

MINUTES OF REGULAR MEETING OF UPTOWN DEVELOPMENT AUTHORITY

September 24, 2014

The Board of Directors of the Uptown Development Authority (the "Authority") met in regular session, open to the public, on September 24, 2014, at 3:30 p.m. at 1980 Post Oak Blvd., Suite 1700, 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, Hale-Harris, O'Brien, and Sklar, thus constituting a quorum.

Also present were John Breeding, Stephen Wood, Robert Taube, Betsy Kirkgard, Delia Mizwa, Shannon Daniels, Lauren Anderson, Katie McDonough, Rod Smith, Bob Ethington, Lyndsey Peterson and Sarah Newbury, staff members of Harris County Improvement District No. 1 (the "District"); Jesus Davila and Steven David of the City of Houston (the "City"); Trey McCord of Frost Bank; Robb Berg of Design Workshop; Margarita J. Dunlap, Public Affairs Representative of the Metropolitan Transit Authority ("METRO"); Rafael Ortega of Lockwood, Andrews & Newnam; Ben Key of BKRE, LLC; and Yvonne Onak of Allen Boone Humphries Robinson LLP.

CALL TO ORDER

Chairman Debrovner called the meeting to order at 3:35 p.m.

APPROVE MINUTES

The Board considered approving the minutes of the July 31, 2014 special meeting of the Board. Director Simon moved that the minutes of the meetings be approved. Director Robinson seconded the motion, which passed unanimously. A copy of the minutes of the July 31, 2014 meeting is attached.

RECEIVE COMMENTS OR QUESTIONS FROM THE PUBLIC

There were no comments or questions from the public.

APPROVE INVOICES

Mr. Breeding presented to the Board a list of current invoices from July through August 2014, in the amount of \$1,057,126.75. He pointed out that the payments reimbursing the District are now itemized by type of payment. After discussion, Director Kaplan moved that the Board approve payment of the invoices. Director Simon seconded the motion, which passed unanimously. A copy of the list of invoices is attached.

Mr. Breeding then reviewed and discussed the cumulative total of MWDBE / SBE expenditures through August 2014 and the expenditures for the current fiscal year to date. The Board then reviewed trend graphs of MWDBE / SBE Professional Services from July, 2014 through September, 2014 and Construction Services from July, 2014 through September, 2014. He said that, since the start of the current fiscal year, the goal of 100% MWDBE / SBE expenditures for professional services has been met. Director Robinson requested that payments to MWDBE firms be allocated on a quarterly basis.

REFURBISHMENT OF SEYMOUR LIEBERMAN TRAIL

Mr. Breeding said that the plans to reconstruct the Memorial Park jogging trail have been reassessed. He said that the plans now before the Board include refurbishing the Seymour Lieberman Trail for a five-year life with a 16-foot wide and 4-inch deep decomposed granite overlay, repairs to existing drainage lines, and the construction of a new 12-inch public water line, primarily for fire-fighting capabilities. Mr. Breeding said that work on the trail would begin after the January, 2015 marathon and finish by May 1, 2015. He estimated that work on the water line would be finished by April 1, 2016. He said that the budget for the refurbishment, including design and construction management fees, is \$3,410,000, and that bids will be submitted to the Board for approval at the December Board meeting.

After discussion, Director Kaplan moved that the Board authorize staff to advertise for bids for the refurbishment of the Seymour Lieberman Trail and for the construction of a 12-inch water line serving Memorial Park. Director Simon seconded the motion, which passed unanimously.

BAYOU BEND BRIDGE

Mr. Breeding requested Board approval of a Resolution Authorizing Repairs to the Bayou Bend Pedestrian Bridge (the "Resolution"). He said that the bridge, which crosses Buffalo Bayou, is the primary access point from the parking area for the general public to the Bayou Bend Museum and Gardens, which are a part of the Houston Museum of Fine Arts, but that the museum does not have the funds for the repairs. He said that north and south side sets of the saddle-end caps have rotted and snapped at connection points to the towers, and that there was significant rot and deterioration on the main saddles on top of the two towers. He said that repair will involve the use of hydraulic jacks and that the City General Services Department will act as construction manager for the project. Mr. Breeding said that one bid has been received for the construction.

After discussion, Director Simon moved that the Board approve the Resolution, thus authorizing use of Authority funds to pay for repairs on the Bayou Bend Pedestrian Bridge, in an amount not to exceed \$200,000.00, by either (a) contracting directly for the repairs, or (b) transferring funds to the City. Director Kaplan seconded the motion, which passed unanimously. A copy of the Resolution is attached.

DEVELOPMENT AGREEMENT WITH MIDWAY COMPANIES

Mr. Breeding discussed with the Board a proposed Development Agreement with the Midway Companies or a related entity (the "Developer") for the reconstruction of 1,400 feet of South Rice Avenue south of US Highway 59. He said that construction is currently underway on a Walmart and several smaller retail outlets on the Developer's property adjacent to South Rice Avenue, and that the Developer plans to widen and improve the roadway to two lanes in each direction and a continuous left turn lane. Mr. Breeding said that the agreement will provide that the Developer must meet all City requirements, including design review and construction inspections. He said that the project will be financed by the Developer, subject to reimbursement of eligible project costs under the terms of the Development Agreement. In this connection, he said that the Developer's property must generate sufficient increment to support payment of the total amount of the reimbursement. In addition, he said that the Authority will have the right to inspect and accept the work done by the Developer.

After discussion, Director Kaplan moved to authorize the staff to negotiate a Development Agreement with the Midway Companies for improvements to South Rice Avenue. Director Robinson seconded the motion, which passed unanimously.

POST OAK BOULEVARD UPDATE

There was no update on the project.

MEMORIAL PARK UPDATE

Ms. Newbury updated the Board on the timeline for the Memorial Park Master Plan. She discussed the historical and ecological evolution of the park. In particular, she said that, when the park was established in 1930, it was divided into four parts by roadway and railroad. By 2010, she said, the park was divided into 25 parts, making it seem much smaller than it actually is. She discussed plans for the restoration of unity to the park, including an 800-foot wide land bridge over Memorial Drive, and the restoration of the park's original ecology.

ADJOURNMENT

There being no further business, the meeting was adjourned.

Respectfully submitted,

Kendall A. Miller
Secretary, Board of Directors

Attachments:

Minutes of the July 31, 2014 Meeting

List of Invoices

Resolution Authorizing Repairs to the Bayou Bend Pedestrian Bridge