

HOUSTON FIRST CORPORATION

MINUTES OF HOUSTON FIRST CORPORATION BOARD OF DIRECTORS

April 10, 2015

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 in the George R. Brown Convention Center, 3rd Floor Executive Board Room, 1001 Avenida de las Americas, Houston, Harris County, Texas 77010, on Friday, April 10, 2015, 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. The following members participated in the meeting: Ric Campo, Phyllis Bailey, Alex Brennan Martin, Katy Caldwell, Cecil C. Conner, Jr., Fernando Cuellar, Irma Diaz-Gonzalez, Winslow Jeffries, Desrye Morgan, David Solomon, Council Member Robinson, and Gerald Womack. Harry Greenblatt was absent and Council Member Martin arrived at 2:13 P.M. Council Member Gallegos, Council Member Gonzalez, Melissa Arrendondo from Council Member Costello's office and ex-Council Member Sue Lovell were in attendance.

Ric Campo called the meeting to order at approximately 2:06 P.M. and a quorum was established.

1. Public Comments. Comments regarding the Theater District Master Plan were received from the following persons:
 - June Christensen – Society for the Performing Arts
 - Perryn Leech – Houston Grand Opera
 - Dean Gladden – Alley Theatre
2. Approval of Minutes. After a motion duly seconded, the minutes of the February 5, 2015 meeting were approved. Due to his absence at the February 5th meeting, C.C. Conner abstained. Council Member Martin was not in attendance for the vote.
3. Presentations.
 - a. Rudy Oeftering, of the Texas Competes Advisory Board, provided an overview of Texas Competes, a partnership of business leaders committed to fairness and opportunity in Texas for all people.
4. Consideration and possible approval of a pledge of support to Texas Competes. This item was taken out of order following the presentation by Mr. Oeftering. Following a motion made and duly seconded, a pledge of support to Texas Competes was approved.
5. Presentations (continued).
 - a. Gene Locke, with Andrews Kurth, provided the Committee with background and the legal reasons for the City's race-based program versus the race-neutral program of Houston First Corporation. Mr. Locke made the following recommendations to be implemented :
 - i. Quarterly reporting to the Board by all major contractors;

- ii. Focus on local presence and participation;
- iii. Monitor minority participation to the extent that we can; and,
- iv. Involve the Board in the annual review of the diversity program.

In addition, it was suggested that Houston First document and monitor the costs of its outreach efforts. Following discussion on this item, Chairperson Caldwell recommended that the Board should adopt Mr. Locke's recommendations. Further, the Board would like Reuben Brown to provide an update at a future HFC Board meeting.

6. Presentations (continued). Steve Done of ARUP, presented the Theater District Master Plan and briefed the Board on the process used to develop a theme for the district.
7. Consideration and adoption of the Theater District Master Plan. This item~~X~~ was taken out of order following Steve Done's presentation on the Theater District Master Plan. As chair of the Theater and Convention District Operations Committee, Desrye Morgan led the discussion on this item. Following discussion on this item, a motion was made and duly seconded to approve the Theater District Master Plan.
8. Presentations (continued). Jorge Franz gave a presentation on the findings of the Tourism Master Plan study. The five-year goal of this Plan is to increase the number of visitors to Houston from 14 million in 2014 to 20 million by 2018, which is anticipated to make a significant economic impact and elevate civic pride and Houston's image.
9. Consideration and approval of the use of the construction manager at-risk procurement method for the renovation of the City Hall Visitors Center and authorizing a construction manager contract. As Chairperson of the Governance, Audit & Finance Committee, Katy Caldwell led the discussion on this item. The Committee voted to recommend the process for selecting a construction manager-at-risk to the Board; however, staff was requested to return to the Committee once a definitive budget and commitment has been determined. A motion was made and duly seconded to approve the selection of a construction manager-at-risk and return to the Board with a definitive budget.
10. Executive (closed) session pursuant to the Texas Local Government Code Section 551.072 for the purpose of deliberations regarding the purchase of real property. The Board went into Executive Session at 4:01 p.m. and returned to open session at 4:26 p.m.
11. Consideration and possible approval of the acquisition of land and improvements located in the Central Business District. Following discussion in Executive Session, a motion was made and duly seconded to approve the acquisition of land and improvements located in the Central Business District.
12. Updates.
 - i. Peter McStravick provided an update on the construction contract with Vaughn and the GRB outside art selection process and timeline.
 - ii. Brenda Bazan provided an update on the bonds and HOT receipts.

- iii. Dawn Ullrich announced that Mike Waterman was selected as the new President of the GHCVB and Executive Vice President of Houston First. Additionally, she provided an update on Tundra Garage, the new janitorial contract transition and announced that Houston First would be providing a hard hat tour of the construction in the convention district following the June 4 Board meeting.
- iv. David Solomon mentioned the awards won by Hilton Americas-Houston and Joe Palmieri.

The meeting adjourned at approximately 4:46 P.M.

Pamela Walko

Pamela Walko, Secretary