

MINUTES OF THE FIRST ORGANIZATIONAL
MEETING OF THE BOARD OF DIRECTORS OF
THE MUSEUM DISTRICT DEVELOPMENT ASSOCIATION OF HOUSTON

The first organizational meeting of the Board of Directors of the Museum District Development Association of Houston, sometimes hereinafter called MDDAH, was held at 8:30 a.m. on October 4, 1986 at 1 Shadowlawn Circle, Houston, Texas 77005.

Present in person from the initial Board of Directors were Alexandra R. Marshall and Ora Harrison. Robert Liner was represented through his proxy assigning his vote to Alexandra R. Marshall. Also in attendance was John B. Honeycutt, counsel to the initial Board of Directors.

There being three of the four initial Board of Directors represented, a quorum was constituted.

By unanimous vote, Alexandra R. Marshall was elected to serve as Temporary Chairman and John B. Honeycutt was elected as Temporary Secretary of the meeting.

John B. Honeycutt reported on the pre-incorporation meetings of the organizers of this corporation, and presented a certified copy of the Certificate of Incorporation and the original receipt showing the acceptance and filing by the Secretary of the State of Texas, on January 21, 1986.

By unanimous vote of all the members represented, the Certificate of Incorporation and the receipt for filing were

accepted.

The Temporary Chairman directed that they be annexed to these Minutes.

The Temporary Chairman then announced that nominations were in order for the election of directors to replace those who had been named in the Certificate of Incorporation to serve until this meeting.

The following persons were nominated and unanimously voted to serve as a Director for a term as set forth below:

Barbara Brown - One year term.

Jan Chism - Three year term.

Jill Hafner - Two year term.

Ora Harrison - Three year term.

Nancy Hinckley - Two year term.

John B. Honeycutt - Three year term.

Alexandra R. Marshall - Three year term.

Lyn Mathre - One year term.

Candyce Rylander - One year term.

Dr. William Shiffick - Two year term.

Following the election, new Board of Director members, Candyce Rylander, Lyn Mathre, Jan Chism and Barbara Brown arrived and participated in the remainder of the meeting along with Alexandra R. Marshall, Ora Harrison and John B. Honeycutt. Marty Reiner, President of the South Main Civic Association and Charles Post, a partner with White, Petrov &

McHone, acting as Moderator, were also present.

The floor was opened for discussion of the By-Laws. After review the By-Laws were unanimously adopted by the board members present.

Nominations for the election of officers were had and the following officers were unanimously elected:

President - Alexandra R. Marshall.

First Vice President - Lyn Mathre.

Second Vice President - Jan Chism.

Treasurer - Ora Harrison.

Secretary - John B. Honeycutt.

The President instructed the Treasurer to change the name of the existing bank account with Liberty Bank from The Montrose Project to the Museum District Development Association of Houston.

A discussion regarding Ex-Officio Board membership occurred and a resolution was passed. It was resolved that:

1. An Ex-Officio Board shall be created herewith.
2. Members shall be non-voting.
3. Members shall serve up to a one year term, such term being subject to an annual review.
4. A review of Ex-Officio status shall occur at the Annual Meeting.
5. A member can initiate and participate in discussion, but cannot make or second a motion.

6. A member may be nominated by any member of the Board of Directors.
7. A member shall be elected by a majority vote of those Directors present at the meeting of the Board of Directors.
8. All candidates nominated shall be screened by the Screening Committee.
9. Members shall not be required to make monetary contributions to the corporation.

Nominations were had and George Greanias, Marty Reiner and Bill Sadler were unanimously voted as Ex-Officio board members.

It was unanimously resolved that the logo, attached hereto, created by Jerry Herring be adopted and used by the Corporation.

It was unanimously resolved that an Advisory Board be created herewith with the purpose to provide broader community support and expertise.

Those persons named on the list titled Advisory Board, attached hereto, were nominated and unanimously elected to serve as Advisory Board members. It was further unanimously resolved that the list remain open.

A discussion occurred and June Gray was nominated and unanimously elected as a member of the Board of Directors to serve in a two year term.

Charles Post led a discussion concerning the organization's mission.

In defining the organization's mission, the discussion focused generally upon projects, membership, community awareness and finances. Topics discussed were:

Projects - (1) trees, (2) culture bus project, (3) publication of brochure, (4) grant submission, (5) under-freeway parking lot, (6) art district ordinance, (7) mounted police, (8) security seminar, (9) working with Metro on Montrose Station, (10) sponsoring of museum festival, (11) publication of walker's guide, (12) Christmas decorations on Montrose, (13) kiosks for walkers, (14) widen sidewalks, (15) street furniture, (16) ongoing publication of activities, (17) continue to establish the organization within the city, (18) working with authorities to enforce codes and identify offenders, (19) paid executive director and (20) street artists.

Membership - (1) broad base, (2) residence, (3) businesses, (4) art patrons, (5) property owners, (6) corporations, (7) residents outside the district area, (8) 250 members at the end of 12 months, (9) permanent membership drive in place, (10) \$10,000 raised through standard membership

drive in first year, (11) connect with voluntary organizations, (12) active voluntary program, (13) regular membership meetings, and (14) 500 members by end of third year.

Community Awareness - (1) newspaper articles, (2) membership goals, (3) public events and attendees (4) speaker's bureau and (5) other organizations.

Finances - \$25,000 for operations.

Following the discussion of the organization's mission, the following mission statement was unanimously agreed upon:

Mission Statement

To create an association which will develop, promote, and enhance a Museum District and to coordinate with institutions and organizations for the purpose of increasing public participation and appreciation of the cultural amenities of the District.

As a short term goal regarding establishing the organization as the district's coordinating organization, it was unanimously agreed that the organization pursue working with the Houston Festival, the De Menil Museum Opening, and sponsoring of a Security Conference.

Charles Post led a discussion concerning the goals of the organization and the following goals were agreed upon: