

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

**September 28, 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, September 28, 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, Thomas & Dudley.

Also in attendance were Matt Thibodeaux, Kandi Schramm, Marlon Marshall, Todd Edwards, David Thomas, Cynthia Alvarado, Araceli Rodriguez, Michelle Ashton, Mark Sullivan, Jalisa Hurst, Amaris Salinas, and Jonathan Smith of Midtown; Peggy Foreman of Burney and Foreman; Barron F. Wallace of Bracewell LLP; Alyssa Hill of Carr, Riggs & Ingram; Maya Ford & Jacobi Ford of FordMomentum; Kent Collins of Centro; Edwin Friedrichs & Brian Lozano of Walter P. Moore; Alex Ramirez of Design Workshop; Mechelle Phillips of One World Strategy Group; Jim Webb of The Goodman Corporation; Carol Harrison of IDS Engineering; Algenita Scott Davis, Roberta Burroughs, Angie Gomez, Annette Bracey, & Robert Bradford of CCPPI; Erin Brown of Houston Business Development Inc.; Eoles Whittaker of State Representative Coleman’s Office; Theola Petteway of OST/Alameda TIRZ; Joel Alba of City of Houston; Kristin Blomquist & Larry Bryd of First Southwest Company; Jeremy Rocha of Walker Parking; Vanessa Cole of Cole Klein Builders; Clayton Trice, Intern with Wilson, Cribbs & Goren; Gary Bernard of 2016 Main; Tom Mercer of JTM Development; Reverend Queen of Tenemos Community Development Corporation and Aaron Love & Brian Van Tubergen of University Village Civic Club, Thomas Wang, Midtown Resident.

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

**PUBLIC COMMENTS**

Aaron Love of the University Village Civic Club read a letter written to Mr. Sellingsloh requesting certain considerations for affordable housing in the University Village area.

Brian Van Tubergen, President of the University Village Civic Club asked that the Board consider not approving the CCPPI Plan.

Robert Sellingsloh, Chair, thanked both men and stated that the Board will review further and take their comments into consideration. He then asked Mr. Edwards to follow up with both men.

Reverend Queen of the Tenemos CDC thanked the Board Members for their help previously and asked that they consider assisting with emergency housing for flood victims.

Thomas Wang a Midtown Resident reminded the Board of the petitions that he had submitted to them regarding the Memorial and Tax Day flooding. He noted that the flooding issue is real as approximately 40 homes took on water during Hurricane Harvey. He stated that the infrastructure is outdated and announced that some of the residents will be forming a group called "Citizens for Better Drainage" to look at drainage issues.

Marlon Marshall reported that approximately 5 years ago, there was a City of Houston local flooding drainage project in Midtown but he would have to research the exact location and work done. Additionally, Mr. Marshall reported that currently the Staff is working to get the lower Westheimer study expanded to include drainage issues in certain parts of Midtown. [Kandi – please ask Marlon if this is correct].

Edwin Friedrichs of Walter P. Moore reported that Hurricane Harvey had very different rainfall components ranging from Rockport to Beaumont. He suggested that the group gather data detailing high water marks, flow of water and any other analysis available to better inform any response to flooding. .

**CONSENT AGENDA FOR THE AUTHORITY:**

- a. **MINUTES FOR JULY 27, 2017;**
- b. **MONTHLY FINANCIAL REPORT FOR JULY AND AUGUST 2017;**
- c. **INVOICES FROM TRUSTEE AND OPERATING ACCOUNTS FOR AUGUST AND SEPTEMBER 2017;**
- d. **ANNUAL RENEWAL OF PROFESSIONAL SERVICES AGREEMENT WITH IDS ENGINEERING GROUP.**

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 Erwing, which carried by unanimous vote.

**PRESENTATION OF COMMUNITY OUTREACH AND ENGAGEMENT ANALYSIS PHASES II AND III –FORDMOMENTUM.**

Maya and Jacobi Ford of FordMomentum presented the history and findings of Phases I, II & III of the community outreach and engagement analysis. Brand Alignment and the Information Highway have been completed and are in use in all areas of community communication. The team will continue to integrate internal customer service with training and development of staff. Mr. Thibodeaux reported that this effort was taking place in order to make the Midtown agency more effective in the community.

**FINANCIAL AUDIT FOR FISCAL YEAR 2017.**

Alyssa Hill of Carr, Riggs & Ingram presented the Financial Audit Report for Fiscal Year 2017 noting a clean and unmodified opinion. She reviewed the different sections of the audit and handed out the Required Communications to the Board. This year required a Single Audit Report on the Federal Transit Administration Grant Funds received by the Authority through its agreement with the Midtown Management District. The Single Audit also received a clean and unmodified opinion. Director Erwing made a motion to approve the Financial Audit for Fiscal Year 2017. The motion was seconded by Director Odom and carried by unanimous vote.

**INVESTMENT POLICY AND BROKER/DEALER LIST.**

Barron Wallace presented the Amended Investment Policy and Broker/Dealer List to the Board noting that definitional changes and additional permitted investments were added to the investment policy. Director Fenz made a motion to approve the Amended Investment Policy and Broker/Dealer List. The motion was seconded by Director Erwing, which carried by unanimous vote.

**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 Odom, which carried by unanimous vote.

b. **CCPPI PLAN APPROVAL;**

Director Fenz reported that he was pleased with the work that was undertaken by CCPPI to complete the Affordable Housing Plan and recommend the Board consider moving forward to the next phase. Ms. Algenita Davis presented a summary of Phases I & II of the Affordable Housing Plan to be known as “Revive Emancipation!”. Following all discussion, Director Fenz made a motion to approve the CCPPI Plan and Resolution Authorizing Phase III of the CCPPI Planning Grant Agreement and Development Agreement related thereto; and other Matters of Incidental to Same; authorize an additional \$500,000 to CCPPI for professional services and implement appropriate action to obtain funding for [the] project. The motion was seconded by Director Odom and carried by unanimous vote.

c. **UPDATE ON AFFORDABLE HOUSING PROGRAM**

No update at this meeting.

**MIDTOWN CAPITAL IMPROVEMENT PROGRAM**

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

i. **MIDTOWN PARK**

1. **GARAGE CHANGE ORDERS – CAMDEN**

Marlon Marshall reported that Hurricane Harvey had no impact in the garage. Camden re-poured the deck just prior to Harvey's land fall. The City will re-issue the Certificate of Occupancy.

Director Erwing made a motion to approve Change Order #28 in the amount of \$1,854.50 for temporary fence for TCO modification, concrete at sump pump modifications and panels at sprinkler pipes and Change Order #29 as a deduct of \$5,202.00 for labor for elevator installation. The motion was seconded by Director Goren which carried by unanimous vote.

**PARK CHANGE ORDERS – MILLIS.**

Mr. Marshall reported there was minor damage to Midtown Park from Hurricane Harvey.

Director Goren made a motion to approve Change Order #21 in the amount of \$50,517.27 for additional bike racks, revised bollards at the front 90, relocate a fan at elevator lobby, paver protection during pavilion replacement, electrical for BCycle station and bayou drainage and Change Order #22 for \$0 to divide the overall project into 3 phases to better manage contractual agreements, warranties, maintenance periods and final completion and retainage. The motion was seconded by Director Fenz which carried by unanimous vote.

ii. **ENTRY PORTALS**

Mr. Marshall reported that construction on the Entry Portals is continuing and that he anticipates that CenterPoint will install power for the lights at the Brazos Street Gateway soon.

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

i. **HOLMAN STREET PEDESTRIAN ENHANCEMENTS**

Mr. Marshall reported that the Holman Street project is completed except for signage which is being installed due to some changes required by the City.

**APPROVE CHANGE ORDERS – SER**

No Change Orders at this time.

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

Mr. Marshall reported that METRO is asking the contractor to work at night in 4 hour increments after the rail line operations are stopped, which is proving to be inefficient and resulting in very slow progress. Mr. Marshall is working on a resolution of this issue with METRO that will allow for faster progress on this project.

i. **APPROVE CHANGE ORDERS - SER**

No change order at this time.

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

i. **APPROVE ADDITIONAL SERVICES REQUEST FOR CONSTRUCTION PHASE SERVICES – ESPA CORP/KCI**

Director Erwing made a motion to approve the Additional Services Request for Construction Phase Services with KCI in the amount of \$110,005.00. The motion was seconded by Director Goren, which carried by unanimous vote.

ii. **APPROVE WORK ORDER FOR CONSTRUCTION MANAGEMENT AND INSPECTION SERVICES - TLC ENGINEERING, INC.**

Director Odom made a motion to approve Construction Management and Inspection Services with TLC Engineering, Inc. in the amount of \$693,120.00. The motion was seconded by Director Fenz, which carried by unanimous vote.

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

i. **APPROVE GRANT FUNDING PROJECT DEVELOPMENT AGREEMENT – THE GOODMAN CORPORATION**

Director Goren made a motion to approve Grant Funding Project Development Agreement with The Goodman Corporation in the amount of \$143,670. The motion was seconded by Director Fenz, 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

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Date