

**HOUSTON FIRST FOUNDATION
BOARD OF DIRECTORS MEETING**

**JANUARY 28, 2013, 2:00 P.M.
GEORGE R. BROWN CONVENTION CENTER
EXECUTIVE BOARDROOM**

1. 28, 13
3:45p
pw

- I. Call to Order
- II. Public Comments
- III. Review and Approval of Minutes – September 12, 2011
- IV. Election of Officers

Dawn Ullrich, President
Brenda Bazan, Treasurer
Dolores Kerr, Secretary
- V. Board Business
 - A. Consideration of, and possible action on, the approval of a Certificate of Amendment amending the Certificate of Formation of Houston First Foundation and Amended and Restated Bylaws of Houston First Foundation
 - B. Consideration of, and possible action on, the approval of the proposed operating CY13 budget of Houston First Foundation
 - C. Consideration of, and possible action on, a land services agreement with Houston First Corporation relating to the purchase of, and other matters related to, certain real property in the Central Business District
- VI. Upcoming Meetings
- VII. Adjournment

For special needs assistance, please contact Pamela Walko at 713.853.8089 prior to the scheduled meeting.

HOUSTON FIRST CORPORATION
BOARD OF DIRECTORS MEETING

1.28.13
3:45P
PW

JANUARY 28, 2013 – 2:30 P.M.
GEORGE R. BROWN CONVENTION CENTER
EXECUTIVE BOARDROOM

- I. Call to Order
- II. Public Comments
- III. Review and Approval of Minutes – December 6, 2012
- IV. Board Business
 - A. Consideration of and possible action on, the approval of the Amended and Restated Bylaws of Houston First Corporation
 - B. Consideration of, and possible action on, (i) a Certificate of Amendment amending the Certificate of Formation of Houston First Foundation and (ii) Amended and Restated Bylaws of Houston First Foundation
- V. Executive (closed) session pursuant to Texas Government Code Section 551.087 for the purpose of deliberation regarding economic development negotiations.
- VI. Board Business Continued – Reconvene in public session
 - A. Consideration of, and possible action on, a development and funding agreement, garage easement agreement, special warranty deed, and room block agreement related to the construction of a new convention center hotel and related facilities
 - B. Consideration of, and possible action on, a loan from AIG Asset Management to be secured by a deed of trust lien against the Hilton Americas Hotel and garage
 - C. Consideration of, and possible action on, a land services agreement with Houston First Foundation relating to the purchase of, and other matters related to, certain real property in the Central Business District
- VII. Updates
 - Report on the proposed HFC 2013 State legislative program
 - Macey Land Purchase
- VIII. Announcements
 - ICB Kick-off Event – February 19, 2013, 10:00 a.m.
- IX. Adjournment

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