

**MINUTES OF THE ANNUAL MEETING
OF THE BOARD OF DIRECTORS OF
REMEMBER THE ALAMO FOUNDATION**

September 7, 2016

TIME AND PLACE OF MEETING

The annual meeting of the Board of Directors (the “Board”) of Remember the Alamo Foundation, a Texas nonprofit corporation (the “Corporation”), was held in the William Room at the Emily Morgan Hotel located at 705 E. Houston Street, San Antonio, Texas 78205 on the date set forth above at 3:15 p.m., local time, pursuant to a meeting notice duly given to all of the members of the Board in accordance with Section 3.07 of the Bylaws of the Corporation (the “Bylaws”).

ATTENDEES

The following directors were present in person at the meeting:

Gene Powell, Chairman
Hope Andrade
George P. Bush
Dr. Francisco Cigarroa
Jim Dannenbaum
Lew Moorman
Nancy Perot
Welcome Wilson, Jr.

Ramona Bass, Red McCombs, and Ambassador Jeanne Phillips were not present at the meeting.

At the invitation of the Board, the following also attended the meeting: from the Texas General Land Office, Kim Barker, Aaron DeLeon, Jeff Gordon, J.R. Hernandez, Anne Idsal, Kenny McLeskey, Bryan Preston, and Hector Valle; from the Corporation, Becky Dinnin and Rachel Bell; from Alamo Complex Management, Ian Oldaker, Reba Collins, and Allegra Zwaan; from The DeBerry Group, Kelli Larsen Epp; from Dykema Cox Smith, counsel to the Corporation, Kerry T. Benedict and Nick Monaghan; and from Fisher Heck Architects, Lewis Fisher and Mark Navarro.

QUORUM AND CALL TO ORDER

Gene Powell, Chairman of the Board, called the meeting to order and acted as secretary of the meeting (the “Secretary”). Based on the number of directors in attendance at the meeting, it was determined that a quorum was present and that the meeting could proceed.

REVIEW AND APPROVAL OF THE MINUTES

The first order of business before the meeting was the review of the minutes from the regular meeting of the Board held on June 1, 2016 (the “Minutes”).

The Secretary reviewed the Minutes, which were in the form of the drafts previously distributed to the Board. After the Secretary’s review of the Minutes, the members of the Board present unanimously approved the Minutes.

BUSINESS CONDUCTED AT THE MEETING

As the next order of business, Kerry T. Benedict discussed the proposed resolutions of the Board for consideration at this meeting. After further discussion, upon motion duly made and seconded, the members of the Board present unanimously voted to approve the following resolutions:

ANNUAL MEETING OF THE BOARD OF DIRECTORS OF THE CORPORATION

WHEREAS, the Board, desires to provide that this meeting constitutes the annual meeting of the Board, as required under Section 3.06 of the Bylaws; now, therefore, be it

RESOLVED: That this meeting of the Board constitutes the annual meeting of the Board for the year 2016 (the “Annual Meeting”).

OFFICERS OF THE CORPORATION

WHEREAS, the term of office of each of the officers of the Corporation has not expired as of the date of this Annual Meeting and no new officers are to be appointed at this Annual Meeting; now, therefore, be it

RESOLVED: The following persons constitute the current officers of the Corporation as of the date of the Annual Meeting:

| <u>Name</u> | <u>Office</u> |
|----------------|----------------------------------|
| George P. Bush | President |
| Gene Powell | Chairman and Secretary |
| Ramona Bass | Vice Chairman and Vice President |
| Lew Moorman | Treasurer |

As the next order of business, Becky Dinnin provided a financial update to the Board. Ms. Dinnin first discussed the source of the funds as well as the strategy to raise funds. Ms. Dinnin then discussed the Alamo fundraising campaigns, the Reimagine the Alamo Capital Campaign as well as the various annual campaigns in detail. Ms. Dinnin presented a timeline to outline the key fundraising events. The Board asked a number of questions and a discussion ensued.

After further discussion, upon motion duly made and seconded, the members of the Board present unanimously voted to approve the following resolutions:

RATIFICATION OF PRIOR ACTS

RESOLVED: That all actions of the Board taken since the Corporation's formation, whether such actions were approved by means of a meeting of the Board or by unanimous written consent of the Board, for or on behalf of the Corporation, be, and such actions hereby are, ratified and approved in all respects.

RESOLVED: That all actions of the officers of the Corporation taken since the Corporation's formation, for or on behalf of the Corporation, be, and such actions hereby are, ratified and approved in all respects.

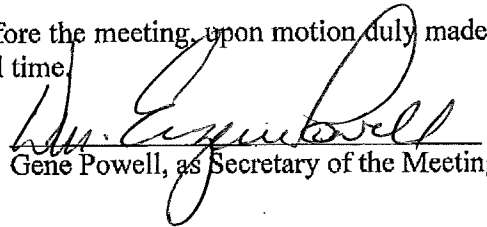
OMNIBUS RESOLUTIONS

RESOLVED: That in addition to the specific authorizations conferred by the foregoing resolutions, the officers of the Corporation (the "Authorized Officers") are, and each of them hereby is, authorized, empowered, and directed, in the name and on behalf of the Corporation, to do or cause to be done all such further acts and things as the Authorized Officers, or any of them, shall, as evidenced by the doing or causing thereof, deem necessary, desirable or appropriate in order to carry into effect the purposes and intent of the foregoing resolutions, with the doing of the same or causing the same to be done by the Authorized Officers, or any of them, establishing conclusively the authority therefor and the approval by the Board of the actions so taken; and, if specific forms of resolutions are necessary, desirable or appropriate to accomplish the transactions contemplated by the foregoing resolutions, then the same shall be deemed to have been, and hereby are, adopted, and the Secretary of the Corporation is authorized to certify the adoption of all such resolutions as though such resolutions had been presented to and approved by the Board.

RESOLVED: That each of the lawful acts of the Authorized Officers, or any of them, taken prior to the date hereof in connection with the transactions contemplated by the foregoing resolutions is hereby ratified, adopted, approved and confirmed as if each such act had been presented to and approved by the Board prior to being taken.

ADJOURNMENT

There being no further business to come before the meeting, upon motion duly made and seconded, this meeting adjourned at 3:50 p.m., local time.


Gene Powell, as Secretary of the Meeting