing to work on the agreement with Caydon and that once the document has been reviewed by all parties, staff will bring it back to the Board for review and approval.

PROPOSED DONATION OF LAND LOCATED AT LABRANCH AND ROSALIE INTERSECTION FOR USE AS PARK.

Mr. Marshall reported that no formal agreement has been reached at this time. Staff and attorneys will continue to review and will bring this matter back to the Board for consideration at a future Board meeting.

MIDTOWN CAPITAL IMPROVEMENT PROGRAM

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

Marlon Marshall reported that the Midtown Park is officially open and is being enjoyed daily by the public.

i. **MIDTOWN PARK**

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

Mr. Marshall noted that there were no change orders at this time. Staff is currently working with construction management team on project closeout documentation.

2. **APPROVE ADDITIONAL SERVICES REQUEST FOR CONSTRUCTION MANAGEMENT AND INSPECTION SERVICES (GARAGE) – TLC ENGINEERING, INC.**

This item is being pulled from the agenda and will be placed on a future agenda for consideration.

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

Mr. Marshall reported that there were no Change Orders at this time. He noted that park contractor is in the process of completing streetscape work along Travis Street. He advised the Board that Camden plans to open its leasing office and some of their units for occupancy soon and is currently working to obtain the

required Certificate of Occupancy. Mr. Marshall reported that the trim installation and surface preparation was completed for installation of the mosaic artwork on the berm wall in Midtown Park and that the artist and her team are currently installing the mosaic artwork.

ii. ENTRY PORTALS

Mr. Marshall reported that the team is currently waiting on CenterPoint connections at the Brazos location, revisions to the redesign at the Webster/Gray location and replacement light fixtures for those that malfunctioned during Hurricane Harvey at the St. Joseph Parkway location.

1. APPROVE CHANGE ORDERS – B & D CONTRACTORS

Director Erwing made a motion to approve Change Order #4 from B&D Contractors, Inc. for hardscape and landscape revisions for the Webster/Gary Entry Portal in the amount of \$5,441.55. The motion was seconded by Director Odom and carried by unanimous vote.

b. HCC CAPITAL PROJECTS - IDS ENGINEERS

i. HOLMAN STREET PEDESTRIAN ENHANCEMENTS

Mr. Marshall reported that the Holman Street project is officially complete but the Authority is still waiting for the City of Houston to give final approval for the traffic signals.

1. APPROVE CHANGE ORDERS – SER

No Change Orders at this time.

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

Mr. Marshall reported that the team is working with owners of Isabella Court, a historically designated property, to coordinate certain public right-of-way improvements adjacent to their property. The team is also working with METRO to explore the possibility of adding safety fencing along the esplanade. Mr. Marshall also reported that the iconic decorative lighting has been installed along a portion of Main Street.

i. APPROVE CHANGE ORDERS – SER

Marlon Marshall presented Change Order #10 in the amount of \$173,000.00 to add 14 additional lights on new poles and additional electrical meters and service. He explained that these 14 lights were included in the construction plan but were left out of the bid.

Director Erwing made a motion to approve Change Order #10 in the amount of \$173,000.00 to add 14 additional lights on new poles and additional electrical meters and service. The motion was seconded by Director Fenz. Following all discussion, the motion carried by unanimous vote.

d. CAROLINE STREET RECONSTRUCTION – ESPA/KCI

Mr. Marshall reported that the staff met with CenterPoint at the project site to discuss a potential 3 month delay which may be caused by the need to bracing or replace utility poles which are not aligned with underground utilities. He stated that the design team is reviewing the possibility of revising the waterline design to eliminate the utility conflicts discovered on site. The team will meet with City of Houston representatives to discuss the impact of proposed design changes and request an expedited review process. TXDOT has agreed to provide design assistance and has started work on the redesign of Traffic Control Plan to meet City of Houston design standards.

e. BAGBY/PIERCE STREET TRAFFIC STUDY – WALTER P MOORE

Lee Ann Dixon presented the Bagby/Pierce Street Traffic Study findings to the Board. Walter P. Moore and team will present these findings to the City of Houston and engage TxDOT to assist in determining the best solution to address safety concerns at the Bagby/Pierce intersection.

f. FTA GRANT PROGRAM – THE GOODMAN CORPORATION

Mr. Marshall reported that The Goodman Corporation has met with City of Houston representatives regarding needed improvements on Crawford and Tuam Streets and the potential for obtaining grant funds to pay a portion of the costs for such improvements. Mr. Marshall advised the Board that the City has a waterline project scheduled for these streets and that there may be an opportunity to work cooperatively with the City.

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