

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

October 30, 2014

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 30, 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 Taylor.

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 of Bracewell & Giuliani LLP; Peggy Foreman of Burney and Foreman; Kathleen Ellison of Norton, Rose & Fulbright; Steven Spears of Design Workshop; Rachael Ray of Walter P. Moore; Jennifer Curley, Stephen David and Donna Capps of the City of Houston; Jim Webb of The Goodman Corporation; John Havenstrite of Marsh Darcy Partners; Charlotte Knight-Marshall of TKG Associates; Barbara Bushong of Sterling and Associates; Mary Margaret Collier, Consultant; Jerry Sowell of SCMI, LLC; Gary Bernard of 2016 Main; Karun Sreerama of The Asset Management Consultants and Elliot Franshaw.

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 OCTOBER 2, 2014**
- b. **MONTHLY FINANCIAL REPORT OF THE AUTHORITY FOR SEPTEMBER 2014**
- c. **INVOICES OF THE AUTHORITY FROM TRUSTEE AND OPERATING ACCOUNTS FOR OCTOBER 2014.**
- d. **ANNUAL RENEWAL OF PROFESSIONAL SERVICES AGREEMENT WITH IDS.**

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

ACKNOWLEDGE INVESTMENT REPORT FOR PERIOD ENDING SEPTEMBER 30, 2014.

Mr. Thibodeaux presented the Investment Report for the period ending September 30, 2014. Director Goren made a motion to accept the Investment Report for the period ending September 30, 2014 as presented. The motion was seconded by Director Fenz, which carried by unanimous vote.

RESOLUTION AUTHORIZING THE ISSUANCE OF MIDTOWN REDEVELOPMENT AUTHORITY TAX INCREMENT CONTRACT REVENUE REFUNDING BONDS, SERIES 2015; APPROVING AND DESIGNATING A PRICING COMMITTEE TO DETERMINE METHOD OF SALE AND MATTERS RELATED TO THE BONDS; APPROVING OTHER AGREEMENTS RELATED TO SUCH BONDS; MAKING FINDINGS AND PROVISIONS RELATING TO SUCH BONDS AND MATTERS INCIDENT THERETO.

Director Odom made a motion to approve the above captioned Resolution. The motion was seconded by Director Goren, which carried by unanimous vote.

SIXTH AMENDED PROJECT PLAN AND FINANCING PLAN; ENGAGE MARSH DARCY TO PREPARE PLAN FOR ANNEXATION

The Board reconvened into open session to take action on the items listed below:

Barron F. Wallace of Bracewell & Giuliani LLP presented the Sixth Amended Project Plan and Financing Plan, Extension of the Zone for an additional 15 years and contract to engage marsh Darcy to prepare Plan for annexation. Following all discussion, Director Odom made a motion to support the concept of the Sixth Amended Project Plan and Financing and to engage Marsh Darcy to prepare Plan for annexation for review by the Board at its next meeting. The motion 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 Ratcliff, which was approved by unanimous vote.

b. AFFORDABLE HOUSING DEVELOPMENT.

Mr. Edwards updated the Board on the progress of Epic Homes'. He also reported that he would be scheduling an affordable housing workshop to discuss four proposals that had been received.

MIDTOWN CAPITAL IMPROVEMENT PROGRAM

a. PARKS AND GREENSPACE - WALTER P. MOORE/Design Workshop

i. Midtown Park

Mr. Marshall reported that the contract documents had been presented to the attorneys for review.

ii. SUPERBLOCK PARK

Mr. Marshall reported that meetings continue with Camden Property Trust to discuss contract issues. It is anticipated that staff will receive the garage pricing next week.

iii. Park Name Change

Mr. Thibodeaux presented the possibility of changing the name of the Midtown Park to a name that would recognize Bagby Street with all of its awards and using the name Midtown Park for the Super Block Park to rebrand that park.

b. CAROLINE STREET RECONSTRUCTION

Mr. Marshall reported that the final plans are at TxDot and currently anticipated to be placed on the calendar for a January 2015 rebid with construction starting in March 2015.

c. HCC CAPITAL PROJECTS - IDS ENGINEERS

1. HOLMAN STREET PEDESTRIAN ENHANCEMENTS

Mr. Marshall reported that Midtown's portion of Holman Street has been approved by the City of Houston. Staff is waiting on the Houston Community College (HCC) portion to be completed and approved by the City of Houston. Once HCC's portion is complete, it is anticipated that bidding will take place in the second quarter of 2015.

d. FTA GRANT PROGRAM - THE GOODMAN CORPORATION

Jim Webb with the Goodman Corporation reported that the team met with the City of Houston to discuss future projects for FTA Grant funding.

CONSULTING AGREEMENT - THE ASSET MANAGEMENT CONSULTANTS

Peggy Foreman with Burney & Foreman presented the consulting agreement with The Asset Management Consultants noting a maximum 45 hours per month with detailed invoicing for a term of 6 months to be renewed by the Board.

Director Odom made a motion to approve the consultant agreement with The Asset Management Consultants for a term of six months. The motion was seconded by Director Goren, 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 Item 7a pursuant to Section 551.071 and 551.087, Texas Government Code. The Board then reconvened into open session. A Certified Agenda has been prepared to address this issue. Action was taken on the item discussed.

PUBLIC COMMENTS

There were no public comments.

ADJOURNMENT

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



Pamela N. Castleman, Secretary

11/12/14

Date