

HoustonfirstSM

REQUEST FOR PROPOSALS



For the Development of a Hotel Located on Top of the North
Parking Garage Attached to the George R. Brown Convention
Center in Houston, Texas

Contact:

Tom Reifert
Strategic Advisory Group
3848 Saint Annes Court
Duluth, Georgia 30096
Phone: (678) 584-0272
tom@strategicadvisorygroup.net

Due Date: October 17, 2014

Table of Contents

1. PURPOSE OF RFP	1
2. CONTACT PERSON.....	3
3. PRE-SUBMITTAL MEETING	3
4. SUBMITTAL LOCATION AND TIME	4
5. SCHEDULE	4
6. DESIRED SUBMITTAL TEAM MEMBERS.....	4
7. EVALUATION CRITERIA.....	5
8. BACKGROUND INFORMATION	5
9. HOTEL SITE/PAD	12
10. PROJECT REQUIREMENTS.....	12
11. PUBLIC PARTICIPATION	12
12. SUBMITTAL REQUIREMENTS AND FORMAT.....	13
13. DISCLOSURE AND DISCLAIMER.....	17

Request for Proposals

For the Development of a Hotel Located on top of the North Parking Garage
Attached to the George R. Brown Convention Center In Houston, Texas

1. Purpose of RFP

Houston First Corporation (“HFC”) is seeking a developer and design team to develop, own and operate (through a qualified hotel operator to be subsequently identified) a hotel, to be located on top of the approximate 1,900-space parking garage that is currently under development and will be attached via skywalk to the north end of the George R. Brown Convention Center (“Convention Center”) in Houston, Texas. The hotel pad has been designed to accommodate up to approximately 400 hotel rooms on 15 floors above the parking garage and includes a ground floor lobby and guest drop-off area. Up to 200 garage parking spaces will be allotted for hotel guests.



HFC will look to the developer to propose the number of rooms, hotel type (full-service, select-service, boutique, suite, etc.), and hotel brands that the developer believes is feasible and financeable in the marketplace, compliments the surrounding infrastructure and hotel selection in the immediate area, and best fits the needs for the GRBCC and the site location. HFC is soliciting proposals from interested teams. Upon receipt and review of the submittals, HFC intends to enter into negotiations with the top teams that provide the most benefit to HFC.

The garage construction is scheduled to be complete in or about December 2015. The hotel pad is scheduled to be available for hotel construction beginning in or about September 2015. A tower crane will be in place for the construction of the garage. Once the parking garage and office curtain wall are complete, the same crane could be used for hotel construction, avoiding additional crane installation costs for the hotel developer.

HFC IS SEEKING A PRIVATELY FINANCED HOTEL TO BE LOCATED ON TOP OF THE HFC-OWNED PARKING GARAGE AND EXPECTS TO ENTER INTO A SITE/PAD LEASE WITH THE HOTEL OWNER.

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2. Contact Person

- 2.1. The contact person for this RFP is Tom Reifert of Strategic Advisory Group ("SAG"), HFC's advisor, who may be reached by phone at: (678) 584-0272; fax at: (678) 584-0706; or e-mail at: tom@strategicadvisorygroup.net.
- 2.2. Interested parties ("Proposers") should email their contact information to Mr. Reifert to ensure receipt of any addendum to this RFP. In addition, a copy of the RFP and any addenda can be downloaded at <http://www.houstonfirst.com/dobusiness.aspx>.
- 2.3. SAG is authorized to have oral communications with prospective Proposers relative to matters of process or procedures only. Requests for additional information or requests for clarifications must be made in writing to Mr. Reifert at tom@strategicadvisorygroup.net or via fax at (678) 584-0706. Written inquiries or questions may be sent via e-mail.
- 2.4. Replies to inquiries and additional information or amendments deemed necessary will be issued in written addenda, which will be issued to all persons that have indicated an interest in being a Proposer prior to the deadline for responding to this RFP.
- 2.5. Proposers should not rely on representations, statements, or explanations (whether oral or written) other than those made in this RFP or in any written addendum to this RFP.
- 2.6. Proposers are advised that oral communications between the Proposers or their representatives and the Board of Directors or staff of HFC is prohibited.

3. Pre-Submittal Meeting

A pre-submittal meeting is scheduled for August 28 at 1:30 pm CST at the following address:

George R. Brown Convention Center
1001 Avenida De Las Americas
Houston, Texas 77010

The room at the convention center will be posted at <http://www.houstonfirst.com/DoBusiness.aspx> by August 25, 2014. Attendance (in person) is encouraged and recommended, to provide a source of information but is not mandatory. For those that cannot attend in person, they may participate via teleconference as follows:

Web Address: <https://global.gotomeeting.com/join/277986493>

To join the conference call: Dial +1 (571) 317-3122
Access Code: 277-986-493

4. Submittal Location and Time

- 4.1. One (1) original and fifteen (15) copies, plus one (1) copy in one PDF file on CD or USB drive, of the Proposal must be received by no later than **3:00 p.m. on October 17, 2014**, at the following address:

Houston First Corporation
c/o Peter McStravick
1600 Lamar, 3rd floor
Houston, TX 77010

- 4.2. In addition, one copy shall be mailed to:

Strategic Advisory Group
c/o Tom Reifert
3848 Saint Annes Court
Duluth, GA 30096

- 4.3. In addition, a PDF version (in one file) shall be emailed or electronically transferred to tom@strategicadvisorygroup.net.

5. Schedule

The anticipated schedule for this RFP is as follows:

RFP Issue Date	August 12, 2014
Pre-submission conference	August 28, 2014
Deadline for receipt of questions	October 8, 2014
Deadline for receipt of response to RFP	October 17, 2014
Interviews	October 29/30, 2014
Selection of Proposer	November 17, 2014

6. Desired Submittal Team Members

HFC is seeking developer and design team members only at this point in time. Developers may include construction firms on their team, but this is not required. Developers should not include hotel brands as part of their team, unless the hotel brand is also proposing as a developer/investor. There are limited hotel brands available in Downtown Houston. HFC

desires to allow the chosen developer to select from all available brands once the developer is selected.

7. Evaluation Criteria

7.1. Proposers will be evaluated on the following criteria (the following are not necessarily in order of importance to HFC):

- Developer's relevant experience, qualifications, capabilities, financial strength, and past performance with privately financed hotels.
- Designer's relevant experience, qualifications, capabilities, financial strength, and past performance with similar hotel projects.
- The Hotel type, number of rooms, range of brand consideration(s), and overall program.
- Diagrams and renderings communicating the vision for the Hotel.
- Development cash flows (revenues, expense, capital, etc.), with a summary of significant assumptions, demonstrating financial viability.
- Terms for site/pad lease to HFC, including lease rate.
- Viability of the financing plan and level of known equity, debt or other capital commitments.
- Diversity participation.
- Responsiveness to this RFP.
- Agreement with the room block agreement terms outlined in [Exhibit H](#).

Proposers shall be solely responsible for any or all costs associated with the response to this RFP, negotiations and the development of any design documentation.

8. Background Information

8.1. Houston First Corporation

HFC manages more than 10 City-owned buildings, plazas and parking for nearly 8,000 vehicles. HFC also owns the Hilton Americas-Houston hotel. HFC leases the George R. Brown Convention Center, Jones Hall, Wortham Theater Center, Houston Center for the Arts, Talento Bilingue de Houston, Jones Plaza, Miller Outdoor Theatre and other smaller venues from the City of Houston.

HFC represents the consolidation of the former City of Houston Convention & Entertainment Facilities Department, the Houston Convention Center Hotel Corporation and the Greater Houston Convention & Visitors Bureau (GHCVB). The Houston Convention Center Hotel Corporation (now called Houston First Corporation) is a local-government corporation organized in 2000. The consolidation with the Convention & Entertainment Facilities Department was effective on July 1, 2011. The consolidation with the GHCVB was effective on July 1, 2014.

HFC is responsible for the day-to-day marketing, maintenance and operation of these properties. HFC also handles licensing of the Convention Center, Wortham Center and Jones Hall to private groups who provide convention and entertainment services that enrich the lives of Houstonians.

HFC's Board of Directors is appointed by the Mayor of the City of Houston. Additional information on Board members can be found at <http://www.houstonfirst.com/AboutUs/BoardofDirectors.aspx>.

8.2. Houston Economy at a Glance

The Greater Houston Partnership recently released a publication summarizing 2014 information on several economic statistics, including employment, energy, housing market, office market, and transportation. [See Exhibit A](#)

8.3. George R. Brown Convention Center

The Convention Center opened in 1987 and was expanded in 2003 to host events of increased dimension. With more than 1 million square feet of exhibition, meeting and registration space, the Convention Center ranks as the 10th largest convention center in the nation.

The Convention Center hosted 212 events in 2013 that attracted 916,800 attendees and generated an estimated 433,700 room nights. Activities planned for the Convention Center in 2014 are responsible for 269,200 room nights and, for events scheduled for 2015, 273,300 room nights.

In addition, HFC is planning a \$70 million enhancement of the "front door" of the Convention Center to include the addition of a new 84,000 square foot lobby and 75,000 square foot outdoor plaza area. The new areas will provide more opportunities for Convention Center shows and events to welcome their



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guests. The outdoor plaza area will be useable for outdoor events, outdoor exhibits or a place where attendees can take a break. A survey of target market meeting planners, conducted in March of 2014, revealed that the planned enhancements significantly impacted the planners' propensity to book the Convention Center. The following images depict existing and planned images/renderings of the enhancements.

Existing



New



Please refer to the following exhibits for further information:

Exhibit B - Convention Center Brochure

Exhibit C - Summary of Convention Center Utilization

Exhibit D – Large Convention Accounts

8.4. GRB 2025 Master Plan

In 2011 HFC created the “George R. Brown 2025 Master Plan”. The principle conclusions of the master plan related to focused improvements outside the Convention Center. The top three priorities related to new hotel development, improvements to area attractions and activities and, in the long-range, a potential Convention Center expansion. The study also noted that increasing



the area’s residential community and public parking could have an impact on the success of the area. The full report can be downloaded at <http://www.downtownhouston.org/resource/development/>

8.5. Downtown/EaDo Livable Centers Study

The 2011 Livable Centers Study for Houston Downtown Management District & East Downtown Management District report analyzes an area of downtown Houston and the six major public venues that have been developed over the past 30 years. The report analyzes these venues and their potential impact on creating a cohesive urban fabric in the surrounding neighborhoods. The analysis is used to help guide future development goals. The full report can be downloaded at <http://www.downtownhouston.org/resource/development/>

8.6. Hilton Americas - Houston

HFC developed and owns the 1,200-room Hilton Americas-Houston. The hotel is Houston’s largest hotel and is connected to the Convention Center via two skywalks. The hotel has over 91,000 square feet of flexible meeting space including a 39,200 square foot ballroom, 26,000 square foot ballroom, 30 meeting rooms, a business center, two restaurants, a lobby lounge, Java Coast Coffee Bar, and a fitness center and spa. The hotel opened in December of 2003.



8.7. Marriott Marquis Houston

Opening summer 2016, the Marriott Marquis Houston will also be connected via skybridge to the George R. Brown Convention Center. The hotel will offer 1,000 rooms and over 104,000 square feet of meeting space, including a 39,700 square foot ballroom, a 21,700 ballroom, and nearly 40,000 square feet of additional meeting space. The hotel will feature an infinity pool, a Texas-shaped lazy river, three event lawns, and a special events pavilion overlooking Discovery Green, a full service spa and fitness center, a two story sports bar, two restaurants, wine bar, coffee shop, and pool bar & grill.



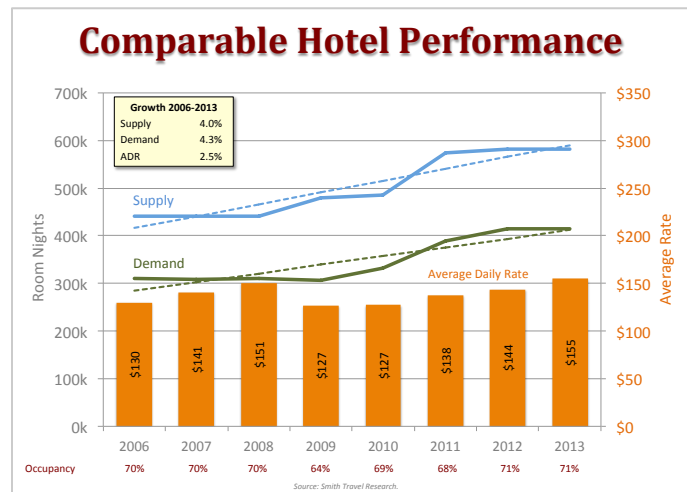
8.8. Comparable Hotel Market

Houston select comparable hotel demand growth has slightly outpaced supply growth, at 4.3% and 4.0%, respectively. Occupancy has averaged 69% since 2006 and has been 71% over the past two years. Average rate has grown at 2.5% on average and achieved \$155 in 2013.

For the purposes of this analysis, the comparable hotel market included the following hotels:

- 485-room Royal Sonesta
- 350-room Doubletree Downtown
- 262-room Embassy Suites Downtown
- 191-room Courtyard Downtown Convention Center
- 182-room Hilton Garden Inn Galleria
- 123-room element Vintage Park

See Exhibit E.



8.9. GreenStreet

GreenStreet is an entertainment, dining, retail and office hub in Downtown. Bordered by Dallas Street to the north, Polk Street to the south, Main Street to the west and Caroline Street to the east, and connected by two signature “Sky Rings,” GreenStreet spans three city blocks. The pedestrian and open-air retail entertainment center is comprised of 300,000 square feet of retail space, 260,000 square feet of office space and a 1,600-space parking garage. Anchor tenants include House of Blues, McCormick & Schmicks, and Forever XXI. It was recently purchased by Midway Development and Canyon Johnson Development and is undergoing a renovation to activate the sidewalks and develop a luxury boutique hotel.

8.10. Discovery Green

Discovery Green is an 11.8-acre public park in Downtown that opened in 2008 across from the Convention Center and the Hilton America-Houston. Park features include:

- The Grove Restaurant serving lunch and dinner
- The Lake House offering family-friendly casual fare
- Ice skating rink (seasonal)
- A performance stage
- 2 acre lawn
- Shaded walkways lined with live oak trees
- Wortham Foundation Gardens – an acre of flowering trees, plants, fountains and works of art
- Kinder Lake - a 1-acre lake lined with native wetland plants
- Gateway Fountain - The fountain offers a visual gateway of water activity atop a gently sloping granite surface to the park
- The Natural Gardens - wetland and upland gardens extending the length of the park
- The Landforms - several sculpted knolls and grassy swells that highlight views of Downtown
- McNair Foundation Jogging Trail - tree-shaded promenades on which to stroll to the lake and children’s area
- Maconda's Grove - where you can play bocce on the Carruth Foundation Bocce Courts
- The John P. McGovern Playground
- Hagstette Putting Green



- Two Dog Runs - one for large dogs and another for smaller dogs with seating areas for their owners
- Approximately 660-car underground parking garage operated by HFC.

Discovery Green hosts over 790 events annually generating over 400,000 attendees. See Exhibit F.

8.11. Nearby Sports Facilities

Toyota Center – The Toyota Center opened in October 2003 and is home to the NBA’s Houston Rockets. Toyota Center also plays host to the nation’s top concerts and touring shows. The Toyota Center welcomed more than 1.5 million fans during its first year alone. In 2006 and 2013, Toyota Center hosted the NBA All Star Games.

Minute Maid Park – The retractable roof 43,800-seat ballpark opened in April of 2000 and is home to Major League Baseball’s Houston Astros. The ballpark hosted the 2004 MLB All-Star Game and the 2005 MLB World Series. The ballpark is adjacent to the site proposed for development.

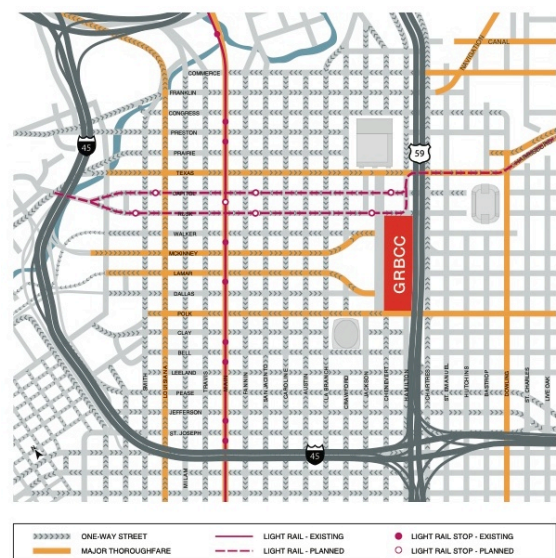
BBVA Compass Stadium - This state-of-the-art, open-air stadium is home to the Houston Dynamo’s soccer matches, and Texas Southern University football games as well as additional sporting and concert events. The 22,000-seat stadium, which opened in 2012, is the first soccer-specific stadium in Major League Soccer located in a city’s downtown district.

8.12. The Center for Texas Cultural Heritage

HFC is assisting in the development of the Center for Texas Cultural Heritage on the north end of the Convention Center, between the Convention Center and Minute Maid Park. The Center will feature galleries, exhibits, meeting spaces and a gift shop celebrating the region’s cultural heritage. The \$80 million project is being developed with public and private funds.

8.13. Light Rail

An expansion to Houston’s light rail system is under construction. The new east-west lines on Rusk and Capitol Streets have great potential for serving the Convention Center and any new development, providing links to existing hotels and restaurants in the central business district and entertainment venues in the Theater



District. This new line will connect to the existing north-south light rail transit (LRT) line on Main Street, eight blocks west of the Convention Center. The new line will run through the garage (without stopping). The closest stops are on the north side of the Marriott Marquis and on the north side of the hotel site.

8.14. Chilled Water

Chilled water may be available for purchase from Houston First Corporation or Brookfield Infrastructure Partners, from its plant located at the corner of Austin and Rusk Streets.

9. Hotel Site/Pad

Located on top of the approximate 1,900-space parking garage that is currently under development, the hotel will be attached via skywalk to the George R. Brown Convention Center (“Convention Center”) in Houston, Texas. The hotel pad has been designed to accommodate up to approximately 400 hotel rooms on 15 floors above the parking garage and includes a 2,200 square foot ground floor lobby and guest drop-off area. Up to 200 garage parking spaces will be allotted for hotel guest self-park and valet.

A tower crane will be in place for the construction of the garage. Once the parking garage and office curtain wall are complete, the same crane could be used for hotel construction, avoiding additional crane installation costs for the hotel developer.

See [Exhibit G](#) for detailed information of the site.

10. Project Requirements

10.1. Hotel – The hotel pad has been designed to accommodate up to 400 rooms. HFC will look to the developer to propose the hotel type (full-service, select-service, boutique, suite, etc.) and number of rooms that the developer believes is feasible and financeable in the marketplace. The Hotel should compliment the surrounding assets and hotel selections in the immediate area.

10.2. Parking – Garage Hotel guests will be allowed to self-park in the garage with revenues inuring to HFC. The Hotel valet can also utilize the parking garage. The hotel will pay the garage the self-park rate for valet parked cars and the hotel will retain markup for valet services.

11. Public Participation

11.1. State Rebates – HFC will support the designation of the hotel as a “Qualified Hotel Project” by the City of Houston to enable the hotel to apply for a 10-year rebate of the hotel generated 6% State Hotel Occupancy Tax and 6.25% State Sales Tax. Such designation shall be subject to City Council approval and any proposal submitted

shall not be contingent on such approval. No local rebates or abatements will be provided for this project.

12. Submittal Requirements and Format

Outline in sequential order the major areas of the proposal in the following order using tabs for each section on 8.5 x 11 paper. All pages must be consecutively numbered and correspond to the table of contents.

- 12.1. Table of Contents - Outline in sequential order the major areas of the proposal, including enclosures.
- 12.2. Executive Summary - Summarize your proposal in two to three pages outlining why your team is best suited to meet the objectives of HFC.
- 12.3. Team Organization - Outline the organization of your team, companies involved, key personnel and a summary of roles and responsibilities. Also indicate and provide contact information for the primary individuals leading this process and those authorized to commit the Proposer.
- 12.4. Developer Qualifications and Experience
 - 12.4.1. Company information – Provide background information on the Proposer(s) including company history, years in business, number of employees and any other information communicating capabilities.
 - 12.4.2. Relevant Developer Experience - Summarize projects where the Proposer has developed a project similar to that described in this RFP or has served as developer and provided services and obtained financing for a project of comparable size and scope as that described in this RFP. Include:
 - Project name, number of rooms, location and images
 - Design team name(s) and roles
 - Year project completed (or “In Design” or “Under Construction”)
 - Short description of services provided
 - Identification of the individuals that worked on the project and will work on this project
 - Reference contact information
 - Project development cost

- Summary of project capital funding and your role in raising the capital
- Summary of the role of the public sector, if any

12.4.3. Resumes - Summarize the experience of the key team members that will work on this project.

12.5. Design Team Qualifications and Experience

12.5.1. Company information – Provide background information on the designer(s) including company history, years in business, number of employees and any other information communicating capabilities.

12.5.2. Relevant Experience - Summarize projects where the design team has designed a project of comparable size and scope as that described in this RFP. Include:

- Project name, location and images
- Design team name(s) and roles
- Year project completed (or “In Design” or “Under Construction”)
- Short description of services provided
- Identification of the individuals that worked on the project and will work on this project
- Reference contact information
- Project development cost

12.5.3. Resumes - Summarize the experience of the key team members that will work on this project.

12.6. Hotel Program, Conceptual Design and Preliminary Development Budget

12.6.1. Hotel Program – type (full-service, select-service, boutique, suite, etc.), number of standard sleeping rooms and suites, meeting space, food and beverage outlets and areas, parking spaces required to be used in the garage for valet, and other Hotel program amenities.

12.6.2. Preliminary Development Budget - construction hard costs, architecture/engineering, furniture, fixtures and equipment (FF&E), development fee, other soft costs and required fees, pre-opening/working

capital, contingency and escalation, financing costs, and any other unique project costs.

12.6.3. Architectural Diagrams – Architectural diagrams of floor plans, elevations and renderings for the proposed hotel.

12.6.4. Schedule – Assuming the pad will be available as outlined in Section 1, provide a development schedule outlining key design, construction start, and opening dates.

12.7. Financing Plan

12.7.1. Financial Capabilities – Provide a summary of the financial capability of the developer and other financing team members.

12.7.2. Plan – Provide a plan to finance the Hotel, specifying approach to debt and equity, planned level of developer versus third-party equity participation, the level of committed equity to the project, expected financing role of the manager/operator, the amount of debt, and the willingness to provide the required level of any anticipated debt guarantees.

12.7.3. Pro forma – Provide a 10-year hotel pro forma delineating line items for operating revenues, departmental expenses, undistributed expenses, fixed expenses, and capital reserves.

12.7.4. Pad Lease – HFC desires to lease the hotel pad (which may be in the form of a condominium) for a term of up to 99 years at a minimum annual rate of 4% of gross revenues. Provide a pad lease proposal under the following two scenarios:

- Base Case Scenario - Pad lease that assumes no public participation.
- Rebate Scenario – Pad lease that assumes the Hotel is approved to receive a “Qualified Hotel Project” designation enabling the receipt of a 10-year rebate of the 6% State Hotel Occupancy Tax and a 10-year rebate of the 6.25% State Sales Tax.

12.7.5. Finance Plan Cash Flows – Provide a summary of leveraged and unleveraged cash flows and equity returns.

12.8. Workforce

12.8.1. Diversity Program – Proposer shall make good faith efforts and actively seek to maximize the use of historically underutilized businesses for the design, construction and operation of the project. This shall include utilization of the diverse suppliers of goods and services that have been certified by

the City of Houston, Mayor's Office of Business Opportunity, and the Texas Comptroller of Public Accounts Historically Underutilized Business program. Proposer shall propose separate good faith effort goals for the design, construction, and operation of the project. Proposer shall also describe the manner in which it proposes to use historically underutilized businesses in the project. Proposer shall be required to submit progress reports on a quarterly basis.

12.8.2. Training Opportunities for Construction Trades – HFC desires to utilize the development of this project as an opportunity to train Houston residents in the construction industry. Provide a summary of outreach, training, apprenticeship and other programs that you will implement to realize this goal.

12.9. Acknowledgements – Acknowledge your agreement to the following:

12.9.1. Neutrality – If any union initiates an attempt to organize hotel operating personnel and requests execution of a neutrality agreement, Proposer shall cause the Hotel Operator to execute and offer to enter into a Neutrality Agreement in the form attached hereto as Exhibit I (or such other form agreed to by Hotel Owner, Operator and the union executing the same).

12.9.2. Design Review - The Developer and HFC shall work together to develop and implement a design review process that will provide HFC and professional staff input into the design of the project.

12.9.3. Room Block Agreement – Agreement to the Room Block Agreement terms in Exhibit H.

12.10. Questionnaire - Respond to the following:

12.10.1. Has the Proposer or any principals of the applicant organization failed to qualify as a responsible bidder/proposer, refused to enter into a contract after an award has been made, failed to complete a contract during the past five (5) years, or been declared to be in default in any contract in the last 5 years? If yes, please explain.

12.10.2. Has the Proposer or any of its principals ever been declared bankrupt or reorganized under Chapter 11 or put into receivership? If yes, give date, jurisdiction, action taken, and any other explanation deemed necessary on a separate sheet.

12.10.3. Has the Proposer, its principals or any of the Proposer's team members been convicted by a Federal, State, County, or Municipal Court of any violation of law, other than traffic violations? Explain any convictions.

- 12.10.4. List lawsuits pending or concluded involving the Proposer or individuals with more than ten percent (10%) interest.
 - 12.10.5. List all judgments from lawsuits in the last five (5) years:
 - 12.10.6. List any potential, actual, or perceived conflicts of interest in connection with this submittal.
 - 12.10.7. Acknowledge that the Proposer understands that information contained in this Questionnaire will be relied upon, and such information is warranted by the Proposer to be true and accurate. The Proposer agrees to furnish such additional information in this regard as may be requested by HFC. The Proposer further understands that the information contained in this Questionnaire may be confirmed through a background investigation conducted by HFC. By submitting this Questionnaire, the Proposer agrees to cooperate with this investigation.
 - 12.10.8. Acknowledge that Proposer is aware that HFC is subject to the Texas Public Information Act and that, subject to the provisions of such act, information provided to HFC may be made available to members of the public requesting the same in accordance with state law.
- 12.11. Other - Provide any other relevant information to demonstrate capabilities.

13. Disclosure and Disclaimer

- 13.1. This RFP is being furnished to the recipient by HFC for the recipient's convenience. Any action taken by HFC in response to submittals made pursuant to this RFP, or in making any award, or in failing or refusing to make any award pursuant to such submittals, or in cancelling awards, or in withdrawing or cancelling this RFP, either before or after issuance of an award, shall be without any liability or obligation on the part of HFC.
- 13.2. In its sole discretion, HFC may withdraw the RFP either before or after receiving proposals, may accept or reject proposals, and may accept proposals which deviate from the RFP, as it deems appropriate and in its best interest. In its sole discretion, HFC may determine the qualifications and acceptability of any party or parties submitting submittals in response to this RFP.
- 13.3. Following receipt of submittals, the Proposer agrees to deliver additional information requested by HFC relating to the project and Proposer. From the project perspective, HFC may request further details, information, assurances, and financial and disclosure data. From the Proposer's perspective, HFC may request additional information on the Proposer's affiliates, officers, directors, shareholders, partners and employees.
- 13.4. The information contained herein is provided solely for the convenience of Proposer s. It is the responsibility of the recipient to assure itself that information contained herein

- is accurate and complete. HFC does not provide any assurances as to the accuracy of any information in this RFP.
- 13.5. Any reliance on these contents, or on any permitted communications with HFC officials, shall be at the recipient's own risk. Proposer s should rely exclusively on their own investigations, interpretations, and analyses. The RFP is being provided by HFC without any warranty or representation, express or implied, as to its content, its accuracy, or its completeness. No warranty or representation is made by HFC or its agents that any submittal conforming to these requirements will be selected for consideration, negotiation, or approval.
 - 13.6. HFC shall have no obligation or liability with respect to this RFP, the selection and the award process, or whether any award will be made. Any recipient of this RFP who responds hereto fully acknowledges all the provisions of this Disclosure and Disclaimer, is totally relying on this Disclosure and Disclaimer, and agrees to be bound by the terms hereof. Any responses submitted to HFC pursuant to this RFP are submitted at the sole risk and responsibility of the party submitting the same.
 - 13.7. This RFP is made subject to correction of errors, omissions, or withdrawal from the market without notice, and does not constitute an agreement by HFC or offer by HFC of any kind. Information is for guidance only.
 - 13.8. Proposers are expected to make all disclosures and declarations as requested in this RFP. By submission of a response to this RFP, the Proposer acknowledges and agrees that HFC has the right to make any inquiry or investigation it deems appropriate to substantiate or supplement information contained in the response, and authorizes the release to HFC of any and all information sought in such inquiry or investigation. Each Proposer certifies that the information contained in the response is true, accurate and complete, to the best of its knowledge, information, and belief.
 - 13.9. Notwithstanding the foregoing or anything contained in the RFP, all Proposers agree that in the event of a final unappealable judgment by a court of competent jurisdiction which imposes on HFC any liability arising out of this RFP, or any response thereto, or any action or inaction by HFC with respect thereto, such liability shall be limited to \$1,000.00 as agreed-upon and liquidated damages. The previous sentence, however, shall not be construed to circumvent any of the other provisions of this Disclosure and Disclaimer which imposes no liability on HFC.
 - 13.10. In the event of any differences in language between this Disclosure and Disclaimer and the balance of the RFP, it is understood that the provisions of this Disclosure and Disclaimer shall always govern. The RFP and any disputes arising from the RFP shall be governed by and construed in accordance with the laws of the State of Texas. The district courts of Harris County, Texas shall be the exclusive place of venue in any legal action arising herefrom. **THE PROPOSER KNOWINGLY AND TO THE**

MAXIMUM EXTENT PERMITTED BY APPLICABLE LAW, WAIVES THE RIGHT TO TRIAL BY JURY IN CONNECTION WITH ANY LEGAL ACTION ARISING HEREFROM.

- 13.11. By submitting a response, all Proposers shall be deemed to understand and agree that no property interest or legal right of any kind shall be created at any point during the aforesaid evaluation/selection process until and unless a contract has been agreed to and signed by both parties.
- 13.12. A Proposer may submit a modified response to replace all or any portion of a previously submitted response up until the RFP due date and time. Modifications received after the RFP due date and time may not be considered.
- 13.13. HFC may, at its sole and absolute discretion, reject any and all, or parts of any and all, responses; re-advertise this RFP; postpone or cancel, at any time, this RFP process; or waive any irregularities in this RFP or in any responses received as a result of this RFP.
- 13.14. All expenses involved with the preparation and submission of responses to HFC, or any work performed in connection therewith, shall be the sole responsibility (and shall be at the sole cost and expense) of the Proposer(s), and shall not be subject to reimbursement by HFC. Further, in the event of short-listing of Proposals, short-listed Proposers shall be solely responsible for any and all costs associated with negotiations, development of plans, and any other expenses related to negotiations.
- 13.15. Proposers are expected to be familiar with and comply with all Federal, State and local laws, ordinances, codes, and regulations that may in any way affect the scope of services offered, including the Americans with Disabilities Act, Title VII of the Civil Rights Act, the EEOC Uniform Guidelines, and all EEO regulations and guidelines. Ignorance on the part of the Proposer will in no way relieve it from responsibility for compliance.
- 13.16. It is the intent of the parties hereto that the successful Proposer be legally considered to be an independent Proposer and that neither the Proposer nor the Proposer's employees and agents shall, under any circumstances, be considered employees or agents of HFC.
- 13.17. Proposers shall not offer any gratuities, favors, or anything of monetary value to any official, employee, or agent of HFC or the City, for the purpose of influencing consideration of this proposal.

Exhibit A

Houston Economy at a Glance

The Economy at a Glance Houston

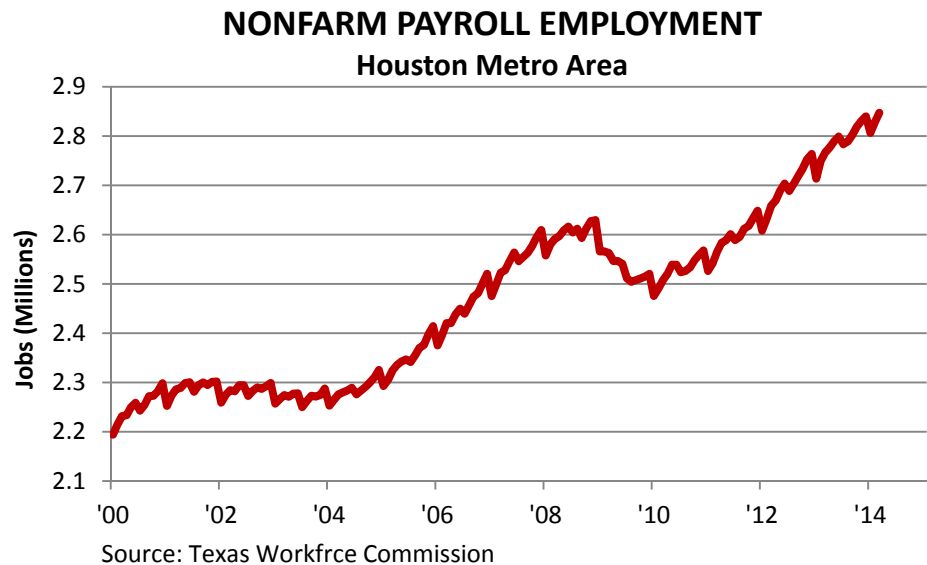
A publication of the Greater Houston Partnership

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Picking Up the Pace — The Houston-Sugar Land-Baytown Metro Area created 93,300 jobs in the 12 months ending May '14, according to the Texas Workforce Commission. Growth has accelerated recently. Houston grew at a 2.8 percent annual rate in December, 2.9 percent in March, 3.2 percent in April and 3.3 percent in May. Houston's job growth remains above the long-term trend. Over the past 10 years, nonfarm payroll employment has grown at a 2.4 percent compound annual growth rate. As noted below, several sectors continue to grow above long-term trend (notably construction, engineering, computer systems, and education), while others are growing near their long-term trend (energy, retail).

Houston's 3.3 percent overall growth rate is second fastest among the nation's 20 most populous metro areas. The Dallas-Fort Worth Metro ranks first, growing at a 3.7 percent rate, and Miami-Fort Lauderdale third, with a 2.9 percent rate.

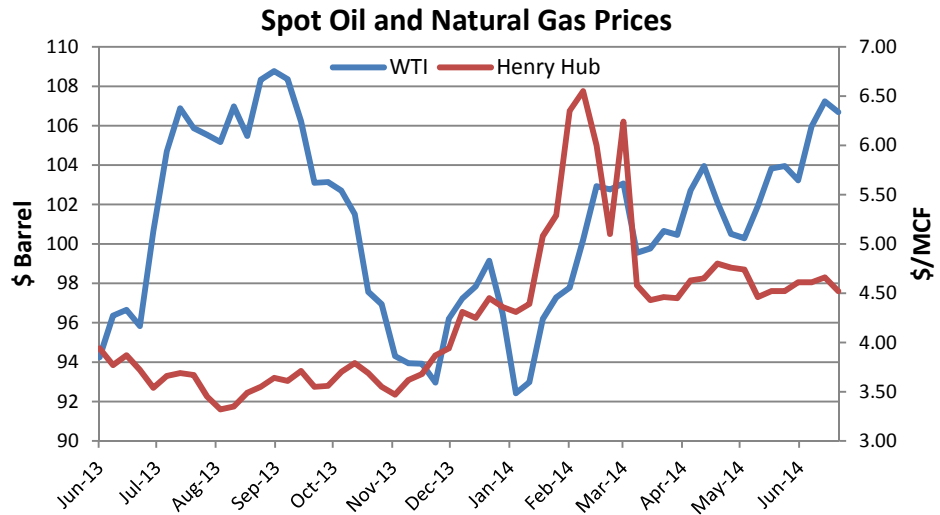
Since January '10, the bottom of the recession for Houston, the region has gained 407,300 jobs, or 2.6 jobs for every one lost in the recession. Put another way, Houston has created more jobs than currently exist in the Beaumont-Port Arthur, McAllen-Edinburg-Mission, and College Station-Bryan metro areas *combined*.



Total nonfarm payroll employment stands at 2,883,000 jobs, the highest point in Houston's history. Employment typically experiences a seasonal drop in the summer and then recoups the losses, usually 10,000 to 20,000 jobs, by early fall. The region should surpass 2.9 million jobs by October '14 and 3.0 million in late '15 or early '16. Here's an overview of job growth by sector:

Energy: The mining and logging sector (in Houston, primarily oil and gas) added 6,100 jobs in the 12 months ending May '14, a 5.8 percent increase, not far from the 5.9 percent compound annual growth rate (CAGR) of the past 10 years.¹ Exploration and production gained 3,500 jobs, a 6.1 percent increase (vs. a 5.4 percent long-term average). Oil field services added 2,400 jobs, a 5.1 percent increase (vs. a 6.6 percent long-term average).

Oil field services employment is growing again, having stagnated toward the end of last year. The harsh winter caused natural gas prices to rise, and unrest in the Middle East lifted crude prices; both events boosted the cash flow of exploration and production companies. The industry used the funds to expand drilling operations.



Source: U.S. Energy Information Administration

The Texas Railroad Commission reports 13,279 wells were completed in Texas in the first five months of '14, up 31.5 percent from 10,437 wells during the same period in '13.

Construction: The construction sector added 7,300 jobs, a 3.9 percent increase over May '13 (vs. 1.8 percent 10-year average). McGraw Hill reports that \$11.4 billion in construction contracts were awarded in the metro area January through May '14. Chevron Phillips, ExxonMobil and Dow Chemical started construction on multi-billion-dollar ethane crackers in recent months. CBRE reports 16.3 million square feet of office space, 7.3 million of industrial, and 2.4 million of retail are currently under construction. These projects should sustain employment in this sector for some time.

Manufacturing: The sector added 7,200 jobs, a 2.9 percent annual increase (vs. 2.2 percent 10-year average). The bulk of the growth (4,800 jobs) occurred in nondurables, including 1,800 in chemicals and refining. TWC did not provide details on the remaining nondurables jobs. Oil field equipment added 1,000 jobs, a 2.4 percent increase, but well below its 6.6 percent long-term average.

¹ The 10-year compound annual growth rate (CAGR) is calculated from May '04 to May '14. For simplicity's sake, the CAGR is referred to as the "long-term" or "10-year" average rate throughout the text.

Trade, Transportation, Utilities: The wholesale sector added 6,800 jobs, a 4.6 percent increase over May's '13 employment level. The 4.6 percent is well above the sector's 2.8 percent long-term average. Wholesale trade depends on export activity, retail sales, and local manufacturing output, all sectors that are currently performing quite well.

The retail sector added 5,400 jobs, a 1.9 percent bump over last May and in line with the 1.8 percent 10-year average. Given the strength of the overall economy and the growth in local incomes (wages and salaries up \$7.7 billion in '13 vs. '12), it's surprising that retail employment has not grown faster. The internet continues to syphon sales from traditional brick-and-mortar retailers who are operating as lean as possible, thus slowing retail employment growth.

Transportation, warehousing, and utilities added 5,100 jobs, a 3.9 percent increase (vs. 2.0 percent long-term average). TWC provides job data for the utility, air, truck and pipeline sectors but not water transportation or warehousing. Presumably, subtracting job growth for the first four provides job growth in the latter two. Based on that residual, water transport and warehousing created 3,900 jobs over the past 12 months.

Financial Services: The sector created 2,500 jobs, a 1.8 percent increase (vs. 0.6 percent long-term average). Gains in real estate (1,900 jobs) and securities (400 jobs) helped offset losses in banking (-1,000 jobs) and insurance (-400 jobs). What's supporting real estate job growth? Residential brokers sold more than 89,000 homes in the Houston market since last May, and according to data compiled by CBRE, commercial brokers have leased more than 4.5 million square feet of industrial, 7.6 million square feet of office and 455,000 square feet of retail space from Q2/13 through Q1/14.

Professional, Scientific, and Technical Services: Professional, scientific, and technical services added 12,900 jobs, a 6.4 percent increase (vs. 3.8 percent long-term average.) Engineering contributed 6,600 of those jobs, an increase of 9.7 percent (vs. 4.0 percent long-term average.) That suggests that nearly one in every 10 engineering jobs in Houston was added within the past 12 months. The construction boom along the ship channel and in the oil patch continues to drive the demand for engineering services.

Computer systems design and related services added another 1,900, a 6.5 percent increase (vs. 3.3 percent long-term average). The need to upgrade networks and invest in IT continues to drive job growth in this sector.

Employment services lost 200 jobs in the past 12 months. Since firms tend to take on temps as recovery begins and then convert them to permanent status as confidence in recovery strengthens, a decline in employment services could reflect--at least in part--recognition that Houston's recovery is well-established.

Education and Health Services: Education and health services added 11,300 jobs, 2,800 in education services and 8,500 in health care. Education grew somewhat above trend (5.7 percent vs. 2.4 percent long-term) while health care ran slightly below trend (3.0 percent vs. 3.4 percent long-term). Ongoing population growth and a growing population of seniors drive employment in education and health care, but growth may slow with greater efficiency, improved care that reduces hospitalization, and enhanced cost control efforts.

Accommodation and Food Services: The sector added 11,000 jobs, a 4.5 percent increase (vs. 3.7 percent long-term average). Of these, 10,400 were in food services and drinking places, the remainder in hotels. Since the end of the recession, this sector has created 52,000 jobs, or one in every eight gained in the recovery and subsequent expansion.

Other Services: This sector includes repair shops, barber shops, funeral homes, dry cleaners and the like. It added 4,000 jobs, a 4.0 increase over May '14 (vs. 0.9 percent long-term average). Small firms and mom-and-pops dominate the sector, which makes it difficult to survey. TWC typically misses the mark throughout the year and will most likely restate the job growth next March when it releases the benchmark revisions.

Government: The sector added 10,500 jobs, the bulk in local government, which added 10,300 jobs, a 3.8 percent increase (vs. 1.8 percent long-term average). This is the second highest May-to-May gain since '02. Three-fourths of the gains occurred in local education.

A Final Note: Houston's May unemployment rate stood at 5.0 percent, among the lowest in the nation. The last time Houston's unemployment rate was 5.0 percent was in June '08. The rate typically ticks up in June and remains elevated in July as teens, college students and educators seek summer jobs. The rate drops again in the fall as they return to school. That pattern is expected to repeat itself again this year.

Bienvenido, добро пожаловать, 欢迎, Willkommen — The number of overseas visitors to Houston has nearly doubled since '09, according to data released recently by the U.S. Department of Commerce. Houston entertained more than 800,000 overseas guests in '13, up from 428,000 in '09. Houston ranked 12th in the U.S. as a destination for overseas visitors. New York, Miami, Los Angeles, Orlando and San Francisco ranked first through fifth, respectively. The only other Texas metro in the top 20, Dallas-Ft. Worth, ranked 18th.

OVERSEAS VISITORS TO HOUSTON

Year	Visitors	Change From Previous Year
'13	801,000	22.3
'12	655,000	11.8
'11	586,000	30.8
'10	448,000	4.7
'09	428,000	-11.0
'08	481,000	0.6

Source: Overseas Visitation Estimates for U.S. States, Cities and Census Regions, U.S. Department of Commerce

The Commerce Department study did not include visitors from Mexico or Canada. If it did, Houston undoubtedly would have moved up in the rankings. According to the Office of the Governor of Texas, 6.5 million travelers from Mexico and 416,000 travelers from Canada visited Texas in '12. Assuming a comparable number visited Texas in '13, and some fraction of those visitors stopped here, Houston probably welcomed more than one million foreign visitors last year.

Your Money is Also Welcome Here — Nearly one in every 12 private sector employees in Houston worked for a foreign-owned firm in '11. That's up from one in 17 workers in '91. Furthermore, foreign direct investment (FDI) plays a greater role in Houston's economy than in other major U.S. metro areas.²

That's the conclusion the Greater Houston Partnership reached after analyzing *U.S. Metro Areas: The Geography of Jobs in Foreign-Owned Establishments*, a report recently issued by Brookings.³ The Partnership extracted data from the report for the nation's 20 most populous metros, *i.e.*, Houston's peer economies, and found that Houston ranks:

- First in the share of private jobs (8.0 percent) at foreign-owned companies,
- Fourth in total private sector jobs at foreign-owned companies, and
- Fourth in the number of foreign-owned companies.

20 MOST POPULOUS METROS
Ranked By % Private Sector Jobs In Foreign-Owned Establishments

Metro Area	Foreign-Owned Establishments (FOEs)	% Private Employment in FOEs	Jobs in FOEs
Houston	2,852	8.0	178,005
Detroit	2,021	7.8	124,420
New York	8,298	6.8	490,287
Atlanta	2,589	6.8	134,611
Boston	2,692	6.7	142,815
Los Angeles	5,320	6.1	271,181
Chicago	4,279	5.9	223,514
Philadelphia	2,486	5.8	137,037
San Francisco	2,174	5.5	89,383
Washington	2,479	5.4	126,211
Dallas-Ft. Worth	2,601	5.2	134,111
Minneapolis	1,120	5.0	75,593
San Diego	1,263	4.8	48,730
Miami	2,579	4.7	91,694
St. Louis	830	4.7	53,700
Seattle	1,524	4.6	65,045
Baltimore	1,003	4.5	48,051
Tampa	1,102	4.2	41,670
Riverside	1,069	3.9	36,169
Phoenix	1,573	3.7	55,742

Source: *U.S. Metro Areas: The Geography of Jobs in Foreign-Owned Establishments*, Brookings, June 2014

² FDI occurs when a foreign company invests in a U.S. business enterprise by either acquiring an existing U.S. company or opening a new office, plant or distribution center. The foreign company must own a majority stake in the U.S. operation for it to be considered "foreign-owned."

³ The report is part of the Global Cities Initiative, a joint project of Brookings and JP Morgan Chase. The initiative is a five-year project that aims to help U.S. metropolitan areas reorient their economies toward greater engagement in world markets.

The top five industries for FDI in Houston (as measured by employment): oil field services (20,100 jobs), petroleum refining (19,100 jobs), architecture and engineering services (16,500 jobs), basic chemicals (11,500 jobs) and management consulting (4,700 jobs).

The top five source countries for FDI in Houston: England (45,600 jobs), Switzerland (16,300 jobs), Netherlands (15,100 jobs), France (13,000 jobs) and Canada (11,200 jobs).

The study notes that while FDI accounts for only 5.0 percent of U.S. private sector employment, it accounts for 6.7 percent of total compensation, 12.0 percent of productivity growth, 15.2 percent of capital investment, 18.9 percent of corporate research and development expenditures, and 20.3 percent of goods exports. FDI also facilitates the spread of new knowledge, ideas and technology—flows critical to competitiveness and innovation in the global economy. And given the recent surge in FDI—two dozen foreign-owned companies have announced relocations or expansion in Houston since '11—FDI will play an even greater role in Houston's future.

Closing in on Half a Trillion — The size of the Houston-Sugar Land-Baytown metro economy is projected to exceed \$500 billion next year. That's the conclusion of two separate studies, one released in June, the other released in January

ESTIMATED SIZE OF METRO HOUSTON ECONOMY - \$ Billions		
Year	IHS	Perryman
'12	449.7	479.2
'13	467.5	532.9
'14	496.1	580.5
'15	523.2	627.9

Source: IHS Global Insight and The Perryman Group

Houston's economy is expected to grow at an average annual rate of 4.0 percent, reaching \$532.2 billion in '15, according to a study prepared by IHS Global Insight on behalf of the U.S. Conference of Mayors and released at the organization's June meeting. IHS projects Houston to have the eighth fastest growing economy among the nation's 100 largest metro areas. Two other Texas metros made the top 10. Austin placed first with a 4.4 percent growth rate and McAllen-Edinburg (also tied for eighth) with 4.0 percent growth.⁴

Waco-based The Perryman Group is more bullish and forecasts Houston's gross regional product to hit \$627.9 billion in '15. The firm believes Houston already passed the half trillion dollar mark, with GRP hitting \$532.9 billion in '13. The report, part of Perryman's semi-annual study of Texas' major metro areas, was released in January⁵.

According to IHS, four metro areas account for 76.0 percent of Texas \$1.456 trillion economy: Houston, 32.1 percent; Dallas-Fort Worth, 30.2 percent; Austin, 7.2 percent; and San Antonio, 6.5 percent.

⁴ Phoenix-Mesa-Glendale is also ranked eighth.

⁵ The detailed Perryman report can be purchased by contacting Texas Economic Publishers at (800) 749-8705.

A Belated Happy Birthday — George Bush Intercontinental Airport celebrated its 45th birthday on June 8. The Houston Airport System (HAS) and Houston have expanded considerably since then. One might say the city and the airport have grown up together. To see how much they've grown, a comparison of the two:

- *Metro Population:* 1,942,000 (December '69); 6,313,158 (July '13)
- *HAS Passenger Traffic:* 4.5 million ('69); 52.0 million ('13)
- *Employment, Houston Metro Area:* 853,900 (December '69); 2.8 million (May '13)
- *Foreign & Domestic Markets Served:* 108 (December '69); 190 (July '13)
- *Total Metro Wages and Salaries:* \$6.4 billion ('69); \$169.7 billion ('13)
- *Airlines Serving Houston:* 13 ('69); 25 passenger and 12 dedicated cargo (July '13)
- *Manufacturing Firms:* 2,608 ('69); 6,063 (Q4/13)

HAS handled 52.65 million passengers for the 12 months ending May '14, the highest 12-month total since GHP began tracking HAS data in '81. The previous peak occurred in the 12 months ending July '08 with 52.32 million passengers. For the 12 months ending May '14, domestic passengers totaled 43.28 million and international passengers totaled 9.37 million.

Boom? Bubble? Bust? — Join us on July 22 at GHP's Economy Council where David Jarvis, Executive Vice President at McAlister Investment Real Estate, will address the current state of Houston's housing market and its future. Mr. Jarvis brings more than 35 years of experience in residential development sales, market economic research and the development of residential real estate. Prior to joining McAlister Investment Real Estate, Mr. Jarvis held the position of Houston Director at MetroStudy for 17 years.

When: Tuesday, July 22, 2014 | 3:30 to 5:00 pm

Networking 3:30 to 4:00 pm

Speaker 4:00 to 4:45 pm

Q&A 4:45 to 5:00 pm

Where: Senate Room, Greater Houston Partnership, 1200 Smith Street, 12th Floor

The meeting is open to all GHP members. There is no cost to attend.

To register go to <http://www.houston.org/membership/councils.html> and scroll down to the Councils Online Enrollment button.

SNAPSHOT — HOUSTON'S KEY ECONOMIC INDICATORS

Building Permits — Construction permitting in the City of Houston set another record in May. The running 12-month total topped \$7.3 billion, the highest value in GHP records dating back to January '02. May marks the third consecutive month that city building permits set a record. The \$7.3 billion represents a 39.3 percent increase from \$5.3 billion in permits issued over the prior 12-month period.

Inflation — The Consumer Price Index for All Urban Consumers (CPI-U) grew 2.1 percent nationwide from May '13 to May '14. Core inflation rose 2.0 percent over that period. The energy index increased 3.3 percent, food prices grew 2.5 percent, and the cost of housing rose 2.6 percent.

Home Sales — Houston-area realtors sold 7,145 single-family homes in May, a 7.3 percent decrease from the 7,708 sold in May '13, according to the Houston Association of REALTORS® (HAR). Houston's persistent lack of housing inventory caused the decline. Thirty-four consecutive months of positive sales ended in April with flat year-over-year sales and last month sales volume fell for the first time since May '11.

Purchasing Managers Index — The Houston Purchasing Managers Index (PMI), a short-term leading indicator for regional production, registered 59.2 in May, unchanged from 59.2 in April, according to the Institute for Supply Management-Houston. The PMI has a possible range from zero to 100. Readings above the neutral point of 50 indicate likely growth in production over the next three to four months; readings below 50 suggest contraction. With the May reading, the PMI has held at or above 50 for 57 consecutive months.

Vehicle Sales — Houston-area auto dealers sold 36,465 cars, trucks and SUVs in May '14, the highest for May since GHP began tracking vehicle sales in '97. According to *TexAuto Facts*, published by InfoNation, Inc. of Sugar Land, May sales were up 32.4 percent from the 27,535 vehicles sold in May '13. For the 12 months ending May '14, new vehicle sales reached 370,768, the highest 12-month total since March '02.

Foreign Trade — In the first five months of this year, more than \$105.7 billion in foreign trade passed through the Houston-Galveston Customs District, up 4.2 percent from the \$101.4 billion in trade handled in the first five months of '13. Exports totaled \$55.3 billion, up 9.6 percent from the \$50.4 billion handled during the same period in '13. Imports totaled \$50.4 billion, down 1.0 percent from the \$50.9 billion handled over the same period in '13.

Patrick Jankowski and Jenny Philip
contributed to this issue of
Houston: The Economy at a Glance

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The Key Economic Indicators table is updated ***whenever any data change*** — typically, 11 or so times per month. If you would like to receive these updates by e-mail, usually accompanied by commentary, please email your request for ***Key Economic Indicators*** to echambers@houston.org with the same identifying information. You may request ***Glance*** and ***Indicators*** in the same email.



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HOUSTON—THE ECONOMY AT A GLANCE

HOUSTON MSA NONFARM PAYROLL EMPLOYMENT (000)

	May '14	Apr '14	May '13	Change from		% Change from	
				Apr '14	May '13	Apr '14	May '13
Total Nonfarm Payroll Jobs	2,883.0	2,865.9	2,777.0	17.1	106.0	0.6	3.8
Total Private	2,499.1	2,481.9	2,403.8	17.2	95.3	0.7	4.0
Goods Producing	566.4	564.7	544.5	1.7	21.9	0.3	4.0
Service Providing	2,316.6	2,301.2	2,232.5	15.4	84.1	0.7	3.8
Private Service Providing	1,932.7	1,917.2	1,859.3	15.5	73.4	0.8	3.9
Mining and Logging	111.9	110.8	105.4	1.1	6.5	1.0	6.2
Oil & Gas Extraction	61.3	60.8	57.5	0.5	3.8	0.8	6.6
Support Activities for Mining	49.3	49.3	46.8	0.0	2.5	0.0	5.3
Construction	196.8	197.0	189.1	-0.2	7.7	-0.1	4.1
Manufacturing	257.7	256.9	250.0	0.8	7.7	0.3	3.1
Durable Goods Manufacturing	172.6	172.5	170.0	0.1	2.6	0.1	1.5
Nondurable Goods Manufacturing	85.1	84.4	80.0	0.7	5.1	0.8	6.4
Wholesale Trade	156.0	153.5	148.6	2.5	7.4	1.6	5.0
Retail Trade	286.6	288.0	280.1	-1.4	6.5	-0.5	2.3
Transportation, Warehousing and Utilities	135.4	133.6	130.0	1.8	5.4	1.3	4.2
Utilities	16.2	16.2	16.2	0.0	0.0	0.0	0.0
Air Transportation	23.1	23.2	23.2	-0.1	-0.1	-0.4	-0.4
Truck Transportation	24.5	24.3	23.6	0.2	0.9	0.8	3.8
Pipeline Transportation	9.7	9.6	9.2	0.1	0.5	1.0	5.4
Information	32.9	32.8	32.0	0.1	0.9	0.3	2.8
Telecommunications	15.1	15.1	14.5	0.0	0.6	0.0	4.1
Finance & Insurance	90.9	89.9	90.1	1.0	0.8	1.1	0.9
Real Estate & Rental and Leasing	53.5	52.9	51.3	0.6	2.2	1.1	4.3
Professional & Business Services	439.5	437.9	424.8	1.6	14.7	0.4	3.5
Professional, Scientific & Technical Services	214.1	214.3	203.2	-0.2	10.9	-0.1	5.4
Legal Services	23.9	23.8	23.9	0.1	0.0	0.4	0.0
Accounting, Tax Preparation, Bookkeeping	20.6	22.6	21.9	-2.0	-1.3	-8.8	-5.9
Architectural, Engineering & Related Services	74.9	74.3	68.0	0.6	6.9	0.8	10.1
Computer Systems Design & Related Services	31.3	31.2	29.4	0.1	1.9	0.3	6.5
Admin & Support/Waste Mgt & Remediation	200.7	199.1	197.8	1.6	2.9	0.8	1.5
Administrative & Support Services	189.9	188.6	188.3	1.3	1.6	0.7	0.8
Employment Services	76.3	74.8	74.4	1.5	1.9	2.0	2.6
Educational Services	51.7	51.4	48.4	0.3	3.3	0.6	6.8
Health Care & Social Assistance	296.2	292.9	286.4	3.3	9.8	1.1	3.4
Arts, Entertainment & Recreation	31.5	29.5	28.2	2.0	3.3	6.8	11.7
Accommodation & Food Services	255.5	253.1	241.5	2.4	14.0	0.9	5.8
Other Services	103.0	101.7	97.9	1.3	5.1	1.3	5.2
Government	383.9	384.0	373.2	-0.1	10.7	0.0	2.9
Federal Government	27.3	27.3	27.5	0.0	-0.2	0.0	-0.7
State Government	72.8	73.9	73.4	-1.1	-0.6	-1.5	-0.8
State Government Educational Services	39.6	40.1	39.9	-0.5	-0.3	-1.2	-0.8
Local Government	283.8	282.8	272.3	1.0	11.5	0.4	4.2
Local Government Educational Services	198.9	199.0	190.5	-0.1	8.4	-0.1	4.4

SOURCE: Texas Workforce Commission

HOUSTON—THE ECONOMY AT A GLANCE

Houston Economic Indicators

A Service of the Greater Houston Partnership

	Month	MONTHLY DATA			YEAR-TO-DATE TOTAL or YTD AVERAGE*		
		Most Recent	Year Earlier	% Change	Most Recent	Year Earlier	% Change
ENERGY							
U.S. Active Rotary Rigs	June '14	1,861	1,761	5.7	1,816 *	1,760 *	3.2
Spot Crude Oil Price (\$/bbl, West Texas Intermediate)	June '14	106.31	96.03	10.7	101.37 *	94.17 *	7.6
Spot Natural Gas (\$/MMBtu, Henry Hub)	June '14	4.57	3.74	22.2	4.74 *	3.72 *	27.4
UTILITIES AND PRODUCTION							
Houston Purchasing Managers Index	May '14	59.2	57.1	3.7	58.3 *	59.3 *	-1.7
Nonresidential Electric Current Sales (Mwh, CNP Service Area)	May '14	4,237,991	4,240,665	-0.1	20,742,066	19,892,443	4.3
CONSTRUCTION							
Total Building Contracts (\$, Houston MSA)	May '14	1,470,117,000	1,091,126,000	34.7	11,392,607,000	5,037,858,000	126.1
Nonresidential	May '14	663,629,000	286,106,000	132.0	7,461,564,000	1,455,593,000	412.6
Residential	May '14	806,488,000	805,020,000	0.2	3,931,043,000	3,582,265,000	9.7
Building Permits (\$, City of Houston)	May '14	971,764,397	439,967,600	120.9	3,644,067,547	2,404,951,597	51.5
Nonresidential	May '14	604,507,316	216,768,453	178.9	2,425,455,752	1,558,403,490	55.6
<i>New Nonresidential</i>	<i>May '14</i>	<i>439,366,231</i>	<i>69,906,182</i>	<i>528.5</i>	<i>1,573,542,661</i>	<i>769,608,924</i>	<i>104.5</i>
<i>Nonresidential Additions/Alterations/Conversions</i>	<i>May '14</i>	<i>165,141,085</i>	<i>146,862,271</i>	<i>12.4</i>	<i>851,913,091</i>	<i>788,794,566</i>	<i>8.0</i>
Residential	May '14	367,257,081	223,199,147	64.5	1,218,611,795	846,548,107	44.0
<i>New Residential</i>	<i>May '14</i>	<i>340,298,206</i>	<i>202,480,889</i>	<i>68.1</i>	<i>1,085,846,664</i>	<i>755,879,714</i>	<i>43.7</i>
<i>Residential Additions/Alterations/Conversions</i>	<i>May '14</i>	<i>26,958,875</i>	<i>20,718,258</i>	<i>30.1</i>	<i>132,765,131</i>	<i>90,668,393</i>	<i>46.4</i>
Multiple Listing Service (MLS) Activity							
Property Sales	May '14	8,688	9,144	-5.0	34,454	33,925	1.6
Median Sales Price - SF Detached	May '14	200,000	188,000	6.4	188,560 *	167,625 *	12.5
Active Listings	May '14	28,712	32,214	-10.9	28,184 *	32,862 *	-14.2
EMPLOYMENT (Houston-Sugar Land-Baytown MSA)							
Nonfarm Payroll Employment	May '14	2,883,000	2,789,700	3.3	2,846,220 *	2,759,480 *	3.1
Goods Producing (Natural Resources/Mining/Const/Mfg)	May '14	566,400	545,800	3.8	561,240 0	540,840 *	3.8
Service Providing	May '14	2,316,600	2,243,900	3.2	2,284,980 0	2,218,640 *	3.0
Unemployment Rate (%) - Not Seasonally Adjusted							
Houston-Sugar Land-Baytown MSA	May '14	5.0	6.1		5.2 *	6.3 *	
Texas	May '14	5.1	6.3		5.4 *	6.5 *	
U.S.	May '14	6.1	7.3		6.6 *	7.3 *	
TRANSPORTATION							
Port of Houston Authority Shipments (Short Tons)	May '14	4,149,782	4,169,014	-0.5	18,892,298	18,521,473	2.0
Air Passengers (Houston Airport System)	May '14	4,621,456	4,405,106	4.9	22,113,314	21,199,247	4.3
Domestic Passengers	May '14	3,764,909	3,658,936	2.9	18,112,666	17,587,019	3.0
International Passengers	May '14	856,547	746,170	14.8	4,000,648	3,612,228	10.8
Landings and Takeoffs	May '14	68,909	69,842	-1.3	4,621,456	4,405,106	4.9
Air Freight (metric tons)	May '14	35,513	35,593	-0.2	175,037	172,047	1.7
Enplaned	May '14	18,774	19,250	-2.5	92,810	90,063	3.1
Deplaned	May '14	16,739	16,343	2.4	82,227	81,984	0.3
CONSUMERS							
New Car and Truck Sales (Units, Houston MSA)	May '14	36,465	27,535	32.4	163,502	140,593	16.3
Cars	May '14	15,593	12,142	28.4	70,052	61,547	13.8
Trucks, SUVs and Commercials	May '14	20,872	15,393	35.6	93,450	79,046	18.2
Total Retail Sales (\$000,000, Houston MSA, NAICS Basis)	4Q13	35,486	31,561	12.4	114,476	108,258	5.7
Consumer Price Index for All Urban Consumers ('82-'84=100)							
Houston-Galveston-Brazoria CMSA	May '14	213.3	207.5	2.8	212.100 *	206.000 *	3.0
United States	May '14	237.9	232.9	2.1	236.000 *	232.100 *	1.7
Hotel Performance (Houston MSA)							
Occupancy (%)	1Q14	73.3	70.4		73.3 *	70.4 *	
Average Room Rate (\$)	1Q14	107.17	100.46	6.7	107.17 *	100.46 *	6.7
Revenue Per Available Room (\$)	1Q14	78.58	70.76	11.1	78.58 *	70.76 *	11.1
POSTINGS AND FORECLOSURES							
Postings (Harris County)	Mar '14	993	1,652	-39.9	1,151	1,804	-36.2
Foreclosures (Harris County)	Mar '14	337	469	-28.1	380	499	-23.8

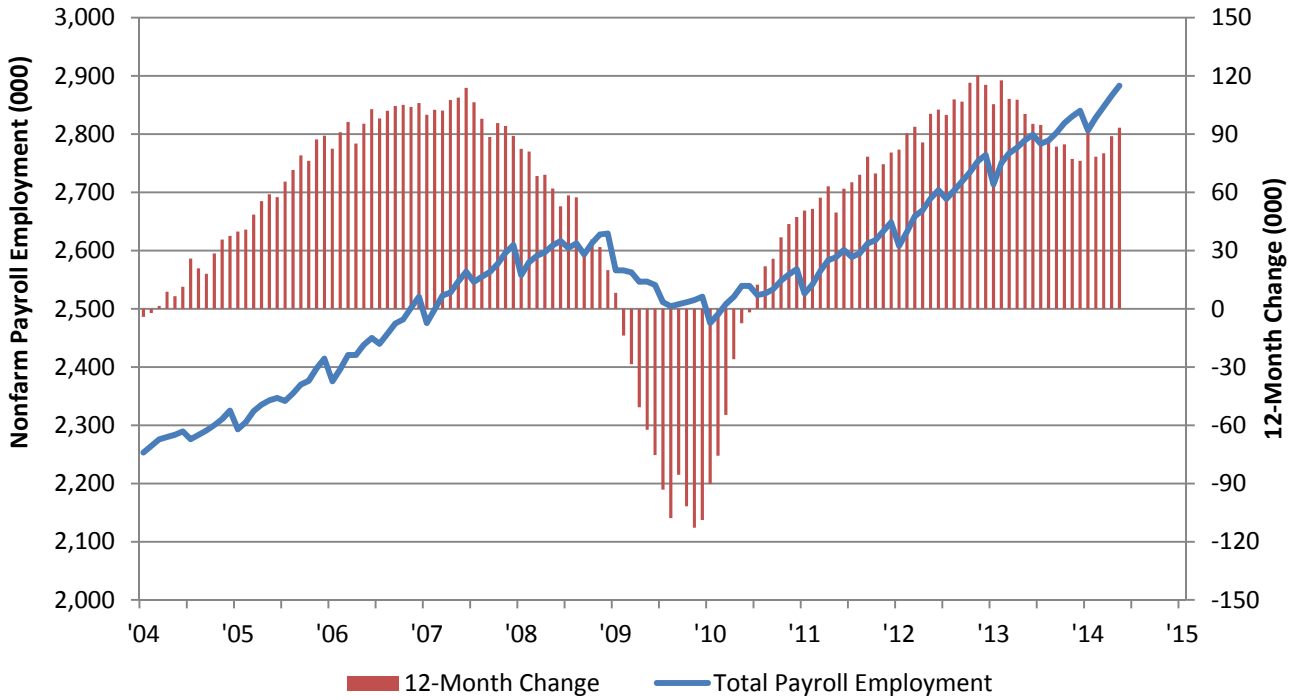
HOUSTON—THE ECONOMY AT A GLANCE

Sources

Rig Count	Baker Hughes Incorporated	Port Shipments	Port of Houston Authority
Spot WTI, Spot Natural Gas	U.S. Energy Information Admin.	Aviation	Aviation Department, City of Houston
Houston Purchasing Managers Index	National Association of Purchasing Management – Houston, Inc.	Car and Truck Sales	<i>TexAuto Facts Report</i> , InfoNation, Inc., Sugar Land TX
Electricity	CenterPoint Energy	Retail Sales	Texas Comptroller's Office
Building Construction Contracts	McGraw-Hill Construction	Consumer Price Index	U.S. Bureau of Labor Statistics
City of Houston Building Permits	Building Permit Department, City of Houston	Hotels	PKF Consulting/HospitalityAsset Advisors International
MLS Data	Houston Association of Realtors®	Postings, Foreclosures	Foreclosure Information & Listing Service
Employment, Unemployment	Texas Workforce Commission		

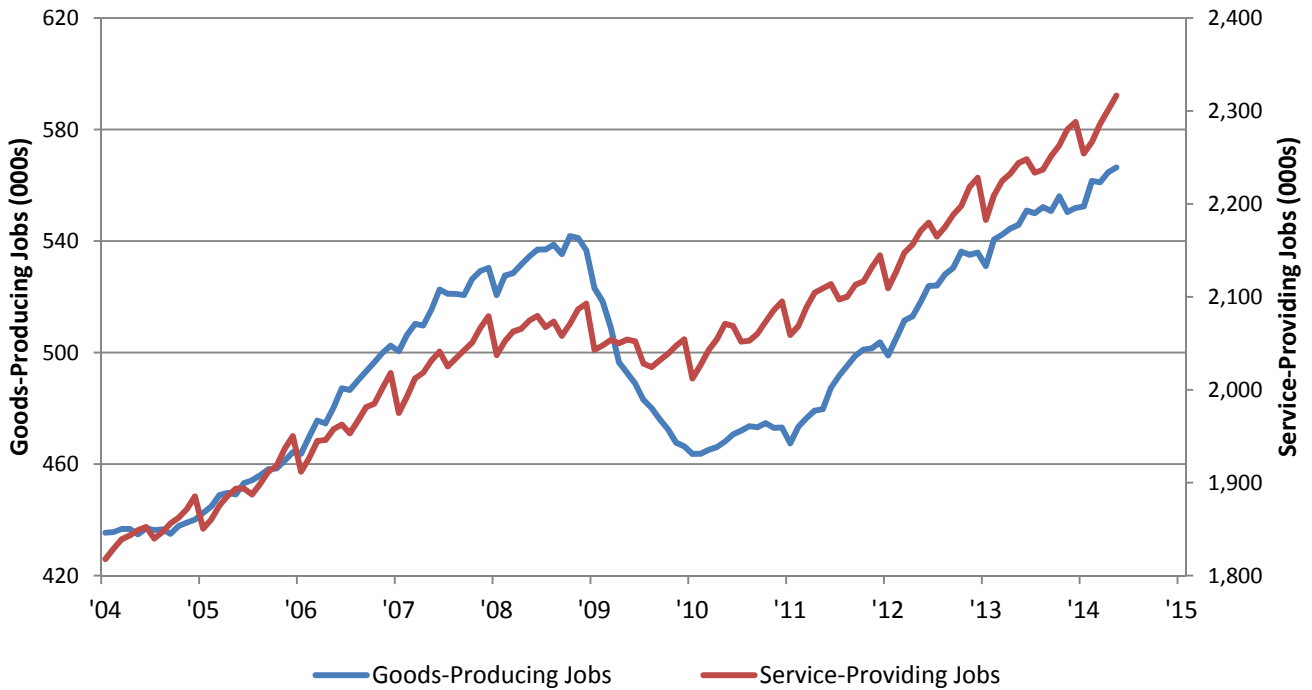
HOUSTON—THE ECONOMY AT A GLANCE

Nonfarm Payroll Employment, Houston MSA



Source: Texas Workforce Commission

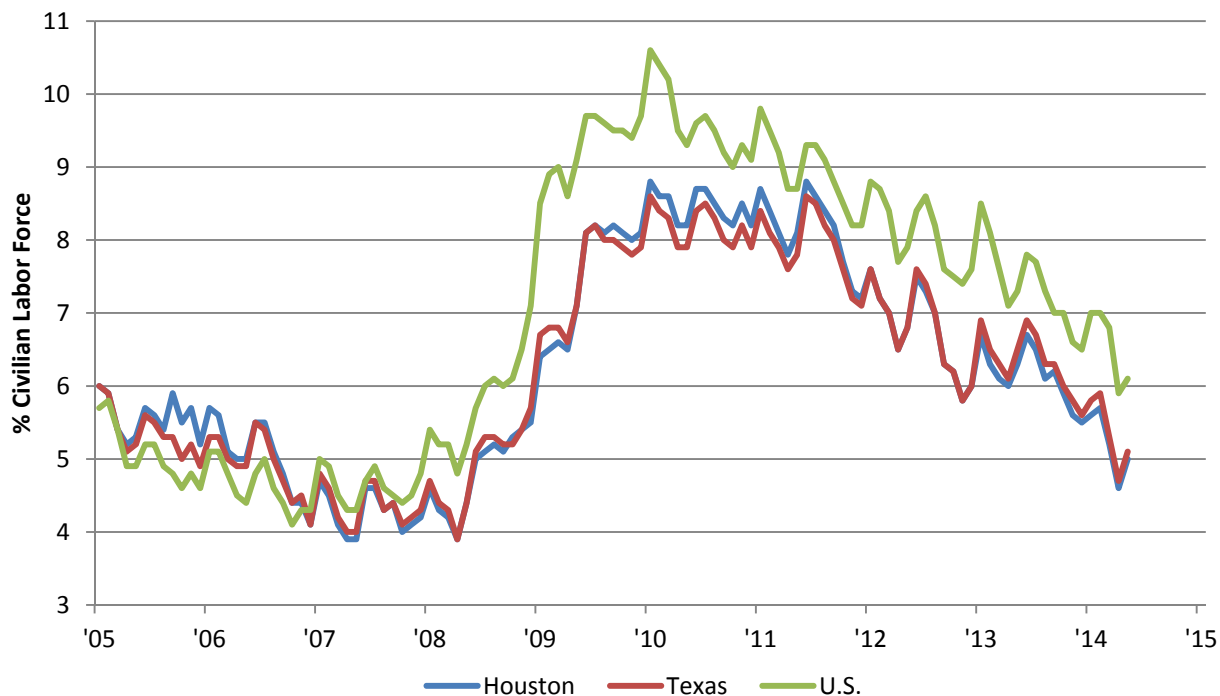
Goods-Producing and Service-Providing Employment Houston MSA



Source: Texas Workforce Commission

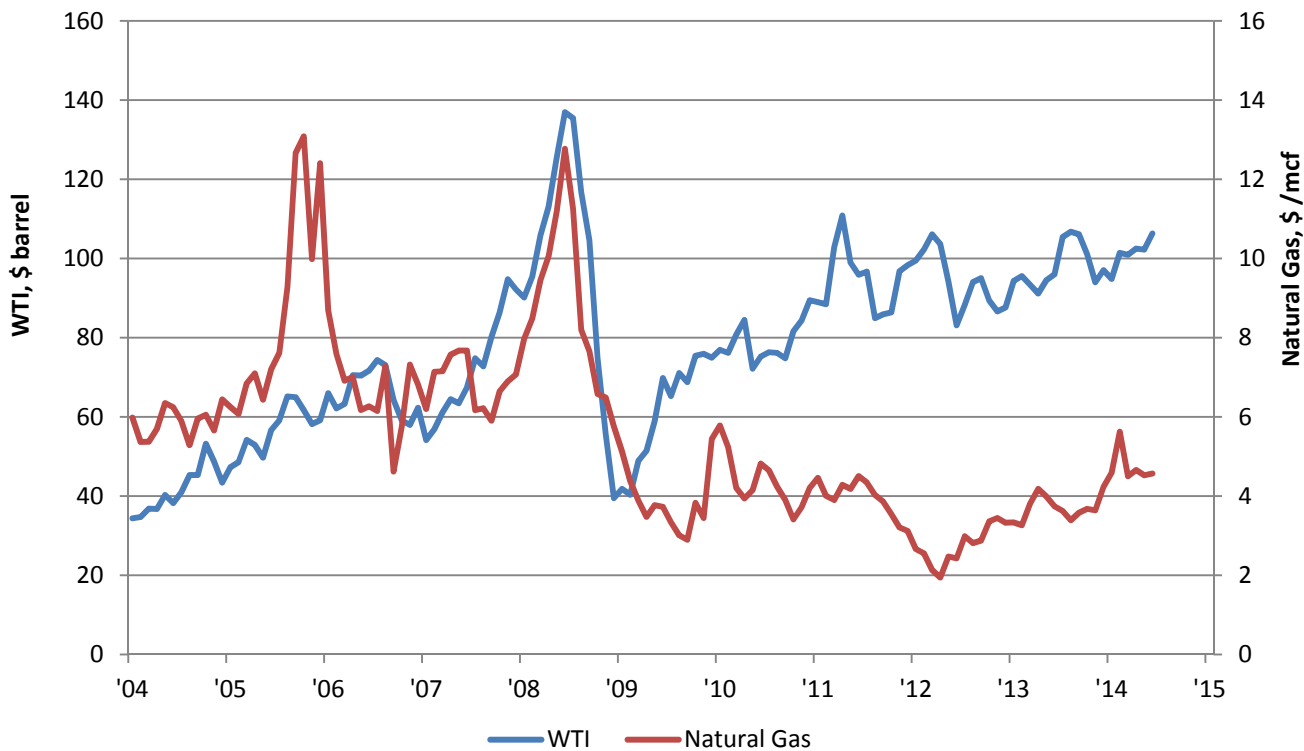
HOUSTON—THE ECONOMY AT A GLANCE

Unemployment Rate - Houston, Texas and U.S.



Source: Texas Workforce Commission

Spot Crude and Natural Gas Prices Monthly Averages



Source: U.S. Energy Information Administration

For the Development of a Hotel Located on top of the North Parking Garage
Attached to the George R. Brown Convention Center In Houston, Texas

Exhibit B

GRB Convention Center Brochure



George R. Brown
Convention Center
H O U S T O N

A vision. A plan. A walkable destination.
Southern hospitality with a cosmopolitan twist



GEORGE R. BROWN CONVENTION CENTER OVERVIEW

**A vision. A plan.
A walkable destination.**

Southern hospitality with a cosmopolitan twist

WITH A VIBRANT DOWNTOWN, a walkable convention district and one of the largest convention facilities in America, there has never been a better time to meet in Houston.

Flanked by Toyota Center and the Hilton Americas-Houston on the south end, Minute Maid Park on the north and Discovery Green downtown park as its front yard, the GRB is perfectly positioned in the center of a lively sports, dining, entertainment and nightlife destination, complemented by the warmth and diversity of Houstonians' genuine spirit.

At 1.8 million square feet of meeting, exhibition and registration space, the magnificent red, white and blue facility is impressive, but the true success of an event is in the planning. Every destination has a facility - the GRB has the package.

Welcome to Houston. We're glad you're here.

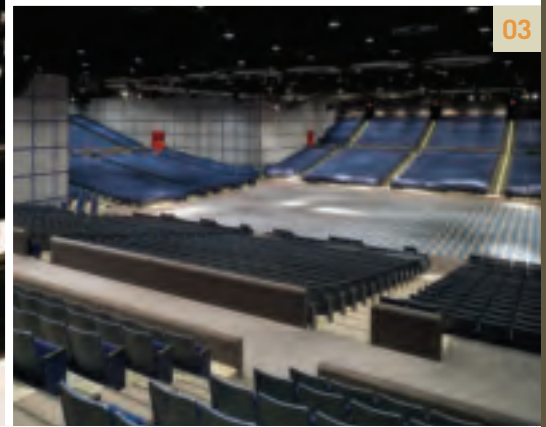


01



02

GREEN HOUSTON
Houston is recognized as a "SOLAR AMERICA CITY" by the U.S. Department of Energy.



03



06



04



05

GRB OVERALL FLOORPLAN

The facility's "stacked" layout makes the GRB easy to navigate, with the first floor dedicated to five exhibit halls (639,000 contiguous square feet), the second floor including registration space, FedEx Office, Explore Houston Visitors Center and Starbucks Coffee and the third floor complete with two additional exhibit halls, the Grand Ballroom, General Assembly Theater and meeting rooms.





01



03



02

GREEN HOUSTON

Houston ranks **SECOND NATIONWIDE** IN THE NUMBER OF LEED-CERTIFIED AND ENERGY STAR BUILDINGS, according to the LEED Green Building Rating System.

01 ESCALATOR SERVICE

Escalator banks flow freely from ground-level lobbies to the second and third levels, delivering attendees directly into the action and allowing a smooth flow of traffic.

02 GLASS FACADE

Running the length of the entire building, a spectacular three-story glass facade offers stunning panoramic views of the downtown Houston skyline and Discovery Green, the 12-acre downtown park.

03 SKY BRIDGES

Meeting space at the GRB is directly connected by sky bridges to breakout space at the adjacent Hilton Americas-Houston, allowing for a seamless transition for event attendees. Offering floor-to-ceiling views of Discovery Green, the sky bridges also may be used for private receptions.

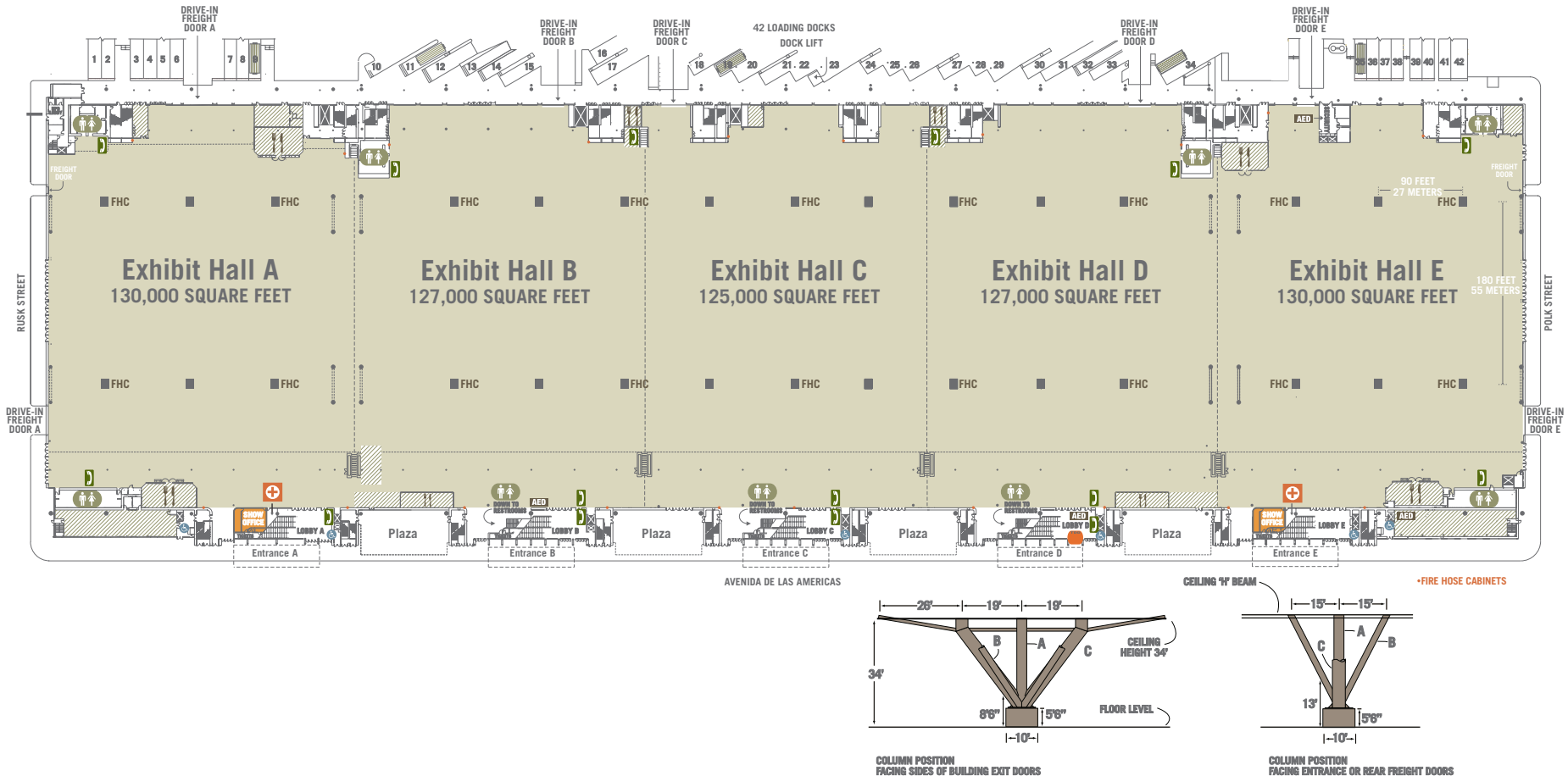
LEVEL 1: EXHIBIT HALLS A, B, C, D & E

Encompassing a massive 639,000 square feet of contiguous exhibit space, the first level of the GRB includes five exhibit halls, each approximately 128,000 square feet.

The space may be divided into five separate sections, or any combination thereof, and includes 42 loading docks, 29 freight doors and seven drive-in doors. All utilities in each exhibit hall are accessed from floor pockets on 30-foot centers.

LOCATION	SEATING CAPACITIES			USEABLE SQUARE FEET	CEILING HEIGHT (FEET)	OVERALL DIMENSIONS (FEET)	USEABLE SQUARE METERS	OVERALL DIMENSIONS (METERS)
	THEATER	10X10 BOOTHS	AT ROUNDS OF 10					
Lower Exhibit Halls								
Hall A	7,500	590	5,000	130,000'	35'	327' x 429'	12,077	100 x 131
Hall B	7,000	570	5,000	127,000'	35'	304' x 429'	11,798	93 x 131
Hall C	7,000	540	4,500	125,000'	35'	300' x 429'	11,613	91 x 131
Hall D	7,000	570	5,000	127,000'	35'	304' x 429'	11,798	93 x 131
Hall E	7,500	590	5,000	130,000'	35'	327' x 429'	12,077	100 x 131
Combined A to E	36,000	2,860	24,500	639,000'	35'	1,560' x 429'	59,363	475 x 131

LEVEL 1: EXHIBIT HALLS





LEVEL 2 CONCOURSE: IDEAL FOR REGISTRATION

Offering 100,000 contiguous square feet, Level 2 is a transitional level from Level 1 exhibit halls to the third level, ideal for registration.

In addition to four conference rooms, the multi-functional space includes 15 furnished show offices with circular windows that offer direct views of the show floor.

The Level 2 concourse also includes Starbucks Coffee, FedEx Office and the Explore Houston Visitors Center all in one central location, with sky bridge access to a 1,600-space parking garage and the Hilton Americas-Houston.



LOCATION	USEABLE SQUARE FEET	CEILING HEIGHT (FEET)	OVERALL DIMENSIONS (FEET)	USEABLE SQUARE METERS	OVERALL DIMENSIONS (METERS)
LEVEL 2					
Balcony					
A,B,C, or D	2,880'	-	90' x 32'	268	27 x 10
Registration Areas					
A	1,806'	10'	86' x 21'	168	26 x 6
B	1,806'	10'	86' x 21'	168	26 x 6
C	2,142'	10'	102' x 21'	199	31 x 6
D	1,827'	10'	87' x 21'	170	27x 6
Sidewalk Canopies	-	-	4' x 80'		

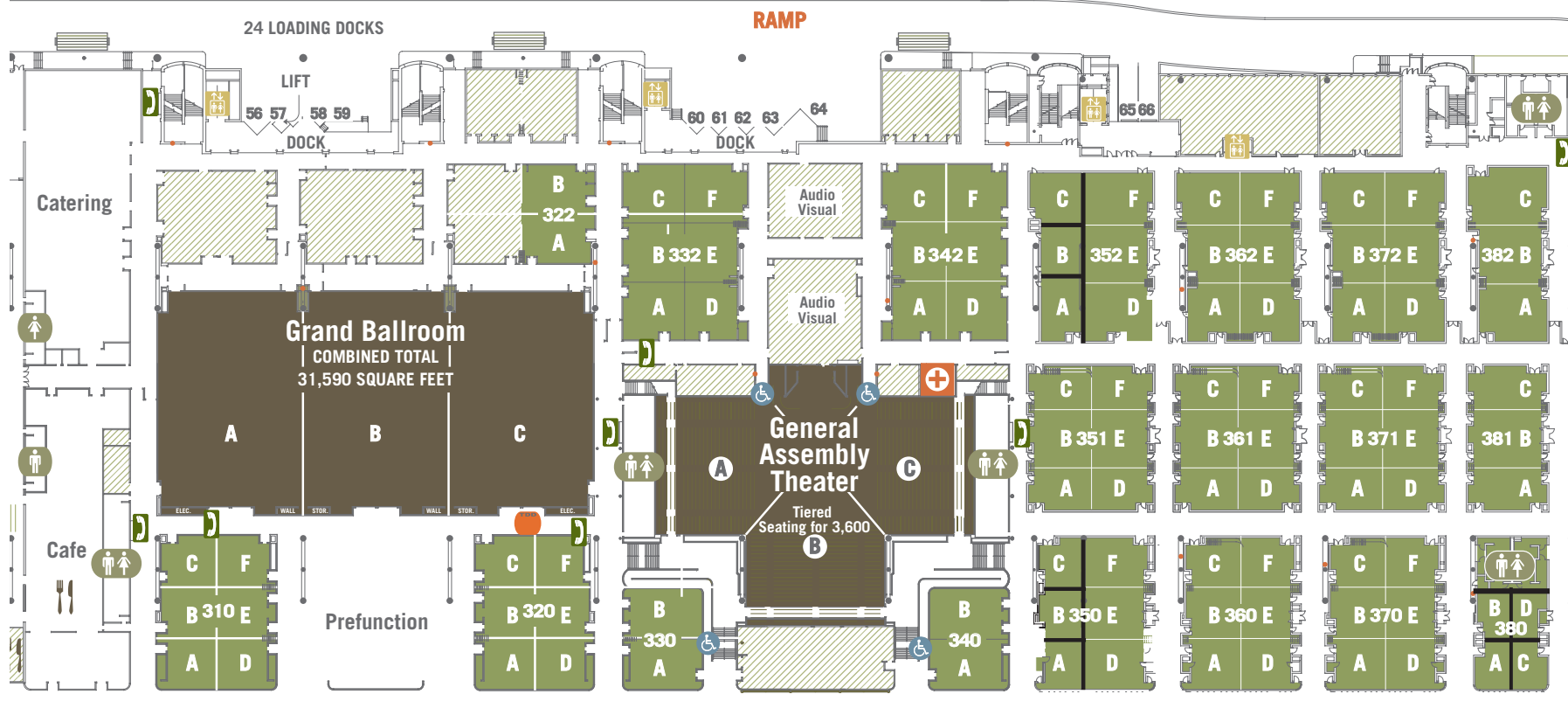


LEVEL 3: 123,000 SQ. FT. OF MEETING SPACE

The third level's meeting space is comprised of 21 rooms divisible into 100 separate sections and totaling 123,000 square feet. All rooms feature satellite transmission, Wi-Fi, Web casting, seamless utility and electrical capabilities, as well as individual sound, lighting and temperature controls.

GRB meeting space is on the same level as the breakout space at the connected Hilton Americas-Houston, allowing attendees to move between sessions with ease by sky bridge.

A unique U-shaped ramp runs the length of the entire backside of the third level, providing direct access for semitrailers to deliver freight into Level 3 exhibit halls, ballroom, general assembly theater and meeting rooms. Not only does this eliminate the need for freight elevators, it saves labor costs.



— HARD WALLS
350ABC, 352ABC, 380ABCD



01



02



LEVEL 3: BALLROOM & GENERAL ASSEMBLY

GREEN HOUSTON

Increasing its efforts to make Houston green, the City of Houston entered into a **MULTI-YEAR CONTRACT** to develop policies that **ENCOURAGE THE DESIGN AND CONSTRUCTION OF ENERGY-EFFICIENT FACILITIES.**

01 GLASS WALL FEATURE

Many meeting rooms include a unique glass-block wall feature, allowing natural sunlight to filter into the space. This wall may be hidden for audio-visual needs by a ceiling-mounted wall curtain.

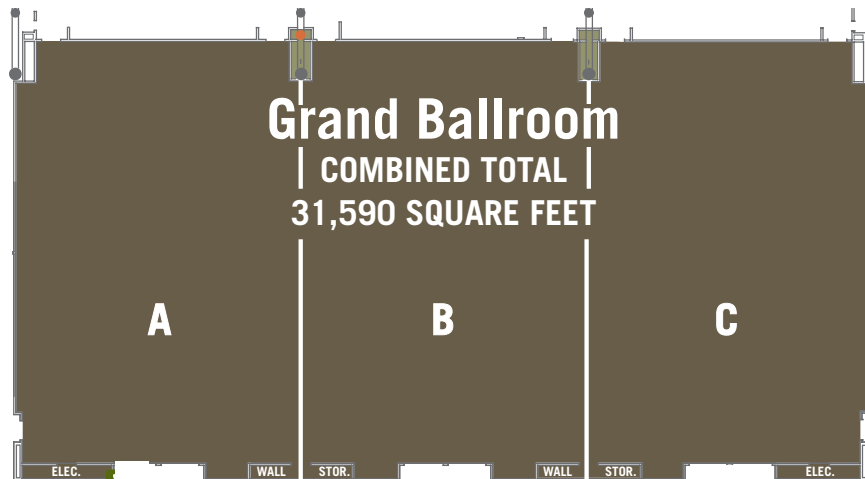
02 FLEXIBLE MEETING ROOMS

Meeting rooms feature individual state-of-the-art lighting, sound and temperature controls, and may be divided by airwalls into a number of configurations.

LEVEL 3: GRAND BALLROOM

At 31,590 square feet, the GRB's Grand Ballroom is indeed grand and may be divided into three equal sections of 10,530 square feet, each with individual sound, lighting and temperature controls. The Grand Ballroom features stylish carpeting throughout and may seat 4,200 theater style, 3,150 classroom style and 2,100 in rounds of 10.

A unique U-shaped ramp runs the length of the entire backside of the third level, providing direct access for semitrailers to deliver freight to all areas located on this level. Not only does this eliminate the need for freight elevators, it saves labor costs.



Ballroom Pre-function
over 12,800 sq ft

LOCATION	SEATING CAPACITIES			USEABLE SQUARE FEET	CEILING HEIGHT (FEET)	OVERALL DIMENSIONS (FEET)	USEABLE SQUARE METERS	OVERALL DIMENSIONS (METERS)
	THEATER	CLASSROOM	AT ROUNDS OF 10					
Section A	1,200	1,000	700	10,530'	25' at wall	90' x 117'	978	27 x 36
Section B	1,200	1,000	700	10,530'	28'middle	90' x 117'	978	27 x 36
Section C	1,200	1,000	700	10,530'	30'center	90' x 117'	978	27 x 36
All Sections	4,200	3,150	2,100	31,590'		270' x 117'	2,935	82 x 36





LEVEL 3: GENERAL ASSEMBLY THEATER

Noted by many as the “crown jewel” of the convention center, the General Assembly Theater features tiered seating for 3,600 which may be divided into three equal sections for breakouts of 1,200 people each. The high-quality acoustic wall panels provide great sound, making this unique space ideal for lectures, general sessions and large-scale productions.



LOCATION	SEATING CAPACITIES	USEABLE SQUARE FEET	CEILING HEIGHT (FEET)	OVERALL DIMENSIONS (FEET)	USEABLE SQUARE METERS	OVERALL DIMENSIONS (METERS)
GENERAL ASSEMBLY THEATER	THEATER					
Section A	1,200	Floor Area	Floor Area	Floor Area	Floor Area	Floor Area
Section B	1,200	5,320'	30'	70' x 76'	494	21 x 23
Section C	1,200					
All Sections	3,600					

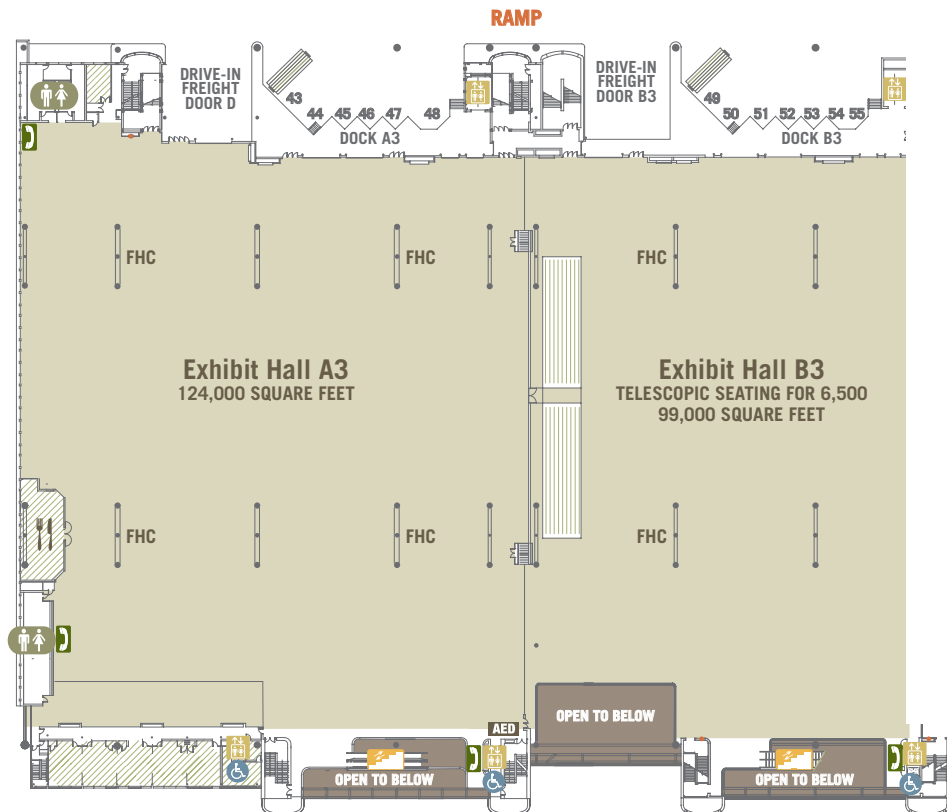
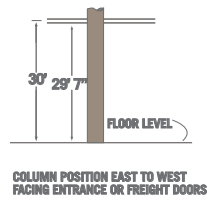
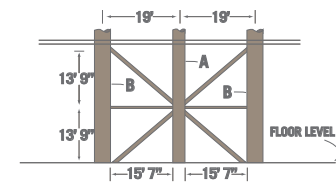
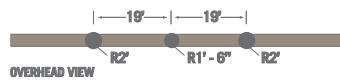
LEVEL 3: EXHIBIT HALLS A3 & B3

Located on the third level above Exhibit Halls A and B, Exhibit Halls A3 and B3 offer a combined total of 223,000 square feet of semi-contiguous space. Additionally, Exhibit Hall B3 features telescopic arena-style seating for 6,500 and additional floor seating for 1,000.

A unique U-shaped ramp runs the length of the entire backside of the third level, providing direct access for semitrailers to deliver freight into the third-level exhibit halls. Not only does this eliminate the need for freight elevators, it saves labor costs.

The ramp provides access to two drive-in freight doors (19' X 30'W) and 24 loading docks—13 dedicated to exhibit halls.

LOCATION	SEATING CAPACITIES			USEABLE SQUARE FEET	CEILING HEIGHT (FEET)	OVERALL DIMENSIONS (FEET)	USEABLE SQUARE METERS	OVERALL DIMENSIONS (METERS)
	THEATER	10X10 BOOTHS	AT ROUNDS OF 10					
Hall A3	7,500	575	3,500	124,000'	30'	327' x 366'	11,520	100 x 112
Hall B3	7,000	400	3,000	99,000'	30'	256' x 375'	9,197	78 x 114
Combined A3 & B3	14,500	975	8,000	223,000'	30'	-	20,717	-





GREEN HOUSTON

An advisory panel assists Houston's mayor in EDUCATING HOUSTONIANS about the BENEFITS OF HIGH PERFORMANCE BUILDINGS. Panelists share their experiences with the design, construction and operation of green buildings.



GRB SERVICES

Key to the success of any event is the level of service a facility offers its guests, along with the experienced professionals who provide it. The GRB has the team in place, all in-house, to provide the outstanding, individualized services each group deserves.

FOOD & BEVERAGE



Offering a full line of catering and food management services, the GRB Food and Beverage Division leaves no detail untouched. From quick and casual to fancy and fashionable, the Food & Beverage Division has the chef at your service with a menu to please anyone's palate.

In addition to a 250-seat café, themed food stations, bars and mobile cafes may be added throughout the facility to serve each client's individual needs.

Services include:

- ✦ Seated meal functions
- ✦ Receptions
- ✦ Food and wine tastings
- ✦ Premium boxed lunches
- ✦ Eco-Products™
- ✦ Custom food kiosks
- ✦ Pre-game parties
- ✦ Chef's tables
- ✦ Cookouts
- ✦ Heart-healthy meals
- ✦ Ice sculptures
- ✦ Specialty desserts
- ✦ Ethnic/themed menus
- ✦ Exhibit booth catering
- ✦ Gourmet coffee service

To learn more about the Food and Beverage Division's premier services, call 713.853.8150.

PARKING



The convention center and the Hilton Americas-Houston share a connected 1,600-car parking garage. A second garage, located across the street beneath Discovery Green, accommodates nearly 700 vehicles.

In addition, surface and covered garage parking is available nearby for approximately 8,000 vehicles.

TELECOMMUNICATIONS, ELECTRICAL, INTERNET & UTILITIES

No one better understands the technical requirements and expectations of convention and meeting clients than the GRB Telecommunications Division, the exclusive provider of telecommunications services for the center. All services include pre-event installation, on-site service support throughout the event and a detailed post-event billing statement.

GRB clients have the convenience of a complete high-tech package for telephone, Internet, data networking and electrical services from one source.

Standard Services:

- ✦ High-speed Internet access (Shared Ethernet/Shared EtherNAT)
- ✦ Center-wide Wi-Fi
- ✦ T-1 and other special data circuits
- ✦ Single and multi-line voice services
- ✦ Voice mail
- ✦ Temporary LAN/WAN/VPN construction
- ✦ Point-to-point networking

Advanced Services:

- ✦ Web casting (Internet broadcasting)
- ✦ Video conferencing
- ✦ Internet/e-mail stations/cyber cafes
- ✦ Online/On-site registration systems
- ✦ E-mail & DNS services
- ✦ Wi-Fi sponsorship opportunities

To get connected, call 713.853.8900.



GREEN HOUSTON

The City of Houston has converted A **SUBSTANTIAL PORTION** of its fleet of cars, pickup trucks and sport utility vehicles **TO HYBRID VEHICLES.**

GREEN CONVENTION CENTER

The EPA's Green Power Partnership hailed the City of Houston as the No. 1 municipal purchaser of green power in the nation and a crucial leader in the alternative energy trend—with 25 percent of the City of Houston's total energy purchased from green power, which, in Texas, is 99 percent wind energy. All GRB energy needs come from this 25 percent allocation, meaning the convention center is powered 100 percent by green energy.

Below is a comprehensive list of the environmental and social sustainability integration in recent years at the GRB:

RECYCLE, REDUCE AND REUSE

- ❖ **Recycling receptacles:** Recycling bins for paper, plastic and aluminum are only steps away in all offices and public spaces.
- ❖ **Plastics recycling:** In coordination with the City of Houston Solid Waste Management Department, GRB officials have developed a recycling program for all plastics used at the convention center, including sheet plastic, plastic wrap, cups, bottles, buckets and building materials.
- ❖ **Food & Beverage:** Compostable food and beverage containers that turn back into soil in 45–90 days, dramatically reducing the waste stream, including:
 - *Eco-Products™* Corn cups, lids and straws: look and feel like regular plastic, but made from a renewable resource—100 percent U.S.-grown corn!
 - *Eco-Products™* Hot cups and lids: “comfort cups,” lined with heat-stable, vegetable-based coating which allows for commercial composting.
 - *Eco-Products™* Cutlery: medium-weight, heat-stable, commercially compostable forks, knives and spoons made of corn and vegetable-based plastic.
 - *Eco-Products™* Food containers: made from renewable resources, including corn and/or sugar cane.

- *Eco-Products™* Sugar cane plates and bowls: made from sugar cane—a 100 percent renewable resource.
- Dinner and beverage napkins made from 100 percent recycled paper.
- Increased purchases of organic and locally grown or sourced products.
- Selection of ENERGY STAR equipment when purchasing new or replacements.

❖ Telecommunications:

- Recycling data and telecommunication cabling.
- Reducing waste by using rechargeable batteries for equipment rather than purchasing disposable batteries.
- Supporting eco-friendly vendors when possible (for example, purchasing recycled paper from companies using wind energy).

ENERGY CONSERVATION

- ❖ **Rooftop solar panels:** a 100-kilowatt solar system sits atop the 16-acre roof of the GRB. One of the largest installations in the region, it is the start of a “green” roof vision and master plan for the building.
- ❖ **Green lights program:** Upgrading fluorescent lights to electronic ballasts and high efficiency bulbs saves the GRB energy and money.
- ❖ **ENERGY STAR roof:** Membrane on roof provides added UV protection while maintaining internal temperatures and reducing cooling costs.

- ❖ **Lighting controls:** Watt Stopper software has enabled the GRB to better manage lighting systems and consume less energy.
- ❖ **Energy conservation:** The use of motion sensors reduces energy use in the GRB when lighting is not required in certain areas of the building.
- ❖ **Capacitors on electrical switch gear:** These reduce energy use in the GRB during heavy voltage loads.
- ❖ **Replaced boilers:** Energy-efficient units decrease emission of nitrogen oxide into the atmosphere.
- ❖ **Replaced cooling towers:** High-efficiency towers reduce energy and water use.

WATER CONSERVATION

- ❖ **Green landscaping:** Planting drought-tolerant native plants reduces landscape watering.
- ❖ **Reduced waste water:** Low flow, automatic sinks and toilets in restrooms.
- ❖ **Green cleaning:** Use of green cleaning products.

DONATING REUSABLE GOODS

- ❖ **Carpet recycling:** Donating used carpet to other city departments for use at their facilities.
- ❖ **Reduced food waste:** Working with clients to ensure excess food is donated to local shelters after events.

HOUSTON CONVENTION DISTRICT: A VISION. A PLAN. A WALKABLE DESTINATION.

Spanning more than five blocks, the GRB anchors the revitalized east end of downtown Houston, where the surroundings bustle with new urban development and world-class amenities. From fabulous hotels to more than 90 restaurants, Broadway-style entertainment to concerts, sporting events and nightlife, it's all steps away. . .

Discovery Green downtown park	Adjacent
The Shops at Houston Center.	three short blocks
Houston Pavilions.	four short blocks
Minute Maid Park – Houston Astros baseball and live concerts	one block
Toyota Center – Houston Rockets basketball, Aeros hockey and live concerts	one block
Main Street – Downtown dining and entertainment district	six short blocks
Houston Theater District – Symphony, theater, ballet, opera and more	nine short blocks
Bayou Place – Texas' largest entertainment complex	10 short blocks
Downtown Aquarium – Dining, midway, white tigers and 500,000 gallons of marine life	10 short blocks
Light Rail – Links to Museum District, Texas Medical Center, parks, golf and more	six short blocks



Located directly across the street, this 12-acre downtown park boasts restaurants, an amphitheater and outdoor stage, picnic areas, a model boat pond, event lawn and numerous vibrant green spaces, perfect for special events. The new front yard offers a breath of fresh air 365 days a year—from miniature sailboat racing in the summer to ice skating in the winter.

A parking garage beneath the park accommodates nearly 700 cars, replacing two surface lots removed to make way for the park.

HOUSTON PAVILIONS

Four short blocks away, this downtown retail, dining and entertainment hub encompasses four city blocks and nearly 700,000 square feet of space. A central courtyard and streetscapes allow for alfresco dining, live entertainment and window shopping.

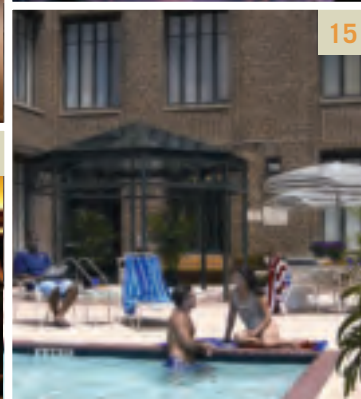
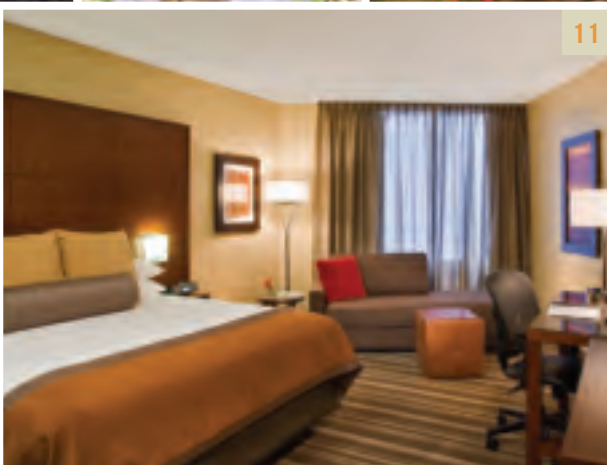
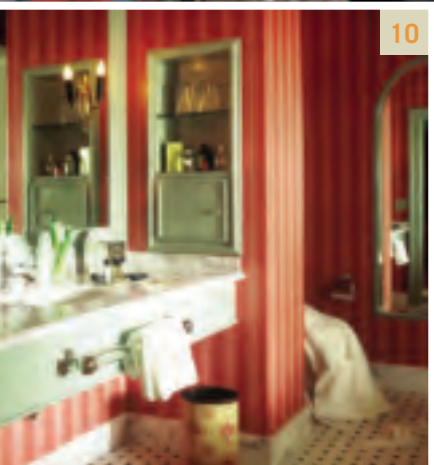
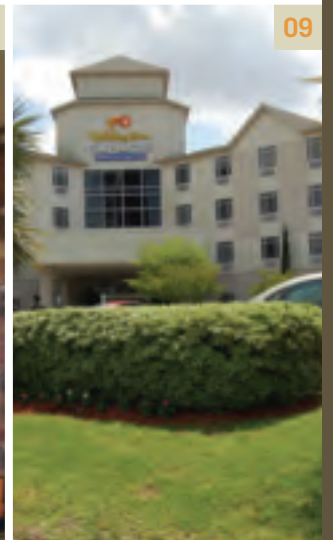
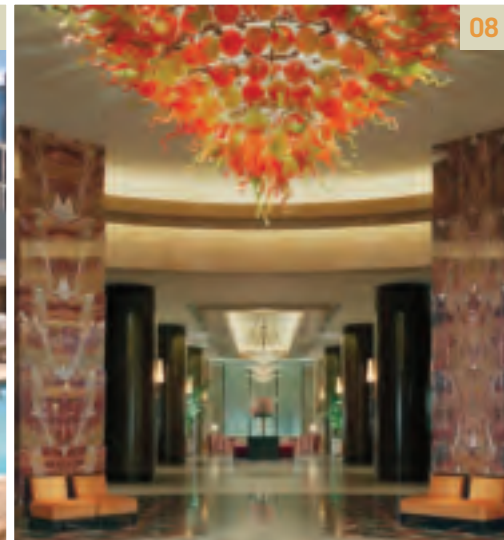
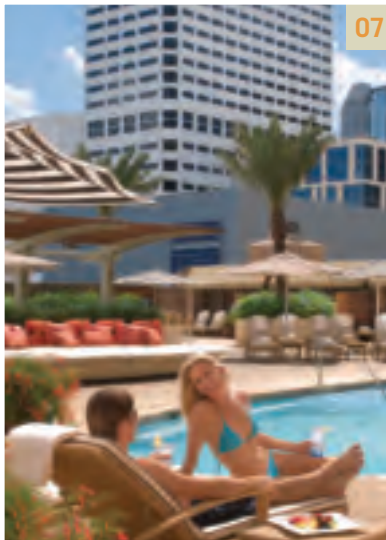
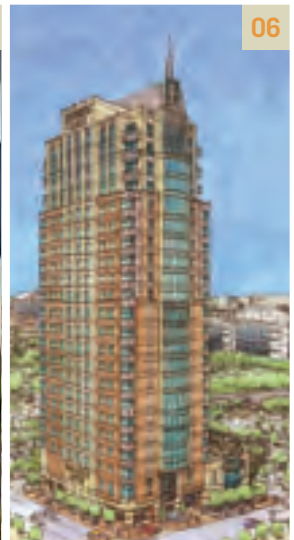




P Parking

- 01** Alden-Houston Hotel
- 02** Club Quarters
- 03** Courtyard by Marriott Downtown
- 04** Crowne Plaza Houston Downtown
- 05** Courtyard by Marriott Downtown
- 06** Embassy Suites (open in 2010)
- 07** Four Seasons Hotel Houston
- 08** Hilton Americas Houston Downtown
- 09** Courtyard by Marriott Downtown
- 10** Embassy Suites (open in 2010)
- 11** Four Seasons Hotel Houston
- 12** Hilton Americas Houston Downtown
- 13** Courtyard by Marriott Downtown
- 14** Embassy Suites (open in 2010)
- 15** Four Seasons Hotel Houston
- 16** Hilton Americas Houston Downtown





GREEN HOUSTON
To learn more, see
www.visithoustontexas.com/visitors/green/Index.



01 639,000 SQUARE FEET OF CONTIGUOUS EXHIBIT SPACE

The 639,000 square feet of contiguous exhibit space on the first floor is made up of five exhibit halls, which may be set in numerous configurations.

02 MEETING SPACE

The GRB boasts 100 flexible meeting rooms, all located on the same level as the breakout space at the adjacent convention headquarters hotel, Hilton Americas-Houston.

03 AMPHITHEATER-STYLE SEATING

The General Assembly Theater features amphitheater-style seating for 3,600, with capability to be divided into three equal sections of 1,200 – perfect for large presentations and general sessions.

04 CONVENTION HEADQUARTERS HOTEL

The adjacent 1,200-room convention headquarters hotel, Hilton Americas-Houston, is the largest in the city and is connected to the GRB via two glass-enclosed sky bridges.

05 REGISTRATION SPACE

More than 100,000 square feet of contiguous registration and common space is located on Level 2 with stunning panoramic views of the downtown Houston skyline.

06 GRAND BALLROOM

The Grand Ballroom accommodates seating in rounds for 2,100 guests. One of the largest in the city, this 31,590-square-foot ballroom may be divided into three equal sections of 10,530 square feet.

Ranked among the nation's 10 largest convention centers, the GRB offers 1.8 million square feet of dedicated meeting space, including seven exhibit halls, a 3,600 tier-seated amphitheater, a level-three exhibit hall featuring telescopic arena-style seating for 6,500 with additional floor seating for 1,000, four 2,880-square-foot open-air event balconies, 100 flexible meeting rooms and a 31,590-square-foot ballroom.

GRB QUICK REFERENCE:

Gross space	1.8 million square feet
Total useable square feet (exhibit, meeting, registration)	1.2 million square feet
Total exhibit space (exhibit halls, ballroom)	893,590 square feet
Contiguous exhibit space (Halls A-E)	639,000 square feet
Exhibit halls	7
Lobby entrances	5
Show offices	17
Freight doors	39
Drive-in doors	9
Loading docks	66
Meeting space (meeting rooms, Grand Ballroom, General Assembly Theater, balconies, conference rooms)	185,000 square feet
Meeting rooms	100
Conference rooms	4
Grand Ballroom	31,590 square feet
Pre-function space (meeting rooms, Grand Ballroom and General Assembly Theater)	45,000 square feet
Registration and common areas	99,000 square feet
Outdoor balconies	4 at 2,880 square feet each
Telescopic seating in Exhibit Hall B3	for 6,500 guests
Tiered seating in General Assembly Theater	for 3,600 guests
Parking spaces (including surrounding garages and lots)	10,000+



CAPACITY:

639,000 Contiguous Square Feet

- ✦ **36,000 Theater-Style**
- ✦ **2,860 10x10 Booths**
- ✦ **24,500 at Rounds of 10**

01 LOADING DOCKS

Spanning the first level behind Exhibit Halls A through E are 42 loading docks, most of them covered, and all accommodating 70-foot trucks.

02 DRIVE-IN DOORS

Each exhibit hall contains at least one drive-in access door. Exhibit Halls A and E have side drive-in access as well as rear doors. Drive-in doors serving Halls A, B, D and E are 14'H X 24'W, and the drive-in door serving Hall C is 14'H X 30'W. Side drive-in doors for Halls A and E are 25'H X 30'W.

03 EXHIBIT HALL LOBBIES

Each of the five ground-level exhibit halls features a front lobby, every one with its own box office, elevator and escalator bank. Lobbies have extensive personalization opportunities through signage on escalator sides, flooring and door portholes.

04 EXHIBIT HALL FLOORS

The weight capacity for Level 1 exhibit halls is 1,000 pounds per square foot. Flush-mounted utility floor pockets on 30"x30" centers deliver all utility services to the exhibit halls.

05 EXHIBIT SPACE TRANSFORMED

With 639,000 contiguous square feet, Level 1 has the ability to seat 24,500 in rounds of 10.

01 FLEXIBLE CONCOURSE LEVEL

Adjacent to the balconies overlooking Discovery Green, the Level 2 concourse doubles as a registration level and a unique setting for receptions, parties and meal functions.

02 SHOW OFFICES & CONFERENCE ROOMS

Furnished show offices and conference rooms offer direct views of the exhibit hall floor through giant circular windows.

03 EXPLORE HOUSTON VISITORS CENTER

The official visitors center of the GRB, Explore Houston brings all the art, culture, fun and entertainment of Houston right to attendees' fingertips.

04 CONCIERGE & STARBUCKS

A concierge desk greets guests in front of Explore Houston and Starbucks to assist with dining options and reservations, cultural performances and transportation options.

05 SCENIC OUTDOOR BALCONIES

Four open-air event balconies overlook Discovery Green, a 12-acre downtown park. Each spanning nearly 3,000 square feet, the terraces offer a unique indoor/outdoor setting for receptions with a panoramic view of downtown Houston as the backdrop.



LOCATION	SEATING CAPACITIES			USEABLE SQUARE FEET	CEILING HEIGHT (FEET)	OVERALL DIMENSIONS (FEET)	USEABLE SQUARE METERS	OVERALL DIMENSIONS (METERS)
	THEATER	CLASSROOM	AT ROUNDS OF 10					
310 (All Sections)	620	390	350	5,828'	20'	62' x 94'	541	20 x 27
A	90	60	50	961'	20'	31' x 31'	89	10 x 9
B	90	70	50	1,054'	20'	34' x 31'	98	10 x 9
C	90	60	50	992'	20'	31' x 32'	92	10 x 9
D	90	65	50	961'	20'	31' x 31'	89	10 x 9
E	90	65	50	961'	20'	31' x 31'	89	10 x 9
F	90	60	50	1,056'	20'	33' x 32'	98	10 x 9
320 (All Sections)	620	390	340	5,828'	20'	62' x 94'	541	20 x 27
A	90	60	50	961'	20'	31' x 31'	89	10 x 9
B	90	60	50	961'	20'	31' x 31'	89	10 x 9
C	90	60	60	1,056'	20'	33' x 32'	98	10 x 9
D	90	60	50	961'	20'	31' x 31'	89	10 x 9
E	90	60	50	961'	20'	31' x 31'	89	10 x 9
F	90	60	60	992'	20'	31' x 32'	92	10 x 9
322 (All Sections)	250	145	120	2,400'	16'	40' x 60'	253	12 x 18
A	120	65	60	1,200'	16'	40' x 30'	111	12 x 9
B	120	70	60	1,200'	16'	40' x 30'	111	12 x 9
330 (All Sections)	265	165	150	2,728'	16'	44' x 62'	253	13 x 19
A	120	70	70	1,230'	16'	41' x 30'	114	13 x 9
B	130	80	70	1,364'	16'	44' x 31'	127	14 x 9
332 (All Sections)	700	470	380	6,936'	20'	68' x 102'	644	20 x 31
A	90	70	60	1,140'	20'	38' x 30'	106	12 x 9
B	130	80	70	1,368'	20'	38' x 36'	117	12 x 10
C	130	80	70	1,330'	20'	38' x 35'	124	12 x 10
D	90	60	50	960'	20'	32' x 33'	89	10 x 9
E	120	75	70	1,152'	20'	32' x 36'	107	10 x 10
F	130	80	50	1,330'	20'	38' x 35'	124	12 x 10
340 (All Sections)	265	165	150	2,728'	16'	44' x 62'	253	13 x 19
A	120	70	70	1,230'	16'	41' x 30'	114	13 x 9
B	130	80	70	1,364'	16'	44' x 31'	127	14 x 9

LOCATION	SEATING CAPACITIES			USEABLE SQUARE FEET	CEILING HEIGHT (FEET)	OVERALL DIMENSIONS (FEET)	USEABLE SQUARE METERS	OVERALL DIMENSIONS (METERS)
	THEATER	CLASSROOM	AT ROUNDS OF 10					
342 (All Sections)	700	470	380	6,936'	20'	68' x 102'	644	20 x 31
A	90	60	50	960'	20'	32' x 30'	89	10 x 9
B	120	75	60	1,152'	20'	32' x 36'	107	10 x 10
C	130	80	70	1,330'	20'	38' x 35'	124	12 x 10
D	90	70	60	1,140'	20'	38' x 30'	106	12 x 9
E	130	80	70	1,368'	20'	38' x 36'	117	12 x 10
F	130	80	70	1,330'	20'	38' x 35'	124	12 x 10
350 (Sections D,E,F)	320	230	200	3,510'	21'	37' x 94'	326	11 x 29
A	70	50	30	690'	21'	23' x 30'	64	7 x 9
B	80	55	40	806'	21'	26' x 31'	75	8 x 9
C	60	50	30	676'	21'	26' x 26'	63	7 x 9
D	100	75	60	1,110'	21'	37' x 30'	103	9 x 11
E	100	70	60	1,184'	21'	37' x 32'	110	9 x 11
F	110	80	60	1,216	21'	32' x 38'	113	10 x 11
351 (All Sections)	650	420	360	6,160'	21'	70' x 88'	572	22 x 26
A	90	60	50	910'	21'	35' x 26'	85	11 x 8
B	130	90	70	1,260'	21'	35' x 36'	117	11 x 10
C	90	60	50	910'	21'	35' x 26'	85	11 x 8
D	85	60	50	910'	21'	35' x 26'	85	11 x 8
E	130	90	70	1,260'	21'	35' x 36'	117	11 x 10
F	90	60	50	910'	21'	35' x 26'	85	11 x 8
352 (Sections D,E,F)	390	260	250	4,017'	21'	39' x 103'	373	12 x 31
A	95	65	60	1,026'	16'	26' x 38'	95	8 x 12
B	70	50	40	832'	16'	26' x 32'	77	8 x 9
C	115	60	50	992'	16'	32' x 31'	92	10 x 9
D	125	90	80	1,376'	21'	43' x 32'	128	12 x 11
E	140	95	90	1,404'	21'	39' x 36'	130	12 x 11
F	120	80	70	1,209'	21'	39' x 31'	112	12 x 9

LOCATION	SEATING CAPACITIES			USEABLE SQUARE FEET	CEILING HEIGHT (FEET)	OVERALL DIMENSIONS (FEET)	USEABLE SQUARE METERS	OVERALL DIMENSIONS (METERS)
	THEATER	CLASSROOM	AT ROUNDS OF 10					
360 (All Sections)	620	390	350	5,828	21'	62' x 94'	541	19 x 29
A	90	70	50	961'	21'	31' x 31'	89	9 x 9
B	90	70	50	1,054'	21'	34' x 31'	98	10 X 9
C	90	60	50	992'	21'	31' x 32'	92	10 x 9
D	90	65	50	961'	21'	31' x 31'	89	9 x 9
E	90	65	50	961'	21'	31' x 31'	89	9 x 9
F	90	60	50	1,056'	21'	33' x 32'	98	10 x 10
361 (All Sections)	650	420	360	6,160'	21'	70' x 88'	572	22 x 26
A	90	60	50	910'	21'	35' x 26'	85	11 x 8
B	130	90	70	1,260'	21'	35' x 36'	117	11 x 10
C	90	60	50	910'	21'	35' x 26'	85	11 x 8
D	90	60	50	910'	21'	35' x 26'	85	11 x 8
E	130	90	70	1,260'	21'	35' x 36'	117	11 x 10
F	85	60	50	910'	21'	35' x 26'	85	11 x 8
362 (All Sections)	700	450	370	7,000'	21'	100' x 70'	652	30 x 21
A	90	60	50	992'	21'	32' x 31'	92	10 x 9
B	115	75	60	1,152'	21'	32' x 36'	107	10 x 11
C	120	75	70	1,216'	21'	38' x 32'	113	12 x 10
D	100	70	60	1,147'	21'	37' x 31'	109	9 x 10
E	125	90	70	1,260'	21'	35' x 36'	117	11 x 11
F	120	75	70	1,216'	21'	38' x 32'	113	12 x 10
370 (All Sections)	620	390	350	5,828'	21'	62' x 94'	541	19 x 29
A	90	70	50	961'	21'	31' x 31'	89	9 x 9
B	90	70	50	1,054'	21'	34' x 31'	98	10 x 9
C	90	60	50	992'	21'	31' x 32'	92	10 x 9
D	90	65	50	961'	21'	31' x 31'	89	9 x 9
E	90	65	50	961	21'	31' x 31'	89	9 x 9
F	90	60	50	1,056'	21'	33' x 32'	98	10 x 10
371 (All Sections)	650	420	360	6,160'	21'	70' x 88'	572	22 x 26
A	90	60	50	910'	21'	35' x 26'	85	11 x 8
B	130	90	70	1,260'	21'	35' x 36'	117	11 x 10
C	90	60	50	910'	21'	35' x 26'	85	11 x 8
D	90	60	50	910'	21'	35' x 26'	85	11 x 8
E	130	90	70	1,260'	21'	35' x 36'	117	11 x 10
F	85	60	50	910'	21'	35' x 26'	85	11 x 8

LOCATION	SEATING CAPACITIES			USEABLE SQUARE FEET	CEILING HEIGHT (FEET)	OVERALL DIMENSIONS (FEET)	USEABLE SQUARE METERS	OVERALL DIMENSIONS (METERS)
	THEATER	CLASSROOM	AT ROUNDS OF 10					
372 (All Sections)	700	450	380	7,000'	21'	100' x 70'	652	30 x 21
A	90	60	50	992'	21'	32' x 31'	92	10 x 9
B	115	75	60	1,152'	21'	32' x 36'	107	10 x 11
C	120	75	70	1,216'	21'	38' x 32'	113	12 x 10
D	100	70	60	1,147'	21'	37' x 31'	109	12 x 9
E	125	90	70	1,260'	21'	35' x 36'	117	11 x 11
F	120	75	70	1,216'	21'	38' x 32'	113	12 x 10
380	-	-	-	-	-	-	-	-
A	60	40	30	630'	16'	21' x 30'	59	6 x 9
B	55	40	30	558'	16'	18' x 31'	52	6 x 9
C	60	40	30	630'	16'	21' x 30'	59	7 x 9
D	60	40	30	651'	16'	21' x 31'	60	7 x 9
381 (All Sections)	380	310	260	4,089'	21'	47' x 87'	380	15 x 26
A	100	85	60	1,222'	21'	47' x 26'	114	15 x 8
B	140	125	70	1,656'	21'	46' x 36'	154	14 x 11
C	100	85	60	1,222'	21'	47' x 26'	114	15 x 8
382 (All Sections)	440	320	260	4,494'	21'	42' x 107'	417	13 x 32
A	125	90	80	1,470'	21'	42' x 35'	137	13 x 10
B	125	85	70	1,332'	21'	37' x 36'	128	12 x 10
C	150	115	90	1,610'	21'	46' x 35	150	15 x 10



GRAND BALLROOM AND PRE-FUNCTION SPACE

At 31,590 square feet, the Grand Ballroom is one of the largest in the city and may be divided into three equal sections. Located on Level 3 in the direct center of the building, the ballroom is easily accessible from the second level or outdoors through Exhibit Hall Lobby C. A catering galley runs the length of the backside of the space.

More than 12,800 square feet of pre-function space greets guests in the pre-function area just beyond an elegant wall of glass, perfect for pre-event receptions.



GENERAL ASSEMBLY THEATER

The General Assembly Theater features tiered seating for 3,600 which may be divided into three equal sections for breakouts of 1,200 people each.

01 TELESCOPIC SEATING

Exhibit Hall B3 features telescopic arena-style seating for 6,500, with floor seating for an additional 1,000. Upper-level exhibit halls may be combined to create 223,000 square feet of semi-contiguous space. The floor capacity for Level 3 exhibit halls is 400 pounds per square foot.

02 LEVEL 3 RAMP

A unique U-shaped ramp runs the length of the entire backside of the third level, providing direct access for semitrailers to deliver freight to all areas located on this level. Level 3 exhibit halls are supported to allow semitrailers to drive directly inside, eliminating the need for freight elevators.

03 LOBBY ACCESS

Sharing lobby space with Exhibit Halls A and B, the upper-level exhibit halls are easily accessible by escalator or elevator from the second level or outdoors through the Level 1 lobbies, respectively.



AUDIO VISUAL

The GRB Audio Visual Division provides ideas, solutions, equipment and support for expositions, conventions, meetings and trade shows, among many other events.

With service second to none, the professional team offers all the quality equipment and technological experience expected from a top-notch facility.

In-house services include audio visual and computer rental equipment, staging, event logistics, innovative lighting packages and concert sound systems. The division also is the exclusive provider of rigging services and house sound.

To reach the Audio Visual Division directly, call 713.853.8180.

BOOTH CLEANING & EQUIPMENT RENTAL

The GRB is the exclusive provider of booth cleaning services. The professional, efficient GRB housekeeping staff takes great pride in maintaining an immaculate facility, inside and out, and may provide services specific to any booth/exhibit need. Advance order forms are included in each exhibitor kit and are available on the GRB Web site, www.HoustonConventionCtr.com.

The GRB offers a variety of items available for event rental. From simple tables and chairs to intricate staging and flooring, the ample inventory is accessible to clients around the clock. Please contact the assigned event manager for rate information and order placement.





GUEST SERVICES

FedEx Office

Take care of business at the FedEx

Office storefront. Located on the second-level concourse, the shop offers shipping, copying, graphics, finishing and other specialty services.

Visitors Center

Explore Houston, the GRB's visitor and information center, was designed as a tribute to Houston's role in space exploration. The concierge desk may assist guests with dining options and reservations, entertainment information and transportation arrangements.

- ✦ Open daily
- ✦ Tourist information
- ✦ Airline ticket & flight information
- ✦ Dining reservations
- ✦ Unique Houston gifts
- ✦ Tickets to special events or concerts

From original artwork by local artists to local restaurant reservations, guests get it all when they Explore Houston! The futuristic space also is a great location for ice breakers, special events or receptions.

Starbucks Coffee

Open daily, Starbucks Coffee offers plentiful gourmet coffees, pastries and a selection of deli sensations. The shop is located on the second-level concourse next to Explore Houston.



TRANSPORTATION: GETTING HERE – GETTING AROUND

Traveling to Houston has never been easier. As the country's fourth-largest multi-airport system and the sixth-largest in the world, the Houston Airport System serves 193 cities worldwide with 1,600 flights in and out of the city per day.

Designated as the nation's first "model port" by U.S. Customs and Border Protection, George Bush Intercontinental and Hobby Airports are serviced by 22 major airlines. Combined with Houston's central geographic location and being home to Continental Airlines, as well as a Southwest Airlines main hub, the city is one of the most accessible in the nation.

Getting around downtown is a cinch. The METRORail line whisks visitors to nearby entertainment and dining destinations.



DOWNTOWN HOTELS

From moderate pricing to luxury suites, almost 20 hotels offer more than 5,000 rooms within a mile, including the 1,200-room Hilton Americas-Houston convention center hotel connected to the GRB via sky bridges. Citywide, Houston boasts more than 65,000 hotel rooms.

	ROOMS
01 Alden-Houston Hotel	100
02 Club Quarters	274
03 Courtyard by Marriott – Downtown	191
04 Crowne Plaza Houston – Downtown	259
05 Doubletree Hotel – Downtown	350
06 Embassy Suites (open in 2010)	262
07 Four Seasons Hotel Houston	404
08 Hilton Americas-Houston	1,203
09 Holiday Inn Express Hotel & Suites	112
10 Hotel ICON	135
11 Hyatt Regency Houston	944
12 Inn at the Ballpark.	201
13 The Lancaster Hotel.	93
14 The Magnolia Hotel	314
15 Residence Inn by Marriott.	171

Exhibit C

Summary of Convention Center Utilization

	Historical			Definite Future Bookings				
	2011	2012	2013	2014	2015	2016	2017	2018
Number of Events								
Conventions/Tradeshows	51	47	45	50	48	27	17	5
Consumer Shows	45	45	45	45	45	45	45	45
Corporate/Conferences	20	20	20	20	20	20	20	20
Local/Other	102	102	102	102	102	102	102	102
Total	218	214	212	217	215	194	184	172
Attendance								
Conventions/Tradeshows	425,700	284,600	461,700	387,000	431,900	329,900	146,600	96,500
Consumer Shows	267,700	247,700	258,700	278,800	82,100	0	0	0
Corporate/Conferences	36,800	33,900	41,300	37,200	12,300	4,000	0	0
Local/Other	201,300	172,700	155,100	62,600	10,600	0	0	0
Total	931,500	738,900	916,800	765,600	536,900	333,900	146,600	96,500
Hotel Room Nights								
Conventions/Tradeshows	261,700	221,000	310,900	190,500	247,100	190,100	134,700	63,600
Consumer Shows	5,900	2,200	22,400	2,500	300	0	0	0
Corporate/Conferences	43,600	74,600	78,600	72,300	25,400	10,200	0	0
Local/Other	1,900	600	21,800	3,900	500	0	0	0
Total	313,100	298,400	433,700	269,200	273,300	200,300	134,700	63,600

Source: GRB Convention Center

Request for Proposals

For the Development of a Hotel Located on top of the North Parking Garage
Attached to the George R. Brown Convention Center In Houston, Texas

Exhibit D

Large Convention Center Accounts

Event ID	Start Date	End Date	Event Name	Peak Rooms	Total Rooms	Total Attendance
1181	01/08/13	01/14/13	2013 Houston Marathon	1,460	3,474	43,347
1165	01/19/13	01/22/13	Halloween & Party Expo 2013	1,607	6,169	5,786
1205	02/06/13	02/08/13	2013 Winter NAPE	4,069	8,926	15,600
1193	02/10/13	02/17/13	NBA All Star	5,600	25,760	110,022
1215	03/16/13	03/17/13	Houston Volleyball Cross Court Classic	2,487	4,691	16,789
1216	03/29/13	04/05/13	National Catholic Educational Association	1,700	5,432	8,275
1230	04/16/13	04/21/13	LNG 17 (17th International Conference and Exhibition on Liquefied Natural Gas)	5,000	25,250	13,155
1232	04/27/13	04/28/13	Lone Star Regionals	4,500	10,000	9,534
1231	04/29/13	05/08/13	National Rifle Association	6,348	19,090	86,228
1278	06/09/13	06/12/13	SBC Annual June National Meeting	4,500	19,206	9,899
1300	07/08/13	07/11/13	Microsoft WPC	9,174	53,071	13,891
1297	07/28/13	08/01/13	AACC Annual Meeting & Clinical Lab Expo 2013	4,200	18,732	17,997
1306	08/06/13	08/10/13	Kappa Alpha Psi 81st Grand Chapter Meeting	1,500	7,140	2,621
1305	08/23/13	08/29/13	The American Legion National Convention	3,650	19,807	9,655
1292	09/10/13	09/14/13	NBMBAA 35th Annual Conference & Exposition	4,535	14,563	9,124
1373	09/22/13	09/25/13	SEG International Exposition & Annual Meeting	2,500	10,410	11,028
1382	10/08/13	10/09/13	National Recreation and Park Association	4,000	17,480	6,525
1378	10/20/13	10/24/13	Food & Nutrition Conference & Expo	4,000	17,600	6,100
1403	10/23/13	10/28/13	2013 International Quilts Market	1,946	15,097	7,345
1366	10/30/13	11/03/13	2013 International Quilt Festival	2,113	17,331	47,235
1414	11/07/13	11/09/13	Science Teachers Association of Texas - 2013 CAST	1,551	4,534	6,855
1416	11/10/13	11/14/13	Automation Fair 2013	5,700	16,135	10,402
1412	11/17/13	11/19/13	Intermodal Expo/Transcomb Exhibition	2,200	8,378	2,959

Exhibit E

Comparable Hotel Performance

CY	Occupancy	Supply	Growth	ADR	Growth	Demand	Growth	Revenue	Growth	RevPAR	Growth
2006	70%	440,920		\$130.04		309,735		\$40,276,431		\$91.35	
2007	70%	440,920	0.0%	\$140.77	8.3%	308,132	-0.5%	\$43,374,389	7.7%	\$98.37	7.7%
2008	70%	440,920	0.0%	\$150.61	7.0%	309,706	0.5%	\$46,644,633	7.5%	\$105.79	7.5%
2009	64%	478,558	8.5%	\$126.66	-15.9%	305,567	-1.3%	\$38,704,576	-17.0%	\$80.88	-23.5%
2010	68%	485,815	1.5%	\$127.14	0.4%	332,685	8.9%	\$42,298,769	9.3%	\$87.07	7.7%
2011	68%	573,323	18.0%	\$137.59	8.2%	388,346	16.7%	\$53,432,536	26.3%	\$93.20	7.0%
2012	71%	581,445	1.4%	\$143.62	4.4%	414,634	6.8%	\$59,551,372	11.5%	\$102.42	9.9%
2013	71%	581,445	0.0%	\$154.73	7.7%	415,112	0.1%	\$64,230,757	7.9%	\$110.47	7.9%
Compound Growth			4.0%		2.5%		4.3%		6.9%		2.8%

Hotels Included:

485-rm Royal Sonesta Hotel Houston

350-rm Doubletree Houston Downtown

262-rm Embassy Suites Houston Downtown

191-rm Courtyard Houston Downtown Convention Center

182-rm Hilton Garden Inn Houston Galleria Area

123-rm element Houston Vintage Park

Source: Smith Travel Research.

Exhibit F

Discovery Green Utilization

Discovery Green Conservancy 2013/14 Programming

	Number of Events	Total Attendance
Special Events	39	82,400
Art	16	33,300
Entertainment	26	47,400
Family & Children	82	31,900
Healthy Living	428	22,200
Ice Rink Events*	50	12,600
Venue License	130	172,600
Sampling	24	
	<u>795</u>	<u>402,400</u>

* Excludes open public skates

Exhibit G

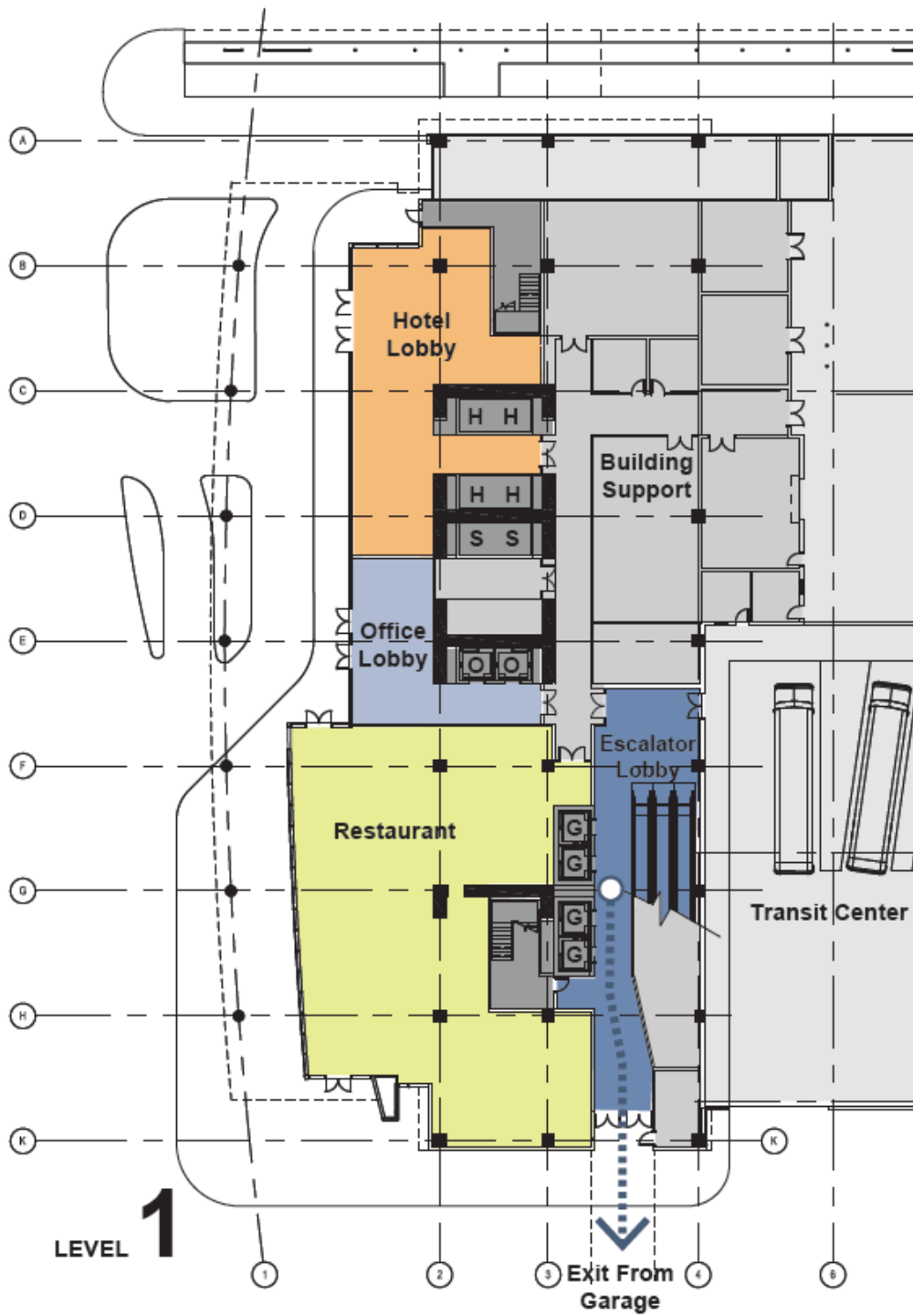
Hotel Site Information and Concepts

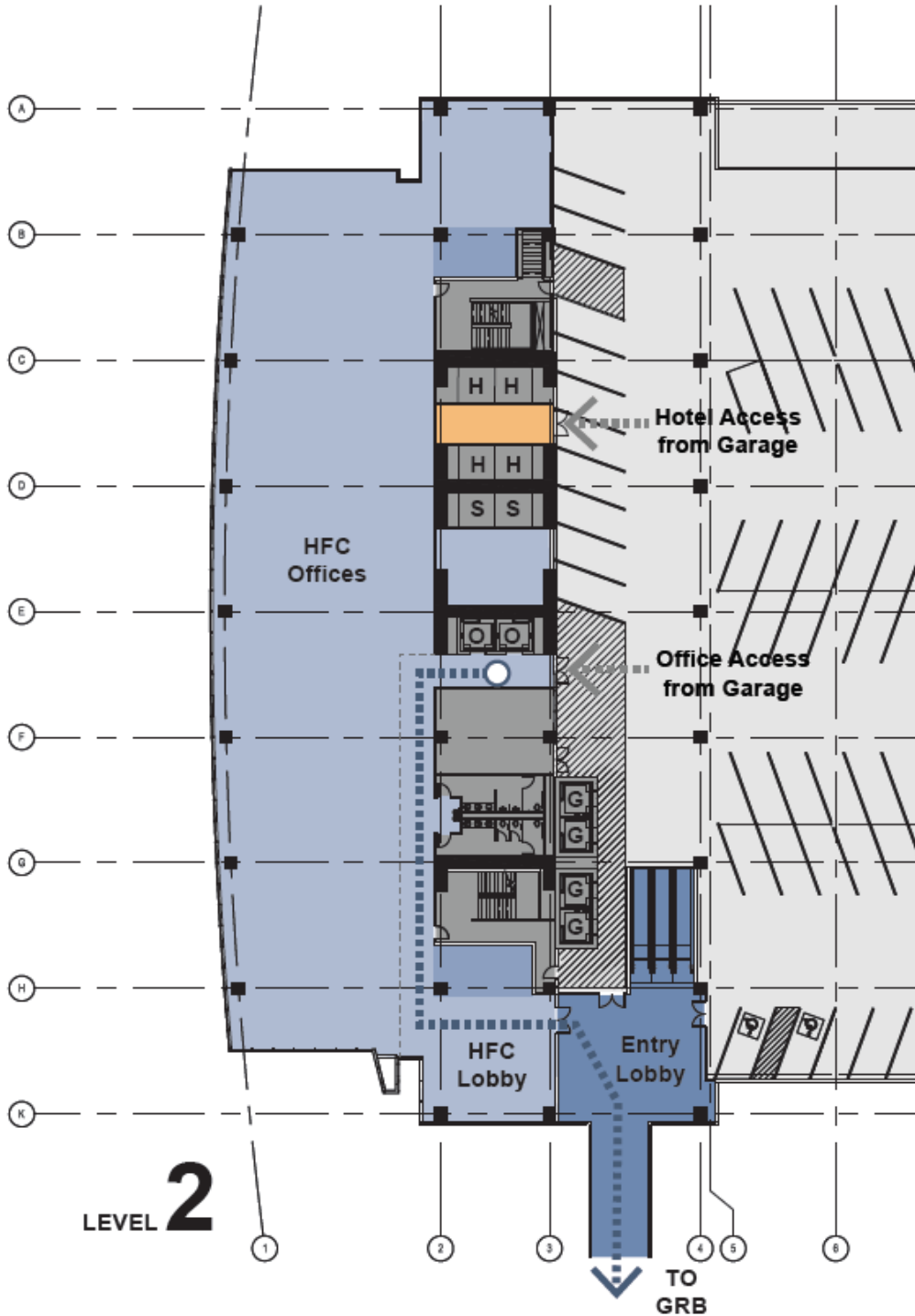


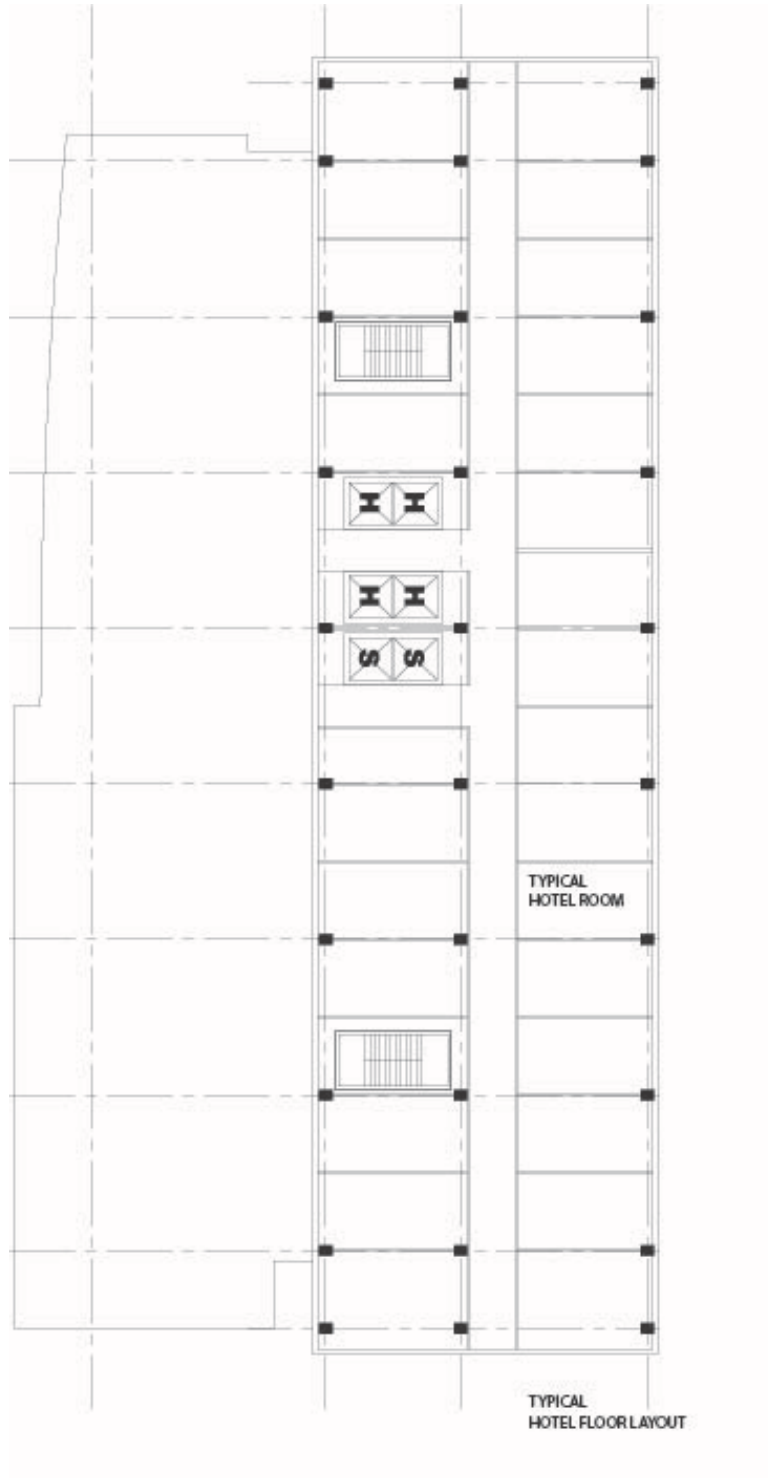
Future Hotel Concept Design

Basic General Assumptions for Design of Future Hotel:

- 15 floors / 26 rooms per floor
- Amenity level above interstitial space
- Lobby at grade with check-in on upper floor (2,244 sf)
- 1 dedicated Service Elevator and 1 shared Service Elevator (to be shared with 6 Office Floors during standard business hours)
- Space for shafts and equipment for 4 Passenger Elevators
- Truck loading /trash collection area at Service Dock
- Service corridor to back dock
- Proximity to Rail Station
- Restaurant/Retail Space at Ground Level (available for lease at market rates)
- Parking spaces dedicated for Hotel (approximately ½ car per room up to 200 car allotment)
- Interstitial space between existing office and hotel will accommodate transfer beams if needed for hotel structural system (columns are spaced 30' on center in the north south direction; transfer beams can be placed in the east west direction to allow flexibility to meet hotel needs)
- Buses will be accommodated in the footprint of the garage with pedestrian access to a lobby at Level One
- Covered Port Cochere/Drop-off at the Level One Lobby will be provided at the front of the building along the Avenida de las Americas
- Maximum Occupancy is based on established width of stairs: 840.
- Direct connection via skybridge to GRB Convention Center.

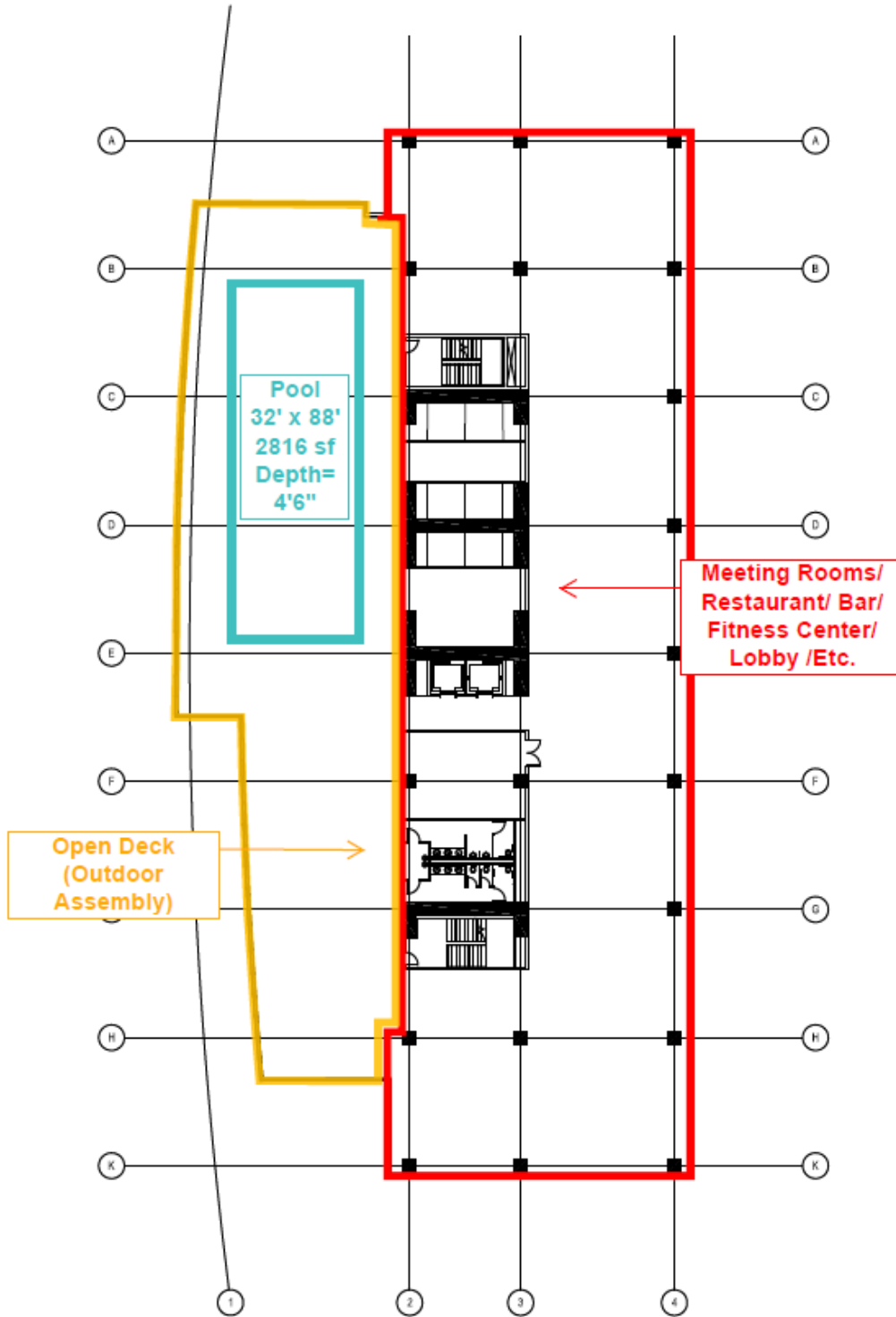






STRUCTURAL SYSTEM:

- Level 11 - Existing roof becomes new interstitial space
 - accommodates office elevator over-runs
 - accommodates pool drop down framing.
 - Maximum floor to floor = 15'
 - Designed for construction dead load = 150 psf for future level 12 pour
- Level 12 – hotel amenity level 1
 - Floor plate per attached sketch, with pool depth and size as shown
 - Superimposed dead load = 50 psf for exterior deck
 - Live Load = 100 psf for entire floor plate
 - Maximum floor to floor = 15'
 - Concrete pan joist or beam and slab construction
- Level 13 – hotel amenity level 2
 - Floor plate is region from grid 2 to grid 4 and grid K to grid A
 - Live Load = 100 psf on entire floor plate
 - Floor construction = 10" post-tensioned flat plate
- Level 14 – Level 28 – hotel
 - Floor plate is region from grid 2 to grid 4 and grid K to grid A
 - Live Load = 40 psf + 15 psf for partitions
 - Superimposed dead load = 5 psf
 - Floor construction = 10" post-tensioned flat plate
- Level 29 – Roof
 - Floor plate is region from grid 2 to grid 4 and grid A to grid K
 - Live load = 20 psf
 - Superimposed dead load = 15 psf
 - Floor construction = 10" post-tensioned flat plate
- Maximum total building height = 338 ft to top of over-run / screen wall (current roof is at 133.3 ft).
- Shear walls are assumed to be continuous to new roof
- Exterior is assumed to be lightweight system such as curtain wall or metal panel (not precast).
- It is currently assumed that all columns on grids 2, 3, and 4 will be continuous throughout the height of the new hotel. If shifting of any columns is required, it is only permissible to shift grid line 4 closer to grid line 3. Such a shift may require transfer girders or sloping columns in the interstitial level.



Conceptual Hotel Amenity Deck

MECHANICAL, ELECTRICAL AND PLUMBING SYSTEMS:**1. HEATING, VENTILATION AND AIR CONDITIONING**

- a. Chilled water, sized for up to 500 tons of hotel load is available from the GRBCC central cooling plant.
 - i. Valved connections are stubbed out at the top of the office tower.
 - ii. Addition of one or more pumps in the GRBCC central plant would be required
 - iii. If the height of the hotel dictates piping pressures exceeding 150 psi, then addition of a heat exchanger and hotel-side pumps will be required in the hotel (to shield the GRBCC system from the high pressures)
 - iv. Chilled water will be metered and paid to HFC for use
- b. The Office Tower stairwell pressurization systems must be reconfigured to accommodate extending stairwells into the hotel
- c. Some rooftop equipment or ducts serving the office tower must be relocated to accommodate addition of the hotel above

2. PLUMBING

- a. Sanitary waste and vent risers are provided at the top of the office tower for connection and extension to the hotel above.
- b. An 8000 gallon grease interceptor is located at grade for hotel use. Hotel is responsible to route its grease waste piping down through allocated vertical shaft space in the Office Tower, through the garage and to the hotel grease interceptor
- c. Storm drainage risers are provided at the top of the office tower for connection and extension to the hotel above.
- d. Domestic cold water: space has been allocated at grade level of the garage for a dedicated hotel water meter and dedicated hotel house pump. The hotel will share the Office Tower 2500 gallon break tank. Hotel is responsible to route its water piping from the garage pump room, through the garage and up to the hotel in allocated vertical shaft space in the Office Tower
- e. Domestic hot water is the responsibility of the hotel.
- f. Natural gas: space has been allocated at grade level of the garage for a dedicated hotel gas meter. Hotel is responsible to route its gas piping from the meter room, through the garage and up to the hotel in allocated vertical shaft space in the Office Tower

3. FIRE PROTECTION

- a. Space has been allocated at grade level of the garage for a dedicated hotel fire pump. The hotel will share the Office Tower 2500 gallon break tank. Hotel is responsible to route its standpipe and sprinkler piping from the garage pump room, through the garage and up to the hotel in allocated vertical shaft space in the Office Tower and to hotel system fire department connections at grade.

4. ELECTRICAL

- a. Space has been allocated for a hotel pad-mounted 480 volt utility company transformer at grade at the east end of the garage
- b. Space has been allocated in a grade-level garage electrical room for hotel main switch gear. A path has been allocated for hotel service entrance conduit and cabling from utility transformer to the main gear room. Hotel is responsible to route its service entrance raceway and cabling from utility transformer to main gear room

- c. Hotel is responsible to route its service raceway and cabling from grade level main gear room, through the garage and up to the hotel in allocated vertical shaft space in the Office Tower.
- d. Space has been allocated in a grade-level garage area for a hotel diesel emergency generator and transfer switches. No space for exterior fuel tanks is available; fuel storage shall be in the generator skid only. Hotel is responsible to route its emergency power raceway and cabling through the garage and up to the hotel in allocated vertical shaft space in the Office Tower.
- e. A grounding buss will be provided at the top of the Office Tower for connection and extension into the hotel
- f. Hotel lightning protection system shall be an extension of the Office Tower system
- g. Hotel fire alarm system shall be an extension of the Office Tower system
- h. Hotel telephone, television systems, data systems, security & access control systems: Empty conduit is provided from the site to a ground floor location. A path only (no conduits have been provided) up to the hotel is allocated in Office Tower vertical shaft space.

Exhibit H

Room Block Agreement Terms

- 1.1. Room Block Agreement - Owner shall enter into a Room Block Agreement consistent with the following key terms:
 - 1.1.1. A City-wide Event is an event requiring at least 1,500 guest rooms on peak night, 100,000 gross square feet of convention space, and occurs at least 30 months in the future.
 - 1.1.2. For City-wide Events that are to occur at least 30 months in the future, Hotel will make available for City-wide Events eighty percent (80%) of all guest rooms (and associated suites, ballroom, meeting rooms, etc.) for up to 14 days per calendar month.
 - 1.1.3. For City-wide Events that are to occur between 24 and 30 months in the future, Hotel will make available for City-wide Events eighty percent (80%) of all guest rooms (and associated suites, ballroom, meeting rooms, etc.) if rooms and space are available.
 - 1.1.4. Hotel can seek release of rooms from HFC for in-house groups in the 30 months and out period, and such release will be given unless (i) HFC is actively negotiating with another group for the period covered by the request for release or (ii) HFC has historically booked the dates covered by the request for release to a group of comparable quality to the group for which Hotel is seeking such release. If a release is given and a subsequent City-wide Event desires to use the previously released dates, Owner will use its best efforts to accommodate the needs of the proposed City-wide Event.
 - 1.1.5. HFC shall have the right to limit the Event Block Rate to 110% of the prior year actual average group rate of the Hotel for each room type, adjusted for seasonality, day of week and traditional industry inflators for time. The initial base room rates to be used before the Hotel has developed an operating history will be defined in the Transaction Documents.
 - 1.1.6. The Room Block Agreement will constitute a restriction against the Hotel Site, running with the land and binding on all successors in title, and shall be superior to all deed of trust liens against the Hotel Site.
 - 1.1.7. Term shall continue until the earlier to occur of the following events: (i) the Convention Center is no longer designated by the City or HFC as its principal convention center, or (ii) the Convention Center is no longer operated and maintained in a manner consistent with other first-class convention centers.

Exhibit I

Neutrality Agreement

THIS NEUTRALITY AGREEMENT (the "Agreement") is made and entered into by and between _____ (the "Employer"), and the _____ (the "Union").

1. This Agreement shall cover all employees employed in classifications listed in Exhibit A, or in classifications called by different names when performing substantially similar duties (the "Employees") at the hotel located at _____ in Houston, Texas (the "Hotel") [currently under construction and proposed to be owned by (the "Owner"). Owner has engaged Employer to operate the Hotel. The term "Employer" shall be deemed to include only the Employer named herein, and then only with respect to "Employees" (as defined above) at the Hotel. This Agreement shall not apply to: (i) any location other than the Hotel where the Employer has employees; (ii) any employees of the Employer other than those Employees specifically defined above; (iii) any person, firm, partnership, corporation, joint venture or other legal entity under the control of the Employer; (iv) any subsidiary of the Employer; or (v) any person, firm, partnership, corporation, joint venture, or other legal entity which controls the Employer, except, as to any Person described in clauses (iii), (iv) or (v), to the extent any such person, firm, partnership, corporation, joint venture, or other legal entity described in clauses (iii), (iv) or (v) is acting in the place and stead of the Employer with respect to the Employees at the Hotel. Employer shall not include the Owner, Houston First Corporation, the City of Houston, or any subsequent owner of the Hotel.
2. The parties hereby establish the following procedure for the purpose of ensuring an orderly environment for the exercise by the Employees of their rights under Section 7 of the National Labor Relations Act ("Act") and to avoid handbilling, picketing, and/or other economic action directed at the Employer or Owner in the event the Union decides to conduct an organizing campaign among Employees.
3. The parties mutually recognize that national labor laws guarantee employees the right to form or select any labor organization to act as their exclusive representative for the purpose of collective bargaining with their employer, or to refrain from such activity.
4. The Employer will take an approach of neutrality to the unionization or organizing of Employees at the Hotel by the Union. The Employer will not take any action nor make any statement that will directly or indirectly state or imply any support for, or opposition to, the selection by such Employees of a collective bargaining agent, or preference for or opposition to any particular union as a bargaining agent. The Union's communications to employees will be truthful. Employer may correct misstatements of fact, but will do so in a manner consistent with its obligations under this paragraph.

Request for Proposals

For the Development of a Hotel Located on top of the North Parking Garage
Attached to the George R. Brown Convention Center In Houston, Texas

5. The Union and its representatives will not coerce or threaten any Employee in an effort to obtain authorization cards or otherwise to obtain any Employee's support for the Union. Likewise, the Employer and its representatives will not coerce or threaten any Employee in connection with his/her decision regarding whether the Employee signs an authorization card or supports the Union.
6. Within fourteen (14) days following its receipt of written notice of intent from the Union to organize Employees at the Hotel, the Employer will furnish the Union with a complete, alphabetical list of such Employees, including both full and part-time Employees, showing their names, home addresses, home phone numbers, job classifications and departments subject to applicable laws, including privacy laws. Thereafter, the Employer will provide the Union with updated lists of all such Employee information quarterly.
7. Employer and the Union agree that the Union's majority status and representation of Employees covered by this Agreement shall be solely determined and verified by a secret ballot election conducted at the Hotel by the National Labor Relations Board ("NLRB") pursuant to the NLRB's rules, policies, and procedures, following filing of an appropriate petition for representation election by the Union.
8. During the life of this Agreement, the Union will not engage in handbilling, picketing or other economic activity at the Hotel or at any of Owner's, or Employer's, or their respective affiliates' offices or other property locations, or at the residences of the management, directors, or employees of any of the foregoing entities, and will abstain from making disparaging or other adverse statements about the Hotel or the Employer, the Owner or their respective affiliates, or the management, directors, or employees of any of the foregoing. The Union also agrees to comply with the "no solicitation/no distribution" policies of the Employer, consistent with the requirements of the Act. The Employer will not engage in a lockout of the Employees during the life of this Agreement.
9. The Employer shall incorporate the entirety of paragraphs 4, 6, 7, and 8 of this Agreement in any contract, subcontract, lease, sublease, operating agreement, franchise agreement or any other agreement or instrument (collectively the "Document") executed by Employer giving a right to any person to operate any enterprise in the Hotel employing employees in classifications listed in Exhibit A, or in classifications called by different names when performing similar duties, and shall obligate any person taking such interest, and any and all successors and assigns of such person, to in turn incorporate said paragraphs in any further Document giving a right as described above. The Employer shall exert commercially reasonable efforts to enforce such provisions. The Employer shall give the Union written notice of the execution of such Document and identify the other party(ies) to the transaction within 14 days after the Document is signed. The terms "Employer" and "Hotel" shall be modified in such Document to conform to the terminology in such Document but retain the same meaning as in this Agreement, and the terms "Employer" and "Employees" as used herein shall be modified to refer, respectively, to the person or persons receiving a right to operate an enterprise in the Hotel and the employees of such person or persons. This paragraph does not apply, and the term Employees as used herein does not apply, to or for persons working in or

Request for Proposals

For the Development of a Hotel Located on top of the North Parking Garage
Attached to the George R. Brown Convention Center In Houston, Texas

for any theme or gourmet restaurant in the Hotel or to employees of any health club, spa, gift shop, business center, parking facility, retail, or other commercial outlets. This paragraph also does not apply to centralized reservations facilities or centralized laundry facilities or centralized HVAC, electrical, or telephone facilities if they are located off-site.

10. The parties agree that any disputes over the interpretation or application of this Agreement shall be submitted to expedited and binding arbitration in Houston, Texas, with a mutually acceptable person serving as the arbitrator. If within thirty (30) calendar days, the parties are not able to agree upon a mutually acceptable person to serve as the arbitrator, they shall request from the Federal Mediation and Conciliation Service a list of seven arbitrators who are members of the National Academy of Arbitrators and who reside in Texas or adjacent states. The parties shall, within ten (10) days of receiving the list, select the arbitrator by alternately striking names from the list. The party to strike first shall be determined by coin toss. The last name stricken from the list shall be the arbitrator, and the second-to-last name stricken shall be the alternate. The arbitration shall be conducted in accordance with the Federal Rules of Civil Procedure. The arbitrator shall also have the authority to order the non-compliant party to comply with this Agreement. The cost of the arbitrator shall be split equally by the parties to this Agreement. The parties hereto agree to comply with any order of the arbitrator, which shall be final and binding, and agree that judgment may be entered upon it in accordance with applicable law in the United States District Court for the Southern District of Texas.
11. In the event either party fails to comply with the terms of this agreement, the other party, in addition to all other remedies available, and without initiating arbitration proceedings shall be entitled to seek and obtain injunctive relief or other equitable remedies in any court of competent jurisdiction.
12. This Agreement shall be in full force and effect from the date it is fully executed on behalf of the Employer and the Union until eighteen months after the full public opening of the Hotel.

IN WITNESS WHEREOF, the parties hereto by their duly designated representatives have hereunto set their hands.

FOR THE EMPLOYER: _____ FOR THE UNION:

By: _____

By: _____

Its: _____

Its: _____

Date: _____

Date: _____

Request for Proposals

For the Development of a Hotel Located on top of the North Parking Garage
Attached to the George R. Brown Convention Center In Houston, Texas

EXHIBIT A

All regular full-time and regular part-time hotel service, housekeeping, food and beverage, and laundry employees (including room cleaners, housepersons, bell persons, telephone operators, kitchen employees, servers, bussers, bartenders, cashiers, hosts, concierge, and laundry workers), and all front desk, recreational, and parking employees employed by the Employer at the Hotel, but excluding all secretarial, office clerical, sales, and maintenance employees and all managers, supervisors, and guards as defined in the National Labor Relations Act.