

MINUTES

HOUSTON FIRST CORPORATION

GOVERNANCE AND COMPENSATION COMMITTEE MEETING

June 4, 2024, beginning at 2:00 P.M.

Partnership Tower, 701 Avenida de las Americas, Suite 200

Houston, Texas 77010

HOUSTON FIRST BOARD ROOM

The Governance and Compensation Committee (“Committee”) of Houston First Corporation (the “Corporation”), a Texas local corporation created and organized by the City of Houston as a local government corporation pursuant to TEX. TRANSP. CODE ANN. §431.101 et seq. and TEX LOC. GOV’T. CODE ANN. §394.001 et seq., held a meeting at Partnership Tower, 701 Avenida de las Americas, Suite 200, Houston, Harris County, Texas 77010 on Tuesday, June 4, 2024, commencing at 2:00 p.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.

- I. **Call to Order.** The meeting was called to order at 1:57 p.m. A quorum was established with the following Committee Members present: Nicki Keenan (Chair), Jay Zeidman, and Elizabeth Gonzalez Brock.
- II. **Public Comments.** There were no public comments.
- III. **Committee Business.**

- A. **Consideration and possible approval of a general authority resolution to authorize execution of contracts and taking other actions in regard thereto.**

Michael Heckman, President & CEO, briefly introduced the item and asked David Stephenson, Senior Assistant General Counsel, to summarize the proposed changes to the existing general authority resolution.

Mr. Heckman and Mr. Stephenson provided additional comments and responded to questions from the Committee members regarding authority levels, delegation, lease terms, and emergency spending.

Following a motion, duly seconded, the item was approved unanimously.

IV. Executive Session

- A. Executive (closed) session pursuant to Texas Government Code Section 551.074 for the purpose of deliberation regarding the evaluation and duties of the Officers of the Corporation.

Ms. Keenan announced that the Committee was entering into a closed Executive Session pursuant to Texas Government Code Section 551.074 for the purpose of deliberation regarding the evaluation and duties of the Officers of the Corporation and asked that all staff leave the meeting, except for David Stephenson. Ms. Keenan announced the time the Executive Session began as 2:15 p.m.

Upon conclusion of the Executive Session, Ms. Keenan announced the time as 2:31 p.m.

V. Adjourn

The meeting was adjourned at 2:32 p.m.