HOUSTON FIRST CORPORATION

MINUTES OF HOUSTON FIRST CORPORATION BOARD OF DIRECTORS SEPTEMBER 25, 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.TRANSP.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 Monday, September 25, 2017, commencing at 8:00 a.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, Sofia Adrogué, Elizabeth Brock, Katy Caldwell, Council Member Dave Martin, Ryan Martin, Alex Brennan Martin, Desrye Morgan, Paul Puente, Bobby Singh, Jay Tatum, Gerald Womack, and Jay Ziedman. Council Member David Robinson was absent. Council Member Robert Gallegos was also in attendance.

The meeting began at 8:04 a.m.

 <u>Minutes</u>. Following a motion duly seconded, the minutes of the September 1, 2017 and September 13, 2017 Board meetings were approved as presented. Desrye Morgan was not in attendance at the time of the vote.

Chairman Mincberg announced that the Board would be going into Executive (closed) Session, which began at 8:05 a.m.

 Executive (closed) session pursuant to the Texas Local Government Code Section 551.087 for the purpose of deliberations regarding economic development negotiations. Everyone was instructed to leave the room with the exception of Board Members, Houston First Executive Team, Michael Heckman and Pamela Walko. A certified agenda of discussions during Executive Session will be completed and filed with the Corporate Secretary.

The Board came out of Executive Session at 8:35 a.m. No action was taken during Executive Session.

 <u>Consideration of and possible approval of an annual Houston Food, Wine and Spirits Festival.</u> Details regarding this item were fully discussed during Executive Session. Following a motion duly seconded, the Board approved the parameters for an annual Houston Food, Wine and Spirits Festival.

4. Updates

A. <u>Financial Update</u>. Brenda Bazan provided information regarding various resources available to address damages. She stated that the City requested that Houston First issue two Requests for Terms, one to solicit proposals for a \$75 million interim financing facility and the second to solicit proposals for a direct placement of around \$20 million refunding. Both were distributed on September 13, 2017. Responses are due by September 27th, will be presented to City Council on October 18th and are anticipated to close on November 16th.

Ms. Bazan provided a handout that provided a summary of the recent Hotel Occupancy Stakeholder's meeting. The consultants' projections for 2018 ranged from a low of \$74.5M to a high of \$86.5M. There will be further discussion on this topic as the budget is presented for Committee and Board consideration.

B. <u>Facilities Update.</u> Dawn Ullrich announced that the shelter at the George R. Brown Convention Center was officially closed and the Center was ready for TSAE. She thanked Luther Villagomez, Rob Jackson and others for their extraordinary efforts.

Peter McStravick provided an update related to the power issues at Bayou Place, followed by a recap of the progress at Wortham Center and the Theater District garages.

Roksan Okan-Vick stated that the team is going through an exhaustive review process related to possible breaches in the systems during Hurricane Harvey. A formal report with remediation and/or mitigation recommendations will be provided at a later date.

Ms. Ullrich then mentioned that each Board member had received a new Committee list with updated member assignments, as well as a revised meeting schedule through the end of the year.

Chairman Mincberg thanked the staff for the many long hours expended while dealing with the aftermath of Hurricane Harvey. He also advised the Board that new retreat dates would be scheduled in the near future.

The meeting adjourned at approximately 9:14 a.m.

<u>/s/</u>

Pamela Walko, Secretary