

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

Monday, March 21, 2016 – 6:00 P.M.

Bastrop City Hall, 1311 Chestnut Street, Bastrop, Texas

In compliance with the requirements of Chapter 551 of the Texas Government Code, the public is hereby provided notice that it is possible that a quorum or more of the membership of the Bastrop City Council may be in attendance, to observe and/or participate in the above-referenced meeting of the Bastrop Economic Development Corporation.

1. CALL TO ORDER

The BEDC Board reserves the right to convene into Executive Session at any time during the meeting regarding any agenda item. In compliance with the Open Meetings Act, Chapter 551 Government Code, Vernon's Texas Code, Annotated, such item, if taken into executive session, would be discussed in closed session under Section 551.071 – Consultations with Attorney – duty to advise on legal matters.

2. PUBLIC COMMENT(S)

3. REGULAR BUSINESS & PRESENTATIONS

- 3.1. Approval of meeting minutes of the Regular Board Meeting of February 22, 2016. **(page 3)**
- 3.2. Consideration, discussion and possible action on acceptance of the BEDC's financial summary report for period ending February 29, 2016. **(page 7)**
- 3.3. Consideration, discussion and possible action on the City of Bastrop's Comprehensive Annual Financial Report for FY2015. **(page 22)**
- 3.4. Consideration, discussion and possible action on presentation and update on BEDC's Education and Workforce Development Programs. **(page 24)**

4. ACTION ITEMS

- 4.1. Consideration, discussion and possible action on disposition of real property owned by BEDC located at 903 Main Street, as it relates to a potential economic development project for expansion of a local business, i.e., Zintek Properties (a.k.a. Maxine's Café Project). **(page 26)**
- 4.2. Consideration, discussion and possible action regarding including two members of the Bastrop community on the BEDC's *ad hoc* Bylaws Committee. **(page 29)**
- 4.3. Consideration, discussion and possible action related to an overview of the status of the existing BEDC grant and Performance Agreement between the Bastrop Fine Arts Guild and the BEDC, dated July 20, 2011, and amended thereafter on August 25, 2014, and October 20, 2014. **(page 32)**

5. UPDATE(S), REPORT(S), AND/OR ANNOUNCEMENT(S) – The BEDC and City of Bastrop will provide written reports and be available to answer questions from the Board. (includes items for update, discussion, and/or possible action by the Board of the BEDC)

- 5.1. BEDC Projects and/or Business **(page 63)**

- 5.2. Main Street Program Monthly Report (page 66)
- 5.3. City Manager's Report (page 67)
- 5.4. City of Bastrop Comprehensive Plan
- 5.5. City of Bastrop Construction Projects (page 70)

6. EXECUTIVE SESSION

6.1. The BEDC 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(1)(A) and Section 551.071(2)** – Consultations with Attorney: (1) threatened and/or contemplated litigation, and (2) matters upon which the Attorney has a duty and/or responsibility to advise or report to the governmental body.

(2) **Section 551.072** – Deliberation about real property: including, but not limited to, potential sales, acquisitions, exchanges, leases, dispositions or values of real property: 'Project Bronze Star', 'Project Gold Steel', and/or disposition of 903 Main Street – Maxine's Café Project.

(3) **Section 551.087** – Deliberation regarding economic development negotiations: 'Project Bronze Star', 'Project Gold Steel', 'Project Apothecary', and/or 903 Main Street – Maxine's Café Project.

(4) **Section 551.074** – Personnel Matters: Executive Director's Performance Review

6.2. The BEDC Board of Directors will reconvene into open session to discuss, consider and/or take any action necessary related to the executive sessions noted herein, or regular agenda items, noted above, and/or related items.

7. BOARD INPUT ON FUTURE AGENDAS

7.1. Inviting input from the Board of Directors related to issues for possible inclusion on future agendas, related to (but not limited to) issues such as BEDC projects, property, economic development prospects, community events, and BEDC business.

8. ADJOURNMENT

CERTIFICATE

I, Angela Ryan, Assistant Director of the Bastrop Economic Development Corporation (BEDC), certify that this Notice of Meeting was posted on the front window of the BEDC offices, 301 Hwy 71 W., Suite 214, at the Bastrop City Hall, 1311 Chestnut Street, and on the BEDC's website on this the 18th day of March 2016 at 5:00 p.m. Copies of this agenda have been provided to those members of the media requesting such information.

Angela Ryan

Angela Ryan, BEDC Assistant Director

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.



BASTROP ECONOMIC DEVELOPMENT CORPORATION

STANDARDIZED AGENDA RECOMMENDATION FORM

DATE SUBMITTED: March 15, 2016

MEETING DATE: March 21, 2016

1. Agenda Item:

Approval of meeting minutes of the Regular Board Meeting of February 22, 2016.

2. Party Making Request: Angela Ryan, Assistant Director

3. Nature of Request: (Brief Overview) Attachments: Yes No

The draft minutes from the 02/22/16 BEDC Regular Board meeting are attached for the Board's review.

4. Policy Implication:

5. Budgeted: Yes No N/A

Bid Amount:
Over/(Under) Budget:

Budgeted Amount:
Budget Balance:

6. Alternate Option/Costs:

7. Routing: ED Staff ED Chair

8. Staff Recommendation:

Motion: SM GS CC KK WD KLK CL
Second: SM GS CC KK WD KLK CL

For: SM GS CC KK WD KLK CL
Against: SM GS CC KK WD KLK CL
Abstained: SM GS CC KK WD KLK CL

BASTROP ECONOMIC DEVELOPMENT CORPORATION (BEDC)
BOARD OF DIRECTORS
Minutes of Monthly Meeting, February 22, 2016
Bastrop City Hall, 1311 Chestnut Street, Bastrop, Texas

The Bastrop Economic Development Corporation (BEDC) met on Monday, February 22, 2016, at 6:00 p.m. at Bastrop City Hall, 1311 Chestnut Street, for the Regular Monthly Meeting.

Board members present were: Steve Mills, Gary Schiff, Kristi Koch, Mayor Ken Kesselus, and Joe Beal. Board members Cam Chavez, Willie DeLaRosa, and Mike Talbot (ex-officio) were absent. Staff members present: Shawn Kirkpatrick, Angela Ryan, Jean Riemenschneider, and JC Brown, BEDC Attorney.

1. **CALL TO ORDER** – BEDC Board Chair Steve Mills called the Board Meeting to order at 6:01 p.m.
2. **PUBLIC COMMENT(S)** – Richard Smarzik said he was concerned about Alley D, an item listed under the City Manager's updates. Mr. Kirkpatrick explained it would need to be addressed with the City Council.
3. **PUBLIC HEARING(S)**

3.1 Conduct a PUBLIC HEARING to provide information and receive input from the public concerning the provision of funding for a combined emergency shelter, recreational and medical facility project of the BEDC, the City of Bastrop, the YMCA of Austin and a medical service provider, for a period not to exceed twenty years, and in an amount not to exceed \$700,000, to construct buildings, facilities, targeted infrastructure and to make other legally authorized expenditures related to the proposed joint project.

Mr. Kirkpatrick explained that for the BEDC to undertake a Type B project, a public hearing was statutorily required, with a 60 day waiting period, which would expire on March 28. He explained the City of Bastrop and YMCA would be discussing the project at the City Council meeting on March 8, after which the BEDC could begin developing definitive contract documents. Herb Goldsmith asked how many signatures would be required for a petition, and Ms. Brown replied that according to section 505.160 of the Local Government Code, more than 10% of the registered voters of a municipality would need to sign a petition requesting an election be held before undertaking the project. Mr. Goldsmith asked if the \$700,000 would be coming out of the BEDC's budget, and Mr. Kirkpatrick said it would either be taken from future revenues or fund balance. He reviewed the deal structure, which would be \$1.6 million in HUD funds, \$2.5 million from the YMCA, \$1.8 million currently being considered by the City of Bastrop, and \$700,000 being considered by the BEDC. Mr. Kirkpatrick explained the BEDC Board had approved the deal points at their special meeting in January, and are not involved in the negotiations between the City of Bastrop and YMCA. One of those deal points was a third party economic impact analysis.

Carlos Liriano asked how many jobs would be created, what entity would be creating those jobs, and if the medical provider had been identified. Mr. Kirkpatrick explained that the joint commitment would be between the medical service provider and the YMCA, and the economic impact analysis would validate the economic impact on the community. The medical provider would need to be discussed at the City Council meeting on March 8. Mr. Liriano said that although it would be important for the community if Seton were to commit to address medical needs, he feels they should be able to provide employment projections and a plan. Mr. Kirkpatrick responded that those negotiations are happening directly between the YMCA and the medical provider, and that it would all be addressed in the economic impact analysis.

3.2 Conduct a PUBLIC HEARING to provide information and receive input from the public concerning disposition of BEDC-owned real property, located at 903 Main Street, to Zintek Properties (d/b/a Maxine's Café) for the appraised market value of \$138,000, and granting a statutorily authorized phased economic incentive totaling \$38,000, to enhance and promote an existing local business enterprise.

Mr. Kirkpatrick reported the remediation on the building was scheduled to begin this week, and access to the building will be limited until the work is complete. Mr. Kirkpatrick explained that the contract would require two readings by the City Council, and closing would be in either May or June.

Herb Goldsmith asked if the property had ever been put up for sale. Mr. Kirkpatrick explained the Board's directive to Staff was to speak with each of the neighboring property owners to determine their level of interest. The Board evaluated the two offers and selected the project they felt was of the greatest economic benefit to the community, and directed Staff to work with Mr. Sartain to expand Maxine's Café. The appraisal of the property was performed by a certified commercial appraiser. Mr. Goldsmith asked how much the remediation would be, and Mr. Kirkpatrick replied approximately \$9,000. Mr. Goldsmith asked about Mr. Sartain moving his catering business, and Mr. Sartain's response was that they would be integrating the bakery operations with Maxine's Café as well as expanding the kitchen and adding another 12-15 seats and approximately four additional employees. The cost of the renovations would be approximately \$60,000. Mr. Goldsmith said he feels that \$38,000 is a big incentive for a small area, and he also suggested documenting the points in some type of report.

4. REGULAR BUSINESS

- 4.1. Approval of meeting minutes of the Regular Board Meeting of January 11, 2016, and the Special Board Meeting of January 19, 2016. Mr. Beal made the motion to approve both sets of minutes as submitted, Ms. Koch seconded, and the motion passed.
- 4.2. Consideration, discussion and possible action on acceptance of the BEDC's financial summary report for period ending January 31, 2016. Mr. Kirkpatrick reviewed the financial report included in the Board packets. Mr. Schiff made the motion to accept the financial report as submitted, Mr. Beal seconded, and the motion passed.
- 4.3. Update from the Executive Director and discussion related to the BEDC budget summary and outstanding debt. Mr. Kirkpatrick reviewed his memo which stated that the BEDC's audited ending operating balance as of September 30, 2015, was \$3,232,997, with an available fund balance of \$2,749,497 after subtracting the 90 day or 25% restricted/reserve funds. Mr. Kirkpatrick and Mr. Mills have been consulting with the City's Finance Department and financial advisor about placing the reserve funds into a CD ladder that would yield slightly better interest. He reported they were in the process of completing the application for Texas CLASS, and the TexPool transfer had been completed. On BEDC's debt service schedule, Mr. Kirkpatrick said he had spoken to bond counsel about calling the 2006 bond early in order to reduce the amount of interest on it, but he needed to first determine the amount of the make-whole provision with Bank of America. He explained that the other bond debt was part of issuances by the City of Bastrop, and could not be paid early without the City either calling the notes early or refinancing them. There was no action required.

5. ACTION ITEMS

- 5.1. Consideration, discussion and possible action on disposition of real property owned by BEDC located at 903 Main Street, as it relates to a potential economic development project for expansion of a local business, i.e., Zintek Properties (a.k.a. Maxine's Café Project). Mr. Kirkpatrick reported that the remediation of the building was set to begin the following Wednesday, and that it was supposed to take about seven to ten days to complete. The company will be parking their equipment on Pine Street and using the back door of the building, so as not to cause a disruption to the downtown businesses. No action was required.
- 5.2. Consideration, discussion and possible action regarding the BEDC Bylaws and having three City Councilmembers on the BEDC Board. Mr. Kirkpatrick's recommendation in his Board memo was for the Board to appoint him and two Board members to solicit the input of two members from the community, which would be approved at the March BEDC Board meeting. Ms. Koch made the

motion to appoint an ad hoc committee of the Board composed of two BEDC Board members, two community members and the BEDC Executive Director, as detailed in Mr. Kirkpatrick's 02/11/16 memo to the Board. Mayor Kesselus seconded, and the motion passed. Ms. Koch, Mr. Mills, and Mr. Kirkpatrick were appointed to the committee.

5.3. Consideration, discussion and possible action related to clarification on Jean Riemenschneider's employment status. Mr. Kirkpatrick explained that it was an oversight that Ms. Riemenschneider's employment status was never officially changed from temporary to part-time, which was authorized at the Board meeting on August 5, 2015. Mayor Kesselus made the motion to officially convert Jean Riemenschneider from a temporary to part-time employee effective August 5, 2015, granting her certain benefits in the City of Bastrop's personnel policy. Ms. Koch seconded, and the motion passed.

6. **UPDATE(S), REPORT(S), AND/OR ANNOUNCEMENT(S)** – The BEDC and City of Bastrop provided written reports (includes items for update, discussion, and/or possible action by the Board of the BEDC).

6.1. BEDC Projects and/or Business – Mr. Kirkpatrick's report was included in the Board packet.

6.2. Main Street Program Monthly Report – None.

6.3. City Manager's Report – Excerpts from the City Manager's report to City Council were included.

6.4. City of Bastrop Comprehensive Plan – Ms. Koch reported the committee had not met.

6.5. City of Bastrop Construction Projects – The Board discussed the update in the packet.

7. EXECUTIVE SESSION

7.1. At 7:12 p.m., Mr. Mills convened the BEDC Board of Directors into a closed/executive session pursuant to the Texas Government Code, Chapter 551, to discuss the following:

(1) **Section 551.071(1)(A) and Section 551.071(2)** – Consultations with Attorney: (1) threatened and/or contemplated litigation, and (2) matters upon which the Attorney has a duty and/or responsibility to advise or report to the governmental body.

(2) **Section 551.072** – Deliberation about real property: including, but not limited to, potential sales, acquisitions, exchanges, leases, dispositions or values of real property: 'Project Bronze Star', 'Project Gold Steel', and/or disposition of 903 Main Street – Maxine's Café Project.

(3) **Section 551.087** – Deliberation regarding economic development negotiations: 'Project Bronze Star', 'Project Gold Steel', 'Project Apothecary', YMCA of Austin joint project, and/or 903 Main Street – Maxine's Café Project.

(4) **Section 551.074** – Personnel Matters: Executive Director's Six Month "Interim Performance Review" and Update.

7.2. At 7:56, the BEDC Board of Directors reconvened into open session to discuss, consider and/or take any action necessary related to the executive sessions noted herein, or regular agenda items, noted above, and/or related items. There was no action taken.

8. BOARD INPUT ON FUTURE AGENDAS

8.1. Inviting input from the Board of Directors related to issues for possible inclusion on future agendas, related to (but not limited to) issues such as BEDC projects, property, economic development prospects, community events, and BEDC business. There were no suggestions.

9. **ADJOURNMENT** – Gary Schiff made the motion to adjourn and Kristi Koch seconded. The BEDC Board of Directors adjourned the meeting at 7:57 p.m.



BASTROP ECONOMIC DEVELOPMENT CORPORATION

STANDARDIZED AGENDA RECOMMENDATION FORM

DATE SUBMITTED: March 16, 2016

MEETING DATE: March 21, 2016

1. Agenda Item:

Consideration, discussion and possible action on acceptance of the Bastrop Economic Development Corporation's financial summary report for period ending February 29, 2016.

2. Party Making Request: Shawn Kirkpatrick, Executive Director

3. Nature of Request: (Brief Overview) Attachments: Yes No

Attached for the Board's review and consideration is the BEDC financial summary report for the period ending February 29, 2016.

4. Policy Implication:

5. Budgeted: Yes No N/A

Bid Amount:

Over/(Under) Budget:

Budgeted Amount:

Budget Balance:

6. Alternate Option/Costs:

7. Routing: ED Staff ED Chair

8. Staff Recommendation:

Motion: SM GS CC KK WD KLK CL

Second: SM GS CC KK WD KLK CL

For: SM GS CC KK WD KLK CL

Against: SM GS CC KK WD KLK CL

Abstained: SM GS CC KK WD KLK CL

Bastrop Economic Development Corporation

Financial Summary For Period Ending February 29, 2016

Bastrop Economic Development Corporation
 Summary of Revenues and Expenditures
 As of February 29, 2016



Fiscal year 2016 is 41.67% complete as of February 29, 2016. These reports provide an unaudited and preliminary snapshot of the BEDC financial information.

- Revenues reflect 46.33% collected over budgeted or \$895,615. Revenues during this same time period last year reflected \$838,386. Additional analysis concerning revenues are on the next two pages.
- Expenses for the BEDC reflect 29.19% spent or \$564,217. Expenses during this same time period last year reflected \$579,669. Additional analysis concerning the expenses, year to year comparisons, and capital outlay is located within this report.

Revenues

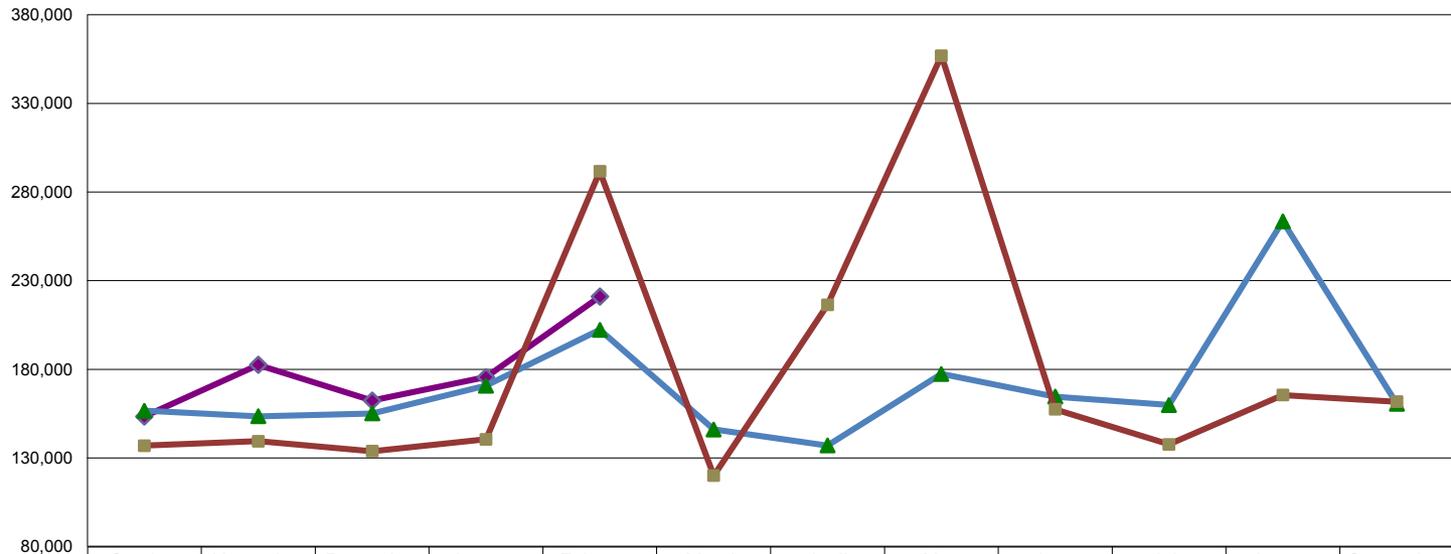
Expenditures

FY 2016 Budget	FY 2016 Actual	% of FY2016 Budget	FY 2016 Budget	FY 2016 Actual	% of FY2016 Budget
\$ 1,933,000	\$ 895,615	46.33%	\$ 1,933,000	\$ 564,217	29.19%

Summary of Revenues As of February 29, 2016



- REVENUE: Sales Tax receipts represent 99% of the total budgeted revenue for the BEDC. As such, the line graph will be a good performance indicator as a comparison of sales tax receipts of the two previous fiscal years to the current fiscal year. Other revenue is included within the line graph to include Lease Agreement Income, Interest Income, and Miscellaneous Income.
- The spikes reflected on the graph in FY2014 are tied to specific transactions. These include the reimbursement of expenses from the Combination Tax and Revenue Certificates of Obligation, Series 2013 in February 2014 of \$102,638; and the transfer from Bond Fund proceeds to cover debt service costs in May 2014 of \$200,261. The spike in the graph in September 2013 reflects the sale of land for \$93,475.

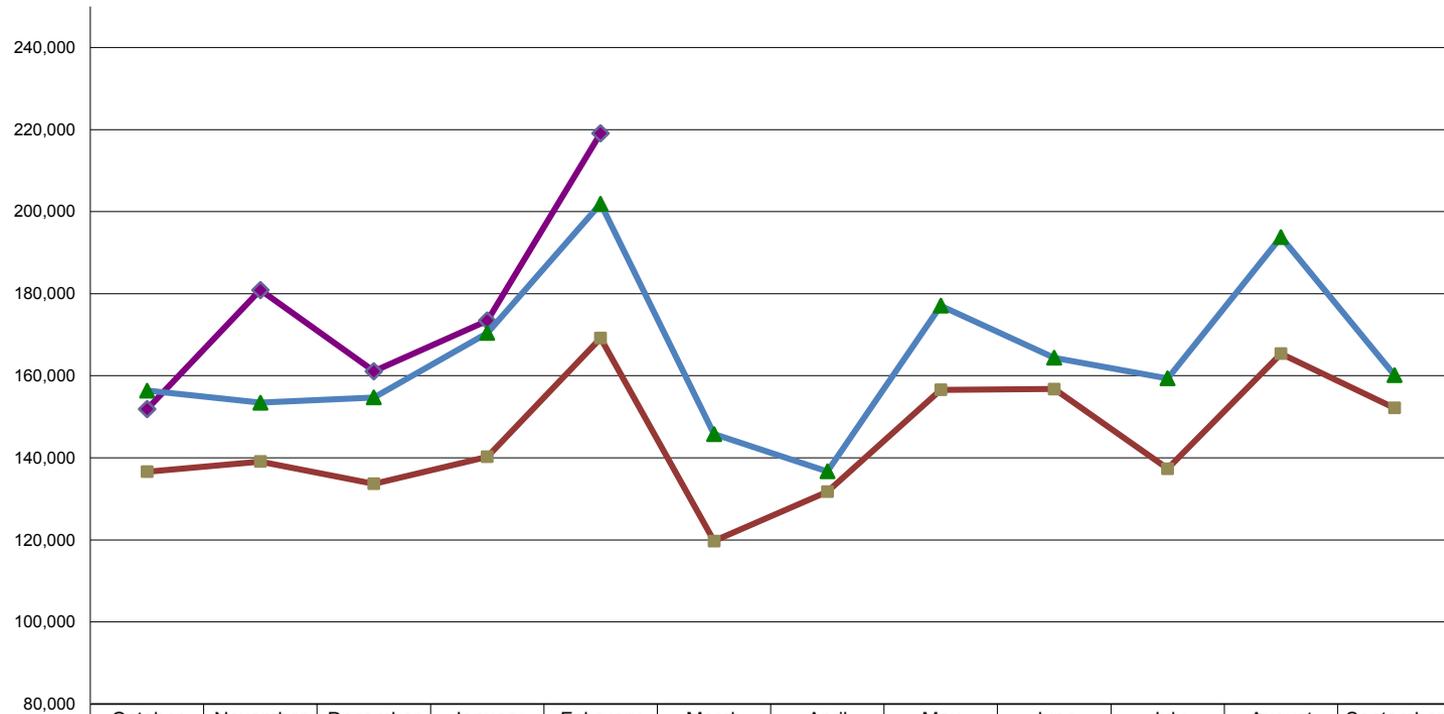


	October	November	December	January	February	March	April	May	June	July	August	September
FY2016 \$498,330	\$153,428	\$182,510	\$162,391	\$175,610	\$221,015							
FY2015 \$2,047,472	\$156,672	\$153,544	\$155,107	\$170,809	\$202,254	\$146,110	\$137,008	\$177,414	\$164,602	\$159,873	\$263,516	\$160,563
FY2014 \$2,158,085	\$136,928	\$139,462	\$133,803	\$140,580	\$291,654	\$120,053	\$216,330	\$356,889	\$157,457	\$137,664	\$165,514	\$161,751



Sales Tax Revenue Chart As of February 29, 2016

Sales Tax Receipts YTD reflect \$886,402 and are more than the prior year to date Sales Tax Receipts of \$836,893.

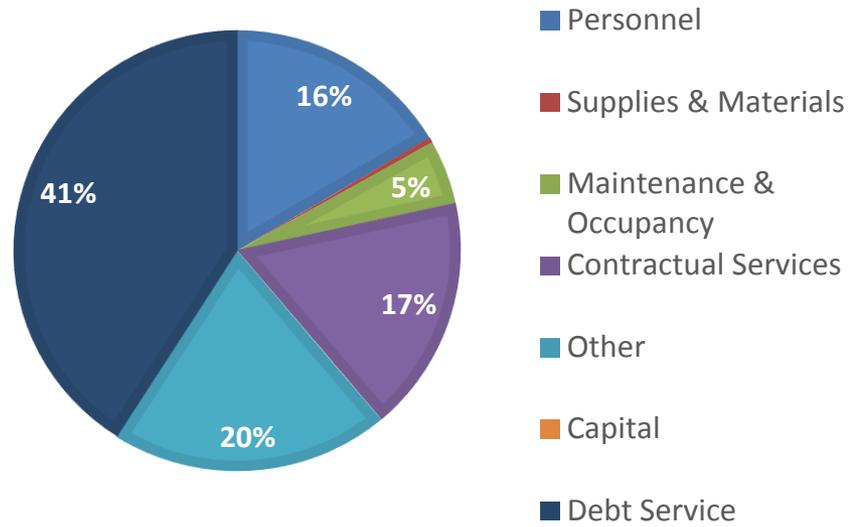


	October	November	December	January	February	March	April	May	June	July	August	September
FY2016 \$886,402	\$151,867	\$180,887	\$161,087	\$173,454	\$219,108							
FY2015 \$1,974,158	\$156,389	\$153,438	\$154,731	\$170,407	\$201,928	\$145,777	\$136,676	\$177,061	\$164,398	\$159,345	\$193,825	\$160,184
FY2014 \$1,738,521	\$136,609	\$139,090	\$133,664	\$140,242	\$169,193	\$119,711	\$131,743	\$156,582	\$156,785	\$137,347	\$165,388	\$152,168



Expenditure Charts

As of February 29, 2016

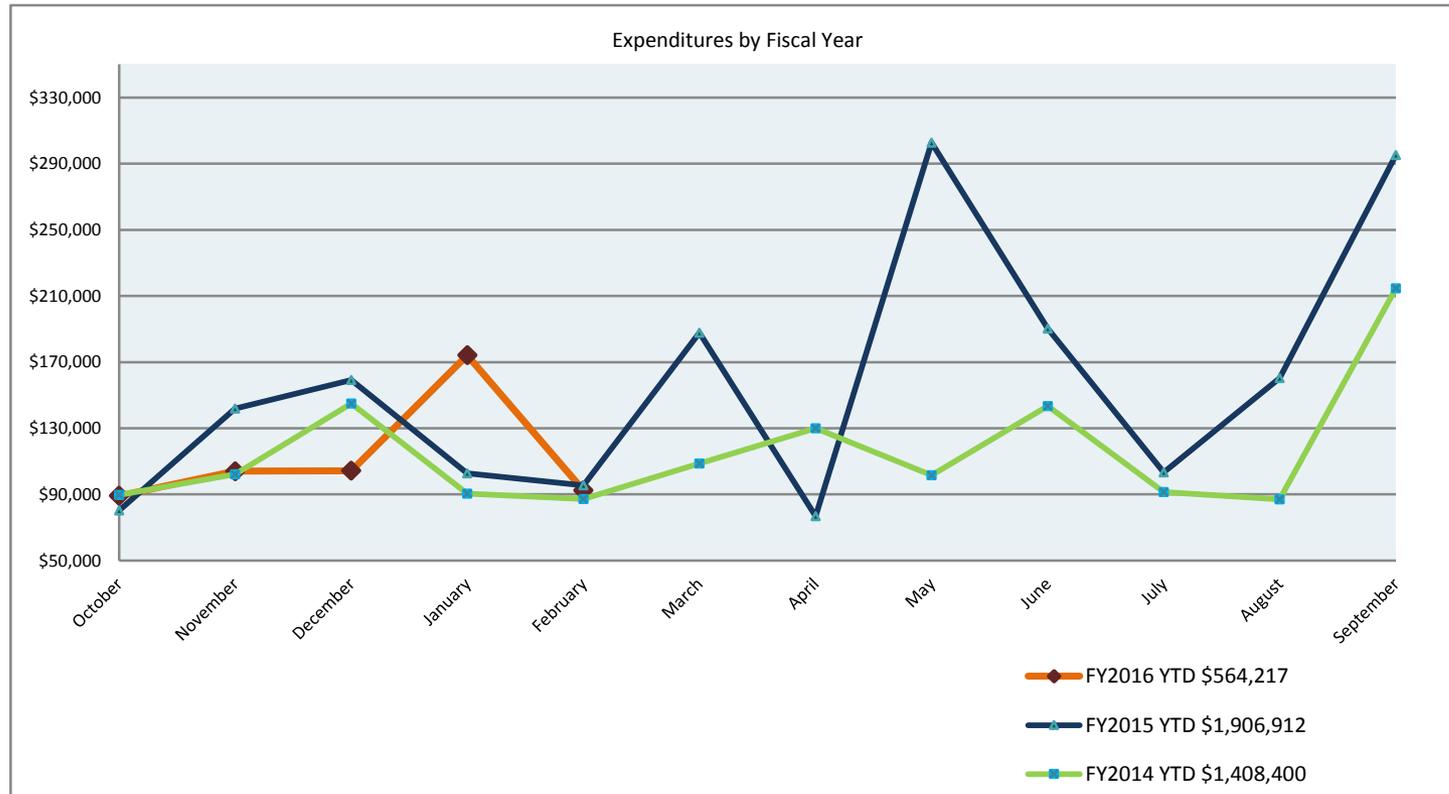


* Chart reflects FY2016 Fiscal Year-to Date expenses as of Feb., 2016. Data provided by City of Bastrop Finance Department records.



Expenditure Comparison Graph As of February 29, 2016

EXPENSES: The line graph makes a comparison of the current fiscal year expenses to the last two fiscal year on a monthly basis. The funds' basic operations or fixed expenses should stay relatively flat or fixed on the line graph. The spike in May 2015 is due to the entry required for the donation of the Arena land to the City.





BASTROP ECONOMIC DEVELOPMENT CORPORATION FUND
FY 2015-2016 BUDGET

Audited Fund Balance 9-30-2015	\$	3,232,997
 FY 2015-2016		
Budgeted Revenues	\$	<u>1,933,000</u>
Total FY 2016 Resources	\$	5,165,997
 Budgeted Expenditures:	 \$	 <u>(1,933,000)</u>
 Projected Ending Gross Fund Balance 09-30-2016	 \$	 3,232,997

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

** In order to maintain a 25% or 90 day balance, the ending operating balance cannot be less than \$483,250. The budgeted expenditures for the Bastrop Economic Development Corporation can only increase \$2,749,747 and the total budgeted expenditures may not exceed \$4,682,747. These figures are subject to change depending upon actual Revenues and Expenditures.

BEDC Financial Statements attached

FINANCIAL STATEMENT

AS OF: FEBRUARY 29TH, 2016

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
<hr/>						
TAXES & PENALTIES						
00-00-4005 SALES TAX	836,892.78	1,930,000.00	219,107.50	886,402.08	1,043,597.92	45.93
TOTAL TAXES & PENALTIES	836,892.78	1,930,000.00	219,107.50	886,402.08	1,043,597.92	45.93
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CHARGES FOR SERVICES						
00-00-4047 LEASE AGREEMENT	0.00	0.00	1,150.00	5,750.00	(5,750.00)	0.00
TOTAL CHARGES FOR SERVICES	0.00	0.00	1,150.00	5,750.00	(5,750.00)	0.00
<hr/>						
OTHER REVENUE						
<hr/>						
INTEREST INCOME						
00-00-4400 INTEREST INCOME	659.17	1,500.00	629.94	2,795.16	(1,295.16)	186.34
00-00-4401 INTEREST RECEIVED ON NOTES	834.16	1,500.00	127.74	667.38	832.62	44.49
TOTAL INTEREST INCOME	1,493.33	3,000.00	757.68	3,462.54	(462.54)	115.42
<hr/>						
MISCELLANEOUS						
<hr/>						
TRANSFERS-IN						
<hr/>						
OTHER SOURCES						
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** TOTAL REVENUE **	838,386.11	1,933,000.00	221,015.18	895,614.62	1,037,385.38	46.33

FINANCIAL STATEMENT

AS OF: FEBRUARY 29TH, 2016

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
NON-DEPARTMENT =====						
00-NON-PROGRAM =====						
TRANSFERS OUT						
BEDC ADMINISTRATION =====						
00-NON-PROGRAM =====						
PERSONNEL SERVICES						
70-00-5101 BEDC OPERATIONAL SALARIES	46,282.71	212,696.00	15,281.86	71,083.88	141,612.12	33.42
70-00-5116 LONGEVITY	222.00	500.00	0.00	258.00	242.00	51.60
70-00-5117 OVERTIME	0.00	0.00	0.00	37.50	(37.50)	0.00
70-00-5150 SOCIAL SECURITY	2,720.56	16,000.00	1,149.32	5,864.40	10,135.60	36.65
70-00-5151 RETIREMENT	7,136.72	21,400.00	1,687.88	7,544.17	13,855.83	35.25
70-00-5155 GROUP INSURANCE	3,459.61	24,912.00	2,080.09	7,634.73	17,277.27	30.65
70-00-5156 WORKER'S COMPENSATION	165.04	1,100.00	0.00	231.42	868.58	21.04
TOTAL PERSONNEL SERVICES	59,986.64	276,608.00	20,199.15	92,654.10	183,953.90	33.50
SUPPLIES & MATERIALS						
70-00-5201 SUPPLIES	994.28	4,500.00	372.09	1,796.77	2,703.23	39.93
70-00-5203 POSTAGE	12.62	480.00	0.00	47.19	432.81	9.83
70-00-5206 OFFICE EQUIPMENT	1,063.77	7,500.00	46.92	593.76	6,906.24	7.92
TOTAL SUPPLIES & MATERIALS	2,070.67	12,480.00	419.01	2,437.72	10,042.28	19.53
MAINTENANCE & REPAIRS						
70-00-5301 MAINT OF EQUIPMENT	0.00	1,000.00	0.00	125.00	875.00	12.50
70-00-5331 INDUSTRIAL PARK MAINT EXP	0.00	5,000.00	0.00	0.00	5,000.00	0.00
70-00-5345 BUILDING REPAIRS & MAINT.	1,297.97	12,600.00	2,475.00	3,275.00	9,325.00	25.99
TOTAL MAINTENANCE & REPAIRS	1,297.97	18,600.00	2,475.00	3,400.00	15,200.00	18.28
OCCUPANCY						
70-00-5401 COMMUNICATIONS	1,934.01	10,000.00	563.88	3,610.54	6,389.46	36.11
70-00-5402 OFFICE RENTAL	0.00	36,000.00	3,000.00	18,000.00	18,000.00	50.00
70-00-5403 UTILITIES	1,109.93	6,000.00	33.47	1,611.35	4,388.65	26.86
TOTAL OCCUPANCY	3,043.94	52,000.00	3,597.35	23,221.89	28,778.11	44.66

FINANCIAL STATEMENT

AS OF: FEBRUARY 29TH, 2016

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
CONTRACTUAL SERVICES						
70-00-5505 PROFESSIONAL SERVICES	42,996.68	50,000.00	3,835.00	33,528.40	16,471.60	67.06
70-00-5525 LEGALS	12,414.23	30,000.00	0.00	7,329.38	22,670.62	24.43
70-00-5530 ENGINEERING	0.00	15,000.00	0.00	1,855.00	13,145.00	12.37
70-00-5540 PROPERTY INSURANCE	480.44	1,000.00	0.00	384.75	615.25	38.48
70-00-5561 CONTRACTUAL SERVICES	1,500.00	6,000.00	500.00	3,000.00	3,000.00	50.00
70-00-5573 PARKS/RECREATION SUPPORT	16,458.30	0.00	0.00	0.00	0.00	0.00
70-00-5574 CITY CONTRACT FOR SERVICE	0.00	139,000.00	5,063.83	24,266.00	114,734.00	17.46
70-00-5596 MAIN STREET PROG SUPPORT	16,666.65	40,000.00	3,333.33	16,666.65	23,333.35	41.67
70-00-5598 CITY ADMINISTRATIVE SUPPORT	33,333.35	50,000.00	2,489.00	10,520.50	39,479.50	21.04
TOTAL CONTRACTUAL SERVICES	123,849.65	331,000.00	15,221.16	97,550.68	233,449.32	29.47
OTHER CHARGES						
70-00-5603 MARKETING TRIPS	0.00	9,000.00	0.00	3,810.63	5,189.37	42.34
70-00-5604 BUSINESS DEVELOPMENT	2,515.00	9,000.00	963.28	5,435.37	3,564.63	60.39
70-00-5605 TRAVEL & TRAINING	21.45	9,000.00	564.20	4,488.82	4,511.18	49.88
70-00-5606 AUTO ALLOWANCE - STAFF	0.00	6,000.00	0.00	0.00	6,000.00	0.00
70-00-5610 ISSUANCE COST	6,372.50	0.00	0.00	0.00	0.00	0.00
70-00-5611 BILLBOARDS	5,700.00	13,000.00	0.00	5,000.00	8,000.00	38.46
70-00-5615 DUES, SUBSCRIPTIONS & PUBLI	4,826.24	9,550.00	485.60	5,221.09	4,328.91	54.67
70-00-5631 BONDS FOR BEDC OFFICERS	242.00	1,000.00	0.00	559.10	440.90	55.91
70-00-5633 LOCAL/MISC ADVERTISING	14,220.00	15,000.00	702.26	7,884.18	7,115.82	52.56
70-00-5634 NATIONAL ADVERTISING	7,680.00	40,000.00	0.00	1,003.55	38,996.45	2.51
70-00-5640 SPL PROJ-REDEVELOPMENT GRAN	0.00	66,000.00	0.00	0.00	66,000.00	0.00
70-00-5641 SPL EDUC & WORKFORCE DEVELO	0.00	10,000.00	34.37	371.21	9,628.79	3.71
70-00-5642 SPL ENTREPRENEURIAL/SM BUS	0.00	5,000.00	0.00	0.00	5,000.00	0.00
70-00-5644 380 AGREEMENT REIMBURSEMENT	59,891.45	320,000.00	0.00	72,887.91	247,112.09	22.78
70-00-5645 WATER RIGHTS PROP FUNDING	0.00	60,000.00	0.00	0.00	60,000.00	0.00
70-00-5646 SPECIAL PROJ/INCENTIVES	36,823.00	48,500.00	0.00	0.00	48,500.00	0.00
70-00-5648 SPL PROJECTS - BUS OUTREACH	2,250.00	0.00	0.00	0.00	0.00	0.00
70-00-5655 EQUIPMENT RENTAL	0.35	50.00	0.00	0.00	50.00	0.00
70-00-5689 OPPORTUNITY AUSTIN	0.00	10,000.00	0.00	0.00	10,000.00	0.00
70-00-5700 TARGETED MARKETING	400.00	20,000.00	1,705.94	7,193.43	12,806.57	35.97
TOTAL OTHER CHARGES	140,941.99	651,100.00	4,455.65	113,855.29	537,244.71	17.49
CONTINGENCY						
70-00-5900 CONTINGENCY	0.00	43,626.16	0.00	0.00	43,626.16	0.00
TOTAL CONTINGENCY	0.00	43,626.16	0.00	0.00	43,626.16	0.00

FINANCIAL STATEMENT

AS OF: FEBRUARY 29TH, 2016

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
CAPITAL OUTLAY						
70-00-6060 REAL PROPERTY	1,173.21	0.00	0.00	0.00	0.00	0.00
TOTAL CAPITAL OUTLAY	1,173.21	0.00	0.00	0.00	0.00	0.00
DEBT SERVICE						
70-00-7133 C OF O SERIES 2013 PRINCIPL	17,141.65	76,230.00	6,352.50	31,762.50	44,467.50	41.67
70-00-7134 C OF O SERIES 2013 INTEREST	42,567.10	100,926.00	8,410.50	42,052.50	58,873.50	41.67
70-00-7137 C OF O SERIES 2010 PRINCIPA	17,350.00	42,334.00	3,527.83	17,639.15	24,694.85	41.67
70-00-7138 C OF O SERIES 2010 INTEREST	14,563.35	33,494.00	2,791.17	13,955.85	19,538.15	41.67
70-00-7152 GO REFUNDING SER 2014 INT	1,282.63	6,326.00	527.11	2,635.55	3,690.45	41.66
70-00-7501 C OF O SERIES 2008A PRINCIP	8,606.25	21,263.00	1,771.92	8,859.60	12,403.40	41.67
70-00-7502 C OF O SERIES 2008A, INTERE	8,007.10	10,766.84	897.25	4,486.25	6,280.59	41.67
TOTAL DEBT SERVICE	109,518.08	291,339.84	24,278.28	121,391.40	169,948.44	41.67
TRANSFERS OUT						
TOTAL 00-NON-PROGRAM	441,882.15	1,676,754.00	70,645.60	454,511.08	1,222,242.92	27.11
ADMINISTRATION						
=====						
CAPITAL OUTLAY						
DEBT SERVICE						
70-10-7097 INTEREST EXPENSE ON FNB NOT	92.16	500.00	457.52	3,145.13	(2,645.13)	629.03
70-10-7603 BOND PRINCIPAL 2006	91,666.65	235,000.00	19,583.33	97,916.65	137,083.35	41.67
70-10-7604 BOND INTEREST 2006	12,870.00	20,746.00	1,728.83	8,644.15	12,101.85	41.67
TOTAL DEBT SERVICE	104,628.81	256,246.00	21,769.68	109,705.93	146,540.07	42.81
TOTAL ADMINISTRATION	104,628.81	256,246.00	21,769.68	109,705.93	146,540.07	42.81
BEDC INDUSTRIAL PARK						
=====						
MAINTENANCE & REPAIRS						
70-71-5301 PARK MAINTENANCE	33,158.30	0.00	0.00	0.00	0.00	0.00
TOTAL MAINTENANCE & REPAIRS	33,158.30	0.00	0.00	0.00	0.00	0.00
TOTAL BEDC INDUSTRIAL PARK	33,158.30	0.00	0.00	0.00	0.00	0.00
TOTAL BEDC ADMINISTRATION	579,669.26	1,933,000.00	92,415.28	564,217.01	1,368,782.99	29.19
*** TOTAL EXPENSES ***	579,669.26	1,933,000.00	92,415.28	564,217.01	1,368,782.99	29.19

*** END OF REPORT ***

BALANCE SHEET

AS OF: FEBRUARY 29TH, 2016

601-BASTROP E.D.C. FUND

ACCOUNT# TITLE

ASSETS

=====

00-00-1010	BEDC OPERATING ACCT	211,023.95
00-00-1012	TEXAS CLASS	1,500,084.55
00-00-1100	TEXPOOL	1,437,149.40
00-00-1141	CERTIFICATE OF DEPOSIT FN	500,000.00
00-00-1224	ACCT RECEIVABLE-SALES TAX	324,797.59
00-00-1227	ACCOUNTS RECEIVABLE-OTHER	582.00
00-00-1272	NOTES RECEIVABLE-GARMENT	77,084.00
00-00-1274	NOTES RECEIVABLE-GTG-LOAN	25,332.66
00-00-1275	NOTES RECEIVABLE-GTG-LOAN	24,398.60
00-00-1276	NOTES RECEIVABLE-GTG-LOAN	586.87
00-00-1420	EQUIPMENT	8,300.77
00-00-1440	BUILDING IMPROVEMENTS	49,785.27
00-00-1460	FIXED ASSETS - BUILDING	921,879.73
00-00-1470	FIXED ASSETS - LAND	848,201.04
00-00-1480	FIXED ASSETS - INFRASTRUC	2,253,147.18
00-00-1490	CONST IN PROGRESS-INFRAST	5,240.18
00-00-1499	ACCUMULATED DEPRECIATION(1,579,901.19)
00-00-1575	DEFERRED OUTFLOWS-PENSION	15,195.00
00-00-1576	DEFERRED OUTFLOWS-ACTUARI	501.00
00-00-1577	DEFERRED OUTFLOWS-DEFICIT	3,617.00
00-00-1589	NET PENSION ASSETS-PREPAI	0.24

6,627,005.84

TOTAL ASSETS

6,627,005.84

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BALANCE SHEET

AS OF: FEBRUARY 29TH, 2016

601-BASTROP E.D.C. FUND

ACCOUNT# TITLE

LIABILITIES & FUND BALANCE

=====

00-00-2000	ACCOUNTS PAYABLE	6,229.01	
00-00-2029	INSURANCE PAYABLE	0.30	
00-00-2080	NOTES PAYABLE-CITY-WTR PR	420,000.00	
00-00-2081	NOTES PAYABLE-CITY-TDC	52,084.01	
00-00-2101	BONDS PAYABLE CURRENT POR	463,246.00	
00-00-2102	TAX/REV 2006 BOND PAYABLE	215,000.00	
00-00-2105	BONDS PAYABLE-CURRENT YR	141,823.53	
00-00-2125	ACCRUED INTEREST PAYABLE	26,642.94	
00-00-2127	ACCRUED EXPENSES-OTHER	38,439.22	
00-00-2235	DEFFERRED REVENUE-TOWER	63,250.00	
00-00-2356	DUE TO OTHER GOVERNMENTS	3,760,538.44	
00-00-2405	ENCUMBRANCE ACCOUNT (29,596.62)	
00-00-2406	RESERVE FOR ENCUMBRANCE	29,596.62	
00-00-2850	NET PENSION LIABLITY	70,293.00	
00-00-2870	COMPENSATED ABSENCES PAYA	8,064.85	
			5,265,611.30
	TOTAL LIABILITIES		5,265,611.30
	SURPLUS (DEFICIT)	331,397.61	
00-00-3000	NET ASSETS	249,236.43	
00-00-3119	DESIGNATED OPERATING	150,000.00	
00-00-3400	CONTRIBUTED CAPITAL	521,695.50	
00-00-3502	RESTRICTED - JAMCO	73,644.00	
00-00-3503	RESTRICTED-GOOD SOUL BREW	9,700.00	
00-00-3505	RESTRICTED-COGLAN GRP	10,000.00	
00-00-3506	ELLIOTT PARTNERS	75,645.00	
00-00-3700	PRIOR PERIOD ADJ (59,924.00)	
	TOTAL EQUITY		1,361,394.54
	TOTAL LIABILITIES & FUND EQUITY		6,627,005.84

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BASTROP ECONOMIC DEVELOPMENT CORPORATION

STANDARDIZED AGENDA RECOMMENDATION FORM

DATE SUBMITTED: March 17, 2016

MEETING DATE: March 21, 2016

1. Agenda Item:

Consideration, discussion and possible action on the City of Bastrop's Comprehensive Annual Financial Report for FY2015.

2. Party Making Request: Shawn Kirkpatrick, Executive Director

3. Nature of Request: (Brief Overview) Attachments: Yes No

Please see attached memo for additional information.

4. Policy Implication:

5. Budgeted: Yes No N/A

Bid Amount:
Over/(Under) Budget:

Budgeted Amount:
Budget Balance:

6. Alternate Option/Costs:

7. Routing: ED Staff ED Chair

8. Staff Recommendation:

Motion: SM GS CC KK WD KLK CL
Second: SM GS CC KK WD KLK CL

For: SM GS CC KK WD KLK CL
Against: SM GS CC KK WD KLK CL
Abstained: SM GS CC KK WD KLK CL



MEMORANDUM

Date: March 12, 2016

To: Bastrop EDC Board of Directors

Cc: Mike Talbot, Bastrop City Manager
JC Brown, Legal Counsel

From: Shawn A. Kirkpatrick, Executive Director

Subject: City of Bastrop Comprehensive Annual Financial Report for FY 2015

The Bastrop City Council has reviewed and accepted the Comprehensive Annual Financial Report (CAFR) for FY 2015. The Director of Finance, Tracy Waldron, would like to review the sections relevant to the BEDC. My understanding is that this a change from previous years in which the results of the CAFR have not been presented to the BEDC Board.

If you would like to review a copy of the CAFR for FY 2015, please contact Angela Ryan and a web link or digital version will be sent to you.

Recommendation

Accept the CAFR for FY 2015 as presented by Director of Finance Tracy Waldron.



BASTROP ECONOMIC DEVELOPMENT CORPORATION

STANDARDIZED AGENDA RECOMMENDATION FORM

DATE SUBMITTED: March 17, 2016

MEETING DATE: March 21, 2016

1. Agenda Item:

Consideration, discussion and possible action on presentation and update on BEDC's Education and Workforce Development Programs.

2. Party Making Request: Shawn Kirkpatrick, Executive Director

3. Nature of Request: (Brief Overview) Attachments: Yes No

Please see attached memo for additional information.

4. Policy Implication:

5. Budgeted: Yes No N/A

Bid Amount:

Over/(Under) Budget:

Budgeted Amount:

Budget Balance:

6. Alternate Option/Costs:

7. Routing: ED Staff ED Chair

8. Staff Recommendation:

Motion: SM GS CC KK WD KLK CL

Second: SM GS CC KK WD KLK CL

For: SM GS CC KK WD KLK CL

Against: SM GS CC KK WD KLK CL

Abstained: SM GS CC KK WD KLK CL



MEMORANDUM

Date: March 12, 2016

To: Bastrop EDC Board of Directors

Cc: Mike Talbot, Bastrop City Manager
JC Brown, Legal Counsel

From: Shawn A. Kirkpatrick, Executive Director

Subject: Education and Workforce Development

Jean Riemenschneider will provide an update on the BEDC's Education and Workforce Development Programs.

Recommendation

No Board action is required.



BASTROP ECONOMIC DEVELOPMENT CORPORATION

STANDARDIZED AGENDA RECOMMENDATION FORM

DATE SUBMITTED: March 17, 2016

MEETING DATE: March 21, 2016

1. Agenda Item:

Consideration, discussion and possible action on disposition of real property owned by BEDC, located at 903 Main Street, as it relates to a potential economic development project for expansion of a local business, i.e., Zintek Properties (a.k.a. Maxine's Café Project).

2. Party Making Request: Shawn Kirkpatrick, Executive Director

3. Nature of Request: (Brief Overview) Attachments: Yes No

Please see attached memos for additional information.

4. Policy Implication:

5. Budgeted: Yes No N/A

Bid Amount:

Over/(Under) Budget:

Budgeted Amount:

Budget Balance:

6. Alternate Option/Costs:

7. Routing: ED Staff ED Chair

8. Staff Recommendation:

Motion: SM GS CC KK WD KLK CL

Second: SM GS CC KK WD KLK CL

For: SM GS CC KK WD KLK CL

Against: SM GS CC KK WD KLK CL

Abstained: SM GS CC KK WD KLK CL



MEMORANDUM

Date: March 12, 2016

To: Bastrop EDC Board of Directors

Cc: Mike Talbot, Bastrop City Manager
JC Brown, Legal Counsel

From: Shawn A. Kirkpatrick, Executive Director

Subject: 903 Main Street – Zintek Properties (a.k.a. Maxine’s Café Project)

Once the remediation was started, additional work was required. The environmental scientist revised the protocol and a change order from the contractor was approved by the Executive Director. Remediation has been completed and the post-inspection certification has been received.

The Performance Agreement (PA) is under review by staff and legal counsel. Upon concurrence that we have updated and revised the PA to capture the agreed upon deal points, it will be forwarded to Mr. Sartain for consideration and comments. The PA should be available to the Board for review prior to the March 21st meeting for consideration and adoption. Per Steve’s request, we have ordered an economic impact analysis for the project. (The nature of the project requires the BEDC to utilize a specialist in retail and tourism-based economic impact analysis.)

Recommendation

At this time staff provides no recommendation and this report is for informational purposes only.



MEMORANDUM

Date: February 18, 2016

To: Bastrop EDC Board of Directors

Cc: Mike Talbot, Bastrop City Manager
JC Brown, Legal Counsel

From: Shawn A. Kirkpatrick, Executive Director

Subject: 903 Main Street – Zintek Properties (a.k.a. Maxine’s Café Project)

On January 28th, the BEDC posted the required public hearing notice for the February 22nd meeting. The 60 day notice period closes on Monday, March 28th.

Remediation work will begin the week of February 22nd with an anticipated 10-14 days to complete once the work commences. Until the remediation is complete, building access is limited to staff, the environmental scientist, and contractors necessary to complete the remediation. The lowest bid was within the spending limits of the Executive Director and was accepted to complete the required work in the remediation protocol. No action of the Board is required at this time.

Mr. Sartain will be granted access to the building following the certification of the building by our environmental scientist. He will be allowed to conduct his due diligence and preliminary planning at that time.

Upon the completion of the buyer’s due diligence and preliminary planning, I will work with Mr. Sartain to reach agreeable definitive contract documents based on the agreed upon deal points. The final Performance Agreement is anticipated to be presented at the March 21st Board meeting for approval. The Bastrop City Council will need to approve two readings of a Resolution on April 12th and 26th.

Anticipated closing without any delays is May 2016.

Recommendation

At this time staff provides no recommendation and this report is for informational purposes only.

No action is required.



BASTROP ECONOMIC DEVELOPMENT CORPORATION

STANDARDIZED AGENDA RECOMMENDATION FORM

DATE SUBMITTED: March 17, 2016

MEETING DATE: March 21, 2016

1. Agenda Item:

Consideration, discussion and possible action regarding including two members of the Bastrop community on the BEDC's ad hoc Bylaws Committee.

2. Party Making Request: Shawn Kirkpatrick, Executive Director

3. Nature of Request: (Brief Overview) Attachments: Yes No

Please see attached memo for additional information regarding the ad hoc committee. At the BEDC Board meeting of February 22, 2016, the Board voted to appoint a five member committee to review the BEDC Bylaws, consisting of the Executive Director, two Board members (Kristi Koch and Steve Mills), and two members of the Bastrop community. A list of those interested in being on the committee will be given to the Board for review.

4. Policy Implication:

5. Budgeted: Yes No N/A

Bid Amount:

Over/(Under) Budget:

Budgeted Amount:

Budget Balance:

6. Alternate Option/Costs:

7. Routing: ED Staff ED Chair

8. Staff Recommendation:

Motion: SM GS CC KK WD KLK CL

Second: SM GS CC KK WD KLK CL

For: SM GS CC KK WD KLK CL

Against: SM GS CC KK WD KLK CL

Abstained: SM GS CC KK WD KLK CL



MEMORANDUM

Date: February 11, 2016

To: Bastrop EDC Board of Directors

Cc: Mike Talbot, Bastrop City Manager
JC Brown, Legal Counsel

From: Shawn A. Kirkpatrick, Executive Director

Subject: Possible Amendment(s) to BEDC Bylaws

Mayor Kesselus and Vice-chair Koch asked to have two items placed on the agenda. Below I describe both items individually and provide my recommendation.

Three council members serving on the BEDC Board (Mayor Kesselus)

At the meeting on January 26, 2016, the Bastrop City Council posted an agenda item and held discussion on the BEDC Board having three council members serving. The directive from the Council was for the BEDC to hold a discussion and provide a recommendation.

Review of the BEDC Bylaws (Kristi Koch)

The vice-chair has requested that the BEDC Board consider conducting a full review of the bylaws. A comprehensive review and codification of the bylaws would assist in clarifying sections that are of concern. This would include the above topic of three council members serving on the BEDC Board, clarifying and codifying language and procedures for notifying and calling special meetings of the Board, and other issues that may be identified.

Recommendation

I recommend that the BEDC Board Chair appoint an ad hoc committee of the Board composed of two BEDC Board members, two community members and the BEDC Executive Director. Below is a proposed timeline of the activities of the ad hoc committee.

February 2016

Chair appoints two BEDC Board members and Executive Director to the 2016 ad hoc bylaws committee.

Committee notifies the community of the formation of the 2016 ad hoc bylaws committee and solicits community members to serve on the committee, reviews interested community members and prepares a recommendation to the BEDC Board.

March 2016

Chair appoints two community members to serve on the 2016 ad hoc bylaws committee.

March – May 2016

Committee reviews bylaws, provides initial comments and potential amendments.

Solicits community engagement through a public committee workshop/forum.

May 2016

Draft bylaws amendments presented to BEDC Board for comments.

June 2016

Consideration and possible adoption of the amended bylaws by the full BEDC Board.

July 2016

Consideration and possible ratification by Bastrop City Council.



BASTROP ECONOMIC DEVELOPMENT CORPORATION

STANDARDIZED AGENDA RECOMMENDATION FORM

DATE SUBMITTED: March 18, 2016

MEETING DATE: March 21, 2016

1. Agenda Item:

Consideration, discussion and possible action related to an overview of the status of the existing BEDC grant and Performance Agreement between the Bastrop Fine Arts Guild and the BEDC, dated July 20, 2011, and amended thereafter on August 25, 2014, and October 20, 2014.

2. Party Making Request: Shawn Kirkpatrick, Executive Director

3. Nature of Request: (Brief Overview) Attachments: Yes No

Please see attached memo and documentation for additional information. Due to unforeseen circumstances, the Arts Guild will not be making a presentation at the March Board meeting, but Staff will be giving an overview and history of the project. Karol Rice plans to give a presentation and update at the April Board meeting.

4. Policy Implication:

5. Budgeted: Yes No N/A

Bid Amount:

Over/(Under) Budget:

Budgeted Amount:

Budget Balance:

6. Alternate Option/Costs:

7. Routing: ED Staff ED Chair

8. Staff Recommendation:

Motion: SM GS CC KK WD KLK CL

Second: SM GS CC KK WD KLK CL

For: SM GS CC KK WD KLK CL

Against: SM GS CC KK WD KLK CL

Abstained: SM GS CC KK WD KLK CL

Timeline – BEDC Grant to Bastrop Fine Arts Guild

- 09/13/2010 BEDC Board approved \$100,000 grant for the Bastrop Fine Arts Guild project, to assist with the purchase of the property at 1204 Chestnut Street, with contingencies.
- 04/18/2011 Karol Rice gave a presentation and update about the project to the BEDC Board.
- 06/20/2011 Public Hearing was held.
- 07/12/2011 City Council passed resolution authorizing expenditure.
- 07/18/2011 Board approved economic development agreement between BEDC and Bastrop Fine Arts Guild.
- 07/20/2011 Execution of agreement, with requirement for construction to begin no later than 36 months.
- 09/01/2011 Check was issued.
- 09/26/2011 Karol Rice gave an update to the BEDC Board.
- 10/15/2012 Karol Rice gave an update to the Board. They had been late with some contract deadlines due to the Complex Fire.
- 08/25/2014 BEDC Board granted a 90 day extension for initiation of work on Phase 1. New deadline of Oct 20, 2014.
- 10/20/2014 BEDC Board granted an extension for initiation of work until January 31, 2015.
- 10/12/2015 Official groundbreaking of the Lost Pines Art Center.

German officials next week. Mr. Mills attended the Formula 1 ULI event. He reported that the race track should have a huge economic impact on the area.

- V. New Business:
- a. Discussion and possible action to support Pines & Prairies Land Trust's grant application. Pines & Prairies has asked for a letter in support of their efforts to create and maintain trails in the Colorado River Refuge area. Gary Schiff made the motion that BEDC submit a letter of support, Willie DeLaRosa seconded, and the motion passed.
 - b. Discussion and possible action concerning new realignment of roads in BEDC Business Park. The board discussed how the planned layout would be affected by the proposed hiking trail. The consensus was to focus on the property without the "D" for now. Mr. Mills said that the board will study the project further, keeping the idea of trails in mind. Victor Gonzales, from the Tahitian Village Property Owners' Association and the water district, reported that some of the residents are concerned about how much of a buffer zone will be left between their homes and the future development of the Industrial Park. Mr. Mills suggested that he and Mr. Newman plan on touring the Industrial Park to get a better idea about putting in a buffer zone. Mr. Mills asked that the item be placed on next month's agenda. No action was taken at this time.
 - c. Discussion and possible action on two façade renovation grant requests from Insurance Network and Asera Care Home Health buildings 1015 and 1017 Main Street, owner Ashley Mutschink. Mr. Newman handed out the scoring sheets for each building. After discussion, Mr. DeLaRosa made the motion to approve the grant request for 1015 Main Street in the amount of \$4,625 and the grant for 1017 Main Street in the amount of \$2,625. Mrs. Crawford seconded, and the motion passed. Mayor Orr suggested that J.C. Brown, the city's attorney, be consulted for input about the grant program procedures. Mr. Mills asked Mr. Newman to coordinate with Ms. Brown to put together a new set of policies and procedures for review at the next board meeting.
 - d. Discussion and possible action to officially approve \$100,000 for Arts Guild project. In an email to Mr. Newman, Ms. Brown had reported that a grant to the Arts Guild could be authorized under several different categories. Karol Rice stated that they are in the process of having the property appraised. Ms. Rice said that the Arts Guild has agreed to all of the recommendations that Ms. Brown has made. All of the appropriate criteria and clawback language will be included in the actual contract that the attorney draws up. Gary Gutierrez made the motion to approve the grant to the Bastrop Fine Arts Guild in the amount of \$100,000 to assist with the purchase of the property at 1204 Chestnut Street, contingent upon the following: 1) that the Arts Guild successfully raise the funds for the full purchase price of the property, and 2) that they finalize the contract with BEDC and our attorney, which will include a performance agreement and appropriate clawback language. Mr. DeLaRosa seconded, and the motion passed.
- VI. The BEDC Board convened into Executive Session at 8:00 p.m.
- VII. The board reconvened from Executive Session at 10:12 p.m. No action was taken.
- VIII. Adjournment: Gary Gutierrez moved to adjourn and Willie DeLaRosa seconded. The meeting was adjourned at 10:12 p.m.

**BASTROP ECONOMIC DEVELOPMENT CORPORATION
BOARD OF DIRECTORS
Minutes of Monthly Meeting, April 18, 2011
903 Main Street, Bastrop, Texas**

The Bastrop Economic Development Corporation (BEDC) met on Monday, April 18, 2011, at 7:00 p.m. in the BEDC Boardroom at 903 Main Street for the Regular Monthly Meeting.

Board members present were Chairman Steve Mills, Mayor Terry Orr, Gary Gutierrez, Gary Schiff, Willie DeLaRosa, and Mike Talbot (ex-officio). Board members Dr. Neil Gurwitz and Pat Crawford were absent.

Staff members present: Angela Ryan.

Others in attendance: Anne Beck, Joe Jensen, Karol Rice, Nancy Wood, Merle Breiland, Jane Sanders, Ed Sanders, and JC Brown, City Attorney.

ANNOUNCEMENTS

1. Call to Order – Steve Mills, Chairman of the Board, called the regular meeting to order at 7:00 p.m.
2. Public Comments – Anne Beck stated she appreciates that Mrs. Ryan is able to “carry on” while the BEDC board looks for a new CEO.
3. Presentations
 - A. Bastrop Fine Arts Guild – Karol Rice gave an update on the Bastrop Fine Arts Guild’s purchase of Clyde Clardy’s property at 1204 Chestnut Street. They have successfully matched the \$100,000 grant that BEDC previously approved. Ms. Rice reported that the TCEQ partnered with the EPA and paid for the three wells to be drilled for the groundwater samples. The EPA is doing soil samples. They have identified a slightly raised level of lead, which can be removed. So far, the TCEQ and EPA have spent \$81,000 for water and soil testing. They may also help pay for the clean-up of the property. Ms. Rice stated that the Arts Guild plans to exercise their option before the end of May. She will be meeting with Ms. Brown to work out the contract details.
4. Announcements – None.

CHAIRMAN’S AND/OR PRESIDENT’S INFORMATIONAL UPDATE REPORT - Items for update, discussion and possible action:

- A. Meetings, Events and Travel attended/upcoming: None.
- B. Update on BEDC Projects and/or Business:
 1. Expanding the roads and infrastructure in the Business Park. – Mr. Talbot reported that he spoke with Gene Kruppa regarding the road layout and he has put it on hold until they’ve had the opportunity to discuss it further. Mr. Talbot stated he is concerned about traffic circulation through the park, with the current layout having three dead-end streets. Also, the rail spur might affect it, which will be discussed later.
 2. Increasing the budgeted amount of façade and mega grants to \$175,000. – Mr. Talbot stated that the change to the current budget was made, with \$32,150 spent year-to-date and \$71,870 tentatively obligated, for a total of \$104,020 thus far this fiscal year.
 3. Upgrading the infrastructure on Main Street. – Mr. Talbot reported that the civil engineering has been done and they are working on the electric portion. He should have a construction and bidding schedule at the May board meeting.

A.1 Approval of meeting minutes of April 18, 2011, and May 16, 2011. Mr. Schiff made the motion to approve the minutes as submitted, Mr. Gutierrez seconded, and the motion passed.

B. PUBLIC HEARINGS

B.1. Conduct a Public Hearing for receiving public input by the Bastrop Economic Development Corporation to consider funding a grant in the amount of \$100,000 for the Bastrop Fine Arts Guild. The Public Hearing was opened at 7:20 p.m. Mr. Talbot stated that at their September 2010 board meeting, the BEDC Board of Directors approved providing a grant to the Bastrop Fine Arts Guild in the amount of \$100,000 to assist them in their purchase of the property at 1204 Chestnut Street. A Public Hearing is required prior to expenditure of the sales tax funds. Notice of the Public Hearing was published in the Bastrop Advertiser on June 11, 2011, and the BEDC must wait at least 60 days from that date prior to expending the funds. Anne Beck stated that she is excited about the project and thinks it will do a lot for Bastrop. Mayor Orr asked Karol Rice for an update on the project. Ms. Rice reported that the Guild has received matching funds from a private foundation in Houston and they will be seeking several other grants. The EPA and TCEQ paid for the water and soil sampling, and they may also be able to help pay for the clean-up of the property. Ms. Rice continues to work on the contract between the Guild and BEDC with Ms. Brown. There was a general discussion among the Board Members about the plans and the progress of the project. There being no other public comments, the Public Hearing was closed at 7:29 p.m.

B.2. Conduct a Public Hearing for receiving public input by the Bastrop Economic Development Corporation to consider providing a sales tax rebate for the proposed Buc-ee's Project in the amount of \$700,000, or ten (10) years, whichever occurs first. The Public Hearing was opened at 7:30 p.m. Mr. Talbot stated that at their October 2010 board meeting, the BEDC Board of Directors approved providing a sales tax rebate for the proposed Buc-ee's project and a Public Hearing is required before expending the funds. Mr. Talbot reported that once the Texas Capital Fund is in place, Buc-ee's will begin their site work and then start building after the first of next year. Dr. Gurwitz confirmed that this is for the infrastructure, and Mr. Talbot responded that it is. There will have to be a contract between BEDC and Buc-ee's outlining the terms. Ms. Brown stated the draft of the contract has already been done. Mrs. Beck stated that she seemed to recall that Buc-ee's had originally asked for a 10% tax break for the cost of the building, and Mr. Talbot responded that that had not been the case. Mrs. Beck asked if the Board had come up with a set formula for offering rebates or if they planned to continue doing them on a case-by-case basis. Mr. Talbot responded that BEDC is in the process of doing a complete revision of all incentive policies. There being no further public comments, the Public Hearing was closed at 7:32 p.m.

C. OLD BUSINESS

C.1 Consideration, discussion and possible action on the reporting of the new EDC Director and possible change to the BEDC by-laws, if necessary. Mr. Talbot briefly summarized an overview that defines the working relationship between the BEDC's CEO and the City Manager, which clarifies that the CEO answers primarily to the BEDC Board of Directors, with periodic updates to the City Manager. Mr. DeLaRosa asked if it would require a change in the by-laws, and Ms. Brown replied that it would not, because the current by-laws give the Board the authority already. Mr. Schiff made the motion to adopt the proposed policy, Mr. DeLaRosa seconded, and the motion passed.

2. Deliberation Regarding Economic Development Negotiations – Proposed Rail Spur Project and Retail Development Strategy.
3. Deliberations about Real Property/Acquisition of property owned by City of Bastrop and/or BEDC.
4. Personnel Matters – CEO

E.2 The Bastrop Economic Development Corporation Board of Directors reconvened into open session at 10:10 p.m. Gary Schiff made the motion that the Board convey to Mr. Jensen, via this motion and a vote by the Board, that at this time it is the BEDC's position that:

1. The Board is currently doing its due diligence as to what will be best for the BEDC, the Industrial Park, and the City as a whole concerning the future use and planning in the Industrial Park, with special reference to and focus on the fact that Union Pacific approved rail service for the Industrial Park back in 2006.
2. The Board is also evaluating and updating the BEDC policies, goals, grant programs and its incentive "criteria" for economic projects supported by the BEDC.
3. The BEDC has not approved Jensen's proposed rail Project, nor has the Board committed in any way to any details provided by Jensen on this rail spur Project.
4. The Board is performing a fiscal analysis of rail service in the Park, but has not received the report on that question, as of this date.
5. The Board will continue to entertain and evaluate economic development projects in Bastrop, on a case by case basis, but will not move forward with any discussion on the Jensen proposal until such time as it has completed its due diligence and its fiscal analysis.

Gary Gutierrez seconded, and the motion passed.

The Board discussed and agreed that Mr. Talbot would meet with Ms. Brown and work on getting a final draft of the Arts Guild agreement ready to provide to Ms. Rice, for the Guild's review and input.

F. ADJOURNMENT – Gary Schiff moved to adjourn and Willie DeLaRosa seconded. The BEDC Board of Directors adjourned the regularly scheduled meeting at 10:12 p.m.

A.1 Approval of meeting minutes of June 20, 2011, and July 5, 2011. Mr. Schiff made the motion to approve both sets of minutes as submitted, Mrs. Crawford seconded, and the motion passed.

B. PUBLIC HEARINGS - None

C. OLD BUSINESS - None

D. NEW BUSINESS

D.1 Consideration, discussion and possible action on acceptance of the Bastrop Economic Development Corporation financial summary report for period ending June 30, 2011. Mr. Talbot reported that as of June 30, revenues are \$1,077,860, or about 76%, which is a little above budget. He stated that expenditures are \$946,618 to date, but within the next month or so the Alley B Project should be finishing up and the Main Street Lighting Improvement Project will be started, so the expenditures will go up proportionately. Mr. Talbot stated that on page 24 of the financials, where it shows "fund balance", that this amount is actually the balance of the assets and liabilities. It is not the amount of money in the bank. The "operating balance" is the balance of the cash. The operating balance was about \$1.4 million at the beginning of the year, and the projected amount for the end of the fiscal year is about \$1 million. Mayor Orr made the motion to accept the financials as submitted, Mrs. Crawford seconded, and the motion passed.

D.2 Consideration, discussion and possible action on final façade grant application for improvements proposed on the rear façade of the building at 916 Main Street, Law Office of Derek Van Gilder, in the amount of \$5,000, with a total estimated project cost of \$11,500. The preliminary application for the project was approved at the June Board meeting. Mrs. Crawford made the motion to approve, Mr. Schiff seconded, and the motion passed.

D.3. Consideration, discussion and possible action on final mega-grant application for 1106 Pecan, owned by Bryan and Janean Whitten, in the amount of \$25,000, with a total estimated project cost of \$119,324. Preliminary approval was given in December 2010. Mrs. Crawford commented that this grant is for a professional building, and Mayor Orr pointed out that it's zoned as a commercial property. Mr. Gutierrez made the motion to approve, Mrs. Crawford seconded, and the motion passed.

D.4 Consideration, discussion and possible action on preliminary mega-grant application for 1107 Church Street, owned by Kathleen and Billy Moore, for \$8,125, or 25% of total estimated project cost of \$32,500. After discussion regarding the architecture of the building, Mr. Schiff made the motion to approve, Mr. Gutierrez seconded, and the motion passed.

D.5. Consideration, discussion and possible action on preliminary façade grant application for 815 Main Street, owned by KKG Bastrop Investments, LLC, in the amount of \$5,000, with a total estimated project cost of \$28,000. Mrs. Crawford made the motion to approve, Dr. Gurwitz seconded, and the motion passed.

D.6 Consideration, discussion and possible action authorizing the Chair of the Bastrop Economic Development Corporation to execute an economic development agreement between the Bastrop Economic Development Corporation and the Bastrop Fine Arts Guild. Ms. Brown went over the contract between BEDC and the Bastrop Fine Arts Guild. She stated that the property will be financed over a period of time by the current owner, so BEDC will not take a first

lien position as would usually be the case. However, appropriate clawback language is included in the contract, and if the Arts Guild fails to meet any of the requirements by the BEDC, they will return the full grant amount with interest. This grant is specifically targeted for the acquisition of the property, but the agreement can be amended if the Board wishes to fund additional parts of the project in the future. The Arts Guild has agreed to provide the Board with periodic updates as the project moves forward, such as a key events timeline. In addition, on or before March 31, 2012, their architectural plans will be complete and they will provide a construction budget to the BEDC Board. Ms. Brown said the contract also includes some trigger dates: construction has to begin within 36 months of the effective date; the project must be completed within two years after they begin construction; the Arts Guild must hire the three full time employees on or before 90 days after the project's completion; and they must successfully operate the facility and keep three full time employees for a minimum of two years after beginning operation. Ms. Brown stated that the Arts Guild has been asked for notification as soon as possible if they become in danger of default. She said that the contract is a relatively standard agreement and she believes it reflects the negotiated terms. Ms. Brown asked if the Board Members had any questions since the contract will not be considered final until the Board approves the terms. Mayor Orr asked if BEDC could take a second lien position on the property, and Ms. Brown responded that she had considered that and there were a couple of reasons why she wasn't recommending it. First, the property is not subdivided, and BEDC would have a minority position in the total ownership. The second – and main reason – Ms. Brown didn't think it was advisable is because BEDC wouldn't want to be in the position of owning a contaminated property. Ms. Brown stated the grant money is going into a separate account that will be used solely for the purpose of the real estate, and the Arts Guild is going to report to the Board periodically. Mrs. Crawford made the motion to authorize Steve Mills to execute the contract under the terms that were discussed above. Mr. Schiff seconded, and the motion passed.

E. ADJOURNMENT – Gary Schiff moved to adjourn and Pat Crawford seconded. The BEDC Board of Directors adjourned the regularly scheduled meeting at 8:56 p.m.

ECONOMIC DEVELOPMENT AGREEMENT

**BETWEEN
THE BASTROP ECONOMIC DEVELOPMENT CORPORATION
AND
THE BASTROP FINE ARTS GUILD**

This Economic Development Agreement (this "Agreement") is entered into between Bastrop Fine Arts Guild, a 501(c)(3) non-for-profit Texas corporation, (the "Owner") and the Bastrop Economic Development Corporation, a Texas non-profit economic development corporation organized and operating under the laws of Texas. ("BEDC") The Owner and BEDC may be referred to jointly herein as "the Parties" and individually as a "Party."

RECITALS

WHEREAS, the BEDC desires to offer a one-time grant of 4B funds to the Owner to enable the Owner to purchase real property and same as a Fine Arts Complex project, according to the details and specifications set forth in the concept plan ("Concept Plan") shown in "Exhibit "A"", attached hereto Attached to return e-mail and incorporated herein for all purposes, and as set forth in more detail in this Agreement. ("Project"); and

WHEREAS, the City Council of the City has authorized the BEDC to provide certain economic development incentives to the Owner in recognition of the economic benefits which will accrue to the City through the Owner's efforts to develop the Project, which is located in the corporate limits of the City, as more particularly described on the attached "Exhibit "B"" (the "Property"), as a Fine Arts Complex Project; and

WHEREAS, the BEDC has determined that development of the Property will contribute to the economic development of the City by generating sales tax and employment, as noted herein.

NOW, THEREFORE, in consideration of the mutual benefits described in this Agreement, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the BEDC and the Owner agree as follows:

1.

Authority

The BEDC's execution of this Agreement is authorized by Chapter 501, *Texas Local Government Code*, and constitutes a valid and binding obligation of the BEDC, subject to the following:

- i. **Conditions Precedent**: That the Owner: (1) on or before December 31, 2011, acquires contractual and fully enforceable ownership rights to the Property and (2) on or before November 30, 2011, provides the BEDC with written documentation demonstrating that the Owner has obtained sufficient funds and/or irrevocable approval for financing for the purchase of the Property. ("Conditions Precedent")

- ii. **Owner's Performance Subsequent:** That the Owner: (1) successfully initiates and completes development of the Project, within the timeframes stated and agreed upon herein, and (2) successfully operates the Project for the period noted herein, including continuously maintaining the employment noted herein in Section 6, and (3) successfully fulfills all contractual obligations, without default, as specified herein.
- iii. The Owner's execution and performance of this Agreement constitutes a valid and binding obligation of Owner, at the time that Owner accepts funding from the BEDC for the Project. Owner acknowledges that BEDC is acting in reliance upon Owner's full and complete performance of all stated Conditions Precedent and other Performance obligations set forth in this Agreement in making its decision to commit substantial BEDC resources to this Project.

2.

Definitions

As used in this Agreement, the following words or phrases shall have the following meanings:

2.1 "Act of Default or Default" means failure to timely, fully, and completely comply with one or more requirements, obligations, Conditions Precedent, duties, terms, conditions or warranties, as stated in this Agreement. BEDC may accept substantial compliance in lieu of full compliance by waiving such Act of default. Default by the Owner may subject the Owner to the conditions set forth in Section 7.

2.2 "BEDC 4B Project Funds" means the one-time \$100,000 grant of funds to the Owner for use to purchase the real property for the Project, as set forth herein.

2.3 "Certificate of Occupancy" shall mean that final document issued by the City of Bastrop, Texas, entitled "Certificate of Occupancy", indicating that all applicable codes, regulations, and ordinances enforced by the City of Bastrop have been unconditionally, fully and completely complied with in all respects. A Certificate of Occupancy shall not include a certificate issued in error, mistake or misrepresentation of facts, nor any temporary or conditional document authorizing temporary or conditional occupancy.

2.4 "City of Bastrop" or "City" means the governing municipal corporation that is legally authorized to control the area that is within the city limits of the City of Bastrop, and the area that is within the City's ETJ and/or Bastrop County, Texas.

2.5 "Code" means the Bastrop Code of Ordinances in effect as of the Effective Date of this Agreement.

2.6 "Designated Successors and Assigns" shall mean (i) an entity to which Owner assigns (in writing) all or a portion of its rights and obligations contained in this Agreement, (ii) any entity which is the successor by merger or otherwise to all or substantially all of Owner's assets and liabilities including, but not limited to, any merger or acquisition pursuant to any public offering or reorganization to obtain financing and/or growth capital; or (iii) any entity which may have acquired all of the outstanding stock or partnership interest of Owner.

2.7 "Effective Date" means the date this Agreement has been signed by all Parties.

2.8 "Environmental Clearances" means the point in time when the Owner provides the BEDC with written documentation from any applicable entity or agency finally approving the environmental condition of the Property.

2.9 "Force Majeure" means any event in which any Party shall be delayed, hindered in or prevented from the performance of any act required under this Agreement by reason of strikes, lockouts, labor troubles, inability to procure materials, failure of power, unavailability of any utility service, restrictive governmental laws or regulations, riots, insurrections, the act, the failure to act, or default of another Party or a material worsening of current conditions caused by acts of terrorism or war (whether or not declared), or severe weather occurring after the execution of this Agreement, which materially impair the Party's ability to perform any act required under this Agreement.

2.10 "Owner" means the Bastrop Fine Arts Guild, a Texas not-for-profit, 501(c) (3) corporation, incorporated and authorized to do business in the State of Texas.

2.11 "Program" means the economic development program established by the BEDC, as authorized by Chapters 501 and 505, *Texas Local Government Code*, to promote local economic development and stimulate business and commercial activity within the City.

2.12 "Project" means Owner's planned Fine Arts Complex to be located on approximately 1.246 acres, more particularly described in **Exhibit "B,"** attached hereto. The Project is also identified and referred to as the "Arts Guild Project," which shall consist of a development as shown by the Concept Plan attached hereto as **Exhibit "A."** The Project shall include, at a minimum, the following uses and amenities, a ±9000 square foot main building that will house: (a) a major art gallery, (b) a lobby/retail gift shop, (c) 1-2 classrooms, (d) multiple leasable artists' studios, and (e) a leasable, retail specialty wine/coffee shop. In addition, three of the four grain silos will be converted into working artist studios, and the fourth may be used as an efficiency apartment for an artist-in-residency program. The exterior grounds will be landscaped and may include an outdoor sculpture garden.

3.

Term

This Agreement will become effective on the date that it is fully executed by all parties ("Effective Date") and shall continue until all obligations and conditions set forth herein have been fully performed by the Parties. Notwithstanding any future expiration or termination of this Agreement, however, the conditions set forth in the sections of this Agreement which expressly provide for certain obligations of the Owner to extend beyond any stated term or event of termination or expiration shall survive, and remain enforceable, as stated in that section.

4.

Design Criteria/Construction Plan and Budget

4.1 Owner shall provide the BEDC with proposed construction plans for the Project, on or before January 1, 2012, but in no event later than ninety (90) days prior to the start of any construction activities on the Property.

4.2 Owner agrees to comply with the Code, as amended or supplemented by this Agreement. Notwithstanding the foregoing, Owner, in its sole discretion, may choose to comply with any or all City rules promulgated after the date of the Code.

4.3 Owner shall prepare, and provide as **Exhibit "C"** to this Agreement a detailed key-event timeline for the Project, which may be presented in phases, if Owner desires.

4.4 On or before March 31, 2012, Owner shall prepare and provide to the BEDC a detailed construction budget for the Project, which may be presented in phases, if Owner desires.

4.5 At the time that Owner finalizes its purchase of the Property, Owner shall provide to the BEDC fully executed and final copies of: (1) the Executed Contract of Sale, (2) the Deed identifying the Owner as owner of the real property (or similar and equivalent documentation), and (3) a Title Policy issued for the Sale, specifying any title exceptions or conditions.

5.

Owner's Covenants, Warranties, Obligations and Duties

Owner makes the following covenants and warranties to the BEDC and agrees to timely and fully perform the obligations and duties, as set forth herein below. Any false or substantially misleading statement contained herein or failure to timely and fully perform, as required in this Agreement, shall be an Act of Default by Owner and may subject the Owner to the conditions set forth in Section 7.

5.1. Owner is authorized to do business and is in good standing in the State of Texas and shall remain in good standing in the State of Texas during the Term of this Agreement.

5.2. The execution of this Agreement has been duly authorized by the board of directors of the Bastrop Fine Arts Guild, and the individual signing this Agreement is the president of the Bastrop Fine Arts Guild and has been empowered, by a formal Resolution of its governing board, as shown on attached **Exhibit "D,"** to execute such Agreement and bind the entity, and said authorization, signing and binding effect is not in contravention of any law, rule or regulation, or of the provisions of the Bastrop Fine Art's Guild Articles of Incorporation, or by-laws, or of any agreement or instrument to which Owner is a party or by which it may be bound.

5.3. No litigation or governmental proceeding is pending or, to the knowledge of Owner or Owner's officers, threatened against or affecting the Owner that may result in any material adverse change in Owner's business, properties or operation. No consent, approval or

authorization of or registration or declaration within any governmental authority is required in connection with the execution of this Agreement or the transactions contemplated hereby.

5.4. There are no bankruptcy proceedings or other proceedings currently pending or contemplated, and Owner has not been informed of any potential involuntary bankruptcy proceedings.

5.5. To its current, actual knowledge, Owner has acquired and maintained all necessary rights, licenses, permits and authority to carry on its business in Bastrop, Texas, and will continue to use its best efforts to maintain all necessary rights, licenses, permits and authority.

5.6. The BEDC 4B Project Funds provided to the Owner shall be utilized solely for the purpose of purchasing the Property, identified on **Exhibit "B"**.

5.7. Dedicated/Insured Account. The BEDC 4B Project Funds shall be deposited in, and maintained in an insured and dedicated account, to be used only by the Owner for payments made to acquire the Property. On each occurrence the Owner accesses/utilizes the BEDC 4B Project Funds held in the dedicated account, it shall provide a copy of the financial instruments memorializing such access/use to the BEDC, contemporaneously with the execution of such instruments.

5.8. Additional Funds. Without further involvement by the BEDC in the purchase of the Property, after provision of the BEDC 4B Project Funds to Owner, the Owner shall be solely responsible for obtaining all remaining financing necessary to: (1) acquire full ownership of the Property, (2) performing any environmental clean up obligations necessary to obtain Environmental Clearances, (3) complete the Project according to the Concept Plan, and (4) operate the Project, for a period of at least two (2) years following the Date of Completion, including but not limited to the financing related to design matters, improvements, construction, additional contract preparation, materials and labor. Should the Owner, within thirty (30) months of the Effective Date, fail to raise the necessary funds to repair, renovate, and/or complete the Project, the Owner shall be declared in Default and subject to Section 7.

5.9. Commencement of Construction on the Project. Owner shall commence work on construction of the Project no later than thirty-six (36) months after the Effective Date of this Agreement. ("Commencement Deadline") Should the Owner, within thirty-six (36) months of the Effective Date, fail to Commence construction on the Project to the reasonable satisfaction of the BEDC, for the purposes and uses indicated herein, and as detailed on **Exhibit "A"** the Owner shall be in breach of the Agreement and subject to repayment of the BEDC's funding as set forth in Section 7.

5.10. Completion of the Project. After Commencement, Owner shall diligently and faithfully, in good and workmanlike manner, continuously pursue the completion of the Project, which shall be completed no later than twenty-four (24) months after Commencement. ("Completion Deadline") Should the Owner, within twenty-four (24) months after the Commencement Deadline, fail to complete construction on the Project to the reasonable satisfaction of the BEDC, for the purposes and uses indicated herein, and as detailed on **Exhibit "A"** the Owner shall be in breach of the Agreement and subject to repayment of the BEDC's funding as set forth in Section 7.

5.11. Initiation of Operations. Owner shall begin Operation of the Project, including employment of the workforce noted herein in Section 6, within ninety (90) days after the Completion Deadline. Should the Owner, within ninety (90) days after the Completion Deadline fail to initiate operations of the Project to the reasonable satisfaction of the BEDC, for the purposes and uses indicated herein, and as detailed on **Exhibit "A"** the Owner shall be in breach of the Agreement and subject to repayment of the BEDC's funding as set forth in Section 7.

5.12 Environmental Clearance. On or before December 31, 2012, the Owner shall have completed, and shall provide to the BEDC acceptable documentation from any and all applicable governmental entities stating that the Property, including but not limited to the water, soil, buildings, and land are either: (1) free from toxins, asbestos, contaminant's pollutants, heavy metals, or other poisons or, alternatively, (2) that an acceptable remediation plan has been approved by the controlling governmental entity and has been successfully implemented to address any identified environmental issues on the Property, and (3) that Owner has acquired and can document financing sufficient to fully complete the remediation plan implemented for the Property. When available, the Owner shall provide the City with the results of a "certified clean-up program", if necessary. Should the Owner fail to perform the obligations set forth in this paragraph 5.12, then the Owner shall be in breach of the Agreement and subject to repayment of the BEDC's funding as set forth in Section 7.

5.13 Successful Operation of Art Complex. In addition to the terms and conditions related to employment, as set forth in Section 6 below, to avoid an Act of Default, the Owner shall successfully operate the Fine Art Complex for a minimum period of two (2) years following the Initiation of Operations. Whether the Fine Art Complex is successfully operating shall be in the sole discretion of the BEDC, but shall generally mean that the Fine Art Complex is fully functioning in a manner that reflects positively on the City of Bastrop and its community. In the event the Fine Art Complex fails to successfully and continually operate for two (2) years after the Initiation of Operations, the Owner shall be in breach of the Agreement and shall be subject to Section 7.

5.14 Any utilities that are not self-generated by the Owner for use at the Project, and which are offered by and available from the City shall be purchased from the City by the Owner, at the rates in effect at the time of purchase, for a period of at least ten (10) years from the date of issuance of the Certificate of Occupancy.

6.

Employment.

6.1 Project shall employ a minimum of 3 new full-time employees (i.e., 1820 hours/year) at the Fine Art Complex on or before ninety (90) days following Initiation of Operations and such employment shall be maintained for a minimum period as stated in paragraph 6.2, below. For purposes of this employment provision, two (2) new part-time positions, that comprise a total of 1820 hours per year) shall be deemed to be equal to one (1) new full-time employee position.

6.2 For a period of twenty-four (24) months after Initiation of Operations, Owner shall continuously employ and maintain at the Fine Art Complex the number of jobs noted in section 6.1 above.

The failure of the Owner to satisfy either section 6.1 or 6.2 shall be considered an Act of Default and shall subject the Owner to the obligations set forth in Section 7.

7.

Act of Default

7.1 Notice of Anticipated Default. In the event that during the term of this Agreement the Owner determines that it anticipates an Act of Default on its part, it shall notify the BEDC, in writing, of such event and shall provide details of the Act of Default anticipated. The Notice of Anticipated Act of Default shall also request a meeting between the Owner's representatives and the Board of the BEDC during which the Owner will provide information related to the potential or actual default, and will propose alternatives and/or options identified by it to address the default. The Board shall not be obligated to consider or adopt any proposed alternative, but may, in its sole discretion consider alternatives for addressing any Act of Default by Owner. Alternatively, the BEDC may in its discretion, trigger the repayment obligations as set forth herein.

7.2 Repayment and/or Liquidation. In the event of an Act of Default by the Owner, the Owner shall, in the sole discretion of the BEDC, and within ninety (90) days of a request by the BEDC repay to the BEDC the full amount of the BEDC 4B Project Funds, plus interest thereon at a rate of 2%, per annum. If, in the event of an Act of Default by the Owner, the BEDC requires that the Owner repay the full amount of the BEDC 4B Project Funds, plus interest, and the Owner does not have the required funds to make the repayment, the Owner shall be obligated to: (1) sell a portion of the Property within 180 days of BEDC's request for payment to raise funds and make the payment to the BEDC, or (2) to borrow funds in the amount sufficient to repay the BEDC the amount noted in this Section 7.2.

8.

Reporting and Monitoring

8.1 BEDC shall, upon reasonable prior written notice to Owner and during normal business hours, but in any event not more than two (2) times per calendar year, have the right to audit and inspect Owner's records and books and all other relevant records related to each of the economic development considerations and incentives and performance requirements, as stated in this Agreement, but the confidentiality of such records and information shall be maintained by City unless disclosure of such records and information shall be required by a court order, a lawfully issued subpoena, or by the direction of the Office of the Texas Attorney General.

8.2 The Owner shall provide to the BEDC, on a quarterly basis, reports on its application of the BEDC 4B Project Funds to the purchase of the Property, until such time as all BEDC 4B Project Funds have been completely applied to the purchase of the Property.

9.

Miscellaneous Provisions

9.1 Complete Agreement/Amendment. This Agreement represents a complete agreement of the Parties and supersedes all prior written and oral matters related to this Agreement. This Agreement may be canceled, changed, modified or amended, in whole or in part, only by the written and recorded agreement of the BEDC and the then current Owner (acting at the discretion of the Owner's Board).

9.2 Mutual Assistance/Good Faith. The BEDC and the Owner each agree to act in Good Faith and to do all things reasonably necessary or appropriate to carry out the terms and provisions of this Agreement, and to aid and assist the other in carrying out such terms and provisions in order to put the other in the same condition contemplated by this Agreement, regardless of any changes in public policy, the law or taxes or assessments attributable to the Property.

9.3 Attorney's Fees. If any legal action or proceeding is commenced between the BEDC, City and/or the Owner to enforce the provisions of this Agreement or to recover damages for its breach, the prevailing Party in the legal action will be entitled to recover its reasonable attorney's fees and expenses incurred by reason of such action, to the extent allowed by law.

9.4 Binding Effect. This Agreement will be binding on and inure to the benefit of the Parties and their respective successors and assigns.

9.5 Termination. If the Owner elects not to proceed with the acquisition of the Property or the development of the Project as contemplated by this Agreement, the Owner will notify the BEDC in writing, and this Agreement and the obligations of all Parties will be deemed terminated and of no further force or effect as of the date of such notice, except those that expressly survive the termination hereof, if any. If any or all of the BEDC 4B Project Funds have been provided to the Owner, all such funds shall be remitted to the BEDC, as set forth in Section 7.2.

9.6 Notice. Any notice or other communication ("Notice") given under this Agreement must be in writing, and may be given: (i) by depositing the Notice in the United States Mail, postage paid, certified, and addressed to the Party to be notified with return receipt requested; (ii) by personal delivery of the Notice to the Party, or an agent of the Party; or (iii) by confirmed facsimile, provided that a copy of the Notice is also given in one of the manners specified in (i) or (ii). Notice deposited in the mail in the manner specified will be effective two (2) business days after deposit. Notice given in any other manner will be effective only if and when received by the Party to be notified. For the purposes of Notice, the addresses of the Parties will, until changed as provided below, be as follows:

Owner:	Bastrop Fine Arts Guild Attn: Jeanette Condray, President 1009 Main Street Bastrop, Texas 78602 Ph: (512)576-1100 Fax: (512)321-8055
--------	---

Email: jeanettecondray@att.net

BEDC Bastrop Economic Development Corporation
 Attn: Executive Director
 903 Main Street
 Bastrop, Texas 78602-3809
 Phone: (512)-303-9700
 FAX: (512)-321-4191

With a copy to: Attorney for the BEDC
 Attn: Jo-Christy Brown
 1411 West Ave., Ste. 100
 Austin, Texas 78701
 Ph: (512) 236-1000
 Fax: (512) 236-1910
 Email: jcbrown@jcbrownlegal.com

City: City of Bastrop
 Attn: City Manager, Michael H. Talbot
 1311 Chestnut Street
 Bastrop, Texas 78602
 Ph: (512) 303-7305
 Fax: (512) 321-6684
 Email: mtalbot@cityofbastrop.org

All Parties may designate different contact information, at any time, by giving Notice to the other Parties.

9.7 Interpretation. Each of the Parties has been represented by counsel of their choosing in the negotiation and preparation of this Agreement. In the event of any dispute regarding the interpretation of this Agreement, this Agreement will be interpreted fairly and reasonably and neither more strongly for nor against any Party based on draftsmanship.

9.8 Relationship of the Parties. This Agreement will not be construed as establishing a partnership or joint venture, joint enterprise, express or implied agency, or employer-employee relationship between the parties. Neither the City or the Bastrop Economic Development Corporation, nor their past, present or future officers, elected officials, employees or agents, assumes any responsibility or liability to any third party in connection with the development of the Project or the design, construction or operation of any portion of the Project.

9.9 Applicable Law. This Agreement is made, and will be construed and interpreted, under the laws of the State of Texas and venue will lie in Bastrop County, Texas. No Party to this Agreement waives or relinquishes any immunity or defense on behalf of itself, its officers, employees, agents or representatives as a result of the approval or execution of this Agreement.

9.10 Severability. If any provision of this Agreement is held to be illegal, invalid or unenforceable under present or future laws, it is the intention of the Parties that the remainder of

this Agreement not be affected and it is also the intention of the Parties that, in lieu of each provision that is found to be illegal, invalid or unenforceable, a provision be added to this Agreement which is legal, valid or enforceable and is as similar in terms as possible to the provision found to be illegal, invalid or unenforceable.

9.11 Paragraph / Section Headings. The paragraph/section headings contained in this Agreement are for convenience only and will in no way enlarge or limit the scope or meaning of the paragraphs/sections.

9.12 No Third Party Beneficiaries. This Agreement is not intended to nor shall it be interpreted to confer any rights, privileges or causes of action upon any third party.

9.13 Assignment. This Agreement may not be assigned to any other party, entity or individual without the express written consent of the BEDC Board.

9.14 Counterparts. This Agreement may be executed simultaneously in two or more counterparts, each of which will be deemed an original, but all of which will constitute one and the same instrument. A facsimile signature will be deemed to be an original signature for all purposes.

9.15 Amendments. This Agreement may only be amended by the mutual consent of the Parties, which shall be memorialized in writing and appended to the original, fully executed Agreement.

9.16 Exhibits. The following exhibits are attached to and incorporated into this Agreement for all purposes.

[Signature Page to Follow]

EXECUTED to be effective as of the 20 day of July, 2011

OWNER:

By: Jeanette Condray
Jeanette Condray, President
Bastrop Fine Arts Guild

Date: 7/20, 2011

By: Karel Rice
Karel Rice, Co-Chair, Lost Pines Art Center
Project

Date: 7-20-, 2011

APPROVED BY:

**BASTROP ECONOMIC DEVELOPMENT
CORPORATION**

By: Steve Mills
Name Steve Mills
Title: Chair of the BEDC Board of Directors
On Behalf of the BEDC

APPROVED BY:

CITY OF BASTROP, TEXAS

By: Mark Bell
City Manager

Approved As To Form:

Jo-Christy Brown
Jo-Christy Brown, Attorney for the BEDC and City



MAKE YOUR MARK ON BASTROP!

July 28, 2014

CAPITAL CAMPAIGN
STEERING COMMITTEE

Bastrop Economic Development Corporation

MARK ROSE
CO-CHAIR
STEVE RIVERS
CO-CHAIR
MARY McMURREY
CO-CHAIR
JOE BEAL
GLENDAY DAYTON
KATHLEEN HANDY
JANE HUNT
LINDA WILSON
ROBERT SAUNDERS
TERESA SAUNDERS
KAROL RICE
PROJECT DIRECTOR
JEANETTE CONDRAY
PROJECT FINANCE DIRECTOR

Board of Directors
Bastrop, TX

Dear BEDC Board Members,

According to our grant agreement, construction on the Lost Pines Art Center and Sculpture Garden was to begin by the end of July, 2014. We would like to ask for a 90-day extension to our contract to begin Phase 1 of the construction process. In August we will be submitting the bid sheets to construction companies that have shown an interest in the project and anticipate completion of that process by the end of August. Our Construction Committee, along with Karol Rice and Jeanette Condray, will be selecting the construction company and expect to begin in September or early October.

The firm of Barley & Pfeiffer Architects have begun the final construction blueprint drawings for the Lost Pines Art Center and Sculpture Garden. These detailed construction drawings will take approximately 6-9 months to complete. The construction is still on schedule to be completed in 2017.

We have also attached an updated milestone document that will enable you to see the great progress that has been made on this outstanding project. Should you have any questions, please do not hesitate to contact us.

Sincerely,

Karol Rice, Project Director

Jeanette Condray, Project Finance Director

Lost Pines Art Center & Sculpture Garden



Bastrop Fine Arts Guild
June 25, 2014

This document is to update you on the milestones we have accomplished regarding this transformational economic development and cultural arts project.

- Contract executed and \$100,000 grant received from the Bastrop Economic Development Corporation.
- Matching grant of \$100,000 received from private foundation in Houston.
- Final drilling of water samples for environmental impact to underground water table completed by TCEQ. No contamination found and no further testing or monitoring required. This project was submitted and approved for the TCEQ Brownfields Site Assessment program resulting in all environmental sampling, testing and analysis being funded through a partnership between the TCEQ and EPA (approximately \$100,000).
- Final soil samples taken and analyzed by EPA, with minor levels of contamination found under and around several silos which will require TCEQ quality-controlled removal.
- Sales contract between the Bastrop Fine Arts Guild and Clyde and Karen Clardy finalized on March 23, 2012.
- All environmental clean up completed, VCP Conditional Certificate of Completion issued by TCEQ August 23, 2012 and filed with the deed of record with the County.
- Initial Master Design Plan completed by architectural firm of Barley & Pfeiffer of Austin. Barley & Pfeiffer are well-known for their green building and sustainable design projects.
- Presentation of Master Design Plan to representatives of the City Council, BEDC, Lost Pines Art Center Advisory Council and Main Street Board. This event was held courtesy of the Hyatt Regency Lost Pines and all room, equipment and refreshments provided as in-kind contributions to the project. We consider the Hyatt a significant partner in this project.
- General construction estimates completed and prepared by Oliver Custom Homes of Austin.
- Bastrop City Council approved a minimum of \$100,000 to the project in November 2012.
- Capital Campaign Steering Committee constituted May of 2013; June 13th fundraiser generated over \$30,000 for capital campaign operations and an additional \$32,000+ in local pledges.
- Texas Historic Foundation grant of \$2500 – November 2013
- Shields-Ayres grant of \$7000 – December 2013

- ArtPlace America's Creative Placemaking 2014 Grants – 1 of 97 finalists (top 8% of 1270 national applicants). ArtPlace America grants have invested \$42.1 million in 134 projects (averaging \$315,000 per grant) in 80 communities across the U.S. over the last three years. Final grantees will be announced June 2014.
- Invited by Educational Foundation of America to submit LOI and full grant application. The EFA conducted an on-site visit of the property on May 20, 2014.
- Received \$488,000 grant from ArtPlace America's 2014 Creative Placemaking grant program. This grant will pay for the entire cost of deconstruction of the main building and repurposing all materials suitable for new construction. The remaining \$300,000 will fund the design and development of final architectural, mechanical, electrical construction documents and blueprints.

Note of Interest: The property at 1204 Chestnut was recently utilized by Frog Design of Austin as a part of a global project funded by the TED (Technology, Entertainment and Design) Global Initiative. Portraits of individuals involved in or impacted by the September wildfires were mounted to the metal surface of the 100-year old building and a documentary of that entire project was shown at the TED Salon conference held in London, England, November 10th of 2011. As a result of this project, the Guild was interviewed and an article written by Jeanne Claire van Ryzin, Arts Critic for the Austin American Statesman. In addition, a 30-minute program with Camille Torres, Editorial Director, Talk Back Media Inc. was broadcast in the Dallas-Ft. Worth area.

C. OLD BUSINESS

C.1 Consideration, discussion, and possible action on a recommendation by the Bastrop EDC Board of Directors to submit the FY 2014/2015 BEDC Budget to the Bastrop City Council for its consideration and requested approval. Mr. Schiff made the motion to approve the proposed FY 2014/2015 budget and submit it to City Council for approval, Mrs. Crawford seconded, and the motion passed.

C.2 Consideration, discussion and possible action on a request from Johnson Architectural Metal Company (JAMCo) for a variance to the "Protective Covenants and Restrictions" for the Business & Industrial Park, which would allow use of two (2) inch caliper trees instead of four (4) inch, but in significantly increased quantities over that generally required. Mr. Schiff made the motion to approve the variance as requested, Dr. Gurwitz seconded, and the motion passed.

C.3 Consideration, discussion and possible action on a request from The Coghlan Group, Inc., for a variance to the "Protective Covenants and Restrictions" for the Business & Industrial Park which would allow use of two (2) inch caliper trees instead of four (4) inch; and a variance from the requirement of one parking space per 1,000 square feet of warehouse space and 500 square feet of office space. As previously requested, the architect has designed the parking lot so that there is room for expansion if needed. Mr. Schiff made the motion to approve both variances as requested, Dr. Gurwitz seconded, and the motion passed.

C.4 Consideration, discussion and possible action on the passage of a Resolution by the Bastrop Economic Development Corporation authorizing the Chairman, Steve Mills, and/or Executive Director, Dave Quinn, to execute all necessary contracts and related documentation to finalize the conveyance of property to The Coghlan Group, Inc., for the company's expansion. Mr. Schiff made the motion to pass the resolution, once Mr. Talbot and Ms. Brown have had an opportunity to review the documents. Mr. Gutierrez seconded, and the motion passed.

C.5 Consideration, discussion and possible action on adoption of statutory findings related to the The Coghlan Group's expansion project, which if adopted will negate the need for a public hearing on same, pursuant to State law. Mr. Guiterrez made the following motion: In consideration of the information presented to the Board by the Staff and the applicant, The Coghlan Group, and because the Board finds that the expenditure of funds by the BEDC for the The Coghlan Group Expansion Project, related to the construction of an additional 60,000 square foot building in Bastrop's Business & Industrial Park would: (1) create or retain primary jobs, and (2) has been found by the board of directors of the BEDC to be an industrial manufacturing project, and (3) is therefore, an 'authorized project' pursuant to Section 501.101 of the Local Government Code, I move that the Board approve various activities related to The Coghlan Group expansion, under the authority granted by Section 505.159(b) of the Local Government Code, and direct the staff to move forward immediately to seek Council approval of the Project. Mr. Schiff seconded, and the motion passed.

C.6 Consideration, discussion and possible action on the final application for a Façade Grant from Baxters on Main, in the amount of \$1,500, for renovations to the building at 919 Main Street. Ms. Wood reported that the grant is to allow Ms. Knop to install a door in the side wall leading from the bar to the outside area. She stated a Certificate of Appropriateness had been issued the week before. Mr. Gutierrez made the motion to approve the Façade Grant form 919 Main Street in the amount of \$1,500, Dr. Gurwtiz seconded, and the motion passed.

C.7 Consideration, discussion and possible action on a request by the Bastrop Fine Arts Guild for a 90 day extension on their agreement with the Bastrop EDC, for initiation of work on Phase

1 of the construction on the Lost Pines Art Center. Mr. Schiff made the motion to approve the 90 day extension, Mrs. Crawford seconded, and the motion passed. Ms. Rice and Ms. Condray gave a brief update on the project, and thanked the BEDC Board for their support.

C.8 Consideration, discussion and possible action on a proposal from “360° Real Estate Analytics” to conduct a comprehensive housing study for the Bastrop area. Mr. Quinn reported the Chamber of Commerce had held a roundtable discussion related to housing needs, and the notes from that meeting were in the board packets. He had also received letters in support of doing a housing study from the Bastrop County Board of Realtors and the Bastrop Chamber of Commerce. Mr. Mills read a letter that the Mayor had asked him to share with the Board, since he was unable to attend the meeting. Mr. Schiff said that we need to make sure the company we hire to perform the housing study is considered credible with the builders in the Austin market. The public was invited to make comments, and Johnny Sanders pointed out how important “rooftops” are to many Bastrop businesses. Celina Estrada Thomas from BISD shared that out of 179 new BISD staff members, 141 of them are brand new to Bastrop, and are having difficulty finding a place to live within their price range, as a lot of them are single and cannot afford – or do not qualify – to purchase a house. She said these are the teachers and staff they often lose to other cities after one or two years, due to the fact they cannot “put down roots”. After further discussion, it was the consensus of the Board to hold a Public Hearing where each of the consultants would present their proposals and the Board could receive public input prior to making a decision.

D. NEW BUSINESS

D.1 Consideration, discussion and possible action on acceptance of the Bastrop Economic Development Corporation’s financial summary report, for the period ending July 31, 2014. Mr. Schiff made the motion to accept the financial report as submitted in the packet, Mrs. Crawford seconded, and the motion passed.

D.2 Consideration, discussion and possible action on election of 2014/2015 BEDC Chair, Vice-Chair, and Secretary/Treasurer. Mr. Gutierrez made the motion that the current officers be reappointed for another year (Steve Mills as Chair, Gary Schiff as Vice-Chair, and Pat Crawford as Secretary/Treasurer). Dr. Gurwitz seconded and the motion passed.

D.3 Consideration, discussion and possible action on a requested amendment to the economic development agreement between the Bastrop EDC and Good Soul Brewing Company. Mr. Quinn explained that the owner of the company wishes to add a distillery to the project, for spirits such as gin, vodka, and brandy. Ms. Brown said the City of Bastrop does not currently have a definition of distillery in the Code, and there is an amendment that will soon come before the Council to address that. Mr. Schiff made the motion to approve amending Good Soul Brewing Company’s contract to allow to the distillation of spirits contingent upon the City’s amendment of the Code, Dr. Gurwitz seconded, and the motion passed.

D.4 Consideration, discussion and possible action on a proposal by the Bastrop Parks Board to use a portion of the Bastrop Business & Industrial Park for a disc golf course. William Dildine and Lee Harle from the Bastrop Parks Board made a presentation and asked the Board to consider giving 40 acres of property in the Industrial Park to the City of Bastrop for park development for a disc golf course. The Board discussed the fact that after a property is designated as a park, it is almost impossible to change, and that a long-term lease might be a better option. After discussion, Mr. Mills said he wanted to take a look at the property before taking action. The item was tabled until a future board meeting.

Mr. Schiff stressed the importance of supporting local merchants and the workforce, especially now after the devastation that the community has experienced. He suggested that BEDC should consider promoting a campaign, getting in the newspaper, putting up billboards, and doing TV ads to encourage people to keep business here in town, both retail and contractors. Mr. Quinn said he's been working with Main Street and the Hyatt, and he has purchased some ads with the Advertiser and the Austin-American Statesman. Mr. Quinn said he wants to show how the money invested when you buy locally is reinvested in the community, with such things as parks and infrastructure. Mr. DeLaRosa suggested that this is a program that BEDC and the Chamber could work on together. Mayor Orr suggested changing the "Free Land" sign at the corner of Hwy 71 & 95 to encourage buying locally. Mr. Mills requested Mr. Quinn put together some drafts and show the preliminary designs to Mr. Schiff before publishing them.

B. Update on BEDC Projects and/or Business:

1. Update on the Main Street Lighting Improvement Project – Mr. Quinn reported that after the final walk-through Tuesday morning, the islands will be sealed and the light poles will be ready to install. A discussion followed about the size and spacing of the parking spaces on Main Street. Mr. Schiff stated that with the current striping, it's not always possible to park your vehicle within the lines without it sticking out in the street. Mr. Talbot stated that they will be re-evaluating the striping.
2. Main Street Program Update (Nancy Wood) – Ms. Wood reported that the consultants for the Wayfinding Program will give a presentation on phase two of the project, which deals with strategy and concept. The third phase will be the actual design of the wayfinding pieces. Ms. Wood stated that she had been working with Mr. Quinn, the Chamber, and the Bastrop Marketing Corporation on upcoming marketing opportunities. Ms. Wood went over the list of upcoming events for Bastrop, including the "My Hometown" segment which will air on KEYE on October 4. She said they are also working on a "Get Outta Town" insert for the Austin-American Statesman, which will focus entirely on Bastrop and will be published in mid-October. Ms. Wood reported that she has been working with BEDC to help unveil the new Main Street lighting. She will also work with the DBA on doing some shop local banners.
3. Update on Buc-ee's TDA Grant – Mr. Quinn reported that phase 1 and 2 of the site construction plans for Buc-ee's have been approved. Their site development plan has been submitted but not yet approved. Mr. Talbot stated they had received approval on the amended contract earlier that day, and once it is received, Ms. Brown will develop the contract between Buc-ee's and the City. It should be on the City Council agenda either the first or second council meeting in October.
4. Bastrop Fine Arts Guild Grant – Karol Rice gave an update on the Bastrop Fine Arts Guild project, which will include a 4,000 square foot art gallery, classrooms, and an amphitheater overhang which could be used for music or presentations. The restored silos will have artists working on various kinds of art in full view of the public, such as pottery, glass-making, and stone, metal and wood sculpting. Ms. Rice said they are hoping to convert the fourth silo into an efficiency apartment for an artist-in-residency program. Ms. Rice stated that the architects have shown what the building would look like if it was raised several feet, which would allow for six or seven offices upstairs that would be leasable space for the facility. The offices could contain art-related businesses, such as a supply store, print shop, or frame shop. The wine and coffee shop would also be leasable space. Ms. Rice said they want the facility to be a

gathering place, more than simply a place to enjoy art, but a venue which would complement what the convention center does and could stimulate development in the area. The EPA has finished their testing and according to the project manager at TCEQ the remediation plan should be minimal. Ms. Rice reported they should have their final report within the next few weeks, and the contract should be complete in a few days. Mr. Quinn commented that this is an example of what shopping in Bastrop is capable of producing. Ms. Condray commented that the TCEQ is using this project as a national example of how projects like this can be accomplished. Mr. Quinn said they have been discussing a ceremonial check presentation to the Arts Guild.

C. Inviting input from the Board of Directors related to issues for possible inclusion on future agendas, related to (but not limited to) issues such as BEDC projects, property, economic development prospects, community events, and BEDC business. There were no suggestions.

A. CONSENT AGENDA

A.1 Approval of meeting minutes of August 22, 2011, and August 29, 2011. Mrs. Crawford made the motion to approve both sets of minutes as submitted, Mr. Gutierrez seconded, and the motion passed.

B. PUBLIC HEARINGS - None

C. OLD BUSINESS - None

D. NEW BUSINESS

D.1 Consideration, discussion and possible action on acceptance of the Bastrop Economic Development Corporation financial summary report for period ending August 31, 2011. Mr. Talbot commented that the first reading of BEDC's 2012 budget had gone through the City Council and the second would be the following night. Mr. Talbot reported that BEDC is at 94% for the year on revenues and 70% on expenditures. Mr. Schiff asked if the rest of the Board wants to continue to see the actual breakdown on the financials on a monthly basis, since now they have the graphs. Some of the Board Members said that they do look at the break-downs, so it was agreed that they would continue to be included in the packets. Mr. DeLaRosa made the motion to acknowledge the receipt of the August financials, Mr. Schiff seconded, and the motion passed.

D.2 Consideration, discussion and possible action on presentation from The Retail Coach regarding their proposal to conduct a Retail Recruitment Strategy for the Bastrop Economic Development Corporation. Aaron Farmer from The Retail Coach gave the presentation, and said they develop and execute high-impact retail recruitment and development strategies for communities. They do work in 17 states, but Texas is their primary market. Mr. Farmer reported that they have worked with 150 communities in the State of Texas on retail recruitment and retention, such as Wylie, Corsicana, Terrell, and Angleton. The Retail Coach works with communities from the initial analysis all the way to recruitment, and they also do a lot with business retention; the information they provide can assist local businesses in marketing to the entire trade area instead of just local customers. Mr. Farmer went over The Retail Coach's process which includes: a business seminar for existing businesses, to talk about shop local campaigns and how to implement them; a stakeholders meeting, where they meet with the area real estate agents and developers to get their input and to make sure that everyone is using the

3. Governor's Office Economic Development Department staff visit. Mr. Quinn stated the Governor's Economic Development office will be sending some staff members to Bastrop within the next couple of weeks for a tour of the area. Mr. Quinn stated this should help them get a better understanding of what Bastrop has to offer.

B. Update on BEDC Projects and/or Business:

1. Main Street Program Update (Nancy Wood) – Ms. Wood reported the wayfinding signage has been installed on the Hwy 71 frontage roads, Hwy 95, and Chestnut Street. The Main Street signs will be installed within the next two weeks. Ms. Wood reported the Bastrop Entrepreneur's Edge group is currently working with 12 people interested in opening businesses. She stated there is a high school competition scheduled for May 2, 2013, for business plan development. Ms. Wood reported Bastrop received the Cultural Arts District designation, for which BEDC had agreed to fund a map. Ms. Wood stated the sponsored benches will be installed downtown within the next couple of weeks, as well as the public parking signage.
2. Bastrop Fine Arts Guild Project Update (Karol Rice). Karol Rice reported they had received their voluntary clean-up Conditional Certificate of Completion and filed it with their property deed. They have completed what the EPA and TECQ required of them, and all of the clean-up has been finished. Ms. Rice said the general construction estimates have been completed. Ms. Rice explained they were late with a couple of the deadlines in the contract; it had taken longer than expected to close the sales contract due to the fire last year. Ms. Brown stated she would look over the paperwork and let the Board know if she saw any problems. Ms. Brown suggested the Board approve the receipt of the paperwork and acknowledge that there may be some delinquencies. Ms. Brown said the Board can address any questions or concerns at the next Board Meeting.

- C. Inviting input from the Board of Directors related to issues for possible inclusion on future agendas, related to (but not limited to) issues such as BEDC projects, property, economic development prospects, community events, and BEDC business. Mr. DeLaRosa suggested including a report from the planning department in the board packet every month.

A. CONSENT AGENDA

A.1 Approval of meeting minutes of September 17, 2012, Board Meeting. Mrs. Crawford made the motion to approve the minutes as submitted, Gary Schiff seconded, and the motion passed.

B. PUBLIC HEARINGS

B.1 Conduct a Public Hearing for receiving input by the Bastrop Economic Development Corporation to consider funding a grant in the amount of \$25,000 to the Bastrop County Historical Society for the building at 904 Main Street. The Public Hearing began at 7:32 p.m. Martha Granger asked if this grant was part of the Main Street Grant Program and if it would be used for the building itself. Mr. Mills explained this is a separate grant from the Main Street Program, and the grant could be used on any part of the building at the museum's discretion, including the exhibits inside. Mr. Mills stated the BEDC felt the museum would be a boost to downtown revenues and will generate sales tax to the City. The Public Hearing ended at 7:35 p.m. No action was required by the BEDC Board. The grant to the museum will now be on the City Council's agenda for two readings.



October 16, 2014

To BEDC Board:

In order to continue compliance with our contract with BEDC we are asking for an extension of the time to begin deconstruction/construction of the Lost Pine Art Center until December 31, 2014.

The Guild has been working tirelessly in an effort to begin this process before the October 31 extension given earlier; however, it is taking longer than expected. We have established a construction project team that has developed the deconstruction bid sheets that were sent out to 5 contractors. A meeting was held last week to discuss the project, allowing all bidders to ask questions and seek clarification of our needs. Those contractors will be submitting final bids with the next 2 weeks and the construction committee will evaluate and select a contractor. While we believe we will be starting actual deconstruction and prep for construction within the next several weeks, we ask that you grant an extended deadline, just in case we need it.

With the ArtPlace America grant of \$488,387 we have all of the money needed to begin and complete Phase 1 of the project and beyond. We appreciate the initial grant, without which this project would not have been able to move forward and we are committed to meeting our obligations under that contract. We would very appreciate your favorable consideration of this request.

Sincerely,

Karol Rice, Project Director
Lost Pines Art Center

3. Governor's Office Economic Development Department staff visit. Mr. Quinn stated the Governor's Economic Development office will be sending some staff members to Bastrop within the next couple of weeks for a tour of the area. Mr. Quinn stated this should help them get a better understanding of what Bastrop has to offer.

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B. PUBLIC HEARINGS

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Lost Pines Art Center & Reflective Sculpture Garden



Barley Pfeiffer Architecture

512.476.8580
BarleyPfeiffer.com



BASTROP ECONOMIC DEVELOPMENT CORPORATION

STANDARDIZED AGENDA RECOMMENDATION FORM

DATE SUBMITTED: March 18, 2016

MEETING DATE: March 21, 2016

1. Agenda Item:

The BEDC and City of Bastrop will provide written reports and be available to answer questions from the Board (includes items for update, discussion, and/or possible action by the Board of the BEDC).

2. Party Making Request: Shawn Kirkpatrick, Executive Director

3. Nature of Request: (Brief Overview) Attachments: Yes No

Memo is attached with BEDC Staff updates. Excerpts from the March 8 City Manager's Report and an update from the City of Bastrop Planning Department are also attached. Other updates will be presented at the Board meeting.

4. Policy Implication:

5. Budgeted: Yes No N/A

Bid Amount:

Over/(Under) Budget:

Budgeted Amount:

Budget Balance:

6. Alternate Option/Costs:

7. Routing: ED Staff ED Chair

8. Staff Recommendation:

Motion: SM GS CC KK WD KLK CL

Second: SM GS CC KK WD KLK CL

For: SM GS CC KK WD KLK CL

Against: SM GS CC KK WD KLK CL

Abstained: SM GS CC KK WD KLK CL



March 17, 2016

Memorandum

To: Board of Directors

Cc: Mike Talbot, City Manager
JC Brown, BEDC Attorney

From: Shawn A. Kirkpatrick, Executive Director

Subject: BEDC Update

Meetings since last report (02/19/2016):

Bastrop EDC Board Meeting	Meeting – Project Chalkboard
Meeting – Bastrop Fine Arts Guild	LPT Gumbo Friday
Bastrop City Council Meeting	Cripple Creek Independence Day Event
TEDC Winter Conference	First Friday Art Walk
BEST Leadership Luncheon	Habitat for Humanity Wall Raising
Meeting – Team Texas	Meeting – Main Street Design Committee
Meeting – The Retail Coach	Meeting – City Council Meeting
Meeting – KSA	Meeting – Opportunity Austin Annual
Meeting – Project Fiber One	Meeting – Project Bronze Star
Conference Call – Bowman Consulting	Meeting – Bylaws Committee
Bastrop Rotary – BISD Presentation	Meeting – Boots and Business after Hours
Meeting – SBDC	Meeting – LPHTC Robotics Meet & Greet
Meeting – Project Gold Steel	IAMC Spring Forum
Meeting – Youth Career Day	Conference call – Project Apothecary

RFP – Project OA Project X Games (submitted)

Executive Director's Evaluation

The Board was provided copies of the Executive Director's self-evaluation during Executive Session at the January 2016 Board meeting. The Board members have given their input through JC, for future discussion by the Board. Board Chair expects to finalize the evaluation at the March 2016 Board meeting.

Update on 903 Main Street office

Mold remediation has been completed and the post-inspection and testing certificate has been received. Mr. Sartain will be given access to the building after all of the equipment and protective materials have been removed.

Small Business Development

Request for the BEDC to evaluate community programs. Staff met with SBDC and several local banks regarding small business lending programs. Evaluation and assembly of resources is ongoing.

Update on Elliott Electric Supply

Permits have been issued and site work has begun. Staff is working with the company to schedule an official groundbreaking.

Update on The Coghlan Group Expansion

Project is approximately 90% complete.

Items for Future Board Meetings

The following items have been requested for future meetings.

- Business and Industrial Park infrastructure development (Shawn Kirkpatrick)
- Consideration/Recommendation to the City of Bastrop regarding possible annexation (Mayor Ken Kesselus)

Education and Workforce Development

Bastrop ISD HB5 Career Cluster Initiative (Informal Working Group)

BISD is in the process of implementing a CTE program in the Automotive Cluster in conjunction with ACC. This program will not only provide ASE certification course work for juniors and seniors at Bastrop High School, it will additionally provide adult education in Bastrop, Texas. Students enrolled in the course work will have the opportunity to graduate with up to three ASE certifications. After several high-level meetings with community and state partners, BISD is working with ACC to integrate vocational technical (continuing education) into the high school HB5 clusters. BEDC staff is working with BISD and ACC on identifying other industry partners that fit within the HB5 clusters to expand the vocational technical programs offered within BISD. Through integrating BISD and ACC into the vocational technical programs, the real possibility exists of additional post-secondary adult education for Bastrop residents.

Bastrop and Cedar Creek HS Youth Career Day (Informal Committee)

The Press Conference announcing the event is scheduled to be held Friday, April 1st, at City Hall. Board member attendance would be appreciated. The Bastrop Job Fair in 2015 was a huge success and a lot was learned from it. Keeping in mind that the needs of our high school students can differ greatly from those of our adult workforce, it was decided that the youth and adult job fairs would be separated into two distinct events for 2016. BEDC staff has been meeting with the partners in anticipation of the event, and will be meeting with Bastrop ISD, Bastrop Chamber of Commerce, and Workforce Solutions on March 23rd to discuss the final details in advance of the

roll-out. The “Second Annual Bastrop Youth Career Day” is scheduled for May 18th at the Performing Arts Center.

This year’s event will include special guest speaker Michael Hosford, panel discussions with local business leaders, vocational training opportunities, and the “Patent Pending” Improv Troupe from the BHS Performing Arts Department. Military recruiters, first responders, and PHI Helicopter Company, as well as post-secondary educators, including trade schools and local colleges, will also be on hand to interact with the students. Juniors and seniors from Bastrop and Cedar Creek High Schools can ask questions, practice interview skills, and learn about current and future employment trends. Employers will be able to scout future employees, market their brand/name, and spread the word about their opportunities. Students will also have the opportunity to apply for summer jobs, and the panel discussions will help them get a bigger picture of the difference between a job and a career.

Bastrop Job and Career Fair (Informal Committee)

October 1, 2016, is the tentative date for the Bastrop Job Fair. Planning will begin sometime in the spring 2016.

Business Retention and Expansion (BRE)

Bastrop Redevelopment Program (Informal Committee forming)

Program is in pre-design and committee meetings will start in the spring of 2016.

BRE Outreach

Staff and Vice Chair Kristi Koch attended First Friday Art Walk and the Cripple Creek Independence Day Celebration to network with our Main Street merchants and artisans. Staff also attended Gumbo Friday at Lost Pines Toyota, “Boots and Business after Hours” at Texas Boot Company, and a meet and greet event with the Lost Pines High Tech Consortium and the BHS robotics program.

Ten BRE visits were conducted during the month of February 2016.

Marketing and Recruiting

Business Park – Infrastructure

BEFCO has prepared cost estimates for a potential project. Currently under evaluation by Staff.

Lot A-1 and A-7

BEFCO has prepared a preliminary site improvement estimate to prepare both lots for future office (campus) development.

Fiber Connectivity

We have been meeting with 1GB plus fiber providers to develop a community solution and provide the connectivity needed to attract IT and Bio/Life Sciences companies. A potential provider met with the City and is developing a financial model.

Hwy 71/95 Billboard

This project is on hold. BEDC has been advised the billboard will be removed when the Hwy 71/95 construction commences.



I am pleased to announce that Ms. Sarah O'Brien has accepted the position of Main Street Director for the City of Bastrop. Ms. O'Brien will start to work on April 4th, 2016. Please see Ms. O'Brien's bio below!

**Michael H. Talbot
City Manager**

**Sarah E. O'Brien, Main Street Director
Bastrop, Texas**

Sarah O'Brien has accepted the Main Street Director position and will start her employment with the City of Bastrop on April 4, 2016. Sarah is a Dallas native, with a degree in Hospitality from Stephen F. Austin State University. Her background includes international experience, 10 years event planning experience; and 10 years in the tourism & destination management field. Sarah is a Texas Friendly Hospitality Instructor. She has presented at national conferences on various topics. She has served on several downtown assessment teams across the state. She served two terms as the President of the Texas Downtown Association. Sarah has worked as the Media & Relations coordinator for the Nacogdoches Convention & Visitors Bureau, Tourism Director for the Cleburne Chamber of Commerce, and most recently as the Main Street & Communications Director for the City of Nacogdoches. Sarah now serves as the Tourism & Promotions Director with the City of Marshall overseeing the Convention & Visitors Bureau, Main Street Program, Convention Center, and Visual Art Center and City Arena.

In her free time Sarah enjoys traveling and exploring other downtown's with her friends and family. She has two black Chihuahuas named Boomer and Betsy and laughed about being able to sneak Boomer into the Daily Sentinel 3 times in Nacogdoches.

Excerpts from City Manager's Report (03/08/16) for BEDC March Board Meeting

D. Review and Discussion of the Proposed Cost for the Infrastructure Improvements for "Alley D." In working with Mr. Gene Kruppa of BEFCO Engineering, the following cost estimate has been developed for Alley "D":

1. Demolition work of existing paving & Related Items:	\$20,000.00
2. New Base Material for the Parking Lot:	\$38,000.00
3. New Concrete Paving for the Parking Lot:	\$266,000.00
4. New Concrete Curbing:	\$24,700.00
5. New Storm Sewer Improvements:	\$45,000.00
6. Drainage Inlets & Junction Boxes for the Storm Sewer:	\$30,000.00
7. Replacement of the Existing Sewer Mains:	\$60,200.00
8. Relocate Existing Water Meter:	\$500.00
9. Upgrades & Improvements to the Primary & Secondary Electrical System:	\$100,000.00
	Sub-Total
	\$584,000.00
10. Engineering & Surveying:	\$51,600.00
11. Contingency 10%	\$58,000.00
	Total
	\$694,000.00
12. Current Bond Available for Alley "D" Improvements:	[\$242,590.00]
Deficit:	{ \$451,141.00 }

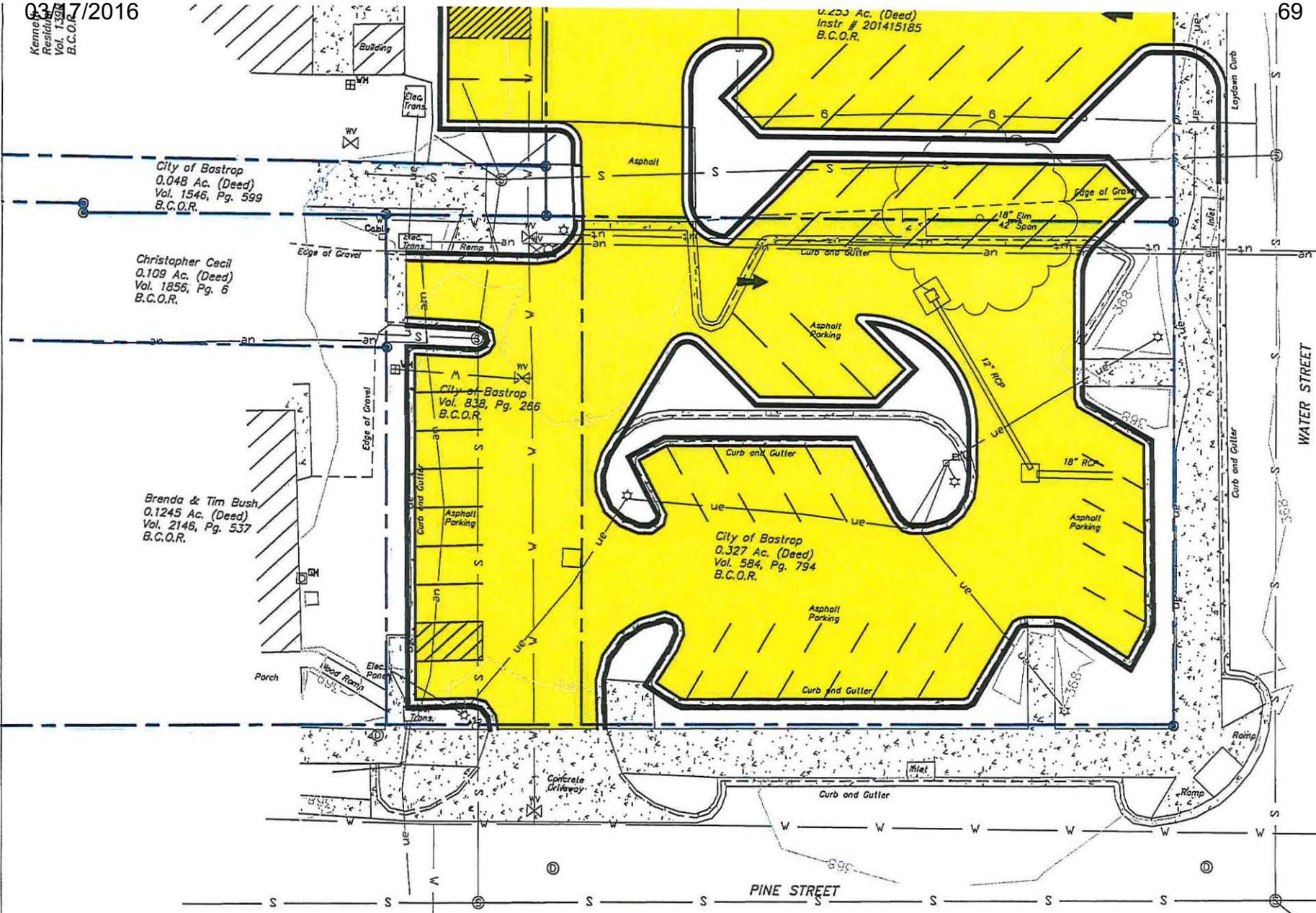
I will review the above figures with the City Council Tuesday evening. Attached as "**Exhibit D**" is an overview of the "Preliminary Concept" as to how Alley D would look based upon the improvements noted above.

E. Update on Filling the Vacancy of the Main Street Director's Position: There have been two (2) interviews with the top two (2) candidates to fill the position of Main Street Director over the past two (2) weeks. All of the background checks have been completed on both of the top two (2) candidates. I will be making my decision on the City's new Main Street Director's position the week of March 7, 2016 and will then introduce the selected individual to the Council and public at that time.

F. Update on the Texas Department of Transportation "Tahitian Village" Overpass Project: Since my last update on this project, Hunter Industries, the contractor responsible for the project, has completed the work needed to construct the overpass' retaining walls, bridge supports, and bridge beams. They have also coordinated with the Bastrop Arts in Public Places Commission regarding the overpass murals. Regarding current traffic movements, the contractor has completed the paving, striping, and signal timing work described in my previous update, which appears to have dramatically improved the flow of traffic through the work area. Overall, the project is over 75% complete and is currently well ahead of schedule. In the coming weeks, the contractor will continue installing the retaining wall railings, bridge deck panels, and preparing the overpass subgrade. The contractor is scheduled to pour the bridge driving surface pavement between the end of March and the last half of April.

I. Update on the Status of the XS Ranch PID: The major focus of the work on the XS Ranch over the past few weeks has been working on the elements that go into the "Financing Agreement" that will be the document that will set forth details related to the issuance of the "Public Improvement District -Bonds". These documents will ultimately have to be approved by the Texas

Attorney General, so it is critical that the City's Bond Council, Bart Fowler, and the City's public financing expert, Dan Wegmiller, are comfortable and on board with the documents being proposed by the XS PID team. JC Brown and Shan Rutherford, as well as Traci Waldron and Wes Brandon and myself participate weekly in conference calls and meetings with the XS PID team members to address questions about the various documents and work being done on them. The City relies heavily on Fowler and Wegmiller with regards to these documents so that once the PID is ready for the sale of Bonds, we can have comfort that the documentation is in place to support that sale.



PRELIMINARY
Subject To Change

Planning and Development Department Monthly Report – February 1, 2016 – February 29, 2016

<u>Building Permit Type Totals:</u>	Month	YTD	2015
Single Family Residences	2	4	4
New Commercial	1	6	3
Miscellaneous (electrical, plumbing, HVAC, pools, sprinklers, sheds, patio covers, signs, fire suppression)	48	71	110
Residential Remodels	2	6	7
Commercial Remodels	2	3	7
Total Permits Issued	56	96	77
Commercial and Residential Inspections	145	249	815

Business information requests:

- Residential Subdivisions
- Retail Development

Commercial Development/Remodel – Tenant Finish Out	Location	Status
Sally's Beauty Supply	107 Childers Drive, Suite 500	CO issued 2/29/2016
Elysian Nails & Spa`	107 Childers Drive, Suite 200	Project approximately 10% complete

Updated 3/3/2016

Commercial Development/Remodel – Tenant Finish Out	Location	Status
Mama Fu's	107 Childers Drive, Suite 100	Project approximately 30% complete
Western Beverage Liquor	107 Childers Drive, Suite 600	CO issued 2/29/2016
Garcia's Mexican Food Restaurant	Building J – Burleson Crossing	Tenant finish out approximately 45% complete
Commercial Development With Site Dev Plan – has been permitted and work has begun on the project or is ready to be permitted	Location	Status
Bastrop Station – Phase One	Highway 71, Childers and Agnes – 2 commercial lots (Old China Chef site)	Final CO issued 2/29/2016 with 30 days to complete punch list
Coghlan Group Main Building	1500B Business Park Drive – Bastrop Business and Industrial Park	Site work approximately 89% complete; overall project approximately 90% complete
Goodwill Bastrop	Corner of Childers Drive and Agnes	Walls are up; project approximately 25% complete
Lost Pines Art Center and Reflective Sculpture	1204 Chestnut	Site work approximately 15% complete
Elliott Electric Supply	405 Technology Drive – Bastrop Business and Industrial Park	Site work approximately 15% complete
Pacific Dental Services	1670 Highway 71 East – corner of Hwy 95 and Hwy 71 – Purcell Point – Lot 1 east of Popeye's	Pre construction meeting pending
Commercial Development with Site Development Plan that has been accepted	Location	Status – ON HOLD
NONE		

Commercial Development with Site Development Plan that is in the review process	Location	Status	
A & B Auto Repair	612 Old Austin Highway – Don Stewart Replat	2/8/2016 site development plans received and distributed to staff – 3/1/2016 Review 1 comments issued – resubmittal required	
Plats Received/Approved or in the Review Process that now have Expiration Dates	Description	Status	Expiration
Buttonwood Subdivision – Administrative Plat	1203 Buttonwood Street – two single family residential lots	9/23/2014 all comments addressed – waiting on mylar – Owner may apply for a variance to the subdivision requirements in order to not dedicate right of way 9/22/2015 City Council granted a one year extension	Plat now expires 9/23/2016
The Grove Final Plat, Phase 1, Lot 5, Block A	1 Commercial lot being approximately 1.02 acres facing frontage road of Highway 71 West	Plat expired 2/8/2016 owner/developer notified	
Construction of utilities for Subdivisions	Description	Status	CC Action
Pecan Park Residential Section 4	Construction of Public Infrastructure west of Childers Street	In Progress	
Plan Review In Process Platting/Construction (utilities)	Description	Status	CC Action
West Bastrop Village (MUD) Section 1, Phase 1 Final Plat	Section 1, Phase 1– 42 residential lots – west of Highway 20 and south of Highway 71	9/21/2015 received and distributed to staff, TxDot and County to review – plat will not go to CC until Development Agreement has been approved	Statutory Denial 10/13/2015
West Bastrop Village (MUD) Section 1, Phase 2 Final Plat	Section 1, Phase 2 – 37 residential lots – west of Highway 20 and south of Highway 71	9/21/2015 received and distributed to staff, TxDot and County to review – plat will not go to CC until Development Agreement has been approved	Statutory Denial 10/13/2015
West Bastrop Village (MUD) Section 1, Phase 1 and 2 Improvements	Street, Drainage, Water and Wastewater Improvements	9/21/2015 received and distributed to staff, TxDot and County to review – 10/23/2015 staff and TxDOT comments issued – waiting on County comments	Statutory Denial 10/13/2015

Plan Review In Process Platting/Construction (utilities)	Description	Status	CC Action
West Bastrop Village (MUD) Offsite Wastewater Improvements	West of Highway 20 in the ETJ	7/1/2015 received and distributed to staff to review – staff issued comments 8/8/2015 – resubmittal received 9/4/2015 – 9/13/2015 comments addressed	N/A
Lot 1 Block B and Lots 1 and 2 Block A Bastrop West Commercial Section Three Replat of Lot 1, Block A	Terminus of Hasler Boulevard – north of the Hampton Inn – create 2 commercial lots	7/8/2015 received and distributed to staff – 8/26/2015 staff comments issued – resubmittal required	Statutory Denial 7/28/2015
Woodrun Subdivision, Section 2 Preliminary Plat, Phase I, II, III and IV	Smith Road within Area A of the ETJ – 62 residential lots	7/9/2015 received and distributed to staff and the County to review – 8/11/2015 staff and County comments issued – resubmittal required – 2/3/2016 resubmittal received – will go to P& Z 3/31/2016	Will go to CC 4/12/2016
Taylor Lane Subdivision	Taylor Lane east of Union Chapel Road – 3 residential Lots within Area A of the ETJ	11/10/2015 CC approved variance to Subdivision Ordinance – 11/24/2015 CC approved the final plat – mylar has not been received	Statutory Denial 7/28/2015
The Colony MUD 1A, Section 1 Preliminary Plat	West of Highway 969 within Area A of the ETJ	P&Z recommended approval 1/28/2016	CC approved 2/9/2016
Harding Administrative Plat	2 lots off Mount Olive Road within Area A of the ETJ	Mylar to the Veteran's Land Board to sign off as lien holder	Statutory Denial 8/11/2015
Pecan Park Section 4 Final Plat and Construction Plans	Infrastructure for 70 residential lots – Childers Drive and Clear Water Pass	2/10/2016 all staff comments addressed – escrow received	CC 2/23/2016
Tahitian Village Administrative Plat of Lots 2-731, 2-732 and 2-733 Block 7 Unit 2	Moving the lot line on Lot 733 and combining Lot 732 and 731 – residential lots	Plat recorded at the County 2/16/2016	
Magnolia Gardens Final Plat (will require variances to the Subdivision Ordinance)	3 residential lots – Magnolia and Water – north of the railroad tracks	10/14/2015 received and distributed to staff – 11/19/2015 comments issued – resubmittal required – variance to Zoning Ordinance will go to BOA 3/9/2016	Statutory denial 10/27/2015
Allen Subdivision – Administrative Plat	Creating a legal lot – north Main and Old McDade Road	10/20/2015 received and distributed to staff – 12/4/2015 comments issued – resubmittal required – variance to Subdivision Ordinance approved at CC 2/23/2016	Statutory denial 11/10/2015

Platting/Construction (utilities) Review in Process	Description	Status	CC Action
Piney Ridge, Section 3 Replat Lot 24	Creating two residential lots on Black Jack Road in the 1 mile ETJ	2/15/2016 staff comments cleared	Will go to CC 3/22/2016
Washington No. 2 Final Plat	Creating 3 lots north of Mesquite and west of an unopened portion of Hill Street	2/19/2016 staff comments addressed – mylar recorded 2/24/2016	
Aldridge Plat Final Plat	One residential lot – Lone Star Circle – Area A of the ETJ	12/14/2015 received and distributed to staff – comments issued – resubmittal required	Statutory denial 1/12/2016
XS Ranch – River Camp – Section 1 Preliminary Plat Also in the review process the mass grading plan and 24” offsite waterline	Approximately 536.73 acres – 752 single family residential lots – within the City of Bastrop ETJ Mass grading plan – due 2/22 and waterline plans due 3/11 also sent to County for review	12/15/2015 received and distributed to staff – Review 1 comments issued 1/19/2016 – resubmittal required – resubmittal received 2/1/2016 – will go to P&Z 3/31/2016	Will go to CC 4/12/2016
Colony MUD 1A, Section 1 Phase 1 – Final Plat and Construction Plans	Approximately 23.925 acres west of FM 969	12/23/2015 received and distributed to staff – construction plans received 1/26/2016 – distributed to staff, TxDOT and the county for review – 3/1/2016 comments on construction plans issued – resubmittal required	Statutory denial 1/12/2016
Sayers Estates Subdivision Administrative Plat	Create 3 lots off of Sayers Road in the ETJ	1/20/2016 received and distributed to staff – 2/17/2016 Review 1 comments issued – resubmittal required	Statutory denial 2/9/2016
Resubdivision of Lot 1 of the Woehl Subdivision	Create three residential lots – Walnut and Hill Street	2/8/2016 received and distributed to staff	Statutory denial 2/23/2016
Zavodny Administrative Plat	Create two commercial mixed use lots - Cedar and State Highway 95	2/8/2016 received and distributed to staff	Statutory denial 2/23/2016
Hill Subdivision	On lot subdivision on Highway 21 – Area A of the ETJ	2/24/2016 received and distributed to staff and the County	Statutory denial 3/8/2016

Applications/Projects In Process	Description	Meeting Date, Items to be Discussed or Items to be acted on	CC Action
Southwest Land Services, Inc.	PD Residential Zoning for approx. 90.19 acres – Carter Street – Piney Creek Subdivision	12/3/2015 P& Z recommended approval	CC approved 2/16/2016
Applications/Projects in Process	Description	Meeting Date, Items to be Discussed or Items to be Acted on	CC Action
Variance to 10' side setback	103 Hawea Court – Tahitian Village	Board Of Adjustment 3/9/2016	N/A
Variance to minimum lot size and minimum lot depth	Magnolia and Water Street – proposed 3 residential lot subdivision – Magnolia Gardens	Board of Adjustment 3/9/2016	N/A
Maintenance Bonds	Location Public Utilities Installed	City Council Accepted Public Utilities	Bond Expires
Hunters Crossing Subdivision	Section 7B – residential	Original Two Year Maintenance Bond in Trey Job's office for Hunters Crossing Section 7B – CC accepted the utilities 10/23/2012 – Bond extended until repairs are completed retain escrow in the amount of \$4,259.00 for portion of Bear Hunter that has not been built	9/17/2014
Hunters Crossing Subdivision	Section 9C – Highway 304 and Home Depot Way	Original Two Year Maintenance Bond in the Hunters Crossing Section 9C Final Plat file in the vault – CC accepted utilities 2/11/2014	2/11/2016
Hunters Crossing Subdivision	Section 3E and 5B	Original Two Year Maintenance Bond in the Hunters Crossing Section 3E and 5B Final Plat files in the vault - CC accepted utilities 4/8/2014	4/8/2016
Hunters Crossing	Bear Hunter Drive, Phase 1 Street Improvements Water and Drainage Improvements - Original Subdivision Performance bond in the amount of \$1,629,522.75 in the Bear Hunter Drive file	Original Two Year Maintenance Bond in the Bear Hunter Drive file in the vault – CC accepted the public utilities 5/13/2014	5/13/2016

Maintenance Bonds	Location Public Utilities Installed	City Council Accepted Public Utilities	Bond Expires
Orchard Parkway	Pecan Park Subdivision – south of Highway 71 – west of Southside Barbeque	City Council accepted the utilities 11/12/2014 – Two Year Maintenance Bond – original bond is in the Orchard Pkwy Construction file in the vault	11/3/2016
Pecan Park, Section 5A Final Plat	Construction of public infrastructure – extension of Childers Drive, streets and public utilities within the subdivision	City Council accepted the utilities 2/9/2016 – Two Year Maintenance Bond – original bond is in the Pecan Park Residential , Section 5A Final Plat file in the vault	2/9/2018