

**MINUTES OF THE ANNUAL MEETING
OF THE SOLE MEMBER OF
REMEMBER THE ALAMO FOUNDATION**

September 7, 2016

TIME AND PLACE OF MEETING

The annual meeting of the sole member of Remember the Alamo Foundation, a Texas nonprofit corporation (“Remember the Alamo Foundation”) was held by meeting of the Board of Directors (the “Board”) of The Alamo Endowment, a Texas nonprofit corporation and the sole member of the Remember the Alamo Foundation (the “Corporation”), with the Board acting on behalf of the Corporation in the Corporation’s capacity as the sole member of Remember the Alamo Foundation. The annual meeting was held in the William Room at the Emily Morgan Hotel located at 705 E. Houston Street, San Antonio, Texas 78205 on the date set forth above at 1:00 p.m., local time, pursuant to a meeting notice duly given to all of the members of the Board in accordance with Section 6.02 of the Bylaws of the Corporation.

ATTENDEES

The following directors were present in person at the meeting:

George P. Bush, Chairman
Hope Andrade
Dr. Francisco Cigarroa
Jim Dannenbaum
Red McCombs
Lew Moorman
Nancy Perot
Gene Powell
Welcome Wilson, Jr.

Ramona Bass 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, Aaron DeLeon, Jeff Gordon, J.R. Hernandez, Anne Idsal, Kenny McLeskey, Bryan Preston, and Hector Valle; from the Corporation, Becky Dinnin and Rachel Bell; from Alamo Complex Management, Ian Oldaker, Reba Collins, and Allegra Zwaan; from The DeBerry Group, Kelli Larsen Epp; from Dykema Cox Smith, counsel to the Corporation, Kerry T. Benedict and Nick Monaghan; and from Fisher Heck Architects, Lewis Fisher and Mark Navarro.

QUORUM AND CALL TO ORDER

George P. Bush, Chairman of the Board, 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.

BUSINESS CONDUCTED AT THE MEETING

The Board considered resolutions on behalf of the Corporation in the Corporation's capacity as the sole member of Remember the Alamo Foundation. After further discussion, upon motion duly made and seconded, the members of the Board present unanimously voted to approve the following resolutions in the Corporation's capacity as the sole member of Remember the Alamo Foundation:

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WHEREAS, the Corporation is the sole member of Remember the Alamo Foundation; and

WHEREAS, the Corporation, as the sole member of Remember the Alamo Foundation, desires to provide that this meeting constitutes the annual meeting of the sole member of Remember the Alamo Foundation, as required under Section 6.02 of Remember the Alamo Foundation's Bylaws (as amended, the "RTAF Bylaws"); now, therefore, be it

RESOLVED: That this meeting constitutes the annual meeting of the sole member of Remember the Alamo Foundation for the year 2016 (the "Annual RTAF Member Meeting").

DIRECTORS OF REMEMBER THE ALAMO FOUNDATION

WHEREAS, the Corporation, in its capacity as the sole member of Remember the Alamo Foundation, has the authority to elect members of the board of directors of Remember the Alamo Foundation, as nominated by the Commissioner of the Texas General Land Office, pursuant to Section 3.02 of the RTAF Bylaws; and

WHEREAS, the term of office of each of the members of the board of directors of Remember the Alamo Foundation has not expired as of the date of this Annual RTAF Member Meeting and no new members of the board of directors of Remember the Alamo Foundation are to be elected at this Annual RTAF Member Meeting; now, therefore, be it

RESOLVED: The following persons constitute the current board of directors of Remember the Alamo Foundation as of the date of the Annual RTAF Member Meeting:

Gene Powell, Chairman
Hope Andrade
Ramona Bass
George P. Bush
Dr. Francisco Cigarroa
Jim Dannenbaum
Red McCombs
Lew Moorman
Nancy Perot
Ambassador Jeanne Phillips
Welcome Wilson, Jr.

RATIFICATION OF PRIOR ACTS

RESOLVED: That all actions of the Board taken since the last meeting of the Board, whether such actions were approved by means of a meeting of the Board or by unanimous written consent of the Board, for or on behalf of the Corporation in its capacity as the sole member of Remember the Alamo Foundation be, and such actions hereby are, ratified and approved in all respects.

RESOLVED: That all actions of the officers of the Corporation taken since the last meeting of the Board, for or on behalf of the Corporation in its capacity as the sole member of Remember the Alamo Foundation, be, and such actions hereby are, ratified and approved in all respects.

OMNIBUS RESOLUTIONS

RESOLVED: That in addition to the specific authorizations conferred by the foregoing resolutions, the officers of the Corporation (the “Authorized Officers”) are, and each of them hereby is, authorized, empowered, and directed, in the name and on behalf of the Corporation in its capacity as the sole member of Remember the Alamo Foundation, to do or cause to be done all such further acts and things as the Authorized Officers, or any of them, shall, as evidenced by the doing or causing thereof, deem necessary, desirable or appropriate in order to carry into effect the purposes and intent of the foregoing resolutions, with the doing of the same or causing the same to be done by the Authorized Officers, or any of them, establishing conclusively the authority therefor and the approval by the Board of the actions so taken; and, if specific forms of resolutions are necessary, desirable or appropriate to accomplish the transactions contemplated by the foregoing resolutions, then the same shall be deemed to have been, and hereby are, adopted, and the Secretary of the Corporation is authorized to certify the adoption of all such resolutions as though such resolutions had been presented to and approved by the Board.

RESOLVED: That each of the lawful acts of the Authorized Officers, or any of them, taken prior to the date hereof in connection with the transactions contemplated by the

foregoing resolutions is hereby ratified, adopted, approved and confirmed as if each such act had been presented to and approved by the Board prior to being taken.

ADJOURNMENT

There being no further business to come before the meeting, upon motion duly made and seconded, this meeting adjourned at 2:15 p.m., local time.


Gene Powell, as Secretary of the Meeting