

MINUTES OF REGULAR MEETING OF UPTOWN DEVELOPMENT AUTHORITY

January 26, 2011

The Board of Directors of the Uptown Development Authority (the "Authority") met in regular session, open to the public, on January 26, 2011, 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 Robinson and O'Brien, thus constituting a quorum.

Also present were John Breeding, Stephen Wood, Robert Taube, Betsy Kirkgard, and Katie Butler, staff members of Harris County Improvement District No. 1 (the "District"); Ralph De Leon, of the City of Houston (the "City"); and Trey Lary 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 15, 2010 MEETING

The Board considered approving the minutes of the December 15, 2010 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 15, 2010 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 in the amount of \$524,177.45. After discussion, Director Miller 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 then reviewed and discussed the cumulative total of MWDBE expenditures through December 31, 2010, and trend graphs of MWBDE Professional and Construction Services from July 2010 through December 2010.

RESOLUTION REQUESTING COMMITMENT FOR FISCAL YEAR 2011

Mr. Breeding discussed a proposed resolution authorizing a commitment under the Project Finance Agreement approved by the Board on December 15, 2010, to provide initial short-term financing by the District to the Authority of not more than \$3,000,000.00. He said that the financing would facilitate the completion of projects on a timely basis. After discussion, Director Kaplan moved that the Board authorize the request to the District of an initial commitment of \$3,000,000.00. Director Simon seconded the motion, which passed unanimously. A copy of the resolution is attached.

CONTRACT FOR 2011 CONSTRUCTION PROGRAM

Mr. Breeding reviewed four bids for the 2011 construction program, which includes the construction of the Guilford Court roadway, the intersection of Guilford Court and Post Oak Boulevard and pedestrian improvements on various Uptown streets. He said that Reytec Construction was the lowest responsible bidder. Mr. Breeding then reviewed a summary of the 2011 Uptown construction program costs. After discussion, Director Miller moved to award the construction contract to Reytec Construction. Director Harris seconded the motion, which passed unanimously.

The Board then considered the particulars of the Guilford Court Improvement Plan, a component of the 2011 Construction Program. After extended discussion, Director Miller moved that the Board approve the plan to improve Guilford Court, including paving, utilities, edges (Uptown sidewalk, elevated sidewalk, curb ramp and corner plazas) and landscaping, provided that the landowners with property adjoining Guilford Court are required to remove debris, and upgrade and maintain the property that will be within view of said improvements and landscaping. Director Simon seconded the motion, which passed with Director Sklar opposed.

ADJOURNMENT

There being no further business, the meeting was adjourned.

Respectfully submitted,

Kendall A. Miller
Secretary, Board of Directors

Attachments:

Minutes of the December 15, 2010 Board of Directors meeting

List of Invoices

Resolution Authorizing Commitment under the Project Finance Agreement
between the Uptown Development Authority, TIRZ 16 (City of Houston) and
Harris County Improvement District No. 1