

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

Monday, April 16, 2018 – 5:00 P.M.

Bastrop City Hall, 1311 Chestnut Street, Bastrop, Texas

1. CALL TO ORDER

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

2. EXECUTIVE SESSION

2.1. The Bastrop EDC Board of Directors will meet in a closed/executive session pursuant to the Texas Government Code, Section 551.072 Deliberation about the purchase, exchange, lease, or value of real property and Section 551.071 Attorney Client Consultation to discuss ‘Project Revolution’.

2.2. The Bastrop EDC Board of Directors will reconvene into open session to discuss, consider and/or take any action necessary related to ‘Project Revolution’.

3. PUBLIC COMMENT(S)

4. REGULAR BUSINESS & PRESENTATIONS

4.1. Approval of meeting minutes of the Bastrop EDC Regular Board Meeting of March 19, 2018, and the Joint Meeting with City Council of March 22, 2018. **(page 3)**

4.2. Acceptance of the Bastrop EDC’s financial summary report for period ending March 31, 2018. **(page 10)**

4.3. Consideration, discussion and possible action regarding a presentation from Stone Cobalt on the 921 Main Street Redevelopment project; Letter of Intent; and pre-leasing activity. **(page 25)**

4.4. Consideration, discussion and possible action on Resolution R-2018-0002 of the Bastrop Economic Development Corporation approving and requesting approval of an amendment to the Bastrop Economic Development Corporation’s FY 2017/2018 annual budget to allocate \$40,000 from reserve funds for remediation of the lot at 921 Main Street. **(page 40)**

4.5. Consideration, discussion and possible action regarding proposed debt issuance for FY 2018 for the Agnes Street Extension Project and/or the Technology Drive/MLK Extension and Drainage Project. **(page 50)**

4.6. Receive presentation regarding reallocation of FY 18 Grant Program funds. **(page 72)**

4.7. Consideration, discussion and possible action on the resignation of Shawn Kirkpatrick as the Executive Director of the BEDC. **(page 83)**

5. EXECUTIVE SESSION

- 5.1. The Bastrop EDC Board of Directors will meet in a closed/executive session pursuant to the Texas Government Code, Chapter 551, to discuss the following:
- (1) **Section 551.071** – Consultation with Attorney: Update regarding the BEDC's contract with the Bastrop Fine Arts Guild; Executive Director
 - (2) **Section 551.074** – Personnel Matters: Deliberate the appointment and employment of an Executive Director.
- 5.2. The Bastrop EDC Board of Directors will reconvene into open session to discuss, consider and/or take any action necessary related to the executive sessions noted herein.

6. ADJOURNMENT

CERTIFICATE

I, Angela Ryan, Assistant Director of the Bastrop Economic Development Corporation (Bastrop EDC), certify that this Notice of Meeting was posted on the front window of the Bastrop EDC offices, 301 Hwy 71 W., Suite 214, at the Bastrop City Hall, 1311 Chestnut Street, and on the Bastrop EDC's website on this the 13th day of April 2018 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.



Agenda Item: 4.1

AGENDA MEMORANDUM

Meeting Date: April 16, 2018

Agenda Item: Approval of meeting minutes of the Bastrop EDC Regular Board Meeting of March 19, 2018, and the Joint Meeting with City Council of March 22, 2018

Prepared by: Angela Ryan, Assistant Director

The draft minutes from the Regular Board Meeting of March 19, 2018, are attached for the Board's review. The minutes from the Joint Workshop with City Council on March 22, 2018, which the City Council approved at their 04/10/18 meeting, are also attached.

Attachments:

Draft minutes from the Regular Board Meeting of March 19, 2018

Draft minutes from the Joint Workshop Meeting of March 22, 2018

Recommendation

Approve the minutes as submitted.

[RECOMMENDED MOTION] I move to approve the both sets of minutes as submitted.

BASTROP ECONOMIC DEVELOPMENT CORPORATION (BEDC)
BOARD OF DIRECTORS
Minutes of Monthly Meeting, March 19, 2018
Bastrop City Hall, 1311 Chestnut Street, Bastrop, Texas

The Bastrop Economic Development Corporation (BEDC) met on Monday, March 19, 2018, at 5:00 p.m. at Bastrop City Hall, 1311 Chestnut Street, for a Monthly Meeting. Board members present were: Camilo Chavez, Drusilla Rogers, Kathryn Nash, Ron Spencer, Sam Kier, Kevin Plunkett and Connie Schroeder. Staff members present: Shawn Kirkpatrick, Angela Ryan, Jean Riemenschneider and Kathy Merrifield. BEDC Attorney Charlie Zech was also present.

1. **CALL TO ORDER** – Board Chair Camilo Chavez called the Board Meeting to order at 5:01 p.m.
2. **PUBLIC COMMENT(S)** – Deborah Johnson and Bonnie Coffey each submitted a public comment request for agenda item 3.5.
3. **REGULAR BUSINESS & PRESENTATIONS**
 - 3.1. Approval of meeting minutes of the Bastrop EDC Regular Board Meeting of February 26, 2018. Mr. Plunkett made the motion to approve the minutes as submitted, Ms. Rogers seconded and the motion passed.
 - 3.2. Acceptance of the Bastrop EDC's financial summary report for period ending February 28, 2018. Mr. Kier made the motion to accept the financials as submitted, Mr. Plunkett seconded and the motion passed.
 - 3.3. Consideration, discussion and possible action on the City of Bastrop's Comprehensive Annual Financial Report for FY2017. Finance Director Tracy Waldron presented the results of the audit. Ms. Rogers made the motion to accept the Comprehensive Annual Financial Report as submitted, Mr. Plunkett seconded and the motion passed.
 - 3.4. Update and possible action regarding the 921 Main Street 2017 Phase 1 Site Assessment and Conceptual Planning report and interim site remediation plan by KSA Engineers. Mr. Kirkpatrick reported that due to heavy rains on the site, there is a need for KSA Engineers to provide interim site remediation on it. Mr. Kirkpatrick explained it would require a budget amendment, and his recommendation was \$40,000. After a brief discussion, it was the Board's consensus that \$40,000 would be acceptable. Mr. Kirkpatrick will bring back a request for a budget amendment to the next Board meeting.
 - 3.5. Consideration, discussion and possible action regarding an agreement for a temporary art installation at 921 Main Street. Ms. Johnson stated the art piece was inappropriate for placement in a public space. Ms. Coffey expressed her concern regarding children climbing on and possibly damaging the piece. Ms. Schroeder spoke about the timing of construction beginning on 921 Main Street and the movement of heavy equipment in and out of the space around a piece of art. Mr. Kier made the motion not to allow the art piece to be installed at 921 Main Street, Ms. Rogers seconded and the motion passed.
 - 3.6. Presentation, update and possible action on the FY2018 Grant Program. Sarah O'Brien asked the Board to consider suspending the current Grant Program for FY2018. She also asked for 60 days to identify potential needs to utilize FY2018 funds and the chance to bring those needs back to the Board for consideration. Ms. O'Brien stated she does anticipate requesting grant funding in the FY2019 budget; however, it will not be in the form of a traditional grant program, but a refocused program to directly assist small business owners. Ms. Schroeder made the

motion to suspend the FY2018 Grant Program and direct City and EDC Staff to evaluate and report back to the Board regarding possible utilization of the budgeted funds to support small business. Ms. Nash seconded and the motion passed.

- 3.7. Consideration, discussion and possible action regarding proposed debt issuance for FY 2018 for the Agnes Street Extension Project and/or the Technology Drive/MLK Extension and Drainage Project. This item was postponed until the April Board meeting.
- 3.8. Consideration, discussion and possible action on Resolution R-2018-0001 approving a change order with Bowman Consulting for the Technology Drive/MLK Extension and Drainage Project for offsite surveying related to MLK rights-of-way, in an amount of \$13,500. Bowman Consulting has not been able to locate the survey data that would typically be located at the City's planning department, and they have requested a change order to their contract. The Board discussed if the cost should have been included in the original contract. After further discussion, Ms. Schroeder made the motion for the Board Chair to work with the Executive Director and legal counsel to investigate the contract and to come up with a reasonable solution, possibly a change order, not to exceed \$13,500. Ms. Rogers seconded, and the motion passed.
- 3.9. Presentation and update on the EDC's Programs, Events, and Projects: Review of the First Quarter Key Performance Indicators; 2018 Youth Career Day on April 20th; 2018 Launch! Small Business Workshops on March 20th; the Bastrop Business Bash, to celebrate Bastrop businesses, scheduled for May 1, 2018; SXSW Interactive Tradeshow (B.E.S.T. Economic Development Group); the Opportunity Austin Southern California Marketing Trip April 8th – 11th, and Seton Family of Hospitals. Mr. Kirkpatrick gave an update on BEDC events, programs, and projects. No action was required.

4. EXECUTIVE SESSION

- 4.1. At 6:24 p.m., the Bastrop EDC Board of Directors met in a closed/executive session pursuant to the Texas Government Code, Chapter 551, to discuss the following:
 - (1) **Section 551.072** – Deliberation about the purchase, exchange, lease, or value of real property: 'Project Revolution'.
 - (2) **Section 551.074** (Personnel Matters) and **Section 551.071** (Attorney Client Consultation) – Personnel Matters: Review of responsibilities of Executive Director and discussion regarding employment agreement.
- 4.2. At 7:13 p.m., the Bastrop EDC Board of Directors reconvened into open session to discuss, consider and/or take any action necessary related to the executive sessions noted herein. No further action was required

5. ADJOURNMENT – Board Chair Camilo Chavez adjourned the meeting at 7:14 p.m.

APPROVED: _____
Camilo Chavez, Board Chair

ATTEST: _____
Angela Ryan, Assistant Director

**MINUTES OF JOINT WORKSHOP WITH BASTROP, TX CITY
COUNCIL AND BASTROP ECONOMIC DEVELOPMENT
CORPORATION
MARCH 22, 2018**

The Bastrop City Council and the Bastrop Economic Development Corporation met in a Joint Workshop Meeting on Thursday, March 22, 2018, at 6:30 p.m. at the Bastrop City Hall Council Chambers, located at 1311 Chestnut Street, Bastrop, Texas. Members present for the Bastrop City Council were: Mayor Schroeder, Mayor Pro Tem Schiff and Council Members Jones, Ennis, Nelson and Peterson. Officers present were: City Manager, Lynda Humble and City Secretary, Ann Franklin. Members present for the Bastrop Economic Development Corporation were: Drusilla Rogers, Sam Kier, Kevin Plunkett, Ron Spencer and Kathryn Nash. Staff present: Economic Development Director, Shawn Kirkpatrick.

CALL TO ORDER

Mayor Connie Schroeder called the meeting of the Bastrop City Council to order with a quorum being present at 6:30 p.m.

Vice Chair Kevin Plunkett called the meeting of the Bastrop Economic Development Corporation to order with a quorum being present at 6:30 p.m. Chair Camillo Chavez was absent.

Council waived Section 4.5. Work Session/Briefings of the Rules of Procedure for the City of Bastrop to allow citizens to speak on item 2A only.

WORK SESSION

- 2A. Discuss default and possible remedy of two (2) agreements between the City of Bastrop and Bastrop Fine Arts Guild and one (1) agreement between the Bastrop Economic Development Corporation and Bastrop Fine Arts Guild.
Presentation was made by City Manager, Lynda Humble and Economic Development Director, Shawn Kirkpatrick.

Background/Action Summary

City Manager Lynda Humble stated that she and Mayor Schroeder met with Mark Rose and Patricia Rendulic of the Art Guild regarding the request for HOT Funding. At the time of the meeting with Mark and Patricia regarding the Art Guild's request for HOT Fund the City Manager brought to their attention the three (3) agreements between the City and BEDC that were in default and indicated that no additional funding from the City would be provided until these agreements were cured. The process for curing the default was discussed and the decision for curing rests solely with the Bastrop City Council and Bastrop Economic Development Corporation, Mayor Schroeder suggested a joint meeting to have a collective conversation. Mr. Rose agreed that the Art Guild Board would study the agreement and prepare a plan on how to cure the default. An Art Guild Board retreat was scheduled for late January, Mr. Rose asked if once the retreat had taken place if he could come back and have a meeting with the City Manager and Mayor to make sure that the board's plan to cure met the intent of the three (3) contracts. A meeting was held on February 20th which included the Mayor, City Manager and BEDC Director, the goal was to have a proposed plan prepared that met the intent of the contracts and reviewed by the end of February.

The City Council and Bastrop Economic Development Board will need to discuss the parameters of the original agreement and factor in what Mr. Rose is proposing. The

determination as to whether or not the cure proposed is sufficient rests solely with the City Council and Bastrop Economic Development Corporation. Staff is seeking direction from both policy bodies on how they wish to proceed. Once staff has direction from the two policy bodies the direction must go before both policy bodies because staff will either have to initiate a default provision under the existing agreement or staff must create an additional contract to acknowledge the cure provisions that was agreed upon in order to have the Bastrop Art Guild execute the agreement.

Mark Rose, Bastrop Fine Arts Guild made a presentation regarding the Art Guild's default and their plan to cure.

CITIZEN COMMENTS

Herb Goldsmith – He stated that the Art Center is now competing against the “struggling Convention and Exhibit Center” because the Lost Pines Art Center is now a “fully functioning indoor event center” and will have outdoor amenities, this website is a well developed event marketing and booking component. He pointed out the features of the Art Center's website and refund timeframe. He stated the Art Center has no constraints, it doesn't say it is for artist conferences or things of that nature, it simply says they have a venue for the public. He stated when the “Policy and Procedures” are clicked on the Bastrop Convention Center website you get three pages of caveat, when you click rates you are told to contact the staff, you cannot book online nor get an estimate. He stated although the Convention Center can host a real convention, there are only four events till the end of August. He urged the listeners to visit the Art Center website because it appears to be able to beat the Bastrop Convention Center on how to market and quickly book rather significant events and still be fluent enough to have small events. As a result the Lost Pines Art Center is a significant competitor to the Bastrop Convention Center for hosting events. Any further funding of the Bastrop Art Center by the City appears to be in conflict with the City's best interest due to the significant change in the Bastrop Art Center's Operation. The Lost Pines Art Center even has a continuous National internet social media marketing via its membership in “Event Up”. Over a Million dollars a year is paid to keep the Bastrop Convention Center operating, if the Bastrop Convention Center could be run more efficiently, more events could be booked. “This business model impacts success.”

Glen Johnson – His comments as follows were based on Mr. Mark Rose's letter. He stated Mr. Rose's letter seems to be slightly different from his presentation today. The agreement between the City of Bastrop and the BEDC with the Bastrop Fine Arts Guild, the contrast requiring compliance, responsibilities laid out in the contract or suffering the consequence of default. The agreements reflect consents set forth by the then City Manager (Mike Talbot) in his August 12, 2014 memorandum to the Council. Mr. Talbot wrote about the provisions and the claw backs of the funding of the Bastrop County Historical Society when it occupied the renovated City building formally holding City offices. His concern regarding the grant to the Bastrop Art Guild was as you may know the City has never provided grant funds of this magnitude to a non-City owned facility. To be enforceable and protective of the City and the Guild alike, careful and complete documentation is critical and necessary. The Art Guild admits it did not notify the City or BEDC of the default as required by the contracts and offered an excuse “sloppy approach to our contractual obligations”. The Art Guild admits in this letter to City Council and BEDC that it is in default and states it will not cure the default. The Art Guild seeks time to do a portion of the project it has not done but wishes to do. However, it states it refuses to complete the project as defined and agreed to in the contracts. It will not employ three (3) people as required by the BEDC contract, which is a major purpose of the BEDC grant, nor will it complete the project as defined in the City and BEDC contracts set forth in the authority and project definition provisions.

The Guild knew that it was not going to complete the projects as defined in the City contracts during the first year of operation, failed to notify the City of that planned permanent default. Apparently the Guild want to retroactively revise its obligations under the contract to reduce its obligations. The retroactive provisions of the contracts were not contemplated in the original agreements, the agreements provided that the Guilds performance subsequent that the Guild successfully initiate and complete development of the project within the timeframe stated and agreed upon herein. That was not done. Successfully operate the project noted herein, that apparently has not been done. And successfully fulfill all contractual obligations without default as specified herein. Both of the agreements for the City the Guilds execution and performance constitutes a valid and binding obligation of the Guild at the time the Guild accepts funding from the City for the project. The Guild acknowledges the City is acting reliance upon the Guilds full and complete performance of all stated conditions, precedence and other performance obligation set forth in making these decisions to commit substantial resources for the project. The BEDC contract is similarly worded performance requirements in its authority section. The Guild admits it defaulted in completion of the project on time, did not announce its default when it became clear it would occur and states it would not complete the project as defined and required by the agreements. The Guild will not hire three (3) employees as required by the BEDC contract because it does not have the money to do so and would not hire three (3) employees even if it had the money. The Guild would not build the efficient apartment nor does it have plans to complete two silos for working artist studios (that is in the letter, not sure if that is still what the position is.).

Bonnie Coffey – She stated that she knows a little about running a 501c3 because for over 17 years she was a city employee who ran a division in the mayor’s office who had a 501c3 organization in City operations. She served on the committee that reviewed and evaluated resumes for the position of the Art Guild Executive Director and made recommendations to the board. Through that process she had the opportunity to observe the leadership and the board of the Guild and interact with them. “As someone who understands the complex nature and boundaries of a 501c3 organization I was concerned by what I saw, that concern moved toward alarm when I attended an Art Guild Board meeting in January 2016. What I saw was a nonprofit board that didn’t have a clue about their fiduciary or corporate responsibilities. As the meeting progressed and I tried to explain to them the importance of fully understanding and observing these responsibilities it became clear to me that not only were they uninformed about what was expected of them, some were downright hostile when I tried to explain their legal obligations. Non-profit boards that do not fulfill their financial and legal responsibilities and obligations should be unacceptable in any and all circumstances. It also sets a precedence that is a dangerous place for both a city and a nonprofit. What happens when a future private groups asks ‘You gave them General Fund money, why not us?’”

Connor McAnally – He stated that he fully believes in public funding for the Arts, it is an important thing for all communities. “However, it absolutely has to be accountable for the safety of the Arts. The reason being, if an organization gets money and doesn’t fulfill its obligation under a contract with public funds affectively, it brings the Arts in to disrepute, the business of the Arts into disrepute and it makes further public funding for the Arts much more difficult. The City is the patrons of the Arts, representing the citizens who are the patrons of the Arts in this community. Making sure that any money that is public money coming out of tax payer’s pockets that goes into any Arts organization must be accountable and it must be well used. I do not applaud a building going from 3.4 million to 5.6 million. I am appalled that neither the City Council nor BEDC has performed an audit. There is no business plan before the Council at this time. The Community has invested \$500,000 in one downtown business that is a private business, the City does not own it and it is not fulfilling its obligation. The City needs

to enforce the default so that the Arts overall can be protected and when people from the Arts come to the City in the future the City can expect deliverance.”

Direction was given to Bastrop Economic Development staff to:

- Revise the scope
- Review Art Guild’s business plan
- Review audit
- Run an analysis on what FTEs are and a comparison of what the contract calls for and what is in existence.

Direction was given to City Staff:

In Section 2.11 – Project, City of Bastrop agreement with the Arts Guild

- Sentence 3, eliminate the conversion of the silos to working artist studios.
- Sentence 3, eliminate the use of the silo as an efficiency apartment.
- Sentence 3, the City of Bastrop will extend the deadline to September 20, 2018.
- Sentence 4, the City of Bastrop will extend the deadline to July 30, 2018.

The assurance is that the Art Guild will not get any more public money until they have clearly met the purpose of the agreement. The City Manager was asked to work with Mr. Rose to ensure clarity of the revisions to the scope were documented in writing.

Mayor Schroeder recessed the Council Meeting at 9:30 p.m.

Mayor Schroeder called the Council Meeting back to order at 9:40 p.m.

- 2B. Review and discuss the Bastrop EDC Strategic Plan, Updates, and Supplements.
This item was withdrawn.
- 2C. Discuss other economic development related issues or concerns and next steps.
Discussion was held.

ADJOURNMENT

Mayor Connie Schroeder adjourned the Bastrop City Council meeting at 9:47 p.m. without objection.

Vice Chair Kevin Plunkett adjourned the Bastrop Economic Development Corporation meeting at 9:47 p.m. without objection.

APPROVED: _____
Kevin Plunkett, Board Vice-Chair

ATTEST: _____
Angela Ryan, Assistant Director



Agenda Item: 4.2

AGENDA MEMORANDUM

Meeting Date: April 16, 2018

Agenda Item: Acceptance of the Bastrop EDC's financial summary report for period ending March 31, 2018.

Prepared by: Shawn Kirkpatrick, Executive Director

Attached for the Board's review and consideration is the BEDC financial summary report for the period ending March 31, 2018.

Attachments:
Financial Summary for period ending March 31, 2018

Recommendation

Accept the financial summary report as submitted.

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

Bastrop Economic Development Corporation

Financial Summary For Period Ending

March 2018



Summary of Revenues and Expenditures

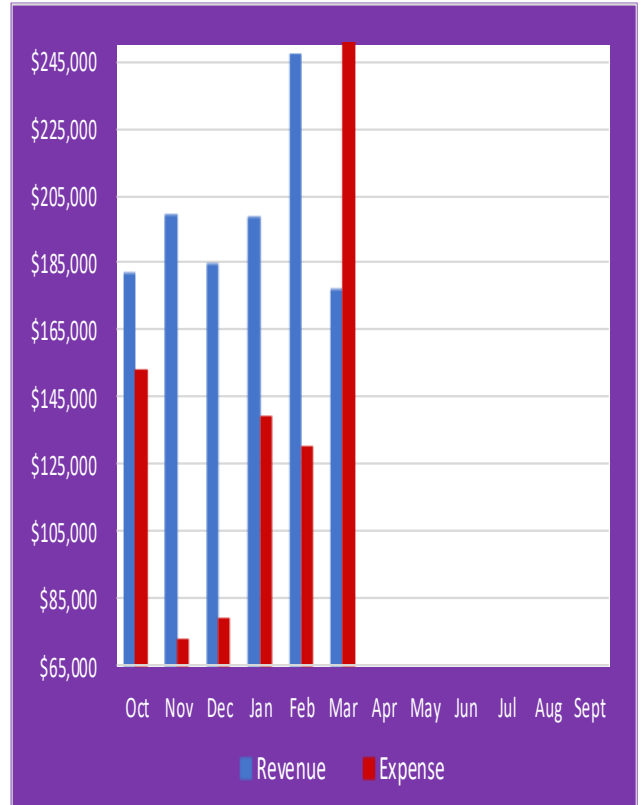
As of March 31, 2018



OVERALL FUND PERFORMANCE

REVENUES VS EXPENSES

<u>Month</u>	FY2018 <u>Revenue</u>	FY2018 <u>Expense</u>	Monthly <u>Variance</u>
Oct	\$ 181,304	\$ 153,512	\$ 27,792
Nov	198,934	73,131	\$ 125,803
Dec	184,206	79,169	\$ 105,037
Jan	198,427	139,551	\$ 58,876
Feb	246,730	130,625	\$ 116,105
Mar	176,436	501,898	\$ (325,462)
Apr			\$ -
May			\$ -
Jun			\$ -
Jul			\$ -
Aug			\$ -
Sept			\$ -
Total	\$ 1,186,037	\$ 1,077,886	\$ 108,151



Positive

Overall the revenue to expenditure comparison reflects a positive variance year to date.



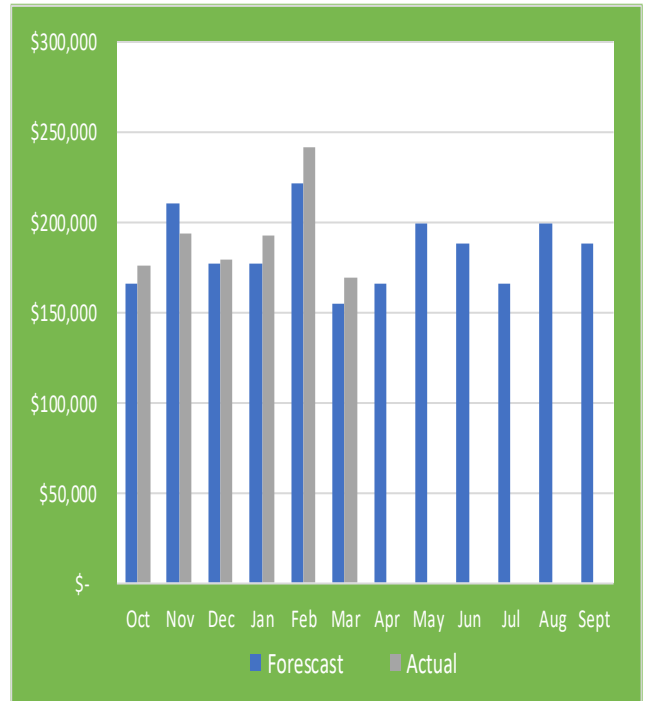
04/13/2018
Summary of Sales Tax Revenue
 As of March 31, 2018



REVENUE ANALYSIS

SALES TAX REVENUE

<u>Month</u>	<u>FY2018 Forecast</u>	<u>FY2018 Actual</u>	<u>Monthly Variance</u>
Oct	\$ 165,710	\$ 176,227	\$ 10,517
Nov	209,903	193,883	\$ (16,020)
Dec	176,760	178,653	\$ 1,893
Jan	176,760	192,395	\$ 15,635
Feb	220,950	240,908	\$ 19,958
Mar	154,665	168,464	\$ 13,799
Apr	165,713		\$ -
May	198,855		\$ -
Jun	187,808		\$ -
Jul	165,713		\$ -
Aug	198,855		\$ -
Sept	187,808		\$ -



Total	\$ 2,209,500	\$ 1,150,530	\$ 45,782
Forecast YTD	\$ 1,104,748		
Actual to Forecast	\$ 45,782	4.14%	

Positive

Sales Tax revenue is 88.5% of total revenue (excluding bond proceeds). The amount in Oct. and Nov. are estimated due to the timing of receiving the payments. The State Comptroller has a two month lag between month earned and month distributed. The Actual to forecast year to date is a positive 4%.



Expenditures Budget to Actual Comparison

As of March 31, 2018



EXPENDITURES COMPARISON

<u>Category</u>	<u>FY2018 Forecast</u>	<u>FY2018 Actual</u>	<u>Monthly Variance</u>
Personnel	\$ 173,507	\$ 172,861	\$ 646
Supplies & Material	8,130	5,714	\$ 2,416
Maintenance & Repairs	6,299	2,450	\$ 3,849
Occupancy	26,040	28,019	\$ (1,979)
Contractual Service	189,399	168,111	\$ 21,288
Marketing/Advertising	300,198	270,170	\$ 30,028
Contingency	-	-	\$ -
Debt Service	66,854	67,049	\$ (195)
Total	\$ 770,427	\$ 714,374	\$ 56,053
Forecast to Actual %	7.28%		

Positive

The forecast to actual comparison is a positive 7% year-to-date.



Expenditures Budget to Actual Comparison

As of March 31, 2018



CAPITAL OUTLAY PROJECTS


<u>Project</u>	<u>FY2018 Budget</u>	<u>FY2018 Actual</u>	<u>Budget Balance</u>
Trail System Downtown loop (only engineering and permitting expenses so far)	\$ 409,500	\$ 4,267	\$ 405,233
Bus. Ind. Park-Tech/MLK Infra (only engineering expenses so far)	1,496,800	68,128	\$ 1,428,672
Agnes/Home Depot Way Infra Engineering & Corp. portion of construction improvements	1,200,000	291,115	\$ 908,885
			\$ -
Total	\$ 3,106,300	\$ 363,510	\$ 2,742,790



BASTROP ECONOMIC DEVELOPMENT CORPORATION FUND FY 2017-2018 BUDGET

Audited Operating Fund Balance 9-30-2017	\$	3,895,093
 FY 2017-2018		
Budgeted		
Revenues	\$	<u>3,708,922</u>
Total FY 2017 Resources	\$	7,604,015
 Budgeted Expenditures:		
Operating Expenses	\$	(1,550,485)
Capital Expenses	\$	(3,209,500)
Debt Service	\$	<u>(381,480)</u>
	\$	(5,141,465)
Projected Ending Gross Fund Balance 09-30-2018	\$	2,462,550
 Reserve 25% of Operating Expense	 \$	 387,621

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



Total Debt Obligation



BEDC Financial Statements attached

CITY OF BASTROP
 FINANCIAL STATEMENT
 AS OF: MARCH 31ST, 2018

601-BASTROP E.D.C. FUND

REVENUES	PRIOR Y-T-D	CURRENT BUDGET	M-T-D ACTUAL	Y-T-D ACTUAL	BUDGET BALANCE	% OF BUDGET
<u>TAXES & PENALTIES</u>						
00-00-4005 SALES TAX	<u>1,075,763.73</u>	<u>2,209,500.00</u>	<u>168,463.75</u>	<u>1,152,551.77</u>	<u>1,056,948.23</u>	<u>52.16</u>
TOTAL TAXES & PENALTIES	1,075,763.73	2,209,500.00	168,463.75	1,152,551.77	1,056,948.23	52.16
<u>CHARGES FOR SERVICES</u>						
00-00-4047 LEASE AGREEMENT	<u>6,900.00</u>	<u>13,800.00</u>	<u>1,150.00</u>	<u>6,900.00</u>	<u>6,900.00</u>	<u>50.00</u>
TOTAL CHARGES FOR SERVICES	6,900.00	13,800.00	1,150.00	6,900.00	6,900.00	50.00
<u>OTHER REVENUE</u>						
<u>INTEREST INCOME</u>						
00-00-4400 INTEREST INCOME	14,038.61	24,000.00	6,771.27	28,253.73	(4,253.73)	117.72
00-00-4401 INTEREST RECEIVED ON NOTES	<u>490.49</u>	<u>1,000.00</u>	<u>50.86</u>	<u>353.80</u>	<u>646.20</u>	<u>35.38</u>
TOTAL INTEREST INCOME	14,529.10	25,000.00	6,822.13	28,607.53	(3,607.53)	114.43
<u>MISCELLANEOUS</u>						
00-00-4512 LAND/OTHER SALES	<u>0.00</u>	<u>215,622.00</u>	<u>0.00</u>	<u>0.00</u>	<u>215,622.00</u>	<u>0.00</u>
TOTAL MISCELLANEOUS	0.00	215,622.00	0.00	0.00	215,622.00	0.00
<u>TRANSFERS-IN</u>						
<u>OTHER SOURCES</u>						
00-00-4810 BOND PROCEEDS	<u>0.00</u>	<u>1,245,000.00</u>	<u>0.00</u>	<u>0.00</u>	<u>1,245,000.00</u>	<u>0.00</u>
TOTAL OTHER SOURCES	<u>0.00</u>	<u>1,245,000.00</u>	<u>0.00</u>	<u>0.00</u>	<u>1,245,000.00</u>	<u>0.00</u>
** TOTAL REVENUE **	1,097,192.83	3,708,922.00	176,435.88	1,188,059.30	2,520,862.70	32.03

CITY OF BASTROP
 FINANCIAL STATEMENT
 AS OF: MARCH 31ST, 2018

601-BASTROP E.D.C. FUND

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

00-NON-PROGRAM
 =====

BEDC ADMINISTRATION
 =====

00-NON-PROGRAM
 =====

PERSONNEL COSTS

70-00-5101 BEDC OPERATIONAL SALARIES	114,881.90	259,350.00	31,036.95	128,137.05	131,212.95	49.41
70-00-5116 LONGEVITY	408.00	581.00	0.00	549.84	31.16	94.64
70-00-5150 SOCIAL SECURITY	8,552.31	19,920.00	2,396.70	9,755.23	10,164.77	48.97
70-00-5151 RETIREMENT	13,205.86	30,090.00	3,633.10	15,022.41	15,067.59	49.92
70-00-5155 GROUP INSURANCE	14,959.93	35,992.00	4,380.76	19,209.84	16,782.16	53.37
70-00-5156 WORKER'S COMPENSATION	<u>312.20</u>	<u>500.00</u>	<u>0.00</u>	<u>187.08</u>	<u>312.92</u>	<u>37.42</u>
TOTAL PERSONNEL COSTS	152,320.20	346,433.00	41,447.51	172,861.45	173,571.55	49.90

SUPPLIES & MATERIALS

70-00-5201 OPERATIONAL SUPPLIES (OFFIC	2,302.52	7,000.00	108.59	1,902.37	5,097.63	27.18
70-00-5203 POSTAGE	0.00	360.00	0.00	10.00	350.00	2.78
70-00-5206 OFFICE EQUIPMENT	<u>5,070.67</u>	<u>8,500.00</u>	<u>0.00</u>	<u>3,802.00</u>	<u>4,698.00</u>	<u>44.73</u>
TOTAL SUPPLIES & MATERIALS	7,373.19	15,860.00	108.59	5,714.37	10,145.63	36.03

MAINTENANCE & REPAIRS

70-00-5301 MAINT OF EQUIPMENT	0.00	1,000.00	0.00	0.00	1,000.00	0.00
70-00-5331 INDUSTRIAL PARK MAINT EXP	0.00	20,000.00	650.00	1,450.00	18,550.00	7.25
70-00-5345 BUILDING REPAIRS & MAINT.	<u>1,470.02</u>	<u>3,600.00</u>	<u>200.00</u>	<u>1,000.00</u>	<u>2,600.00</u>	<u>27.78</u>
TOTAL MAINTENANCE & REPAIRS	1,470.02	24,600.00	850.00	2,450.00	22,150.00	9.96

OCCUPANCY

70-00-5401 COMMUNICATIONS	4,148.83	9,000.00	621.44	4,103.42	4,896.58	45.59
70-00-5402 OFFICE RENTAL	18,000.00	36,000.00	3,300.00	23,100.00	12,900.00	64.17
70-00-5403 UTILITIES	<u>1,011.07</u>	<u>3,480.00</u>	<u>275.66</u>	<u>815.68</u>	<u>2,664.32</u>	<u>23.44</u>
TOTAL OCCUPANCY	23,159.90	48,480.00	4,197.10	28,019.10	20,460.90	57.80

FINANCIAL STATEMENT

AS OF: MARCH 31ST, 2018

601-BASTROP E.D.C. FUND

EXPENDITURES	PRIOR Y-T-D	CURRENT BUDGET	M-T-D ACTUAL	Y-T-D ACTUAL	BUDGET BALANCE	% OF BUDGET
<u>CONTRACTUAL SERVICES</u>						
70-00-5505 PROFESSIONAL SERVICES	40,811.00	30,000.00	0.00	10,649.00	19,351.00	35.50
70-00-5518 AUDIT	0.00	5,000.00	0.00	0.00	5,000.00	0.00
70-00-5525 LEGALS	9,588.90	24,000.00	1,406.63	13,485.76	10,514.24	56.19
70-00-5526 LEGAL PROJECTS	0.00	12,000.00	1,388.00	1,388.00	10,612.00	11.57
70-00-5530 ENGINEERING	8,333.75	15,000.00	0.00	1,900.00	13,100.00	12.67
70-00-5540 PROPERTY INSURANCE	348.76	1,200.00	0.00	487.88	712.12	40.66
70-00-5561 CONTRACTUAL SERVICES	3,500.00	6,000.00	0.00	3,000.00	3,000.00	50.00
70-00-5574 CITY PROJECTS & PROGRAMS	36,397.43	83,250.00	0.00	0.00	83,250.00	0.00
70-00-5575 CITY SHARED SERVICES	0.00	7,050.00	0.00	0.00	7,050.00	0.00
70-00-5580 BIP TECHNOLOGY/MLK INFRASTR	0.00	103,200.00	0.00	103,200.00	0.00	100.00
70-00-5596 MAIN STREET PROG SUPPORT	19,999.98	50,000.00	4,166.67	25,000.02	24,999.98	50.00
70-00-5598 CITY ADMINISTRATIVE SUPPORT	<u>14,535.61</u>	<u>18,000.00</u>	<u>1,500.00</u>	<u>9,000.00</u>	<u>9,000.00</u>	<u>50.00</u>
TOTAL CONTRACTUAL SERVICES	133,515.43	354,700.00	8,461.30	168,110.66	186,589.34	47.40
<u>OTHER CHARGES</u>						
70-00-5603 MARKETING TRAVEL	8,416.72	28,000.00	3,026.74	10,847.27	17,152.73	38.74
70-00-5604 BUSINESS DEVELOPMENT	2,679.39	10,000.00	197.71	2,033.57	7,966.43	20.34
70-00-5605 TRAINING TRAVEL	6,951.47	12,000.00	700.00	3,457.91	8,542.09	28.82
70-00-5606 AUTO ALLOWANCE - STAFF	0.00	9,000.00	0.00	0.00	9,000.00	0.00
70-00-5610 ISSUANCE COST	18,554.56	45,000.00	0.00	0.00	45,000.00	0.00
70-00-5615 DUES, SUBSCRIPTIONS & PUBLI	9,917.59	24,000.00	3,130.17	17,735.19	6,264.81	73.90
70-00-5631 BONDS FOR BEDC OFFICERS	805.00	1,000.00	0.00	885.50	114.50	88.55
70-00-5633 LOCAL/MISC ADV & SPONSORSHI	11,138.34	18,000.00	76.90	3,877.34	14,122.66	21.54
70-00-5634 NATIONAL/REG ADV & MARKETIN	10,488.14	42,000.00	4,618.57	8,591.57	33,408.43	20.46
70-00-5635 REGIONAL ADV & MARKETING	342.34	0.00	0.00	0.00	0.00	0.00
70-00-5636 DIGITAL ADV & MARKETING	4,750.00	10,000.00	0.00	1,308.82	8,691.18	13.09
70-00-5637 SPECIAL ADV & MARKETING	0.00	15,000.00	0.00	0.00	15,000.00	0.00
70-00-5640 SPL PROJ-REDEVELOPMENT GRAN	0.00	50,000.00	0.00	0.00	50,000.00	0.00
70-00-5641 SPL EDUC & WORKFORCE DEVELO	749.50	30,000.00	44.63	13,178.99	16,821.01	43.93
70-00-5642 SPL ENTREPRENEURIAL/SM BUS	1,622.00	20,000.00	1,441.98	5,813.78	14,186.22	29.07
70-00-5643 SPL RETAIL RECRUITING	0.00	25,000.00	0.00	11,095.00	13,905.00	44.38
70-00-5644 380 AGREEMENT REIMBURSEMENT	176,829.67	360,000.00	98,962.72	186,345.41	173,654.59	51.76
70-00-5645 WATER RIGHTS PROP FUNDING	0.00	60,000.00	0.00	0.00	60,000.00	0.00
70-00-5646 LAND/GRANT REBATES	0.00	28,050.00	0.00	5,000.00	23,050.00	17.83
70-00-5649 SPL PRJT DISASTER RELIEF GR	0.00	10,000.00	0.00	0.00	10,000.00	0.00
70-00-5650 SPL PRJT BUS RETEN & EXPAN	1,962.59	10,000.00	0.00	0.00	10,000.00	0.00
70-00-5689 OPPORTUNITY AUSTIN	0.00	10,000.00	0.00	0.00	10,000.00	0.00
70-00-5691 CLOSING COSTS	0.00	21,562.00	0.00	0.00	21,562.00	0.00
70-00-5700 TARGETED MARKETING	<u>1,079.01</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>
TOTAL OTHER CHARGES	256,286.32	838,612.00	112,199.42	270,170.35	568,441.65	32.22

CITY OF BASTROP
 FINANCIAL STATEMENT
 AS OF: MARCH 31ST, 2018

601-BASTROP E.D.C. FUND

EXPENDITURES	PRIOR Y-T-D	CURRENT BUDGET	M-T-D ACTUAL	Y-T-D ACTUAL	BUDGET BALANCE	% OF BUDGET
<u>CONTINGENCY</u>						
70-00-5900 CONTINGENCY	0.00	25,000.00	0.00	0.00	25,000.00	0.00
TOTAL CONTINGENCY	0.00	25,000.00	0.00	0.00	25,000.00	0.00
<u>CAPITAL OUTLAY</u>						
70-00-6713 TRAIL SYS FROM ESKEW TO HWY	5,039.42	409,500.00	410.00	4,266.73	405,233.27	1.04
70-00-6714 921 MAINSTREET PROJECT	41,164.00	0.00	0.00	0.00	0.00	0.00
70-00-6715 BIP TECHNOLOGY/MLK INFRASTR	0.00	1,496,800.00	42,913.75	68,128.00	1,428,672.00	4.55
70-00-6716 AGNES/HOME DEPOT INFRASTRUC	0.00	1,200,000.00	291,115.00	291,115.00	908,885.00	24.26
TOTAL CAPITAL OUTLAY	46,203.42	3,106,300.00	334,438.75	363,509.73	2,742,790.27	11.70
<u>DEBT SERVICE</u>						
70-00-7133 C OF O SERIES 2013 PRINCIPL	34,999.98	71,000.00	0.00	0.00	71,000.00	0.00
70-00-7134 C OF O SERIES 2013 INTEREST	49,349.40	96,599.00	0.00	48,299.37	48,299.63	50.00
70-00-7137 C OF O SERIES 2010 PRINCIPA	22,555.02	46,498.00	0.00	0.00	46,498.00	0.00
70-00-7138 C OF O SERIES 2010 INTEREST	16,006.32	9,503.00	0.00	4,751.74	4,751.26	50.00
70-00-7156 GO REFUNDING 2017-INT	0.00	19,000.00	0.00	10,000.00	9,000.00	52.63
70-00-7501 C OF O SERIES 2008A PRINCIP	370,000.00	0.00	0.00	0.00	0.00	0.00
70-00-7502 C OF O SERIES 2008A, INTERE	16,827.50	0.00	0.00	0.00	0.00	0.00
70-00-7605 BOND PRINCIPAL 2018	0.00	48,750.00	0.00	0.00	48,750.00	0.00
70-00-7606 BOND INTEREST 2018	0.00	27,023.00	0.00	0.00	27,023.00	0.00
TOTAL DEBT SERVICE	509,738.22	318,373.00	0.00	63,051.11	255,321.89	19.80
TOTAL 00-NON-PROGRAM	1,130,066.70	5,078,358.00	501,702.67	1,073,886.77	4,004,471.23	21.15
<u>ADMINISTRATION</u>						
=====						
<u>CAPITAL OUTLAY</u>						
<u>DEBT SERVICE</u>						
70-10-7097 INTEREST EXPENSE ON FNB NOT	0.00	500.00	0.00	0.00	500.00	0.00
70-10-7603 BOND PRINCIPAL 2006	25,000.02	55,000.00	0.00	0.00	55,000.00	0.00
70-10-7604 BOND INTEREST 2006	4,955.70	7,607.00	195.12	3,998.37	3,608.63	52.56
TOTAL DEBT SERVICE	29,955.72	63,107.00	195.12	3,998.37	59,108.63	6.34
TOTAL ADMINISTRATION	29,955.72	63,107.00	195.12	3,998.37	59,108.63	6.34
TOTAL BEDC ADMINISTRATION	1,160,022.42	5,141,465.00	501,897.79	1,077,885.14	4,063,579.86	20.96
*** TOTAL EXPENSES ***	1,160,022.42	5,141,465.00	501,897.79	1,077,885.14	4,063,579.86	20.96

*** END OF REPORT ***

04/13/2018

BALANCE SHEET

AS OF: MARCH 31ST, 2018

601-BASTROP E.D.C. FUND

ACCOUNT# TITLE

ASSETS

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00-00-1010	BEDC OPERATING ACCT	192,327.36
00-00-1012	TEXAS CLASS	1,986,447.36
00-00-1100	TEXPOOL	1,563,641.50
00-00-1135	DREYFUS MM ACCT	1,025.78
00-00-1141	CERTIFICATE OF DEPOSIT FN	535,000.00
00-00-1224	ACCT RECEIVABLE-SALES TAX	367,858.01
00-00-1227	ACCOUNTS RECEIVABLE-OTHER	429.84
00-00-1272	NOTES RECEIVABLE-GARMENT	25,000.75
00-00-1274	NOTES RECEIVABLE-GTG-LOAN	8,665.91
00-00-1275	NOTES RECEIVABLE-GTG-LOAN	9,055.83
00-00-1276	NOTES RECEIVABLE-GTG-LOAN	216.62
00-00-1420	EQUIPMENT	8,300.77
00-00-1460	FIXED ASSETS - BUILDING	845,593.73
00-00-1470	FIXED ASSETS - LAND	844,671.06
00-00-1480	FIXED ASSETS - INFRASTRUC	0.18
00-00-1490	CONST IN PROGRESS-INFRAST	135,723.26
00-00-1499	ACCUMULATED DEPRECIATION(312,805.44)
00-00-1575	DEFERRED OUTFLOWS-PENSION	22,006.00
00-00-1576	DEFERRED OUTFLOWS-ACTUARI	2,122.00
00-00-1577	DEFERRED OUTFLOWS-DEFICIT	20,962.00
00-00-1578	DEFERRED OUTFLOWS-ASSUMPT	2,710.00
00-00-1587	PREPAID EXPENSES	<u>43,000.00</u>

6,301,952.52

TOTAL ASSETS

6,301,952.52

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04/13/2018

BALANCE SHEET

AS OF: MARCH 31ST, 2018

601-BASTROP E.D.C. FUND

ACCOUNT# TITLE

LIABILITIES & FUND BALANCE

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00-00-2000	ACCOUNTS PAYABLE	98,962.72	
00-00-2080	NOTES PAYABLE-CITY-WTR PR	360,000.00	
00-00-2081	NOTES PAYABLE-CITY-TDC	0.68	
00-00-2101	BONDS PAYABLE CURRENT POR	257,498.00	
00-00-2102	TAX/REV 2006 BOND PAYABLE	110,000.00	
00-00-2125	ACCRUED INTEREST PAYABLE	21,846.48	
00-00-2127	ACCRUED EXPENSES-OTHER	41,316.94	
00-00-2235	UNEARNED REVENUE-TOWER	34,500.00	
00-00-2346	DUE TO CLEARING FUND	41,979.83	
00-00-2356	DUE TO OTHER GOVERNMENTS	3,125,692.44	
00-00-2376	DEFERRED INFLOW-ACTUARIAL	682.00	
00-00-2405	ENCUMBRANCE ACCOUNT (195,854.74)	
00-00-2406	RESERVE FOR ENCUMBRANCE	195,854.74	
00-00-2850	NET PENSION LIABILITY	127,450.00	
00-00-2870	COMPENSATED ABSENCES PAYA	<u>15,653.49</u>	
			<u>4,235,582.58</u>
TOTAL LIABILITIES			4,235,582.58
	SURPLUS (DEFICIT)	110,174.16	
00-00-3000	NET ASSETS	2,078,689.25	
00-00-3119	DESIGNATED OPERATING	150,000.00	
00-00-3400	CONTRIBUTED CAPITAL	521,695.50	
00-00-3502	RESTRICTED - JAMCO	73,644.00	
00-00-3505	RESTRICTED-COGLAN GRP	5,000.00	
00-00-3506	RESTRICTED-ELLIOTT PARTNE	18,686.42	
00-00-3507	RESTRICTED - AEI TECHNOLO	27,999.00	
00-00-3700	PRIOR PERIOD ADJ (<u>919,518.39)</u>	
TOTAL EQUITY			<u>2,066,369.94</u>
TOTAL LIABILITIES & FUND EQUITY			6,301,952.52

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Agenda Item: 4.3

AGENDA MEMORANDUM

Meeting Date: April 16, 2018

Agenda Item: Consideration, discussion and possible action regarding a presentation from Stone Cobalt on the 921 Main Street Redevelopment project; Letter of Intent; and pre-leasing activity.

Prepared by: Shawn Kirkpatrick, Executive Director

Overview: At the August 21st board meeting, the EDC Board selected Stone Cobalt as the finalist for the 921 Main Street Redevelopment Project. After Stone Cobalt's presentation at the October 16th board meeting, the Board voted to authorize the BEDC Executive Director to execute a Letter of Intent (LOI) with Stone Cobalt for the redevelopment of 921 Main Street.

The initial LOI expired on March 1, 2018, and the Board voted to extend the LOI for a period of 60 days. They also requested an update from Stone Cobalt, to be presented at the April Board meeting.

Stone Cobalt will be present at the meeting to update the Board on the pre-leasing activity and project status.

Attachments:

Original Letter of Intent between the BEDC and Stone Cobalt

Extension of Letter of Intent

REOC's marketing flyer for the property at 921 Main Street



STONE DEVELOPMENT GROUP, INC
 5900 BALCONES DRIVE, STE. 160
 AUSTIN, TEXAS 78731

October 23, 2017

SENT VIA EMAIL

**MR. SHAWN KIRKPATRICK
 BASTROP ECONOMIC DEVELOPMENT CORPORATION
 301 HIGHWAY 71 WEST
 SUITE 214
 BASTROP, TEXAS 78602**

Re: Purchase of 921 MAIN STREET, BASTROP, TEXAS

Dear Mr. Kirkpatrick:

This letter of intent ("LOI") outlines the terms on which Stone Cobalt, LLC ("Buyer") would be willing to purchase the above-captioned property from Bastrop Economic Development Corporation ("Seller"), for the development of a mixed-use lot project. This LOI is not binding on either Seller or Buyer and will not create any legal rights or liabilities for or against either party, but rather outlines the terms on which Buyer would be interested in entering into a Purchase and Sale Agreement with Seller (the "Agreement"). Neither party hereto may rely on this LOI as creating any legal obligation to close this transaction. Notwithstanding the forgoing, after the Effective Date Seller agrees to be bound by Section 14 hereto, during the Due Diligence period stated herein.

1. **Seller:** BASTROP ECONOMIC DEVELOPMENT CORPORATION
2. **Buyer:** STONE COBALT, LLC.
 5900 Balcones Drive
 Suite 160
 Austin, TX 78731
3. **Property:** 921 Main Street
 Bastrop, Texas
4. **Bastrop EDC Offering:** To the extent authorized by Texas Law, as part of this transaction, the Bastrop EDC will provide the following:
 - a. Transfer of Ownership of 921 Main Street (Subject Property) to Buyer. Property is currently valued at \$87,245 per Bastrop CAD as of LOI date.
 - b. \$93,535 for wall mitigation on current site per KSA assessment dated January 30, 2017.
 - c. \$30,000 to redesign and relocation of existing utilities at rear of property.
5. **Stone Cobalt, LLC Offering:** As part of this transaction, the Stone Cobalt, LLC will provide the following:

-
- a. Turn-key entitlement, design and construction of approximately 9,000 SF of commercial space which shall include either office, retail or restaurant space or a combination of the three.
 - b. Within office commitment as noted above, will provide space planning, design and construction of approximately 4,500 SF of office space on the second floor with \$35/sf tenant improvement allowance at a rate of \$20/SF NNN to Bastrop EDC.¹ The NNN lease requires the tenant to be responsible for all costs due to taxes, insurance, utilities and minor maintenance due to accidents/wear and tear. Landlord will be responsible for building envelope and major mechanical repair.
6. **Information and Materials:** Within fifteen (15) business days after execution of the Agreement, if in Seller's possession, Seller shall provide Buyer with copies of all warranties, title policies, zoning materials, surveys, engineering studies and reports, environmental studies and reports, insurance policies, appraisals, and such other records, reports, files and documents in Seller's possession regarding the ownership, operation, title and physical condition of the Property, including, without limitation, those documents set forth on **Exhibit "B"** attached hereto.
7. **Due Diligence Period:** Due Diligence period will begin after receipt of the information in Paragraph 6 above, and shall end March 1, 2018, unless an agreement for the sale and purchase of the Property is entered into by the Parties, or the Parties agree in writing to extend the Due Diligence Period. In the event that the Parties fail to timely enter into such Agreement, this LOI shall expire and Buyer's exclusivity rights under Section 14 shall terminate. In the event that the Parties timely enter into such Agreement the due diligence period provided herein may be extended in the Agreement.

The purpose of the Due Diligence Period is to provide Buyer the opportunity to investigate the viability of its intended project for the Property. With commencement of the Due Diligence period, Buyer is permitted to market subject property to potential tenants for lease as allowed per current zoning requirements in place as of the effective date of this LOI. Any offer to lease must be non-binding on Buyer until a binding sales Agreement is executed by Buyer and Seller. Seller shall provide reasonable access to the Property and reasonable cooperation with Buyer and Buyer's employees, agents and representatives with respect to Buyer's due diligence activities at the Property. Buyer may give written notice to Seller at any time before the end of the Due Diligence Period that Buyer is terminating this LOI (the "Termination Notice"), and this LOI shall have no further force or effect.

8. The Agreement for sale and purchase of the Property shall provide for the following:
- (a) **Title and Survey:** During the Due Diligence Period, Seller shall (i) cause Escrow Agent of Independence Title Company ("Title Company") to deliver a commitment (the "Title Commitment") to issue an ALTA owner's policy of title insurance to Buyer insuring good and marketable fee simple title to the Property and any improvements thereon (the

¹ Project is anticipated to provide a 24% ROI to investors. As project costs are better defined, Bastrop EDC lease rate will be adjusted to hit that target as costs are confirmed.

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- “Title Policy”), and (ii) procure an ALTA survey of the Property, including any improvements thereon (the “Survey”). The Agreement shall contain customary provisions relating to the title/survey objection process, and if Seller fails or elects not to cure any objections of Buyer, Buyer may (i) terminate the Agreement, or (ii) waive its relevant objections and accept title subject to such objections.
- (b) Property shall be conveyed unencumbered. The Agreements shall provide that before closing Seller shall cause all mortgages, security deeds and deeds of trust encumbering the Property, all judgments against Seller and/or the Property, and all mechanic's liens filed against the Property, to be satisfied or vacated, and released before closing.
- (c) **Condition:** The Agreement shall provide that the Property will be sold in its “as is, where is” condition; and the only warranty seller shall provide is special warranty as to the surface rights of title, and possession to the Property, subject to the exceptions contained in Schedule B of the title commitment.
- (d) **Closing:** The Agreement shall provide that closing shall take place at the offices of the Escrow Agent as soon as practical after the end of the Due Diligence Period provided in the Agreement.
- (e) **Closing Costs:** The Agreement shall provide that Buyer shall pay (i) any and all state and local taxes, all documentary stamps, transfer and/or conveyance taxes, charges or fees, if any, arising from the sale and transfer of the Property or recordation of the deed, (ii) the cost of recording the deed; (iii) the cost of curing any title matters required to be cured by Seller under the Agreement, (iv) any escrow fee and reasonable closing fees charged by Escrow Agent in connection with the Closing, (v) the costs related to the Title Policy, including, without limitation, the costs of title examination, the title insurance premium and any endorsements required by Buyer, (vi) any and all taxes levied on the property up and through the closing date (not to include any AG Rollback taxes), (vii) the approved and agreed upon fees and expenses of Seller’s attorney, (viii) all costs incurred by Buyer in connection with Buyer’s due diligence activities related to the Property, (ix) all costs and expenses relating to Buyer’s financing, including the costs of obtaining any lender title insurance policy and required endorsements related thereto, and (x) the fees and expenses of Buyer’s attorney.
- (f) **Brokers:** As neither Party has utilized the services of a licensed Broker, the Agreement shall contain the standard indemnification language relating to claims for commission through Seller or Buyer.
9. **Assignment:** This LOI is not assignable by Buyer except to an affiliated entity; but then only upon the written approval of Seller.


Letter of Intent
 921 Main Street
 Bastrop, Texas
 Page 4

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10. **Agreement:** The Agreement will be prepared by Seller or its counsel and submitted to Buyer after the full execution of this LOI.
 11. **Performance Agreement.** If required by the statutes Seller operates under, the Parties shall also enter into a performance agreement that complies with Texas Local Government Code Section 501.158.
 12. Intentionally deleted.
 13. Intentionally deleted.
 14. **Exclusivity:** During the Due Diligence period prescribed in Section 6, Seller shall neither offer the Property or any portion thereof for sale (directly or indirectly) to any person or entity other than Buyer, nor enter into any letters of intent, "back-up" contracts or other negotiations with any other person or entity for the disposition of the Property or any portion thereof (directly or indirectly). This provision shall expire and shall be of no further effect at the expiration of the Due Diligence period. Should Seller violate the terms of this Section 14, Buyer may seek injunctive or other equitable relief in a court of competent jurisdiction in Bastrop County, Texas, to enforce this section. Under no circumstances shall Buyer be entitled to any monetary damages or attorney's fees or costs for enforcement of this section.

If the terms of this LOI are agreeable, please execute a copy of this LOI where indicated below and return same to the undersigned by facsimile or email transmission. This LOI shall be deemed withdrawn if not countersigned and returned to the undersigned no later than October 31, 2017, at 5:00 pm, CST. This LOI shall be effective (the "Effective Date") as of the date of your execution below.

Sincerely,

BUYER:
 Stone Cobalt, LLC

By: 
 Guy Dudley, Managing Partner
 ACCEPTED AND AGREED
 this 26 day of October 2017

SELLER:
 Bastrop Economic Development Corporation

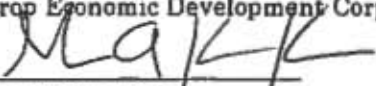
By: 
 Shawn Kirkpatrick,
 Director of Economic Development
 this 27 day of October 2017

EXHIBIT "A"

PROPERTY DESCRIPTION

Property ID: 33215

Legal Description: 921 MAIN STREET SUBDIVISION · FINAL PLAT LOT 1, 0.1439 ACRES

Geographic ID: R33215

Location Address: 921 MAIN ST
BASTROP, TX 78602

EXHIBIT "B"

DUE DILIGENCE INFORMATION

Property Condition/Construction Items

1.	All Prior Environmental Site Assessments (Phase I and Phase II)
2.	Appraisals
3.	Most Recent ALTA/ACSM Survey
4.	Soil Reports and other third party reports
5.	Evidence of the availability of all utilities
6.	Evidence of vested rights for the use of the property for Buyer's proposed use
7.	Copies of all project Development Standards/Requirements by the City of Bastrop
8.	Approved Valid Preliminary Plat

Property Operation/Leasing Items

8.	Real Estate Tax Bills for the Past Three Years
----	--

Legal/Lender Items

9.	Owners and Lender's Title Policies and Title Exception Documents (including Reciprocal Easement Agreements and Restrictive Covenants)
10.	Summary/Draft of Proposed Reciprocal Easement Agreements
11.	UCC and Judgment Lien Searches
12.	Local Improvement District, PUD, HOA, CDA Information
13.	Recorded Subdivision Plats

Property Ownership/Seller Information

14.	Summary of Site History/Ownership/Development
15.	Agreements/Commitments to Finders/Brokers Indemnity
16.	JV/Consent Decrees/Orders to Which Seller is a Party
17.	Agreements Requiring Thirty Party Consent



February 27, 2018

Stone Cobalt, LLC
5900 Balcones Drive, Ste. 160
Austin, TX 78731

RE: Agreement Extending Due Diligence Deadline in Letter of Intent

Dear Mr. Dudley:

Pursuant to the *Letter of Intent for the Purchase of 921 Main Street, Bastrop, Texas* ("LOI") between Stone Cobalt, LLC ("Stone Cobalt") and the Bastrop Economic Development Corporation ("Bastrop EDC") originally executed on October 23, 2017, by this written letter Stone Cobalt and Bastrop EDC hereby agree to extend the March 1, 2018 deadline of the Due Diligence Period, as stated in paragraph 7 of the LOI, by 60 days. Therefore, the Due Diligence period will end on April 30, 2018.

This extension shall be effective on as of the date of your execution below. All other paragraphs in the LOI aside 7 shall remain in effect as written.

AS ACCEPTED AND AGREED TO:

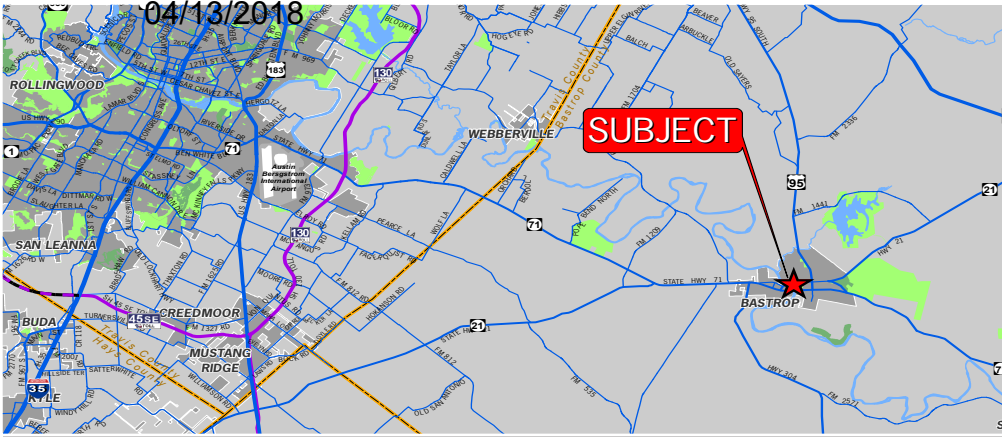
Shawn Kirkpatrick
Executive Director
Bastrop Economic Development Corporation

Signed on this date: 02/29/2018

Guy Dudley
Managing Partner
Stone Cobalt, LLC

Signed on this date: 2/28/18

04/13/2018



OFFICE/RETAIL BUILDING

921 North Main Street | Bastrop, TX

FOR LEASE



Bob Springer, CCIM
 bspringer@reocaustin.com

512 346 5180
 9015 Mountain Ridge Dr., Suite 100
 Austin, TX 78759
 reocaustin.com

SUMMARY**For Lease: OFFICE/RETAIL BUILDING**

921 North Main Street | Bastrop, TX

DESCRIPTION:

- New construction of a 2-story building
- Expected delivery Winter 2018
- Historic feel yet modern design
- Dimension of building: 45'x 100'
- 9,000± total sf
- 1,500± sf - 4,500± sf available
- First story retail or office with access to downtown parking lot
- Second story office
- Elevator

UTILITIES:

Electric: City of Bastrop

Water & Sewer: City of Bastrop

**TELECOMMUNI-
CATIONS:**

Time Warner Cable/Spectrum

AT&T

RENTAL RATE:

\$24 psf + NNN (Est. \$8.50/sf)

For More Information Contact:**Bob Springer, CCIM**

Associate Vice President

bspringer@reocaustin.com | 512 682 1017

main 512 346 5180 | fax 512 346 9742

reocaustin.com

509-432001 10.30.17



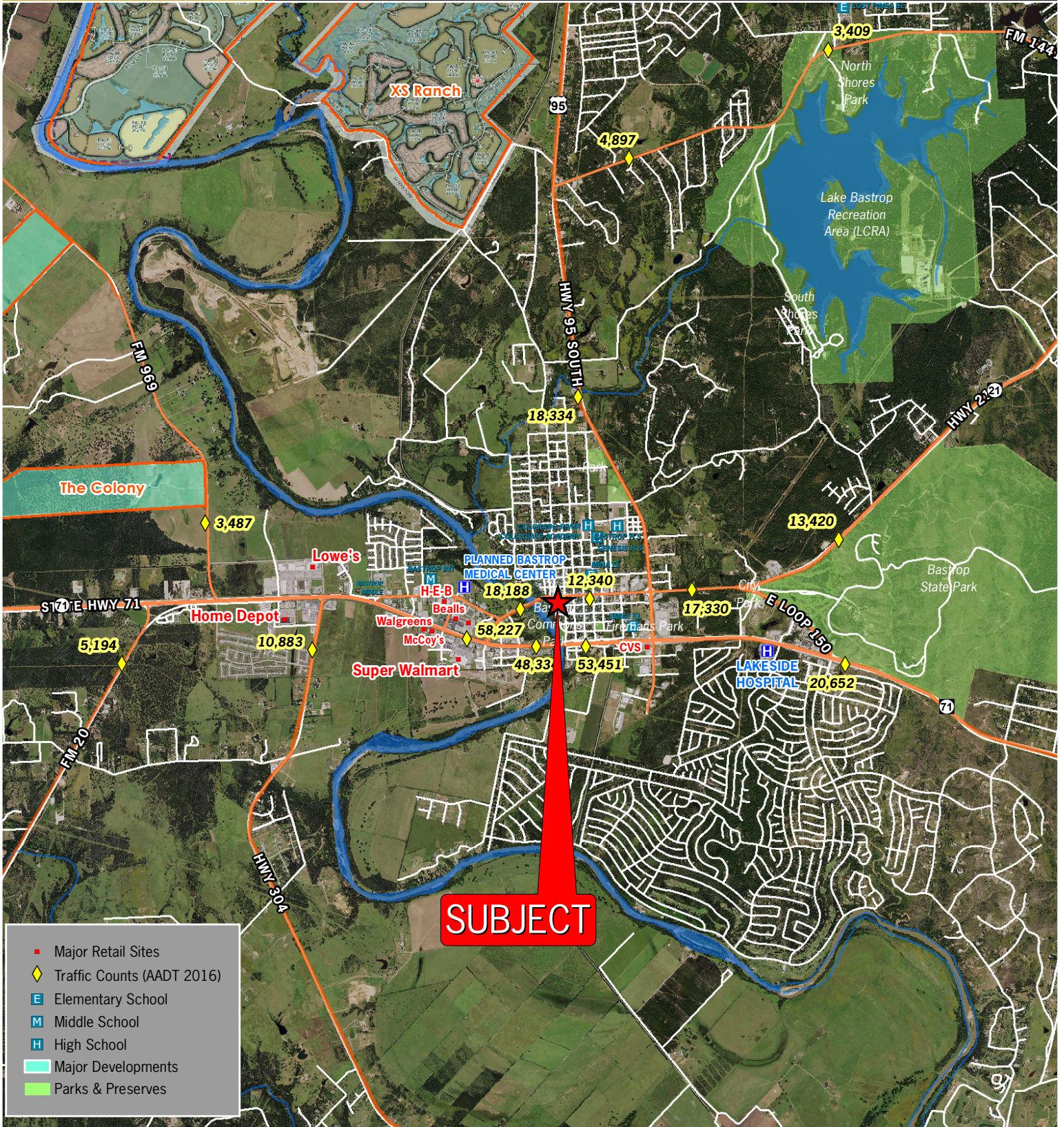
All information furnished regarding this property is from sources deemed reliable; however, REOC Austin has not made an independent investigation of these sources and no warranty or representation is made by REOC Austin as to the accuracy thereof and same is submitted subject to errors, omissions, change of price, rental or other conditions, prior sale, lease or withdrawal from market without notice. REOC Austin further has not made and shall not make any warranty or representations as to the condition of the property nor the presence of any hazardous substances or any environmental or other conditions that may affect the value or suitability of the property.

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 9015 Mountain Ridge Dr., Suite 100
 Austin, TX 78759
 reocaustin.com

TRAFFIC COUNTS

For Lease: OFFICE/RETAIL BUILDING

921 North Main Street | Bastrop, TX



SUBJECT

- Major Retail Sites
- ◆ Traffic Counts (AADT 2016)
- E Elementary School
- M Middle School
- H High School
- Major Developments
- Parks & Preserves



All information (Information) provided or depicted on this map and/or aerial photograph has been obtained from third party sources deemed reliable. However, neither REOC Austin nor any of its brokers, agents, employees, officers, directors or affiliated companies (collectively, REOC Austin and Related Parties) have made an independent investigation of the Information or the Information sources, and no warranty or representation is made by REOC Austin and Related Parties as to the accuracy of such Information. The Information is submitted subject to the possible errors or omissions, and no person or organization should rely on the Information, unless such person or organization has conducted an independent investigation to confirm the accuracy thereof.

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Austin, TX 78759

reocaustin.com

CLOSE AERIAL

For Lease: OFFICE/RETAIL BUILDING

921 North Main Street | Bastrop, TX



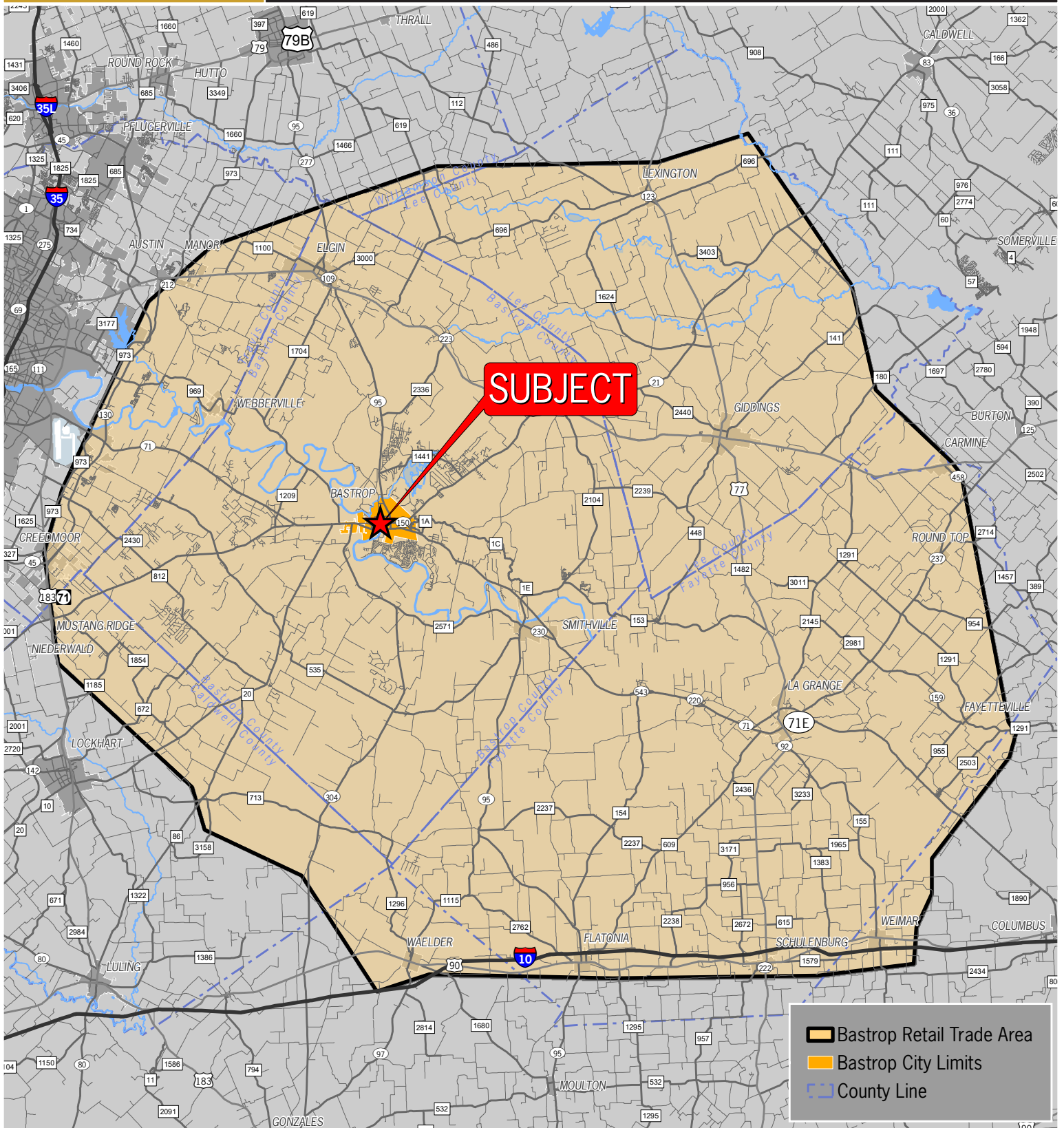
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RETAIL MAP

For Lease: OFFICE/RETAIL BUILDING

921 North Main Street | Bastrop, TX



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DEMOGRAPHICS

For Lease: OFFICE/RETAIL BUILDING

921 North Main Street | Bastrop, TX

Area: Retail Trade Area

Summary	2010	2016	2021
Population	168,440	187,753	202,854

Households by Income	2016
Average Household Income	\$66,243
Median Household Income	\$52,972
Per Capita	\$16,985

Educational Attainment	2016
Graduate or Professional	3.8%
Bachelor's Degree	12.6%
Associate Degree	6.3%
Some College, No Degree	23.7%
High School Graduate	31.8%
Some High School, No Diploma	11.4%
Less than 9th Grade	10.4%

Race Distribution	2016
White	69.4%
Black or African American	11.1%
American Indian/Alaskan	1.0%
Asian	0.9%
Native Hawaiian/Islander	0.1%
Other Race	14.6%
Two or More Races	3.0%
Hispanic or Latino (of any race)	39.7%

Age	2016
9 Years and Under	14.0%
10 - 14 Years	7.4%
15 - 24 Years	13.3%
25 - 34 Years	12.5%
35 - 44 Years	12.9%
45 - 54 Years	13.2%
55 - 64 Years	12.9%
65 Years and Over	13.9%

Age Distribution	2016
Median Age	37.2
Average Age	37.8

Data Note: Income is expressed in current dollars.

Source: Bastrop Economic Development Corporation/The Retail Coach with forecasts for 2021. All information furnished is from sources deemed reliable and is submitted subject to errors, omissions and change of terms.





Information About Brokerage Services

Texas law requires all real estate license holders to give the following information about brokerage services to prospective buyers, tenants, sellers and landlords.

TYPES OF REAL ESTATE LICENSE HOLDERS:

- **A BROKER** is responsible for all brokerage activities, including acts performed by sales agents sponsored by the broker.
- **A SALES AGENT** must be sponsored by a broker and works with clients on behalf of the broker.

A BROKER'S MINIMUM DUTIES REQUIRED BY LAW (A client is the person or party that the broker represents):

- Put the interests of the client above all others, including the broker's own interests;
- Inform the client of any material information about the property or transaction received by the broker;
- Answer the client's questions and present any offer to or counter-offer from the client; and
- Treat all parties to a real estate transaction honestly and fairly.

A LICENSE HOLDER CAN REPRESENT A PARTY IN A REAL ESTATE TRANSACTION:

AS AGENT FOR OWNER (SELLER/LANDLORD): The broker becomes the property owner's agent through an agreement with the owner, usually in a written listing to sell or property management agreement. An owner's agent must perform the broker's minimum duties above and must inform the owner of any material information about the property or transaction known by the agent, including information disclosed to the agent or subagent by the buyer or buyer's agent.

AS AGENT FOR BUYER/TENANT: The broker becomes the buyer/tenant's agent by agreeing to represent the buyer, usually through a written representation agreement. A buyer's agent must perform the broker's minimum duties above and must inform the buyer of any material information about the property or transaction known by the agent, including information disclosed to the agent by the seller or seller's agent.

AS AGENT FOR BOTH - INTERMEDIARY: To act as an intermediary between the parties the broker must first obtain the written agreement of *each party* to the transaction. The written agreement must state who will pay the broker and, in conspicuous bold or underlined print, set forth the broker's obligations as an intermediary. A broker who acts as an intermediary:

- Must treat all parties to the transaction impartially and fairly;
- May, with the parties' written consent, appoint a different license holder associated with the broker to each party (owner and buyer) to communicate with, provide opinions and advice to, and carry out the instructions of each party to the transaction.
- Must not, unless specifically authorized in writing to do so by the party, disclose:
 - that the owner will accept a price less than the written asking price;
 - that the buyer/tenant will pay a price greater than the price submitted in a written offer; and
 - any confidential information or any other information that a party specifically instructs the broker in writing not to disclose, unless required to do so by law.

AS SUBAGENT: A license holder acts as a subagent when aiding a buyer in a transaction without an agreement to represent the buyer. A subagent can assist the buyer but does not represent the buyer and must place the interests of the owner first.

TO AVOID DISPUTES, ALL AGREEMENTS BETWEEN YOU AND A BROKER SHOULD BE IN WRITING AND CLEARLY ESTABLISH:

- The broker's duties and responsibilities to you, and your obligations under the representation agreement.
- Who will pay the broker for services provided to you, when payment will be made and how the payment will be calculated.

LICENSE HOLDER CONTACT INFORMATION: This notice is being provided for information purposes. It does not create an obligation for you to use the broker's services. Please acknowledge receipt of this notice below and retain a copy for your records.

REOC Austin Partners, LLC	602072	jheare@reocaustin.com	(512) 346-5180
Licensed Broker /Broker Firm Name or Primary Assumed Business Name	License No.	Email	Phone
Jerry Wayne Heare	296974	jheare@reocaustin.com	(512) 346-5180
Designated Broker of Firm	License No.	Email	Phone
Jerry Wayne Heare	296974	jheare@reocaustin.com	(512) 346-5180
Licensed Supervisor of Sales Agent/ Associate	License No.	Email	Phone
Robert Springer	627720	bspringer@reocaustin.com	(512) 346-5180
Sales Agent/Associate's Name	License No.	Email	Phone

Buyer/Tenant/Seller/Landlord Initials

Date



Agenda Item: 4.4

AGENDA MEMORANDUM

Meeting Date: April 16, 2018

Agenda Item: Consideration, discussion and possible action on Resolution R-2018-0002 of the Bastrop Economic Development Corporation approving and requesting approval of an amendment to the Bastrop Economic Development Corporation's FY 2017/2018 annual budget to allocate \$40,000 from reserve funds for remediation of the lot at 921 Main Street.

Prepared by: Shawn Kirkpatrick, Executive Director

At the March 2018 EDC Board meeting, KSA Engineers and staff reviewed with the Board the interim remediation plan for 921 Main Street. The engineering is ongoing and will be complete in the coming weeks with a recommendation of interim remediation necessary to stabilize the site for 12 to 24 months.

This budget amendment allocates \$40,000 for the FY 2017/2018 budget year to the 921 Main Street project. Once approved, the resolution will be forwarded to the City of Bastrop Finance Department to be incorporated into a City of Bastrop FY 2017/2018 budget amendment ordinance.

At the March 2018 meeting, the Board approved expending \$4,500, plus reimbursable professional services, for KSA Engineers to develop the interim remediation plan. These funds will come from the engineering line item in the current year's budget.

Prior studies and reports about the 921 Main Street Project are available under "Current Projects" on the EDC's website, bastropedc.org/current-projects.

Attachments:

Resolution R-2018-0002

Agenda Memorandum from March 19, 2018 Board Meeting, Agenda Item: 3.4

Interim Proposed Solutions for Drainage, Building Enclosures / Sealants study

Recommendation

Approve the Resolution for the budget amendment.

[RECOMMENDED MOTION] I move to approve Resolution R-2018-0002.

RESOLUTION NO. R-2018-0002**A RESOLUTION OF THE BASTROP ECONOMIC DEVELOPMENT CORPORATION APPROVING AND REQUESTING APPROVAL OF AN AMENDMENT TO THE BASTROP ECONOMIC DEVELOPMENT CORPORATION'S FY 2017/2018 ANNUAL BUDGET TO ALLOCATE \$40,000 FROM RESERVE FUNDS FOR REMEDIATION OF THE LOT AT 921 MAIN STREET.**

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

WHEREAS, the BEDC purchased the lot at 921 Main Street (the "Property") from the City of Bastrop, through an agreement dated February 6, 2017; and

WHEREAS, the Property has not yet been developed and delaying the remediation until such time as it is developed may result in further water damage to the adjacent buildings located at 919 Main Street and 925 Main Street; and

WHEREAS, KSA Engineers ("KSA") has conducted a site visit to the Property to inspect the current site conditions and provide recommendations; and

WHEREAS, KSA's recommendation is to perform a feasibility study in order to provide an interim solution to address the site conditions and mitigate the possibility of further drainage impacts to adjacent buildings; and

WHEREAS, the BEDC adopted its FY 2017/2018 Annual Budget on August 21, 2017, after a public hearing on the matter, which was subsequently adopted and authorized by the City of Bastrop City Council; and

WHEREAS, the FY 2017/2018 Annual Budget must be amended to allocate funds to remediate the Property; and

WHEREAS, it is hereby officially found and determined that the meeting at which this Resolution was passed was open to the public, and public notice of the time, place and purpose at which it was read was given in accordance with Chapter 551, Texas Government Code.

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

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

SECTION 2. The Board approves an amendment to the FY 2017/2018 Annual Budget to allocate funds from the BEDC Reserve Fund Balance Account in the amount of \$40,000 to the BEDC "921 Main Street" Account, Account No. 601-70-00-6714 (the "Budget Amendment") to remediate the Property.

SECTION 3. The Board recommends and requests that the Budget Amendment approved hereby by the BEDC be considered and approved by the City of Bastrop City Council for the purposes stated herein.

SECTION 4. This Resolution is effective upon passage.

DULY RESOLVED AND ADOPTED on this ____ day of _____ 2018 by the Board of Directors of the Bastrop Economic Development Corporation.

BASTROP ECONOMIC
DEVELOPMENT CORPORATION

Camilo Chavez, Board Chair

ATTEST:

Sam Kier, Board Secretary

APPROVED AS TO FORM:

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



Agenda Item: 3.4

AGENDA MEMORANDUM

Meeting Date: March 19, 2018

Agenda Item: Update and possible action regarding the 921 Main Street 2017 Phase 1 Site Assessment and Conceptual Planning report and interim site remediation plan by KSA Engineers.

Prepared by: Shawn Kirkpatrick, BEDC Executive Director
Jean Riemenschneider, BEDC Project Manager

KSA Engineers has submitted a proposal to review the original 921 Main Street Site Assessment and provide an Interim Proposed Solutions for Drainage, Building Enclosures / Sealants study (please see attached).

KSA Engineers conducted a site visit to 921 Main Street on March 7th, to visually inspect the current conditions and provide recommendations.

KSA Engineers has provided a proposal to perform a feasibility study to provide an interim solution to address the current conditions of the site and mitigate the possibility of further drainage impacts. The total cost to prepare the feasibility study is \$6,750, plus reimbursable professional services (\$4,500 Engineering Study and \$2,250 Topographical Survey). Based upon their March 7th site visit to 921 Main Street and subsequent review of the KSA Engineering Site Assessment and Conceptual Plan from January 30, 2017, they have estimated that interim site remediation will cost \$15,000 to \$30,000. KSA Engineers will have a representative at the March 19th meeting to discuss the proposals and steps moving forward.

Funds have not yet been budgeted for this project. If the Board chooses to proceed with an interim site remediation plan, a budget amendment will be required, with subsequent approval by City Council. EDC has funds available for the Interim Proposed Solutions for Drainage, Building Enclosures / Sealants study within its engineering budget line item. It is recommended the Board provide direction to staff on proceeding with the study and establish a budget cap for the necessary budget amendment. Staff recommends a budget cap of not to exceed \$40,000 to include interim site remediation.

Prior studies and reports about the 921 Main Street Project are available under "Current Projects" on the EDC's website, bastropedc.org/current-projects.

Following is a brief history of the site.

Site History – *As prepared by the Texas Historical Commission – Town Square Initiative Report*

1866—Cayton Erhard relocated Texas' first drugstore, C. Erhard and Son Drug Store, from San Marcos to this location in 1866. Early photos show a plain arched façade with a metal pole-supported canopy.

1980—The store remained in operation until January 26, 1980, when an early morning fire began in the adjacent meat market and spread to the drugstore. Both buildings were gutted; the Italianate façade of the meat market remained standing while the entire drugstore, including its Spanish colonial façade, was consumed. Both buildings were restored: the meat market, now home to Baxter's on Main, looks much the same as it did at the time of the fire. The drugstore was rebuilt.

2003—The building continued in use until May 13, 2003, when an early morning fire again caused extensive damage to the building. After several years in which no effort was made to demolish/rebuild, the City requested and the owner undertook demolition. The then-stable back wall was left standing and a concrete slab was poured at sidewalk level over the old foundation.

2009—The site remained in that condition until 2009 when the City acquired the entire tract, running the full depth from Main Street to Water Street, with the intention of expanding the City parking lot on Water Street. No plans were made for the use of the western portion, the site of the demolished building.

2010—The Bastrop Main Street Program proposed the building site be repurposed for a public gathering space as well as a gateway from the heart of Main Street to Water Street parking. The Main Street Program proposed a site development plan that included construction of a stylized metal framework resembling the earliest façade. At the same time, the BEDC proposed that the site be sold for commercial development. City Council took no action on either request.

2013—The Bastrop Downtown Business Alliance was permitted to use the vacant lot for public events. A lease agreement was signed and, for a time, the site saw several instances of such use. Electrical service was upgraded; a stage was set up; metal uprights were installed on the perimeter to support lighting and possible sail shades; and a movable iron decorative fencing was added to the Main Street side of the lot to close access to the lot when not in use.

2016—Progressive deterioration of the rear wall and the discovery of site drainage issues negatively affecting the structures on both sides of the lot prompted the City to rescind the use contract and bar access. The BEDC purchased the lot from the city in the summer of 2016 and the Main Street Program and the Downtown Business Alliance are both pressing for mitigation of issues and redevelopment.

Site History – *Bastrop EDC*

July 26, 2016—City Council instructed “the City Manager to negotiate and execute a contract with BEDC to accept the BEDC offer” to purchase the lot at 921 Main Street.

August 15, 2016—EDC Board approved an agreement for the acquisition of a portion of the City-owned property located at 921 Main Street, subject to the City of Bastrop comments.

February 6, 2017—City Manager and EDC Executive Director executed a *Property Transfer Agreement Between the City of Bastrop and The Bastrop Economic Development Corporation [921 Main Street Slab/Lot Restoration Project]* under Texas Local Government Code, Section 253.012.

February 13, 2017—Public presentation of the findings of the Texas Historical Commission – Town Square Initiative and KSA Engineering and Site Assessment report.

February 27, 2017—Presentation to EDC Board about the site assessment reports from Texas Historical Commission – Town Square Initiative and KSA Engineering. EDC Board approved a motion to instruct “EDC staff to prepare an RFP/FRQ for potential developers to submit to develop an infill building project for the vacant lot at 921 Main Street.

April 24, 2017—EDC releases *Request for Qualifications and Proposals (RFQ) 921 Main Street Redevelopment*. RFQ submittal deadline was June 23, 2017 at 5:00 p.m.

May 4, 2017—City of Bastrop files Final Plat subdividing the 921 Main Street into Lot 1 (fronting Main Street) and Lot 2 (fronting Water Street). Lot 1 to be transferred to the EDC and Lot 2 to be incorporated into Alley D parking lot.

June 23, 2017—Title transfer of 921 Main Street Subdivision – Final Plat, Lot 1 from City of Bastrop to Bastrop Economic Development Corporation.

October 16, 2017—EDC Board authorized “legal counsel to prepare a Letter of Intent based on the business points presented by Stone Cobalt and authorize the Executive Director to execute.”

February 26, 2018—EDC Board agreed to extend the non-binding Letter of Intent with Stone Cobalt for 60 days beyond the March 1, 2018 deadline.

Attachments:

Interim Proposed Solutions for Drainage, Building Enclosures / Sealants study.

KSA Engineering Site Assessment and Conceptual Plan from January 30, 2017

Recommendation

Provide direction to staff.

March 15, 2018

Via Email

Bastrop Economic Development Council
Mr. Shawn Kirkpatrick
301 Hwy. 71 W.
Suite 214
Bastrop, Texas 78602

**Re: 921 Main Street Property located in Bastrop
Interim Proposed Solutions for Drainage, Building Enclosures / Sealants**

KSA Project No. BED.006M

KSA Engineers, Inc. appreciates the opportunity to provide the Economic Development Council of Bastrop (herein after "Client") this proposal for professional services to perform engineering studies, produce exhibits, and meetings with City officials. Such efforts on the Clients behalf are to support an interim solution to prevent or minimize as best as possible drainage / weepage impacts on the adjacent properties of 921 Main Street, Bastrop, Texas. The intended use of the site by the Client is for a future Public-Private Partnership for commercial development.

The objective of the Study and Report is to provide an interim solution for a twelve (12) to twenty-four (24) month period, to minimize seepage of water through the exposed common walls into the adjacent properties of the subject property, as well as address as cost-effectively as possible, drainage from on-site to off-site, to avoid ponding and further drainage impacts.

Professional Services

- **Engineering Study** - KSA Engineers shall provide a high-level review and study reviewing: structural considerations of the remaining wall assemblies, new lot drainage options, wall sealants, concrete curbing recommendations for drainage considerations at the lot footprint, considerations of existing wall caps, and any other means & methods considerations.
- **Client Review** – KSA Engineers shall arrange up to two separate (1) hr. meetings with the Client, to review exhibits and concepts, to better vet more favorable conceptual outcomes and documentation utilized for City Review and General Contractor pricing.

March 15, 2018

Page 2 of 4

- Topo Survey – KSA Surveying shall perform ground based surveying to assist Engineering for drainage understanding and proposed solutions

Below is a list of items that shall be included in produced exhibits for the Client, additional to the above provided Scope of Work, depending adequate data exists to provide such information.

Items Included:

- Site / lot layout
- USGS Contours
- Property Boundary
- Adjacent roads
- Aerial image

- Surface / Ground survey of elevations
 - Taken at hundredths of a foot units, with allowable tolerances
 - Ground Shots taken at 5' foot intervals in both directions

- Engineering Recommendations
- Summarized Specifications
- Estimated Construction Costs

Future civil engineering design may require the following, but is not fully assessed or confirmed until full engineering efforts commence beyond initial feasibility studies, therefore typically excluded from base civil engineering efforts:

Exclusions:

- *Cover / Index*
- *General Notes*
- *City of Bastrop / County / TxDOT General Construction Notes*
- *Site Plan*
- *Site Dimension Plan*
- *Site Paving & Joint Plan*
- *Erosion Control Plan*
- *Paving Plan to include typical cross section*
- *Grading Plan*
- *Drainage Plan*
- *On-site Water Quality improvements*
- *Storm Sewer Plan & Profile*
- Geotechnical Report
- Environmental Assessments
- Construction Specifications
- Construction Administration

March 15, 2018
 Page 3 of 4

- Construction Material Testing
- Resident Project Representative Services
- Permit Fees

Reimbursable Professional Services:

The reimbursable professional services include effort expended as a result of utilizing the non-conforming site plan for the basis of design.

Recommended Budget and Schedule:

KSA Engineers, Inc. proposes to provide the engineering services above on a Lump Sum basis. For the engineering services, we recommend the following budget and anticipate completing the work in (3) weeks after receiving approval, and most recent survey of the property.

Base Proposal – Feasibility Study	921 Main St.
Engineering Study =	\$4,500
Structural Engineering Assessment =	Included
Engineering Drainage Assessment =	Included
Construction Details =	Included
Topo Survey =	\$2,250
City of Bastrop Permitting =	TBD
Professional Services Total =	\$6,750
Reimbursable Professional Services:	As Necessary

Please see attached rate sheet for breakdown of hourly rates for selected positions and roles. Estimated values above are calculated utilizing said rates with estimated levels of effort and required personnel, either in a lump sum, time & materials, limit not to exceed, or percentage of cost compensation structure.

March 15, 2018
Page 4 of 4

Acceptance

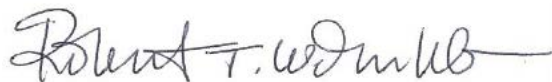
We appreciate the opportunity to provide you these services and are optimistic about working with you on this project. Our work will be executed in accordance with this proposal.

Please confirm approval via email. Following, a Task Order Contract for Engineering Services including Terms and Conditions and Schedule of Fees, shall be provided to sign and return to serve as written authorization to commence work on the services described herein.

KSA considers the data and information contained in this proposal to be proprietary. This proposal and any information contained herein shall not be disclosed and shall not be duplicated or used in whole or in part of any purpose other than to evaluate this proposal.

In the Spirit of Service,

KSA Engineers, Inc.
(Texas Engineering Firm #1356)



Ty Womble, P.E.
Project Manager
(Texas License #117641)

Cc: Mike Burns, P.E.
Eric Davis

Attachments:
2018 - Rate Sheet



Agenda Item: 4.5

AGENDA MEMORANDUM

Meeting Date: April 16, 2018

Agenda Item: Consideration, discussion and possible action regarding proposed debt issuance for FY 2018 for the Agnes Street Extension Project and/or the Technology Drive/MLK Extension and Drainage Project.

Prepared by: Shawn Kirkpatrick, Executive Director

Jason Hughes, Financial Advisor at Hilltop Securities, will be present at the April Board meeting to answer any questions regarding the debt issuance. Mr. Hughes requires direction from the Board on the size and term of the desired FY 2018 debt issuance. By providing that information, Mr. Hughes will prepare the bid documents and solicit bids for the debt issuance. At the May 2018 Board meeting, he will present the rankings of the bids for the Board to make a final determination.

For FY 2018, the EDC budgeted to issue \$1.2M in debt for the Agnes Extension Project as part of the Seton Family of Hospitals performance agreement. The EDC Board previously approved a reimbursement resolution, Resolution 2017-15, for both the \$1.2M Agnes Extension Project and the \$1.8M Technology Drive/MLK Extension and Drainage Project. With changes in the market since the adoption of the FY 2018 budget, it is advisable for the Board to consider the following debt issuances: \$1.2M, \$3M and \$200,000 annual debt service target payment (20 years, \$2,550,000) debt issuance.

Attached is the EDC Debt Service Schedule. Since the FY 2016 budget, the Board's direction has been to reduce the EDC's annual debt load in anticipation of the future issuance.

Below is a summary of the options available for debt issuance.

Projected Debt Service



		Financing to Provide \$1.2 Million in Project Proceeds	Financing to Provide \$3.0 Million in Project Proceeds
10 Year Term	Average Annual Debt Service	\$150,115	\$366,792
	Total Debt Service	\$1,501,147	\$3,667,916
15 Year Term	Average Annual Debt Service	\$111,976	\$273,324
	Total Debt Service	\$1,679,641	\$4,099,859
20 Year Term	Average Annual Debt Service	\$95,217	\$232,908
	Total Debt Service	\$1,904,347	\$4,658,166

NOTE: Projected debt service is based on projected interest rates and is subject to change.

BASTROP EDC



Bastrop EDC Projected Debt Capacity

		Financing Based on Target Annual Debt Service of \$200,000
10 Year Term	Par Amount of Bonds	\$1,635,000
	Total Debt Service	\$2,008,641
15 Year Term	Par Amount of Bonds	\$2,165,000
	Total Debt Service	\$3,004,853
20 Year Term	Par Amount of Bonds	\$2,550,000
	Total Debt Service	\$4,015,796

NOTE: Based on indicative rates as of 3.12.18; preliminary, subject to change.

Attachments:

Hilltop Securities Revised \$200,000 Target Debt Capacity Service Schedule

Hilltop Securities EDC Board Presentation February 2018

Reimbursement Resolution 2017-15

EDC Debt Service Schedule

Recommendation

Provide direction to staff, financial advisor and bond counsel on desired goals and objectives related to the FY 2018 debt issuance.

**Bastrop EDC
Projected Debt Capacity**

**Financing
Based on
Target Annual
Debt Service
of \$200,000**

10 Year Term	Par Amount of Bonds	\$1,635,000
	Total Debt Service	\$2,008,641
<hr/>		
15 Year Term	Par Amount of Bonds	\$2,165,000
	Total Debt Service	\$3,004,853
<hr/>		
20 Year Term	Par Amount of Bonds	\$2,550,000
	Total Debt Service	\$4,015,796
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NOTE: Based on indicative rates as of 3.12.18; preliminary, subject to change.

Review of Prospective Bond Issuance

Bastrop EDC Board Meeting – February 26, 2018



Bastrop EDC

- Series 2006 Sales Tax Revenue & Refunding Bonds
 - Original issue amount: \$2,005,000
 - Current outstanding principal: \$165,000
 - Final maturity: August 15, 2020
 - Sold via a private placement

- City issued Certificates of Obligation (CO's) or General Obligation Refunding Bonds (GO's)
 - Series 2010 CO's – Remaining principal of \$267,190
 - Series 2013 CO's – Remaining principal of \$2,476,000
 - Series 2017 GO – Remaining principal of \$500,000
 - Final maturity of August 1, 2033
 - All supported by EDC revenues

- ❑ Subject to Board decision to move forward
- ❑ Review of two debt issuances
 - One scenario funding \$1.2 million in project proceeds
 - Second scenario funding \$3.0 million in project proceeds
- ❑ Bonds anticipated to be sold via a private placement
 - No need for credit ratings or an offering document
 - Bids are solicited via a term sheet
 - Typically a quicker process than an open market sale
 - Banks generally don't require certain covenants, such as the funding of a debt service reserve fund
 - Lower costs of issuance
 - Allows for local/regional banks to participate
- ❑ Bank meeting all terms and providing the lowest interest rate is the winning bidder

		Financing to Provide \$1.2 Million in Project Proceeds	Financing to Provide \$3.0 Million in Project Proceeds
10 Year Term	Average Annual Debt Service	\$150,115	\$366,792
	Total Debt Service	\$1,501,147	\$3,667,916
15 Year Term	Average Annual Debt Service	\$111,976	\$273,324
	Total Debt Service	\$1,679,641	\$4,099,859
20 Year Term	Average Annual Debt Service	\$95,217	\$232,908
	Total Debt Service	\$1,904,347	\$4,658,166

NOTE: Projected debt service is based on projected interest rates and is subject to change.

- Following is approximate debt capacity based on targeted annual debt service of \$200,000

		Financing Based on Target <u>Annual</u> Debt Service of \$200,000
10 Year Term	Par Amount of Bonds	\$1,675,000
	Total Debt Service	\$2,004,184
15 Year Term	Par Amount of Bonds	\$2,255,000
	Total Debt Service	\$3,015,828
20 Year Term	Par Amount of Bonds	\$2,640,000
	Total Debt Service	\$4,012,963

NOTE: Projected debt service is based on projected interest rates and is subject to change.

- ❑ Board decision on financing
 - Dollar amount
 - Repayment term
- ❑ Distribution of term sheet soliciting bids
 - Ideally, allow at least 3 weeks between sending out the term sheet and response date
- ❑ Receive and rank bids
- ❑ Bids reported to the Board
 - At this time, will know final par amount, interest rates and debt service
- ❑ Board consideration of final pricing
- ❑ Closing approximately 30-35 days later

RESOLUTION NO. R-2017-0015

**A RESOLUTION OF THE BASTROP ECONOMIC DEVELOPMENT CORPORATION
DECLARING EXPECTATION TO REIMBURSE
EXPENDITURES WITH PROCEEDS OF FUTURE DEBT**

THE STATE OF TEXAS §
 § BASTROP ECONOMIC DEVELOPMENT
COUNTY OF BASTROP § CORPORATION

WHEREAS, the Bastrop Economic Development Corporation (the "Issuer") intends to issue debt for infrastructure street improvements and extensions to promote or develop new and expanded business enterprises, including Agnes/Home Depot Way and the Technology/MLK Extension at Bastrop Business and Industrial Park (collectively, the "Projects") and currently desires and expects to reimburse the capital expenditures with proceeds of such debt; and

WHEREAS, prior to the issuance of such obligations, the City of Bastrop (the "City") and/or the Issuer may make expenditures for the Projects from existing funds on hand, and it is the intent of the Issuer to reimburse the City or the Issuer, as the case may be, for such expenditures with the proceeds of sale of such obligations; and

WHEREAS, under Treas. Reg. § 1.150-2 (the "Regulations"), an official intent to reimburse expenditures with the proceeds of tax exempt obligations must be made within 60 days of the date of the original expenditure; and

WHEREAS, the Issuer desires to preserve its ability to reimburse the expenditures with proceeds of taxable or tax exempt obligations.

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

The Issuer reasonably expects to reimburse capital expenditures with respect to the Projects with proceeds of debt hereafter to be incurred by the Issuer, and that this resolution shall constitute a declaration of official intent. The maximum principal amount of obligations expected to be issued for the Projects is \$2,800,000.

PASSED AND APPROVED on this 21st day of August 2017.

[SIGNATURE PAGE FOLLOWS]


RESOLUTION NO. R-2017-0015

BASTROP ECONOMIC
DEVELOPMENT CORPORATION



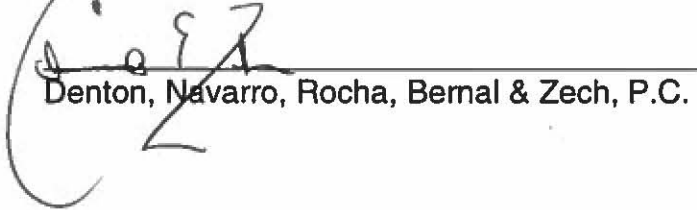
Camilo Chavez, Board Chair

ATTEST:



Sam Kier, Board Secretary

APPROVED AS TO FORM:



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



DEBT SERVICE SCHEDULE

FEBRUARY 21, 2018

	Fiscal Year Budget Year	FY 2015 2014-2015 Actual	FY 2016 2015-2016 Actual	FY 2017 2016-2017 Budget	FY 2018 2017-2018 Budget	FY 2019 2018-2019 Forecasting	FY 2020 2019-2020 Forecasting	FY 2021 2020-2021 Forecasting	FY 2022 2021-2022 Forecasting	FY 2023 2022-2023 Forecasting	
601-70-00-5610	(Debt) Issuance Cost	6,372.50									
601-70-00-7002	Interest Expense										
601-70-00-7133	C of O Series 2013 principal	24.20%	41,140.00	35,860.00	70,000.00	71,000.00	76,000.00	79,000.00	79,000.00	124,000.00	
601-70-00-7134	C of O Series 2013 Interest	FY 2033	102,160.30	101,008.74	98,700.00	96,599.00	94,470.00	91,430.00	88,270.00	42,554.38	
601-70-00-7137	C of O Series 2010 principal	13.88%	41,640.00	42,334.00	45,110.00	46,498.00	49,274.00	49,968.00	58,990.00	62,460.00	
601-70-00-7138	C of O Series 2010 Interest	FY 2022	34,951.74	33,494.38	32,013.00	9,503.00	7,878.00	6,152.00	4,404.00	2,266.00	
601-70-00-7151	GO Refunding Series 2014 principal	7.94%	-	-	-	-	-	-	-	-	
601-70-00-7152	GO Refunding Series 2014 Interest	FY 2031	4,445.28	-	-	-	-	-	-	-	
601-70-00-7501	C of O Series 2008A principal	12.15%	20,655.00	20,000.00	370,000.00						
601-70-00-7502	C of O Series 2008A Interest	FY 2028	11,969.43	18,005.84	16,828.00						
601-70-10-7097	Interest Expense on FNB Notes		1,754.91	3,145.13	46.00						
601-70-10-7135	Bond Principal 2008A										
601-70-10-7136	Bond Interest 2008A										
601-70-10-7155	GO Refunding 2017 Principal					-	-	-	-	60,000.00	
601-70-10-7156	Go Refunding 2017 Interest	FY 2029				20,000.00	20,000.00	20,000.00	20,000.00	20,000.00	
601-70-10-7601	Bond Principal Rev 1996										
601-70-10-7602	Bond Interest Rev 1996										
601-70-10-7603	Bond Principal 2006	100%	220,000.00	235,000.00	50,000.00	55,000.00	55,000.00	55,000.00			
601-70-10-7604	Bond Interest 2006	FY 2020	30,887.00	20,746.00	9,912.00	7,607.00	5,071.00	2,536.00			
601-70-10-7605	Bond Principal 2018	100%									
601-70-10-7606	Bond Interest 2018										
601-70-10-7999	Fiscal Agent Fees		-								
Total Annual Debt Service (I&S)			515,976.16	509,594.09	692,609.00	306,207.00	307,693.00	304,086.00	250,664.00	251,280.38	290,150.00
Percent of Sales Tax (%)			25.74%	24.06%	31.35%	15.09%	14.71%	14.10%	11.27%	10.96%	12.28%

Outstanding Debt

FY 2017



City of Bastrop, Texas

Specialized Public Finance Inc.
248 Addie Roy Road,
Suite B-103
Austin, Texas 78746
512.275.7300
512.275.7305 Fax
www.spubfin.com



SPECIALIZED PUBLIC FINANCE INC.
FINANCIAL ADVISORY SERVICES



TAB E

**EDC-SUPPORTED
DEBT SERVICE REQUIREMENTS**



City of Bastrop, Texas

Aggregate EDC Supported Debt

Aggregate Debt Service

Part 1 of 2

Date	Principal	Interest	Total P+I	Fiscal Total
09/30/2016	-	-	-	-
02/01/2017	-	65,355.71	65,355.71	-
08/01/2017	115,110.00	63,168.32	178,278.32	-
09/30/2017	-	-	-	243,634.03
02/01/2018	-	63,051.11	63,051.11	-
08/01/2018	117,498.00	63,051.11	180,549.11	-
09/30/2018	-	-	-	243,600.22
02/01/2019	-	61,172.40	61,172.40	-
08/01/2019	125,274.00	61,172.40	186,446.40	-
09/30/2019	-	-	-	247,618.80
02/01/2020	-	58,790.10	58,790.10	-
08/01/2020	128,968.00	58,790.10	187,758.10	-
09/30/2020	-	-	-	246,548.20
02/01/2021	-	56,335.66	56,335.66	-
08/01/2021	137,990.00	56,335.66	194,325.66	-
09/30/2021	-	-	-	250,661.32
02/01/2022	-	53,686.47	53,686.47	-
08/01/2022	186,460.00	53,686.47	240,146.47	-
09/30/2022	-	-	-	293,832.94
02/01/2023	-	50,074.38	50,074.38	-
08/01/2023	190,000.00	50,074.38	240,074.38	-
09/30/2023	-	-	-	290,148.76
02/01/2024	-	46,924.38	46,924.38	-
08/01/2024	199,000.00	46,924.38	245,924.38	-
09/30/2024	-	-	-	292,848.76
02/01/2025	-	43,614.38	43,614.38	-
08/01/2025	218,000.00	43,614.38	261,614.38	-
09/30/2025	-	-	-	305,228.76
02/01/2026	-	39,254.38	39,254.38	-
08/01/2026	222,000.00	39,254.38	261,254.38	-
09/30/2026	-	-	-	300,508.76
02/01/2027	-	34,814.38	34,814.38	-
08/01/2027	241,000.00	34,814.38	275,814.38	-
09/30/2027	-	-	-	310,628.76
02/01/2028	-	29,994.38	29,994.38	-
08/01/2028	271,000.00	29,994.38	300,994.38	-
09/30/2028	-	-	-	330,988.76
02/01/2029	-	24,574.38	24,574.38	-
08/01/2029	285,000.00	24,574.38	309,574.38	-
09/30/2029	-	-	-	334,148.76

Aggregate | 10/11/2017 | 10:33 AM

City of Bastrop, Texas

Aggregate EDC Supported Debt

Aggregate Debt Service

Part 2 of 2

Date	Principal	Interest	Total P+I	Fiscal Total
02/01/2030	-	18,874.38	18,874.38	-
08/01/2030	215,000.00	18,874.38	233,874.38	-
09/30/2030	-	-	-	252,748.76
02/01/2031	-	14,574.38	14,574.38	-
08/01/2031	225,000.00	14,574.38	239,574.38	-
09/30/2031	-	-	-	254,148.76
02/01/2032	-	10,074.38	10,074.38	-
08/01/2032	235,000.00	10,074.38	245,074.38	-
09/30/2032	-	-	-	255,148.76
02/01/2033	-	5,227.50	5,227.50	-
08/01/2033	246,000.00	5,227.50	251,227.50	-
09/30/2033	-	-	-	256,455.00
Total	\$3,358,300.00	\$1,350,598.11	\$4,708,898.11	-

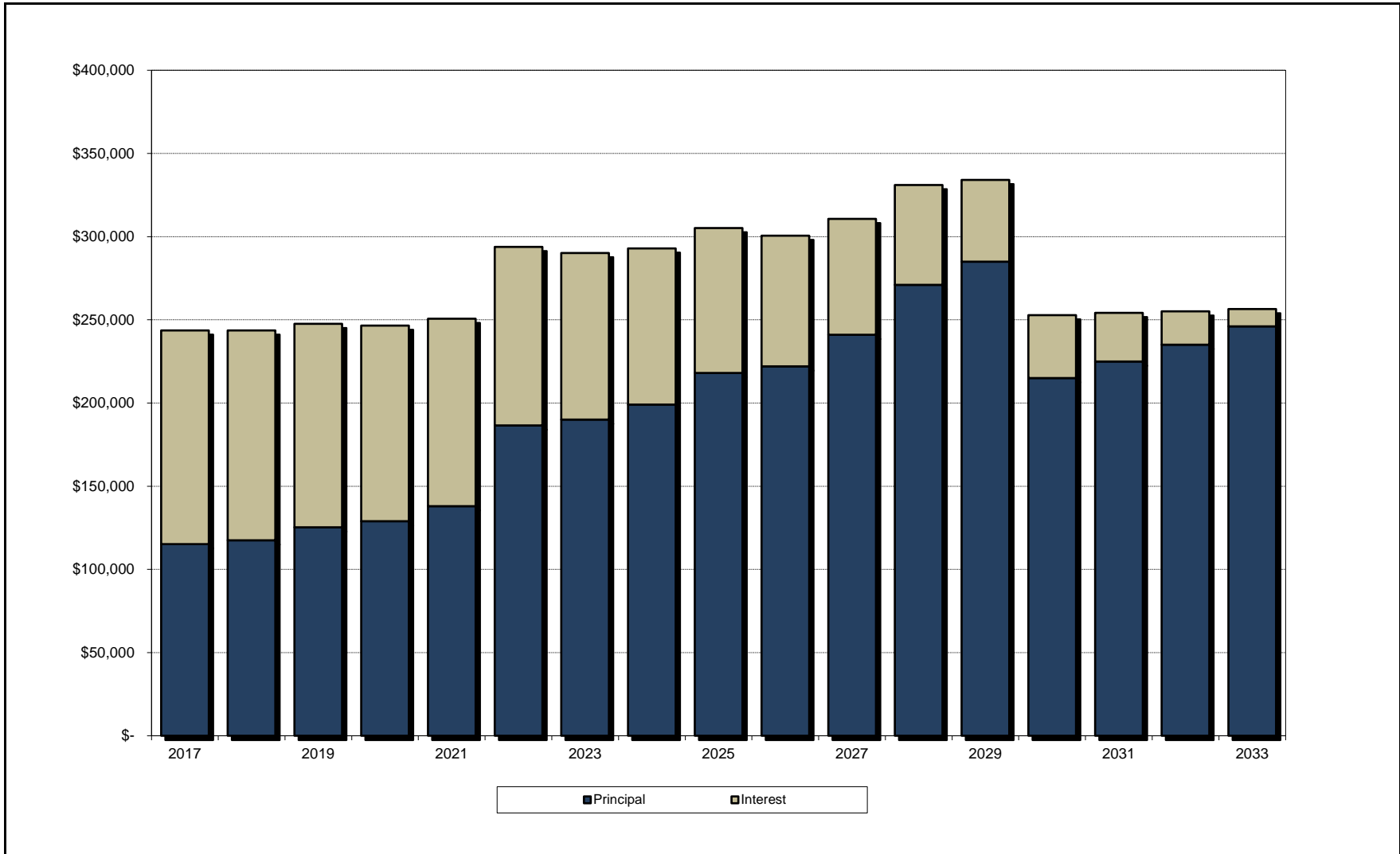
Yield Statistics

Base date for Avg. Life & Avg. Coupon Calculations	2/15/2016
Average Life	10.264 Years
Average Coupon	3.9600024%

Par Amounts Of Selected Issues

13 \$11mm c/o (10/22) FINAL reallo -BEDC	2,546,000.00
10 CO final allocations-after ref -Chestnut St. (EDC)	312,300.00
17 GO Ref (2/7) allocation-Final2 -EDC	500,000.00
TOTAL	3,358,300.00

City of Bastrop, Texas
EDC-Supported Aggregate Debt
As of Fiscal Year 2017



City of Bastrop, Texas**Combination Tax & Revenue Certificates of Obligation, Series 2010**

Chestnut Street Purpose (EDC-Supported)

Debt Service Schedule

Date	Principal	Interest	Total P+I	Fiscal Total
09/30/2016	-	-	-	-
02/01/2017	-	16,006.33	16,006.33	-
08/01/2017	45,110.00	5,541.16	50,651.16	-
09/30/2017	-	-	-	66,657.49
02/01/2018	-	4,751.73	4,751.73	-
08/01/2018	46,498.00	4,751.73	51,249.73	-
09/30/2018	-	-	-	56,001.46
02/01/2019	-	3,938.02	3,938.02	-
08/01/2019	49,274.00	3,938.02	53,212.02	-
09/30/2019	-	-	-	57,150.04
02/01/2020	-	3,075.72	3,075.72	-
08/01/2020	49,968.00	3,075.72	53,043.72	-
09/30/2020	-	-	-	56,119.44
02/01/2021	-	2,201.28	2,201.28	-
08/01/2021	58,990.00	2,201.28	61,191.28	-
09/30/2021	-	-	-	63,392.56
02/01/2022	-	1,132.09	1,132.09	-
08/01/2022	62,460.00	1,132.09	63,592.09	-
09/30/2022	-	-	-	64,724.18
Total	\$312,300.00	\$51,745.17	\$364,045.17	-

Yield Statistics

Base date for Avg. Life & Avg. Coupon Calculations	2/15/2016
Average Life	3.719 Years
Average Coupon	3.5687738%

Par Amounts Of Selected Issues

10 CO final allocations-after ref -Chestnut St. (EDC)	312,300.00
TOTAL	312,300.00

City of Bastrop, Texas

Combination Tax & Limited Revenue

Certificates of Obligation, Series 2013

EDC Supported

Debt Service Schedule

Part 1 of 2

Date	Principal	Interest	Total P+I	Fiscal Total
09/30/2016	-	-	-	-
02/01/2017	-	49,349.38	49,349.38	-
08/01/2017	70,000.00	49,349.38	119,349.38	-
09/30/2017	-	-	-	168,698.76
02/01/2018	-	48,299.38	48,299.38	-
08/01/2018	71,000.00	48,299.38	119,299.38	-
09/30/2018	-	-	-	167,598.76
02/01/2019	-	47,234.38	47,234.38	-
08/01/2019	76,000.00	47,234.38	123,234.38	-
09/30/2019	-	-	-	170,468.76
02/01/2020	-	45,714.38	45,714.38	-
08/01/2020	79,000.00	45,714.38	124,714.38	-
09/30/2020	-	-	-	170,428.76
02/01/2021	-	44,134.38	44,134.38	-
08/01/2021	79,000.00	44,134.38	123,134.38	-
09/30/2021	-	-	-	167,268.76
02/01/2022	-	42,554.38	42,554.38	-
08/01/2022	124,000.00	42,554.38	166,554.38	-
09/30/2022	-	-	-	209,108.76
02/01/2023	-	40,074.38	40,074.38	-
08/01/2023	130,000.00	40,074.38	170,074.38	-
09/30/2023	-	-	-	210,148.76
02/01/2024	-	38,124.38	38,124.38	-
08/01/2024	134,000.00	38,124.38	172,124.38	-
09/30/2024	-	-	-	210,248.76
02/01/2025	-	36,114.38	36,114.38	-
08/01/2025	148,000.00	36,114.38	184,114.38	-
09/30/2025	-	-	-	220,228.76
02/01/2026	-	33,154.38	33,154.38	-
08/01/2026	152,000.00	33,154.38	185,154.38	-
09/30/2026	-	-	-	218,308.76
02/01/2027	-	30,114.38	30,114.38	-
08/01/2027	166,000.00	30,114.38	196,114.38	-
09/30/2027	-	-	-	226,228.76
02/01/2028	-	26,794.38	26,794.38	-
08/01/2028	191,000.00	26,794.38	217,794.38	-
09/30/2028	-	-	-	244,588.76
02/01/2029	-	22,974.38	22,974.38	-
08/01/2029	205,000.00	22,974.38	227,974.38	-
09/30/2029	-	-	-	250,948.76

City of Bastrop, Texas

Combination Tax & Limited Revenue
 Certificates of Obligation, Series 2013
 EDC Supported

Debt Service Schedule

Part 2 of 2

Date	Principal	Interest	Total P+I	Fiscal Total
02/01/2030	-	18,874.38	18,874.38	-
08/01/2030	215,000.00	18,874.38	233,874.38	-
09/30/2030	-	-	-	252,748.76
02/01/2031	-	14,574.38	14,574.38	-
08/01/2031	225,000.00	14,574.38	239,574.38	-
09/30/2031	-	-	-	254,148.76
02/01/2032	-	10,074.38	10,074.38	-
08/01/2032	235,000.00	10,074.38	245,074.38	-
09/30/2032	-	-	-	255,148.76
02/01/2033	-	5,227.50	5,227.50	-
08/01/2033	246,000.00	5,227.50	251,227.50	-
09/30/2033	-	-	-	256,455.00
Total	\$2,546,000.00	\$1,106,775.16	\$3,652,775.16	-

Yield Statistics

Base date for Avg. Life & Avg. Coupon Calculations	2/15/2016
Average Life	11.075 Years
Average Coupon	3.9704344%

Par Amounts Of Selected Issues

13 \$11mm c/o (10/22) FINAL reallo -BEDC	2,546,000.00
TOTAL	2,546,000.00

City of Bastrop, Texas

General Obligation Refunding Bonds, Series 2017

EDC supported

Debt Service Schedule

Date	Principal	Interest	Total P+I	Fiscal Total
03/02/2017	-	-	-	-
08/01/2017	-	8,277.78	8,277.78	-
09/30/2017	-	-	-	8,277.78
02/01/2018	-	10,000.00	10,000.00	-
08/01/2018	-	10,000.00	10,000.00	-
09/30/2018	-	-	-	20,000.00
02/01/2019	-	10,000.00	10,000.00	-
08/01/2019	-	10,000.00	10,000.00	-
09/30/2019	-	-	-	20,000.00
02/01/2020	-	10,000.00	10,000.00	-
08/01/2020	-	10,000.00	10,000.00	-
09/30/2020	-	-	-	20,000.00
02/01/2021	-	10,000.00	10,000.00	-
08/01/2021	-	10,000.00	10,000.00	-
09/30/2021	-	-	-	20,000.00
02/01/2022	-	10,000.00	10,000.00	-
08/01/2022	-	10,000.00	10,000.00	-
09/30/2022	-	-	-	20,000.00
02/01/2023	-	10,000.00	10,000.00	-
08/01/2023	60,000.00	10,000.00	70,000.00	-
09/30/2023	-	-	-	80,000.00
02/01/2024	-	8,800.00	8,800.00	-
08/01/2024	65,000.00	8,800.00	73,800.00	-
09/30/2024	-	-	-	82,600.00
02/01/2025	-	7,500.00	7,500.00	-
08/01/2025	70,000.00	7,500.00	77,500.00	-
09/30/2025	-	-	-	85,000.00
02/01/2026	-	6,100.00	6,100.00	-
08/01/2026	70,000.00	6,100.00	76,100.00	-
09/30/2026	-	-	-	82,200.00
02/01/2027	-	4,700.00	4,700.00	-
08/01/2027	75,000.00	4,700.00	79,700.00	-
09/30/2027	-	-	-	84,400.00
02/01/2028	-	3,200.00	3,200.00	-
08/01/2028	80,000.00	3,200.00	83,200.00	-
09/30/2028	-	-	-	86,400.00
02/01/2029	-	1,600.00	1,600.00	-
08/01/2029	80,000.00	1,600.00	81,600.00	-
09/30/2029	-	-	-	83,200.00
Total	\$500,000.00	\$192,077.78	\$692,077.78	-

Yield Statistics

Base date for Avg. Life & Avg. Coupon Calculations	2/15/2016
Average Life	10.651 Years
Average Coupon	4.0000000%

Par Amounts Of Selected Issues

17 GO Ref (2/7) allocation-Final2 -EDC	500,000.00
TOTAL	500,000.00

Aggregate | 10/11/2017 | 10:44 AM



Agenda Item: 4.6

AGENDA MEMORANDUM

Meeting Date: April 16, 2018

Agenda Item: Receive presentation regarding reallocation of FY 18 Grant Program funds.

Prepared by: Sarah O'Brien, Hospitality & Downtown Director, City of Bastrop

At the March 19th Board Meeting, the Bastrop Economic Development Corporation Board of Directors received a report detailing a recommendation to suspend the FY 18 Grant Program and allow staff to present a plan for reallocation of the \$50,000 for FY 18 based on capacity and timing issues. That recommendation was accepted.

Staff will be presenting a report on the current Bastrop Main Street Program and City of Bastrop's downtown beautification efforts, budget, and shortfall. Staff is seeking direction from the Board on whether these funds could be allocated to this program to complete a large portion of the work in this fiscal year. If the Board wishes to proceed, staff will work with legal counsel to prepare a resolution for consideration at the May 21st Board Meeting.

Attachments:
Presentation

Recommendation

Item is for information purposes only; no recommendation.



FY 18 Grant Funding

THANK YOU



- \$500,000 in grant funds to property owners since 2007
- Main Street Program operation support
- Small Business Development
- Entrepreneurship Support
- Joint Training Programs
- Downtowntx.org
- Small Business Saturday
- Coffee Chat's
- Capital Improvement Projects
- #mybastrop
- Culinary District and Customer Service support

WE HAVE A VISION...

- COMP Plan 2036
- Council Mission & Vision and Focus Areas
- FY 18 Work Plan
- FY 18 Budget designed to shore up sales tax and Increase tourism
 - Strategic HOT policy developments
 - Hospitality & Downtown Department
 - Visit Bastrop
 - Cultural Arts Master Plan



★ 04/13/2018

**DOWNTOWN
BASTROP
IS
OPEN FOR
BUSINESS**



COME TO DOWNTOWN BASTROP FOR A UNIQUE SHOPPING EXPERIENCE. YOU'LL FIND UPSCALE BOUTIQUE STORES HOUSED IN RESTORED CIRCULAR BUILDINGS, AND FEATURING HARD-TO-FIND TREASURES INCLUDING HANDCRAFTED JEWELRY, GOURMET KITCHENWARE, SUSTAINABLE CRAFTS AND SKINCARE, HOME ACCESSORIES, FOODS AND THOUGHTFUL MAIN STREET IN DOWNTOWN BASTROP BOASTS AN ARRANGEMENT OF POP SHOPS, SELLING TOYS, ITEMS, COLLECTABLES, AND CLOTHING. PLUCK A BANJO, YOUR HAND AT A HIMALAYAN BOWL. YOU'LL ALSO FIND GOURMET COFFEE BY THE TEXAS WINES AND HANDMADE SOAPS. WITH PLENTY OF FLAVOR AND MORE THAN 100 WORLD-CLASS FINDS, YOU'LL ENJOY SHOPPING IN DOWNTOWN BASTROP.



WHY BEAUTIFICATION? WHY NOW?

- #mybastrop
- 5 Star, Triple Diamond or Best Western?
- FY 18 Work Plan UE #3 & UE #4
- Main Street Design Committee Work Plan
- Main Street Improvement Project Status
- Special Events
- It's only our future....



AND SO WE GOT TO WORK....

- FY 18 H&D Budget Allocation from CC Cost Savings
- Staff Walk Through & Action List
- Streetscape Inventory
- CARTS interlocal agreement
- Main Street Design Committee & MSAB Input
- Partnerships Developed
- Project List & Budget Developed



04/13/2018

LET'S NOT REINVENT THE WHEEL...

**FY 18 BEAUTFICATION
NEEDS**

\$100,300.00

FY 18 FUNDING

\$53,384.00

SHORTFALL:

BEDC FY 18 GRANT FUNDING

\$50,000

A glowing lightbulb is centered against a black background. The filament is visible and emits a warm, golden light. Overlaid on the lightbulb is the text "the ah-ha moment" in a white, cursive script. The word "the" is in white, "ah-ha" is in yellow, and "moment" is in white.

*the ah-ha
moment*

FY 18 HIT LIST:

- Seating
- Parklets
- Waste Receptacles
- Planter Box Program
- Lighting
- Bike Racks
- Signage
- Landscaping





THERE'S MORE!

SPECIALTY SHOPS

DINING & ENTERTAINMENT

COLORADO RIVER BRIDGE



DOWNTOWN BASTROP

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FACEBOOK.COM/DOWNTOWNBASTROP
INSTAGRAM.COM/DOWNTOWNBASTROPTX

BEAUTIFICATION LEADS TO...

- Increased foot traffic
- Broader tourism and economic development appeal
- Improved recruitment and retention rates
- Business & Property owner pride= motivation
- Greater involvement from community members



WITH HISTORIC ARCHITECTURE, BOUTIQUE SHOPPING, RUSTIC EATERIES, INSPIRING ART GALLERIES AND MUSEUMS, PLUS THE BEAUTIFUL COLORADO RIVER AND 20 ACRES OF ROLLING WATERSIDE PARKLAND, DOWNTOWN BASTROP HAS SOMETHING FOR EVERYONE.

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A LOOK AHEAD...

- FY 19 Beautification Projects
- Sustainable beautification and planting programming
 - Special Events Revenues
 - Bastrop in Bloom Programming
- Discussions about small business and downtown needs
- FY 19 grant funding
- Long range planning to address:
 - Future growth
 - Capital projects

04/13/2018



**QUESTIONS?
DIRECTION?**



Agenda Item: 4.7

AGENDA MEMORANDUM

Meeting Date: April 16, 2018

Agenda Item: Consideration, discussion and possible action on the resignation of Shawn Kirkpatrick as the Executive Director of the BEDC.

Prepared by: Cam Chavez, Board Chair, BEDC Board of Directors

BEDC Executive Director Shawn Kirkpatrick tendered his resignation to the BEDC Board Chair on Friday, April 6, 2018, effective April 20, 2018.

Attachments:

Shawn Kirkpatrick's Letter of Resignation to the BEDC Board of Directors

[SAMPLE MOTION] I move to accept the resignation of Executive Director Shawn Kirkpatrick.

SHAWN A. KIRKPATRICK, CECD, MSC

(512) 988-6443 | skirkpatrick74@gmail.com | www.linkedin.com/in/shawnakirkpatrick

April 6, 2018

Mr. Cam Chavez, Chair
Bastrop Economic Development Corporation
301 Hwy 71 W, Suite 214
Bastrop, TX 78602

Re: Resignation Effective Friday, April 20th

Dear Mr. Chavez:

After deep contemplation with my family, I am resigning my position as Executive Director of the of the Bastrop Economic Development Corporation effective Friday, April 20th. After three-years of highly successful public service in Bastrop, the needs of my family have driven this decision.

It has been a privilege to serve the community and work with so many outstanding members of the EDC Board of Directors, City Council and staff. The EDC staff are true professionals with servant hearts devoted to developing the local economy. Our accomplishments during my tenure have improved the community as a place to live and work and will have a lasting impact.

Thank you for allowing me to serve the community of Bastrop.

Sincerely,



Shawn A. Kirkpatrick