



January 14, 2020
11:30 a.m.
MINUTES OF MEETING
BOARD OF DIRECTORS ANNUAL MEETING
THE WOODLANDS CONVENTION & VISITORS BUREAU

The Board of Directors for The Woodlands Convention & Visitors Bureau (TWCVB) of Montgomery County, Texas held their Board Meeting on January 14, 2020 at The Woodlands Township located at 2801 Technology Forest Boulevard, The Woodlands, Montgomery County, Texas, 77381 at 11:30 a.m. The roll was called and those in attendance were:

Present: Bruce Rieser, Chairman
John Anthony Brown, Vice Chairman
Fred Domenick, Secretary/Treasurer
Nick Wolda, President
Shelley Sekula-Gibbs, Director
J.J. Hollie, Director
Kevin Viteri, Director
Ted Harris, Director
Jenny Taylor, Director
Don Norrell, Director
Brian Boniface, Director

Staff Present: Bret Strong, TWCVB Legal Counsel; Elizabeth Eddins, TWCVB Assistant Director; Ashley White, TWCVB Brand Development Manager; Josie Lewis, TWCVB Convention Development Manager; Sonia Guerrero, TWCVB Sr. Administrative Assistant; Laura Haces, TWCVB Tourism Specialist; Amber George, TWCVB Marketing Specialist; Ashley Fenner, TWCVB Convention Development Specialist; Monique Sharp, The Woodlands Township Assistant General Manager Finance & Administration; John Powers, The Woodlands Township Assistant General Manager Community Services; Chris Snedeker, The Woodlands Township Help Desk Analyst

Attendees: Mauricio Ramirez, Photographer; Lisa Robinson, The Woodlands Arts Council.

1. Pledge of Allegiance;

Chairman Bruce Rieser led the Pledge of Allegiance to the United States flag and the Pledge to the Texas flag.

2. Call to order and adoption of Agenda;

Motion by Director Brian Boniface, seconded by Director J. J. Hollie to approve the agenda. Motion carried by unanimous vote. Agenda adopted.

Vote: 7 - 0 Passed

Chairman Bruce Rieser called the meeting to order at 11:38 p.m. and called for the Adoption of the Agenda for this meeting that was developed and duly posted as required by law.

3. Incumbent Directors resolve to increase number of Directors for The Woodlands Convention and Visitors Bureau Board of Directors;

Motion by Vice Chairman John Anthony Brown, seconded by Director Brian Boniface to adopt the proposed resolution to increase the number of Directors to be elected to the Board of Directors of TWCVB from seven to nine to be effective immediately prior to the Members' election of new Directors for the Board of Directors of TWCVB. Motion passed unanimously.

Vote: 7 - 0 Passed

Bret Strong explained that in accordance with the TWCVB Bylaws, known as Visit The Woodlands, the number of Directors to be elected to the Board of Directors of TWCVB may be increased from time to time. Currently, the Board of Directors of TWCVB consists of seven Directors, and the incumbent Directors desire to increase the number of Directors of the Board of Directors of TWCVB to nine. The resolution can be found in the Board packet.

4. Members Elect the Directors for The Woodlands Convention & Visitors Bureau Board of Directors;

Bret Strong explained procedures and distributed ballots to the Members appointed by The Woodlands Township Board of Directors. The Members of The Woodlands Convention & Visitors Bureau elected: Bruce Rieser, John Anthony Brown, Shelley Sekula-Gibbs, Fred Domenick, J. J. Hollie, Kevin Viteri, Ted Harris, Jenny Taylor and Nick Wolda to TWCVB Board. Chairman Rieser gave thanks to Brian Boniface for serving since 2016 in TWCVB Board of Directors and to Don Norrell for his 11 years of service and support.

5. Directors Elect Officers for The Woodlands Convention & Visitors Bureau;

Bret Strong explained procedures and distributed ballots to the Directors of The Woodlands Convention & Visitors Bureau. The Directors elected Bruce Rieser as Chairman. John Anthony Brown was elected as Vice Chairman. Fred Domenick was elected as Secretary/Treasurer. Nick Wolda was elected President, as recommended by The Woodlands Township Board of Director.

6. Public Comment;

None.

7. Receive, consider and approve Minutes from December 11, 2019 Regular Board Meeting;

Motion by Secretary/Treasurer Fred Domenick, seconded by Director Shelley Sekula-Gibbs to approve the Minutes from December 11, 2019. Motion carried by unanimous vote.

Vote: 9 - 0 Passed

Chairman Bruce Rieser explained that the minutes from the December 11, 2019 Regular Board Meeting are in the Board packet for all to evaluate.

8. Receive, consider and approve the Financial Report through October 2019;

Motion by Director Shelley Sekula-Gibbs, seconded by Vice Chairman John Anthony Brown to approve the Financial Report through October 2019. Motion carried by unanimous vote.

Vote: 9 - 0 Passed

Chairman Bruce Rieser called The Woodlands Township Assistant General Manager Finance and Administration, Monique Sharp, to the podium to present. In terms of revenue, the total year to date budget was \$2,637,271 that compares to the actual revenue of \$2,493,966, resulting in an unfavorable variance of \$143,305. The Supplemental Hotel Tax shows an unfavorable balance of \$86,784. The majority of the unfavorable variance was due to the absence of transfers from the Township because of a favorable expense variance. In terms of expenditures, the year to date budget was \$2,637,271 with an actual of \$2,495,135, resulting in a \$142,136 favorable expenditure variance. The CVB had an ending fund balance in October 2019 of \$1,515,351. The total Hotel Tax collections through December 2019 was \$9,224,000. This is a 2.5% increase from the previous year.

The Woodlands Convention & Visitor Bureau Board of Directors meeting was briefly paused.

9. Receive, consider and act upon updates to the 2020 Marketing and Sales Committees;

Motion by Director Shelley Sekula-Gibbs, seconded by Vice Chairman John Anthony Brown to approve the recommended members for the 2020 Sales Committee & Marketing Committee as presented. Motion carried by unanimous vote.

Vote: 9 - 0 Passed

Elizabeth Eddins explained that these Committees play an integral part in any large initiatives being produced by Visit The Woodlands staff. These Committees offer insight and advice to the Sales and Marketing departments. The Sales Committee appointments include: Josie Lewis, Committee Chair and Visit The Woodlands Director of Sales; Kevin Viteri, The Embassy Suites at Hughes Landing General Manager; Jayson Garcia, The Woodlands Waterway Marriott Area Sales Leader; Nicole Kubitza, The Woodlands Resort and Conference Center Director of Sales; Kim Lowe, The Westin The Woodlands Director of Sales; Daniel Villareal, Hyatt Place The Woodlands Director of Sales; Nick Wolda, Visit The Woodlands President; Elizabeth Eddins, Visit The Woodlands Executive Director; Ashley Fenner, Visit The Woodland Sales and Servicing Specialist. The Marketing Committee appointments include a representative from the following organizations: Committee Chair from Visit The Woodlands, Market Street, The Woodlands Mall, The Pavilion, The Woodlands Resort, The Woodlands Waterway Marriott, The Woodlands Area Chamber of Commerce, The Woodlands Township, The Woodlands Area Economic Development Partnership and Howard Hughes Corp.

10. Receive and consider upon the Copa Rayados Internacional Soccer Tournament 2019 update;

Motion by Director Shelley Sekula-Gibbs, seconded by Director Kevin Viteri to approve the 2019 Copa Rayados Internacional Soccer Tournament report. Motion carried by unanimous vote.

Vote: 9 - 0 Passed

This is a yearly update presented to the Board of Directors as per the Agreement. In 2019, the event continued to see an increase in occupancy with 1,407 hotel rooms utilized. A detailed report can be found in the Agenda packet.

11. Receive, consider and act upon revisions to the Visit The Woodlands Sponsorship fund and process;

Motion by Director Shelley Sekula-Gibbs, seconded by Vice Chairman John Anthony Brown to approve the Tourism Development Fund as presented. Motion carried by unanimous vote.

Vote: 9 - 0 Passed

Staff recommended the creation of a Tourism Development Fund focused on leisure events and asked for additional feedback from the Board to develop this initiative. This will be a partnership between Visit The Woodlands and first-time groups or events in an effort to generate hotel room usage. Staff presented the "first step" or qualifying application to the Board. This process does not replace any marketing support for contractually obligated events.

12. Receive and consider matters regarding a Request for Proposal (RFP) to study potential advantages of expanding The Woodlands Township's Convention Center;

Motion by Vice Chairman John Anthony Brown, seconded by Director Shelley Sekula-Gibbs to approve an update for RFP for Convention Center Expansion Study as presented. Motion carried by unanimous vote.

Vote: 9 - 0 Passed

Nick Wolda updated the Board with the pre-RFP meeting held with interested parties on January 13, 2020. A detailed schedule can be found in the RFP packet.

13. Receive, consider and act upon matters regarding The Woodlands Film Commission;

Motion by Director Shelley Sekula-Gibbs, seconded by Vice Chairman John Anthony Brown to approve Visit The Woodlands to manage The Woodlands Film Commission and work with The Woodlands Township on approval of specific requests. Motion carried by unanimous vote.

Vote: 9 - 0 Passed

There is demand to utilize The Woodlands Township's beautiful scenery as backdrop or set up for numerous commercials, TV shows, YouTube "films" and student "films." The Woodlands Area Chamber of Commerce has discontinued management of The Woodlands Film Commission. For this reason, Visit The Woodlands and The Woodlands Township staff realize the need to continue the Commission and increase awareness to generate new business. John Powers commented that managing this Commission gives staff the benefit to ensure the proper security measures are in place during the production of the "film" and that the image or quality of the product is a good representation of this community.

14. Receive, consider and act upon any matter regarding Staff Initiative Reports;

Motion by Director Shelley Sekula-Gibbs, seconded by Director Kevin Viteri to approve Staff Initiative Reports. Motion carried by unanimous vote.

Vote: 9 - 0 Passed

The Sales Department is currently working on expanding the "Show Your Badge Program," is working to host "Connect Texas 2021" in The Woodlands and on bringing the HelmsBriscoe partners to The Woodlands. The department will host the TSAE "Lunch and Learn" in The Woodlands in 2020. The department will attend five sales tradeshows in Q1. Welcome to Ashley Fenner as the new Sales and Servicing Specialist.

The Marketing Department will continue to work on the 2020 marketing plan, the website launch, two photo shoots and the release of the Spring edition of the "Insider's Guide" and "Current Newsletter." The Tourism Department is working on expanding the "Visitor Services Program," creating a "one sheet" of The Woodlands and reviewing projects with Texas Tourism, Brand USA and Visit Houston partners. The department will attend TACVB "Winter Conference" in Q1.

15. Recess to Executive Session to discuss matters relating to real property pursuant to §551.072, Texas Government Code; deliberation of economic development negotiations pursuant to §551.087, Texas Government Code; discuss personnel matters pursuant to §551.074, Texas Government Code; and to consult with the Corporation's attorney pursuant to §551.071, Texas Government Code;

Recessed to Executive Session at 12:38 p.m.

16. Reconvene in Public Session;

Reconvened in Public Session at 1:14 p.m.

17. President's Report;

None.

18. Board Announcements;

Chairman Bruce Rieser announced the "George P. Mitchell Memorial Highway Sign Dedication" event on January 17, 2020 at 3 p.m. in the office of Representative Steve Toth. Director J. J. Hollie invited everyone to "Taste of the Town" on January 16, 2020 from 4 to 9 p.m. and the "Economic Outlook Conference" on February 21, 2020 from 7:30 a.m. to 1 p.m. Both events will take place at The Woodlands Waterway Marriott Hotel & Convention Center.

19. Agenda items for next meeting;

Chairman Bruce Rieser mentioned that next meeting is set for February 19, 2020.

20. Adjournment.

Motion by Director Shelley Sekula-Gibbs, seconded by Vice Chairman John Anthony Brown to adjourn. Motion carried by unanimous vote.

Vote: 9 - 0 Passed

Adjourned at 1:16 p.m.



Fred Domenick, Secretary/Treasurer
The Woodlands CVB Board of Directors

2-19-20

Date

**RESOLUTION INCREASING THE NUMBER OF DIRECTORS COMPRISING THE
BOARD OF DIRECTORS OF THE WOODLANDS CONVENTION
AND VISITORS BUREAU**

WHEREAS, The Woodlands Convention and Visitors Bureau (the "Corporation") is subject to those certain Fourth Amended and Restated Bylaws of The Woodlands Convention and Visitors Bureau d/b/a Visit The Woodlands (the "Bylaws"), as adopted by the Board of Directors on May 15, 2019;

WHEREAS, pursuant to Section 3.2 of the Bylaws, the number of Directors "may be increased or decreased from time to time by an amendment to these Bylaws or resolution adopted by a majority of the Board of Directors," so long as the number of Directors be no less than three (3) nor more than eleven (11); and

WHEREAS, a majority of the Board of Directors of the Corporation has voted to increase the number of Directors from seven (7) to nine (9), effectively immediately upon adoption of this Resolution.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Corporation does hereby accept, ratify, and confirm the adoption of this Resolution;

RESOLVED FURTHER, that the number of Directors comprising the Board of Directors of the Corporation is hereby increased to nine (9); and

RESOLVED FURTHER, that immediately upon execution of this Resolution, all nine (9) Directorship positions become eligible for election by the Members in accordance with the procedures set forth in the Bylaws.

PASSED AND ADOPTED this 14th day of January 2020.



BRUCE RIESER
Chairman, Board of Directors

ATTEST:



FRED DOMENICK
Secretary, Board of Directors

THE WOODLANDS CONVENTION AND VISITORS BUREAU

Ballot
for
Officers of The Woodlands Convention and Visitors Bureau
January 14, 2020

In accordance with the Bylaws of The Woodlands Convention and Visitors Bureau (TWCVB), the Board of Directors of TWCVB is charged with the responsibility of electing Officers of TWCVB and Officers to serve on the Board of Directors for TWCVB. Eligible persons who have expressed an interest and willingness to serve as Officers of TWCVB are stated below.

It is recommended that TWCVB Directors select these individuals by written ballot as Officers of The Woodlands Convention & Visitors Bureau.


(Please vote by placing an "x" beside the name of the nominee and by signing your name below.)

Recommendations from The Woodlands Township Board of Directors:

President: Nick Wolda	

Write In:

Chairman: Bruce RIESER	X
Vice Chairman: JOHN ANTHONY BROWN	X
Treasurer/Secretary: FRED DOMENICK	X

Signature: 

Current Directors of The Woodlands Convention and Visitors Bureau:

**John Anthony Brown
Ted Harris
Bruce Rieser
Jenny Taylor
Nick Wolda**

**Fred Domenick
JJ Hollie
Shelley Sekula-Gibbs
Kevin Viteri**

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Recommendations from The Woodlands Township Board of Directors:

President: Nick Wolda	ABSTAIN

Write In:

Chairman: Bruce Rieser	✓
Vice Chairman: John Harris	✓
Treasurer/Secretary: Fred Domenick	✓

Signature: *Nick Wolda*

Current Directors of The Woodlands Convention and Visitors Bureau:

John Anthony Brown
Ted Harris
Bruce Rieser
Jenny Taylor
Nick Wolda

Fred Domenick
JJ Hollie
Shelley Sekula-Gibbs
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Recommendations from The Woodlands Township Board of Directors:

President: Nick Wolda	

Write In:

Chairman:	
Vice Chairman:	
Treasurer/Secretary:	

REISER	X
Brown	X
Domenick	X

Signature: 

Current Directors of The Woodlands Convention and Visitors Bureau:

- John Anthony Brown**
- Ted Harris**
- Bruce Rieser**
- Jenny Taylor**
- Nick Wolda**

- Fred Domenick**
- JJ Hollie**
- Shelley Sekula-Gibbs**
- Kevin Viteri**

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Recommendations from The Woodlands Township Board of Directors:

President: Nick Wolda	<input checked="" type="checkbox"/>
	<input type="checkbox"/>
	<input type="checkbox"/>
	<input type="checkbox"/>

	<input type="checkbox"/>
	<input type="checkbox"/>
	<input type="checkbox"/>
	<input type="checkbox"/>

Write In:

Chairman:	
Vice Chairman:	
Treasurer/Secretary:	

BRUCE RIESEL	
JOHN ANTHONY BROWN	
FRED DOMENICK	

Signature: _____

Current Directors of The Woodlands Convention and Visitors Bureau:

**John Anthony Brown
Ted Harris
Bruce Rieser
Jenny Taylor
Nick Wolda**

**Fred Domenick
JJ Hollie
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Recommendations from The Woodlands Township Board of Directors:

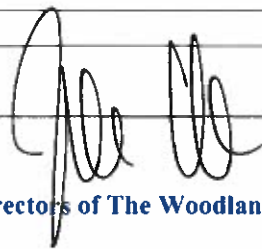
President: Nick Wolda	

Write In:

Chairman:	
Vice Chairman:	
Treasurer/Secretary:	

Bruce Rieser	
John A. Brown	
Fred Domenick	

Signature: _____



Current Directors of The Woodlands Convention and Visitors Bureau:

**John Anthony Brown
Ted Harris
Bruce Rieser
Jenny Taylor
Nick Wolda**

**Fred Domenick
JJ Hollie
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Recommendations from The Woodlands Township Board of Directors:

President: Nick Wolda	x

Write In:

Chairman: Bruce Rieser	x
Vice Chairman: John Anthony Brown	x
Treasurer/Secretary: Fred Domenick	x

Signature: Shelley G Gibbs

Current Directors of The Woodlands Convention and Visitors Bureau:

**John Anthony Brown
Ted Harris
Bruce Rieser
Jenny Taylor
Nick Wolda**

**Fred Domenick
JJ Hollie
Shelley Sekula-Gibbs
Kevin Viteri**

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Recommendations from The Woodlands Township Board of Directors:

President: Nick Wolda	✓	

Write In:

Chairman:	✓	Bruce Rieser
Vice Chairman:	✓	John Anthony Brown
Treasurer/Secretary:	✓	Fred Domenick

Signature:

Current Directors of The Woodlands Convention and Visitors Bureau:

**John Anthony Brown
Ted Harris
Bruce Rieser
Jenny Taylor
Nick Wolda**

**Fred Domenick
JJ Hollie
Shelley Sekula-Gibbs
Kevin Viteri**

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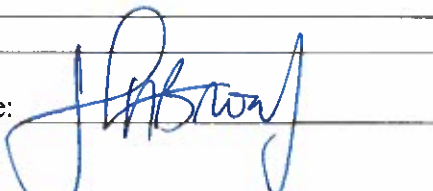
(Please vote by placing an "x" beside the name of the nominee and by signing your name below.)

Recommendations from The Woodlands Township Board of Directors:

President: Nick Wolda	<input checked="" type="checkbox"/>	
	<input type="checkbox"/>	
	<input type="checkbox"/>	
	<input type="checkbox"/>	

Write In:

Chairman: Bruce Rieser	<input checked="" type="checkbox"/>	
Vice Chairman: John A Brown	<input checked="" type="checkbox"/>	
Treasurer/Secretary: FRED DOMENICK	<input checked="" type="checkbox"/>	
	<input type="checkbox"/>	
	<input type="checkbox"/>	

Signature: 

Current Directors of The Woodlands Convention and Visitors Bureau:

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Ted Harris
Bruce Rieser
Jenny Taylor
Nick Wolda**

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Recommendations from The Woodlands Township Board of Directors:

President: Nick Wolda		

Write In:

Chairman: <u>Bruce Rieser</u>		
Vice Chairman: <u>John Brown</u>		
Treasurer/Secretary: <u>Fred Domenick</u>		

Signature: 

Current Directors of The Woodlands Convention and Visitors Bureau:

- | | |
|--|--|
| <p>John Anthony Brown
Ted Harris
Bruce Rieser
Jenny Taylor
Nick Wolda</p> | <p>Fred Domenick
JJ Hollie
Shelley Sekula-Gibbs
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|--|--|

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Recommendations from The Woodlands Township Board of Directors:

John Anthony Brown	<input checked="" type="checkbox"/>
Ted Harris	<input checked="" type="checkbox"/>
Bruce Rieser	<input checked="" type="checkbox"/>
Jenny Taylor	<input checked="" type="checkbox"/>
Nick Wolda	<input checked="" type="checkbox"/>

Fred Domenick	<input checked="" type="checkbox"/>
JJ Hollie	<input checked="" type="checkbox"/>
Shelley Sekula-Gibbs	<input checked="" type="checkbox"/>
Kevin Viteri	<input checked="" type="checkbox"/>

Write In:

Signature:



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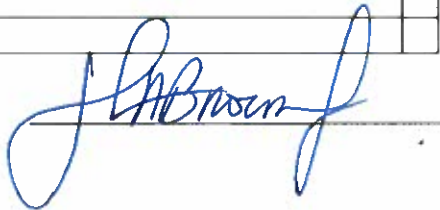
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Bruce Rieser	<input checked="" type="checkbox"/>
Jenny Taylor	<input checked="" type="checkbox"/>
Nick Wolda	<input checked="" type="checkbox"/>

Fred Domenick	<input checked="" type="checkbox"/>
JJ Hollie	<input checked="" type="checkbox"/>
Shelley Sekula-Gibbs	<input checked="" type="checkbox"/>
Kevin Viteri	<input checked="" type="checkbox"/>

Write In:

Signature:



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Recommendations from The Woodlands Township Board of Directors:

John Anthony Brown	x
Ted Harris	x
Bruce Rieser	x
Jenny Taylor	x
Nick Wolda	x

Fred Domenick	x
JJ Hollie	x
Shelley Sekula-Gibbs	x
Kevin Viteri	x

Write In:

Signature:

Shelley Sekula-Gibbs