

HOUSTON FIRST CORPORATION

MINUTES OF THE BOARD OF DIRECTORS MEETING

September 22, 2014

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. TRANSP.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 22, 2014, commencing at 3:30 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 directors participated in the meeting:

Board Members present:

Ric Campo

Phyllis Bailey

Katy Caldwell

C.C. Conner, Jr.

Fernando Cuellar

Irma Diaz-Gonzalez

Harry Greenblatt

Winslow Jeffries

Desrye Morgan

David Solomon

Dawn Ullrich

Non-voting members

Council Member Martin

Council Member Robinson

Chairperson Campo called the open meeting to order at 3:32 p.m. and a quorum was established.

1. **Public Comments.** Chris Rockwell, Roland Gonzalez, and Steve Burton signed up to speak on behalf of Ace Parking. In addition, Sue Lovell, a consultant for Ace Parking, also shared her comments regarding the selection of Republic Parking for parking operations and management services.
2. **Review and approval of minutes from prior meeting.** After a motion duly seconded, the Minutes of the meeting of the Board of Directors on June 2, 2014 were approved.
3. **Presentations.** John Nau provided the Board with a detailed overview of the Nau Center for Cultural Heritage, which will showcase the story of Houston and surrounding 29 counties. Further, he indicated that the groundbreaking has been scheduled for November 12, 2014 with an opening slated for the fall of 2016.
4. **Consideration of, and possible action on, the selection of Republic Parking System, Inc. for Parking Operations and Management Services.** Mario Ariza introduced Phil Schragel, Walker Parking Consultants, who provided an overview of the selection process and evaluation criteria

used by the evaluation committee to select a parking operator. Following a discussion on this item, a motion was made and duly seconded, to approve the selection of Republic Parking System, Inc. for parking operations and management services.

6. **Consideration of, and possible action on, the approval of a contract between Houston First Corporation and T2 Systems, Inc. for a parking access and revenue control system.** Mario Ariza introduced Dan Kupferman of Walker Parking Consultants, who presented Walker's recommendations based upon the age of the current system and complexity of the parking garages. One recommendation was to replace the existing Parking Access & Revenue Control System (PARCS). Mr. Kupferman provided the process used to award T2 Systems, Inc. the contract. Following discussion of this item, a motion was made and duly seconded, to approve the selection of T2 Systems, Inc. for a parking access and revenue control system.
7. **Consideration of, and possible action on, the approval of a contract with Greens Road B, LLC d/b/a Convergentz for a new building automation system at Wortham Theater Center.** Desrye Morgan, Chair of the Theater Committee, provided a brief summary of the need for a new building automation system (BAS) at Wortham Theater. Mario Ariza provided additional details on the selection process of Greens Road B, LLC d/b/a Convergentz to perform this service at Wortham Theater Center. Following discussion of this item, a motion was made and duly seconded, to approve a contract with Greens Road B, LLC d/b/a Convergentz for a new building automation system at Wortham Theater Center.
8. **Consideration of, and possible action on, the approval of a Management Agreement with Hilton Management LLC.** David Solomon, chair of the Hotel Committee, thanked all involved for their work on this item. He provided the details of the agreement and mentioned that the Hotel Committee approved recommending this item to the Board in July. Following a brief discussion, and a motion duly seconded, the Board of Directors voted to approve a Management Agreement with Hilton Management LLC.
9. **Consideration of, and possible action on, the Houston First Corporation 2013 Annual Audit.** Katy Caldwell, chair of the Audit & Finance Committee, provided a summary of review of the 2013 audited financial statements and indicated that Deloitte and Touche plan to issue an unqualified, or clean, opinion. A motion was made and duly seconded to accept the HFC 2013 Annual Audit.
9. **Consideration of, and possible action on, the approval of an amendment to Houston First Corporation Bylaws.** Lisa Hargrove explained that this item was a housekeeping matter to conform to recent changes in the Corporation's Certificate of Formation. A motion was made and duly seconded, to approve the amendment to Houston First Corporation Bylaws.
10. **Executive Session.** Ric Campo announced that the Houston First Corporation Board meeting would go into Executive Session and requested that the room be cleared.

Chairperson Campo requested that the audio recording start at approximately 4:58 p.m. He recited that the open meeting would be closed pursuant to Texas Local Government Code Section 551.02 for the

purpose of deliberations regarding the lease of office space in 4 Houston Center and the purchase of the Tundra Garage.

Chairperson Campo requested that the audio recording stop at approximately 5:12 p.m. and resumed the open meeting. No action was taken during the executive session.

11. Consideration of, and possible recommendation on, the leasing of office space at 4 Houston Center with Crescent 4HC Investors, LLC in conjunction with the Houston Super Bowl Bidding Committee, Inc. As the details related to this item were discussed in executive session, a motion was made and duly seconded to approve the terms related to the leasing of office space at 4 Houston Center with Crescent 4HC Investors, LLC.

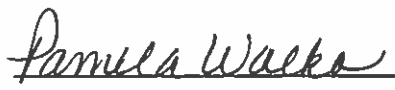
12. Consideration of, and possible recommendation on, the approval of a Purchase Agreement with the Harris County-Houston Sports Authority for the Tundra Garage. As the details related to this item were discussed in executive session, a motion was made and duly seconded to approve the Purchase Agreement with the Harris County-Houston Sports Authority for the Tundra Garage.

13. Updates.

- Dawn Ullrich provided updates to the Board related to the Theater District Master Plans, the progress of the GHCVB/HFC alignment, and the selection of a consultant to fill the position vacated by Greg Ortale.
- Brenda Bazan provided an update of the budget calendar and advised the Board of a budget workshop planned for November 2014.
- Peter McStravick briefed the Board on the progress of construction on and around Avenida de las Americas; public art for the George R. Brown Convention Center; the garage hotel Request for Proposals; and, details surrounding development around Annunciation Catholic Church/Incarnate Word Academy.

14. Next Meeting. October 20, 2014, 11:00 a.m.

After a motion duly seconded, the meeting was adjourned at approximately 5:27 p.m.


Pamela Walko, Secretary