

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

September 26, 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, September 26, 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	Harold A. Odom		

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

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; Clark Lord of Bracewell & Giuliani LLP; Peggy Foreman of Burney and Foreman; Edwin Friedrichs, Jeremy Rocha and Lee Anne Dixon, of Walter P. Moore; Steven Spears and Phillip Koske of Design Workshop; Jennifer Curley of the City of Houston; Jim Webb and Bryan Brown of The Goodman Group; Monte Large of Urban Deal; Kathleen Ellison of Norton Rose Fulbright; Drew Masterson of First Southwest Company; Bill Franks of Oxberry Group; Alyssa Hill of Gainer Donnelly and Katy Odom of Wilson, Cribbs & Goren.

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 AUGUST 29, 2013.**
- b. **MONTHLY FINANCIAL REPORT OF THE AUTHORITY FOR AUGUST 2013.**
- c. **INVOICES OF THE AUTHORITY FROM TRUSTEE AND OPERATING ACCOUNTS FOR SEPTEMBER 2013.**

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

APPROVE FINANCIAL AUDIT FOR FISCAL YEAR 2013

Alyssa Hill of Gainer Donnelly presented the Financial Audit for the Fiscal Year ending June 30, 2013 noting that the report was clean and unmodified. Director Erwing made a motion to approve the Financial Audit for the Fiscal Year ending June 30, 2013. The motion was seconded by Director Collier, which carried by unanimous vote.

DEVELOPMENT AND REAL ESTATE STRATEGIC PLAN AND INITIATIVES.

a. LAND EXCHANGE AGREEMENT AND DEVELOPMENT AGREEMENT FOR SUPERBLOCK.

Clark Lord of Bracewell & Giuliani LLP reported that the terms for the Land Exchange and Development Agreement for the Superblock are progressing forward and anticipate bringing before Board next month.

b. PURCHASE AND SALE AGREEMENT.

No discussion on this item.

c. 3300 MAIN.

No discussion on this item.

MIDTOWN AFFORDABLE HOUSING PROGRAM.

a. HOUSING DEVELOPMENT PROPOSALS.

Todd Edwards reported that attorneys are working on an Agreement with Epic Homes for a housing development to bring before the Board at the next meeting. Mr. Edwards reported that discussions are continuing with Harris County regarding their request to purchase Midtown's property at Live Oak & Gray for a 62 unit Single Room Occupancy facility. All of the Phase II Pilot Program 22 units are leased except for 3.

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 The Press Conference and Reception have been scheduled for October 10, 2013.

b. PARKS AND GREENSPACE - WALTER P. MOORE

i) BALDWIN PARK / GLOVER PARK

1. APPROVE CHANGE ORDER

Baldwin Park is complete with Glover Park approximately 30 days from completion.

ii) **MIDTOWN PARK**
1. APPROVE CHANGE ORDER

Construction of Midtown Park is moving along with the contractor working on the Park anticipating the park and kiosk to be completed in late November.

iii) **SUPERBLOCK PARK**
1. APPROVE AMENDMENT TO DESIGN SERVICES WORK ORDER

Steven Spears of Design Workshop and Bryan Lozan with Walter P. Moore presented to the Board the design for the Super Block Park which included a bayou, pavilion with water feature and a restaurant at the corner of Travis and McGowen.

Director Goren made a motion to Approve Amendment to Design Service Work Order to extend through the completion of the project for a total contract amount not to exceed \$2,149,300.00. The motion was seconded by Director Erwing, which carried by unanimous vote.

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

Mr. Marshall reported that the final inspection for the Gray Street Pedestrian Enhancements was scheduled for this week.

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**

TxDot had a few comments on the plans for Caroline Street Improvements and once those concerns are met a target date of January 2014 to begin the project.

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

Bryan Brown with The Goodman Corporation gave a presentation on current and future grant opportunities including planning, funding and implementation.

CENTRAL BANK BUILDING DEVELOPMENT AND 380 AGREEMENT

This item was tabled until next month.

RESOLUTION APPROVING REFINANCING OF 4807 CAROLINE STREET

The Board reconvened into open session. Director Goren made a motion to approve the Resolution Approving Refinancing and 4807 Caroline Street. 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 conducted an executive session to discuss Items 9 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