

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

**October 2, 2014**

A special 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, October 2, 2014 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	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 Castleman and Fenz.

Also in attendance were Matt Thibodeaux, Marlon Marshall, Todd Edwards, Araceli Rodriguez and Theresa Gilmore of the Authority; Phillip Franshaw consultant for the Authority; Cynthia Alvarado and Elizabeth Powell of the Midtown Management District; Barron F. Wallace and Katherine R. Milton of Bracewell & Giuliani LLP; Alyssa Hill of Carr, Riggs and Ingram; Steven Spears of Design Workshop; Edwin Friedrichs, Rachael Ray and Brian Lozano of Walter P. Moore; Joel Alba of the City of Houston; Jim Webb of The Goodman Corporation; Jeri Brooks of One World Strategy; Barbara Bushong and Emelda Douglas of Sterling and Associates; Mary Margaret Collier, Consultant; Tim Buscha of IDS Engineering Group; Jerry Sowell of SCMI, LLC and Randy Romman, 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 AUGUST 28, 2014**
- b. **MONTHLY FINANCIAL REPORT OF THE AUTHORITY FOR AUGUST 2014**
- c. **INVOICES OF THE AUTHORITY FROM TRUSTEE AND OPERATING ACCOUNTS FOR SEPTEMBER 2014**

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 c. The motion was seconded by Director Odom, which carried by unanimous vote.

**FINANCIAL AUDIT FOR FISCAL YEAR 2014.**

Alyssa Hill of Carr, Riggs & Ingram presented the draft of the Financial Audit for Fiscal Year 2014 noting the Statement of Net Position, Balance Sheet and Prior Period Adjustment. Ms. Hill reported that the audit was consistent with prior years and it is a clean and unmodified report. Director Taylor made a motion to approve the Financial Audit for Fiscal Year 2014. The motion was seconded by Director Erwing, which carried by unanimous vote.

**a. CREATION OF INFRASTRUCTURE & PROJECT FUND**

Ms. Hill suggested that the Board consider establishing a new fund titled “Infrastructure and Project Fund” to set aside funds for projects that are currently approved but not ready to begin. Transfers of funds between this new account and the operating account would be permitted as necessary.

Director Erwing made a motion to establish a new fund titled “Infrastructure and Project Fund” and to set \$5,013,500.00 into this new fund. The motion was seconded by Director Taylor, which carried by unanimous vote.

**PRESENTATION OF 2014 POPULAR REPORT**

Mary Margaret Collier present a draft outline of the 2014 Popular Report which is a summary of financial data written in easy-to-understand language. The report will acknowledge 20 years of achievements, provide a high-level overview of the capital improvement plan and current budget and provide a short summary of future development plans. Director Taylor made a motion to accept the draft 2014 Popular Report and authorize Ms. Collier to complete and bring back the final report to the Board for approval. The motion was seconded by Director Odom, which carried by unanimous vote.

**M.A.T.C.H.**

Barron Wallace of Bracewell & Giuliani LLP reported to the Directors that MATCH had requested their second payment in the amount of \$100,000 and had submitted documents as required under their Grant Agreement. Director Erwing made a motion to approve payment in the amount of \$100,000 to MATCH. The motion was seconded by Director Goren, 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 Goren made a motion to approve the above captioned Resolution. The motion was seconded by Director Ratcliff, which was approved by unanimous vote.

**b. AFFORDABLE HOUSING DEVELOPMENT.**

Mr. Edwards updated the Board on the progress of Epic Homes’ construction of 2 homes located on Napoleon Street. He reported that Epic Homes had sold the 2 completed homes and the homeowners were occupying the homes. He also reported that he had met with Spirit of Texas Bank to discuss financing single family and townhome projects.

## **MIDTOWN CAPITAL IMPROVEMENT PROGRAM**

### **a. PARKS AND GREENSPACE - WALTER P. MOORE**

#### **i. MIDTOWN PARK**

##### **1. APPROVE ADDITIONAL SERVICES REQUEST FOR CONSTRUCTION MANAGEMENT AND INSPECTION - ESPA/KCI**

Mr. Marshall reported that the Midtown Park contractor was not fulfilling the contract as anticipated. Staff and attorneys are reviewing termination of the contract to determine impact to scheduling and remaining retainage. The Leasee for the kiosk is still awaiting permitting from the City of Houston.

#### **SUPERBLOCK PARK**

Mr. Marshall reported the Camden team is working to get construction pricing to Midtown by the end of the month. It is anticipated that there will be a ground breaking late November or early December.

#### **PRESENTATION FROM STERLING & ASSOCIATES**

Barbara Bushong with Sterling & Associates presented to the board the campaign plan to raise funds for Super Block Park. The four areas for a successful campaign are a well-defined program, achievable goal, funding sources and effective leadership. Ms. Bushong presented the Case for Support. She noted that contact had been made with the Super Bowl Committee.

### **b. MAIN STREET IMPROVEMENTS - WALTER P. MOORE / DESIGN WORKSHOP**

#### **1. SCHEMATIC DESIGN PRESENTATION**

Steven Spears of Design Workshop presented the conceptual design for back of curb improvement along Main Street.

### **c. CAROLINE STREET RECONSTRUCTION**

Updated reduced scope plans have been delivered to TxDot. It is anticipated that the project will go out for rebid in early 2015.

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

#### **1. HOLMAN STREET PEDESTRIAN ENHANCEMENTS**

The team met with the City of Houston to discuss plans. They received good feedback on bike lanes and parking. Bidding is anticipated in January 2015.

2. FTA GRANT PROGRAM - THE GOODMAN CORPORATION

Jim Webb with the Goodman Corporation reported that they were applying to a call for projects with Houston Galveston Area Council for Brazos Street, Main Street and Wheeler Street. He will meet with the City of Houston to discuss in a few weeks.

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.

PUBLIC COMMENTS

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

*Oct. 10, 2014*

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Date