

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

June 29, 2017

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 29, 2017 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	Robert D. Sellingsloh	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 and Thomas.

Also in attendance were Matt Thibodeaux, Kandi Schramm, Marlon Marshall, Todd Edwards, David Thomas, Araceli Rodriguez, Michelle Ashton, Mark Sullivan, Jalisa Hurst, Amaris Salinas, TaMarr Daniels and Jonathan Smith of Midtown; Peggy Foreman of Burney and Foreman; Barron F. Wallace of Bracewell LLP; Edwin Friedrichs and Rachel Ray of Walter P. Moore; Amy Hurbert of Design Workshop; Mechelle Phillips of One World Strategy Group; Anderson Stoute of TIRZ #7; Mariana Raschke of The Goodman Corporation; M D Marshall and Ewin Brown of HBDI; Roberta Burroughs and Algenita Scott Davis of CCPPI; Eoles Whittaker of State Representative Coleman’s Office; Jennifer Curley & Gary Hill of City of Houston; Angelia Cox and Allison Hay of Habitat for Humanity; Derrick LeRue of Caydon; Harry Klein of Cole Klein Builders; Lindsey Kellam, Intern with Wilson, Cribbs & Goren; Kent Collins, Carl Darus & Chris Spellman of Centro Partners, LTD; and Michael and Cynthia Aceves-Lewis, Kristy Bridges and Jim Honey, Midtown Residents.

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

PUBLIC COMMENTS

Michael Lewis commented that he has lived in the neighborhood for 18 years and has some concerns about the current safety of certain areas, which resulted from the occurrence of an encounter his son experienced. He inquired as to the plan for redevelopment of the Fannin Corridor and whether the Authority was working with any other non-profits in the area to assist in this matter. Cynthia Aceves-Lewis, wife of Michael Lewis, commented in support of Mr. Lewis’ comments. She reported that she has shared information regarding the incident involving their son with the MMD Public Safety committee meeting and at the South Central monthly PIP meeting. Ms. Lewis stated that the Greyhound area is of particular concern. She asked whether the Authority could use it’s affordable housing funds to assist in addressing with public safety issues and quality of life concerns.

Chairman Sellingsloh advised that the Caroline Street project will be moving forward in the next few months and that development efforts are underway for the tract Main Street at Anita, which may encourage further development on the East side of Main Street. He also reported that the Authority has worked with the City to use a portion of the Municipal Services Funds to help with public safety related costs in Midtown. pay for . Mr. Sellingsloh also stated that the Authority has Eastside incentives have been offered to developers, but as of yet, no developers have accepted.

Jim Honey commented that he believes the Mayor's Plan on Homelessness is currently ineffective. He stated that he would like to see the Mayor take greater action and would like the Authority to contact the Mayor to see what can be done to assist. He would also like to see more residents on the Board of Directors.

e public comments.

CONSENT AGENDA FOR THE AUTHORITY:

- a. **MINUTES FOR JUNE 1, 2017;**
- b. **MONTHLY FINANCIAL REPORT FOR MAY 2017;**
- c. **INVOICES FROM TRUSTEE AND OPERATING ACCOUNTS FOR JUNE 2017.**

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

THE MIDTOWN" MIXED-USE DEVELOPMENT PRESENTATION – CAYDON

Marlon Marshall introduced Derrick LeRue of Caydon, 2815 Fannin Street. Director Goren abstained from any and all discussions and votes regarding the Caydon project. Mr. LeRue announced that Caydon's US operations will be located in Houston, Texas. He reported that they have demolished the old MHMRA building at 2850 Main Street and that the anticipated project for that site will have retail at street level and 357 rental apartment units, a ½ acre park for residents and visitors, a 27th floor Sky Bar and a spine from the ground floor to the roof of the building that could draw attention to the project and to Midtown Park. The Drew Street side of project with restaurants and other public amenities could act as an entrance activating the walkway into Midtown Park. Mr. LeRue asked the Board of Directors to consider a \$9 million developer reimbursement for commercial level infrastructure, with approximately 40% for commercial electrical infrastructure, 40% for Drew Street infrastructure and entrance way improvements and 20% for administrative costs including project management, legal and other professional services. Following all discussion, the Board agreed to have attorneys and staff review and negotiate a Developer Agreement to bring back before the Directors for consideration.

MPC UPDATE – MIDTOWN, BAGBY, BALDWIN & GLOVER PARKS PROGRAMING.

Vernon Williams reported to the Board that MPC (Midtown Parks Conservancy) would report quarterly on the general operations such as Ricco's, Midtown Garage,

SeeClickFix, restaurant in Midtown Park and etc. He introduced the staff for MPC. Amaris Salinas, MPC's Marketing and Parks Programming Manager gave details of the events that would be taking place in Bagby, Baldwin & Glover Parks. She announced that the team has updated the graphics, yard signs, flyers, calendars and Facebook for all of the events such as Live at Lunch, Yappy Hour, Wine Down and Second Sundays in Baldwin Park. She reported that PetSmart is interested in getting involved and sponsoring Yappy Hour.

MIDTOWN AFFORDABLE HOUSING PROGRAM

a. REAL ESTATE RESOLUTION

Director Goren 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. AMENDMENT TO DEVELOPMENT AGREEMENT WITH HABITAT FOR HUMANITY;

Peggy Foreman of Burney and Foreman reported that in October 2016 the Board approved a Development Agreement with Habitat for Humanity for 6 single family units to be constructed at 0 Schroder Street. She explained that Habitat is asking that the Board amend the agreement to grant an additional 365 days to complete construction and amend the Special Warranty Deed to modify the terms of the restrictive covenants of continuous ownership and occupancy by a qualified homebuyer during the affordability period. Ms. Foreman explained that changes in verbiage was needed to allow flexibility to Habitat in the event of default by a qualified homebuyer. Ms. Foreman stated that it is Habitat's policy to foreclose on the lien in the event of default during the affordability period, take back ownership of the property and thereafter either rent or sell the property to another qualified homebuyer and that the change in verbiage addressed the period of ownership, if any, by Habitat for Humanity. Director Odom made a motion to authorize the amendment to the Development and Purchase Agreement with Habitat for Humanity. The motion was seconded by Director Erwing. Following all discussion, the motion carried by unanimous vote.

c. CCPPI COMPREHENSIVE REPORT

Todd Edwards introduced Roberta Burroughs and Algenita Scott Davis of CCPPI. Director Fenz has been working closely with CCPPI on the Comprehensive Report and offering guidance and assistance.. Ms. Burroughs gave a summary of the comprehensive report noting that the area being planned consisted of 10 square miles and is divided into 7 sections. She stated that the Report has relied on the CDS Market

Study in order to reach certain conclusions and as the basis for some of the recommendations. Ms. Burroughs emphasized that infrastructure was a very important component of the effort.

d. **UPDATE ON AFFORDABLE HOUSING PROGRAM**

Mr. Edwards gave an update on the status of construction for HBDI showing pictures of a completed home at 6319 Beckham.

MIDTOWN CAPITAL IMPROVEMENT PROGRAM

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

i. **MIDTOWN PARK**

GARAGE CHANGE ORDERS – CAMDEN

Marlon Marshall reported that Camden has begun work to replace the pavilion lid. It is anticipated that the work will be completed in approximately 3 weeks. They will keep a portion of the garage open for business while the pavilion lid replacement is moving forward. Discussions are taking place with Camden, attorneys, design team and staff regarding issuing credits via change orders and issuing credits for delays and replacement of the pavilion lid.

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

PARK CHANGE ORDERS – MILLIS.

Mr. Marshall reported that work continues to move forward on the bayou and calm pool, rain fountain, granite pavers and irrigation. He anticipates substantial completion in August 2017.

Director Erwing made a motion to approve Change Order #19 in the amount of \$79,698.23 for design modifications to the bayou piers, additional backfill over garage lid; berm guardrail post modification; guard rail extension at elevator; calm pool reinforcement; bus stop modification and Change Order #20 in the amount of \$53,377.82 for storm drainage modification and concrete foundation installations for playground sculpture art work which will be reimbursed by Midtown Parks Conservancy. The motion was seconded by Director Odom. Following all discussion, the motion carried by unanimous vote.

ii. **ENTRY PORTALS**

Mr. Marshall reported that construction on the Entry Portals is continuing.

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

i. **HOLMAN STREET PEDESTRIAN ENHANCEMENTS**

Mr. Marshall reported that the Holman Street project is waiting on required bike and parking signage changes from the City of Houston. Once they are approved and installed the project will be closed out.

APPROVE CHANGE ORDERS – SER

There were no change orders for this meeting.

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

Mr. Marshall reported that the contractor has started on demolition and sidewalk installations on west blockfaces between Webster and McGowen. He reported that the team met with METRO to continue discussions regarding their participation in the amount of \$236,000 to cover costs resulting from METRO's deferred maintenance in the medians. METRO has asked the TIRZ's to maintain the median for 7 years. METRO has not approved participation at will time, but the team is hopeful that they will participate.

i. **APPROVE CHANGE ORDERS - SER**

Director Odom made a motion to approve Change Order #6 in the amount of \$252,815.49 for median railing, mounting brackets for light modifications, median work performed at night as required by METRO. The motion was seconded by Director Erwing and carried by unanimous vote.

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

Mr. Marshall reported that we are waiting on authorization from TxDOT to proceed. Construction is expected to begin in late 2017.

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

No report was given at this time.

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