

**HARRIS COUNTY – HOUSTON SPORTS AUTHORITY  
MINUTES OF THE BOARD OF DIRECTORS MEETING**

**Thursday, February 4, 2016**

**STATE OF TEXAS                    }**  
**HARRIS COUNTY – HOUSTON }  
SPORTS AUTHORITY                }**

A meeting of the Board of Directors (the “Board”) of the Harris County – Houston Sports Authority (the “Authority”), a sports and community venue district, was held in the O’Connell Board Room of the offices of the Greater Houston Convention and Visitors Bureau, 1331 Lamar Street, Suite 700, Houston, Texas, on Thursday, February 4, 2016, commencing at 10:00 a.m. Written notices of the meeting, including the date, hour, place and agenda for the meeting, were posted in Harris, Fort Bend and Montgomery Counties in accordance with the Texas Open Meetings Act. The following Directors participated in the meeting: Chairman J. Kent Friedman, Directors Philamena Baird, Joseph Callier, Larry Catuzzi, Pam Gardner, Manson Johnson, Laura Murillo, Chau Nguyen, Bruce Oakley, Matt Rogers, Tom Sprague and Robert Woods. Ms. Janis Schmees Burke, Chief Executive Officer for the Authority; Mr. Tom Waggoner, Controller for the Authority; Mr. Mark Arnold, Andrews Kurth LLP, Counsel for the Authority; and Mr. Trey Cash, First Southwest Division of Hilltop Securities Inc., Financial Advisors for the Authority; were also present. Guests in attendance were: Reverend Elmo Johnson, Rose of Sharon Baptist Church, Houston; Mr. Stephen Fraga and Mr. Gregory Compean, outgoing members of the Board of Directors of the Authority; Mrs. Michelle Fraga; Ms. Joanye Henderson, Harris County Commissioner R. Jack Cagle’s office; Mr. Marcel Braithwaite, Senior Vice President of Business Operations, Houston Astros; and Mr. Doug Hall, 2016 NCAA Men’s Final Four.

1.     **Call to Order.** Recognizing that a quorum was present, Chairman Friedman called the meeting to order at approximately 10:00 a.m. He asked that a moment of silence be observed in memory of the recent death of Harris County Commissioner El Franco Lee. Chairman Friedman then introduced Reverend Elmo Johnson, Rose of Sharon Baptist Church, Houston, Texas, who offered the invocation.

2. **Action on resolution recognizing the reappointment to the Board of Directors of the Harris County – Houston Sports Authority of Matthew D. Rogers, Jr., City Position 4; and the appointments to the Board of Dr. Laura Murillo, City Position 5; and Robert Woods, City Position 11; and swearing-in ceremony relating to same.** Chairman Friedman then administered the Oath of Office to Directors Rogers, Murillo and Woods.

3. **Action on resolution recognizing and commending the efforts of outgoing members of the Board of Directors of the Harris County – Houston Sports Authority of Gregory D. Compean, City Position 5; and Stephen D. Fraga, City Position 11.** Chairman Friedman thanked Directors Compean and Fraga for their years of dedicated service to the Board, and called for a motion on the resolution recognizing that service. Motion was made by Director Callier, seconded by Director Catuzzi, and passed unanimously. Chairman Friedman then presented an engraved crystal keepsake, along with a framed, commemorative version of the resolution, to Directors Compean and Fraga, in grateful appreciation from the Authority's Board of Directors and staff.

4. **Public Comments.** None.

5. **Presentation and approval of the minutes from the Board Meeting held on December 2, 2015.** Chairman Friedman presented the draft minutes for the Board meeting held on December 2, 2015, which had been previously circulated for the Board's review. Director Sprague moved that the minutes be approved, and Director Baird seconded the motion. The motion passed unanimously.

6. **Chairman's Report.**

a. **Ad hoc committee update relating to the general upkeep of the professional sports stadiums, and other matters related thereto.** Chairman Friedman reported that the ad hoc committee, which was formed relating to the upkeep of the stadiums, continues to move forward with the process. He said that the committee members are Directors Gardner and Sprague. Chairman Friedman then asked Mr. Doug Hall for an update of the progress made to date.

Mr. Hall reported that he had been working with the committee members, and that Director Gardner had reached out to the management of Minute Maid Park, Toyota Center and BBVA Compass Stadium in phone conversations, followed by letters to each one. He said that each was asked to provide a high-level update on previous capital improvement projects that were approved by the Authority's Board, current operating and maintenance plans, and any future capital improvement projects planned, in order to obtain the teams' overall view of how they would want money spent going forward. Mr. Hall noted that the process also includes bringing an outside consultant in to give

the ad hoc committee an independent assessment of the state of the stadiums. He said that one potential vendor has been interviewed, and proposals would be sought from others as the process moves forward. Mr. Hall noted that working in collaboration with the teams to maintain the stadiums in a state-of-the-art condition is the goal.

**b. Update relating to the Authority's administrative office relocation due to the current sublease with the Greater Houston Convention & Visitors Bureau becoming obsolete with their realignment with Houston First Corporation, and other matters related thereto.**

Chairman Friedman asked Ms. Burke to provide an update to the Board on this matter. Ms. Burke said that Houston First and the GHCVB have plans to move to the newly constructed building on July 1, but the Authority will not be able to move during July and August, because it will be working on the AAU Junior Olympics and USOC Team Processing events during that time. She said that September 1 was going to be a more realistic move date for the Authority. Ms. Burke noted that as soon as the Lease Agreement was finalized, office layout and space planning would begin with the architect.

**c. Reminder that Personal Financial Reports are due to the State's Ethics Commission by April 30, 2016; a 60-day extension to June 30 may be granted if extension request is filed by April 30, 2016.**

Chairman Friedman reported that a new law was passed in the last legislative session which made it mandatory that the filing of the Personal Financial Statements be made electronically. He noted that the State will no longer accept paper filings. Mr. Arnold commented that if anyone had any questions about this to contact him. Ms. Burke reminded everyone that by law, the Authority is required to maintain those Personal Financial Statements, and she asked the Directors to please provide a copy of their filing to the Authority's office.

Director Sprague asked about Bill 1295 and its effect on the Authority's Directors. Mr. Arnold stated that this Bill does affect the Board members, but it is not related to the Ethics Commission filing. He stated that this is a very controversial bill that would have far-reaching effects, particularly on bond transactions. Mr. Arnold noted that from a contracting standpoint, the idea behind Bill 1295 is that every vendor doing business with a government agency has to disclose a central filing location where that information is kept. Director Sprague noted that the gift value limit to the Directors went from \$250 to \$100 for disclosure purposes. Chairman Friedman recommended that the Directors who received such gifts should consider giving them to the Authority, and not keep them for personal benefit, thereby avoiding the perception of doing business because of the gift.

d. **2016 Board Committees discussion.** Chairman Friedman stated that the Board Committees are Finance, Building and Marketing. He encouraged the Directors to review the lists of current Committee appointments as shown on the hand-out, and to let him know what Committee might be of interest, or if a move to another Committee was requested. Chairman Friedman also noted that Directors were often given the opportunity to serve on Local Organizing Committees for the various events, noting that Directors Johnson and Rogers served on the SWAC LOC; and Directors Fields, Sprague and Nguyen participated on the Rotary Lombardi Awards Executive Committee. He said that he will announce new Board Committees at the April Board meeting.

e. **Update on status of plans for Board Retreat.** Chairman Friedman reported that plans continue on the scheduling of a Board retreat, the purpose of which would be to provide an opportunity to discuss intermediate and long-term strategic plans for the future of the Authority. Ms. Burke noted that date options were being explored, along with proposals for a facilitator.

Chairman Friedman asked Ms. Burke to provide the Chief Executive Officer's Report.

7. **Chief Executive Officer's Report.** Ms. Burke's report included highlights of the following events that have taken place since the December 2 Board of Directors meeting:

- SWAC Football Championship
- 46<sup>th</sup> Annual Rotary Lombardi Award
- AdvoCare 100 Texas Bowl
- Chevron Houston Marathon
- USATF Men's & Women's Half Marathon

Future booked events include:

- USA Rugby v. Argentina – February
- 2016 NIRSA Regional Basketball Tournament - March
- 2016 SWAC Basketball Championship - March
- 2016 NCAA Final Four Championship - April
- 2016 NCAA DIII Women's Golf Championship - May
- 2016 Copa America Centenario - June (3 dates)
- 2016 AAU Junior Olympics 50<sup>th</sup> Anniversary Games - July/August
- 2016 USOC Team Processing Center - Olympic and Paralympic - July/August/September
- 2016 AdvoCare 100 Texas Bowl Kick-off Game - September

- 2016 SWAC Football Championship - December
- 2016 NCAA DI Men's Soccer College Cup - December
- 2016 AdvoCare 100 Texas Bowl - December
- 2017 Chevron Houston Marathon - January
- 2017 Super Bowl - February
- 2017 Grand Prix – working with IndyCar to bring back to Houston
- 2017 NIRSA Regional Basketball Tournament - March
- 2017 SWAC Basketball Championship - March
- 2017 Bassmaster Classic - March
- 2017 NCAA DIII Women's Golf Championship - May
- 2017 World Corporate Games - November
- 2017 SWAC Football Championship - December
- 2017 AdvoCare 100 Texas Bowl - December

Bids in preparation include:

- 2018 Southern Bowling Congress Annual Handicap Tournament
- 2019-2020 NCAA Men's Regionals
- 2020 World Transplant Games
- 2020 USA Volleyball Boys Jr. National Championships

Ms. Burke noted that because of Houston's success with the World Weightlifting Championships, and great exposure around the world, the Authority has been contacted by several international federations, asking Houston to host their world championships. She reported that a third-party independent media report indicated that the value to the City was \$52.5 million in sponsorship value. Ms. Burke said that a total economic impact value study is being prepared and will be distributed to the Directors.

Ms. Burke asked Mr. Hall for a report on the Final Four. Mr. Hall thanked the Directors, Ms. Burke and the staff for the Authority's support role. He then gave a very concise and informative presentation of the ancillary events surrounding the Final Four, leading up to the Championship game on Monday, April 4, 2016. Mr. Hall noted that the Directors would receive detailed information on all of the activities, as well as ticket purchase information. All information can be found on the website, [ncaa.com/final-four](http://ncaa.com/final-four), as well.

Ms. Burke reported that the Authority's insurance agent, W. M. Jones & Company, has issued its annual confirmation to the Board that all coverages for Directors, Officers, and Investment Advisory Board, are current, and that the stadiums' coverages are current and in compliance with the lease agreements.

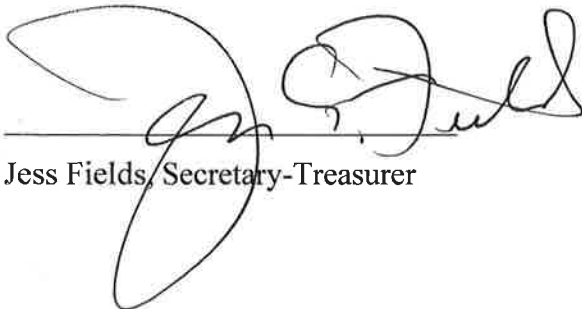
**8. Chairman Friedman announced that, pursuant to provisions of Chapter 551, Texas Government Code, the Board shall deliberate in Executive Session on the following: Consultation with attorneys on legal matters; deliberation on real estate matters; and deliberation on personnel matters.**

At approximately 11:20 a.m., the Board of Directors recessed into a closed meeting to deliberate on the agenda items. Following Executive Session, the Board reconvened in open session at approximately 12:10 p.m.

**9. Comments by Directors.** At the suggestion of Director Sprague, Chairman Friedman agreed to send a letter of appreciation to Gene Locke on behalf of the Board of Directors of the Authority and all of the staff, extending sincerest congratulations on being appointed to complete the term of Commissioner El Franco Lee, as Commissioner, Harris County Precinct One, and to express its gratitude for his many years of exemplary service to the Authority as its legal counsel.

**10. Adjournment.** There being no further business to come before the Board, and after motion made by Director Catuzzi and seconded by Director Gardner, the meeting was adjourned at approximately 12:20 p.m.

Adopted and approved this 14th day of April, 2016.



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Jess Fields, Secretary-Treasurer



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J. Kent Friedman, Chairman of the Board