

## HOUSTON FIRST CORPORATION

### MINUTES OF HOUSTON FIRST CORPORATION BOARD OF DIRECTORS SEPTEMBER 13, 2017

The Board of Directors of Houston First Corporation (the "Corporation"), a Texas non-profit corporation created and organized by the City of Houston as a local government corporation pursuant to TEX.TRANSF.CODE ANN. §431.101 et seq. and TEX.LOC.GOV'T.CODE ANN §394.001 et seq., held a meeting at Partnership Tower, 701 Avenida de las Americas, 2<sup>nd</sup> Floor Boardroom, Houston, Texas, on Wednesday, September 13, 2017, commencing at 2:00 p.m. Written notice of the meeting, including the date, hour, place and agenda, was posted in accordance with the Texas Open Meetings Act.

In addition, a supplemental special emergency agenda item was posted in accordance with Section 551.045 of the Texas Open Meetings Act which provides that in an emergency or when there is an urgent public necessity, the notice of a meeting or the supplemental notice of a subject added as an item to the agenda for a meeting for which notice has been posted in accordance with this subchapter is sufficient if it is posted for at least two hours before the meeting is convened. Houston and Harris County were declared federal disaster areas from Hurricane Harvey and the resultant flooding.

The following members participated in the meeting: David Mincberg, Sofia Adrogué, Elizabeth Brock, Katy Caldwell, Ryan Martin, Alex Brennan Martin, Bobby Singh, Jay Tatum, Gerald Womack and Jay Zeidman. Council Member David Robinson arrived at 2:45 p.m. prior to Executive Session and vote on Items V and V(a). Desrye Morgan, Paul Puente and Council Member Dave Martin were absent.

A quorum was established and the meeting was called to order at 2:07 p.m.

1. **Public Comments.** Barry Mandel, President and Park Director of Discovery Green, lauded the efforts of the Houston First team in setting up the shelter and feeding hundreds. Chairman Mincberg echoed those sentiments.
2. **Announcement.** Chairman Mincberg called Kathryn McNeil, CEO of Theater District Houston, to the podium. Ms. McNeil advised the Board of a free event being held at Miller Outdoor Theatre on September 27<sup>th</sup> at 8:00 p.m. for the purpose of showing the City that the arts are alive and well in Houston. Funds raised will go toward accommodations of displaced arts groups or the Harvey relief fund.

Chairman Mincberg took Item VI. Updates out of order.

3. **Updates.**
  - a. **Trust Fund** – Brenda Bazan advised the Board that the Final Four Local Organizing Committee had received reimbursement from the State of Texas and Houston First should receive reimbursement on Monday, September 18<sup>th</sup>. In addition, she stated that conversations were ongoing with the State to see if processing the Super Bowl reimbursement could be accelerated. As a follow up to previous discussions, Ms. Bazan informed the Board that the City will be issuing a Request for Terms (RFT) for a

\$75,000,000 subordinate lien debt facility and that she will keep the Board apprised of the progress.

- b. Disaster Relief Fund – Lisa Hargrove briefed the Board on two programs created to fund Houston First employees and employees of the hospitality industry who were negatively affected by Hurricane Harvey. She stated that the criteria for disbursement was in development and that the proposed criteria would be sent to the Benefits & Compensation Committee for review and comment.
  - c. Post Harvey – Holly Clapham Rosenow shared the efforts of the marketing team during and after the storm. She explained that it was important not to go dark and develop real messaging that reflected the heart and soul of the City. Ms. Rosenow relayed a message from Desrye Morgan which was for everyone to give a personal update, tell them about Houston First and what Houston First did. In addition, Ms. Morgan asked everyone to share their experiences and participate in recovery efforts and donate. Sofia Adrogué told a story about the compassion and level of commitment of Rob Jackson.
  - d. Sales. Mike Waterman said that post Harvey required immediate action and swift communication with clients. He lauded the efforts of public relations and marketing to get a positive message out quickly that Avenida was spared. The sales team contacted eleven groups who were planning to come to Houston from September 8 through the end of the year, with a positive result.
4. **Executive (closed) session pursuant to Texas Government Code Section 551.071 for the purpose of seeking legal advice from its attorney(s) on legal matters.** The Board Members went into executive (closed) session at 2:52 p.m. and reopened the meeting at 3:48 p.m. Gerald Womack left the meeting at 2:58 p.m. and Bobby Singh left the meeting at 3:14 p.m. Jay Ziedman left at 3:33 p.m. and returned at 3:47 p.m. No action was taken during executive session.
  5. **Consideration and possible approval of an increase to the Houston First 2017 approved budget to (i) fund Phases II and III of the Single Project Program Management Agreement between Houston First Corporation and Gilbane Reconstruction Services LLC and (ii) purchase equipment, supplies and parts, all as necessary to return the Theater District Parking Garage, Wortham Theater and Jones Hall for the Performing Arts to operational status subsequent to Hurricane Harvey, and to reinforce the corporate commitment to achieve a 30% MWBE goal for this recovery effort.** Upon coming out of Executive Session, Chairman Mincberg stated that Item V.i. was being pulled from the agenda and would not be considered. The details regarding Item V.ii. were discussed in Executive Session. A motion was made and duly seconded to approve this item as amended.
  6. **Consideration and possible approval of an increase to the Houston First 2017 approved budget to increase Phase I of the Single Project Program Management Agreement between Houston First Corporation and Gilbane Reconstruction Services LLC for continued stabilization, disaster recovery and assessment services related to Hurricane Harvey for Wortham Theater and the Theater District Parking Garage.** The details regarding this item were discussed in Executive Session. A motion was made and duly seconded to approve this item as presented.

7. **Shelter Update.** Dawn Ullrich stated that, as of the date of this meeting, there were still people in the shelter but should wind down later this week.

Chairman Mincberg advised the Board Members that another Board meeting would be held on September 25, 2017.

The meeting adjourned at approximately 4:02 p.m.

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Pamela Walko, Secretary