

HOUSTON FIRST CORPORATION

MINUTES OF HOUSTON FIRST CORPORATION BOARD OF DIRECTORS

MAY 18, 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 the Partnership Tower, 701 Avenida de las Americas, Houston, Texas, on Thursday, May 18, 2017, commencing at 3:00 p.m. Written notice of the meeting, including the date, hour, place and agenda, was posted in accordance with the Texas Open Meetings Act. The following members participated in the meeting: David Mincberg, Phyllis Bailey, Alex Brennan-Martin, Katy Caldwell, Fernando Cuellar, Irma Diaz-Gonzalez, Harry Greenblatt, Council Member Dave Martin, Desrye Morgan, Paul Puente, Council Member David Robinson, David Solomon and Gerald Womack. Bobby Singh was absent.

A quorum was established and the meeting was called to order at 3:33 p.m. Council Members Robinson and Martin arrived after the meeting was called to order.

1. **Public Comments.**

Sealy Marks – He stated that he had worked at IAH and mentioned the first names of the others standing with him - Miracle, Cherry, and Margarita from Unite Here Local 23. He shared his appreciation to Houston First for its support and asked for continuing support for custodial workers, who he feels are unsung heroes who make downtown a success.

Brandon Freeman – HS Direct. Mr. Freeman requested that the GRB speak up for subcontractors at HFC. He stated that they don't make enough money (less than \$10 per hour) to survive in Houston. He asked for HFC to help them to continue to work going forward. He would like to be able to organize without fear of retaliation. HFC committed to provide quality in the facilities. Members of the Board confirmed receipt of copies of the letter/petition regarding wages. The Board thanked him for his attendance and courage.

2. **Minutes.** A motion was made and duly seconded to collectively approve the minutes of February 20, 2017, March 22, 2017; March 23, 2017; March 30, 2017; and, April 17, 2017.

3. **Post HTX.**

Bill Franks introduced Frank Liu, who turned the time to his son, Kirby Liu, to give a presentation on the Post HTX project. Post HTX would like to partner with Houston First to turn the Barbara Jordan Central Post Office into a public market that will create opportunities for all citizens. Kirby Liu stated that Houston First should understand the gravitas of whatever is done today could have a potential impact on what the city looks like 20 years from now. Further, he explained that this project was developed to drive rebranding, attraction and leisure tourism. He explained that while this project represented an ambitious master plan, Houston needs to do something bold. Mr. Liu explained that the vision of this project would be to expand the

economic pie to address issues of economic equality. The facility would use the roll-out of the Theater District Master Plan as a kickoff for the vision of the facility, which would include a public market to create opportunities for all citizens, rooftop garden, Spanish steps, skybridge, creative office, Bayou tunnel, event space and street improvements.

4. **Jones Plaza.**

Roksan Okan-Vick, SVP of Regional Product Development, introduced Tim Marshall of ETM Associates who recently completed a visioning and programming study for Jones Plaza. Mr. Marshall explained that his primary role was to listen to as many stakeholders and users as possible to formulate a refined vision and associated recommended uses for the re-design of Jones Plaza. The presentation provided background, timeline, Master Plan Summary Recommendations for public plazas/parks, additional site analysis, methodology, findings and overall recommendations. The next steps will be to review the findings with stakeholders and HFC Board, finalize the report by May 26, 2017, form a working group to guide the next phases, determine the design approach and issue an RFQ.

5. **LAUNCH.**

Holly Clapham-Rosenow, Chief Marketing Officer, provided a brief background on LAUNCH, Houston First's pop-up shop that was opened two weeks before Superbowl. LAUNCH has become a store with a story with just under \$84,000 in gross sales. Ms. Clapham-Rosenow introduced Sydney Dao, who thanked Holly and Houston First for their support of this initiative. LAUNCH has provided a platform for local designers to promote their merchandise.

6. **New Avenida Photography.**

Ms. Clapham-Rosenow explained that the Marketing department is embarking on a large-scale mission for the new district in April.

7. **Consideration of and possible approval of an Agreement for Event Cleaning and Janitorial Services.**

Desrye Morgan, Chairperson of the Theater and Convention District Operations Committee advised the Board that the Committee reviewed this item on May 16, 2017. Rob Jackson, SVP of Public Policy, provided a brief summary of the process used to identify Midwest Maintenance to provide event cleaning and janitorial services for all Houston First facilities. Further, he stated that the 33% diversity goal was maintained in the new contract. Board Member Womack expressed his concerns about current janitorial staff losing their jobs under the new contract; his preference for an individual scorecard method versus consensus scoring; and, an emphasis on supporting local organizations, contractors, vendors, etc. Council Member Martin asked whether there was an opt out clause in the contract. The response to that inquiry was yes, there is a termination for convenience clause in the contract with a 90-day written notice. A motion was made and seconded. Gerald Womack, Fernando Cuellar and Phyllis Baily voted "no" on this item.

8. **Consideration of and possible approval of the Fourth Amended and Restated Accounting/Internal Cash Control Policy.**

Katy Caldwell, Chairperson of the Governance, Audit & Finance Committee, stated that this item was reviewed in the April 27, 2017 Committee meeting. Further, she explained that this item cleaned up various items from the Third Amended and Restated Accounting/Internal Cash Control Policy. In addition, this item adds Frank Wilson, SVP Finance and Administration, as signer on accounts. Following a brief discussion on this item, a motion was made and duly seconded to approve the Fourth Amended and Restated Accounting/Internal Cash Control Policy.

9. **CEO Report.**

Dawn Ullrich, President & CEO, recognized Gerald Womack as newly-appointed Chairman of the Board of Commissioners and Roberto Gonzalez, as newly-appointed Vice-Chairman of the Board of Commissioners of the Harris County Housing Authority.

John Gonzalez gave a brief report of the Party on the Plaza effort to activate Avenida de las Americas. Peter McStravick provided a status report of the remaining restaurants yet to open. Holly Clapham-Rosenow stated that Houston First is reviewing the final terms for a satellite KHOU studio, which will be presented to the Board for approval. Jorge Franz gave an update on the Houston Marketplace initiative, which will be launched on April 24, 2017. This will provide a website platform to purchase Houston experience. There are currently 10 merchants on the website and discussions are on-going with approximately 80 more merchants. Roksan Okan-Vick showed a short film about the exciting, low-cost, high-impact improvements on the I-69 overpasses.

The meeting adjourned at approximately 5:52 p.m.

/s/_____

Pamela Walko, Secretary