

MINUTES OF REGULAR MEETING OF UPTOWN DEVELOPMENT AUTHORITY

January 23, 2013

The Board of Directors of the Uptown Development Authority (the "Authority") met in regular session, open to the public, on January 23, 2013, at 3:30 p.m. at 1980 Post Oak Blvd., Suite 1580, Houston, Texas 77056. The roll was called of the members of the Board, to wit:

Dot Cunningham	Director
Kendall A. Miller	Secretary/Treasurer
Martin Debrovner	Chairman
Judson Robinson, III	Director
Janice Hale-Harris	Director
Lisa Simon	Director
Marvin Kaplan	Director
Louis Sklar	Vice Chairman
Urban F. O'Brien, III	Director

and all of the above were present except Directors Cunningham and O'Brien, thus constituting a quorum.

Also present were John Breeding, Stephen Wood, Robert Taube, Betsy Kirkgard and Shannon Daniels, staff members of Harris County Improvement District No. 1 (the "District"); Bob Ethington, contract worker for the District; Ralph de Leon and Donna Capps of the City of Houston (the "City"); and Jessica Holoubek and Yvonne Onak of Allen Boone Humphries Robinson LLP.

CALL TO ORDER

Chairman Debrovner called the meeting to order at 3:30 p.m.

APPROVE MINUTES OF THE DECEMBER 5, 2012 MEETING

The Board considered approving the minutes of the December 5, 2012, meeting of the Board. Director Miller moved that the minutes be approved. Director Simon seconded the motion, which passed unanimously. A copy of the minutes of the December 5, 2012 meeting is attached.

RECEIVE COMMENTS OR QUESTIONS FROM THE PUBLIC

There were no comments or questions from the public.

APPROVE THE QUARTERLY INVESTMENT REPORT

Ms. Daniels reviewed the quarterly investment report for the quarter ending December 31, 2012, with reference to the Capital Projects Fund, Infrastructure Fund, Affordable Housing Fund and Pledged Securities. After discussion, Director Simon moved that the Board approve the quarterly investment report. Director Miller seconded the motion, which passed unanimously.

APPROVE INVOICES

Mr. Breeding presented to the Board a list of current invoices from October, 2012 through December, 2012, in the amount of \$999,196.78. After discussion, Director Harris moved that the Board approve payment of the invoices. Director Kaplan seconded the motion, which passed unanimously. A copy of the list of invoices is attached.

The Board reviewed and discussed the cumulative total of MWDBE expenditures through December, 2012, and the expenditures for the current fiscal year through June 30, 2013. The Board then reviewed trend graphs of MWBDE Professional and Construction Services from July, 2012, through June 2013.

CONSIDER AWARD OF CONTRACT FOR WOODWAY OUTFALL PROJECT

Mr. Breeding summarized the outfall replacement and drainage project for the Board and discussed the bids received. He said that there were eight bids, with Gulf Coast Pavers being the low bidder. Mr. Taube said Gulf Coast Pavers has a positive reputation. Mr. Breeding recommended that the contract be awarded to the low bidder. After discussion, Director Sklar moved that the Board award to Gulf Coast Pavers the contract for not more than \$935,907.50 for the Woodway outfall replacement and drainage project. Director Simon seconded the motion, which passed unanimously.

CONSIDER APPROVAL OF THE FOURTH AMENDED PROJECT PLAN AND REINVESTMENT ZONE FINANCING PLAN OF REINVESTMENT ZONE NUMBER SIXTEEN, CITY OF HOUSTON (THE "ZONE")

Mr. Breeding discussed the proposed fourth amendment to the Zone's Project Plan and Reinvestment Zone Financing Plan (the "Plan"), which provides for the enhancement of and improvements to the existing Zone and the approximately 1,785 acres of land to be added to the Zone, and for the extension of the duration

of the Zone until December 31, 2040. He said the improvements will include redevelopment of and upgrades to Memorial Park and capitalizing on METRO's revitalization efforts in the Zone. After discussion, Director Miller moved that the Board approve the Plan and take all necessary action to submit the Plan to the City Council for approval. Director Kaplan seconded the motion, which passed unanimously.

ADJOURNMENT

There being no further business, the meeting was adjourned.

Respectfully submitted,

Kendall A. Miller
Secretary, Board of Directors

Attachments:

Minutes of the December 5, 2012 Meeting
List of Invoices