

HOUSTON FIRST CORPORATION
MINUTES OF BOARD OF DIRECTORS MEETING

September 16, 2013

The Board of Directors (the "Board") 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.TRANS.P.CODE ANN. §431.101 et seq. and TEX.LOC.GOV'T.CODE ANN §394.001 et seq., held a meeting in the 3rd Floor Executive Board Room, 1001 Avenida de las Americas, Houston, Harris County, Texas 77010, on Monday, September 16, 2013, commencing at 10:00 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 directors participated in the meeting: Ric Campo, David Arpin, Katy Caldwell, C.C. Conner, Irma Diaz-Gonzalez, Winslow Jeffries, Desrye Morgan, Hasu Patel, Dick Rabinow, David Solomon, and Deon Warner. Dawn Ullrich, CEO/President, Brenda Bazan, CFO/Treasurer, and Lisa Hargrove, General Counsel, were also in attendance.

Chairperson Campo called the open meeting to order at approximately 10:07 A.M. and a quorum was established. Mr. Campo advised that a few items were being taken out of order due to scheduling.

1. **Consideration of, and possible action on, approval of a convention services agreement for Hotel Alessandra.** Peter McStravick advised the Board that the Hotel Committee had met September 12th to review this matter. The proposal is to grant 50% of the HOT generated by the proposed Hotel Alessandra for 7 years. Mr. McStravick introduced Jamie Bryant and Jonathan Brinsden of Midway and Mr. Brinsden gave a brief overview of the project and stressed the importance of the hotel to the overall success of GreenStreet. After a motion duly seconded, the Board of Directors approved the convention services agreement for Hotel Alessandra.

2. **Public Comments.** Comments were received from the following persons.


James Charles-SEIU
Maria Garcia-SEIU
Reginald Davis-SEIU
Elsa Caballero-SEIU

3. **Review and approval of minutes from prior meeting.** After a motion duly seconded, the Minutes of the Meeting of the Board of Directors of May 23, 2013 were approved.

4. **Presentations – Status of Marriott Marquis Project.** Ira Mitzner gave a brief update on the Marriott Marquis Project noting that the project was moving in the right direction and that the term sheet with Marriott should be finalized in about two weeks. He also noted that financing was in place and that construction design documents would be complete in late January 2014 with an April 11, 2014 ground breaking and an opening in June 2016.
5. **Consideration of, and possible action on, a contract with WHR Architects, Inc. with regard to architectural services for a parking garage, the renovation or refurbishment of the George R. Brown Convention Center and improvements to Avenida de las Americas.** Ric Campo advised the Board that the Master Plan Selection Committee was involved in the process of selecting the architectural firm based on information obtained from the development firm of Griffin Partners. He introduced Edward Griffin, President and Terry Early, Managing Director. Mr. Early presented an overview from the initial RFQ thru the recommendation period for the solicitation, noting that twelve firms responded, which were shortlisted to seven firms, interviews of the seven firms lasted two days at which time the process narrowed to three firms and WHR was ranked the top firm. After a motion duly seconded, the Board of Directors agreed that Houston First Corporation enter into an architectural services agreement with WHR Architects, Inc.
6. **Consideration of, and possible action on, approval of a new contract with Elevator Repair Service, Inc. for elevator /escalator maintenance.** Lisa Hargrove explained that the current maintenance contract for elevator/escalator maintenance was expiring; therefore an ITB was initiated on April 26, 2013 with bids due on May 31, 2013. Three bids were received. The selection committee interviewed all three firms and recommended selection of ERS (Elevator Repair Service, Inc.). After a motion duly seconded, the Board of Directors approved a contract with ERS for elevator/escalator maintenance for the leased assets.
7. **Consideration of, and possible action on, approval of a sponsorship agreement between the Greater Houston Convention & Visitors Bureau, Houston First Corporation and the Houston Super Bowl Bidding Committee, Inc. to fund various services related to the event.** Ric Campo explained to the Board that with Houston being selected as the site of the 2017 Super Bowl hosting the Event will involve collaboration between the GHCVB, HFC and the Host Committee. The Parties desire to enter into an agreement to fund services related to the Event, and both the GHCVB and HFC are agreeing to contribute both cash and in-kind services which the Host Committee will treat as sponsorships. This will entitle each organization to benefits accorded other sponsors at similar levels. After a motion duly seconded, the Board approved a sponsorship agreement between the Greater Houston Convention & Visitors Bureau, Houston First Corporation and the Houston Super Bowl Bidding Committee, Inc.

8. **Diversity Participation.** Ruben Brown, the Corporation's Diversity Consultant gave an update on the current participation results. He reminded all that in May, 2013 the Corporation's results were at 22% and have increased to 36% as of the end of July, 2013. He commended management and staff on their support.
9. **Quarterly Stress Test.** Brenda Bazan advised the Board that after reviewing projected cash flows, she felt that HFC will not encounter a material change from last year. She introduced representatives from Regions Bank that will replace the current credit provider on the City of Houston's commercial paper program utilized by Houston First.
10. **Budget Process.** A 2014 Budget Schedule was provided by Ms. Bazan, which started with the HOT Stakeholders meeting on September 25th, noting that this was not a meeting that they as Board members were required to attend.
11. **CEO Report.** Dawn Ullrich explained that with Harris County placing the item concerning the Astrodome on the November ballot and since we provide some of the same services the new facility would provide, she felt that possibly members of the Board should be ready for questions that may arise. She provided all with talking points for the future Astrodome. Ms. Ullrich thanked Hasu Patel for bring the AAHOA to our facilities.

After a motion duly seconded, the meeting was adjourned at approximately 11:41 A.M.



Dolores Kerr, Secretary