

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

**October 29, 2015**

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 29, 2015 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	Brandon Dudley	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 Director Fenz and Castleman.

Also in attendance were Matt Thibodeaux, Kandi Schramm, Marlon Marshall, Todd Edwards, Vernon Williams, David Thomas, Araceli Rodriguez and Theresa Gilmore of the Authority; Cynthia Alvarado and Elizabeth Powell of the Midtown Management District, Peggy Foreman of Burney and Foreman; Carol Harrison of IDS Engineering Group; Rachel Ray of Walter P. Moore; Jennifer Curly of the City of Houston; Jackie Swindle of Houston Community College; Tony Council of TLC Engineering; Barry Goodman and Jim Webb of the Goodman Corporation; Steven Spears of Design Workshop; Phillip Morgan of Morgan Group; Jessica Kemp of Councilman Dwight Boykins’ Office; Brenda Turner Prejean of Houston Community College; Laura Perez-Boston and Tarsha Jackson of TOP; Randhir Sanori of L-DS; Jerry Goldstein of Marcus & Hillichap; Tiffany Hogue of Texas Organizing Project; Chrishelle Pzlay of Texas Low Income Housing, Inc. and Mannaser Marshall of Houston Business Development, Inc.

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 24, 2015;**
- b. **MONTHLY FINANCIAL REPORT OF THE AUTHORITY FOR SEPTEMBER 2015;**
- c. **INVOICES OF THE AUTHORITY FROM TRUSTEE AND OPERATING ACCOUNTS FOR OCTOBER 2015.**
- d. **RENEWAL OF ASSET MANAGEMENT CONTRACT.**
- e. **OPTION AGREEMENT FOR NHP FOUNDATION AFFORDABLE HOUSING PROJECT.**

Matt Thibodeaux, Executive Director, presented the various items of the consent agenda. Director Erwing made a motion to approve the consent agenda items a. through e. The motion was seconded by Director Ratcliff, which carried by unanimous vote.

## **INVESTMENT REPORT FOR QUARTER ENDING SEPTEMBER 30, 2015.**

Mr. Thibodeaux presented the Investment Report for the Quarter ending September 30, 2015 noting interest earned of \$9,400.92. Director Goren made a motion to accept the Investment Report for the Quarter ending September 30, 2015 as presented. The motion was seconded by Director Erwing, which carried by unanimous vote.

## **SIXTH AMENDED PROJECT PLAN & FINANCING PLAN**

Peggy Foreman of Burney and Foreman presented the Resolution Relating to the Approval of the Sixth Amendment to the Project Plan and Reinvestment Zone Financing Plan for Reinvestment Zone Number Two, City of Houston, Texas; Ratifying Prior Actions Taken by the Board in Respect to Such Project Plan and Reinvestment Zone Financing Plan; Ratifying the Final Version Thereof; and Containing Other Provisions Related Thereto. Ms. Foreman reported to the Board that the City of Houston had approved the Sixth Amended Project Plan & Financing Plan as submitted by the Board. Since the approval process with the City of Houston had taken a considerable amount of time the attorneys felt that it would be best for the Directors to ratify their previous actions. Director Goren made a motion to approve the above stated Resolution. The Resolution was seconded by Director Erwing, 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 Dudley, which was carried by unanimous vote.

### **b. GRANT PROPOSAL FROM HOUSTON BUSINESS DEVELOPMENT INC. (HBDI);**

Mr. Edwards presented the Grant Proposal from Houston Business Development Inc. (HBDI) for 6 lots to be granted. Director Odom made a motion to authorize legal counsel to negotiate, draft and bring back to the Board for final approval a Grant Agreement between the Authority and HBDI to grant 5 properties to HBDI. The motion was seconded by Director Goren which carried by unanimous vote.

### **c. UPDATE ON AFFORDABLE HOUSING PROGRAM.**

Mr. Edwards reported to the Directors that NHP had met with Representative Coleman and would schedule a meeting with the City of Houston Councilmember Boykins and others to discuss the project.

## **MIDTOWN CAPITAL IMPROVEMENT PROGRAM**

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

#### **i. BAGBY PARK**

Mr. Marshall reported that the Bagby Park kiosk tenant Rico's Morning Noon & Night had opened and the park was up and running.

#### **ii. MIDTOWN PARK**

Mr. Marshall reported that progress is happening, column footings are in, garage flooring is progressing and the lid is in the works. There are pumps onsite to assist in drying up the rain soaked site. He anticipates awarding the park contract at the next meeting.

#### **1. APPROVE GARAGE CHANGE ORDER – CAMDEN.**

Mr. Marshall presented Change Order #9 in the amount of \$32,581.46 for electrical modification.

Director Erwing made a motion to approve Change Order #9 as presented. The motion was seconded by Director Goren and was approved by unanimous vote.

#### **2. PARK CONSTRUCTION CONTRACT**

This item was tabled.

#### **3. APPROVE WORK ORDER FOR CONSTRUCTION MANAGEMENT AND INSPECTION SERVICES - IDS ENGINEERING GROUP**

This item was tabled.

### **b. CAROLINE STREET RECONSTRUCTION – ESPA CORP/KCI**

Mr. Marshall and Mr. Thibodeaux met with the City's Public Works Director to review the updated cost estimates and further discuss rebid plans and proposal for the City's participation. The City asked for additional information on the project.

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

#### **i. HOLMAN STREET PEDESTRIAN ENHANCEMENTS**

Mr. Marshall reported that the Notice to Proceed had been issued on Monday. The project is expected to last 15 months.

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

Mr. Webb of the Goodman Corporation reported that 3 of Midtown's projects have been accepted for potential funding with FTA Grants. Mr. Webb is working with FTA to get pre-award authority for Main Street. He anticipates that Brazos Street will receive \$2.9 million and Wheeler Street will receive \$971,000 in FTA awards.

**MORGAN GROUP PROJECT**

Phillip Morgan of the Morgan Group presented to the Board their proposed mixed use residential project at 3100 Smith Street which includes a Whole Foods Market. The project would include 263 units, 2 levels of underground parking and 40,000 square feet dedicated to Whole Foods and is anticipated to break ground next year. Mr. Morgan would like the Directors to consider entering into a potential Developer Agreement. Following all questions, the staff will coordinate with appropriate consultants and report back to the Board with updates and recommendations.

**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

There were no public comments.

**ADJOURNMENT**

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



\_\_\_\_\_  
Pamela N. Castleman, Secretary

12/14/15

\_\_\_\_\_  
Date