

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

**September 24, 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, September 24, 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 Goren and Ratcliff.

Also in attendance were Matt Thibodeaux, Kandi Schramm, Marlon Marshall, Todd Edwards, Vernon Williams, Araceli Rodriguez and Theresa Gilmore of 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; Carol Harrison of IDS Engineering Group; Edwin Friedrichs, Rachel Ray and Brian Lozano of Walter P. Moore; Jennifer Curly of the City of Houston; Jeri Brooks and Mechelle Phillips of One World; Jackie Swindle of Houston Community College; Tony Council of TLC Engineering; David Rogers of the Goodman Corporation; Alyssa Hill of Carr, Riggs & Ingram; Iris Sanchez, Heidi Huber and Elix Birera of Camden Property Trust; Steven Spears of Design Workshop; Cindy Romero of Newmark Homes; Neal Drobenare and Deon Warner of NHP Foundation; 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 AUGUST 27, 2015;**
- b. **MONTHLY FINANCIAL REPORT OF THE AUTHORITY FOR AUGUST 2015;**
- c. **INVOICES OF THE AUTHORITY FROM TRUSTEE AND OPERATING ACCOUNTS FOR SEPTEMBER 2015.**
- d. **ANNUAL RENEWAL OF PROFESSIONAL SERVICES AGREEMENT WITH IDS.**

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

## **FISCAL YEAR 2015 FINANCIAL AUDIT**

Alyssa Hill with Carr, Riggs & Ingram presented the Fiscal Year 2015 Financial Audit to the Directors. Ms. Hill reported it was a clean opinion, no new policies were adopted or required and there were no disagreements with management. Ms. Hill noted that new Fair Value Standards would be out next year and would require implementation.

Director Odom made a motion to approve the Fiscal Year 2015 Financial Audit. The motion was seconded by Director Fenz, 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 Castleman made a motion to approve the above captioned Resolution. The motion was seconded by Director Odom, which was carried by unanimous vote.

### **b. AMENDMENT TO EPIC HOMES GRANT AGREEMENT.**

Mr. Edwards presented an Amendment to Epic Homes Grant Agreement to expand the qualified homebuyers allowing for 70% of completed single family residences to be sold to Qualified Homebuyers for not more than \$160,000 and 30% of the completed single family residences to be sold to Qualified Homebuyers for not more than \$190,000 each or such other amount as the Executive Director may designate in writing.

Director Odom made a motion to approve the Amendment to Epic Homes Grant Agreement. The motion was seconded by Director Dudley, which carried by unanimous vote.

### **c. NHP FOUNDATION PROPOSAL AND RELATED MEMORANDUM OF UNDERSTANDING.**

Mr. Edwards presented NHP Foundation's proposal for a transit oriented development of affordable housing for the MLK Project with Houston Business Development, Inc.(HBDi) HBDi proposes a financing plan that requires an additional \$2.5 million in gap financing along with a tax credit partnership for NHP Foundation. to complete the project. The group is requesting support from the Authority of a Memorandum of Understanding between NHP Foundation and HBDi and a site control development agreement for the property at MLK .

Director Odom made a motion to approve support of the Memorandum of Understanding and a site controlled development agreement with HBDi and NHP Foundation. The motion was seconded by Director Dudley, which carried by unanimous vote.

**d. UPDATE ON AFFORDABLE HOUSING PROGRAM.**

Mr. Edwards reported to the Board that 3 new affordable housing closings were taking place today.

**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.

**ii. MIDTOWN PARK**

Mr. Marshall reported that the contaminated soils had been removed at Midtown Park.

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

Mr. Marshall presented Change Order #8 in the amount of \$183,550.00 for the net cost of hauling and disposing of the second quantity of contaminated soils from the project site.

Director Castleman made a motion to approve Change Order #8 as presented. The motion was seconded by Director Erwing and was approved by unanimous vote.

**2. Request for Qualifications – Construction Services**

Mr. Marshall noted that the advertisement for Statement of Qualifications and proposals from contracts for the construction of Midtown Park ran on August 25, 2015. The team received qualifications from 4 contractors. For this first phase the contractors were ranked based on the criteria set out in the Request for Qualifications. The second phase will be an invitation to the short-listed contractors to provide a Request for Proposal. Once the contractors provide the RFP, a recommendation will be provided at the upcoming Board meeting.

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

Mr. Marshall reported that TxDOT had canceled the award of the project. Staff has met with TxDOT and they have agreed to re-bid the project once Midtown has secured the additional funds needed to complete the project either from available grant funding or an agreement with the City of Houston.

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

**i. HOLMAN STREET PEDESTRIAN ENHANCEMENTS**

Mr. Marshall reported that the team held a pre-construction meeting for the Holman Street Pedestrian Enhancements. He anticipates construction to begin in October 2015.

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

Mr. Marshall noted that the projects for FTA grant funding are Main Street, Brazos Street and Wheeler Street. The awards should be determined sometime in September or October of 2015.

**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.



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Pamela N. Castleman, Secretary

12/14/15

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Date