

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

**July 30, 2015**

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, July 30, 2015 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	Brandon Dudley	6	Abe Goren
2	Doug Erwing	7	Caton M. Fenz
3	Robert D. Sellingsloh	8	Vacant
4	Pamela Ngo Castleman	9	Jeremy Ratcliff
5	Al Odom		

and all of the above were present with the exception of Directors Odom and Fenz.

Also in attendance were Matt Thibodeaux, Kandi Schramm, Marlon Marshall, Todd Edwards, Vernon Williams, Araceli Rodriguez and Theresa Gilmore of the Authority; Cynthia Alvarado and Elizabeth Powell of the Midtown Management District, Clark Lord of Bracewell & Giuliani LLP; Peggy Foreman of Burney and Foreman; Steven Spears of Design Workshop; Tim Buscha and Carol Harrison of IDS Engineering Group; Edwin Friedrichs, Lee Anne Dixon and Brian Lozano of Walter P. Moore; Jennifer Curly of the City of Houston; Jeri Brooks and Mechelle Phillips of One World; Tom Mitsch of Wilson, Cribbs & Goren; Betty Brown and Eva Loreda of Houston Community College; Gary Bernard of 2016 Main; Theola Petteway of Almeda/OST Redevelopment Authority; Jim Webb of the Goodman Corporation; Laolu Davies of Five Woods and Larry Hunt of Hunt's 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 JUNE 25, 2015;**
- b. **MONTHLY FINANCIAL REPORT OF THE AUTHORITY FOR JUNE 2015;**
- c. **INVOICES OF THE AUTHORITY FROM TRUSTEE AND OPERATING ACCOUNTS FOR JULY 2015.**
- d. **ANNUAL RENEWAL OF INSURANCE POLICIES.**
- e. **ANNUAL RENEWAL OF PROFESSIONAL SERVICES AGREEMENT WITH WALTER P MOORE.**

Matt Thibodeaux, Executive Director, presented the various items of the consent agenda. Director Goren made a motion to approve the consent agenda items a. through e. The motion was seconded by Director Ratcliff, which carried by unanimous vote.

## **MIDCORP**

### **a. MANAGEMENT AND MAINTENANCE AGREEMENT.**

Clark Lord and Peggy Foreman reported that the MIDCorp Management and Maintenance Tri-Party Agreement between the Redevelopment Authority, the Management District and MIDCorp was completed. The Agreement defines the legacy projects and future projects and includes a Repair and Replacement Fund and commenced July 1, 2015.

### **b. OPERATING AGREEMENT.**

Ms. Foreman reported that the Operating Agreement between the Redevelopment Authority and MIDCorp would permit MIDCorp to act as an independent contractor to operate, manage, maintain and repair the public improvements for a term of 40 years with two, 20-year renewals. MIDCorp would collect an annual management fee of \$250,000.00 from the Authority.

Director Goren made a motion to approve the Operating Agreement between the Redevelopment Authority and MIDCorp. The motion was seconded by Director Erwing, 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 Castleman made a motion to approve the above captioned Resolution. The motion was seconded by Director Ratcliff, which was approved by unanimous vote.

### **b. UPDATE ON AFFORDABLE HOUSING PROGRAM.**

Mr. Edwards reported that Epic Homes had purchased some additional property from the Authority at a reduced rate and had begun the construction of several affordable housing single family homes. He noted that Epic Homes had set the bar high on the quality of the affordable housing.

## **MIDTOWN CAPITAL IMPROVEMENT PROGRAM**

### **A. PARKS AND GREENSPACE - WALTER P. MOORE/DESIGN WORKSHOP**

#### **i. BAGBY PARK (MIDTOWN PARK)**

Mr. Marshall reported that the Bagby Park kiosk tenant originally anticipated being open at the end of June, but now anticipates opening in August 2015 since they had to reapply for their liquor license due to an error on the application. Staff is working to reschedule a Bagby Park Grand Opening for September 11, 2015.

#### **ii. MIDTOWN PARK (SUPERBLOCK PARK)**

Mr. Marshall reported that a sufficient amount of contaminated soils had been discovered underground at Midtown Park. Staff is working with Camden and Ska Consultants to remove the contaminated soils. The construction is currently on schedule.

##### **1. APPROVE GARAGE CHANGE ORDER – CAMDEN.**

Mr. Marshall presented Change Order #3 as a deduct for parking equipment in the amount of \$222,692.43; #4 Paperwork; #5 29 day extension due to rain and #6 removal of bell bottom piers in the amount of \$17,682.00.

Director Castleman made a motion to approve Change Orders #3 - #6 as presented. The motion was seconded by Director Goren and was approved by unanimous vote.

#### **iii. Professional Services Agreement – Design Workshop**

Director Ratcliff made a motion to approve Professional Services Agreement for Design Workshop for planning work for an annual amount of \$30,000.00. The motion was seconded by Director Goren and was approved by unanimous vote.

### **B. CAROLINE STREET RECONSTRUCTION – ESPA CORP/KCI**

Mr. Marshall reported that staff and the engineer team will meet with the City of Houston on August 13, 2015 and anticipates that the City will continue to move forward with asking Public Works for \$3.6 million additional funding for the requested upgrades to the project.

### **D. HCC CAPITAL PROJECTS - IDS ENGINEERS**

#### **i. HOLMAN STREET PEDESTRIAN ENHANCEMENTS**

Mr. Marshall reported that the team will rebid the Holman Street Pedestrian Enhancements in August 2015.

2. APPROVE ADDITIONAL SERVICES REQUEST FOR BIDDING / CONSTRUCTION ADMINISTRATION SERVICES – HCC.

No action was the item listed above.

E. FTA GRANT PROGRAM – THE GOODMAN CORPORATION

Jim Webb with The Goodman Corporation reported that of the 3 projects submitted for awarding of grant funding only Main Street was rated #2 for \$2.3 million in grant funds. The awards should be determined sometime in September or October of 2015.

RESOLUTION AUTHORIZING THE AUTHORITY TO ENTER INTO A REAL ESTATE CONTRACT.

Todd Edwards presented a resolution authorizing the Authority to enter into a real estate contract for the purchase of the property located at 2101 Travis which is adjacent to Block 442.

Director Erwing made a motion to approve the Resolution to Authorize the Authority to Enter into a Real Estate Contract. The motion was seconded by Director Goren 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 at this meeting for Consultation with Attorney (Section 551.071, Texas Government Code). The board reconvened into Open Session whereupon no action was taken. A Certified Public Agenda of Closed Meeting has been prepared.

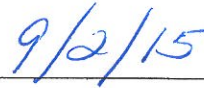
There were no public comments.

**ADJOURNMENT**

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



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Pamela N. Castleman, Secretary



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Date