

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

October 25, 2012

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, October 25, 2012 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 Tranpark	9	Michelle A. Clayton Collier
5	Derrick M. Mitchell		

and all of the above were present with the exception of Directors Briscoe, Taylor, Mitchell and Tranpark.

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 of the Midtown Management District; Clark Lord of Bracewell & Giuliani LLP; Mary Clarke Buzak and Jessie Bounds of the City of Houston, Texas (the “City”); Peggy Foreman of Burney & Foreman; Carmilo Daza and Jeremy Roche of Walter P. Moore Engineers; and Patricia Frayre of IDS Engineer Group; Steven Spears of Design Workshop; Martha Blackwell of Asia Society; Dan Barnum, Midtown Property Owner; Chap Chapman of NGA; John Ridington of The Watkins Group and Mary London Lehman 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 SEPTEMBER 27, 2012**
- b. **MONTHLY FINANCIAL REPORT OF THE AUTHORITY FOR SEPTEMBER 2012**
- c. **INVOICES OF THE AUTHORITY FROM TRUSTEE AND OPERATING ACCOUNTS FOR OCTOBER 2012**

Executive Director Thibodeaux 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.

INVESTMENT REPORT FOR QUARTER ENDING SEPTEMBER 20, 2012

Executive Director Thibodeaux presented the Investment Report for the quarter ending September 20, 2012. Director Collier made a motion to accept the Investment Report for the quarter ending September 30, 2012. The motion was seconded by Director Goren, which carried by unanimous vote.

FIFTH AMENDMENT TO THE PROJECT PLAN AND FINANCING PLAN

Clark Lord of Bracewell & Giuliani LLP presented the proposed Fifth Amendment to the Project Plan and Financing Plan (the "Plan"). Mr. Lord noted that the proposed Plan included the Authority's objectives and continuing maintenance to the public improvements installed by the Authority. The Directors were asked to review and provide comments and suggestions to the Plan prior to the November meeting.

PRESENTATION BY TRINITY CHURCH OF FUTURE DEVELOPMENT

Dan Barnum, Chap Chapman and Chip Worlin presented Trinity Church's proposed Mixed-Use Development plans with the use of New Market Tax Credits. The estimated total project cost is \$24,825,000 which includes a four-story, 350 public parking garage, five stories of rental housing including affordable workforce and market-rate units and ground floor commercial space. The Authority is being asked to contribute \$1 million of affordable housing funds.

MIDTOWN AFFORDABLE HOUSING PROGRAM

a. RESOLUTION AUTHORIZING AND RATIFYING ENTERING INTO CERTAIN REAL ESTATE CONTRACTS AND THE ACQUISITION OF CERTAIN PROPERTIES BY THE AUTHORITY

Director Goren made a motion to approve the above-captioned resolution. The motion was seconded by Director Erwing and carried by unanimous vote.

b. ONGOING AFFORDABLE HOUSING PROJECTS

Mr. Edwards reported that the pilot project with Row House CDC would be pouring cement next week and that Re-Ward Third Ward is anticipating completing their project by the end of December 2012.

MIDTOWN CAPITAL IMPROVEMENT PROGRAM

BAGBY STREET RECONSTRUCTION – WALTER P. MOORE

Marlon Marshall reported that most of the tunneling work of the storm sewer along Bagby Street is completed. The project is progressing as scheduled.

PARKS AND GREENSPACE – WALTER P. MOORE

SUPERBLOCK PARK - DESIGN WORK ORDER AMENDMENT

Director Goren made a motion to approve the Design Work Order Amendment reallocating the work order to complete the design of the enlarged park area. The motion was seconded by Director Erwing which carried by unanimous vote.

GRAY STREET PEDESTRIAN ENHANCEMENTS – CLARK CONDON ASSOCIATES

Mr. Marshall reported that Arriba Construction is continuing with construction on the Gray Street Pedestrian Enhancements on the south side of the street.

HCC CAPITAL PROJECTS – IDS ENGINEERING

Mr. Marshall reported the Holman Street project is continuing to move forward with anticipated plan approval in November 2012. The Alabama Street project remains on hold pending the City's direction regarding a 60-inch waterline that may be placed on Alabama Street.

CAROLINE STREET IMPROVEMENTS

The design team has submitted an engineering report to the City and is continuing to wait for comments in order to schedule a meeting with the Technical Review Committee. A public meeting to solicit feedback from property owners and stakeholders is anticipated to be held in December 2012.

FTA CONSULTANT CONTRACT EXTENSION – THE GOODMAN CORPORATION

Mr. Marshall reported that an application had been made for additional funding on Holman Street.

3300 MAIN – DEMOLITION

Property management for 3300 Main Street is challenging. The Authority's staff is in the process of securing bids for the demolition of the building at 3300 Main Street. It is expected that the bids will range up to \$500,000.00.

MIDTOWN CULTURAL ARTS AND ENTERTAINMENT DISTRICT

EXISTING CULTURAL FACILITY GRANT AGREEMENTS

Mr. Thibodeaux reported that the Authority had received a grant request from Asia Society in the amount of \$350,000 that would allow them to enhance the acoustics of the conference rooms, improve lighting and landscape improvements. Following all discussions, the Board asked Martha Blackwelder, Executive Director of the Asia Society, to provide an itemized budget and source of funding report.

FUTURE GRANT OPPORTUNITIES AND GUIDELINES.

Mr. Thibodeaux presented a draft of a Cultural Facilities Policy for the Board to review. This document would assist in future grant award considerations.

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.

ADJOURNMENT

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



Pamela Ngo Tranpark, Secretary

11/29/12

Date