

**MINUTES OF A MEETING OF
THE BOARD OF DIRECTORS
OF AUSTIN CONVENTION ENTERPRISES, INC.**

December 29, 2020

A regular meeting of the Board of Directors of Austin Convention Enterprises, Inc. (the "Corporation") was held by video conference on December 29, 2020, at 11:00 a.m. This meeting was open to the public. Notice of the meeting was given in accordance with Chapter 551, Texas Government Code, as amended and the March 17, 2020 directive by the Governor of Texas suspending certain open meeting laws.

1. Agenda item 1 was considered: Call to Order; determination of quorum.

Phillip Schmandt called the roll of duly constituted members of the Board of Directors (the "Board"), who are as follows: Phillip Schmandt, Jolsna Thomas and Sherri Greenberg. All were present, thus constituting a quorum of the Board. Noting that a quorum was present, Mr. Schmandt called the meeting to order at 11:00 a.m. Also attending the video-conference was John Roberts, Advisor to the Board, David Dawson of Winstead PC, general counsel to the Board, Chad Sorensen of CHMWarnick, operations monitor, and Joe Bolash, general manager of the Hilton Austin..

2. Agenda item 2 was considered: Registered public speaker comments.

Mr. Roberts noted there were no registered speakers.

3. Agenda item 3 was considered: Approve minutes for the December 18, 2020 Corporation Board meeting.

Ms. Thomas moved to approve the minutes. Ms. Greenberg seconded the motion, and the motion was approved unanimously.

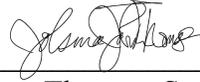
4. Agenda item 4 was considered: Consider actions related to the engagement of a President or Chief Executive Officer for Corporation, including amending the 2021 Corporation administrative budget, as necessary.

Mr. Schmandt moved to authorize him to negotiate and execute an employment agreement with Jimmy Flannigan for the position of President, consistent with the terms previously approved by the Board. Ms. Greenberg seconded the motion and the motion was unanimously approved.

Noting that there were no other matters to discuss, and there being no further business to come before the Board, Ms. Thomas moved to adjourn the meeting, Ms. Greenberg seconded the motion and motion was unanimously approved.

THE MEETING ADJOURNED AT 11:01 A.M.

The minutes were approved on January 21, 2021 on Jolsna Thomas's motion, Sherri Greenberg second on a 3-0 vote.



Jolsna Thomas, Secretary

Date: 1/21/2021