

**ALAMO TRUST, INC. BOARD OF DIRECTORS  
MEETING MINUTES  
Wednesday, February 5, 2025**

**TIME AND PLACE OF MEETING**

A meeting of the Board of Directors (the “Board”) of Alamo Trust, Inc., a Texas nonprofit corporation (the “Corporation”), was held in the Burns Conference Room 1, located at 106 Jefferson 2<sup>nd</sup> floor, San Antonio, Texas 78205, on Wednesday, February 5, 2025 at 10:45 a.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 Fifth Amended and Restated Bylaws of the Corporation.

**ATTENDEES**

The following directors attended the meeting:

Welcome Wilson, Jr., Chair  
Hope Andrade, Treasurer  
Sherry Sylvester  
Mark Johnson, RTAF Board Chair

The following directors attended the meeting via video conference:

Charlie Amato  
Adrian Piloto

Francisco Cigarroa and Peter J. Holt were not present at the meeting.

At the invitation of the Board, the following also attended the meeting: from the Corporation, Kate Rogers, Jill DeYoung, Daniela Serna and Lisa Tapp; from Remember the Alamo Foundation (RTAF), Mark Johnson.

It was confirmed that all participants in the meeting could hear and be heard by all other participants in the meeting.

**QUORUM AND CALL TO ORDER**

Welcome Wilson, Jr., Chair of the Board (the “Chair”), called the meeting to order at 10:57 a.m. 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.

**ACTION ITEM: Approval of Prior Meeting Minutes**

The first order of business before the meeting was the review of the minutes of the Board meeting held on Wednesday, October 16, 2024, and the Special Meeting held on Thursday, November 21, 2024 (the “Minutes”). The Minutes were reviewed, which were in the form of the drafts previously submitted to the Board. Upon motion duly made by Hope Andrade and seconded by Charlie Amato, the Board unanimously approved the Minutes.

**PUBLIC COMMENT SESSION**

The meeting was then opened to public comment. The Chair determined that no members of the public were in attendance and that no members of the public had requested to make comments at the meeting. Accordingly, no public comments were offered to the Board.

### **BUSINESS CONDUCTED AT THE MEETING**

#### **ACTION ITEM: Nomination and Election/Approval of RTAF Board Chair – Mark M. Johnson**

Upon motion duly made by Hope Andrade and seconded by Charlie Amato, the Board unanimously approved the nomination and election/approval of a new RTAF Board Chair, Mark M. Johnson.

#### **Executive Director's Report**

Kate Rogers, Executive Director of the Corporation, reported on the operations of the Corporation's sole member Alamo Trust, Inc. (ATI) including Marketing (FY24 annual reports, guided tour pricing, summary of attendance/experience/capture rate/contributions data/guest surveys), Development (summary of goal, raised to date, pending, left to raise, new gifts and Alamo Livestock Roundup sponsors and donations to date), Communications (summary of events and media coverage, including Travis Letter, Plaza de Valero, Sen. Cornyn, Ben Milam painting, Weapons and Whisky and latest on social media videos and podcase series), Collections (digitization, online publishing, VCM prep), Curation (painting unveiling, pop culture exploration, collection growth and exhibits), Conservation (Church probes, material analysis, collaborations with THC, cenotaph restoration, ongoing efforts, drawings progress), Archaeology (conference participation, peer review edited volume, permits, new hire), Education (trip to Col. Williamsburg and Mount Vernon, Texas Rev Road Trip and Mexico City Summer Institute, Teach the Alamo: STEAM presentation by team member, Morgan Oldham, National WWII Museum upcoming trip, teacher development programs), Living History & Learning Programs (trip to Col. Williamsburg and Mount Vernon, Evening with Heroes auditions, Soldiers at the Alamo), Interpretation (Spanish tours update, Professional Tour Guide Association partnership, War in the Pacific Museum trip), Guest Experience (trip to Mount Vernon, holiday visitor update and initiatives), Volunteers (upcoming fair, appreciation luncheon), Operations- Information Technology (Mission Control Help Desk, new software implementations and initiatives, inventory system exploration), Rangers (site assessment by Texas DPS, FAA outreach for airspace restrictions, SAPD temporary support), HR (promotions and new hires, holiday luncheon), and Facilities (daily operations, punch list and warranty tracking, construction coordination, event facilitation).

#### **Treasurer's Report**

Lisa Tapp, CFO of the Corporation presented Financial Reports related to the Corporation, including a Statement of Activities Fiscal Year 2024 for September 2024 to December 2024, Budget vs. Actuals – Operations Fiscal Year 2024 for September 2024 to December 2024, Statement of Position for the end of December 2024. She also provided the Consolidated Financial Statements for Corporation and Remember the Alamo Foundation (RTAF) for September 2024 through December 2024, including a Consolidated Statement of Activities Fiscal Year 2024 for September 2024 through December 2024 and Consolidated Statement of Financial Position as of End of December 2024. In addition, she reported on a high level on the overall funding sources and working capital, especially as related to the Alamo Plan, lines of credit which have not been used, and mentioned that she continues to work on the cash flow projections for the year.

### **Governance Update**

#### **Acknowledgment of Board Action by Written Consent executed 01/22/2025 and Complete and submit 2025 Board Conflict of Interest Form**

Daniela Serna, General Counsel of Corporation acknowledged the Board Action by Written Consent executed on 01/22/2025 whereby Sherry Sylvester was nominated and elected as a new ATI Board Member and Ryan Berg was nominated and elected as an RTAF Board Member. She also reported on governance topics as this is the first board meeting of the year. Daniela discussed the importance of board giving during the fiscal year, especially for grant submissions. She provided the Annual Conflict of Interest forms required to be filled out by each board member to be audit compliant. Lastly, Daniela reminded board members of the OnBoard board member portal and mobile app that keeps all past board information and meetings filed and organized, as well as future calendar, etc.

### **EXECUTIVE SESSION**

The Board agreed that no executive session was needed at today's meeting.

### **OLD BUSINESS**

None.

### **NEW BUSINESS**

None.

### **ADJOURNMENT**

There being no further business to come before the meeting, this meeting of the Board was adjourned at 11:53 a.m. local time.

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Hope Andrade, as Acting Secretary of the Meeting