

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

August 29, 2013

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, August 29, 2013 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	Billy Briscoe
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 Castleman and Taylor.

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 Milton of Bracewell & Giuliani LLP; Peggy Foreman of Burney and Foreman; Edwin Friedrichs and Lee Anne Dixon, of Walter P. Moore; Steven Spears of Design Workshop; Jennifer Curley of the City of Houston; Jordon Witherspoon of Asia Society; Keeley Megarity of Claremont Property Company; Jim Webb of The Goodman Group; Theola Petteway of the OST / Almeda TIRZ; Fred Lucille of Image Builders; Justin Patchen, Avi Ron and Daniel Ron of Urban Meridian Group; Peter Sterling of Epic Homes and Justin Gardiner, a Midtown resident.

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 JULY 26, 2013.**
- b. MONTHLY FINANCIAL REPORT OF THE AUTHORITY FOR JUNE AND JULY 2013.**
- c. INVOICES OF THE AUTHORITY FROM TRUSTEE AND OPERATING ACCOUNTS FOR AUGUST 2013**

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

ACCEPT INVESTMENT REPORT FOR QUARTER ENDING JUNE 30, 2013.

Mr. Thibodeaux presented the Investment Report for Quarter ending June 30, 2013. Director Goren made a motion to accept the Investment Report for quarter ending June 30, 2013. The motion was seconded by Director Briscoe, which carried by unanimous vote.

ELECTION OF VICE-CHAIR.

Director Collier made a motion to nominate Director Goren as Vice-Chair of the Midtown Redevelopment Authority/TIRZ #2. The motion was seconded by Director Biscoe, which carried by unanimous vote.

FISCAL YEAR 2014 CONTRACT REVENUE BONDS.

No report or action was taken on this item.

DEVELOPMENT AND REAL ESTATE STRATEGIC PLAN AND INITIATIVES.

The Board convened into executive session to discuss items pursuant to Section 551.072 of the Texas Government Code, as amended to deliberate regarding real estate property. A brief update was given on the Super Block Land Exchange and Developer Agreement and the Block 442 Agreement. Upon returning to open session no action was taken on these items.

- a. **LAND EXCHANGE AGREEMENT AND DEVELOPMENT AGREEMENT FOR SUPERBLOCK**
- a. **RATIFY BLOCK 442 AGREEMENT**
- b. **OPTION AGREEMENT**

MIDTOWN AFFORDABLE HOUSING PROGRAM.

- a. **RESOLUTION APPROVING ENTERING INTO CONTRACTS AND ACQUISITION 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 Collier and carried by unanimous vote.

- b. **LETTER OF INTENT REGARDING 2806 DOWLING.**

Mr. Edwards presented the Letter of Intent from the City of Houston to acquire the property located at 2806 Dowling Street, Houston, TX 77004 for an amount not to exceed \$104,835.00. Theola Petteway, Executive Director of the OST/Almeda TIRZ gave a brief history of the property located in the Third Ward area adjacent to Emancipation Park. Director Garibay made a motion to accept the Letter of Intent from the City of Houston and authorize attorneys to prepare a Purchase and Sale

Agreement for the property located at 2806 Dowling Street, Houston, Tx 77004. The motion was seconded by Director Goren, which carried by unanimous vote.

c. SINGLE FAMILY DEVELOPMENT PROPOSAL.

Mr. Edwards introduced Mr. Peter Sterling of Epic Homes. Epic Homes has presented a proposal to provide single family affordable housing in the Third Ward by working in conjunction with the Authority's Affordable Housing Project. Epic Homes is requesting assistance for 5 properties owned by the Authority through either a grant or a reduced purchase price. Director Goren made a motion to authorize staff and attorneys to engage in negotiations with Epic Homes for single family affordable housing in Third Ward. The motion was seconded by Director Biscoe and carried by unanimous vote.

d. AFFORDABLE HOUSING DEVELOPMENTS.

Mr. Edwards gave a brief over view of Harris County Housing Authority's Permanent Supportive Housing proposed multi-family development, an update on Re-Ward Third Ward and ongoing progress of land acquisitions.

MIDTOWN CAPITAL IMPROVEMENT PROGRAM

a. BAGBY STREET RECONSTRUCTION - WALTER P. MOORE

Marlon Marshall reported that the project was complete with the exception of a few punch list items and relocation of a couple of utility poles by Center Point. A completion event is being discussed for early October with the Mayor's office.

b. PARKS AND GREENSPACE - WALTER P. MOORE

i) BALDWIN PARK / GLOVER PARK
1. APPROVE CHANGE ORDER

Baldwin Park is substantially complete with Glover Park approximately 60 days from completion.

ii) MIDTOWN PARK
1. APPROVE CHANGE ORDER

Construction of Midtown Park has been delayed awaiting a variance request for the kiosk location. The contractor working on the Park anticipates the park and kiosk to be completed in mid-October.

iii) **MIDTOWN STREET ENHANCEMENTS**

1. **APPROVE DESIGN SERVICES WORK ORDER**

Mr. Marshall presented a Work Order from Walter P. Moore for Design Services for Main Street Enhancements in the amount not to exceed \$78,465.00. Director Erwing made a motion to approve the Walter P. Moore Work Order for Design Services of Main Street Enhancements in the amount not to exceed \$78,465.00. The motion was seconded by Director Goren, which carried by unanimous vote.

Steven Spears of Design Workshop presented to the Board the conceptual design for the Super Block Main Street Enhancement.

c. **GRAY STREET PEDESTRIAN ENHANCEMENTS – CLARK CONDON ASSOCIATES**

Mr. Marshall reported that the contractor is working on the punch list for the Gray Street Pedestrian Enhancements.

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

Mr. Marshall reported that it is anticipated that the plans will be approved by the City of Houston and the project will go out for bid in January 2014.

e. **CAROLINE STREET IMPROVEMENTS**

The plans for Caroline Street Improvements are 100% complete and the team has met with TxDot to set a target date of January 2014 to begin the project.

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

Staff has met with The Goodman Corporation to discuss future grant opportunities.

g. **3300 MAIN**

3300 Main has been secured to respond to various matters.

CENTRAL BANK BUILDING DEVELOPMENT AND 380 AGREEMENT

Phillip Franshaw, consultant to the Authority introduced Claremont Properties, the developer for Central Bank Building. Claremont Properties is requesting to enter into a Development Agreement with the Authority to reimburse itself for certain public improvements in an amount reflecting the costs of the public plaza. The Board further discussed this item in Executive Session.

Upon reconvening in open session, Director Goren made a motion to authorize staff, consultant and counsel to prepare a Development Agreement consistent with the term sheet presented to the Board, for final approval at the September Board meeting. The motion was seconded by Director Erwing which carried by unanimous vote.

HOUSTON MUSEUM OF AFRICAN AMERICAN CULTURE

This item was tabled for this meeting.

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 Items 7a and 10 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.

PUBLIC COMMENTS

None.

ADJOURNMENT

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



Pamela N. Castleman, Secretary

10/31/13

Date