

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

**November 12, 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, November 12, 2014 at 11:00 a.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 Director 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; William R. Franks, Cynthia Alvarado and Elizabeth Powell of the Midtown Management District; Barron F. Wallace of Bracewell & Giuliani LLP; Rachael Ray of Walter P. Moore; Jennifer Curley and Donna Capps of the City of Houston; John Havenstrite of Marsh Darcy Partners; Barbara Bushong of Sterling and Associates; Gary Bernard of 2016 Main; Karun Sreerama of The Asset Management Consultants; Chris Thomas of CBRE and Anthony Hall III.

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 30, 2014;**
- b. **INVOICES OF THE AUTHORITY FROM TRUSTEE AND OPERATING ACCOUNTS FOR NOVEMBER 2014;**
- c. **HOLIDAY OPERATING AND ADMINISTRATIVE PROCEDURES;**

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 Erwing, which carried by unanimous vote.

**SIXTH AMENDED PROJECT PLAN AND FINANCING PLAN;**

Barron F. Wallace of Bracewell & Giuliani LLP presented the Sixth Amended Project Plan and Financing Plan and Extension of the Zone. Gary Tinerow, Director of the Museum of

Fine Arts, Houston, Texas (MFAH) reported that the MFAH expressed support for the annexation and reported on the \$450 million expansion of the MFAH. Following all discussion, Director Castleman made a motion to approve the Sixth Amended Project Plan and Financing. The motion was seconded by Director Erwing, which carried by unanimous vote.

### **MIDTOWN PARK CONSTRUCTION CONTRACT AND RELATED MATTERS.**

Marlon Marshall reported on the lack of progress regarding the Midtown Park construction. Director Odom made a motion to authorize the Executive Director and Chair to take any necessary steps finish the park, including replacing the existing contractor if necessary. The motion was seconded by Director Castleman, 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 Fenz made a motion to approve the above captioned Resolution. The motion was seconded by Director Odom, which was approved by unanimous vote.

#### **b. AFFORDABLE HOUSING DEVELOPMENT.**

Mr. Edwards updated the Board on the affordable housing workshop that had been facilitated for the four proposals that had been received.

#### **c. ROW HOUSE CDC – PILOT PROJECT**

Barron Wallace of Bracewell and Giuliani, LLP reported to the Board that transfer of ownership for the Pilot Project was part of the Development Agreement with Row House CDC. Mr. Wallace asked to add an agenda item for a loan agreement with Row House CDC in the amount of \$400,000.00 at an interest rate of approximately 2.0% for 10 years to the January agenda.

### **MIDTOWN CAPITAL IMPROVEMENT PROGRAM**

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

##### **i. Midtown Park**

Mr. Marshall reported that he expected a substantial completion and walk-through very soon.

ii. **SUPERBLOCK PARK**

Mr. Marshall reported that meetings continue with Camden Property Trust to discuss contract issues. The staff has received the garage pricing of \$20,000,000 but expects the final pricing to be substantially less after it is revised to reflect shared costs value engineering and the deletion of sales taxes. Staff and Consultants will have 15 days to review.

b. **CAROLINE STREET RECONSTRUCTION**

No report was given at this time.

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

1. **HOLMAN STREET PEDESTRIAN ENHANCEMENTS**

No report was given at this time.

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

Jim Webb with the Goodman Corporation reported on future projects for FTA Grant funding with the Midtown Management District. Director Castleman made a motion for continued support and local match for the ongoing FTA Grant projects given to the Midtown Management District. The motion was seconded by Director Erwing, 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)**

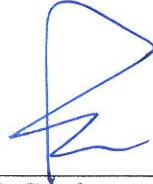
The Board did not conduct an executive session.

**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

1/29/15

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Date