

**HemisFair Park Area Redevelopment Corporation
Board Of Directors Monthly Meeting
Henry B. Gonzalez Convention Center
Executive Assembly Conference Center
June 10, 2011
8 a.m. – 10 .am.**

Board Attendance: Gini Garcia, Xavier Gonzalez, Debra Guerrero, Art Hall, Daniel Lopez, Lisa Schmidt, Sue Ann Pemberton, Bill Shown, and Madison Smith.

COSA Attendance: Pat DiGiovanni, Lori Houston, Andi Rodriguez, and Jane Wilberding.

Additional Attendance: Mark Sullivan (Texpo 2020), Richard Rosen (Magik Theatre), Bob Wise, Aaron Parks (UTSA-ITC), Julius Gribou (UTSA), Leo Munoz (Padgett Stratemann), Marisa Ahuja (Inst. Cult. Mexico), Hugh Farr (Cystic Fibrosis Foundation), Steven Golden (Drenner & Golden), Jeff Fetzter (Ford Powell & Carson), Kristine Spirt (Cystic Fibrosis Foundation), Alan Thompson (Klotz Associates), Omar Gonzalez (HPARC Consultant) and Sonia Jimenez (Ximenes & Associates).

A. Call to Order

Madison Smith, HPARC President called the meeting to order at 8:14 a.m.

B. Approval of the May 13, 2011 Meeting Notes

Mr. Smith asked if there were any changes to the meeting notes. Xavier Gonzalez made a motion to approve them as written and Lisa Schmidt seconded the motion. The motion passed with all in favor and none opposed.

C. Chief Executive Officer Report

Andres Andujar, HPARC CEO, reported he continues to do Master Plan community presentations and is receiving very positive responses. Since City Council approved the framework last month, Mr. Andujar is exploring phasing options for potential development, the order of magnitude for varying alternatives, pro forma for the overall effort, refinement of the framework and the use of task forces for specific areas of specialization. He is also looking to form a committee to address the Master Plan Sustainability Section. Les Shephard, Ph. D, the Director of UTSA's Texas Sustainable Energy Research Institute has expressed interest in participating. Mr. Andujar would also like to bring in outside experts to assist with the financial plan as well as the cultural and civic plan. He is finalizing Phase 2 of the planning process and the delivery strategy. The Convention Center consultants, EEK and Populous, presented their findings based on the framework and were very positive. Mr. Andujar also had a positive meeting with VIA's consultant regarding transit oriented development at the Thompson Transit Center. The Master Plan chapters are being drafted now as well as the other deliverables and are on track for final approval sometime in September of this year.

Mr. Andujar then turned the meeting over to the Jeff Fetzter with Ford Powell and Carson to report on the progress at the Eager House. Mr. Fetzter turned in the preliminary analysis report on the structure and its dependency (men's room), the Herman Carriage House, and the women's

room facility. All of these structures are registered as Texas historic landmarks and improvements require approval from the Texas Historic Commission. The Carriage House has termite and water damage and the dependency has moisture issues that are depleting the limestone. Mr. Fetzer suggested removing the restroom from the dependency and restoring it to the original space. The Carriage House walls need to be reframed and the roof needs to be replaced (a similar style is recommended). With regard to the Eager house, the floor needs to be reinforced, the air conditioner replaced, the original windows should be made operable, and the porch needs some repairs. The handicap access to the Eager House is acceptable. Mr. Fetzer also suggested the buildings can act as a grouping to avoid having to put restrooms in every building. Generally, the structures are in good shape and the City Development Office, City Historic Preservation Office as well as the Texas Historic Commission will be asked for input.

The board asked several questions related to the rehabilitation and restoration effort. Mr. Fetzer is also recommending a topographical survey to determine the best way to get water away from the foundations. The board suggested getting Sue Ann Pemberton involved and exploring the possibility of receiving some type of grant assistance. The proposed work is expected to be within the overall preliminary budget. Ms. Schmidt suggested documenting the restoration effort with photographs to create an archive. Mr. Smith thanked Mr. Fetzer and reiterated the board's commitment to protect and restore these historic structures.

Mr. Andujar then gave the board an update on the 2007 bond. The City has dedicated \$17.6 million for streets and drainage around the park. Mr. Andujar met with CIMS and contributed to the development of the Alamo Street/Durango Boulevard Complete Streets RFQ. HPARC will not be managing any of the CIMS work but will contribute value added activities and best practices as well as have a seat on the RFQ review committee. The RFQ calls for the full design of Alamo and Durango Streets and if the budget allows, on part of Goliad and Water Streets. The selected consultant will also develop concepts for the realignment of Market Street and Tower of the Americas Way, and pre-schematic design to the HemisFair street network.

With regard to the 2012 Bond preparation, the election will be held in May 2012. HemisFair Park has a placeholder on the list of projects to be considered by Council. Mr. Andujar will continue to work with City leadership to stress the importance of downtown investment, and specifically the value of the Park to our community. The order of magnitude of potential investment at HemisFair will be issued to CIMS on July 18, 2011, as developed in the financial master plan. City staff will bring their recommendations to City Council in August 2011.

In terms of the creation of the 501(c) 3 non-profit, an informal procurement effort (under \$50,000) will begin within the next few weeks.

Organizationally, Mr. Andujar stated for future board meetings, the goal is to have the board packets out a week before the meeting to allow for ample time for review. Additionally, board members will be receiving email invites for recurring committee meetings. He also introduced two interns, Jane Wilberding from Trinity University and Andi Rodriguez from UTSA.

D. Committee Updates and Next Steps

1. Executive Committee

Mr. Smith reported his committee is working with Mr. Andujar to prioritize next steps and preparing for the physical redevelopment. Over the next few weeks, they will be working on the procedure for advising the Mayor on strategic selection of new board members. Mr. Smith announced that Lisa Schmidt would no longer be serving on the Board after this meeting. He thanked her for her time and commitment and wished her luck on her civil service promotion.

2. Communications Committee

Debra Guerrero reported that her committee has not met. She will be meeting with Andi Rodriguez as a source for social media, the branding RFP, and exploring the use of UR codes in the park.

3. Cultural and Civic Committee

Xavier Gonzalez reported his committee met but he was unable to attend. He has been working on taking HPARC's Guiding Principles to begin development of a Cultural and Civic Master Plan. Mr. Andujar stated he received an unsolicited proposal for a piece of art to be installed in the park and having a policy in place would assist with responding to these types of requests. Further, the bond budget includes a 1% funding component for art.

4. Finance Committee

Dan Lopez reported his committee has developed an overall task list and prioritizing these tasks will be key. They are developing a process for planning to allow management of an 18-month work plan. Within the next two months, an operating budget will be presented for board approval for the fiscal year (October 1, 2011 to September 30, 2012).

5. Historic Committee

Sue Ann Pemberton reported she has met with Bill DuPont from the Johnson Fain team. She provided him with the inventory and assessment report she completed earlier this year. Professor DuPont will be providing comments on the report. Mrs. Pemberton will be providing Mr. Fetzer with the Eager House assessment and getting more involved with that effort as well as working with the Planning and Development Committee moving forward.

6. Planning and Development Committee

Bill Shown reported his committee is focused on strategic planning and prioritization for the master plan and the potential of getting \$50M from the bond election.

E. Briefing and possible action on the Treasury Policy

Mr. Andujar explained the process for the development of the Treasury Policy. He worked with Leo Munoz with Padgett CPAs to develop the draft policy and legal counsel as well as the HPARC Treasurer, Dan Lopez. Mr. Munoz spoke briefly about the roles and responsibilities outlined in the policy, created to safeguard the corporate assets and to be consistent with the Articles of Incorporation and the By-Laws. Debra Guerrero made a motion to approve the Treasury Policy as drafted and Gini Garcia seconded it. There was brief discussion by the board before the motion passed unopposed.

F. Briefing and possible action on Employee Expense Reimbursement Policy

Mr. Andujar explained that the process for developing this policy was similar to the Treasury Policy. The Articles of Incorporation and the Bylaws address reimbursement for board members

and this policy was created for employee-incurred expenses. Debra Guerrero made a motion to approve the policy as drafted and Sue Ann Pemberton seconded it. Ms. Guerrero suggested that if board members have expenses and they are not charged back to HPARC, they might be considered a tax-deductible expense under a 501(c) 3 arrangement. Mr. Smith asked Mr. Andujar to get some clarity on board reimbursements and bring it back to the board. Mr. Andujar continued by stating he will open an operating account at Frost Bank and invoice the City to request the transfer of funds. He will also develop an informal process (\$50,000 or less) to secure bookkeeping services. The motion passed unopposed.

G. Citizens to be Heard

Mark Sullivan, 1113 Houston Street, with Texposition 2020 requested a letter of support for his initiative to the International Bureau of Exhibitions (French entity that determines Worlds Fair location) as well as office space at HemisFair. He stated he has met with Xavier Gonzalez and Mr. Gonzalez requested Mr. Sullivan complete the requested form to gain additional understanding of the concept. Mr. Sullivan explained further that this concept could begin as annual county fair that leads up to a world's fair to present technological advances. Mr. Smith suggested completing the form in a manner that demonstrates how this plan fits into the existing master plan framework.

Hugh Farr with the Cystic Fibrosis Foundation expressed his desire to partner with HPARC to ensure the Annual Tower Climb fundraiser can continue and grow as the park is redeveloped. The 2012 event is scheduled for February 25th. It is an international destination event and in its 27th year. The other event the foundation does in the park is the Annual Great Strides 5K Walk that draws over 500 participants.

Two other citizens signed up and deferred to be heard until a future board meeting.

H. Board Member Comments

None.

I. Executive Session

Executive Session was held from 9:51 a.m. until 10:26 a.m. Please see the attached certified agenda.

J. Adjournment

Mr. Smith formally adjourned the meeting immediately after Executive Session concluded.