

HOUSTON FIRST CORPORATION
MINUTES OF THE
AUDIT AND FINANCE COMMITTEE
May 23, 2013

The Audit and Finance Committee of the 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 committee meeting in the 3rd Floor Executive Board Room, 1001 Avenida de las Americas, Houston, Harris County, Texas 77010, on Thursday, May 23, 2013 commencing at 9:00 A.M. Written notice of the meeting including the date, hour, place and agenda for the meeting, was posted in accordance with the Texas Open Meetings Act. The following members participated in the meeting: Katy Caldwell, David Arpin, C.C. Conner and Desrye Morgan.

Chairperson Caldwell called the meeting to order at approximately 9:05 A.M. and a quorum was established.

1. Public Comments. None
2. Review and Approval of Minutes from Prior Meeting. After a motion duly seconded, the minutes from the May 15, 2013 meeting were approved. (Desrye Morgan abstained)
3. Consideration of, and possible action on, the recommendation to the Board of Directors on the CY12 Annual Audit. Brenda Bazan introduced Ross Johnson of Deloitte & Touche who briefed the committee on the 2012 Financial Audit findings. After a motion duly seconded, the Audit and Finance Committee agreed to recommend to the Board of Directors that the audit be accepted.
4. Consideration of, and possible action on, the recommendation to the Board of Directors on a revised resolution with regard to authorizing execution of contracts and taking other action in regard thereto. Chairperson Caldwell advised the Committee that Brenda Bazan

and David Arpin had met and worked on revisions to the previously presented resolution regarding authorizing execution of contracts. Mr. Arpin addressed the Committee and explained the reduced monetary approval levels, noting items that would now require Board approval. After a motion duly seconded, the Audit and Finance Committee agreed to recommend to the Board of Directors that the revised resolution be approved. Desrye Morgan voted nay, all others voted yea.

After motion duly seconded, the meeting was adjourned at approximately 9:40 a.m.



Dolores Kerr, Secretary