

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

**February 27, 2014**

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 27, 2014 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	Doug Erwing	7	Caton M. Fenz
3	Robert D. Sellingsloh	8	Giovanni Garibay
4	Pamela Ngo Castleman	9	Michelle A. Clayton Collier
5	Al Odom		

and all of the above were present with the exception of Directors Garibay, Castleman & Erwing.

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 Elizabeth Powell of the Midtown Management District; Barron F. Wallace and Katherine R. Milton of Bracewell & Giuliani LLP; Peggy Foreman of Burney and Foreman; Lee Anne Dixon and Bryan Brown of Walter P. Moore; Steven Spears of Design Workshop; Donna Capps & Jennifer Curley of the City of Houston; Karen Holler of Council Member David Robinson’s office and Larry Hunt of Hunt & Hunt Engineering.

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 JANUARY 30, 2014.**
- b. **MONTHLY FINANCIAL REPORT OF THE AUTHORITY FOR JANUARY 2014.**
- c. **INVOICES OF THE AUTHORITY FROM TRUSTEE AND OPERATING ACCOUNTS FOR FEBRUARY 2014.**
- d. **RENEWAL OF REAL ESTATE SERVICE AGREEMENT**
- e. **MATCH: MIDTOWN ARTS & THEATER CENTER HOUSTON GRANT DISBURSEMENT**

Matt Thibodeaux, Executive Director, presented the various items of the consent agenda and asked that item d. be removed at this time. Director Goren made a motion to approve the consent agenda items a. through c. and e. The motion was seconded by Director Taylor, which carried by unanimous vote.

## **REAL ESTATE ACQUISITION AND DEVELOPMENT**

The Board reconvened in Open Session, no action was taken at this time.

### **AMENDED ADMINISTRATIVE POLICIES AND PROCEDURES MANUAL.**

Barron Wallace of Bracewell & Giuliani LLP presented the Amended Administrative Policies and Procedures Manual noting two clarifications made in the amended Manual regarding project change orders procedures and authorization of the Executive Director to make recommendations for staff compensation. Following all discussion Director Goren made a motion to authorize the approval of the Amended Administrative Policies and Procedures Manual in final form as presented. The motion was seconded by Director Taylor, which carried by unanimous vote.

### **MIDTOWN AFFORDABLE HOUSING PROGRAM**

a. **RESOLUTION APPROVING ENTERING INTO CONTRACTS AND ACQUISITION AND SALE OF CERTAIN PROPERTIES BY THE AUTHORITY FOR AFFORDABLE HOUSING.**

Director Goren made a motion to approve the above captioned Resolution. The motion was seconded by Director Fenz, which was approved by unanimous vote.

b. **UPDATE ON AFFORDABLE HOUSING.**

Todd Edwards updated the Board on the new acquisitions, Epic Homes construction, and, ongoing discussions with ReWard Third Ward.

### **MIDTOWN CAPITAL IMPROVEMENT PROGRAM**

a. **PARKS AND GREENSPACE - WALTER P. MOORE**

i. **BALDWIN PARK / GLOVER PARK**

Mr. Marshall reported that Glover Park is near completion of the punch list items and should be complete within the next month.

ii. **MIDTOWN PARK**

Mr. Marshall reported that the contractor for Midtown Park continues working on the kiosk, dog park area and the park grounds. Tenant is working to wrap up the build out design and the lease should be signed in the next 30 to 60 days.

1. **Approve Change Orders**

No change order at this time.

**iii. SUPERBLOCK PARK**

Mr. Marshall reported that a Public Meeting had been held with approximately 50 in attendance and 750 responses to the online survey. 80% of those present and in the online survey responded positively towards the current proposed park design.

**b. CAROLINE STREET RECONSTRUCTION**

Mr. Marshall reported that the Caroline Street reconstruction plans are 100% complete and have been sent to TxDot. The team anticipates the construction contract to be let in May 2014.

**c. MAIN STREET MASTER PLAN – WALTER P. MOORE**

Staff and design team met with METRO to present and discuss the conceptual design for the Main Street Master Plan. METRO responded favorably to the conceptual design. Midtown's team will meet with METRO's Rail Safety team before proceeding with the full design. The total project cost is approximately \$5.5 million.

**i. APPROVE DESIGN SERVICES WORK ORDER**

Director Taylor made a motion to approve Design Services Work Order #2 in the amount of \$626,598 plus additional \$49,000 for contingencies. The motion was seconded by Director Odom, which carried by unanimous vote.

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

The City of Houston has returned comments on the 100% plans. The engineers will make adjustments to the plans based on the comments in the next 30 days.

**e. BRAZOS STREET RECONSTRUCTION – WALTER P. MOORE**

Walter P. Moore is currently working on the early design for Brazos Street and will present to the Board in a couple of months.

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

No report at this time.

## **ADMINISTRATIVE SERVICES**

Barron Wallace of Bracewell & Giuliani LLP presented the Administrative Services Agreements. The Financial Services Agreement is a short term contract with Mary Margaret Collier to assist in the preparation of budgetary reports for the Directors. The Capital Development Services Agreement with Sterling Associates is for the development of a capital campaign plan for Superblock Park.

- a. **FINANCIAL SERVICES AGREEMENT**
- b. **CAPITAL DEVELOPMENT SERVICES AGREEMENT**

Director Goren made a motion to approve both the Financial Service Agreement with Mary Margaret Collier in an amount not to exceed \$15,000.00 without further approval and the Capital Development Services Agreement with Sterling Associates in an amount not to exceed \$30,000.00 without further approval. The motion was seconded by Director Taylor, which carried by unanimous vote.

## **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 conducted an executive session to discuss Item 4. pursuant to Section 551.072, Texas Government Code. The Board then reconvened into open session. A Certified Agenda has been prepared to address these issues. No action was taken on the items discussed.

## **PUBLIC COMMENTS**

None.

**ADJOURNMENT**

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



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Pamela N. Castleman, Secretary

4/10/14

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Date