

**NOTICE OF REGULAR MEETING OF BOARD OF DIRECTORS OF
BASTROP ECONOMIC DEVELOPMENT CORPORATION (BEDC)**

Monday, July 15, 2019 – 5:00 P.M.

Bastrop City Hall, 1311 Chestnut Street, Bastrop, Texas

1. CALL TO ORDER

The Bastrop EDC Board reserves the right to convene into Executive Session at any time during the meeting regarding any agenda item in compliance with the Texas Open Meetings Act, Chapter 551 Government Code.

2. PUBLIC COMMENT(S)

3. BUDGET WORKSHOP – Postponed until July 22, 2019

4. REGULAR BUSINESS & PRESENTATIONS

- 4.1. Approval of meeting minutes of the Bastrop EDC Regular Board Meeting of June 17, 2019. **(page 3)**
- 4.2. Acceptance of the Bastrop EDC’s financial summary report for period ending June 30, 2019. **(page 6)**
- 4.3. Consideration, discussion and possible action on Resolution R-2019-0009 of the Board of Directors of the BEDC approving the Interim Executive Director’s execution of an advertising contract with Texas Monthly to sponsor a SXSW event in March 2020. **(page 21)**
- 4.4. Consideration, discussion and possible action on Resolution R-2019-0010 of the Board of Directors of the BEDC approving the Executive Director’s execution of the advertising agreement with Austin Business Journal (ABJ) to sponsor the 2019 ABJ East Austin Growth Summit in October 2019. **(page 25)**
- 4.5. Consideration, discussion and possible action on Resolution R-2019-0011 of the Board of Directors of the BEDC authorizing the Interim Executive Director to hire a professional services company for public relations and the execution of an as-needed agreement with Buie & Co. **(page 30)**
- 4.6. Consideration, discussion and possible action on Resolution R-2019-0012 of the Board of Directors of the BEDC approving a change order with Bowman Consulting for the Downtown Trail Expansion Project for construction drawings, review and processing required for grant funding, in the amount of \$50,000. **(page 35)**
- 4.7. Consideration, discussion and possible action on Resolution R-2019-0013 of the Board of Directors of the BEDC approving a change order with Bowman Consulting for the Agnes Street Extension Project in the amount of \$67,485.41. **(page 41)**
- 4.8. Consideration, discussion and possible action on Resolution R-2019-0014 approving a change order for the installation of underground electric distribution facilities for the Agnes Street Extension Project in the amount of \$37,399.57. **(page 52)**
- 4.9. Consideration, discussion and possible action on Resolution R-2019-0015 of the Board of Directors of the BEDC approving of the Project for 921 Main Street and the terms of

a commercial design and construction contract with Stone Development Group, Inc.; authorizing all necessary actions, including hiring of a project manager and execution of all necessary documentation; and, providing an effective date. **(page 57)**

4.10. Consideration, discussion and possible action on a Resolution R-2019-0016 of the Board of Directors of the BEDC approving the loan documents with Roscoe State Bank for the 921 Main Street Project. **(page 62)**

4.11. Update on EDC staff activities (e.g. marketing, prospects, projects, event, and other updates). **(page 67)**

5. EXECUTIVE SESSION

5.1. The Bastrop EDC Board of Directors will meet in a closed/executive session pursuant to the Texas Government Code, Chapter 551, to discuss the following:

(1) **Section 551.071** Consultation with Attorney – LGC Section 505.103

(2) **Section 551.071** Consultation with Attorney – Buie & Co.

(3) **Section 551.071** Consultation with Attorney and **Section 551.087** Deliberation regarding the commercial or financial information received on potential projects – Project Paint by Number, Project Molly, 921 Main Street Project, Project Red Carpet, Project Q-Bert, Project Drumline, and Project Hobbs

(4) **Section 551.072** Deliberation about the purchase, exchange, lease, or value of real property – Project Paint by Number, Project Molly, and 921 Main Street Project, Red Carpet, Project Q-Bert, and Project Drumline

(5) **Section 551.074** Personnel Matters – to deliberate the appointment, employment, evaluation, reassignment, duties, discipline, or dismissal of an employee.

5.2. The Bastrop EDC Board of Directors will reconvene into open session to discuss, consider and/or take any action necessary related to the executive sessions noted herein.

6. ADJOURNMENT

CERTIFICATE

I, Kathy Merrifield, EDC Assistant of the Bastrop Economic Development Corporation (Bastrop EDC), certify that this Notice of Meeting was posted on the front window of the Bastrop EDC offices, 301 Hwy 71 W., Suite 214, at the Bastrop City Hall, 1311 Chestnut Street, and on the Bastrop EDC's website on this the 12th of July 2019 at 5:00 p.m. Copies of this agenda have been provided to those members of the media requesting such information.

Kathy Merrifield

Kathy Merrifield, BEDC Assistant

THE BASTROP ECONOMIC DEVELOPMENT CORPORATION IS COMMITTED TO COMPLIANCE WITH THE AMERICANS WITH DISABILITIES ACT. REASONABLE MODIFICATIONS AND EQUAL ACCESS WILL BE PROVIDED UPON REQUEST. PLEASE CALL 512-303-9700.



Agenda Item: 4.1

AGENDA MEMORANDUM

Meeting Date: July 15, 2019

Agenda Item: Approval of meeting minutes of the Bastrop EDC Regular Board Meeting of June 17, 2019.

Prepared by: Kathy Merrifield, EDC Assistant

The draft minutes from the Regular Board Meeting of June 17, 2019, are attached for the Board's review.

Attachments:

Draft minutes from the Regular Board Meeting of June 17, 2019

Recommendation – Approve the meeting minutes as submitted.

[RECOMMENDED MOTION] – I move to approve the minutes as submitted.

BASTROP ECONOMIC DEVELOPMENT CORPORATION (BEDC)
BOARD OF DIRECTORS
Minutes of Monthly Meeting, June 17, 2019
Bastrop City Hall, 1311 Chestnut Street, Bastrop, Texas

The Bastrop Economic Development Corporation (BEDC) met on Monday, June 17, 2019, at 5:00 p.m. at Bastrop City Hall, 1311 Chestnut Street, for a Monthly Meeting. Board members present: Kathryn Nash, Kevin Plunkett, Sam Kier, Connie Schroeder, Ron Spencer, Pat Crawford and Jeff Haladyna. Staff members present: Phallan Davis, Angela Ryan, Jean Riemenschneider and Kathy Merrifield. BEDC Attorney Cameron Cox was also in attendance.

1. **CALL TO ORDER** – Board Chair Kathryn Nash called the Board Meeting to order at 5:00 p.m. and took the Board into Executive Session.
2. **PUBLIC COMMENT(S)** – Richard Smarzik and Dock Jackson each spoke about agenda Item 3.3 and the 921 Main Street Project.
3. **REGULAR BUSINESS & PRESENTATIONS**
 - 3.1. Approval of meeting minutes of the Bastrop EDC Regular Board Meeting of May 20, 2019. Mr. Plunkett made the motion to approve the minutes as submitted, Ms. Schroeder seconded, and the motion passed.
 - 3.2. Acceptance of the Bastrop EDC's financial summary report for period ending May 31, 2019. Ms. Davis presented the May financials. Mr. Kier made the motion to accept the financials as submitted, Mr. Plunkett seconded, and the motion passed.
 - 3.3. Consideration, discussion and possible action on Resolution R-2019-0007 of the Bastrop Economic Development Corporation approving and requesting approval of an amendment to the BEDC's FY 2018/2019 annual budget to allocate THREE HUNDRED SEVENTY-SEVEN THOUSAND SEVENTY-TWO (\$377,072) DOLLARS from reserve funds to be used for the cash down payment on a loan for construction costs for the 921 Main Street Project, to be used first in the construction project. Public comments were heard from Richard Smarzik and Dock Jackson. Mr. Plunkett made the motion to approve Resolution R-2019-0007 with the amended wording 'and to authorize the Treasurer to distribute these funds and execute all necessary documents', Mr. Haladyna seconded, and the motion passed.
 - 3.4. Consideration, discussion and possible action on the appointment of an Interim Executive Director for the BEDC. After discussion in Executive Session, Phallan Davis, current Marketing and Communications Manager, was appointed as Interim Director until a new Executive Director is hired.
 - 3.5. Update on EDC staff activities (e.g., marketing, prospects, projects, events, and other updates). Ms. Davis presented May staff activities, including metrics for the EDC website, social media and projects.
4. **EXECUTIVE SESSION (Note: this was moved to after Call to Order)**
 - 4.1. At 5:02 pm, the Bastrop EDC Board of Directors met in a closed/executive session pursuant to the Texas Government Code, Chapter 551, to discuss the following:

- (1) **Section 551.071** Consultation with Attorney – Project Agnes II, Project Compassionate, Project Green, Project Noah, Project Gnome, Project Technology/ MLK, Project Bronze Star, Project Paint by Number, Project Molly, and 921 Main Street
- (2) **Section 551.072** Deliberation about the purchase, exchange, lease, or value of real property – Project Paint by Number, Project Molly, and 921 Main Street
- (3) **Section 551.087** Deliberation regarding the commercial or financial information received on potential projects – Project Agnes II, Project Compassionate, Project Green, Project Noah, Project Gnome, Project Technology/MLK, Project Bronze Star, Project Paint by Number, Project Molly
- (4) **Section 551.074** Personnel Matters – to deliberate the appointment, employment, evaluation, reassignment, duties, discipline, or dismissal of an employee.

4.2. At 7:12 p.m., the Bastrop EDC Board of Directors reconvened into open session to discuss, consider and/or take any action necessary related to the executive sessions noted herein. Two items were addressed: 1) Mr. Kier made the motion to appoint Phallan Davis to Interim Director, Ms. Crawford seconded, and the motion passed. 2) Mr. Spencer made a motion to change Kathy Merrifield’s title to Office Manager with commiserate pay increase effective July 1st, 2019, Mr. Kier seconded, and the motion passed.

5. **ADJOURNMENT** – Board Chair Kathryn Nash adjourned the meeting at 7:35 p.m.

APPROVED: _____
Kathryn Nash, Board Chair

ATTEST: _____
Kathy Merrifield, EDC Assistant



Agenda Item: 4.2

AGENDA MEMORANDUM

Meeting Date: July 15, 2019

Agenda Item: Acceptance of the Bastrop EDC's financial summary report for period ending June 30, 2019.

Prepared by: BEDC Staff

Attached for the Board's review and consideration is the BEDC financial summary report for the period ending June 30, 2019.

Attachment:
Financial Summary Report for period ending June 30, 2019

Recommendation – Accept the financial summary report as submitted.

[RECOMMENDED MOTION] – I move to accept the June BEDC financial summary report as submitted.

Bastrop Economic Development Corporation

Financial Summary For Period Ending June 2019



Summary of Revenues and Expenditures

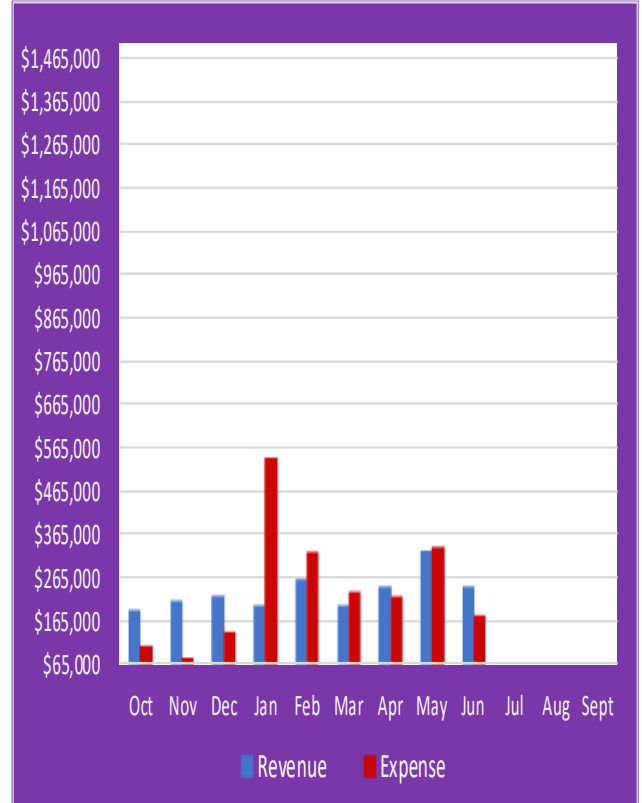
As of June 30, 2019



OVERALL FUND PERFORMANCE

REVENUES VS EXPENSES

Month	FY2019 Revenue	FY2019 Expense	Monthly Variance
Oct	\$ 188,063	\$ 107,119	\$ 80,944
Nov	208,065	80,898	\$ 127,167
Dec	221,414	140,654	\$ 80,760
Jan	195,226	535,818	\$ (340,592)
Feb	254,659	322,143	\$ (67,484)
Mar	196,893	228,006	\$ (31,113)
Apr	240,963	218,110	\$ 22,853
May	319,251	331,792	\$ (12,541)
Jun	242,050	176,790	\$ 65,260
Jul			
Aug			
Sept			
Total	\$ 2,066,584	\$ 2,141,330	\$ (74,746)



Positive

The higher expense amounts are attributable to the Agnes Street project. This project is being funded out of bond funds received in FY2018.



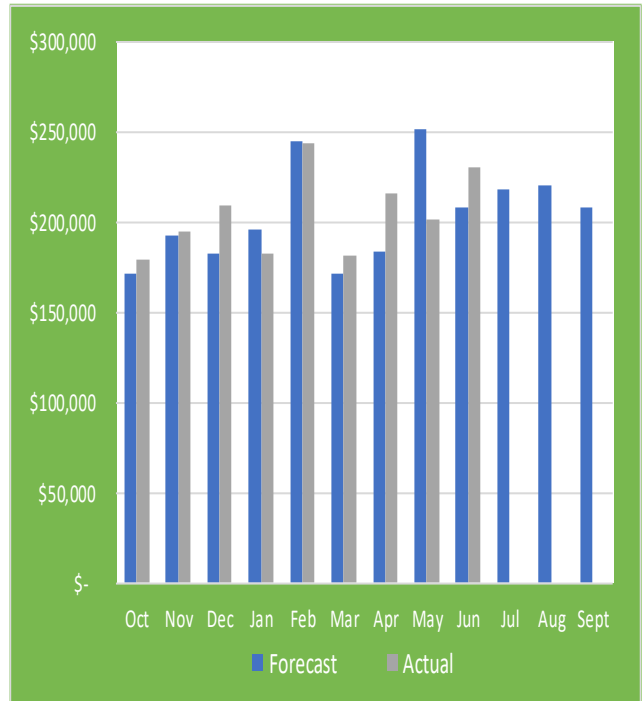
07/12/2019
Summary of Sales Tax Revenue
 As of June 30, 2019



REVENUE ANALYSIS

SALES TAX REVENUE

<u>Month</u>	<u>FY2019 Forecast</u>	<u>FY2019 Actual</u>	<u>Monthly Variance</u>
Oct	\$ 171,165	\$ 178,959	\$ 7,794
Nov	192,394	194,036	\$ 1,642
Dec	181,978	208,910	\$ 26,932
Jan	195,618	182,199	\$ (13,419)
Feb	244,522	242,902	\$ (1,620)
Mar	171,165	181,171	\$ 10,006
Apr	183,392	215,401	\$ 32,009
May	250,872	201,204	\$ (49,668)
Jun	207,844	230,084	\$ 22,240
Jul	218,358		
Aug	220,070		
Sept	207,844		



Total	\$ 2,445,222	\$ 1,834,866	\$ 35,916
Forecast YTD	\$ 1,798,950		
Actual to Forecast	\$ 35,916	2.0%	

Positive

Sales Tax revenue is 75% of total revenue. The amount in Oct. and Nov. are estimated due to the timing of receiving the payments. The State Comptroller has a two month lag between month earned and month distributed. The Actual to forecast year to date is a positive 2%. It was noted that several taxpayers paid in April future tax periods, causing the actual to be much higher than projected and reflecting a negative in May.



Expenditures Budget to Actual Comparison

As of June 30, 2019



OPERATING EXPENDITURES COMPARISON

<u>Category</u>	<u>FY2019 Forecast</u>	<u>FY2019 Actual</u>	<u>Monthly Variance</u>
Personnel	\$ 341,805	\$ 327,680	\$ 14,125
Supplies & Material	18,995	17,585	\$ 1,410
Maintenance & Repairs	10,715	6,274	\$ 4,441
Occupancy	41,051	40,413	\$ 638
Contractual Service	409,130	285,477	\$ 123,653
Marketing/Advertising	527,541	327,011	\$ 200,530
Contingency	-	-	\$ -
Debt Service	90,384	90,384	\$ -
Total	\$ 1,439,621	\$ 1,094,824	\$ 344,797

Forecast to Actual % 23.95%

Positive

The forecast to actual comparison is a positive 24% year-to-date. There were several projects budgeted that have not seen expenses.



Expenditures Budget to Actual Comparison

As of June 30, 2019



CAPITAL OUTLAY PROJECTS

<u>Project</u>	<u>FY2019 Budget</u>	<u>FY2019 Actual</u>	<u>Budget Balance</u>
Trail System Downtown loop (only engineering and permitting expenses so far)	\$ 629,218	\$ 20,513	\$ 608,705
Bus. Ind. Park-Tech/MLK Infra (only engineering expenses so far)	779,928	6,836	\$ 773,092
Agnes/Home Depot Way Infra This project is close to complete	1,078,466	974,107	\$ 104,359
921 Main St. Project Enginerring	377,072	50,400	\$ 326,672
Total	\$ 2,864,684	\$ 1,051,856	\$ 1,812,828

These projects are funded by various funds including 2013 Bond funds, operating funds and 2018 Bond funds. The 921 Main St. Project is to be funded through a loan and available budgeted funds available.





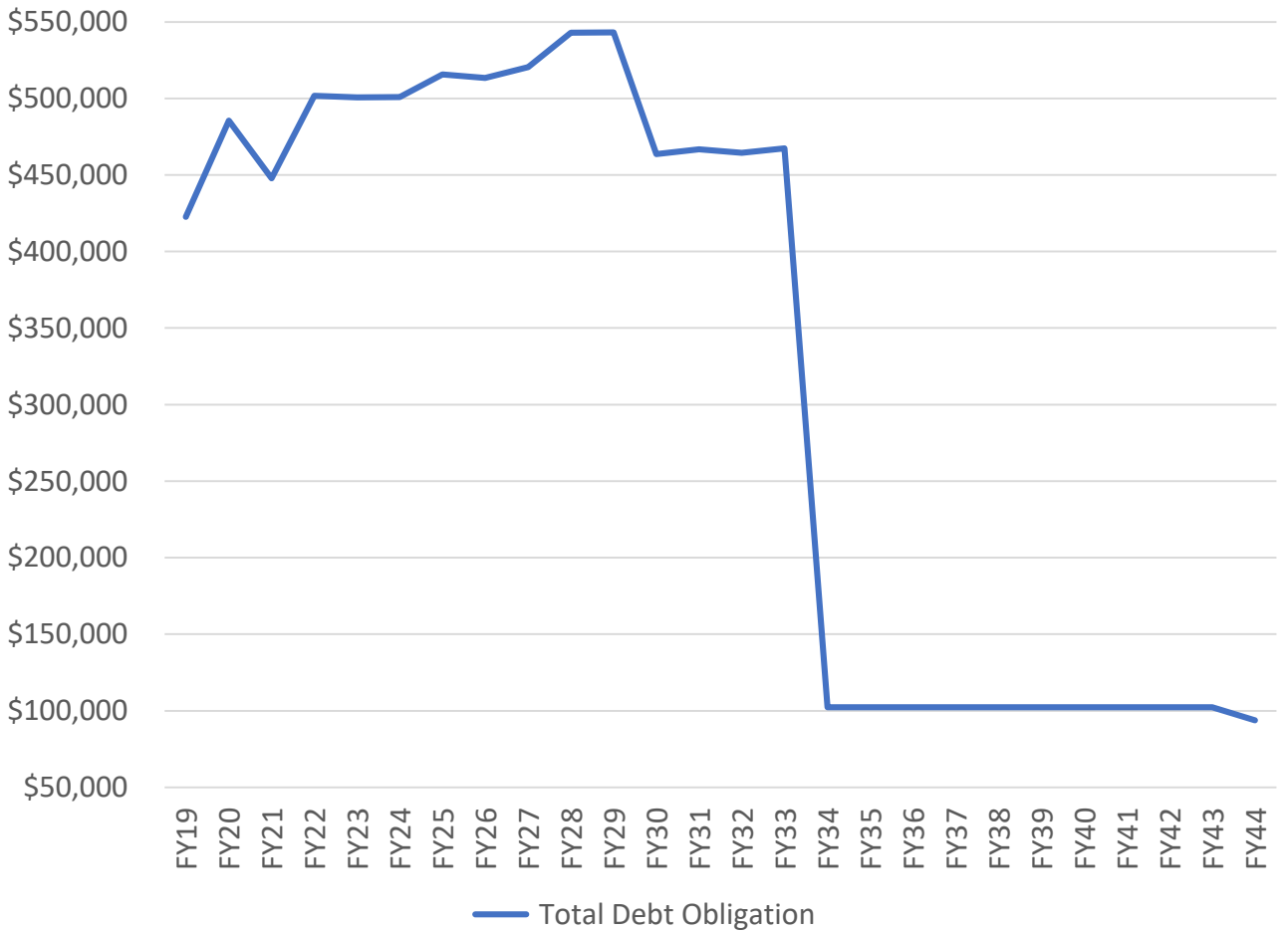
BASTROP ECONOMIC DEVELOPMENT CORPORATION FUND FY 2018-2019 BUDGET

Working Capital 9-30-2018	\$	5,069,820
 FY 2018-2019		
Budgeted		
Revenues	\$	<u>3,228,020</u>
Total FY 2018 Resources	\$	8,297,840
 Budgeted Expenditures:		
Operating Expenses	\$	(2,456,990)
Capital Expenses	\$	(2,864,684)
Debt Service (Interest only)	\$	<u>(462,828)</u>
	\$	(5,784,502)
Projected Working Capital Balance 09-30-2019	\$	2,513,338
 Reserve 25% of Operating Expense	 \$	 628,335

* The projected operating balance includes a \$150,000 reduction for designated operating equity.



Total Debt Obligation



BEDC Financial Statements attached

CITY OF BASTROP
FINANCIAL STATEMENT
AS OF: JUNE 30TH, 2019

601-BASTROP E.D.C. FUND

REVENUES	PRIOR Y-T-D	CURRENT BUDGET	M-T-D ACTUAL	Y-T-D ACTUAL	BUDGET BALANCE	% OF BUDGET
<u>TAXES & PENALTIES</u>						
00-00-4005 SALES TAX	<u>1,762,047.51</u>	<u>2,445,220.00</u>	<u>230,083.50</u>	<u>1,834,865.84</u>	<u>610,354.16</u>	<u>75.04</u>
TOTAL TAXES & PENALTIES	1,762,047.51	2,445,220.00	230,083.50	1,834,865.84	610,354.16	75.04
<u>CHARGES FOR SERVICES</u>						
00-00-4047 LEASE AGREEMENT	<u>9,200.00</u>	<u>13,800.00</u>	<u>1,150.00</u>	<u>10,350.00</u>	<u>3,450.00</u>	<u>75.00</u>
TOTAL CHARGES FOR SERVICES	9,200.00	13,800.00	1,150.00	10,350.00	3,450.00	75.00
<u>OTHER REVENUE</u>						
<u>INTEREST INCOME</u>						
00-00-4400 INTEREST INCOME	46,930.03	53,000.00	10,816.84	102,396.08	(49,396.08)	193.20
00-00-4401 INTEREST RECEIVED ON NOTES	<u>483.36</u>	<u>1,000.00</u>	<u>0.00</u>	<u>124.84</u>	<u>875.16</u>	<u>12.48</u>
TOTAL INTEREST INCOME	47,413.39	54,000.00	10,816.84	102,520.92	(48,520.92)	189.85
<u>MISCELLANEOUS</u>						
00-00-4512 LAND/OTHER SALES	0.00	100,000.00	0.00	0.00	100,000.00	0.00
00-00-4514 MISCELLANEOUS INCOME	0.00	0.00	0.00	118,847.92	(118,847.92)	0.00
00-00-4558 BEDC GRANT RECEIPTS	<u>0.00</u>	<u>615,000.00</u>	<u>0.00</u>	<u>0.00</u>	<u>615,000.00</u>	<u>0.00</u>
TOTAL MISCELLANEOUS	0.00	715,000.00	0.00	118,847.92	596,152.08	16.62
<u>TRANSFERS-IN</u>						
<u>OTHER SOURCES</u>						
** TOTAL REVENUE **	1,818,660.90	3,228,020.00	242,050.34	2,066,584.68	1,161,435.32	64.02

CITY OF BASTROP
FINANCIAL STATEMENT
AS OF: JUNE 30TH, 2019

601-BASTROP E.D.C. FUND

EXPENDITURES	PRIOR Y-T-D	CURRENT BUDGET	M-T-D ACTUAL	Y-T-D ACTUAL	BUDGET BALANCE	% OF BUDGET
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DUE TO/FROM
=====

00-NON-PROGRAM
=====

BEDC ADMINISTRATION
=====

00-NON-PROGRAM
=====

PERSONNEL COSTS

70-00-5101 BEDC OPERATIONAL SALARIES	179,287.15	376,293.00	31,466.80	247,455.44	128,837.56	65.76
70-00-5116 LONGEVITY	549.84	597.00	0.00	579.00	18.00	96.98
70-00-5150 SOCIAL SECURITY	13,600.13	20,770.00	2,340.61	18,452.75	2,317.25	88.84
70-00-5151 RETIREMENT	20,872.34	31,283.00	3,662.99	30,597.88	685.12	97.81
70-00-5155 GROUP INSURANCE	26,806.54	35,739.00	3,252.04	30,252.38	5,486.62	84.65
70-00-5156 WORKER'S COMPENSATION	<u>263.71</u>	<u>507.00</u>	<u>0.00</u>	<u>342.86</u>	<u>164.14</u>	<u>67.63</u>
TOTAL PERSONNEL COSTS	241,379.71	465,189.00	40,722.44	327,680.31	137,508.69	70.44

SUPPLIES & MATERIALS

70-00-5201 OPERATIONAL SUPPLIES (OFFIC	3,208.55	7,000.00	175.13	3,573.49	3,426.51	51.05
70-00-5203 POSTAGE	10.00	360.00	0.00	21.57	338.43	5.99
70-00-5206 OFFICE EQUIPMENT	<u>4,268.61</u>	<u>16,000.00</u>	<u>23.48</u>	<u>13,990.16</u>	<u>2,009.84</u>	<u>87.44</u>
TOTAL SUPPLIES & MATERIALS	7,487.16	23,360.00	198.61	17,585.22	5,774.78	75.28

MAINTENANCE & REPAIRS

70-00-5301 MAINT OF EQUIPMENT	0.00	1,000.00	286.00	511.00	489.00	51.10
70-00-5331 INDUSTRIAL PARK MAINT EXP	4,550.00	8,900.00	200.00	3,312.50	5,587.50	37.22
70-00-5345 BUILDING REPAIRS & MAINT.	<u>1,800.00</u>	<u>4,333.00</u>	<u>200.00</u>	<u>2,450.00</u>	<u>1,883.00</u>	<u>56.54</u>
TOTAL MAINTENANCE & REPAIRS	6,350.00	14,233.00	686.00	6,273.50	7,959.50	44.08

OCCUPANCY

70-00-5401 COMMUNICATIONS	5,306.46	8,880.00	1,134.21	5,646.73	3,233.27	63.59
70-00-5402 OFFICE RENTAL	33,000.00	42,899.00	3,300.00	33,000.00	9,899.00	76.92
70-00-5403 UTILITIES	<u>1,359.32</u>	<u>2,955.00</u>	<u>412.85</u>	<u>1,766.15</u>	<u>1,188.85</u>	<u>59.77</u>
TOTAL OCCUPANCY	39,665.78	54,734.00	4,847.06	40,412.88	14,321.12	73.84

CITY OF BASTROP
FINANCIAL STATEMENT
AS OF: JUNE 30TH, 2019

601-BASTROP E.D.C. FUND

EXPENDITURES	PRIOR Y-T-D	CURRENT BUDGET	M-T-D ACTUAL	Y-T-D ACTUAL	BUDGET BALANCE	% OF BUDGET
<u>CONTRACTUAL SERVICES</u>						
70-00-5505 PROFESSIONAL SERVICES	12,475.35	293,191.00	55,473.25	105,972.25	187,218.75	36.14
70-00-5518 AUDIT	4,000.00	10,000.00	0.00	0.00	10,000.00	0.00
70-00-5525 LEGALS	23,244.02	30,000.00	340.20	11,891.96	18,108.04	39.64
70-00-5526 LEGAL PROJECTS	2,216.50	9,000.00	0.00	4,153.50	4,846.50	46.15
70-00-5530 ENGINEERING	8,735.00	15,000.00	0.00	11,900.00	3,100.00	79.33
70-00-5540 PROPERTY INSURANCE	731.81	1,250.00	0.00	771.57	478.43	61.73
70-00-5561 CONTRACTUAL SERVICES	7,589.96	13,788.05	0.00	13,788.05	0.00	100.00
70-00-5574 CITY PROJECTS & PROGRAMS	50,000.00	316,600.00	0.00	0.00	316,600.00	0.00
70-00-5575 CITY SHARED SERVICES	2,166.86	7,500.00	0.00	0.00	7,500.00	0.00
70-00-5580 BIP TECHNOLOGY/MLK INFRASTR	103,200.00	103,200.00	8,600.00	86,000.00	17,200.00	83.33
70-00-5596 MAIN STREET PROG SUPPORT	33,333.36	50,000.00	4,166.67	37,500.03	12,499.97	75.00
70-00-5598 CITY ADMINISTRATIVE SUPPORT	<u>12,000.00</u>	<u>18,000.00</u>	<u>1,500.00</u>	<u>13,500.00</u>	<u>4,500.00</u>	<u>75.00</u>
TOTAL CONTRACTUAL SERVICES	259,692.86	867,529.05	70,080.12	285,477.36	582,051.69	32.91
<u>OTHER CHARGES</u>						
70-00-5603 MARKETING TRAVEL	16,052.32	28,000.00	621.46	16,613.64	11,386.36	59.33
70-00-5604 BUSINESS DEVELOPMENT	4,513.12	10,000.00	584.42	2,483.25	7,516.75	24.83
70-00-5605 TRAINING TRAVEL	6,887.61	17,000.00	1,609.08	16,537.43	462.57	97.28
70-00-5606 AUTO ALLOWANCE - STAFF	0.00	7,000.00	348.63	2,496.52	4,503.48	35.66
70-00-5615 DUES, SUBSCRIPTIONS & PUBLI	19,193.19	24,000.00	145.23	22,839.49	1,160.51	95.16
70-00-5631 BONDS FOR BEDC OFFICERS	925.75	1,000.00	(36.17)	929.83	70.17	92.98
70-00-5633 LOCAL/MISC ADV & SPONSORSHI	6,697.34	10,750.00	633.25	8,154.34	2,595.66	75.85
70-00-5634 NATIONAL/REG ADV & MARKETIN	21,945.91	45,000.00	4,375.00	9,185.03	35,814.97	20.41
70-00-5636 DIGITAL ADV & MARKETING	1,308.82	20,000.00	1,300.00	14,200.72	5,799.28	71.00
70-00-5637 SPECIAL ADV & MARKETING	0.00	1,000.00	0.00	0.00	1,000.00	0.00
70-00-5641 SPL EDUC & WORKFORCE DEVELO	15,898.91	20,000.00	(2,401.87)	11,870.97	8,129.03	59.35
70-00-5642 SPL ENTREPRENEURIAL/SM BUS	16,256.73	10,000.00	0.00	0.00	10,000.00	0.00
70-00-5643 SPL RETAIL RECRUITING	11,095.00	19,000.00	0.00	14,500.00	4,500.00	76.32
70-00-5644 380 AGREEMENT REIMBURSEMENT	250,657.72	385,000.00	0.00	187,844.52	197,155.48	48.79
70-00-5646 LAND/GRANT REBATES	5,000.00	82,979.00	0.00	9,333.00	73,646.00	11.25
70-00-5650 SPL PRJT BUS RETEN & EXPAN	2,826.74	5,000.00	22.65	22.65	4,977.35	0.45
70-00-5689 OPPORTUNITY AUSTIN	0.00	10,000.00	0.00	10,000.00	0.00	100.00
70-00-5690 CASH INCENTIVE	0.00	123,535.00	0.00	0.00	123,535.00	0.00
70-00-5691 CLOSING COSTS	<u>0.00</u>	<u>35,000.00</u>	<u>0.00</u>	<u>0.00</u>	<u>35,000.00</u>	<u>0.00</u>
TOTAL OTHER CHARGES	379,259.16	854,264.00	7,201.68	327,011.39	527,252.61	38.28
<u>CONTINGENCY</u>						
70-00-5900 CONTINGENCY	<u>0.00</u>	<u>25,000.00</u>	<u>0.00</u>	<u>0.00</u>	<u>25,000.00</u>	<u>0.00</u>
TOTAL CONTINGENCY	0.00	25,000.00	0.00	0.00	25,000.00	0.00

CITY OF BASTROP
FINANCIAL STATEMENT
AS OF: JUNE 30TH, 2019

601-BASTROP E.D.C. FUND

EXPENDITURES	PRIOR Y-T-D	CURRENT BUDGET	M-T-D ACTUAL	Y-T-D ACTUAL	BUDGET BALANCE	% OF BUDGET
<u>CAPITAL OUTLAY</u>						
70-00-6713 TRAIL SYS FROM ESKEW TO HWY	5,775.48	629,218.00	1,655.00	20,512.50	608,705.50	3.26
70-00-6714 921 MAINSTREET PROJECT	0.00	377,072.00	50,400.00	50,400.00	326,672.00	13.37
70-00-6715 BIP TECHNOLOGY/MLK INFRASTR	0.00	779,928.00	0.00	1,486.25	778,441.75	0.19
70-00-6716 AGNES/HOME DEPOT INFRASTRUC	310,591.84	1,078,466.00	999.02	974,106.56	104,359.44	90.32
TOTAL CAPITAL OUTLAY	316,367.32	2,864,684.00	53,054.02	1,046,505.31	1,818,178.69	36.53
<u>DEBT SERVICE</u>						
70-00-7133 C OF O SERIES 2013 PRINCIPL	0.00	76,000.00	0.00	0.00	76,000.00	0.00
70-00-7134 C OF O SERIES 2013 INTEREST	48,299.37	94,469.00	0.00	47,234.37	47,234.63	50.00
70-00-7137 C OF O SERIES 2010 PRINCIPA	0.00	49,274.00	0.00	0.00	49,274.00	0.00
70-00-7138 C OF O SERIES 2010 INTEREST	4,751.74	7,876.00	0.00	3,938.02	3,937.98	50.00
70-00-7156 GO REFUNDING 2017-INT	10,000.00	20,000.00	0.00	10,000.00	10,000.00	50.00
70-00-7605 BOND PRINCIPAL 2018	0.00	60,000.00	0.00	0.00	60,000.00	0.00
70-00-7606 BOND INTEREST 2018	0.00	47,318.95	0.00	26,131.25	21,187.70	55.22
TOTAL DEBT SERVICE	63,051.11	354,937.95	0.00	87,303.64	267,634.31	24.60
TOTAL 00-NON-PROGRAM	1,313,253.10	5,523,931.00	176,789.93	2,138,249.61	3,385,681.39	38.71
<u>ADMINISTRATION</u>						
=====						
<u>CAPITAL OUTLAY</u>						
<u>DEBT SERVICE</u>						
70-10-7097 INTEREST EXPENSE ON FNB NOT	0.00	500.00	0.00	0.00	500.00	0.00
70-10-7603 BOND PRINCIPAL 2006	0.00	55,000.00	0.00	0.00	55,000.00	0.00
70-10-7604 BOND INTEREST 2006	3,998.37	5,071.00	0.00	3,080.00	1,991.00	60.74
TOTAL DEBT SERVICE	3,998.37	60,571.00	0.00	3,080.00	57,491.00	5.08
TOTAL ADMINISTRATION	3,998.37	60,571.00	0.00	3,080.00	57,491.00	5.08
TOTAL BEDC ADMINISTRATION	1,317,251.47	5,584,502.00	176,789.93	2,141,329.61	3,443,172.39	38.34
*** TOTAL EXPENSES ***	1,317,251.47	5,584,502.00	176,789.93	2,141,329.61	3,443,172.39	38.34

*** END OF REPORT ***

07/12/2019

BALANCE SHEET

AS OF: JUNE 30TH, 2019

601-BASTROP E.D.C. FUND

ACCOUNT# TITLE

ASSETS

=====

00-00-1010	BEDC OPERATING ACCT	97,591.39
00-00-1012	TEXAS CLASS	2,046,347.08
00-00-1100	TEXPOOL	3,002,949.73
00-00-1135	DREYFUS MM ACCT	6,400.36
00-00-1141	CERTIFICATE OF DEPOSIT FN	543,000.00
00-00-1224	ACCT RECEIVABLE-SALES TAX	373,302.71
00-00-1272	NOTES RECEIVABLE-GARMENT(	4,165.87)
00-00-1274	NOTES RECEIVABLE-GTG-LOA(	667.47)
00-00-1275	NOTES RECEIVABLE-GTG-LOA(	399.61)
00-00-1276	NOTES RECEIVABLE-GTG-LOA(	9.58)
00-00-1420	EQUIPMENT	8,300.77
00-00-1460	FIXED ASSETS - BUILDING	845,593.73
00-00-1470	FIXED ASSETS - LAND	844,671.06
00-00-1480	FIXED ASSETS - INFRASTRUC	0.18
00-00-1490	CONST IN PROGRESS-INFRAST	591,906.94
00-00-1499	ACCUMULATED DEPRECIATION(	330,597.36)
00-00-1570	DEFERRED OUTFLOW-CITY OPE	1,702.00
00-00-1575	DEFERRED OUTFLOWS-PENSION	20,827.00
00-00-1576	DEFERRED OUTFLOWS-ACTUARI	4,839.00
00-00-1578	DEFERRED OUTFLOWS-ASSUMPT	1,268.00
00-00-1579	DEFERRED OUTFLOW-TMRS OPE	<u>679.00</u>
		<u>8,053,539.06</u>

TOTAL ASSETS

8,053,539.06

=====

AS OF: JUNE 30TH, 2019

601-BASTROP E.D.C. FUND

ACCOUNT# TITLE

LIABILITIES & FUND BALANCE
=====

00-00-2039	RETAINAGE PAYABLES	40,864.18	
00-00-2080	NOTES PAYABLE-CITY-WTR PR	240,000.00	
00-00-2081	NOTES PAYABLE-CITY-TDC (	18,749.27)	
00-00-2101	BONDS PAYABLE CURRENT POR	312,774.00	
00-00-2102	TAX/REV 2006 BOND PAYABLE	55,000.00	
00-00-2103	TAX/REV BOND SERIES 2018	1,190,000.00	
00-00-2125	ACCRUED INTEREST PAYABLE	21,043.76	
00-00-2127	ACCRUED EXPENSES-TMRS OPE	46,866.22	
00-00-2235	UNEARNED REVENUE-TOWER	17,250.00	
00-00-2346	DUE TO CLEARING FUND	50,013.59	
00-00-2356	DUE TO OTHER GOVERNMENTS	3,000,418.44	
00-00-2370	DEFERRED INFLOW-CITY OPEB	1,926.00	
00-00-2376	DEFERRED INFLOW-ACTUARIAL	14,877.00	
00-00-2405	ENCUMBRANCE ACCOUNT (	323,110.81)	
00-00-2406	RESERVE FOR ENCUMBRANCE	323,110.81	
00-00-2850	NET PENSION LIABILITY	84,229.00	
00-00-2870	COMPENSATED ABSENCES PAYA	<u>16,320.55</u>	
			<u>5,072,833.47</u>
TOTAL LIABILITIES			5,072,833.47
	SURPLUS (DEFICIT) (	74,744.93)	
00-00-3000	NET ASSETS	2,415,355.70	
00-00-3119	DESIGNATED OPERATING	150,000.00	
00-00-3400	CONTRIBUTED CAPITAL	521,695.50	
00-00-3506	RESTRICTED-ELLIOTT PARTN(	0.01)	
00-00-3507	RESTRICTED - AEI TECHNOLO	9,333.00	
00-00-3700	PRIOR PERIOD ADJ (	<u>40,933.67</u>)	
	TOTAL EQUITY		<u>2,980,705.59</u>
TOTAL LIABILITIES & FUND EQUITY			8,053,539.06
=====			



Agenda Item: 4.3

AGENDA MEMORANDUM

Meeting Date: July 15, 2019

Agenda Item: Consideration, discussion and possible action on Resolution R-2019-0009 of the Board of Directors of the BEDC approving the Interim Executive Director's execution of an advertising contract with Texas Monthly to sponsor a SXSW event in March 2020.

Prepared by: BEDC Staff

The BEDC has been presented with the opportunity to sponsor an event at SXSW in March 2020.

Due to the amount of the contract, Board approval is required.

Attachments:

Draft Resolution

Exhibit A – Advertising Contract

Recommendation – Approve the Resolution as presented.

[RECOMMENDED MOTION] – I move to approve Resolution R-2019-0009.

RESOLUTION NO. R-2019-0009**A RESOLUTION OF THE BOARD OF DIRECTORS OF THE BASTROP ECONOMIC DEVELOPMENT CORPORATION APPROVING THE INTERIM EXECUTIVE DIRECTOR'S EXECUTION OF AN ADVERTISING CONTRACT WITH TEXAS MONTHLY TO SPONSOR A SXSW EVENT IN MARCH 2020.**

WHEREAS, the Bastrop Economic Development Corporation ("BEDC") is a public instrumentality and non-profit industrial development corporation duly established and operating under Texas Local Government Code, Chapters 501 and 505, *et seq.*, as amended, known as the Development Corporation Act of 1979 (the "Act"); and

WHEREAS, to fulfill its public purpose in attracting qualifying projects under Texas Local Government Code, Chapters 501 and 505, *et seq.*, as amended, the BEDC hereby approves the Advertising Contract ("Exhibit A") with Texas Monthly magazine to sponsor an Event at the annual SXSW in March 2020; and

WHEREAS, after careful evaluation and consideration by the Board, it has determined that the Advertising Contract and the Event to be sponsored under the Contract will promote or develop new or expanded business enterprises by showcasing the City of Bastrop's economic opportunities to businesses and trade organizations attending the SXSW March 2020 Event.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE BASTROP ECONOMIC DEVELOPMENT CORPORATION THAT:

SECTION 1. The Board hereby finds that all of the recitals above are true and correct and are incorporated herein as if restated in full.

SECTION 2. The Board hereby finds that the provision of certain professional marketing services is a "promotional expense" under §505.103 of Texas Local Government Code and the Advertising Contract necessary for the BEDC's proper attraction and advancement of qualifying projects under Texas Local Government Code, Chapters 501 and 505, *et seq.*, as amended, and hereby approves of the Advertising Contract ("Exhibit A").

SECTION 3. The Board authorizes and approves the Interim Executive Director to execute the Contract ("Exhibit A") with Texas Monthly on behalf of the BEDC.

SECTION 4. This Resolution is effective upon passage.

PASSED AND APPROVED on the _____ day of _____ 20____, by the Board of Directors of the Bastrop Economic Development Corporation.

[SIGNATURE PAGE FOLLOWS]

BASTROP ECONOMIC
DEVELOPMENT CORPORATION

Kathryn Nash, Board Chair

ATTEST:

Kevin Plunkett, Board Vice-Chair

APPROVED AS TO FORM:

Denton, Navarro, Rocha, Bernal & Zech, P.C.
Board Counsel

DRAFT



ADVERTISING CONTRACT

Date: 6/14/2019	Insertion Order for: <input type="checkbox"/> Texas Monthly <input type="checkbox"/> Texas Monthly Digital <input checked="" type="checkbox"/> Other: SXSXW Sponsorship Y20
Account Manager: KT	Type: <input checked="" type="checkbox"/> New Contract <input type="checkbox"/> Revision to Existing Contract <input type="checkbox"/> Trade
Rep Split:	Status: <input type="checkbox"/> Existing Acct <input checked="" type="checkbox"/> New Acct If new: <input type="checkbox"/> Credit Card <input type="checkbox"/> Credit Application
Advertiser Category: Travel	Invoice: <input checked="" type="checkbox"/> Advertiser <input type="checkbox"/> Agency

ADVERTISER	AGENCY
Company: Bastrop Economic Development	Agency/Advertiser:
Address: 301 Hwy 71 W, Suite 214	Address:
City/State/Zip: Bastrop, TX 78602	City/State/Zip:
Phone/Fax: 512-332-8870/512-459-9237	Phone/Fax:
Email: phallan@bastropedc.org	Email:
Accounting Contact: Phallan Davis	Accounting Contact:

IN-BOOK	
Rate Card Name: Event	Client Production Contact:
Frequency:	Phone/Fax:
Contract Start Date: January 2020	Email:
Contract End Date:	

ISSUE	YEAR	SIZE	LAYOUT	COLOR/BW	BLEED	GROSS	NET	NOTES/SECTION DETAILS
NOTES:								

If bleed creative is supplied without original consent as outlined in this agreement, a 13% premium will be added to the invoice. Subject to rate increase effective with the January issue

DIGITAL								
PROGRAM	START	END	IMPRESSIONS	AD PLACEMENT	ROS OR GEO	GROSS	NET	
OTHER (include details, start/end dates, costs – must be pre-approved by JL/CW):								
NOTES:								

MARKETING SERVICES/CREATIVE SERVICES				
PROGRAM NAME	START	END	GROSS	NET
SXSXW – TM Party	March 2020	March 2020		\$10,000
NOTES (include details, start/end dates, costs) Texas Travel sponsor for SXSXW party in March 2020. More details to come. Event activation and scope may change as event approaches.				

PERSONAL GUARANTEE

This is a Contract for the purchase of advertising space between Emmis Publishing L.P., d/b/a Texas Monthly (Publisher) and the Advertiser/Agency. Publisher and Advertiser and/or Agency acknowledge receipt of a true copy of this Contract and have read and agree to all the terms and conditions set forth in this Contract. The Insertion Order and Advertising Contract (attached pages) are incorporated herein. The undersigned personally guarantees all obligations of the above-named Advertiser and/or Agency under this Contract and agrees to pay all sums due from the above-named Advertiser and/or Agency upon demand therefore. This guarantee shall remain in effect until all obligations of performance have been satisfied under this Contract by the above-named Advertiser and/or Agency.

Agency: _____ Texas Monthly _____
 Signature: _____ Signature: _____
 Date: _____ Date: _____



Agenda Item: 4.4

AGENDA MEMORANDUM

Meeting Date: July 15, 2019

Agenda Item: Consideration, discussion and possible action on Resolution R-2019-0010 of the Board of Directors of the BEDC approving the Executive Director's execution of the advertising agreement with Austin Business Journal (ABJ) to sponsor the 2019 ABJ East Austin Growth Summit in October 2019.

Prepared by: BEDC Staff

The BEDC has been presented with the opportunity to sponsor an event at the 2019 ABJ East Austin Growth Summit in October 2019.

Due to the time sensitive nature of entering into the agreement, former Executive Director Mike Kamerlander signed it. However, the amount is over the signature limit of the Executive Director's signature authority, and therefore requires Board approval.

Attachments:

Draft Resolution

Exhibit A – Advertising Agreement

Recommendation – Approve the Resolution as presented.

[RECOMMENDED MOTION] – I move to approve Resolution R-2019-0010.

RESOLUTION NO. R-2019-0010

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE BASTROP ECONOMIC DEVELOPMENT CORPORATION APPROVING THE EXECUTIVE DIRECTOR'S EXECUTION OF THE ADVERTISING AGREEMENT WITH AUSTIN BUSINESS JOURNAL TO SPONSOR THE 2019 ABJ EAST AUSTIN GROWTH SUMMIT IN OCTOBER 2019.

WHEREAS, the Bastrop Economic Development Corporation ("BEDC") is a public instrumentality and non-profit industrial development corporation duly established and operating under Texas Local Government Code, Chapters 501 and 505, *et seq.*, as amended, known as the Development Corporation Act of 1979 (the "Act"); and

WHEREAS, to fulfill its public purpose in attracting qualifying projects under Texas Local Government Code, Chapters 501 and 505, *et seq.*, as amended, the BEDC hereby approves the Advertising Agreement ("Exhibit A") with Austin Business Journal ("ABJ") to sponsor the ABJ East Austin Growth Summit in October 2019; and

WHEREAS, after careful evaluation and consideration by the Board, it has determined that the Advertising Agreement and the Event to be sponsored under the Agreement will promote or develop new or expanded business enterprises by showcasing the City of Bastrop's economic opportunities to businesses and trade organizations attending the ABJ East Austin Growth Summit event.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE BASTROP ECONOMIC DEVELOPMENT CORPORATION THAT:

SECTION 1. The Board hereby finds that all of the recitals above are true and correct and are incorporated herein as if restated in full.

SECTION 2. The Board hereby finds that the provision of certain professional marketing services is a "promotional expense" under §505.103 of Texas Local Government Code and the Advertising Agreement necessary for the BEDC's proper attraction and advancement of qualifying projects under Texas Local Government Code, Chapters 501 and 505, *et seq.*, as amended, and hereby approves of the Advertising Agreement ("Exhibit A") that the Executive Director entered into by and between the BEDC and Austin Business Journal.

SECTION 3. This Resolution is effective upon passage.

PASSED AND APPROVED on the _____ day of _____ 20____, by the Board of Directors of the Bastrop Economic Development Corporation.

[SIGNATURE PAGE FOLLOWS]

BASTROP ECONOMIC
DEVELOPMENT CORPORATION

Kathryn Nash, Board Chair

ATTEST:

Kevin Plunkett, Board Vice-Chair

APPROVED AS TO FORM:

Denton, Navarro, Rocha, Bernal & Zech, P.C.
Board Counsel

DRAFT



Rate Agreement

504 Lavaca, Suite 1008, Austin, TX 78701
Direct Line: 512-494-2500

Rate Agreement Number	Account Executive
00232873	Blair Trout

Client	Agency
Company: Bastrop Economic Development Street: 301 Hwy 71 W City: Bastrop State: Texas Zip: 78602	Company: Street: City: State: Zip:

Contact: Phallan Davis
Phone: 512-332-8870
Email: phallan@bastropedc.org

I have the authority to execute this Rate Agreement on behalf of the above named company (hereinafter called "Company") and, with my signature, authorize the **Austin Business Journal** for and on behalf of the Company, to publish advertising as outlined below in the **Austin Business Journal** within a 12-month period beginning on 5/10/2019

Rate Agreement Details	
Start Date: 5/10/2019	End Date: 5/8/2020
Agreement Level: 10K	Rate Card: 2019

Client

Signature: _____


Michael Kamerlander (May 13, 2019)

Date: May 13, 2019

Publisher or
Ad Director _____

Shelby Benton
Shelby Benton (May 13, 2019)

Terms and Conditions:

This Rate Agreement is governed by ACBJ's Terms and Conditions available here:

<https://advertise.bizjournals.com/terms/>

Notes: 2019 - ABJ East Austin Growth Summit - 10/25/2019 - Industry Exclusive Sponsorship - Total: \$15,000












Austin Advertising Agreement

Final Audit Report

2019-05-13

Created:	2019-05-10
By:	Blair Trout (btrout@bizjournals.com)
Status:	Signed
Transaction ID:	CBJCHBCAABAAhcVF7iKPXFfXb3tuC5fcYMY_BtWro-zG

"Austin Advertising Agreement" History

-  Document created by Blair Trout (btrout@bizjournals.com)
 2019-05-10 - 3:25:46 PM GMT- IP address: 136.147.46.8
-  Document emailed to Michael Kamerlander (phallan@bastropedc.org) for signature
 2019-05-10 - 3:27:13 PM GMT
-  Document viewed by Michael Kamerlander (phallan@bastropedc.org)
 2019-05-10 - 4:34:06 PM GMT- IP address: 174.207.6.51
-  Document viewed by Michael Kamerlander (phallan@bastropedc.org)
 2019-05-11 - 7:45:38 PM GMT- IP address: 174.207.20.47
-  Document viewed by Michael Kamerlander (phallan@bastropedc.org)
 2019-05-12 - 11:50:50 PM GMT- IP address: 174.235.2.55
-  Document viewed by Michael Kamerlander (phallan@bastropedc.org)
 2019-05-13 - 3:57:27 PM GMT- IP address: 207.138.104.162
-  Document e-signed by Michael Kamerlander (phallan@bastropedc.org)
 Signature Date: 2019-05-13 - 4:43:30 PM GMT - Time Source: server- IP address: 72.178.200.199
-  Document emailed to Shelby Benton (sbenton@bizjournals.com) for signature
 2019-05-13 - 4:43:30 PM GMT
-  Document viewed by Shelby Benton (sbenton@bizjournals.com)
 2019-05-13 - 4:51:51 PM GMT- IP address: 50.237.212.46
-  Document e-signed by Shelby Benton (sbenton@bizjournals.com)
 Signature Date: 2019-05-13 - 4:52:09 PM GMT - Time Source: server- IP address: 50.237.212.46
-  Signed document emailed to Michael Kamerlander (phallan@bastropedc.org), Shelby Benton (sbenton@bizjournals.com) and Blair Trout (btrout@bizjournals.com)
 2019-05-13 - 4:52:09 PM GMT



Agenda Item: 4.5

AGENDA MEMORANDUM

Meeting Date: July 15, 2019

Agenda Item: Consideration, discussion and possible action on Resolution R-2019-0011 of the Board of Directors of the BEDC authorizing the Interim Executive Director to hire a professional services company for public relations and the execution of an as-needed agreement with Buie & Co.

Prepared by: BEDC Staff

The BEDC has been working with Buie & Co. on certain public relations matters.

Because the amount is over the signature authority of the Interim Executive Director, it requires Board approval.

Attachments:

Draft Resolution

Exhibit A – Letter of Engagement (LOE)

Recommendation – Approve the Resolution as presented.

[RECOMMENDED MOTION] – I move to approve Resolution R-2019-0011.

RESOLUTION NO. R-2019-0011

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE BASTROP ECONOMIC DEVELOPMENT CORPORATION AUTHORIZING THE INTERIM EXECUTIVE DIRECTOR TO HIRE A PROFESSIONAL SERVICES COMPANY FOR PUBLIC RELATIONS AND THE EXECUTION OF AN AS-NEEDED AGREEMENT WITH BUIE & CO.

WHEREAS, the Bastrop Economic Development Corporation (“BEDC”) is a public instrumentality and non-profit industrial development corporation duly established and operating under Texas Local Government Code, Chapters 501 and 505, *et seq.*, as amended, known as the Development Corporation Act of 1979 (the “Act”); and

WHEREAS, to fulfill its public purpose in attracting qualifying projects under Texas Local Government Code, Chapters 501 and 505, *et seq.*, as amended, the BEDC requires certain professional services, including without limitation, the contracting with and hiring of a communications and public affairs firm to support the BEDC with its public relations; and

WHEREAS, after careful evaluation and consideration by the Board, it has determined that these services and this support can be provided most beneficially and efficiently through a third-party Letter of Engagement with Buie & Co. to provide communications and public affairs support on an as-needed basis (“Exhibit A”).

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE BASTROP ECONOMIC DEVELOPMENT CORPORATION THAT:

SECTION 1. The Board hereby finds that all of the recitals above are true and correct and are incorporated herein as if restated in full.

SECTION 2. The Board hereby finds that the provision of certain professional services is necessary for the BEDC’s proper attraction and advancement of qualifying projects under Texas Local Government Code Chapters 501 and 505, *et seq.*, and hereby authorizes the Interim Executive Director to enter into a Letter of Engagement with Buie & Co.

SECTION 3. This Resolution is effective upon passage.

PASSED AND APPROVED on the _____ day of _____ 20____, by the Board of Directors of the Bastrop Economic Development Corporation.

[SIGNATURE PAGE FOLLOWS]

BASTROP ECONOMIC
DEVELOPMENT CORPORATION

Kathryn Nash, Board Chair

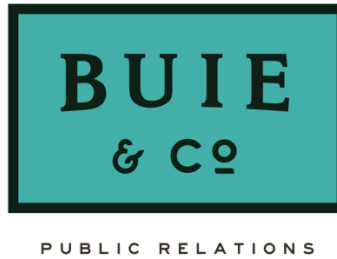
ATTEST:

Kevin Plunkett, Board Vice-Chair

APPROVED AS TO FORM:

Denton, Navarro, Rocha, Bernal & Zech, P.C.
Board Counsel

DRAFT



June 1, 2019

Kathryn Nash
Board Chair
Bastrop Economic Development Corporation
301 Hwy 71 W, Suite 214
Bastrop, TX 78602

Re: As-Needed Communications and Public Affairs Support of the Bastrop EDC

Dear Kathryn,

Thank you for the opportunity to submit this letter of engagement for your consideration in support of the Bastrop Economic Development Corporation, as it relates to your ongoing communications needs. Buie & Co. is a full-service communications firm that provides public relations, community outreach/public involvement, governmental affairs and creative services. We want to be seen as an extension of your team, offering you smart counsel, strategy and excellent client service.

Having worked for municipalities and affiliated entities throughout Central Texas in various capacities for many years, Buie & Co. has a deep understanding of and appreciation for public-sector work and the scrutiny that comes with it. We will operate in a manner that is completely transparent and respectful of tax dollars.

Proposed Scope of Services (As Needed)

- Message Development
- Materials Development
- Media Relations (proactive and reactive)
- Community Outreach Support
- Social Media Strategy and Management

Arrangement for Services


We will provide our services using our 2019 reduced public-sector hourly rates as outlined below and will provide regular updates of activity.

Public Sector	
POSITION	RATE
Partner	\$200.00
Vice President	\$185.00
Account Director	\$175.00
Senior Account Executive	\$165.00
Designer	\$165.00
Public Affairs Manager	\$150.00
Web Developer	\$150.00
Account Executive	\$150.00
Junior Designer	\$150.00
Account Coordinator	\$145.00
Intern	\$25.00

Thank you again for the opportunity to work with you. If this letter of engagement and its terms are acceptable, please sign and return a copy to Buie & Co. We very much appreciate your business.

Best,

Jed



Jed Buie
Partner
Buie & Co. Public Relations

Authorized Representative

Date



Agenda Item: 4.6

AGENDA MEMORANDUM

Meeting Date: July 15, 2019

Agenda Item: Consideration, discussion and possible action on Resolution R-2019-0012 of the Board of Directors of the BEDC approving a change order with Bowman Consulting for the Downtown Trail Expansion Project for construction drawings, review and processing required for grant funding, in the amount of \$50,000.

Prepared by: BEDC Staff

The EDC Board approved funding the Downtown Trail Expansion Project on July 17, 2017 (Resolution R-2017-0009) and entering into a Professional Services Agreement with Bowman Consulting for the project on September 16, 2017 (Resolution R-2017-0012). Since then, the City and EDC have been presented with the opportunity to receive grant funding for the project by both Keep Bastrop County Beautiful and Capital Area Metropolitan Planning Organization (CAMPO).

This grant funding requires compliance with TxDOT design and permitting criteria not originally included in the scope of work for the Project, including a construction drawing update for the TxDOT submittal and TxDOT review and processing.

Bowman Consulting is requesting a change order in the about of \$50,000 to perform the necessary services to comply with TxDOT's and grant engineering designs, as directed by the project engineer, in an amount of \$50,000.00, not originally included in the Professional Services Agreement.

Attachments:

Draft Resolution

Exhibit A – Change Order

Recommendation – Approve the Resolution as presented.

[RECOMMENDED MOTION] – I move to approve Resolution R-2019-0012.

A RESOLUTION OF THE BASTROP ECONOMIC DEVELOPMENT CORPORATION APPROVING A CHANGE ORDER WITH BOWMAN CONSULTING FOR THE DOWNTOWN TRAIL EXPANSION PROJECT FOR CONSTRUCTION DRAWINGS, REVIEW AND PROCESSING REQUIRED FOR GRANT FUNDING, IN AN AMOUNT OF \$50,000.

WHEREAS, the Bastrop Economic Development Corporation Board of Directors has found the Downtown Trail Expansion Project as an allowable project under Texas Local Government Code Chapter Sections 505.152 and 505.158 through Resolution 2017-0009; and

WHEREAS, the Bastrop Economic Development Corporation approved Resolution 2017-0012 approving a Professional Services Agreement with Bowman Consulting for the preparation of construction plans, permitting and owner representation during the construction of the Project; and

WHEREAS, TxDOT is now committing grant funds to the Project; and

WHEREAS, TxDOT's funds now require compliance with TxDOT design and permitting criteria not originally included in the scope of work for the Project, including a construction drawing update for the TxDOT submittal and TxDOT review and processing; and

WHEREAS, Bowman Consulting has proposed a Change Order to perform the necessary services to comply with TxDOT's and grant engineering designs, as directed by the project engineer, in an amount of \$50,000.00, not originally included in the Professional Services Agreement.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE BASTROP ECONOMIC DEVELOPMENT CORPORATION THAT:

SECTION 1.

- a. The Board authorizes the Board Chair and/or Interim Executive Director to execute a Change Order **[Exhibit A]** with Bowman Consulting in an amount of \$50,000.00.

SECTION 2. Approval

PASSED AND APPROVED on the ____ day of _____ 2019, by the Board of Directors of the Bastrop Economic Development Corporation.

[SIGNATURE PAGE FOLLOWS]

BASTROP ECONOMIC
DEVELOPMENT CORPORATION

Kathryn Nash, Board Chair

ATTEST:

Kevin Plunkett, Board Vice-Chair

APPROVED AS TO FORM:

Denton, Navarro, Rocha, Bernal & Zech, P.C.
Board Counsel

DRAFT

Exhibit "A"

Change Order with Bowman Consulting in an amount of \$50,000.00. (2 pages).

DRAFT



CHANGE ORDER

Date: May 24, 2019

Bowman Consulting Group, Ltd.
1120 S. Capital of Texas Highway
Building 3, Suite 220
Austin, TX 78746

Phone (512) 327-1180

Bastrop Economic Development Corp.
301 Hwy 71
Suite 214
Bastrop, TX 78602

Phone: (512) 303-9700
Email: mike@bastropedc.org

Project Name: Sidewalk Plans, Permitting
& Construction Observation

BCG Job # : 070206-01-004
Task #: 0005
Change Order # : 2

Client Project #: 070206-01-004

SCOPE OF SERVICES COVERED BY CHANGE ORDER

Grant funding requirements added to the project after its beginning require compliance with TxDOT design and permitting criteria that were not originally part of the project scope. The task below adds the necessary services to comply with TxDOT and grant engineering design compliance. This task assumes the work is authorized under TxDOT's simplified engineering review process.

Task 6: Construction Drawing Update for TxDOT Submittal

This task is intended to supplement the original design task (Task 001 – Construction Plans) which authorized BCG to implement the recommendations and standards from the “Sidewalk Route Study” by preparing “performance specification” style construction plans. This task will authorize BCG to advance the design and revise the plans to meet TxDOT's specifications

These plans will include the proposed sidewalk alignment, as well as standard details and notes describing the criteria for completion, and where applicable, custom details for the sidewalk construction. This task will also include preparing a TxDOT Specifications Manual per the review team's request.

FEE: Fixed Fee \$30,000

Task 7: TxDOT Review and Processing

Bowman will:

- Attend up to three (3) meetings with TxDOT during the plan preparation stage to review the proposed construction methods and traffic control;
- Submit construction plans to TxDOT for approval;
- Address two (2) rounds of TxDOT review comments to obtain approval for the construction plans; and
- Assist the BEDC and the City of Bastrop with finalizing the Advanced Funding Agreement (AFA) to authorize the project construction.

FEE: Fixed Fee \$20,000

Bowman Consulting Group, Ltd.

Bastrop Economic Development Corp.

By:  _____

By: _____

Name: Faris Abboushi

Name _____

Title Principal

Title _____

Date May 24, 2019

Date _____



Agenda Item: 4.7

AGENDA MEMORANDUM

Meeting Date: July 15, 2019

Agenda Item: Consideration, discussion and possible action on Resolution R-2019-0013 of the Board of Directors of the BEDC approving a change order with Bowman Consulting for the Agnes Street Extension Project in the amount of \$67,485.41.

Prepared by: BEDC Staff

The EDC Board approved funding the Agnes Street Extension Project by Resolution R-2017-0025 on December 18, 2017.

Street lighting was not included in the original scope of work. Former Executive Director Mike Kamerlander performed a budget transfer in March 2019 in the amount of \$200,000 to cover the additional charges. However, Board approval is required for the change order.

Bowman Consulting is requesting a change order in the amount of \$67,485.41 to install dry utilities per Bluebonnet Electric Co-op's specifications, not originally included in the Professional Services Agreement.

Attachments:

Draft Resolution

Exhibit A – C.C. Carlton Change Order (via Bowman Consulting)

Recommendation – Approve the Resolution as presented.

[**RECOMMENDED MOTION**] – I move to approve Resolution R-2019-0013.

**A RESOLUTION OF THE BASTROP ECONOMIC DEVELOPMENT CORPORATION
APPROVING A CHANGE ORDER WITH BOWMAN CONSULTING FOR THE AGNES
STREET EXTENSION PROJECT IN THE AMOUNT OF \$67,485.41.**

WHEREAS, the Bastrop Economic Development Corporation Board of Directors has found the Agnes Extension Project as an allowable project under Texas Local Government Code Chapter Section 501.103 through Resolution 2017-0025; and

WHEREAS, the Bastrop Economic Development Corporation approved Resolution 2017-0023 approving a Professional Services Agreement with Bowman Consulting for construction plan preparation; construction plan processing and approval; bid documents and bidding support; and meeting and coordination and owner's representation during the construction of the Project; and

WHEREAS, during the course of Project construction, it was determined that revisions to dry utilities were necessary to meet the requirements of Bluebonnet Electric Co-op Plan No. BEC-1511; and

WHEREAS, Bowman Consulting has proposed a Change Order (Proposal No. P1801-021) to change the scope of the Project as it relates to Bluebonnet Electric Co-op Plan No. BEC-1511, and has recommended approval of this Change Order, as directed by the project engineer in an amount of \$67,485.41; and

WHEREAS, the proposed change order amount has already been appropriated through a budget transfer within the BEDC's FY2018-2019 budget.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE BASTROP ECONOMIC DEVELOPMENT CORPORATION THAT:

The Board approves and authorizes the Chair and/or Interim Executive Director to execute the Change Order with Bowman Consulting in an amount of \$67,485.41, attached hereto as **Exhibit "A"**.

PASSED AND APPROVED on the _____ day of _____ 2019, by the Board of Directors of the Bastrop Economic Development Corporation.

[SIGNATURE PAGE FOLLOWS]

BASTROP ECONOMIC
DEVELOPMENT CORPORATION

Kathryn Nash, Board Chair

ATTEST:

Kevin Plunkett, Board Vice-Chair

APPROVED AS TO FORM:

Denton, Navarro, Rocha, Bernal & Zech, P.C.
Board Counsel

DRAFT

Exhibit "A"

Change Order with Bowman Consulting in an amount of \$67,485.41. (2 pages).

DRAFT

Change Order No. One (1)

Date of Issuance: 04/02/19
 Owner: Bastrop Economic Development Corporation
 Contractor: C.C. Carlton Industries, Ltd.
 Engineer: Bowman Consulting Group, Ltd.
 Project: Agnes St. Extension Phase 1


Effective Date: 04/02/19
 Owner's Contract No.: N/A
 Contractor's Project No.: N/A
 Engineer's Project No.: 070245-01-002
 Contract Name:

The Contract is modified as follows upon execution of this Change Order:

Description: Revision to dry utilities to meet the requirements of Bluebonnet Electric Coop Plan No. BEC-1511.

Attachments: *Sheets 8-11 of 25 of Plans showing change.
 Itemized cost breakdown of change.*

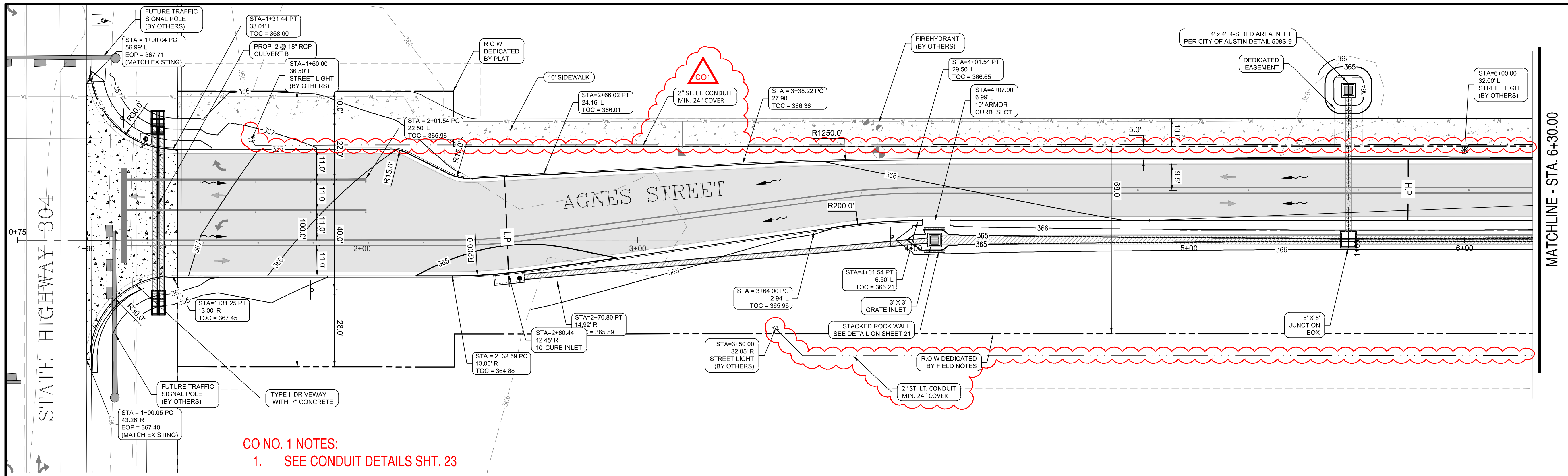
CHANGE IN CONTRACT PRICE	CHANGE IN CONTRACT TIMES <i>[note changes in Milestones if applicable]</i>
Original Contract Price: Nine hundred eighty six thousand one hundred and twenty four and 20/100 dollars \$ <u>986,124.20</u>	Original Contract Times: Substantial Completion: _____ Ready for Final Payment: _____ <div style="text-align: right;">days or dates</div>
[Increase] [Decrease] from previously approved Change Orders No. ___ to No. ___: None \$ <u>0.00</u>	[Increase] [Decrease] from previously approved Change Orders No. ___ to No. ___: Substantial Completion: _____ Ready for Final Payment: _____ <div style="text-align: right;">days</div>
Contract Price prior to this Change Order: \$ <u>986,124.20</u>	Contract Times prior to this Change Order: Substantial Completion: _____ Ready for Final Payment: _____ <div style="text-align: right;">days or dates</div>
[Increase] [Decrease] of this Change Order: \$ <u>67,485.41</u>	[Increase] [Decrease] of this Change Order: Substantial Completion: _____ Ready for Final Payment: _____ <div style="text-align: right;">days or dates</div>
Contract Price incorporating this Change Order: \$ <u>1,053,609.61</u>	Contract Times with all approved Change Orders: Substantial Completion: _____ Ready for Final Payment: _____ <div style="text-align: right;">days or dates</div>

RECOMMENDED: By:  Charles R. Wirtanen, PE Title: <u>Project Manager</u> Date: <u>04/02/2019</u>	ACCEPTED: By: _____ Owner (Authorized Signature) Title: _____ Date: _____	ACCEPTED: By: _____ Contractor (Authorized Signature) Title: _____ Date: _____
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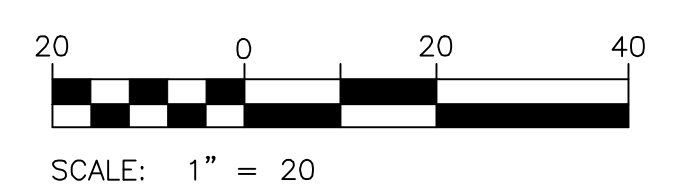
Approved by Funding Agency (if applicable)

By: _____ Date: _____
 Title: _____

Change Order No. 1					
Agnes St. Extension Dry Utilities			April 2, 2019		
CHANGE ORDER # 1					
Item	Description	Unit	Quantity	Unit Price	Total Amount
TOTAL ORIGINAL CONTRACT					\$ 986,124.20
<u>DRY UTILITIES (PER BLUEBONNET ELECTRIC COOP SPECIFICATIONS)</u>					
1	Non-Joint Trench- 24" cover	LF	3,590	\$ 11.00	\$ 39,490.00
2	Furnish and install 2" Sch 40 PVC Conduit with fittings and pull tape	LF	3,610	\$ 3.50	12,635.00
3	Joint Trench for 3" Conduit Crossings, All Depths	LF	446	15	6,690.00
4	Furnish and install 3" Sch 40 PVC Conduit with fittings and pull tape	LF	2,676	4	10,704.00
5	Delete Joint Trench- 24" Cover (Sht 8 note)	LF	(94)	15	(1,410.00)
6	Delete 4" Conduit (Sht 8 note)	LF	(376)	4.5	(1,692.00)
7	<u>Payment and Performance Bond</u>	<u>LS</u>	<u>1</u>	<u>1068.41</u>	<u>1,068.41</u>
					\$ 67,485.41
TOTAL CHANGE ORDER # 1					\$ 67,485.41
TOTAL REVISED CONTRACT					\$ 1,053,609.61
Notes:					
Change Order No. 1 revises the conduit plan to conform to the final underground electric and street lighting plan as prepared by Bluebonnet Electric Cooperative (Plan No. BEC-1511). Bluebonnet Electric Cooperative will bill additional costs for installation of street lighting.					



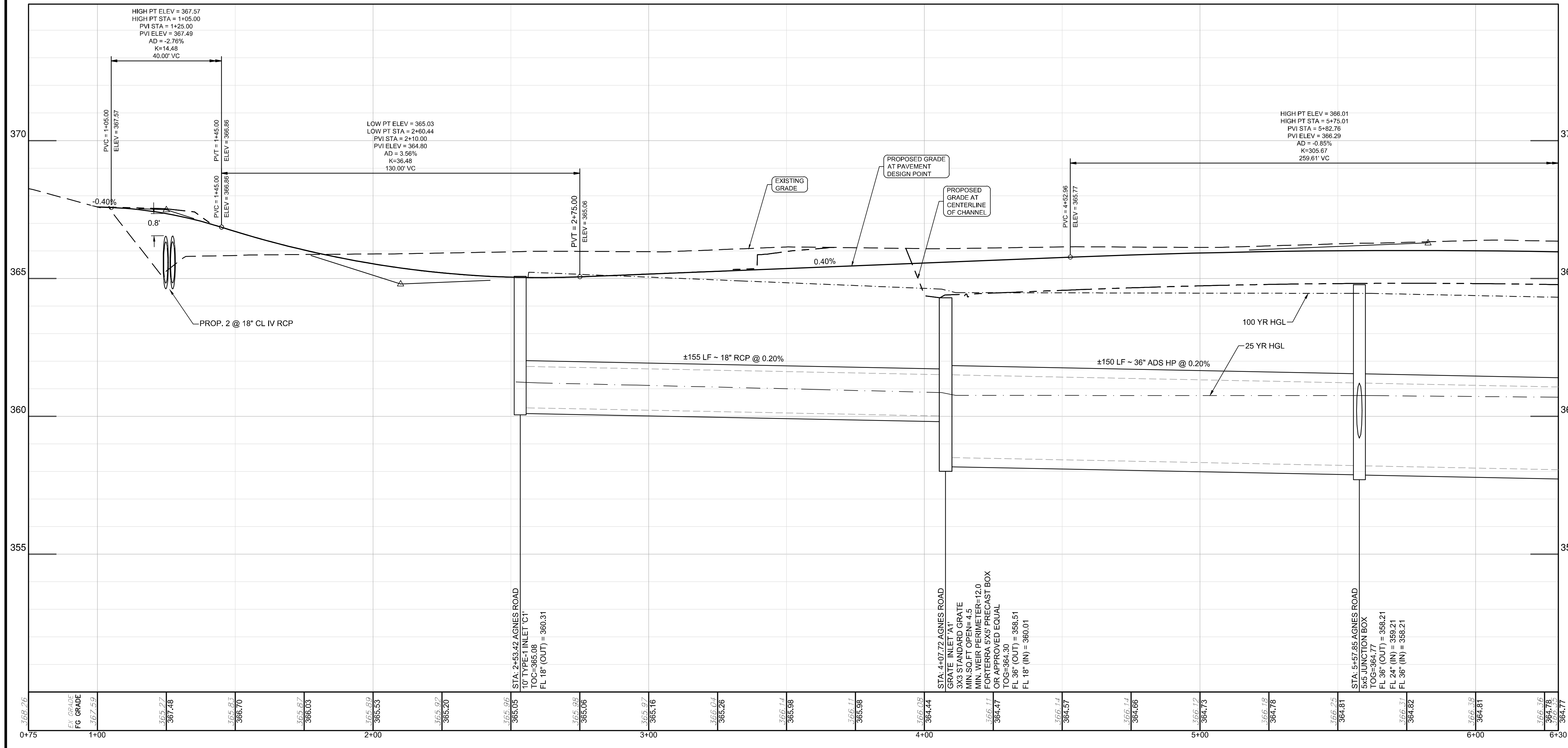
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1. SEE CONDUIT DETAILS SHT. 23



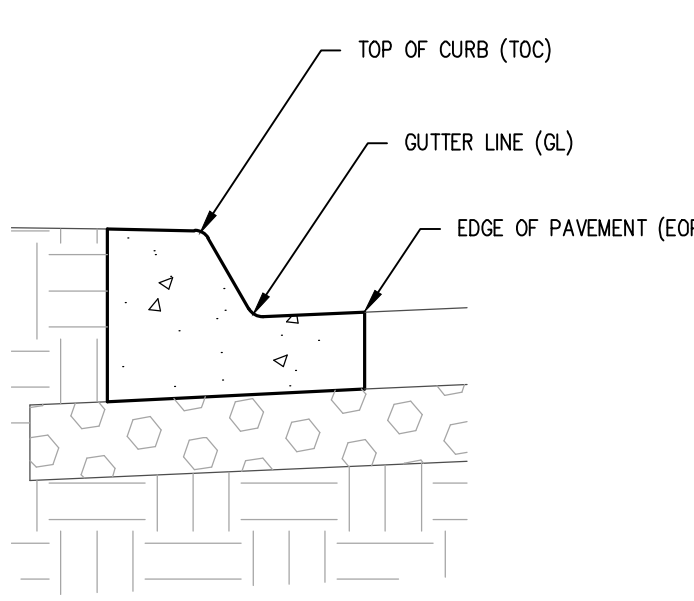
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- PROPERTY BOUNDARY
 - R.O.W.
 - PROPOSED LOT LINE
 - EASEMENT LINE
 - ADJOINER PROPERTY LINE
 - PROPOSED RIBBON CURB
 - EXISTING MAJOR CONTOUR
 - EXISTING MINOR CONTOUR
 - PROPOSED MAJOR CONTOUR
 - PROPOSED MINOR CONTOUR
 - SIDEWALK (BY DEVELOPER)
 - FLOW ARROW
 - ☆ STREET LIGHT

NOTE:
INSTALL FOUR 4-INCH SCHEDULE 40 PVC SLEEVES 20 FT EAST OF THE 5'-0\" R.O.W. EXTENDING TO 3'-0\" FROM THE AGNES R.O.W. ON EACH SIDE. INSTALL AT A DEPTH OF 42 INCHES. CAP ALL ENDS AND MARK WITH VERTICAL IRON ROD EXTENDING FROM THE END OF EACH SLEEVE TO FINAL GRADE.

AGNESS ROAD (DESIGN SPEED 35 MPH.)

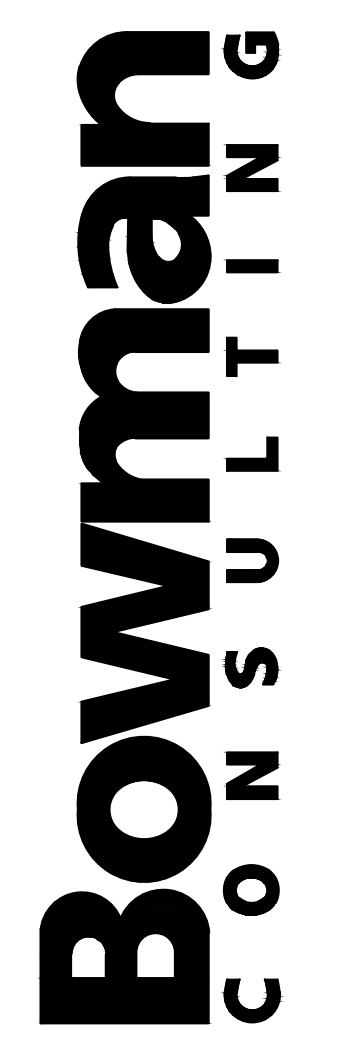


- PROFILE LEGEND**
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 - 1\" = 2' VERTICAL SCALE
 - EXISTING GRADE
 - PROPOSED GRADE
 - PROPOSED SUBGRADE



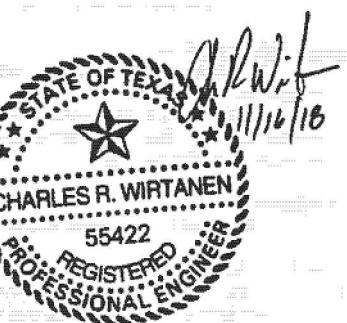
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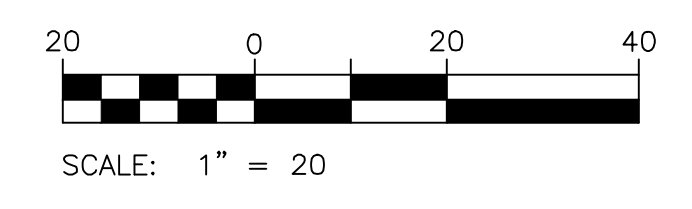
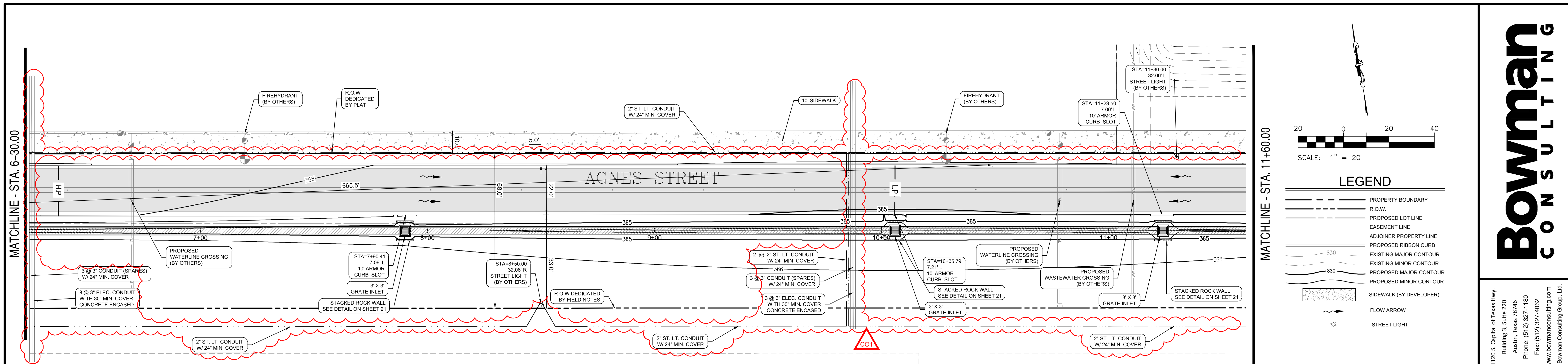


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PLAN & PROFILE AGNESS STREET 0+00.00 - 6+30.00
AGNESS STREET EXTENSION
BASTROP, TEXAS



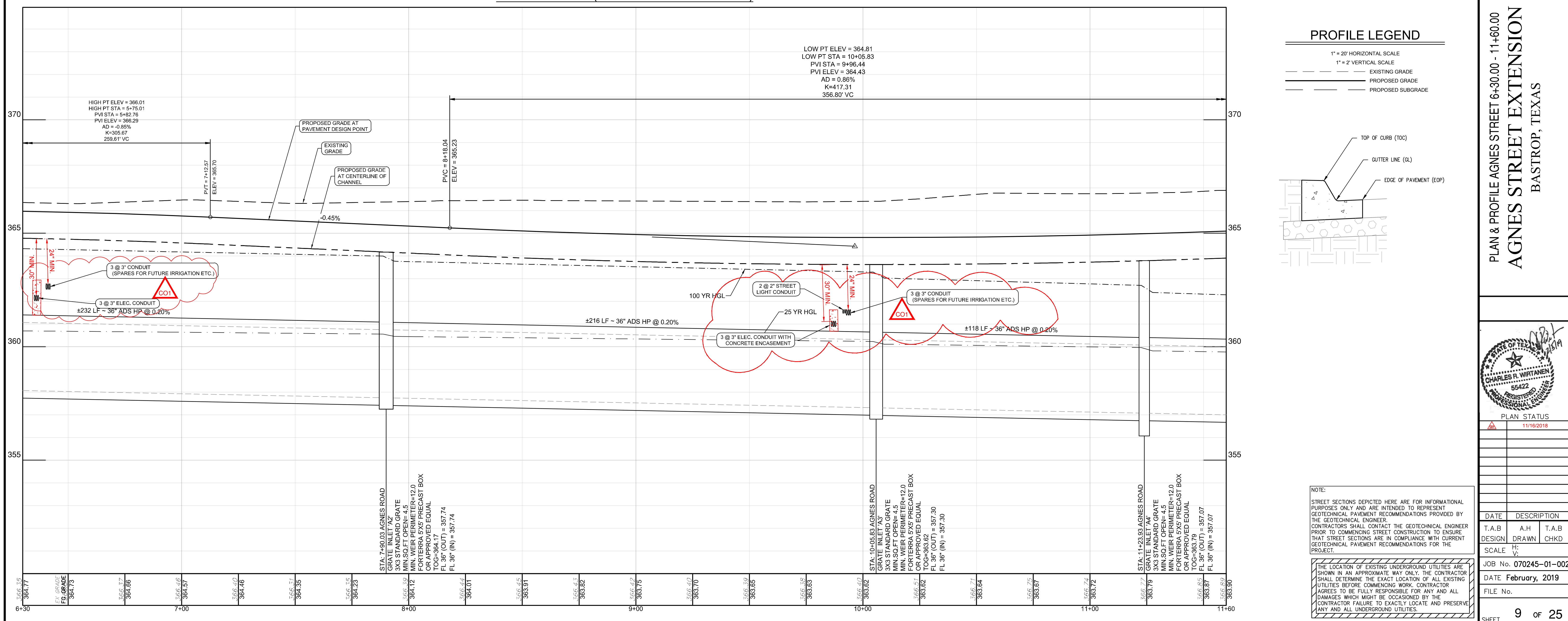
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DATE February, 2019		
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SHEET 8 OF 25		



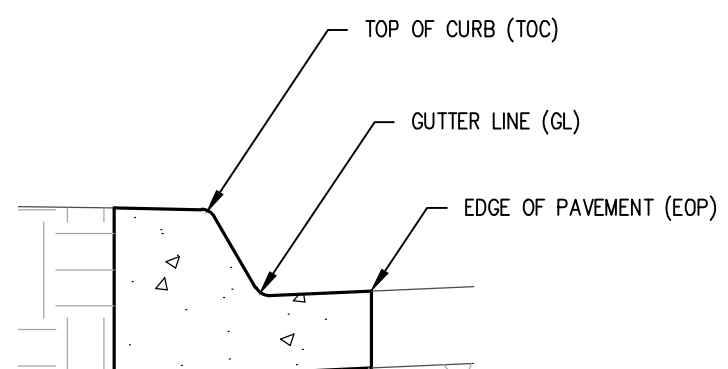
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CO NO. 1 NOTES:
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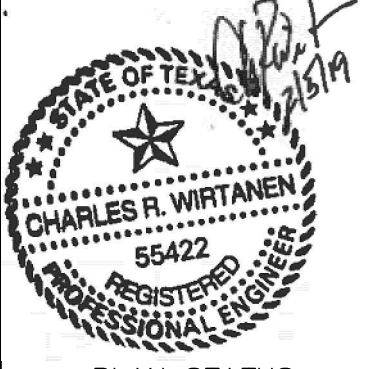
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AGNES STREET EXTENSION
 BASTROP, TEXAS



PLAN STATUS
 11/16/2018

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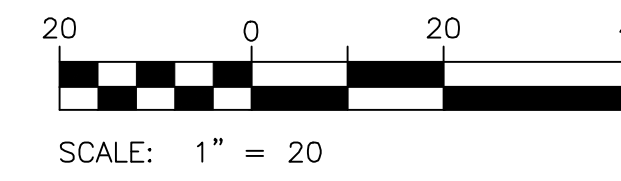
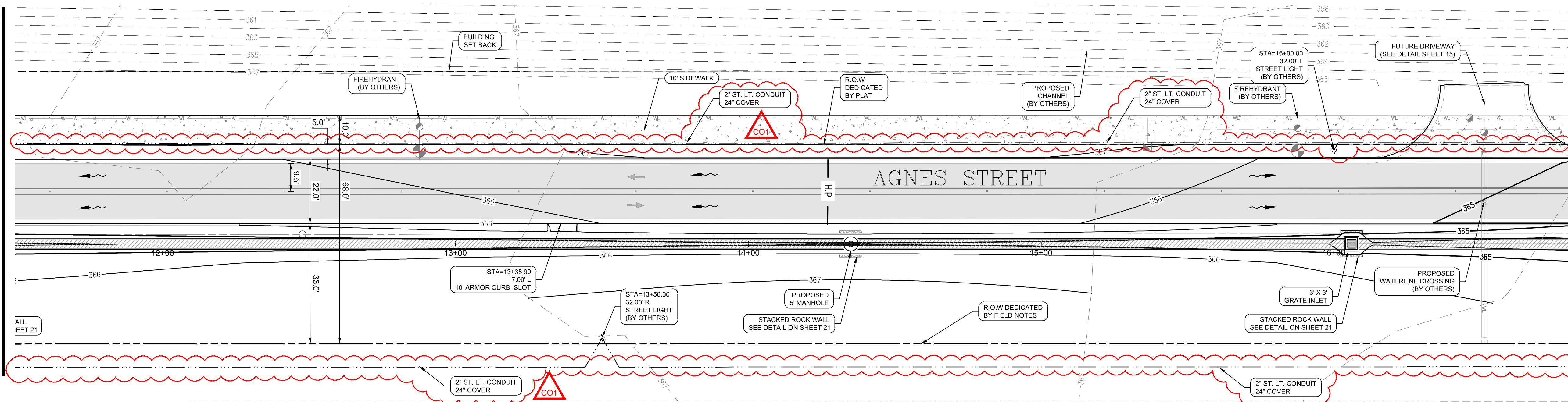
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DATE February, 2019	
FILE No.	
SHEET 9 of 25	

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MATCHLINE - STA. 11+60.00

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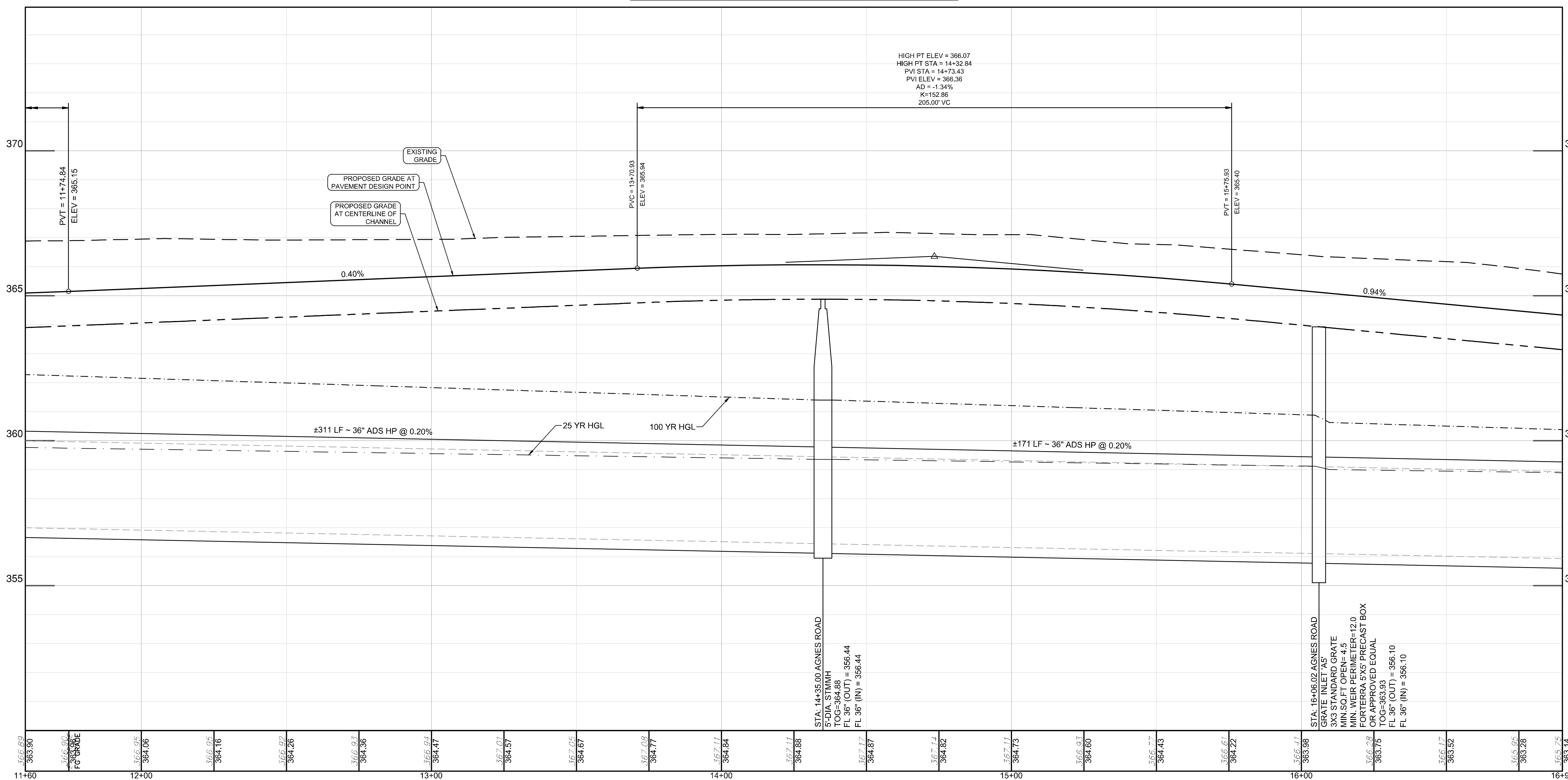


LEGEND

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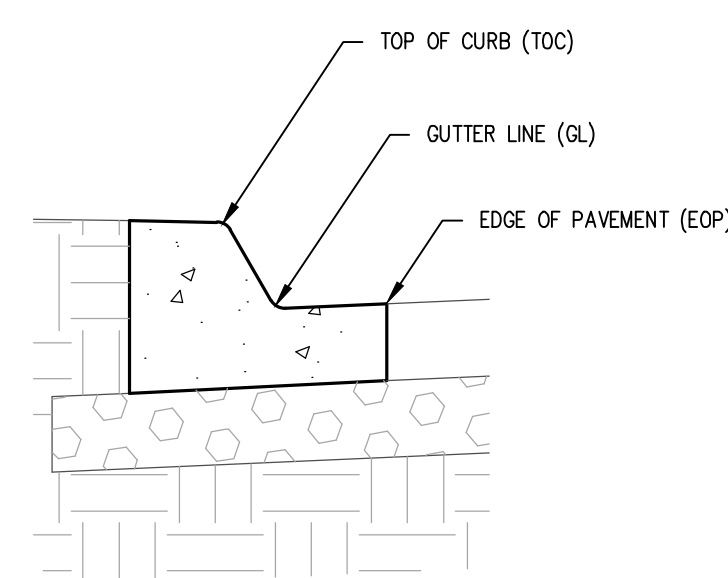
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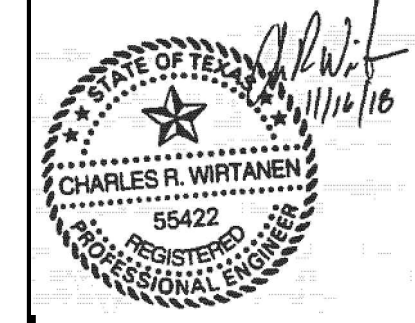


PROFILE LEGEND

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 AGNES STREET EXTENSION
 BASTROP, TEXAS

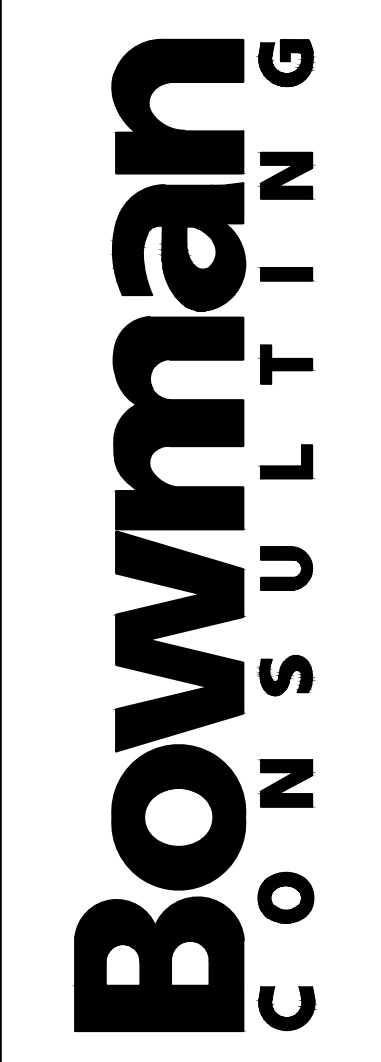


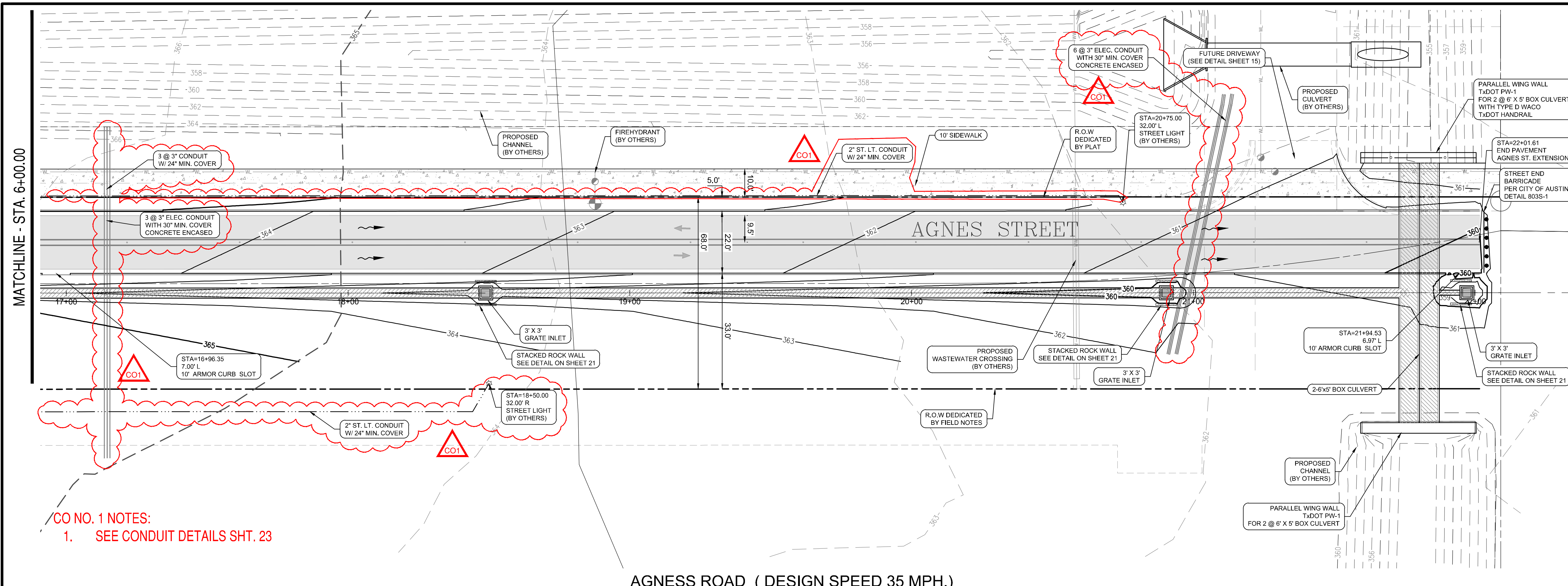
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DATE February, 2019		
FILE No.		
SHEET 10 of 25		

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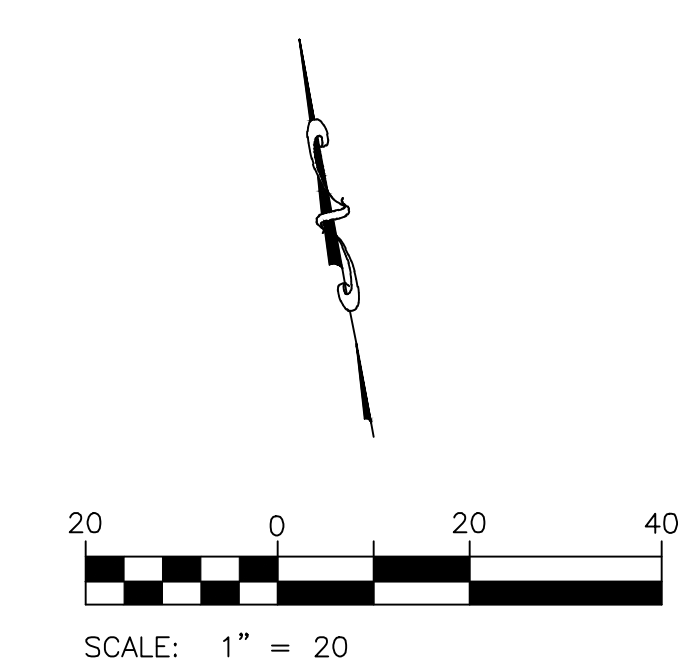
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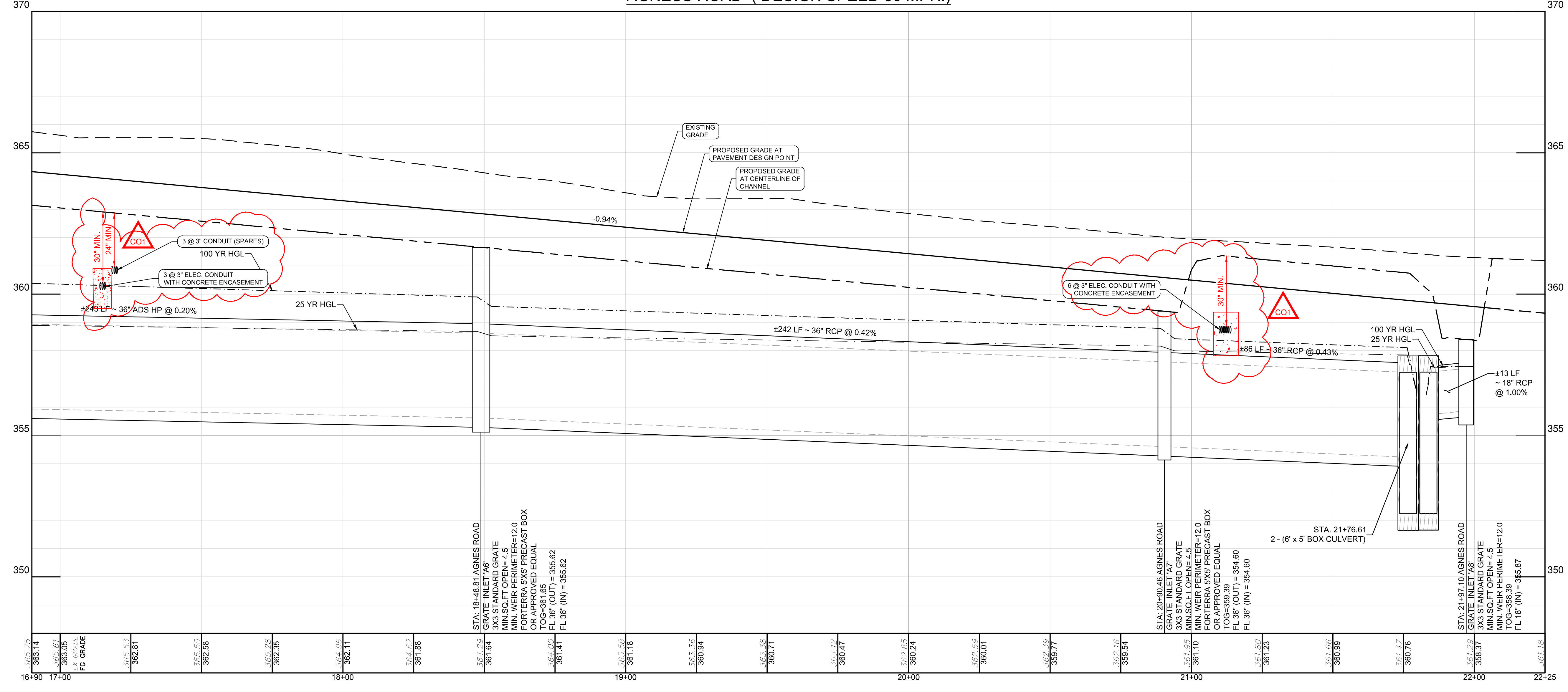
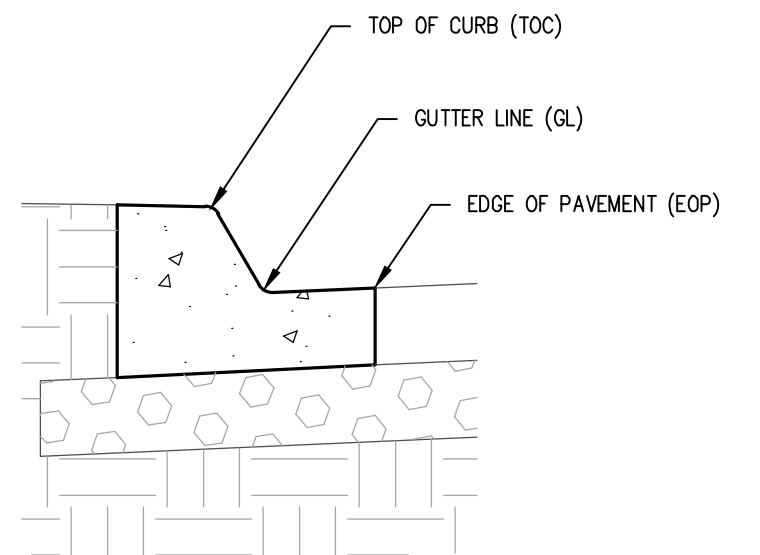


LEGEND

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	R.O.W.
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	EASEMENT LINE
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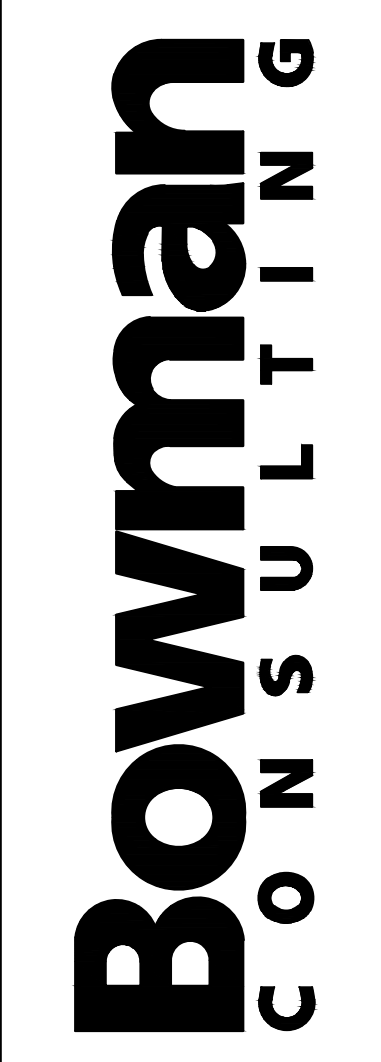
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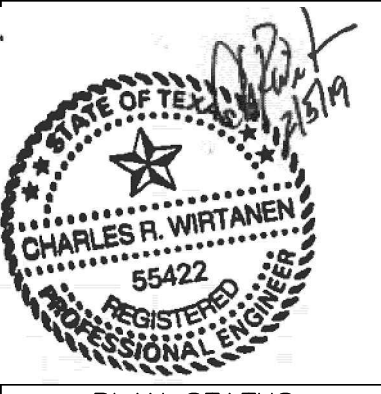
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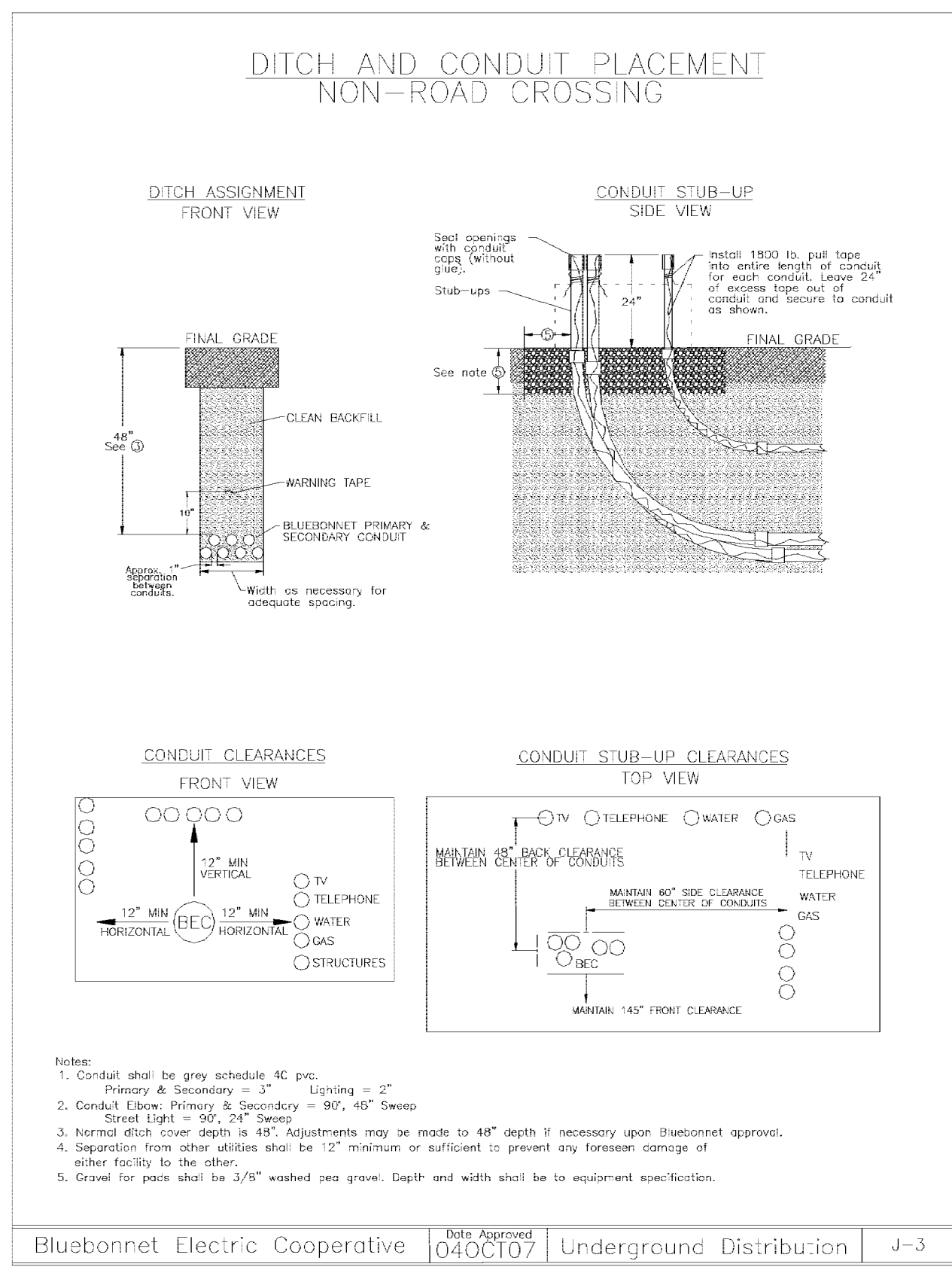


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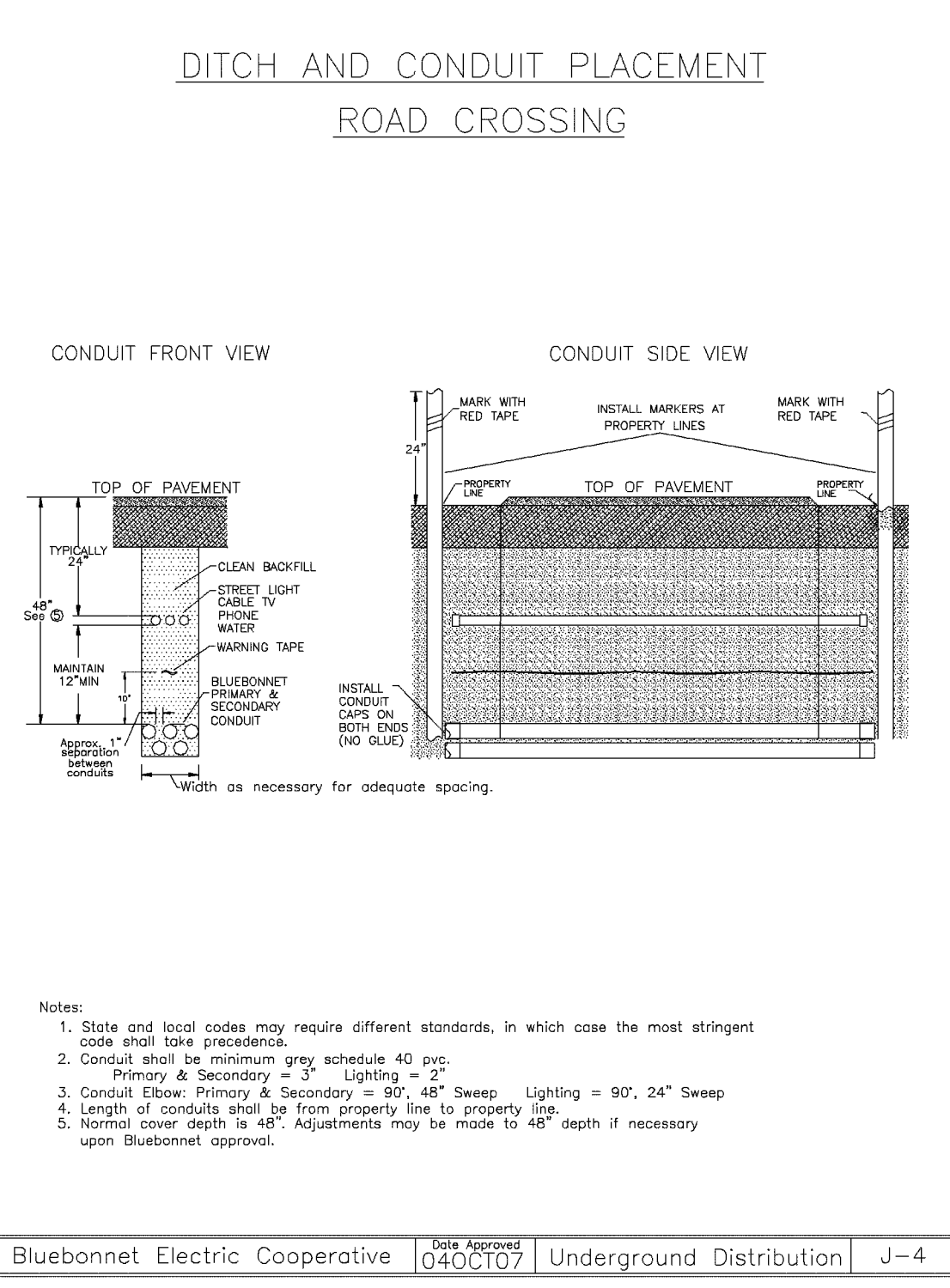
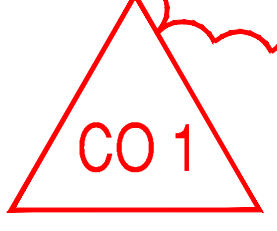
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AGNES STREET EXTENSION
BASTROP, TEXAS



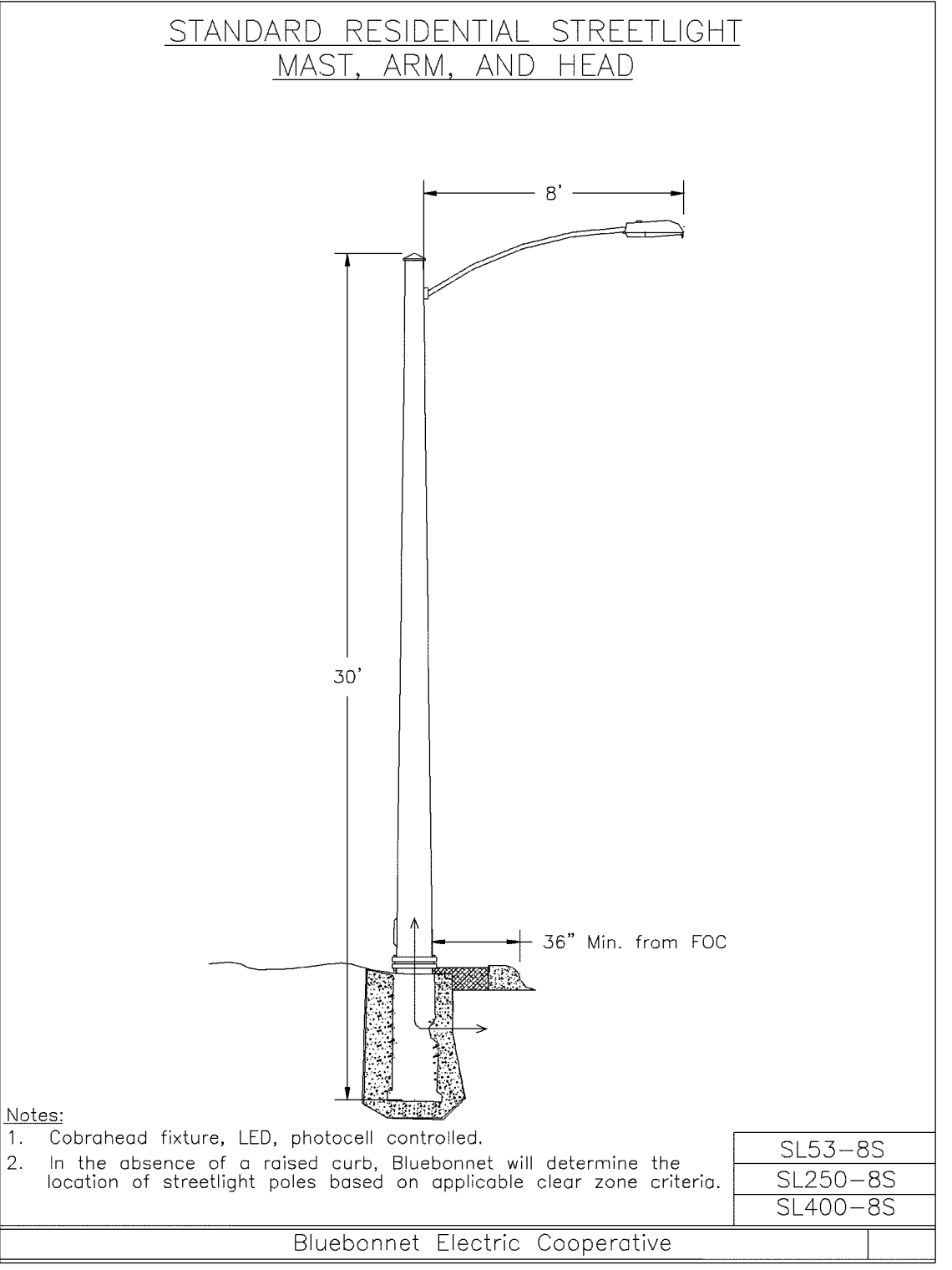
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DESIGN	A.H	CHKD
SCALE	H:	
JOB No.	070245-01-002	
DATE	February, 2019	
FILE No.		
SHEET	11 of 25	



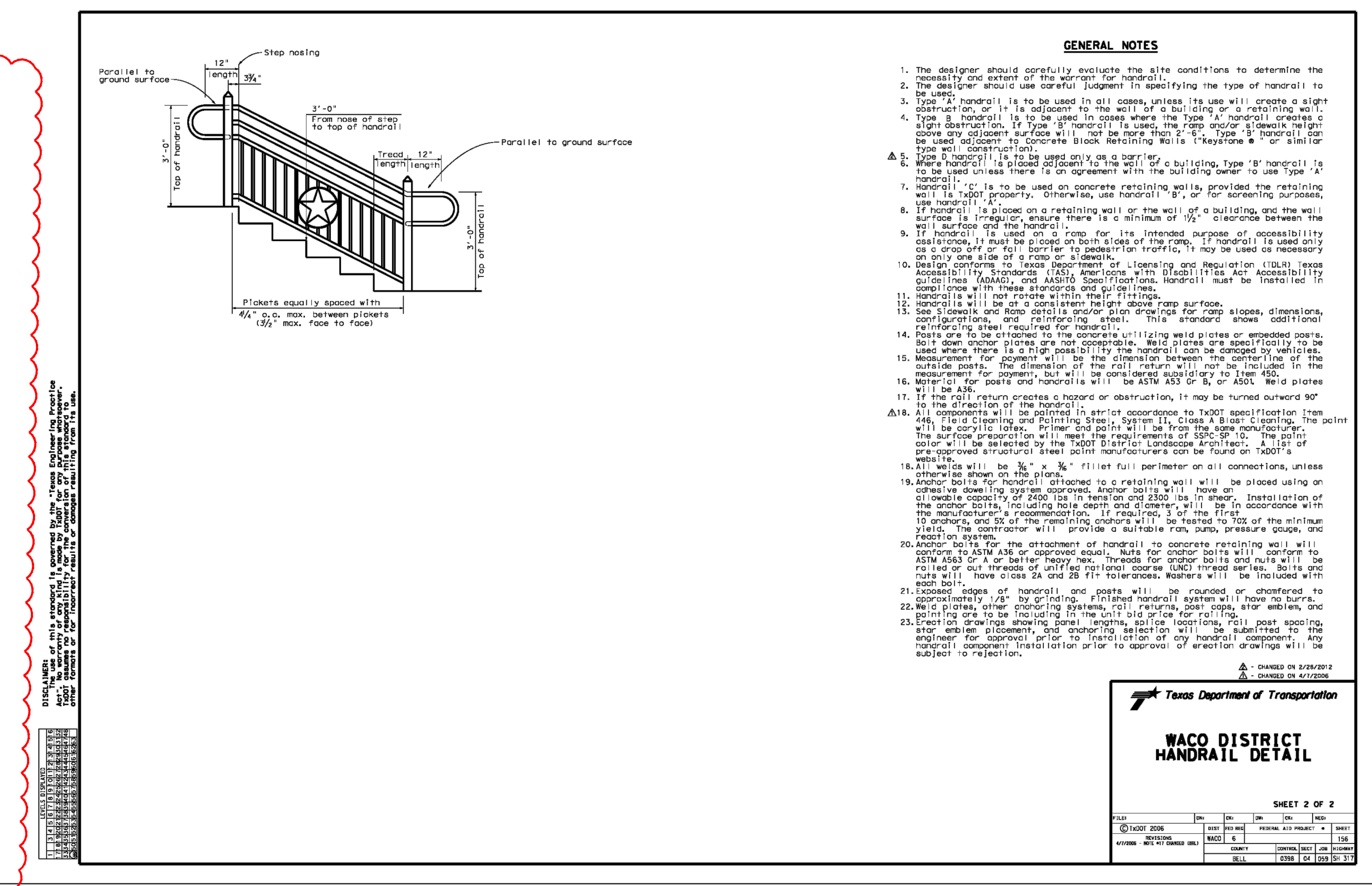
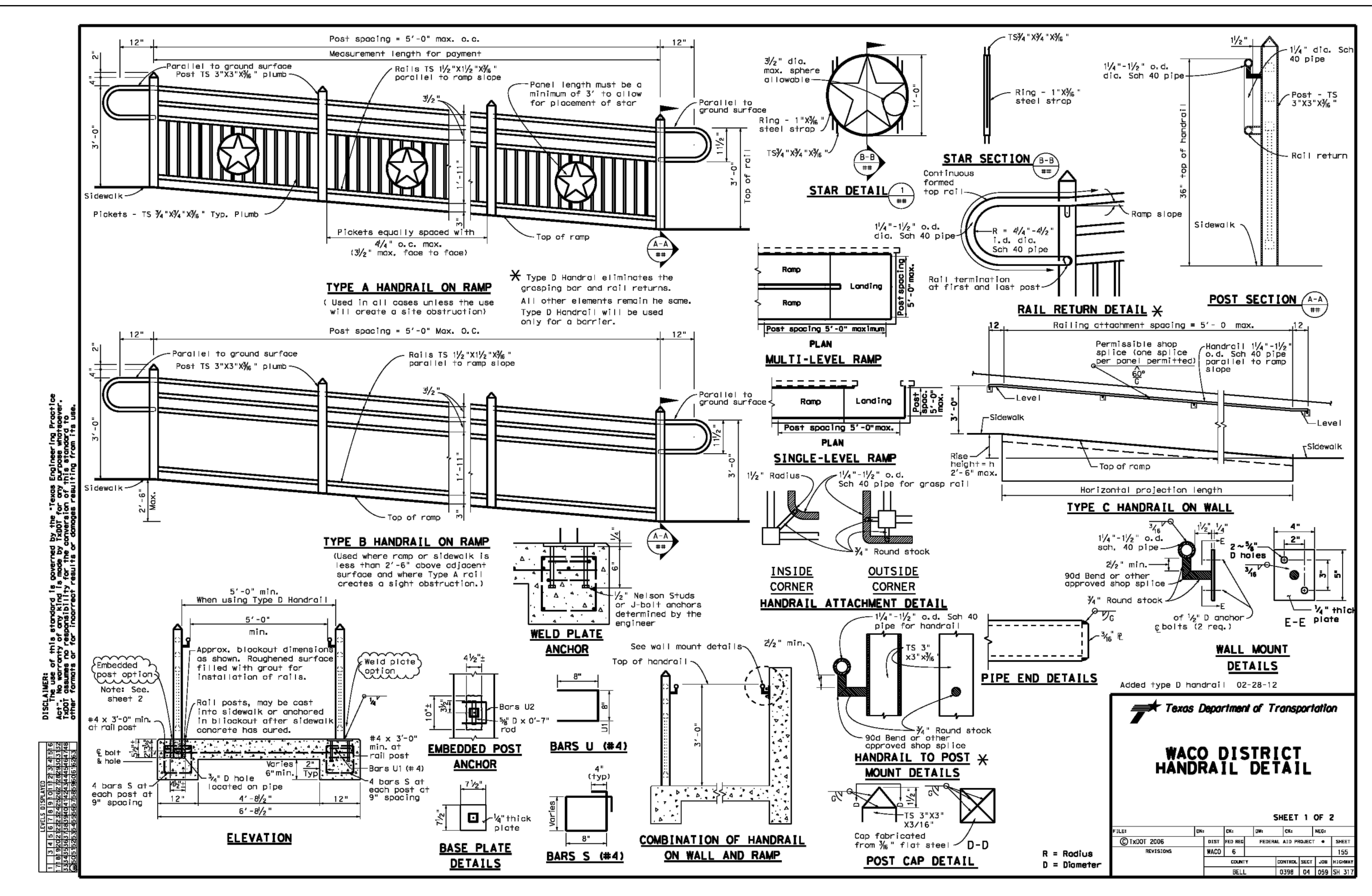
- 13 - Revised November 25, 2014



- 14 - Revised November 25, 2014



- 18 - Revised November 2014



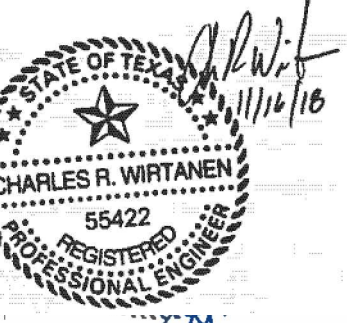
Bowman

CONSULTING

1120 S. Capital of Texas Hwy.
 Building 3, Suite 220
 Austin, Texas 78746
 Phone: (512) 327-1180
 Fax: (512) 327-4662
 www.bowmanconsulting.com

CONSTRUCTION DETAIL 5 OF 5

AGNES STREET EXTENSION BASTROP, TEXAS



PLAN STATUS		
	11/16/2018	
DATE	DESCRIPTION	
T.A.B	A.H	T.A.B
DESIGN	DRAWN	CHKD
SCALE: H		
JOB No. 070245-01-002		
DATE November, 2018		
FILE No.		
SHEET	23	OF 25



Agenda Item: 4.8

AGENDA MEMORANDUM

Meeting Date: July 15, 2019

Agenda Item: Consideration, discussion and possible action on Resolution R-2019-0014 approving a change order for the installation of underground electric distribution facilities for the Agnes Street Extension Project in the amount of \$37,399.57.

Prepared by: BEDC Staff

The EDC Board approved funding the Agnes Street Extension Project by Resolution R-2017-0025 on December 18, 2017.

Street lighting was not included in the original scope of work. Former Executive Director Mike Kamerlander performed a budget transfer in March 2019 in the amount of \$200,000 to cover the additional charges. However, Board approval is required for the change order.

Bowman Consulting has requested a change order to install dry utilities per Bluebonnet Electric Co-op's specifications, not originally included in the Professional Services Agreement.

The attached resolution would approve the actual installation of the streetlights by Bluebonnet Electric.

Attachments:

Draft Resolution

Exhibit A – Cost estimate from Bluebonnet Electric

Recommendation – Approve the Resolution as presented.

[RECOMMENDED MOTION] – I move to approve Resolution R-2019-0014.

**A RESOLUTION OF THE BASTROP ECONOMIC DEVELOPMENT CORPORATION
APPROVING A CHANGE ORDER FOR THE INSTALLATION OF UNDERGROUND
ELECTRIC DISTRIBUTION FACILITIES FOR THE AGNES STREET EXTENSION
PROJECT IN THE AMOUNT OF \$37,399.57.**

WHEREAS, the Bastrop Economic Development Corporation Board of Directors has found the Agnes Extension Project as an allowable project under Texas Local Government Code Chapter Section 501.103 through Resolution 2017-0025; and

WHEREAS, during the course of Project construction, it was determined that the installation of underground electric distribution facilities for streetlights for the Agnes Street Project had not been included in the original Scope of Work; and

WHEREAS, Bowman Consulting has proposed a Change Order (Proposal No. P1801-021) to change the scope of the Project as it relates to Bluebonnet Electric Co-op Plan No. BEC-1511, and has recommended approval of this Change Order, as directed by the project engineer in an amount of \$67,485.41; and

WHEREAS, the BEDC has received an estimate from Bluebonnet Electric for installation of the streetlights in the amount of \$37,399.57; and

WHEREAS, the proposed change order amount has already been appropriated through a budget transfer within the BEDC's FY2018-2019 budget.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE BASTROP ECONOMIC DEVELOPMENT CORPORATION THAT:

The Board approves and authorizes the Chair and/or Interim Executive Director to execute the documentation required by Bluebonnet Electric to proceed with installation of streetlights for the Agnes Street Project, attached hereto as **Exhibit "A"**.

PASSED AND APPROVED on the ____ day of ____ 2019, by the Board of Directors of the Bastrop Economic Development Corporation.

[SIGNATURE PAGE FOLLOWS]

BASTROP ECONOMIC
DEVELOPMENT CORPORATION

Kathryn Nash, Board Chair

ATTEST:

Kevin Plunkett, Board Vice-Chair

APPROVED AS TO FORM:

Denton, Navarro, Rocha, Bernal & Zech, P.C.
Board Counsel

DRAFT

Exhibit "A"

Cost estimate from Bluebonnet Electric in an amount of \$37,399.57. (1 page).

DRAFT



July 11, 2019

Bastrop EDC
c/o Jean Riemenschneider
301 Hwy. 71 W., Ste. 214
Bastrop, TX 78602

RE: Installation of Underground Electric Distribution Facilities for the *AGNES STREET STREETLIGHTS*.
Non BA: 5500075085 | W.O. # 60266573

Dear Jean,

We have completed our design to provide electric service to the subject development based on the information you have provided and your plans dated September 13, 2018. The total cost of your project is \$37,399.57 and Bluebonnet has determined an allocation of \$0.00 towards your project. A deposit \$0.00 will be added making your total contribution-in-aid of construction (CIAC) \$37,399.57. Please note that this cost estimate is contingent upon our ability to secure all easements and permits to extend electric service to your site. This cost estimate is subject to change for any revision to our design or for any site conditions that impede our construction and is good for 90 days from the date of this letter.

We require the following before our construction can commence:

1. Your payment of the contribution amount noted above.

We will commence our construction after you have satisfied all of the above and we have verified that your site is ready for our construction. Scheduled construction dates for your project are contingent upon Bluebonnet's work load and weather.

Please call me if you need additional information.

Sincerely,

Shawn Ely

Shawn Ely
Electric Distribution Design Supervisor
Toll: 888-622-2583, ext 8518 or Direct: 979-542-8518



Agenda Item: 4.9

AGENDA MEMORANDUM

Meeting Date: July 15, 2019

Agenda Item: Consideration, discussion and possible action on Resolution R-2019-0015 of the Board of Directors of the BEDC approving of the Project for 921 Main Street and the terms of a commercial design and construction contract with Stone Development Group, Inc.; authorizing all necessary actions, including hiring of a project manager and execution of all necessary documentation; and, providing an effective date.

Prepared by: BEDC Staff

The EDC Board approved negotiating and entering into a loan agreement with Roscoe State Bank for the 921 Main Street Project on May 20, 2019. City Council approved the second reading of the resolution on June 11, 2019.

The EDC Board then approved a budget amendment in the amount of \$377,072 at the June 17, 2019 Board meeting, allowing Stone Development Group to begin design work on the project.

The attached resolution would give Board approval for the construction contract with Stone Development Group and the hiring of a project manager.

Attachments:
Draft Resolution

Recommendation – Approve the Resolution as presented.

[RECOMMENDED MOTION] – I move to approve Resolution R-2019-0015.

RESOLUTION NO. R-2019-0015**A RESOLUTION OF THE BOARD OF DIRECTORS OF THE BASTROP ECONOMIC DEVELOPMENT CORPORATION APPROVING OF THE PROJECT FOR 921 MAIN STREET AND THE TERMS OF A COMMERCIAL DESIGN & CONSTRUCTION CONTRACT WITH STONE DEVELOPMENT GROUP, INC.; AUTHORIZING ALL NECESSARY ACTIONS, INCLUDING HIRING OF A PROJECT MANAGER AND EXECUTION OF NECESSARY DOCUMENTATION; AND, PROVIDING AN EFFECTIVE DATE.**

WHEREAS, the Bastrop Economic Development Corporation (“BEDC”) is a public instrumentality and non-profit industrial development corporation duly established and operating under Local Government Code, Chapters 501 and 505, et seq., as amended, known as the Development Corporation Act of 1979 (the “Act”), and is acting with the approval of the governing body of the City of Bastrop, Texas (the “City”); and

WHEREAS, after careful evaluation and consideration by the Board, it was determined that a project (“Project”) proposed by Stone Development Group, Inc. (“Company”) will: (i) improve infrastructure upon a dilapidated and previously abandoned City lot; (ii) promote and develop new and expanded business enterprises; (iii) creation of primary jobs and full-time employees; and, (iv) facilitate the remediation of the property located at 921 Main Street, Bastrop, Texas, and owned by the BEDC; and

WHEREAS, the Board approved entering into an economic development performance agreement with 921 Bastrop, LLC, on September 17, 2018, by Resolution R-2018-0007; and

WHEREAS, a Mutual Release & Termination of said performance agreement was fully executed on June 5, 2019; and

WHEREAS, the BEDC approved entering into Resolution R-0006 on May 20, 2019, authorizing the BEDC to negotiate and enter into a contract with Roscoe State Bank and Stone Development Group, Inc., for the \$1.8M loan to fund the Project; and

WHEREAS, the Bastrop City Council approved of this Project’s \$1.8M loan and Resolution R-2019-54 on June 11, 2019, which includes the down payment and Project’s design proposal; and

WHEREAS, the BEDC began the loan process on June 17, 2019, when it approved Resolution R-2019-0007 authorizing the Design Proposal provided by the Company; and

WHEREAS, the BEDC approved of the Design Proposal and entered into an agreement with the Company on June 21, 2019, for the Design Proposal to begin; and

WHEREAS, on July 2, 2019 the Company provided the initial Design Proposal’s layout and initial schematics that were approved by the Interim Executive Director on July 10, 2019; and

WHEREAS, the Board has reviewed the terms and conditions of the proposed Commercial Design & Construction Contract (“Contract”) by and between the BEDC and Stone Development Group, Inc., and determined that it fully complies with the statutory requirements

RESOLUTION NO. R-2019-0015

that govern the BEDC and is in the best interest of the BEDC to enter such Contract as a Project under Section 501.101, et seq. Texas Local Government Code; and

WHEREAS, to fulfill its public purpose in attracting qualifying projects under Texas Local Government Code, Chapters 501 and 505, et seq., as amended, the BEDC requires certain professional services, including without limitation, the contracting with and hiring of a project manager to oversee certain BEDC projects, including this Project; and

WHEREAS, after careful evaluation and consideration by the Board, it has determined that these services and this support can be provided most beneficially, efficiently and economically under a third-party professional services agreement with a project management company to be chosen by the Interim Executive Director and Board Chair.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE BASTROP ECONOMIC DEVELOPMENT CORPORATION THAT:

SECTION 1. The findings set out above are hereby found to be true and correct and are incorporated herein for all purposes.

SECTION 2. The terms and conditions of the Contract attached hereto as Exhibit "A," are approved.

SECTION 3. The Board authorizes BEDC's Interim Executive Director and/or Chair Kathryn Nash to execute a Contract in substantial form with Exhibit "A" and take those actions, including the execution of all other agreements, instruments or documents reasonably necessary to facilitate the purpose of this Resolution.

SECTION 4. This Resolution is effective upon passage.

DULY RESOLVED AND ADOPTED by the Board of Directors of the Bastrop Economic Development Corporation, this ____ day of _____ 2019.

[SIGNATURE PAGE FOLLOWS]

BASTROP ECONOMIC
DEVELOPMENT CORPORATION

Kathryn Nash, Board Chair

ATTEST:

Kevin Plunkett, Board Vice-Chair

APPROVED AS TO FORM:

Denton, Navarro, Rocha, Bernal & Zech, P.C.
Board Counsel

DRAFT

Exhibit "A"

Commercial Design & Construction Contract by and between the Bastrop Economic Development Corporation and Stone Development Group, Inc.

DRAFT



Agenda Item: 4.10

AGENDA MEMORANDUM

Meeting Date: July 15, 2019

Agenda Item: Consideration, discussion and possible action on a Resolution R-2019-0016 of the Board of Directors of the BEDC approving the loan documents with Roscoe State Bank for the 921 Main Street Project.

Prepared by: BEDC Staff

The EDC Board approved negotiating and entering into a loan agreement with Roscoe State Bank for the 921 Main Street Project on May 20, 2019. City Council approved the second reading of the resolution on June 11, 2019.

The attached resolution would give Board approval for entering into the loan agreement and authorizing the Interim Executive Director to execute all necessary documentation.

Attachments:
Draft Resolution

Recommendation – Approve the Resolution as presented.

[RECOMMENDED MOTION] – I move to approve Resolution R-2019-0016.

CERTIFICATE FOR RESOLUTION
BEDC Resolution R-2019-0016

On July 15, 2019, we, the undersigned officers of the Bastrop Economic Development Corporation, hereby certify as follows:

1. The Board of Directors of said Corporation convened in Regular Meeting on July 15, 2019 at the designated meeting place, and the roll was called of the duly constituted officers and members of said Board of Directors, to wit:

Kathryn Nash	Chair
Kevin Plunkett	Vice-Chair
Sam Kier	Secretary/Treasurer
Connie Schroeder	Member
Jeff Haladyna	Member
Ron Spencer	Member
Pat Crawford	Member

and all of said persons were present, except the following absentees: _____, thus constituting a quorum. Whereupon, among other business, the following was transacted at said Meeting: a written

**RESOLUTION OF THE BOARD OF DIRECTORS OF THE BASTROP
ECONOMIC DEVELOPMENT CORPORATION REGARDING A LOAN
IN THE AMOUNT OF \$1,420,000**

was duly introduced for the consideration of said Board of Directors and read in full. It was then duly moved and seconded that said Resolution be adopted; and, after due discussion, said motion carrying with it the adoption of said Resolution, prevailed and carried by the following vote:

AYES: All members of the Board of Directors shown present above voted "Aye" except as shown below.

NOES: _____

ABSTAIN: _____

2. That a true, full and correct copy of the aforesaid Resolution adopted at the Meeting described in the above and foregoing paragraph is attached to and follows this Certificate; that said Resolution has been duly recorded in said Board of Directors' minutes of said Meeting; that the above and foregoing paragraph is a true, full and correct excerpt from said Board of Directors' minutes of said Meeting pertaining to the adoption of said Resolution; that the persons named in the above and foregoing paragraph are the duly chosen, qualified and acting officers and members of said Board of Directors as indicated therein; that each of the officers and members of said Board of Directors was duly and sufficiently notified officially and

personally, in advance, of the time, place and purpose of the aforesaid Meeting, and that said Resolution would be introduced and considered for adoption at said Meeting, and each of said officers and members consented, in advance, to the holding of said Meeting for such purpose, and that said Meeting was open to the public and public notice of the time, place and purpose of said Meeting was given, all as required by Chapter 551, Texas Government Code.

3. That the Chairman of the Board of Directors of the Corporation has approved and hereby approves the aforesaid Resolution; that the Chairman and the Secretary of said Corporation have duly signed said Resolution; and that the Chairman and the Corporation Secretary of said Corporation hereby declare that their signing of this Certificate shall constitute the signing of the attached and following copy of said Resolution for all purposes.

Signed on the date first written above.

Sam Kier
Secretary, Board of Directors

Kathryn Nash
Chair, Board of Directors

**RESOLUTION OF THE BOARD OF DIRECTORS OF THE BASTROP
ECONOMIC DEVELOPMENT CORPORATION REGARDING A LOAN
IN THE AMOUNT OF \$1,420,000**

WHEREAS, BASTROP ECONOMIC DEVELOPMENT CORPORATION (“*Borrower*”) proposes to enter into a Loan Agreement dated as of August 1, 2019 (as amended, restated, supplemented and/or otherwise modified, the “*Loan Agreement*”), with Roscoe State Bank, as lender (“*Lender*”) to enable Borrower to construct certain improvements to real property to promote economic development in the City of Bastrop, Texas (the “City”), in an amount not to exceed \$1,420,000 and as for the payment of the principal of and interest thereon, the Borrower has agreed to pledge its Economic Development Sales and Use Tax. All capitalized terms used herein, but not otherwise defined herein, shall have the meaning ascribed to such term in the Loan Agreement.

WHEREAS, the proposed form of the Loan Agreement, Note and the Sales Tax Remittance Agreement have been presented to this meeting.

**NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF
BASTROP ECONOMIC DEVELOPMENT CORPORATION AS FOLLOWS:**

Section 1. The Board of Directors agrees to enter into the Loan Agreement, Note and the Sales Tax Remittance Agreement to finance the costs of constructing certain improvements to real property to promote economic development in the City in an amount not to exceed \$1,420,000 at an interest rate agreed upon by the Lender and the Borrower on the date of execution of the Note, the Loan Agreement and the Sales Tax Remittance Agreement and, in order to secure the principal of and interest on the Note, to pledge its Economic Development Sales and Use Tax.

Section 2. That Phallan Davis, the Interim Executive Director of the Corporation, is authorized to execute, acknowledge and deliver in the name and on behalf of Borrower to the Lender the Loan Agreement, including all attachments and exhibits thereto and the Note, and the Loan Agreement and the Note shall be in substantially the form presented to this meeting with such changes as the signing officer shall determine to be advisable. Further, said Executive Director is authorized to execute, acknowledge and deliver in the name and on behalf of the Borrower any other agreement, instrument, certificate, representation and document, and to take any other action as may be advisable, convenient or necessary to enter into such Loan Agreement and the Note; the execution thereof by the Executive Director shall be conclusive as to such determination.

Section 3. That for the purposes of this resolution, the following persons, or the persons holding the following positions, are “*Authorized Officers*” duly authorized to enter into the transaction contemplated by this resolution in the name and on behalf of the Borrower:

<u>Title</u>	<u>Name</u>
Chair	Kathryn Nash
Secretary	Sam Keir
Interim Executive Director	Phallan Davis

Section 4. That there is hereby authorized the execution and delivery by the Authorized Officers or any one of them in the name of and on behalf of Borrower the Loan Agreement, including all attachments and exhibits thereto, the Note and the Sales Tax Remittance Agreement in substantially the form presented to this meeting with such changes as the signing officer shall determine advisable, and the execution thereof shall be conclusive as to such determination.

Section 5. That this Resolution shall take effect immediately.

PASSED AND ADOPTED this July 15, 2019.

BASTROP ECONOMIC DEVELOPMENT CORPORATION

By: _____
Kathryn Nash, Chair

ATTEST:

By: _____
Sam Kier, Secretary



Agenda Item: 4.11

AGENDA MEMORANDUM

Meeting Date: July 15, 2019

Agenda Item: Update on EDC staff activities (e.g., marketing, prospects, projects, events, and other updates).

Prepared by: BEDC Staff

Please see attached presentation.

Attachment: PowerPoint Presentation about EDC activities.

Recommendation – No recommendation; item for informational purposes only.





TODAY'S AGENDA

01.
Call To Order

02.
Public Comment

03.
Budget Workshop - POSTPONED

04.
Regular Business & Presentations

05.
Executive Session

06.
Adjournment



2. PUBLIC COMMENT



3. BUDGET WORKSHOP

Postponed until July 22, 2019



4.1

Regular Business & Presentations

Approval of meeting
minutes of the Bastrop
EDC Regular Board
Meeting of
June 17, 2019.



4.2

Regular Business & Presentations

Acceptance of the
Bastrop EDC's financial
summary report for
period ending
June 30, 2019.



Summary of Revenues and Expenditures – 06/30/19 74

Month	FY 2019 Revenue	FY 2019 Expense	Monthly Variance
October	\$188,063	\$107,119	\$80,944
November	208,065	80,898	127,167
December	221,414	140,654	80,760
January	195,226	535,818	(340,592)
February	254,659	322,143	(67,484)
March	196,893	228,006	(31,113)
April	240,963	218,110	22,853
May	319,251	331,792	(12,541)
June	242,050	176,790	65,260
July			
August			
September			
Total	\$2,066,584	\$2,141,330	\$(74,746)



Summary of Sales Tax Revenue – 06/30/19

Month	FY 2019 Forecast	FY 2019 Actual	Monthly Variance
October	\$171,165	\$178,959	\$7,794
November	192,394	194,036	1,642
December	181,978	208,910	26,932
January	195,618	182,199	(13,419)
February	244,522	242,902	(1,620)
March	171,165	181,171	10,006
April	183,392	215,401	32,009
May	250,872	201,204	(49,668)
June	207,844	230,084	22,240
July	218,358		
August	220,070		
September	207,844		
Total	\$2,445,222	\$1,834,866	\$35,916 2.0% increase



Expenditures Budget to Actual – 06/30/19

OPERATING EXPENDITURES COMPARISON

<u>Category</u>	FY2019 <u>Forecast</u>	FY2019 <u>Actual</u>	Monthly <u>Variance</u>
Personnel	\$ 341,805	\$ 327,680	\$ 14,125
Supplies & Material	18,995	17,585	\$ 1,410
Maintenance & Repairs	10,715	6,274	\$ 4,441
Occupancy	41,051	40,413	\$ 638
Contractual Service	409,130	285,477	\$ 123,653
Marketing/Advertising	527,541	327,011	\$ 200,530
Contingency	-	-	\$ -
Debt Service	<u>90,384</u>	<u>90,384</u>	<u>\$ -</u>
Total	<u>\$ 1,439,621</u>	<u>\$ 1,094,824</u>	<u>\$ 344,797</u>

Forecast to Actual % 23.95%

Positive

The forecast to actual comparison is a positive 24% year-to-date.



Expenditures Budget to Actual – 06/30/19

CAPITAL OUTLAY PROJECTS

<u>Project</u>	FY2019 <u>Budget</u>	FY2019 <u>Actual</u>	Budget <u>Balance</u>
Trail System Downtown Loop (only engineering and permitting expenses so far)	\$ 629,218	\$ 20,513	\$ 608,705
Bus. Ind. Park-Tech/MLK Infra (only engineering expenses so far)	779,928	6,836	\$ 773,092
Agnes/Home Depot Way Infra This project is close to complete	1,078,466	974,107	\$ 104,359
921 Main Street Project Engineering	377,072	50,400	\$ 326,672
Total	\$ 2,864,684	\$ 1,051,856	\$ 1,812,828

These projects are funded by various funds including 2013 Bond funds, operating funds and 2018 Bond funds. The 921 Main Street Project is to be funded through a loan and available budgeted funds available.



BASTROP ECONOMIC DEVELOPMENT CORPORATION FUND
FY 2018-2019 BUDGET

Unaudited Operating Fund Balance 9-30-2018	\$ 5,069,820
FY 2018-2019	
Budgeted	
Revenues	\$ <u>3,228,020</u>
Total FY 2018 Resources	\$ 8,297,840
Budgeted Expenditures:	
Operating Expenses	\$ (2,456,990)
Capital Expenses	\$ (2,864,684)
Debt Service	\$ <u>(462,828)</u>
	\$ (5,784,502)
Projected Ending Gross Fund Balance 09-30-2019	\$ 2,513,338
Reserve 25% of Operating Expense	\$ 628,335



4.3

Regular Business & Presentations

Consideration, discussion and possible action on Resolution R-2019-0009 of the Board of Directors of the BEDC approving the Interim Executive Director's execution of an advertising contract with Texas Monthly to sponsor a SXSW event in March 2020.



4.4

Regular Business & Presentations

Consideration, discussion and possible action on Resolution R-2019-0010 of the Board of Directors of the BEDC approving the Executive Director's execution of the advertising agreement with Austin Business Journal (ABJ) to sponsor the 2019 ABJ East Austin Growth Summit in October 2019.



4.5

Regular Business & Presentations

Consideration, discussion and possible action on Resolution R-2019-0011 of the Board of Directors of the BEDC authorizing the Interim Executive Director to hire a professional services company for public relations and the execution of an as-needed agreement with Buie & Co.



4.6

Regular Business & Presentations

Consideration, discussion and possible action on Resolution R-2019-0012 of the Board of Directors of the BEDC approving a change order with Bowman Consulting for the Downtown Trail Expansion Project for construction drawings, review and processing required for grant funding, in the amount of \$50,000.



4.7

Regular Business & Presentations

Consideration, discussion and possible action on Resolution R-2019-0013 of the Board of Directors of the BEDC approving a change order with Bowman Consulting for the Agnes Street Extension Project in the amount of \$67,485.41.



4.8

Regular Business & Presentations

Consideration, discussion and possible action on Resolution R-2019-0014 of the Board of Directors of the BEDC approving a change order for the installation of underground electric distribution facilities for the Agnes Street Extension Project in the amount of \$37,399.57.



4.9

Regular Business & Presentations

Consideration, discussion and possible action on Resolution R-2019-0015 of the Board of Directors of the BEDC approving of the Project for 921 Main Street and the terms of a commercial design and construction contract with Stone Development Group, Inc.; authorizing all necessary actions, including hiring of a project manager and execution of all necessary documentation; and, providing an effective date.



4.10

Regular Business & Presentations

Consideration, discussion and possible action on a Resolution R-2019-0016 of the Board of Directors of the BEDC approving the loan documents with Roscoe State Bank for the 921 Main Street Project.



4.11 ACTIVITY REPORT



Marketing and Other Events Attended

- Angela attended the Grow with Google class sponsored by the Bastrop Chamber on June 18th.
- Phallan attended the Bastrop Chamber Board Meeting on June 19th.
- Jean attended the Historic Landmark Meeting on June 19th regarding 921 Main Street.
- Jean travelled to Chicago to attend the Opportunity Austin Chicago Marketing Trip June 24-26th.
- Angela attended the Building Bastrop Community Open House on June 26th.
- Phallan travelled to New York to attend the Public Relations Society of America Corporate Communications Conference June 27-28th.
- Jean presented at the new councilmember orientation on June 27th.
- Phallan presented quarterly EDC updates to City Council on July 9th.



Business Recruitment Activity Matrix

	JUNE 2019	FY 2019 YTD ⁸⁹
OUT OF REGION VISITS	1	28
SOURCES OF LEADS	20	46
Internal Leads		
Direct Company	2	7
Local/Regional Broker	0	6
Site Consultant	0	1
Site Location Partnership	11	12
Other	0	2
External Leads		
Austin Chamber	7	12
State	0	6
PROSPECT FOLLOW UP REQUEST	257	1300
PROSPECT VISITS	3	16
New (1 st)	1	8
Repeat	2	8
Announcements	0	0



Business Retention & Expansion

Existing Business Engagements

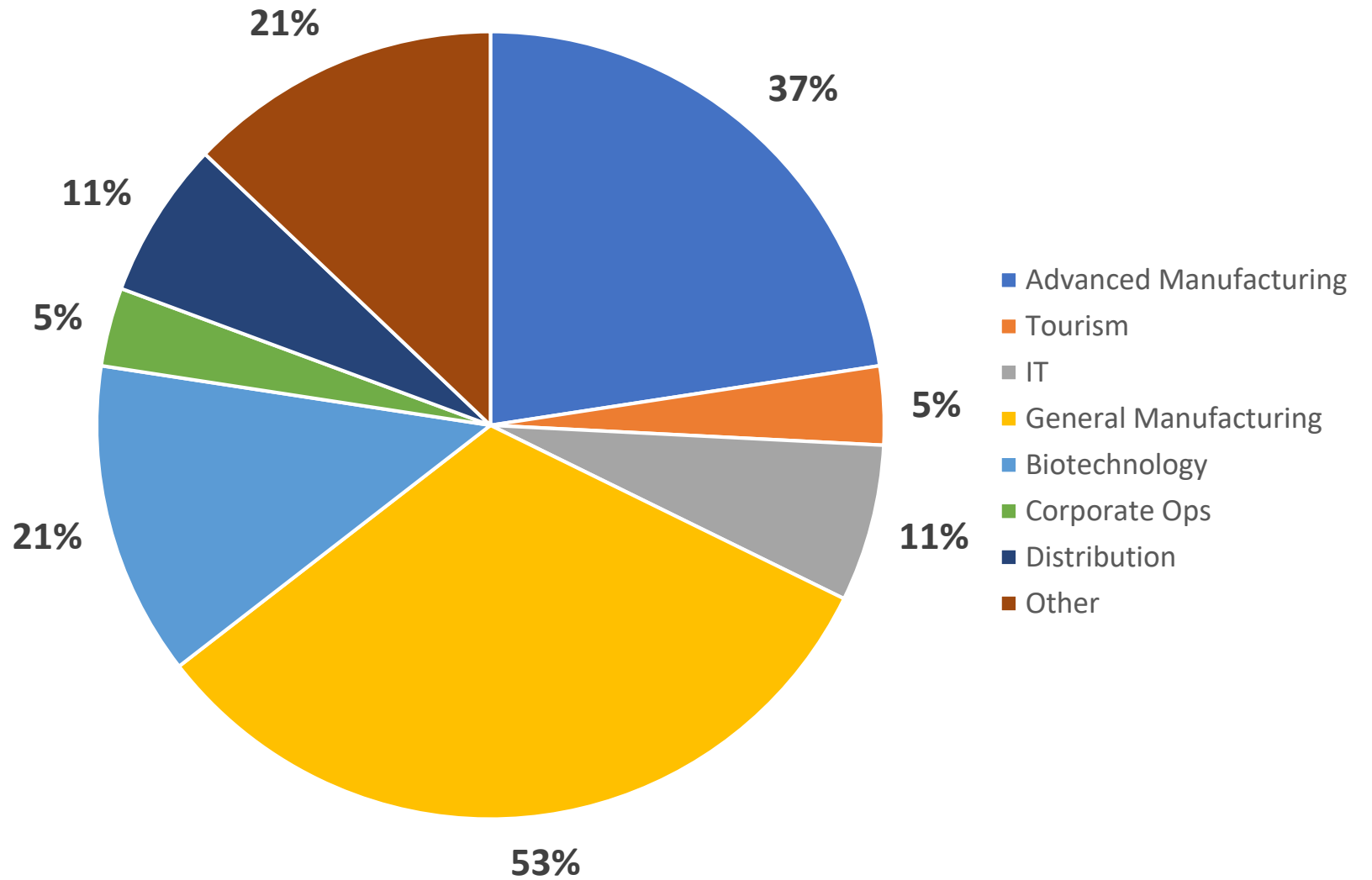
	June 2018	June 2019	FY 2019 YTD
TOTAL ENGAGEMENTS	0	21	61
In Person Visits	0	6	29
Assistance Requests	0	14	26
Workforce Dev. Mtgs.	0	1	6



FY 19 YTD LEADS BY INDUSTRY

Project Updates

7,043 jobs
4,636,000 sq. ft.
\$1,732,889,771



Project Updates

- Agnes I: Road is complete. Drainage channel is complete. Street lights are to be installed by end of August.
- 921 Main: In design.
- Downtown Trail: Awaiting final approval with TxDOT. Construction expected to commence in August.
- Technology Drive: Have received the Interlocal agreement draft and will be working with Bastrop County, City of Bastrop, and Bastrop EDC in the coming weeks.



Agnes Street



Drainage Channel



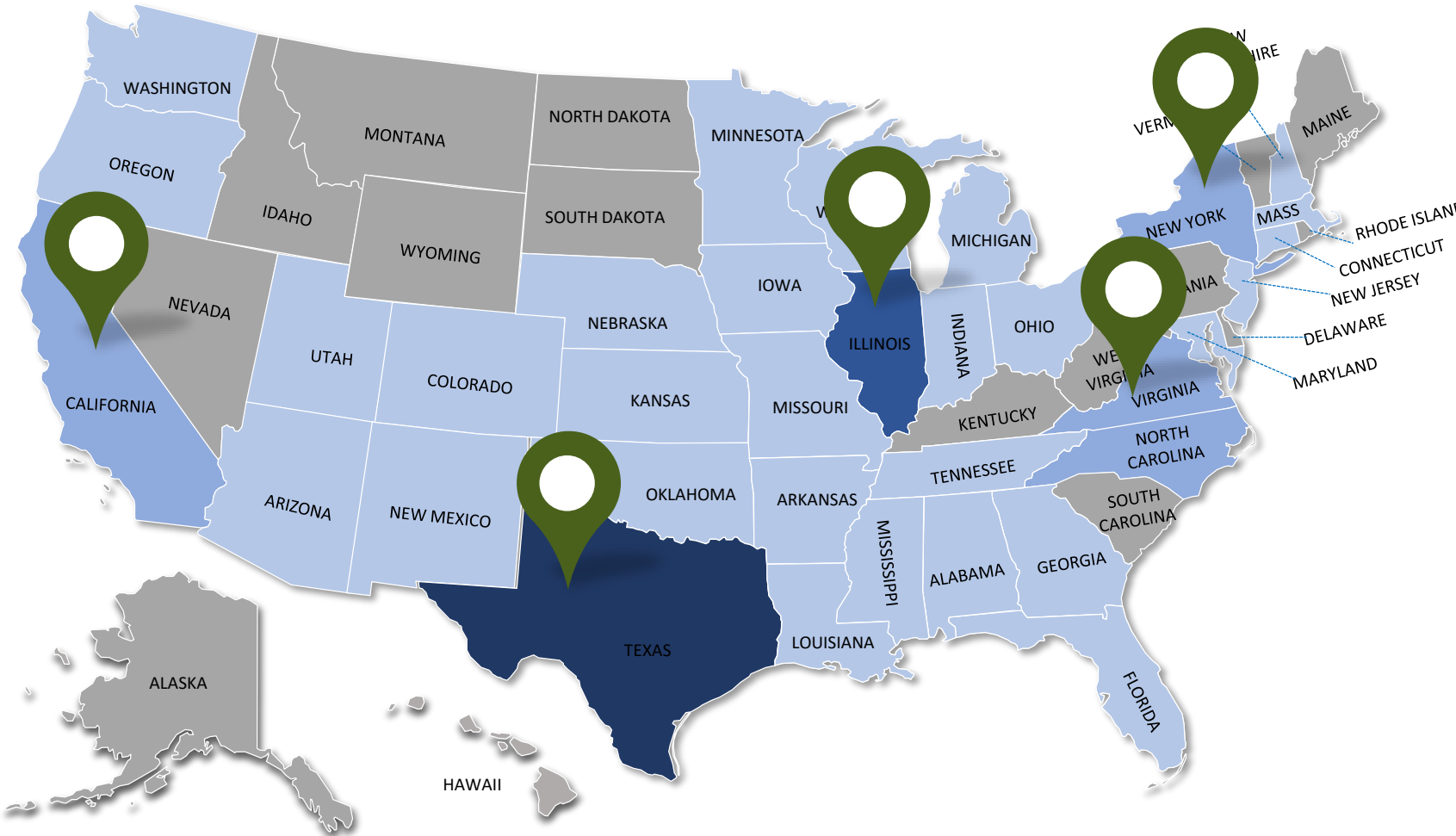


- **1,153 Unique Users; 2,549 Page Views**
- **81.4% New vs. 18.6% Returning Users**
- **42 States & 33 Countries** represented by website visits in June
- **Top Pages Visited:** Job Openings, Meet the Staff, Community History, Blog, About the BEDC
- **45.7%** found the website organically through search engines; **39.8%** visited directly using URLs; **10.2%** visited via social media, and **4.3%** were referred.



WEBSITE ANALYTICS JUNE 2019

Users visiting website by state comparison



TOP 5 WITH MOST VISITORS

States:

- Texas – 600
- Illinois – 146
- Virginia – 64
- California – 36
- New York – 14

Countries:

- United States – 1,024
- India – 31
- Canada – 20
- Bangladesh – 10
- South Korea – 8



Social Media Engagement

	June 2018	June 2019
TOTAL LIKES/FOLLOWERS	3,776	5,587
Facebook Page Likes	3,776	4,162
Twitter Followers	Unknown	1,113
LinkedIn Followers	Unknown	176



Facebook Highlights: June 12 – July 10

Overview:

- 99,814 people reached (200 percent increase)
- 1,114 clicks, comments, reactions and shares
- 2,226 video views
- Earned media value (reach x cost per impression): \$499,070



5.1

Executive

Session

The Bastrop EDC Board of Directors will reconvene into open session to discuss, consider and/or take any action necessary related to the executive session items noted herein.



5.2 Executive Session

The Bastrop EDC Board reserves the right to convene into Executive Session at any time during the meeting regarding any agenda item in compliance with the Texas Open Meetings Act, Chapter 551 Government Code.



The Bastrop EDC Board of Directors will meet in a closed/executive session pursuant to the Texas Government Code, Chapter 551, to discuss the following:

- (1) **Section 551.071 Consultation with Attorney** – LGC Section 505.103
- (2) **Section 551.071 Consultation with Attorney** – Buie & Co.
- (3) **Section 551.071 Consultation with Attorney and Section 551.087 Deliberation regarding the commercial or financial information received on potential projects** – Project Paint by Number, Project Molly, 921 Main Street Project, Project Red Carpet, Project Q-Bert, Project Drumline, and Project Hobbs
- (4) **Section 551.072 Deliberation about the purchase, exchange, lease, or value of real property** – Project Paint by Number, Project Molly, and 921 Main Street Project, Red Carpet, Project Q-Bert, and Project Drumline
- (5) **Section 551.074 Personnel Matters** – to deliberate the appointment, employment, evaluation, reassignment, duties, discipline, or dismissal of an employee.

6. ADJOURN

Next Regular Meeting: August 19, 2019

