

AGENDA

HOUSTON FIRST CORPORATION

OPERATIONS COMMITTEE MEETING

September 13, 2023 – 11:00 A.M.

**George R. Brown Convention Center, 3rd Floor Executive Board Room
1001 Avenida de las Americas
Houston, Texas 77010**

COMMITTEE MEMBERS:

Desrye Morgan (Chair), Reginald Martin (Vice-Chair), Alex Brennan-Martin, Elizabeth Brock, Steven Mitzner, Tom Segesta, Bobby Singh, Council Member Robert Gallegos

In accordance with the Texas Open Meetings Act, this Agenda is posted for public information, at all times, for at least 72 hours preceding the scheduled time of the meeting on the bulletin board located on the exterior wall of the Houston City Hall building, located at 901 Bagby. The Agenda is also available online at <https://www.houstonfirst.com>.

To reserve time to appear, come to the meeting at least ten minutes prior to the scheduled public session shown on the Agenda.

Any questions regarding the Agenda, should be directed to Lisa K. Hargrove, General Counsel at either 713-853-8965 or Lisa.Hargrove@houstonfirst.com

- I. Call to Order**
- II. Public Comments**
- III. Minutes – June 13, 2023**
- IV. Presentations, Reports, and Updates**
 - A. Upcoming Programming and Event Updates
- V. Committee Business**
 - A. Consideration and possible approval of matters relating to Jones Hall for the Performing Arts: (i) pre-approval of certain 2024 capital projects as well as authorizing the expenditure of such funds and procurement of such projects and (ii) authorizing the issuance of task orders to Page Sutherland Page, Inc. for design services related to such projects.

B. Consideration and possible recommendation of an Amended Funding Agreement between Houston First Corporation and The Foundation of Jones Hall.

VI. Adjourn

III. Minutes – June 13, 2023

MINUTES

HOUSTON FIRST CORPORATION

OPERATIONS COMMITTEE MEETING

June 13, 2023 – 2:00 P.M.

Partnership Tower, 701 Avenida de las Americas, Suite 200

Houston, Texas 77010

HOUSTON FIRST BOARD ROOM

The Operations Committee (“Committee”) of Houston First Corporation (the “Corporation” or “HFC”), a Texas local 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 at Partnership Tower, 701 Avenida de las Americas, Suite 200, Houston, Harris County, Texas 77010 on Tuesday, June 13th, 2023, 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 Committee Members participated in the meeting: Desrye Morgan (Chair), Elizabeth Brock, and Alex Brennan-Martin.

- I. **Call to Order.** Desrye Morgan, Committee Chair, called the meeting to order at 2:07 p.m. and a quorum was established.
- II. **Public Comments.** None
- III. **Review and approval of minutes from prior meeting.** Following a duly seconded motion, the April 18th, 2023, minutes were approved as presented.
- IV. **Committee Business.**
 - A. **Consideration and possible recommendation of a Commercial Waste Removal and Recycling Services Agreement between Houston First Corporation and Republic Services of Houston.**

Frank Wilson, Chief Financial Officer, explained that HFC’s solicitation process began on April 7th, 2023, when it issued a Request for Proposals (“RFP”) and advertised the RFP from April 7th through April 11th in the Houston Business Journal, Houston Defender, Southern Chinese Daily News, and the State of Texas Website. He added that HFC held a pre-proposal meeting and site visits in early May 2023 and that the RFP submission deadline was May 23rd, 2023. Correspondingly, Mr. Wilson indicated HFC’s Selection Committee met on June 6th, 2023, to review and select a proposer.

Mr. Wilson reported that Republic Services of Houston ("Republic") was the RFP's top proposer with an annual fee of \$207,377.52. He explained HFC's management recommended Republic for its commercial waste removal and recycling services and that Republic was HFC's current commercial waste services provider. According to Mr. Wilson, Republic's other clients included Clutch City Sports/Toyota Center, Bayou Processing, Northshore ISD, and Klein ISD. Mr. Wilson noted Republic's diversity partner, XD Ventures, was a City of Houston Disadvantaged Business Enterprise certified company with a 10% diversity goal.

Following a duly seconded motion, a Commercial Waste Removal and Recycling Services Agreement between Houston First Corporation and Republic Services of Houston was approved.

V. **Adjourn.** The meeting adjourned at 2:17 p.m.

V. (A) Consideration and possible approval of matters relating to Jones Hall for the Performing Arts: (i) pre-approval of certain 2024 capital projects as well as authorizing the expenditure of such funds and procurement of such projects and (ii) authorizing the issuance of task orders to Page Sutherland Page, Inc. for design services related to such projects.

Consideration and possible approval of matters relating to Jones Hall for the Performing Arts: (i) pre-approval of certain 2024 capital projects as well as authorizing the expenditure of such funds and procurement of such projects and (ii) authorizing the issuance of task orders to Page Sutherland Page, Inc. for design services related to such projects.

BACKGROUND – PAGE SUTHERLAND ASSESSMENT:

Previously, Houston First Corporation (“Houston First”), under an existing Engineering Services Agreement, tasked Page Sutherland Page, Inc. (“Page”), an architecture and engineering firm, to conduct a Facility Condition Assessment of Jones Hall to determine capital and maintenance deficiencies. Page presented its capital, mechanical, electrical, and plumbing concerns in an Assessment Report as part of Houston First’s request.

NEW PROJECT – IMPROVEMENTS TO JONES HALL FOR THE PERFORMING ARTS:

The Board is asked to (i) pre-approve \$3,800,000 of certain 2024 capital projects, inclusive of design costs estimated to be \$400,000, as set forth in the attached Exhibit A as well as authorize the expenditure of such funds and procurement, with award, of such projects and (ii) authorize the issuance of task orders to Page for design services related to these projects. All procurements will be done in accordance with state law and using methods allowed under the Houston First Procurement Manual.

A Diversity Goal for procured vendors will be set for each procurement based upon an assessment of each project.

RESOLVED, that the Board of Directors of Houston First Corporation approves the following resolutions based upon the above parameters; and

RESOLVED, that the Board of Directors of Houston First Corporation hereby pre-approves \$3,800,000 of certain 2024 capital projects, inclusive of design costs estimated to be \$400,000, as set forth in the attached Exhibit A as well as authorizes the expenditure of such funds and procurement, with award, of such projects in accordance with state law and using methods allowed under the Houston First Procurement Manual and (ii) authorizes the issuance of task orders to Page Sutherland Page, Inc. for design services related to these projects; together with such conditions or modifications that are approved by the President and CEO, as he may determine to be in the best interest of Houston First Corporation and to execute any and all agreements, contracts, job orders or task orders as may be necessary to effectuate the totality of the work (the “Instruments”); the President and CEO hereby is, without the necessity for joinder of any other person, authorized, empowered and directed for and on behalf of Houston First Corporation to execute and deliver the Instruments in a form as approved by the President, or any Authorized Person (defined below), such approval to be conclusively established by the execution and delivery of the Instruments by any Authorized Person; and

FURTHER RESOLVED, that both the President and CEO and General Counsel of Houston First Corporation are each hereby designated by Houston First Corporation as an “Authorized Person” for purposes of this resolution and with respect to the Instruments to be executed hereunder; and

FURTHER RESOLVED, that the Instruments executed by any Authorized Person, for and on behalf of and in the name of Houston First Corporation before or following the adoption of the foregoing resolution, in connection with the described transaction, be and is hereby ratified, confirmed, and approved in all respects for all purposes.

EXHIBIT A

EXHIBIT A: JONES HALL IMPROVEMENTS

PRIORITY #	INFO SOURCE	LOCATION	NAME OF PROJECT	CAPITAL PROJECT REASON CODE	LIFE SAFETY/ PUBLIC SAFETY 2024 COST	OPERATIONAL RISK 2024 COST	OTHER CAPITAL 2024 COST
PROJECT 1:		JONES HALL OF THE PERFORMING ARTS	REPLACE LIGHTING THROUGHOUT WITH LED	ENERGY SAVINGS			\$1,300,000
PROJECT 2:		JONES HALL OF THE PERFORMING ARTS	REPLACE ENCORE CAFÉ TABLES & CHAIRS AND OUTDOOR FURNITURE	CLIENT REQUEST/CUSTOMER EXPERIENCE			\$250,000
PROJECT 3:	FCA	JONES HALL OF THE PERFORMING ARTS	REPLACE ROOF SMOKE HATCH	EQUIPMENT-END OF USEFUL LIFE		\$140,000	
PROJECT 4:		JONES HALL OF THE PERFORMING ARTS	BAS UPGRADE	ENERGY SAVINGS			\$200,000
PROJECT 5:		JONES HALL OF THE PERFORMING ARTS	SECURITY CAMERA IN SELECT INTERIOR AREAS	LIFE SAFETY/PUBLIC SAFETY	\$50,000		
PROJECT 6:		JONES HALL OF THE PERFORMING ARTS	INSTALL NEW HUMIDIFIER SYSTEM (4)	EQUIPMENT-END OF USEFUL LIFE			\$70,000
PROJECT 7:	FCA	JONES HALL OF THE PERFORMING ARTS	ADD VFD'S ON COOLING TOWERS 1 & 2	ENERGY SAVINGS			\$85,000
PROJECT 8:	FCA	JONES HALL OF THE PERFORMING ARTS	REFURBISH AHU-1, INSTALL ELECTRIC CONTROL VALVES AND REPLACE INSULATION ON DUCKWORK AND PIPING	EQUIPMENT-END OF USEFUL LIFE		\$60,000	
PROJECT 9:	FCA	JONES HALL OF THE PERFORMING ARTS	ENTIRE BUILDING-REPLACE ORIGINAL RUBBER HEAT WATER RESISTANT (RHW) WITH THERMOPLASTIC HEAT WATER RESISTANT NYLON (THWN) INSULATED CONDUCTORS	EQUIPMENT-END OF USEFUL LIFE			\$400,000
PROJECT 10:	FCA	JONES HALL OF THE PERFORMING ARTS	THE RECOMMENDATION IS TO PERFORM TESTING OF THE GROUNDING SYSTEM FOR PROPER FUNCTIONALITY. PERFORM CORRECTIVE ACTION TO RECTIFY ANY DEFICIENCIES FOUND DURING TESTING	DUE DILIGENCE			\$50,000
PROJECT 11:	FCA	JONES HALL OF THE PERFORMING ARTS	REPLACE DOMESTIC BOOSTER PUMPS AND PIPING WITH NEW	EQUIPMENT-END OF USEFUL LIFE			\$100,000
PROJECT 12:	FCA	JONES HALL OF THE PERFORMING ARTS	SANITARY SEWAGE PUMPS (2). REPLACE WITH NEW PUMPS	EQUIPMENT-END OF USEFUL LIFE			\$100,000
PROJECT 13:	FCA	JONES HALL OF THE PERFORMING ARTS	STORM PUMPS (2). REPLACE WITH NEW PUMPS	EQUIPMENT-END OF USEFUL LIFE			\$100,000
PROJECT 14:	FCA	JONES HALL OF THE PERFORMING ARTS	REPLACE BACKFLOW PREVENTER WITH NEW SERVING STEAM BOILERS	EQUIPMENT-END OF USEFUL LIFE			\$20,000
PROJECT 15:	FCA	JONES HALL OF THE PERFORMING ARTS	REPLACE BUILDING DOMESTIC WATER PIPING	EQUIPMENT-END OF USEFUL LIFE			\$500,000
PROJECT 16:	FCA	JONES HALL OF THE PERFORMING ARTS	REPLACE BUILDING STORM PIPING AND ROOF DRAINS	EQUIPMENT-END OF USEFUL LIFE			\$100,000
PROJECT 17:	FCA	JONES HALL OF THE PERFORMING ARTS	REPLACE BUILDING HOT WATER PIPING	EQUIPMENT-END OF USEFUL LIFE			\$225,000
PROJECT 18:	FCA	JONES HALL OF THE PERFORMING ARTS	REPLACE ROOF MANIFOLD WITH NEW AND INSULATE	EQUIPMENT-END OF USEFUL LIFE			\$50,000
TOTAL					\$50,000	\$200,000	\$3,550,000
						GRAND TOTAL	\$3,800,000

V. (B) Consideration and possible recommendation of an Amended Funding Agreement between Houston First Corporation and The Foundation of Jones Hall.

Consideration and possible approval of an Amended Funding Agreement between Houston First Corporation and The Foundation of Jones Hall.

Description: In October 2022, the City of Houston (“City”) entered into an Interlocal Agreement with Houston First Corporation (“Houston First”) to transfer \$2.5 million to Houston First for Jones Hall for the Performing Arts (“Jones Hall”) improvements. The Interlocal Agreement indicated that the City and Houston First agreed that the City would pay \$2.5 million to Houston First for continued acoustic, infrastructure, safety, audience accessibility, and amenity improvements for Jones Hall. Both parties executed the agreement in compliance with the approved resolution, and the City paid Houston First.

In November 2022, the Operations Committee and Board of Directors approved a resolution to execute a Funding Agreement between Houston First and The Foundation for Jones Hall (the “Foundation”) to forward \$2.5 million to the Foundation for Jones Hall improvements. Houston First then transferred the money to the Foundation.

Recently, it was determined that Jones Hall’s improvements would require additional capital. Therefore, Houston First and the City agreed to amend their Interlocal Agreement, increasing funding for Jones Hall improvements by \$2.7 million. On August 23, 2023, the City Council approved The First Amendment to the Interlocal Agreement for the Contribution of Funds for the Renovation of Jones Hall to transfer \$2.7 million to Houston First. Thus, Houston First will require an Amended Funding Agreement with the Foundation to transfer the additional funds to the Foundation for further Jones Hall improvements.

RESOLVED, that the Board of Directors of Houston First Corporation approves the following resolutions based upon the above parameters; and

RESOLVED, that the Board of Directors of Houston First hereby approves and authorizes the finalization and execution of an Amended Funding Agreement (the “Agreement”) between Houston First and the Foundation for Jones Hall, together with such conditions or modifications that are approved by the President and CEO, as he may determine to be in the best interest of Houston First and to execute such agreements; the President and CEO hereby is, without the necessity for joinder of any other person, authorized, empowered and directed for and on behalf of Houston First to execute and deliver the Agreement in a form as approved by the President, or any Authorized Person (defined below), such approval to be conclusively established by the execution and delivery of the Agreement by any Authorized Person; and

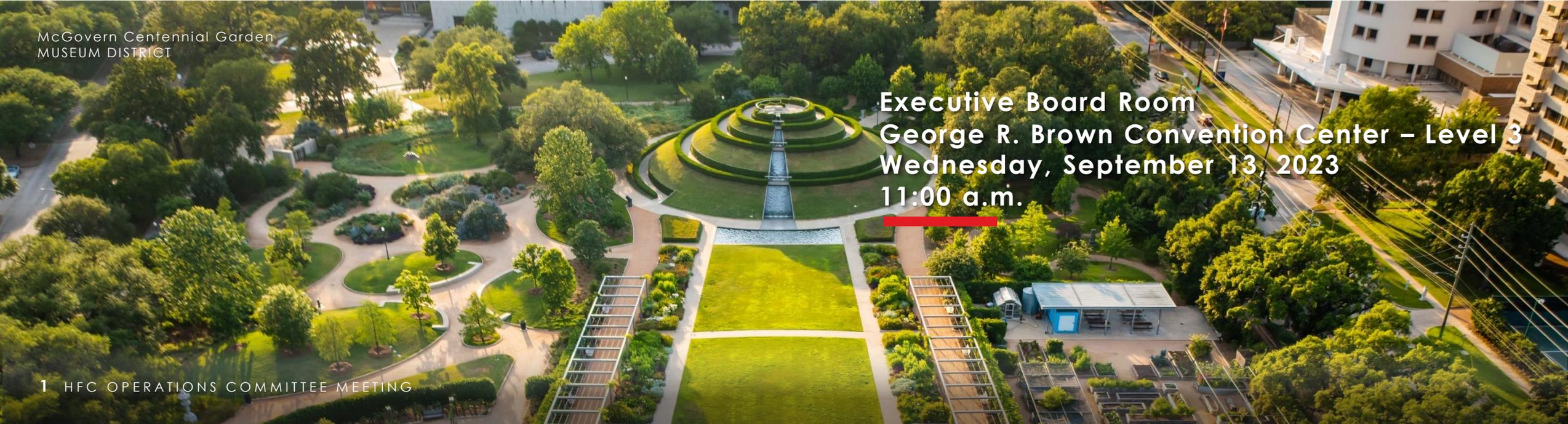
FURTHER RESOLVED, that both the President and CEO and General Counsel of Houston First Corporation are each hereby designated by Houston First Corporation as an “Authorized Person” for purposes of this resolution and with respect to the Agreement to be executed hereunder; and

FURTHER RESOLVED, that the Agreement executed by any Authorized Person, for and on behalf of and in the name of Houston First Corporation before or following the adoption of the foregoing resolution, in connection with the described transaction, be and is hereby ratified, confirmed, and approved in all respects for all purposes.



HOUSTON FIRST CORPORATION

OPERATIONS COMMITTEE MEETING



McGovern Centennial Garden
MUSEUM DISTRICT

**Executive Board Room
George R. Brown Convention Center – Level 3
Wednesday, September 13, 2023
11:00 a.m.**



PUBLIC COMMENTS

Anyone who wishes to address the Committee during the Public Comment session may do so by signing up on the Public Comment page at the front of the room.

HFC OPERATIONS COMMITTEE MEETING
September 13, 2023



MINUTES

June 13, 2023

HFC OPERATIONS COMMITTEE MEETING
September 13, 2023



COMMITTEE UPDATE

A. Upcoming Programming and Events.

TODD HOLLOMAN

Vice President, Venues & Live Events

HFC OPERATIONS COMMITTEE MEETING

September 13, 2023

PREVIOUS EVENTS



Optik:

- Temporary Art Installation
- Tuesday, July 4 – Monday, Sept. 4

PREVIOUS EVENTS

National Urban League Community Day *Saturday, July 29th*



PARTY ON THE PLAZA IN CELEBRATION OF HISPANIC HERITAGE MONTH



- **Saturday, September 16th (6:00 p.m. – 9:00 p.m.)**
- **Grupo Vadenagi** will kick off the evening with performances of Mexican Norteño music, a traditional music genre of the Northern Mexico region.
- **SHEKERE Band** plays all types of music from high energy dance to American classics and will keep the audience entertained with their creative vocal and musical talents.

LYNN WYATT SQUARE PROGRAMMING

WELCOME TO

LYNN WYATT

SQUARE

FOR THE

PERFORMING ARTS

SEPTEMBER – NOVEMBER 2023

- **Sip and Share at the Square – 5pm-7pm**
 - **Beginning September 29th**
 - Every Friday and Saturday
 - Complimentary entertainment to Theater District performances
- **FARE in the Square – 11 a.m. – 2 p.m.**
 - **Beginning October 3rd**
 - Every Tuesday, Wednesday, Thursday
 - Food Trucks and Musical Acts
- **Mimosas and Music – 5pm-7pm**
 - **Beginning October 1st**
 - Every Sunday
 - Complimentary entertainment to Theater District performances

CITY LIGHTS

City Lights - Avenida Houston:

- Beginning **November 18 -December 17**
- Every **Saturday 6:00 p.m. - 8:00 p.m.** and **Sunday 2:00 p.m. -4:00 p.m.**
- Interactive program including dance, musical performances to songs by Houston artists, and concluding with holiday music encouraging audience participation

City Lights - Theater District:

- Beginning **November 17**
- Music Boxes throughout Theater District
- Interactive life-size music boxes

WORTHAM TREE LIGHTING



Annual Christmas Tree Lighting Ceremony:

- **Wednesday, November 22nd**
- Featuring the illumination of a beautiful Christmas tree with more than 19,000 dazzling lights
- Appearances by costumed characters from the **Houston Ballet, Houston Grand Opera** and...**Santa!**



COMMITTEE BUSINESS

- A. Consideration and possible approval of matters relating to Jones Hall for the Performing Arts: (i) pre-approval of certain 2024 capital projects as well as authorizing the expenditure of such funds and procurement of such projects and (ii) authorizing the issuance of task orders to Page Sutherland Page, Inc. for design services related to such projects.

LUTHER VILLAGOMEZ

Chief Operations Officer

JOHN GONZALEZ

Sr. Vice President & General Manager - GRB

HFC OPERATIONS COMMITTEE MEETING

September 13, 2023

JONES HALL FOR THE PERFORMING ARTS



- Comprehensive Facility Condition Assessment (FCA) conducted.
- FCA Recommended work includes Design, Lighting, Electrical, Plumbing
- Potential Projected Costs - \$3.8 Million

RECOMMENDATION FOR FUNDING



- Design work to begin Fall 2023.
- Projects to be bid early 2024.
- Work to be scheduled and completed Spring – Fall 2024





COMMITTEE BUSINESS

- B. Consideration and possible recommendation of an Amended Funding Agreement between Houston First Corporation and The Foundation of Jones Hall.

MICHAEL HECKMAN

President & Chief Executive Officer

HFC OPERATIONS COMMITTEE MEETING

September 13, 2023

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