

HARRIS COUNTY – HOUSTON SPORTS AUTHORITY

TAKE NOTICE that the Board of Directors of the Harris County – Houston Sports Authority (the "Authority"), will hold a Special Meeting on Wednesday, July 22, 2020, at 8:30 a.m., to discuss and, if appropriate, act upon the following items. This meeting will be held via video conference using Zoom Meeting: <https://hchsa.zoom.us/j/98624721187?pwd=ckdMaVZYRjNmVVFMcHhudll4VjAzQT09;> Meeting ID: 986 2472 1187; Password: 818399

- 1. Call to order.....Friedman
- 2. Discussion and possible action on resolution approving resolution to initiate proceedings.....Friedman to authorize the issuance, sale and delivery of bonds by the Authority and the engagement of professionals in connection therewith. The foregoing resolution includes authorization of the engagement of (1) Norton Rose Fulbright US LLP and Hardwick Law Firm, LLC, as Co-Bond Counsel and (2) Orrick, Herrington & Sutcliffe LLP and the Law Office of Wendy Montoya Cloonan PLLC, as Co-Disclosure Counsel. By this engagement, the Authority hereby affirms that (i) such legal services require specialized expertise and experience in municipal finance, federal tax law and federal and state securities laws and therefore cannot be adequately performed by the attorneys and supporting personnel of the Authority, (ii) such legal services cannot be reasonably obtained from attorneys in private practice under a contract providing for the payment of hourly fees without contingency because the Authority would then be obligated to pay such fees out of its current revenue regardless of whether the bonds contemplated by the transaction are successfully issued, and (iii) entering into a contingent fee contract for legal services is in the best interest of the residents within the boundaries of the Authority because Co-Bond Counsel and Co-Disclosure Counsel will only be paid in the event that the contemplated bond transaction is completed and successfully closes. The foregoing resolution also includes authorization of the engagement of Wells Fargo & Company, Morgan Stanley & Company LLC and Estrada Hinojosa & Co. Inc., as underwriters, and Masterson Advisors LLC, as municipal financial advisor, in connection with such bonds.
- 3. EXECUTIVE SESSION: Pursuant to provisions of Chapter 551, Texas Government Code,.....Friedman the Board shall deliberate in Executive Session on the following: consultation with attorneys on legal matters, pursuant to Section 551.071; deliberation on real estate matters, pursuant to Section 551.072; and deliberation on personnel matters, pursuant to Section 551.074.

Reconvene in Public Session and announce any items from Executive Session; discussion.....Friedman and possible action on such items.
- 4. Comments by Directors, if any.
- 5. Adjournment.

Dated: July 17, 2020


Harris County – Houston Sports Authority

* As a result of the current COVID-19 virus epidemic emergency, the convening at one location of a quorum of the Board is difficult or impossible; therefore, the Board will conduct this meeting by video/telephone conference call rather than by physical quorum, pursuant to Texas Government Code Sec. 551.125 and the guidance of the Governor of the State of Texas. Members of the public are entitled to participate and address the Board during the video/telephonic meeting. In all respects, this meeting will be open to the public and compliant with applicable law and guidance of the Governor of the State of Texas. An electronic copy of this Agenda can be found on the Authority's website at: www.HoustonSports.org.