

Hemisfair Park Area Redevelopment Corporation
Board of Directors Monthly Meeting
Executive Assembly Conference Center
San Antonio, TX 78205
September 13, 2013
8:30 a.m. – 10 a.m.

Board Attendance: Madison Smith, Bill Shown, Sue Ann Pemberton, Rod Radle, Dirk Elmendorf, Paul Foster, Dan Lopez

HPARC Staff/Volunteer Attendance: Andres Andujar, Omar Gonzalez, Debbie Serot, Rachel Holland, Roger Tavares, Ron Schappaugh, Steve Golden (Golden Steves), Linda Deatrick

Additional Attendance: Lance Aaron (U.S.-Mexico Interests), Ginger Purdy and Joyce Coleman (Women's Pavilion), Jed Maebius (Mayor's Office), Mike Sawaya (Convention and Sports Facilities), Aaron Parks (Institute of Texan Cultures), Theresa Britts (Britts CPA Firm), Debbie Hutcheson (SARA), Homer Garcia (Parks and Recreation Department)

A. Call to Order

Madison Smith, HPARC Chair, officially called the meeting to order at 8:35AM.

B. Approval of the August 9, 2013 Meeting Minutes

No changes were offered to the August 9, 2013 Meeting Minutes. HPARC Board member Bill Shown motioned to approve the notes as written and HPARC Board member Sue Ann Pemberton seconded the motion. The motion passed unanimously.

C. Citizens to be Heard

Aaron Parks of the Institute of Texan Cultures (ITC) expressed support for Hemisfair redevelopment and requested that ex-Director of the Parks Foundation Howard Peak be considered for an HPARC Board seat. Parks stated that UTSA and the ITC endorse his candidacy. HPARC Board members are appointed by City Council and the Mayor.

D. Chief Executive Officer Report

HPARC CEO Andres Andujar reported on the following:

- On September 12, 2013, City Council approved Hemisfair's FY2014 annual operations budget at
- Additionally, Council approved a funding agreement to allow for reimbursement of staff expenses related to 2012 Bond projects at Hemisfair. This agreement defines Hemisfair's and CIMS roles and responsibilities
- HPARC continues to work closely with the Convention Center expansion team. Current projects include defining property lines and the west shore building
- Market Street will close September 13th due to rerouting for the Convention Center expansion
- The technical advisors to VIA have selected a streetcar route beneficial to both Hemisfair and the surrounding neighborhoods. The selected Chavez alignment has been supported by the Conservation Society and Lavaca Neighborhood Association, amongst other organizations
- Coordination with Council members and City staff, Downtown Operations, Centro, and other stakeholders has continued, as well as a visit with Congressman Doggett, Judge Wolff, and Commissioner Adkisson
- HPARC will begin looking to hire a Director of Funds Development in upcoming weeks
- HPARC staff hosted two CEO Forum breakfasts in August with developers, architects, engineers, and contractors to engage local interest in upcoming Hemisfair projects

- Andujar spoke at the Magik Theatre 20th Anniversary Press Conference in support of their institution and their future plans at Hemisfair
- Andujar has been selected to speak at the October 12, 2013 TEDx San Antonio conference
- HPARC will select a Parking Consultant to develop a master parking strategy for the Hemisfair site

E. Briefing and Possible Adoption of Fiscal Year 2014 Budget

Omar Gonzalez, Director of Planning, Operations, and Development walked the Board through the FY2014 Operational Budget that was approved by City Council. He explained that the budget increase from FY2013 is due to an increment from the Tower of the Americas lease. HPARC plans to capture current and future lease revenues, as well as philanthropic grants to cover operational costs. Most of the expenses are fixed, with the exception of variable expenses due to staff increases. The next staff member to be hired will be a Director of Funds Development, followed by three other positions in 2014. Finance Committee Chair Dan Lopez reiterated the monumental success of the budget being passed so that HPARC has the resources to create an exceptional urban park for all San Antonians.

Board Member Rod Radle verified if all staff compensations were reviewed by the Executive Committee. Lopez confirmed that the Executive Committee had reviewed all compensations and recommended to increase the budget to attract more qualified staff. The City has seen HPARC's projections for the next 5 years and understands that HPARC will be self-sustaining financially by the year 2020. Hemisfair must be a stable operation in order to compel philanthropic giving.

Board Member Bill Shown motioned to adopt the budget. Board Member Dan Lopez seconded the motion, and the motion passed unanimously.

F. Briefing and Possible Action on Fiscal Year 2013 Auditor Selection

HPARC Director of Planning, Operations, and Development Omar Gonzalez reported that HPARC will perform a FY13 external audit in compliance with the City of San Antonio. Because of the dollar amount of the contract, HPARC completed an informal selection process. Recommendations for auditors were received from City staff and finance consultants, and in-person interviews were conducted with finalists. Staff recommended the selection of the firm Britts & Associates for the external audit. This firm has been in the business for 35 years, works with the City of San Antonio regularly and is certified SMWBE. The selection was competitively priced. The audit firm will report its findings by December 31, 2013.

Finance Committee Chair Dan Lopez motioned to approve the auditor selection, Board Member Sue Ann Pemberton seconded, and all were in favor. The motion passed.

G. Possible Action on P3 Guidelines and Process

HPARC Director of Planning, Operations, and Development Omar Gonzalez explained that there had been a complete legal review of the Public-Private-Partnership (P3) Guidelines and Process showed last Board Meeting. The document has been fully reviewed and coordinated with the City and with HPARC attorneys. The Guidelines clarify and simplify the selection process of qualified development firms for projects within Hemisfair. They also describe the desired qualifications and relationship with partners, including philosophical alignment. A one-pager will be completed on the philosophy HPARC is looking for when selecting firms prior to issuing an RFQ.

HPARC would like to contract its first P3 by December 2013, pending the results of the site-wide parking study. The revenue generated from the P3's will sustain and activate the park.

Board Member Rod Radle inquired about conflict of interest legalities for Board members and ex-board members regarding bidding on P3 projects. HPARC attorney Steve Golden reported that there is no legal impediment for doing business with ex-board members; however, it needs to be fully disclosed and evaluated on a case by case basis to ensure integrity and transparency from the front-end throughout the selection process.

HPARC staff recommended the approval and adoption of the P3 Guidelines and Process. Board Member Bill Shown motioned to approve and adopt the P3 Guidelines and Process, Board Member Paul Foster seconded the motion, and all were in favor. The motion passed.

H. Committee Updates and Next Steps

- **Executive Committee**

Board Chair Madison Smith reported that the Executive Committee is studying how to adapt the organization for philanthropic efforts. This may require restructuring of the 501(c)3, but no determinations have been made. Hiring a full-time Director of Funds Development will be the first step of this process.

The Mayor's Office has received a list of recommended candidates to fill empty Board spots, and should be filling the positions shortly.

- **Communications Committee**

Since the Communications Chair retired from the Board last month, Andres Andujar reported that staff hopes to bring on a new Board member to lead the committee. Debbie Serot, HPARC consultant, reported on the great PR that HemisFair continues to receive in the media. Andujar spoke at the Magik Theatre 20th Anniversary, and has been selected to speak at the TEDx San Antonio Convention on why urban parks matter.

- **Art, Civic and Cultural Committee**

Art, Civic, and Cultural Committee Chair Rod Radle reported that the committee has been focused on how to manage existing leases within the SW Corner. Radle also explained that staff has shelved all in-house activations in the fall to focus funding and resources on redevelopment efforts that lead to construction in early 2014.

Andres Andujar has also been working on a MOU with a group called Tres Centurias who would like to raise funds to purchase and place sculpture at HemisFair. Andujar is very encouraged by the character of the discussions and will bring agreements forward to the Board on how to work together in upcoming months.

A collector, Mitch Myer, has also agreed to donate two gondolas from HemisFair 1968 to see if they can be incorporated into the design of the Play Escape.

- **Finance Committee**

Finance Committee Chair Dan Lopez reported that the committee is developing 2014 deliverables. Additionally, the team is evaluating the current non-profit structure and its relationship with future philanthropic efforts. In an effort to separate the redevelopment portion from the charitable portion of HemisFair redevelopment, a new arm or entity of HPARC may be created.

- **Historic Committee**

Historic Committee Chair Sue Ann Pemberton reported all the layers of historical and cultural resources continue to be reviewed. HPARC met with the new architectural leadership of the Texas Historic Commission recently to ensure that HemisFair goals are understood and aligned. Close coordination continues between HPARC, the Office of Historic Preservation, and CIMS. Six of ten historic homes in the SW Corner of HemisFair have been assessed, and draft reports have been delivered.

- **Planning and Development Committee**

Planning and Development Committee Chair Bill Shown reported that design of the Play Escape and projects

within this section of Hemisfair are the highest priority. Design of the Play Escape is underway. Draft designs are gathering strength and have been vetted by multiple focus groups including teenagers, neighborhood associations, civic agencies, and more.

Regarding the NW corner civic park, a draft programming document has been reviewed by the Planning and Development committee, and almost 1,000 people vetted the programming ideas by way of a public online survey. An RFP for design of the civic park will be released publicly in October.

HPARC Project Manager Roger Tavares reported on the status of interior street design, and that the historic home investigations within the southwest corner are nearly complete. Once we receive reports in November, HPARC will decide which homes to rehabilitate first. These ten homes are on the western edge of Hemisfair and are part of the first phase of development.

Other updates include: (1) Killis-Almond Architects are completing a draft of the historic conditions assessment of the Magik Theatre, and (2) HPARC staff will receive and review proposals from three parking strategy consultants in the next month.

Construction is expected to begin on the Play Escape in April 2014 and conclude in early 2015. The Convention Center will be deconstructed in 2016, immediately followed by the construction of the civic park. The civic park is due to be completed by the Tri-centennial celebration of San Antonio in 2018.

I. Board Member Comments

None.

J. Executive Session

HPARC may meet in executive session pursuant to Chapter 551 of the Texas Government Code to deliberate the purchase, exchange, lease, or value of certain real properties. No Executive Session was held.

K. Adjournment

HPARC Chair Madison Smith adjourned the meeting at approximately 10:00AM.