

**MINUTES OF A MEETING  
OF THE BOARD OF DIRECTORS OF  
ALAMO COMPLEX MANAGEMENT**

June 1, 2016

**TIME AND PLACE OF MEETING**

A regular meeting of the Board of Directors (the "Board") of Alamo Complex Management, a Texas nonprofit corporation (the "Corporation"), was held in the William King Conference Room at the Emily Morgan Hotel located at 705 E. Houston Street, San Antonio, Texas 78205 on the date set forth above at 1:15 p.m., local time, pursuant to a meeting notice duly given to all of the members of the Board, in accordance with Section 3.07 of the Bylaws of the Corporation.

**ATTENDEES**

The following directors were present in person at the meeting:

Welcome Wilson, Jr., Chairman  
George P. Bush  
Red McCombs  
Gene Powell

Hope Andrade, Jim Dannenbaum, and Nancy Perot participated in the meeting by conference telephone.

Ramona Bass, Dr. Francisco Cigarroa, Lew Moorman, and Ambassador Jeanne Phillips were not present at the meeting.

At the invitation of the Board, the following also attended the meeting: from the Texas General Land Office, Kim Barker, Rachel Bell, Becky Dinnin, Jeff Gordon, J.R. Hernandez, Kenny McLeskey, and Hector Valle; from Alamo Complex Management, Joe Gardner and Ian Oldaker; from The DeBerry Group, Kelli Epp; from Dykema Cox Smith, counsel to the Corporation, Kerry T. Benedict, Nick Monaghan, and Joshua Sutin; and from Wayne E. Collie, CPA, Wayne Collie.

**QUORUM AND CALL TO ORDER**

Welcome Wilson, Jr., Chairman of the Board (the "Chairman"), called the meeting to order. Gene Powell acted as secretary of the meeting (the "Secretary"). Based on the number of directors in attendance at the meeting, it was determined that a quorum was present and that the meeting could proceed.

## REVIEW AND APPROVAL OF MINUTES

The first order of business before the meeting was the review of the minutes from the special meeting of the Board held on March 30, 2016 (the "Minutes").

The Secretary reviewed the Minutes, which were in the form of the drafts previously distributed to the Board. After the Secretary's review of the Minutes, the members of the Board present unanimously approved the Minutes.

## BUSINESS CONDUCTED AT THE MEETING

As the next order of business, Becky Dinnin presented a general report to the Board on matters pertaining to the Alamo Complex. Ms. Dinnin reported on attendance and visitor trends, education programs, historical programs, and special events. Ms. Dinnin provided a report on the Alamo's new website, as well as updates to the audio tour program and digital and static signage. Ms. Dinnin also reported on facility upgrades at the Alamo Complex and certain human resources matters, including updates to the employee handbook and the Corporation's sponsorship of a new 401(k) plan. Ms. Dinnin then provided an update on security matters affecting the Alamo Complex, including the transition of the Alamo Rangers to the employment of the Corporation and the results and recommendations of a recently completed audit of the Corporation's cybersecurity. Next, Ms. Dinnin provided an update on construction at the Alamo Complex and plans for utilizing certain space at the Alamo Complex. Ms. Dinnin also provided updates on the Alamo License Plate project and certain trademark matters. Ms. Dinnin then provided an update on the management of the gift shop. In addition, Ms. Dinnin reported on financial matters, including revenue and expense trends at the Alamo Complex. The Board discussed these matters with Ms. Dinnin and asked a number of questions. Ms. Dinnin introduced Ian Oldaker as the Chief Operating Officer of the Corporation. The Board welcomed Mr. Oldaker.

As the next order of business, Kim Barker presented an update on construction and preservation projects at the Alamo Complex. Ms. Barker first discussed projects that have been completed at the complex, including the canopy, the Americans with Disabilities Act (the "ADA Act") assessment of all public areas of the grounds and buildings for compliance with the ADA Act and Texas Accessibility Standards, the testing of the church facade stabilization, and the investigation of certain building issues at the property. Ms. Barker then reported on the projects that would commence in June, which include the unisex restroom project, the creation of new offices at the Alamo Complex, the restroom renovation, the installation and replacement of the long barrack north door, and certain other projects. A Board discussion ensued.

Then, Kerry T. Benedict presented a legal report to the Board. Mr. Benedict reported on the transition of the Alamo Rangers to the employ of the Corporation. Mr. Benedict also provided a report on the status of the execution of certain of the Corporation's operational contracts. Mr. Benedict provided an update on real property lease matters and advised that the 401(k) plan had been successfully implemented. Additionally, Mr. Benedict reported on the process that would be implemented to better ensure that Mr. Oldaker is effectively oriented to his new position as Chief Operating Officer. Mr. Benedict also advised that Dykema Cox Smith is coordinating a Health Insurance Portability and Accountability Act training for the Corporation's

employees. Mr. Benedict reported that his legal team was preparing additional policies and procedures for consideration by the Board at a future date. The Board asked questions and a discussion ensued.

As the next order of business, Joe Gardner and Kenny McLeskey provided a financial report, including with respect to the Corporation's revenues and expenses and the importance of maintaining appropriate financial reserves for operations. Questions were asked with regard to the content of the report and a discussion ensued.

Then, Gene Powell reported on the Alamo Master Plan. Questions were asked and a discussion ensued.

#### ADJOURNMENT

There being no further business to come before the meeting, upon motion duly made and seconded, this meeting adjourned at 1:45 p.m., local time.

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Gene Powell, as Secretary of the Meeting