

NOTICE OF MEETING

Notice is hereby given that Austin Convention Enterprises, Inc., a Texas non-profit public facility corporation (the “*Corporation*”), organized under Local Government Code Chapter 303, as amended, will hold a regular meeting of its board of directors (the “*Board*”). The meeting will be held at City Hall, Room 3103, 301 West 2nd Street, Austin, Texas at 10:00 A.M., October 27, 2014, for the following purposes:

1. Call to Order; determination of quorum.
2. Receive report from Anthony Snipes, Corporation president.
3. Approve minutes for the July 30, 2014 Corporation Board meeting.
4. Receive report from Hilton Worldwide, Inc. (“*Hilton*”), Hotel Manager, on the forecast of operations of the Austin Convention Center Hotel (“*Hotel*”) through the end of fiscal year 2014.
5. Discuss projected waterfall of indentured funds based on Hilton's forecast of operations for fiscal year 2014.
6. Receive report from Hilton regarding the plan for developing, and the timing for completion of, the 10 year capital plan for the Hotel, including the 2015 capital budget.
7. Receive report from Hilton regarding the expected timing of the 2015 operating budget process.
8. Receive reports from Melava Consulting, LLC, facilities manager (“*Melava*”) and Hilton on the current status of the Hotel renovation project.
9. Discuss the final budget for the Hotel renovation project and sources of funding therefor, and authorize an Officer of the Corporation to work with Melava and John Roberts, advisor to the board, to negotiate and execute any remaining contested change orders or agreements related thereto for the renovation project, and take any other action necessary to close-out the renovation project and contracts related thereto.
10. Discuss and approve transfer of up to \$350,000.00 from the Prepayment Account of the Excess Revenues Fund to the Renewal and Replacement Fund under the Corporation’s 2006 Amended and Restated Indenture of Trust (the “*Indenture*”) to pay for wiring construction defect repairs.
11. Receive report from Hilton and Warnick & Company, LLC (“*Warnick*”), operations monitor, on the status of the market study of the central district hotel market supply and proposals for restaurant concept recommendations.
12. Discuss the status of the capital reserves adequacy analysis and property condition assessment for the Hotel.
13. Receive report from Hilton and Warnick on the status of engaging a consultant to perform an energy audit of the Hotel.
14. Consider and approve engagement of Padgett Stratemann to prepare Corporation’s audited annual financial statements and certified debt service coverage ratios for the fiscal year ending December 31, 2014 and authorize an Officer of the Corporation to execute any agreements or procedures related thereto.
15. Receive update from Mark Tester and M. Arthur Gensler Jr. & Associates, Inc., on the proposed sky-bridge linking the Hotel to the Austin Convention Center. Authorize an Officer of the Corporation to work with John Roberts to engage consultants to provide an engineering analysis and costing estimate analysis for the sky-bridge.
16. Discuss and approve an optional redemption of the Series 2001C Bonds.
17. Receive report from John Roberts on discussions with the new coverage officer at Syncora Guarantee (“*Syncora*”), the bond credit enhancer. Discuss the process for an overall request of Syncora to permanently increase the Renewal and Replacement Set Aside Amount and/or the Supplemental Renewal and Replacement Set Aside Amount.
18. Approve an amendment to the 2006 Bond Indenture clarifying the process for revising the sinking fund installment schedule upon a partial redemption of the Series 2001C Bonds and permitting an increase in the Supplemental Renewal and Replacement Fund.
19. Consider and approve a reimbursement resolution in connection with the potential issuance of tax-exempt bonds to finance the design and construction of the proposed sky-bridge.
20. Discuss Corporation's projected administrative expenses through fiscal year 2014 as compared to the amount budgeted for such fiscal year. Approve a request to Trustee for a one time increase to the distribution to the Administrative Fee Fund to cover any projected shortfall in the 2014 administrative expense budget.
21. Receive report from Melava on the revised chilled water metering system and other Hotel renovation or maintenance projects.

- 22. Receive report from Corporation's representative to the Austin Convention Condominium Association.
- 23. Discuss the Corporation Board meeting schedule for the remainder of 2014.

The Corporation reserves the right to go into executive session, if necessary, pursuant to Section 551.071 of the Texas Government Code, to receive advice from Legal Counsel regarding any item on this agenda.

THE CORPORATION AND THE CITY OF AUSTIN ARE COMMITTED TO COMPLYING WITH THE AMERICANS WITH DISABILITIES ACT (ADA). REASONABLE ACCOMMODATIONS, INCLUDING EQUAL ACCESS TO COMMUNICATIONS, WILL BE PROVIDED UPON REQUEST. PLEASE CALL 974-7600 (VOICE), OR RELAY TEXAS 1-800-735-2989 (TDD/TT) FOR MORE INFORMATION.

Posted: October ____, 2014
Time: _____
Posted By: _____