

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

**June 28, 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, June 28, 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	Camille Foster	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 Thomas and Foster.

Also in attendance were Kandi Schramm, Sally Adame; Marlon Marshall, Todd Edwards, David Thomas, Jalisa Hurst, Amaris Salinas, Mechelle Phillips and LaMorris McClendon of Midtown; Barron Wallace of Bracewell LLP; Peggy Foreman of Burney and Foreman; LeeAnne Dixon of Walter P. Moore; Tim Buscha of IDS Engineering; Barry Goodman & Mariana Raschke of The Goodman Corporation; Alex Ramirez of Design Workshop; Roberto Burroughs, Algenita Davis, Angie Gomez, Joy Fitzgerald, Susanne Kartze & Robert Bradford of CCPPI; Jeri Brook and Chelbi Mims of One World Strategy Group; Jon Ward and Giovanni Pena of Kirksey; Jennifer Curley of the City of Houston; Jackie Swindle of Houston Community College; Kristin Blomquist of Masterson Advisors and Grant Georgia of Navigant Consulting, Inc.

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

**PUBLIC COMMENTS**

There were no public comments at this meeting.

**BLOCK 442 DEED AMENDMENT.**

Matt Thibodeaux, Executive Director, reported the Agreement between the Midtown Redevelopment Authority and Rice University for the purchase of Block 442 showed listed permitted uses of the property did not include parking of motor vehicles. Currently Rice University is requesting to amend the deed to include motor vehicle parking on Block 442. Director Dudley made a motion to authorize an attorney to amend the deed for Block 442 to include motor vehicle parking. The motion was seconded by Director Fenz and carried by unanimous vote.

**CONSENT AGENDA FOR THE AUTHORITY:**

- a. **MINUTES FOR MAY 31, 2018;**
- b. **MONTHLY FINANCIAL REPORTS FOR MAY 2018;**
- c. **INVOICES FROM TRUSTEE AND OPERATING ACCOUNTS FOR JUNE 2018;**
- d. **APPROVE PAYMENT OF GRANT PROCEEDS TO TEMENOS CDC;**

- e. **A.O. PHILLIPS CONTRACT EXTENSION;**
- f. **ANNUAL RENEWAL OF PROFESSIONAL SERVICES AGREEMENT WITH WALTER P MOORE.**

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

**MIDTOWN AFFORDABLE HOUSING PROGRAM**

- a. **RESOLUTION;**

Director Erwing 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. **CCPPI**

- i. **CONSULTANT AGREEMENT**

Barron F. Wallace of Bracewell LLP reported on the completion of the three phases of the Agreement between the MRA and CCPPI for Planning and Development. Mr. Wallace noted that the final and permanent document of the Report of the Planning and Development Grant Agreement was completed. In order to continue with the construction of the project the CCPPI consultants would need to enter into an amended agreement. Director Fenz made a motion to authorize the attorneys to draft an Amended Consultant Agreement between MRA and CCPPI for finalization in July. The motion was seconded by Director Dudley.

- ii. **OPERATIONS CENTER DEVELOPMENT AGREEMENT**

Upon entering into Open Session, Director Fenz made a motion to authorize counsel to work with CCPPI to draft an Operations Center Development Agreement. The motion was seconded by Director Odom, which carried by unanimous vote.

- c. **AFFORDABLE HOUSING DEVELOPMENT UPDATE.**

There was no report given at this meeting.

**MIDTOWN CAPITAL IMPROVEMENT PROGRAM**

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

Marlon Marshall reported that Camden is continuing to lease units at the apartment complex adjacent to Midtown Park and that some residents have moved in to the apartment units. The Camden project is anticipated to be completed in late summer. He also reported that Camden is working to remove its equipment and materials removal from their mobilization area in the Front 90 so that the Park Contractor can complete its work on the Front 90.

i. **MIDTOWN PARK**

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

Mr. Marshall stated that there were no change orders at this time.

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

Mr. Marshall presented Change Order #28 a deduct in the amount of \$44,958.14 for landscape modifications at the dog run, replacement of food truck electrical outlet receptacles, art wall lighting cables B-Cycle concrete pad and dog run fence modifications. Director Dudley made a motion to approve a Change Order #28 deduct in the amount of \$44,958.14. The motion was seconded by Director Odom and carried by unanimous vote.

ii. **ENTRY PORTALS**

No report was given on Entry Portals at this meeting.

**APPROVE CHANGE ORDERS – B & D CONTRACTORS**

Mr. Marshall stated that there were no change orders to be presented at this time.

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

i. **HOLMAN STREET PEDESTRIAN ENHANCEMENTS**

No report was given on this item at this meeting.

1. **APPROVE CHANGE ORDERS – SER**

There were no change orders for Holman Street presented at this time.

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

No report was given on this item at this meeting.

i. **APPROVE CHANGE ORDERS – SER**

There were no change orders to be presented for Main Street at this time.

d. **CAROLINE STREET RECONSTRUCTION – ESPA/KCI**

Mr. Marshall reported that progress does continue with TxDOT and the City of Houston to address the Traffic Control Plan (TCP). Work continues with design and construction management teams to track and respond to submittals provided by contractor.

**APPROVE CHANGE ORDERS**

Director Odom made motion to approve Change Order #1 in the amount of \$167,756.75 for delay of start compensation from 9/11/17 – 1/31/18 due to time suspension to resolve TCP and utility pole conflicts; #2 in the amount of \$14,817.68 for temporary traffic signals as required by revised TCP; #3 in the amount of \$83,599.64 for waterline revisions due to utility pole conflicts and #4 in the amount of \$4,863.80 for manhole modifications due to waterline revisions. The motion was seconded by Director Erwing and carried by unanimous vote.

**BAGBY/PIERCE STREET TRAFFIC SIGNAL – WALTER P MOORE**

Mr. Marshall reported Walter P. Moore would be providing services for the Bagby/Pierce Street Traffic Signal that would include traffic signal design, coordination with the City of Houston, document preparation and bid phase services, construction phase services, TDLR review and inspection and survey for an amount not to exceed \$63,720.00.

**APPROVE WORK ORDER FOR DESIGN SERVICES – WALTER P MOORE**

Director Erwing made a motion to approve the Work Order #18 for the Bagby/Pierce Traffic Signal Design in an amount not to exceed \$63,720.00. The motion was seconded by Director Odom and carried by unanimous vote.

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

**RESOLUTION BY AND BETWEEN MIDTOWN MANAGEMENT DISTRICT AND MIDTOWN REDEVELOPMENT AUTHORITY AUTHORIZING THE FILING OF APPLICATIONS RELATED TO MULTI-MODAL IMPROVEMENTS ALONG ALABAMA STREET AND CRAWFORD STREET FOR DISCRETIONARY TRANSPORTATION FUNDING WITH THE HOUSTON-GALVESTON AREA COUNCIL.**

Barry Goodman of the Goodman Corporation and Peggy Foreman of Burney and Foreman presented the Joint Resolution captioned above. Director Fenz made a motion to approve the above captioned Resolution. The motion was seconded by Director Erwing 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 did not conduct an executive session at this meeting.

**ADJOURNMENT**

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



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Pamela N. Castleman, Secretary

8/3/2018

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Date