

# AGENDA

## HOUSTON FIRST CORPORATION

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**OPERATIONS COMMITTEE MEETING**  
**October 20, 2020 – 1:00 P.M.**  
**Live Video and Audio Conference Meeting**  
**Join the Meeting [Here](#)**  
**Meeting Room Password: 401073**

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### COMMITTEE MEMBERS:

Desrye Morgan (Chair), Reginald Martin (Co-Chair), Alex Brennan-Martin, Elizabeth Brock, Dean Gladden, Kathryn McNeil, Council Member David Robinson, Tom Segesta, Bobby Singh

*In accordance with the modified Texas Open Meetings Act provisions announced by Texas Governor Greg Abbott on March 16, 2020, this Agenda is posted for public information, at all times, for at least 72 hours preceding the scheduled time of the meeting online at <https://www.houstonfirst.com>.*

*Any questions regarding the Agenda, should be directed to Lisa K. Hargrove, General Counsel at either 713-853-8965 or [Lisa.Hargrove@houstonfirst.com](mailto:Lisa.Hargrove@houstonfirst.com)*

- I. Call to Order**
- II. Public Comments**
- III. Minutes – September 10, 2020**
- IV. Committee Business**
  - A. Consideration and possible recommendation of an Operations and Maintenance Services Agreement with TDIndustries, Inc.
  - B. Consideration and possible recommendation of (i) a Lease Agreement between the City of Houston, as Landlord, and Houston First Corporation, as Tenant, for approximately 2.4668 acres of land at Hermann Park and (ii) a Sublease between Houston First Corporation, as Sublessor, and the Hermann Park Conservancy, as Sublessee, for the subject land to facilitate the renovation and restoration of the historic golf clubhouse building and for continued operations of such facility.
- V. Adjournment**

**III. Minutes – September 10, 2020**

# MINUTES

## HOUSTON FIRST CORPORATION

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**Operations Committee Meeting  
September 10, 2020 – 2:00 P.M.  
Live Video and Audio Conference Meeting**

*The Operations Committee (“Committee”) of Houston First Corporation (the “Corporation” or “HFC”), a Texas local corporation created and organized by the City of Houston as a local government corporation pursuant to TEX. TRANSP. CODE ANN. §431.101 et seq. and TEX LOC. GOV’T. CODE ANN. §394.001 et seq., posted a meeting via live video and audio conference on Thursday, September 10, 2020, commencing at 2:00 p.m.*

*In accordance with the modified Texas Open Meetings Act provisions announced by Texas Governor Greg Abbott on March 16, 2020, this Agenda is posted for public information, at all times, for at least 72 hours preceding the scheduled time of the meeting online at <https://www.houstonfirst.com>.*

*The following Committee members were present for the meeting: Desrye Morgan (Chair), Reginald Martin (Co-Chair), Alex Brennan-Martin, Elizabeth Brock, Dean Gladden, Bobby Singh, Tom Segesta, and Council Member David Robinson.*

The Chair of the Committee called the meeting to order at 2:01 p.m. and a quorum was established, with all Committee members virtually present.

1. **Public Comments.** None.
2. **Review and approval of minutes from prior meeting.** [Item was taken out of order and discussed after item 4A].

Following a motion duly seconded, the minutes of May 14, 2020 were approved as presented unanimously.

3. **Presentations and Reports.**
  - A. **Venue Update: Theater/GRB.** Luther Villagomez, Chief Operating Officer, gave a brief update of operations for the third quarter. On September 1, 2020, he explained that HFC participated in the #RedAlertRESTART campaign to alert legislatures of the hardships that employees in the theater and live events industry are facing as a result of the pandemic. All HFC facilities were lit with red lights, he said, and Mayor Turner spoke with a few employees at Avenida Houston. Mr. Villagomez said the operations team has been working with HISD who has requested use of the George R. Brown Convention Center (GRB) for additional space to host classes in light of social distancing protocols. The plan has not yet been finalized, he added, as the school district has some challenges obtaining the necessary technology. He also stated that the Health Department continues to use the GRB as a contact tracing center for

COVID-19 and includes approximately 500 employees. Mr. Villagomez also informed the Committee that the operations and maintenance services contract is due to expire in October and a solicitation has been issued. He noted that, although only two responses were received to the solicitation issued in March 2020, the solicitation was reissued and a pre-bid meeting was held recently to engage the interest of more companies.

Desrye Morgan asked that the Operation and Maintenance Services RFP be circulated to all Committee/Board members. Mr. Villagomez acknowledged the request and noted that proposals are due on September 24th to provide staff with adequate time to review and score all proposals.

Additionally, he said, HFC continues to participate in the GBAC Star Facility Program in order to certify new health and safety protocols at all HFC facilities. According to Mr. Villagomez, Facilities now have infrared cameras to conduct temperature checks and housekeeping is trained in all new protocols.

- B. Programming Update. Mr. Villagomez then discussed the GRB virtual studio and stated that the sales team is now marketing hybrid events to its clients and anticipates there will be more interest as the year progresses. He then asked Todd Holloman, Director of Live Events and Experiences, to discuss some of the events being hosted at Jones Hall.

Mr. Holloman informed the Committee about Cullen Live and stated that it can best be thought of as the sister studio to the GRB virtual studio, but made specifically for performing and visual arts groups. According to Mr. Holloman, the studio is located in Wortham Theater and will serve as a live video recording studio. He added that the studio was designed as a plug-and-play studio for clients and includes cameras in a number of different positions. Mr. Holloman stated that an official press release will be issued, but the Houston Grand Opera has already recorded several shows and its first public show will take place on September 18th. He explained that they will then have performances each month through the end of November. So far, said Mr. Holloman, there are 19 additional bookings for use of the studio and he expressed confidence that the number will increase. He also discussed Mayor Turner's recent press release regarding live events in a controlled atmosphere that will allow for 25% occupancy. As a result, according to Mr. Holloman, the Houston Symphony will host an event with 150 attendees at Jones Hall on September 13th. The number of attendees is significantly less than 25%, he said, but staff want to ensure that everything is successful moving forward. Lastly, Mr. Holloman stated he is very excited about the future programming at Lynn Wyatt Square, adding that it is important the programming is not only appropriate for the space, but that it is also reflective of the Houston community.

Mr. Villagomez stated that Mr. Holloman, John Mangum, of the Houston Symphony, and City of Houston officials have done an excellent job of instituting new safety protocols backstage to keep performers safe and bring live events back to life.

Dean Gladden stated that HFC has done a great job and the Cullen Live studio is a great asset to the community and he hopes more people will be able to use the space. Council Member David Robinson asked about the diagram of Cullen Live; Mr. Holloman provided further clarification. Mr. Robinson stated that what HFC is doing is safe and apropos as we emerge from the virus and is also very innovative.

Dean Gladden stated that it fabulous that the Houston Symphony stepped up as quickly as it has. He also noted that the arts are the soul of the City and we have to keep performing during this difficult time and lead the comeback.

Committee Chair, Desrye Morgan, left the meeting and granted control to Co-Chair, Reginald Martin. Mr. Villagomez then proceeded to give the Hurricane Update.

- C. Hurricane Update. Mr. Villagomez noted that Houston was spared by Hurricane Laura and referenced his comments during the prior Board meeting about the plans that took place in order to ensure all HFC facilities were prepared. He explained that the operations team worked with the Office of Emergency Management to discuss lessons learned. He added that there is some discussion with the City regarding pre-storm shelter opportunities. Mr. Villagomez noted that the Mayor's Office also established a collection center at GRB for those impacted by the hurricane to accept donations. So far, he said, they have collected enough supplies to fill nine semi-trucks with medical supplies, PPE, water, toiletries, and non-perishable goods. Mr. Villagomez concluded his update by stating that he hopes there are no other serious threats through the remainder of the hurricane season, but it was a great exercise for staff who remain ready.

The Co-Chair thanked Mr. Holloman and Mr. Villagomez for their presentation and continued efforts.

- D. Urban Development Update. Roksan Okan-Vick, Director of Urban Development, stated that she has no additional information to add from her earlier presentation regarding Lynn Wyatt Square. [See item 4A]

4. **Committee Business [Item was taken out of order and discussed after item 1].**

- A. *Consideration and possible recommendation of the Competitive Sealed Proposal method for the redevelopment of Lynn Wyatt Square for the Performing Arts.*

Roksan Okan-Vick, Director of Urban Development, provided the Committee with a brief presentation. She explained that a set of bid ready documents is complete for the construction phase of the project at Lynn Wyatt Square for the Performing Arts, and she would like to share the thinking behind the general contractor selection and obtain the approval from the Committee to move forward. She also recognized HFC staff members, Kristi Gollwitzer, Dey Rodriguez, and Roger Harris for their efforts as part of the project team.

As background on the project, Ms. Okan-Vick explained that HFC hosted a successful fundraising campaign and re-named the space, formerly known as Jones Plaza, on behalf of its largest donor, Lynn Wyatt. In addition to the contributions made by Ms. Wyatt, according to Ms. Okan-Vick, HFC received donations from the Wortham, Elkins, Fondren, Cullen, and Herzstein Foundations. She explained that the project is a complex design that includes a restaurant concept equipped situated on top of an underground parking garage, tiered seating with a water feature, and a number of other features. She added that the construction budget for the project is between \$17-\$18 million, and a total of 43% of funds have come from private donors while the remaining 57% of funds has come from public entities such as the Downtown Redevelopment Authority and HFC. According to Ms. Okan-Vick, the project is set to begin construction in January 2021 and be complete by March or April of 2022. The restaurant space will be built she explained; however, staff have decided to delay any solicitations for a restaurant broker or restaurateur until such time market conditions have improved.

Ms. Okan-Vick then explained the four primary methods of public work procurement that include the design-build, low-bid, construction manager at-risk, and the competitive sealed proposal method. She discussed each option in detail and further explained why the competitive sealed proposal method is the best option for HFC given the complexity of the project and ability to evaluate other criteria in addition to price.

Dean Gladden asked for further clarification on the build of the restaurant concept. Ms. Okan-Vick stated that the restaurant space will be an empty shell that looks like the renderings provided, but instead of a green roof, it will include a patterned tile roof. She explained that, after much consultation with Council Member David Robinson and the design team, this option was much more cost effective and low maintenance. Dean Gladden stated he had some concern with the design of the roof and the challenge maintenance wise so he is very much in support of the new roof design.

Council Member Robinson stated that the new design of the roof satisfies his concerns regarding long-term maintenance. He added that the overall bid package looks very good and he is in support of HFC staff.

Tom Segesta thanked Ms. Okan-Vick for her presentation. He then asked how HFC conducted a fundraising campaign. Ms. Okan-Vick stated that all fundraising efforts were done in-house with the help of a consultant, as she has prior experience with fundraising. Mr. Segesta stated that image should be an important consideration moving forward for HFC, as he has had discussions with restaurateurs concerned with the image of downtown Houston and working with a board concerned with menu options and restaurant operations.

Desrye Morgan stated that she supports the selection process for a contractor, but would like to see more of a fundraising effort in communities of color.

Bobby Singh stated that the competitive sealed proposal method is the most balanced approach for selection of a contractor and should be explained to members of the Board.

Reginald Martin echoed the sentiments of Mr. Singh and stated that the competitive sealed proposal method is also his preferred method. He also believes as a project team, we should not only execute the vision of Lynn Wyatt, but create a space that promotes opportunities for diversity.

Bobby Singh asked the Chair for clarification on her earlier statement regarding diversity. Ms. Morgan stated that when HFC began the fundraising process, a firm was presented that does fundraising primarily in communities of color, but was not selected. Ms. Morgan encouraged staff to expand its reach in order to foster more opportunities for people of color to gain naming rights, but also to provide additional community support and recognition. Mr. Singh concurred with Ms. Morgan's remarks and stated that staff should seek fundraising support from different communities and at least give them the opportunity to be a part of the project once all levels of fundraising support have been identified. He also suggested that staff report back to the Committee to share their efforts and all communities engaged.

Michael Heckman, Acting President & CEO, thanked Committee members for their remarks. Mr. Heckman stated it is incumbent upon HFC to find revenue and funding in any place that it can, including places it may not have in the past, which is consistent with HFC's overall recovery efforts.

Following a motion duly seconded, recommendation of the Competitive Sealed Proposal method for the redevelopment of Lynn Wyatt Square for the Performing Arts was approved unanimously.

Council Member Robinson stated that there is work to be done in identifying diverse partners for the construction project and that it should be an exemplary project for diverse participants.

Roksan Okan-Vick stated that she and her team have identified the subcontract work to be completed on the project in order to identify as many diversity opportunities as possible. She added they will then identify a tight diversity goal that can not only be met by the contractor, but also surpassed. Ms. Morgan suggested that this information also be presented to the HFC board. Ms. Okan-Vick concurred and added that, with regard to fundraising, HFC is not a philanthropic organization, so it was a challenge to raise funds. She stated she would be happy to engage in additional fundraising efforts, although, given the current climate, she believes the best time to resume those efforts will be post-COVID and could include a broad grassroots campaign.

5. **Adjournment.** The meeting was adjourned at 3:02 p.m.

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HOUSTON FIRST  
OPERATIONS  
COMMITTEE  
MEETING



LIVE VIDEO & AUDIO  
CONFERENCE MEETING  
Tuesday, October 20, 2020  
1:00 p.m.





# PUBLIC COMMENTS

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Anyone who wishes to address the committee during the Public Comment session may do so by clicking the **“Raise Hand”** icon to be acknowledged. You may also click the **Q&A** icon to type in your comments.

**HFC OPERATIONS COMMITTEE MEETING**

October 20, 2020



# MINUTES

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September 10, 2020

**HFC OPERATIONS COMMITTEE MEETING**

October 20, 2020



# COMMITTEE BUSINESS

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- A. *Consideration and possible recommendation of an Operations and Maintenance Services Agreement with TDIndustries, Inc.*

**HFC OPERATIONS COMMITTEE MEETING**  
October 20, 2020





Houston BCycle  
DOWNTOWN

# HOUSTON FIRST OPERATIONS & MAINTENANCE SERVICES RFP

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## PRESENTERS

**Mitch Miskowski**  
*Purchasing Agent*

**John Gonzalez**  
*Senior Vice President & General Manager*

**HFC OPERATIONS COMMITTEE**  
October 20, 2020

# GOALS & OBJECTIVES

Houston First Corporation (“HFC”) requests responsive proposals from experienced contractors to provide operations and maintenance services. The Proposer selected is to furnish all labor, supervision, supplies, and other goods and services necessary to provide preventative maintenance and needed repairs throughout HFC’s meeting facilities, theaters, offices, garages, and landscaped properties. Services are to be provided on an as-needed basis, 24 hours per day, seven days per week, 365 days per year, including all holidays.

# PROCESS OF SOLICITATION

## August



**8.31:** RFP Issue Date

## September



**9.10:** Pre-Bid Meeting

**9.24:** Submission Deadline

## October



**10.13:** Proposal Evaluation

**10.22:** HFC Board Recommendation

# SOLICITATION MEDIA ADVERTISEMENT

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## Notice of Solicitation:

- B2G Notifications
- City Council Members
- HFC Board Members
- Community Stakeholders

## Publications Advertised:



# SELECTION CRITERIA

## Evaluation Points

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	<b>Transmittal Letter:</b>	<b>15</b>
	<b>Company Profile:</b>	<b>20</b>
	<b>Management Strategy:</b>	<b>25</b>
	<b>Diversity Commitment:</b>	<b>10</b>
	<b>Pricing:</b>	<b>30</b>
	<b>Interviews:</b>	<b>20</b>

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# SELECTION COMMITTEE

**John Gonzalez, CMP**

*Senior Vice President & General Manager*  
Houston First Corporation

**Christophe Malsang**

*Vice President of Parking*  
Houston First Corporation

**Dey Rodriguez**

*Capital Projects Manager*  
Houston First Corporation

**Al Whaley**

*Director of Maintenance & Engineering, ASM*  
Global-NRG Park

**Edgar Moctezuma**

*Director of Stadium Operations & Engineering*  
Houston Dynamo | Houston Dash  
BBVA Stadium

# PROPOSERS & SCORES



**Score: 292**



**Score: 445**



**Score: 375**



**TDIndustries**  
**Score: 487**

# RECOMMENDATION: TDINDUSTRIES, INC.

- TDIndustries is an employee-owned company founded in Texas in 1946, opening a Houston office in 1980.
- They currently have over 2800 employees in 3 states (Texas, Arizona, and Colorado).
- Local clients include City of Houston, Houston Community College and Lone Star College
- As the incumbent, they are well-versed in working with HFC and within its facilities.
- They are committed to HFC's Diversity goal of 25%. Currently achieving 22%.

# TDI DIVERSITY PARTNERS

Abilities Unlimited, Inc.

Astros Fence

Blumenthal Inc.

Burgoon Company

Competitive Choice Partners

EDH Plumbing Contractors, LLC

Houston ChemSafe

Jan Koehn, CIH Inc.

JF Filtrations, Inc.

JPS Drywall, Inc.

Kentech, Inc.

MEK Interiors & Floors

South Texas Boiler Industries, Inc.

Tejas Office Products, Inc.

Turtle & Hughes, Inc.

Wholesale Electric



# COMMITTEE BUSINESS

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- B.** Consideration and possible recommendation of (i) a Lease Agreement between the City of Houston, as Landlord, and Houston First Corporation, as Tenant, for approximately 2.4668 acres of land at Hermann Park and (ii) a Sublease between Houston First Corporation, as Sublessor, and the Hermann Park Conservancy, as Sublessee, for the subject land to facilitate the renovation and restoration of the historic golf clubhouse building and for continued operations of such facility.

## **HFC OPERATIONS COMMITTEE MEETING**

October 20, 2020

**Houston**first





# HERMANN PARK GOLF CLUBHOUSE

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## PRESENTERS

**LISA HARGROVE**

*General Counsel*

**DOREEN STOLLER**

*President – Hermann Park Conservancy*

**HFC OPERATIONS COMMITTEE MEETING**

October 20, 2020



An aerial photograph of Hermann Park in Houston, Texas, showing a large green lawn, a winding path, and a modern building with a distinctive triangular roof. In the background, the Houston skyline is visible under a blue sky with scattered clouds.

# Hermann Park Historic Clubhouse Renovation and Historic Tax Credit Funding

Presentation to

Houston First Corporation

# Renovation of Historic Clubhouse



- ***Constructed in 1935***
- ***\$5.8 million renovation project including landscaping, parking lot and maintenance fund***



# Historic Tax Credit Programs



- **State program issues tax credits for up to 25% eligible expenses, 20% for federal program**
  - Structures must be eligible for National Register or otherwise historically significant
  - Buildings must be income producing
- **Municipalities are not eligible for tax credits, but operating partners are eligible**
  - Must have long-term lease to meet IRS definition of building as depreciable asset
  - Significantly in excess of 39 years
- **Houston City Charter prohibits entering into agreements in excess of 30 years with corporations but longer term agreements are possible with public entities and LGCs**

# Lease Structure to Comply with Tax Credit Program Requirements



- **Conservancy has existing development and concession agreements with the City to renovate and operate the building**
  - Special Events Venue
  - Earned income dedicated to park maintenance
- **City and Houston First entering into 49 year lease agreement**
  - Term meets IRS requirements for tax credits
  - Houston First assumes rights and responsibilities of Conservancy's operating agreements
  - Ability to sublease
- **Houston First and Conservancy enter into a sublease**
  - Conservancy assumes all rights and responsibilities
  - Commission payments can be paid directly to City
  - Ability to sublease to partnership using federal tax credits

# Thank You





# TERMS & CONDITIONS

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- Term of Agreement: 49 years
- Leased Premises: 4.4668 acres located at 6001 Fannin Street, inclusive of the historic Hermann Park golf clubhouse
- Hermann Park Conservancy renovating the clubhouse for use as an event rental facility for functions
- All responsibilities assigned to Houston First under the Lease Agreement are transferred to the Hermann Park Conservancy.
- No expense to Houston First.

# ACTION ITEMS REQUESTED

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- Approve Lease Agreement between the City of Houston and Houston First
- Approve Sublease between Houston First and the Hermann Park Conservancy

**HFC OPERATIONS COMMITTEE MEETING**

October 20, 2020

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QUESTIONS

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[www.HoustonFirst.com](http://www.HoustonFirst.com)

**IV. (A) Consideration and possible recommendation of an Operations and Maintenance Services Agreement with TDIndustries, Inc.**



**Consideration and possible recommendation/approval of an Operations and Maintenance Services Agreement with TDIndustries, Inc.**

**DESCRIPTION:** On August 31, 2020, Houston First Corporation (the “Corporation”) issued a request for proposals (“RFP”) from experienced contractors to provide preventative maintenance and repairs to all HFC facilities, parking garages, and landscaped properties.

**DESCRIPTION:** On August 31, 2020, Houston First Corporation (the “Corporation”) issued a request for proposals (“RFP”) from experienced contractors to provide preventative maintenance and repairs to all HFC facilities, parking garages, and landscaped properties. The Corporation received a total of four proposals. All four firms were invited to participate in in-person interviews with the selection committee, and upon evaluation and re-scoring of proposals submitted, the company that received the highest score was TD Industries, Inc. (“TDI”). The Corporation and TDI will enter into an Operations and Maintenance Services Agreement (“Agreement”) with a five-year total management fee of \$4,438,629.84, plus applicable labor rates. TDI has also agreed to meet a 25% diversity goal.

**RESOLVED,** that the Board of Directors of Houston First Corporation approves the following resolutions with respect to an Operations and Maintenance Services Agreement:

**RESOLVED,** that the Board of Directors of Houston First Corporation hereby approves the negotiation and finalization of an Operations and Maintenance Services Agreement (the “Agreement”) between Houston First Corporation and TDI based upon the above parameters together with such conditions or modifications that are approved by the Chairperson or Acting President, as they may determine to be in the best interest of the Corporation and to execute such Agreement; each acting alone hereby is, severally and without the necessity for joinder of any other person, authorized, empowered and directed for and on behalf of the Corporation to execute and deliver the Agreement in a form as approved by either the Chairperson or the Acting President, or any Authorized Person (defined below), such approval to be conclusively established by the execution and delivery of the Agreement by any Authorized Person; and

**FURTHER RESOLVED,** that each of the Chairperson, Acting President and Chief Executive Officer, Chief Operating Officer, General Counsel, and Chief Financial Officer of this Corporation are each hereby designated by this Corporation as an “Authorized Person” for purposes of this resolution and with respect to the Agreement to be executed hereunder; and

**FURTHER RESOLVED,** that the Agreement executed by any Authorized Person, for and on behalf of and in the name of this Corporation before or following the adoption of the foregoing resolution, in connection with the described transaction, be and is hereby ratified, confirmed and approved in all respects for all purposes.

**IV. (B) Consideration and possible recommendation of (i) a Lease Agreement between the City of Houston, as Landlord, and Houston First Corporation, as Tenant, for approximately 2.4668 acres of land at Hermann Park and (ii) a Sublease between Houston First Corporation, as Sublessor, and the Hermann Park Conservancy, as Sublessee, for the subject land to facilitate the renovation and restoration of the historic golf clubhouse building and for continued operations of such facility.**

**Consideration and possible recommendation/approval of a (i) Lease Agreement between the City of Houston, as Landlord, and Houston First Corporation, as Tenant, for approximately 2.4668 acres of land at Hermann Park and (ii) a Sublease between Houston First Corporation, as Sublessor, and the Hermann Park Conservancy, as Sublessee, for the subject land to facilitate the renovation and restoration of the historic golf clubhouse building and for continued operations of such facility.**

**DESCRIPTION:** Hermann Park, located at 6001 Fannin Street, Houston, Texas, is owned by the City of Houston (the "City") and is operated by the Hermann Park Conservancy ("HPC"). HPC is undertaking a multi-million-dollar renovation and restoration of the historic golf clubhouse building located on the property into a special events venue open to the public for rent. In order for HPC to qualify for certain historic tax credits for the renovation and restoration of the clubhouse, HPC must hold a long-term interest in the property on which the clubhouse is located. The City is unable to lease the property for a period longer than thirty years, pursuant to Article II, Section 17 of the City's Charter; therefore, Houston First Corporation (the "Corporation") has agreed to enter into a Lease Agreement ("Master Lease") as, Tenant, with the City, as Landlord, of approximately 2.4668 acres in the park, including the clubhouse and nearby parking lot(s). Pursuant to the Master Lease, the Corporation will enter into a Sublease, as Sublessor, with HPC, as the Sublessee, for continued operations of the facility.

The term(s) of the Master Lease and Sublease are fifty years, and all rents are due and payable to the City. As Tenant under the Master Lease, the Corporation is not responsible for any tenant duties or obligations including, but not limited to, renovation and restoration of the clubhouse, maintenance and operations of the clubhouse as a special events venue, nor remittance to the City, as all duties and obligations have been passed through to HPC under the Sublease.

**RESOLVED**, that the Board of Directors of Houston First Corporation approves the following resolutions with respect to a Lease Agreement and Sublease Agreement:

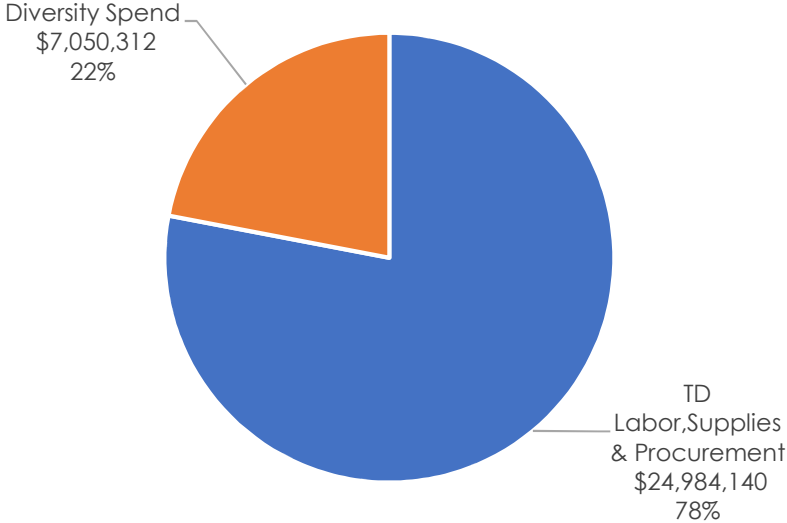
**RESOLVED**, that the Board of Directors of Houston First Corporation hereby approves the negotiation and finalization of (i) a Lease between Houston First Corporation (the "Corporation") and the City of Houston, and (ii) a subsequent Sublease Agreement between the Corporation and Hermann Park Conservancy (collectively the "Agreements") based upon the above parameters together with such conditions or modifications that are approved by the Chairperson or Acting President, as they may determine to be in the best interest of the Corporation and to execute such Agreements; each acting alone hereby is, severally and without the necessity for joinder of any other person, authorized, empowered and directed for and on behalf of the Corporation to execute and deliver the Agreements in a form as approved by either the Chairperson or the Acting President, or any Authorized Person (defined below), such approval to be conclusively established by the execution and delivery of the Agreements by any Authorized Person; and

**FURTHER RESOLVED**, that each of the Chairperson, Acting President and Chief Executive Officer, Chief Operating Officer, General Counsel, and Chief Financial Officer of this Corporation are each hereby designated by this Corporation as an "Authorized Person" for purposes of this resolution and with respect to the Agreements to be executed hereunder; and

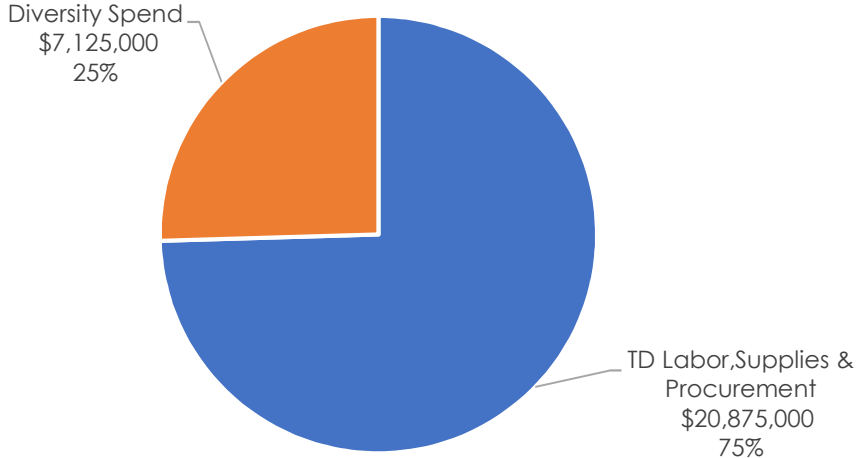
**FURTHER RESOLVED**, that the Agreements executed by any Authorized Person, for and on behalf of and in the name of this Corporation before or following the adoption of the foregoing resolution, in connection with the described transaction, be and is hereby ratified, confirmed and approved in all respects for all purposes.

# TD INDUSTRIES DIVERSITY SPEND

2015 - 2020 TOTAL CONTRACT VALUE \$32 M



2020 - 2024 TOTAL CONTRACT VALUE: \$28 M



TDI will provide mentor/mentee opportunities for minority companies to provide fountain maintenance and other preventative maintenance projects.