

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

**Monday, October 19, 2020 – 5:00 P.M.**

**Virtual Meeting will be Broadcast via Facebook from  
Bastrop City Hall, 1311 Chestnut Street, Bastrop, Texas**

*Please note that due to the COVID-19 Pandemic and State of Disaster Declaration by the Governor of Texas, and subsequent suspension of certain open-meeting statutes, this meeting of the BEDC will be a virtual meeting only. No staff or BEDC Board Members will be physically present at City Hall. To access the meeting, please visit the City of Bastrop’s Facebook account at <https://www.facebook.com/bastroptx/>.*

**1. CALL TO ORDER**

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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.

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**2. PUBLIC COMMENT(S)**

Due to the nature of this meeting and the need for social distancing, please email any public comments to the following email address prior to the beginning of the meeting at 5:00 p.m. October 19, 2020, with “Public Comments” in the subject line: [angela@bastropedc.org](mailto:angela@bastropedc.org).

**3. REGULAR BUSINESS & PRESENTATIONS**

- 3.1. Approval of meeting minutes from the Bastrop EDC Board Meeting of September 21, 2020. **(page 3)**
- 3.2. Update on 921 Main Street Project by Project Manager Jimmy Crouch. **(page 6)**
- 3.3. Consideration and discussion on the Tenth Amended Bylaws of the Bastrop Economic Development Corporation. **(page 7)**
- 3.4. Consideration and discussion on the Policies & Procedures of the Bastrop Economic Development Corporation. **(page 18)**
- 3.5. Consideration and discussion on the Seventh Amended Protective Covenants of the Bastrop Business and Industrial Park. **(page 32)**
- 3.6. CEO updates on BEDC website analytics; COVID-19 grant update; workforce development update; and CEO and Team presentations for the month. **(page 50)**

**4. ADJOURNMENT**

**CERTIFICATE**

I, Angela Ryan, Operations Manager of the Bastrop Economic Development Corporation (Bastrop EDC), certify that this Notice of Meeting was posted at Bastrop City Hall, 1311 Chestnut Street, and on the Bastrop EDC's website on this the 16th of October 2020 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 Operations Manager

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: 3.1**

**AGENDA MEMORANDUM**

Meeting Date: October 19, 2020

Agenda Item: Approval of meeting minutes from the Bastrop EDC Board Meeting of September 21, 2020.

Prepared by: Kathy Merrifield, Office Manager

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The draft minutes from the September 21, 2020 BEDC Board Meeting are attached.

Attachments:

Draft minutes from the Regular Board Meeting of September 21, 2020

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**Recommendation** – Approve meeting minutes as submitted.

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



**BASTROP ECONOMIC DEVELOPMENT CORPORATION (BEDC)**  
**BOARD OF DIRECTORS**  
**Minutes of Monthly Meeting, September 21, 2020**  
**Virtual Meeting Broadcast via Facebook from**  
**Bastrop City Hall, 1311 Chestnut Street, Bastrop, Texas**

The Bastrop Economic Development Corporation (BEDC) met virtually on Monday, September 21, 2020, at 5:00 p.m. for a Monthly Meeting, which was broadcast from Bastrop City Hall, 1311 Chestnut Street. Board members present: Kathryn Nash, Sam Kier, Connie Schroeder, Ron Spencer, Kevin Plunkett, William (Bill) Gossett and Charles Washington. Staff members present: Cameron Cox, Angela Ryan, Jean Riemenschneider, and Kathy Merrifield. BEDC Attorney Robyn Katz was present via telephone.

1. **CALL TO ORDER** – Board Chair Kathryn Nash called the Board Meeting to order at 5:00 p.m.
2. **PUBLIC COMMENT(S)** – There were no public comments.
3. **REGULAR BUSINESS & PRESENTATIONS**
  - 3.1. Welcome of new BEDC Board Member William Gossett. No action was necessary.
  - 3.2. Recognition of outgoing BEDC Board Member Jeff Haladyna. No action was necessary.
  - 3.3. Approval of meeting minutes from the Bastrop EDC Board Meeting of August 17, 2020 and Special Meeting of August 26, 2020. Mr. Spencer made the motion to approve both sets of minutes with a notation being added to the August 26<sup>th</sup> meeting minutes regarding Mr. Plunkett recusing himself, Mr. Kier seconded, and the motion passed.
  - 3.4. Acceptance of the Bastrop EDC's financial summary report for period ending August 31, 2020. Mr. Kier made the motion to accept the financials as submitted, Mr. Plunkett seconded, and the motion passed.
  - 3.5. Consideration, discussion, and possible action on election of 2020/2021 BEDC Officers: Chair, Vice-Chair, Secretary and Treasurer. Mr. Spencer made the motion to have no changes to the current officers for FY 2020/2021. Kathryn Nash will continue as Chair, Kevin Plunkett will continue as Vice-Chair and Sam Kier will continue as Secretary/Treasurer. Ms. Schroeder seconded, and the motion passed.
  - 3.6. Consideration, discussion, and possible action on FY 2020/2021 Board meeting schedule including date and/or time of meetings. The dates for FY20/21 Board Meetings were presented as being the third Monday of each month except for January and February where the meeting has been moved to the fourth Monday due to MLK Day and Presidents' Day consecutively. Mr. Cox also informed the Board that October and November meetings will be virtual in accordance with Governor Abbott's order and there will not be a December meeting. It was the consensus of the Board to keep the schedule as presented.
  - 3.7. Update on 921 Main Street Project by Project Manager Jimmy Crouch. No action was necessary.
  - 3.8. Consideration, discussion, and possible action on Resolution R-2020-0023 of the Bastrop EDC approving an RFQ to be issued by CEO Cameron Cox for the Bastrop Business & Industrial Park to develop the lower 98 acres. Mr. Spencer made the motion to approve Resolution R-2020-0023, Mr. Kier seconded, and the motion passed.

- 3.9. Consideration, discussion, and possible action on Resolution R-2020-0024 of the Bastrop EDC approving Project Gummy Bears for final approval by Bastrop City Council. Mr. Plunkett made the motion to approve Resolution R-2020-0024, Ms. Schroeder seconded, and the motion passed.
- 3.10. CEO updates on Downtown Trail Project; BEDC website analytics; COVID-19 grant update; and CEO and Team presentations for the month. No action was necessary.

**4. EXECUTIVE SESSION**

- 4.1. At 5:33 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 551.071** Consultation with Attorney and **Sections 551.072 & 551.087** Deliberation regarding the commercial or financial information, as well as the purchase, exchange, lease, or value of real property received on potential projects – Silver Seed Projects, Project Gummy Bears, Project Westworld, and Project Orange.
- 4.2. At 6:31 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 session noted herein.

**5. ADJOURNMENT** – Board Chair Kathryn Nash adjourned the meeting at 6:32 p.m.

APPROVED: \_\_\_\_\_  
Kathryn Nash, Board Chair

ATTEST: \_\_\_\_\_  
Kathy Merrifield, Office Manager

## AGENDA MEMORANDUM

Meeting Date: October 19, 2020

Agenda Item: Update on 921 Main Street Project by Project Manager Jimmy Crouch.

Prepared by: BEDC Staff

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The construction activities over the past week and this upcoming week are as follows:

- Masonry completed.
- Drywall almost completed.
- First delay: new completion date November 9<sup>th</sup> per agreement with Sabre and AI due to AI's low voltage needs changing, elevator wanting additional \$8k for "overtime" for existing schedule, and Kingspan panels. All parties are in agreement with the extra two weeks being needed.
- There will continue to be worker vehicles parked at the back of the property and possibly in the Main Street parking spaces directly in front of the new building.
- Main Street barriers and protection should be removed in coming week or two.

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**Recommendation** – None.

[RECOMMENDED MOTION] – None; item for informational purposes only.





## Agenda Item: 3.3

# AGENDA MEMORANDUM

Meeting Date: October 19, 2020

Agenda Item: Consideration and discussion on the Tenth Amended Bylaws of the Bastrop Economic Development Corporation.

Prepared by: BEDC Staff

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The BEDC Board discussed editing the current Bylaws at the 01/27/20 Board Retreat. The edited Bylaws are attached for the Board's review.

Attachment:  
Edited Bylaws

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**Recommendation** – None – item is for discussion only.



**TENTH AMENDED BYLAWS OF  
THE BASTROP ECONOMIC DEVELOPMENT CORPORATION  
OF THE CITY OF BASTROP, TEXAS  
A NON-PROFIT CORPORATION**

These bylaws (referred to as the “Bylaws”) govern the affairs of the Bastrop Economic Development Corporation, a public instrumentality and a non-profit corporation (hereinafter referred to as the “Corporation”) created originally under Section 4B of the Development Corporation Act of 1979, Local Government Code, Subchapter A, Sections 501.001 and 505.001, *et seq.*, as amended (hereinafter referred to as the “Act”).

**ARTICLE I  
PURPOSE AND POWERS**

**Section 1. Purpose.** The Corporation is incorporated for the purposes set forth in Article IV of its Articles of Incorporation, the same to be accomplished on behalf of the City of Bastrop, Texas (the “City”), as its duly constituted authority and instrumentality in accordance with the Act.

**Section 2. Powers.** The Corporation shall have all of the express and implied powers set forth and conferred in its Articles of Incorporation, in the Act, and in other applicable law.

**ARTICLE II  
BOARD OF DIRECTORS**

**Section 1. Number and Terms of Office.**

- (a) The affairs of the Corporation shall be managed and controlled by a Board of Directors (the “Board”) and, subject to the restrictions imposed by law, by the Articles of Incorporation, the Act, and by these Bylaws, the Board shall exercise all of the powers of the Corporation.
- (b) The Board shall consist of seven (7) Directors, each of whom shall be appointed by and serve at the pleasure of the City Council (the “Council”) of the City of Bastrop.
- (c) Directors are appointed for terms of two (2) years each. Seats on the Board shall be numbered one (1) through seven (7), with the terms of odd numbered seats expiring in June of odd numbered years, and even numbered seats expiring in June of even numbered years.
- (d) Directors are subject to a four (4) term limit, consecutive or otherwise, and under no circumstances shall a Director serve for more than ten (10) cumulative years on the Board.
- (e) Any director may be removed from office by the Council at will, with or without cause.
- (f) In the event of a vacancy on the Board, the position shall be filled in accordance with Bastrop City Charter and Section 2 below.

**Section 2. Qualifications.**



- (a) In accordance with the City Charter for the City of Bastrop the Mayor shall appoint, subject to the confirmation by City Council, the Directors of the Corporation.
  - 1. A minimum of five (5) of the Directors shall be persons who are not members of the City Council of Bastrop. Up to two (2) Directors may be the Mayor or members of the City Council.
  - 2. Employees of the City of Bastrop are not qualified to serve on the Board.
- (b) The City Council shall consider an individual's experience, accomplishments, and education background in appointing Directors to the Board to ensure that the interests and concerns of all segments of the community are considered.
- (c) Each Director shall have at least one (1) of the following qualifications:
  - 1. Experience in management or in an executive capacity.
  - 2. Experience in the evaluation of financial and business records and projections.
  - 3. Experience in economic development matters.
  - 4. Education, training, or experience useful to the Corporation's purposes.
- (d) Directors of the Board shall be:
  - 1. A resident of the City of Bastrop and reside within corporate city limits; except that
  - 2. A maximum of two (2) Directors may be a resident within the City of Bastrop's extended extraterritorial jurisdiction (ETJ).
- (e) Each Director shall be capable of obtaining appropriate bonding in compliance with Article V.

### **Section 3. Resignations.**

- (a) Director resignations shall be made in writing and shall take effect immediately upon receipt by the Chair or the Executive Director. The acceptance of a resignation shall not be necessary to make it effective unless expressly so provided in the resignation.

#### ADDRESSED IN ETHICS POLICY

### **Section 4. Meetings of Directors.**

- (a) The Board shall annually set regular meeting dates and times in the corporate city limits as the Board may determine; provided, however, in the absence of any such determination by the Board or in the event of a conflict, the Board Chair shall select a reasonable date and time to hold the meeting.
- (b) The Board shall hold regular meetings at Bastrop City Hall. If City Hall is not available, the Board Chair shall select a suitable location, which may include a virtual meeting as allowed under state law.

- (c) The annual meeting of the Board shall be held at a date and time determined by the Chair.
- (d) The Chair in consultation with the -Vice Chair and Executive Director may call a special meeting of the Board.
- (e) Directors shall be expected to regularly attend all Board meetings. Special consideration can be granted for absences for good cause. The Council shall be advised of and may remove any Director who is absent from three (3) consecutive regular or special meetings, or 66% of total meetings in a given fiscal year.
- (f) Any Director may request an item be placed on the agenda by delivering the same in writing to the Executive Director no later than ten (10) days prior to the date of the Board meeting.

### **Section 5. Open Meetings Act.**

All meetings and deliberations of the Board shall be called, convened, held and conducted, in accordance with the requirements of the Texas Open Meetings Act.

### **Section 6. Quorum.**

A majority of the Directors shall constitute a quorum for the conduct of official business of the Corporation. The act of a majority of the Directors present at a meeting at which a quorum is in attendance shall constitute the act of the Board and of the Corporation, unless the act of a greater number is required by law, or is otherwise required within these Bylaws. A Director may not vote by proxy.

### **Section 7. Conduct of Business.**

- (a) At the meetings of the Board, matters pertaining to the business of the Corporation shall be considered in accordance with the rules of procedure as from time to time may be prescribed by the Board by resolution.
- (b) At all meetings of the Board, the Chair shall preside and, in the absence of the Chair, in the order of availability, the Vice Chair, the Treasurer and then the Secretary shall exercise the powers of the Chair.

### **Section 8. Committees of the Board.**

The Board may constitute from time to time committees of the Board that are deemed necessary or appropriate. No such committee shall have independent authority to act for or in the stead of the Board.

### **Section 9. Compensation of Directors.**

Directors shall not receive any salary or compensation for their service as Directors. However, they may be reimbursed for their actual reasonable expenses incurred in the performance of their duties hereunder. The policy regulating payment of reasonable actual expenses incurred in performance of official duty shall be determined by the Board.

### **Section 10. Conflicts of Interest.**

The Directors are subject to the City's Code of Ethics, set forth in the City's Code of Ordinances, Article 1.15, *et seq.*, (hereafter "Code of Ethics") and shall conform thereto for purposes of addressing potential and/or actual conflicts of interest.

### **GIFTS ARE ADDRESSED IN THE ETHICS POLICY ABOVE SEC. 1.15.9(b)**

## **ARTICLE III OFFICERS**

### **Section 1. Titles and Term of Office.**

- (a) The officers of the Corporation shall be a Chair, Vice-Chair, Secretary, and Treasurer. Any two (2) offices may be held by the same person, except the office of Chair of the Board. Terms of office shall be one (1) year with the right of an officer to be reelected.
- (b) All officers shall be subject to removal from office at any time by a vote of the majority of the Board.
- (c) A vacancy in the office of any officer shall be filled by a vote of the majority of the Board.
- (d) Neither the office of Chair or vice-Chair may be held by a member of the City Council.

### **Section 2. Powers and Duties of the Chair.**

The Chair of the Board shall:

- (a) Preside over all meetings of the Board.
- (b) Have the right to vote on all matters coming before the Board.
- (c) Have the authority to, upon seventy-two (72) hour notice to the Directors, call a special meeting of the Board, when in his or her judgment such meeting is required.
- (d) Have the authority to appoint ad hoc committees of the Board, which may address issues of a temporary nature of concern or which have a temporary effect on the business of the Board.
- (e) Have the authority to appoint advisory committees to the Board to further the overall development plan of the Board.

- (f) Shall sign with the co-signature of the Secretary, any document which the Board has approved, unless the execution of said document has been expressly delegated to some other officer or agent of the Corporation by appropriate Board resolution, by a specific provision of these By-laws, or by statute.
- (g) In general, the Chair of the Board shall perform all duties incident to the office, and such other duties as shall be prescribed from time to time by the Board.

### **Section 3. Vice-Chair.**

In the absence of the Chair, or in the event of his or her inability to act, the - Vice Chair shall perform the duties of the Chair. When so acting, the - Vice Chair shall have all power of and be subject to all the same restrictions as those incumbent upon the Chair. The - Vice Chair shall also perform other duties as from time to time may be assigned to him or her by the Chair.

### **Section 4. Secretary.**

The secretary shall keep the minutes of all proceedings of the Board and make a proper record of the same, which shall be attested by the secretary. The Secretary shall keep such books as may be required by the Board and shall perform such other duties as may be required by the Board. The Secretary shall cause notices to be posted of all Board meetings in accordance with the Texas Open Meetings Act.

### **Section 5. Treasurer.**

The Treasurer shall, in general, perform all the duties incident to that office and such other duties as from time to time may be assigned to him or her by the Chair of the Board or the Board in general. The Treasurer shall receive and give receipt for money due and payable to the Corporation and shall deposit such monies received by the Corporation, in accordance with Article IV of these Bylaws, if such monies are not directly deposited in the Corporation's accounts.

### **Section 6. Assistant Secretaries and Assistant Treasurers.**

The Board may appoint assistant secretaries and assistant treasurers as it may consider desirable, who shall in general perform such duties as may be assigned to them by the Secretary or the Treasurer, or by the Chair of the Board. The assistant secretaries and assistant treasurers need not necessarily be Directors.

### **Section 7. Executive Director.**

- (a) The Board shall employ an Executive Director, who shall be the Chief Executive Officer of the Corporation and who shall serve at the will and pleasure of the Board.
- (b) The Executive Director shall have responsibility for all day-to-day activities of the Corporation, including periodic updates to City Council, and shall be responsible for all

applicable administrative requirements of its Articles of Incorporation, these Bylaws, and the Act, as amended.

- (c) The Executive Director may have a staff to assist in the carrying out of his responsibilities.
- (d) The Board shall develop a job description for the Executive Director position, a performance review schedule and criteria for review, and shall review the performance of the Executive Director based upon the schedule and criteria.
- (e) The Executive Director and staff shall be required to follow the Code of Ethics and all current Personnel Policies and Procedures of the Corporation. .

#### **ARTICLE IV FUNCTIONAL CORPORATE DUTIES AND REQUIREMENTS**

##### **REMOVED & CEO PROVIDES UPDATES TO COUNCIL ABOVE**

##### **Section 1. Annual Corporate Budget.**

The Board shall cause to be prepared, and shall submit to the City Council, a budget for the forthcoming fiscal year, and in accordance with the annual budget preparation schedule set forth by the City Manager. The budget shall be submitted to the City Manager for inclusion in the annual budget presentation to the City Council. The budget proposed for adoption shall include the projected operating expenses, and such other budgetary information as shall be useful to or appropriate for the Board and the City Council. No budget amendments shall become effective without City Council approval. No expenditures of funds shall be made unless such expenditure is provided for by the City Council approved budget of the Corporation.

##### **Section 2. Contracts for Service.**

- (a) The Corporation may contract with any qualified and appropriate person, association, corporation or governmental entity to perform and discharge designated tasks which will aid or assist the Board in the performance of its duties.
- (b) No such contract shall ever be approved or entered into which seeks or attempts to divest the Board of its discretion and policy-making functions.

##### **Section 3. Books, Records, and Audits.**

- (a) The Corporation shall keep and properly maintain, in accordance with generally accepted accounting principles, complete books, records, accounts, and financial statements pertaining to its corporate funds, activities, and affairs.
- (b) The Corporation shall cause its books, records, accounts, and financial statements to be audited at least once each fiscal year by an outside, independent auditing and accounting firm approved by the Corporation, which may be included with the City's annual audit process. Such audit shall be at the expense of the Corporation.

- (c) All books, records, accounts, and financial statements shall be kept and administered in accordance with the Texas Public Information Act, Chapter 552, Texas Government Code.

#### **Section 4. Deposit and Investment of Corporate Funds.**

- (a) All funds of the Corporation shall be deposited on a regular basis, consistent with generally accepted accounting practices, in a local bank that is a depository of the City, which shall be federally insured and shall be selected following procedures and requirements for selecting a depository as set forth in Chapter 105 of the Local Government Code. All deposits shall be properly accounted for as deposits of the Corporation.
- (b) Temporary and idle funds, which are not needed for immediate obligations of the Corporation, shall be maintained on deposit in the Corporation's depository, or may be invested in any other legal manner in compliance with the Internal Financial Control Policies of the Corporation and City Investment Policy.
- (c) All proceeds from loans or from the issuance of bonds, notes, or other debt instruments ("Obligations") issued by the Corporation shall be deposited and invested as provided in the resolution, order, indenture, or other documents authorizing or relating to their execution or issuance.

#### **Section 5. Expenditures of Corporate Money.**

The monies of the Corporation, including sales and use taxes collected pursuant to the Act, monies derived from the repayment of loans, rents received from the lease or use of property, the proceeds from the investment of funds of the Corporation, the proceeds from the sale of property, and the proceeds derived from the sale of Obligations, may be expended by the Corporation for any of the purposes authorized by the Act, subject to the following limitations:

- (a) Expenditures from the proceeds of Obligations shall be identified and described in the orders, resolutions, indentures, or other agreements submitted to and approved by the City Council prior to the execution of loan or financing agreements or the sale and delivery of the Obligations, to the purchasers thereof required by Section 7 of this Article;
- (b) Expenditures that may be made from a fund created with the proceeds of Obligations, and expenditures of monies derived from sources other than the proceeds of Obligations, may be used for the purposes of financing or otherwise providing one or more "Projects", as defined in the Act. The specific expenditures shall be described in a resolution or order of the Board, and shall be made only after the approval thereof by the City Council;
- (c) Corporation shall set its own Internal Financial Control Policies for finance and payment policies in accordance with State law.

#### **Section 6. Issuance of Obligations.**

Any debt issuance issued by the Corporation shall be in accordance with the statute governing this corporation, but in any event, no debt issuance shall be issued without approval of the City Council, after review and comment by the City's bond counsel and financial advisor.

## **ARTICLE V MISCELLANEOUS PROVISIONS**

### **Section 1. Principal Office.**

- (a) The principal office of the Corporation shall be located at such place as determined by the Board.
- (b) The Corporation shall have and shall continually designate a registered agent at its Registered Office, as required by the Act.

### **Section 2. Fiscal Year.**

The fiscal year of the Corporation shall be the same as the fiscal year of the City.

### **Section 3. Surety Bonds.**

The Chair, - Vice Chair, and Treasurer of the Board shall give an official bond in the sum of not less than One Hundred Thousand and no/100 Dollars (\$100,000). The bonds referred to in this section shall be considered for the faithful accounting of all monies and things of value coming into the hands of such officers. The bonds shall be procured from some regularly accredited surety company authorized to do business in the State. The premiums thereafter shall be paid by the Corporation. A copy of each officer's bond shall be filed with the Secretary of State.

### **Section 4. Indemnification of Directors, Officers, and Employees.**

The Directors shall authorize the Corporation to pay or reimburse any current or former employee, director or officer of the Corporation for any costs, expenses, fines, settlements, judgments, and other amounts, actually and reasonably incurred by such person in any action, suit, or proceeding to which he or she is made a party by reason of holding such position as employee, officer or director; provided, however, that such person shall not receive such indemnification if they be finally adjudicated in such instance to be liable for gross negligence or intentional misconduct in office. The indemnification herein provided shall also extend to good faith expenditures incurred in anticipation of, or preparation for, threatened or proposed litigation. The Board may, in proper cases, extend the indemnification to cover the good faith settlement of any such action, suit, or proceedings, whether formally instituted or not.

### **Section 5. Legal Construction.**

These Bylaws shall be construed in accordance with the laws of the State of Texas.

### **Section 6. Severability.**

If any provision or section of these Bylaws is held to be invalid, illegal or unenforceable in any respect, the invalidity, illegality or unenforceability shall not affect any other provision, and the Bylaws shall be construed as if the invalid, illegal, or unenforceable provision had not been included in the Bylaws.

## **ARTICLE VI EFFECTIVE DATE AND APPROVAL**

### **Section 1. Effective Date.**

These Bylaws shall become effective upon the occurrence of the following events:

- (1) the adoption of these Bylaws by the Board, and
- (2) the approval of the Bylaws by the City Council.

### **Section 2.**

These Tenth Amended Bylaws of the Bastrop Economic Development Corporation were approved and adopted at a meeting of the Board of the Bastrop Economic Development Corporation, held on November 16, 2020.

[SIGNATURE PAGE FOLLOWS]



\_\_\_\_\_  
Katherine Nash, Chair of the Bastrop

Economic Development Corporation

NEEDS FINAL FORMATTING CHANGES

Approved and adopted at a meeting of the City Council held on \_\_\_\_\_, 20\_\_.

\_\_\_\_\_  
Connie Schroeder, Mayor of Bastrop, Texas

Attest:

\_\_\_\_\_  
Ann Franklin, City Secretary

DRAFT



## Agenda Item: 3.4

# AGENDA MEMORANDUM

Meeting Date: October 19, 2020

Agenda Item: Consideration and discussion on the Policies & Procedures of the Bastrop economic Development Corporation.

Prepared by: BEDC Staff

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The BEDC Board discussed editing the current Policies & Procedures at the 01/27/20 Board Retreat. The edited Policies & Procedures are attached for the Board's review.

Attachments:  
Edited Policies & Procedures

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**Recommendation** – None – item is for discussion only.



# Bastrop EDC Board Meeting Policies & Procedures

## I. Meetings

1. The BEDC Board of Directors shall adopt a schedule for regular meetings, including date, time, and location, in accordance with the Bylaws of the Bastrop EDC.
2. All meetings and deliberations of the Board shall be called, convened, held and conducted in accordance with the requirements of the Texas Open Meetings Act and applicable State Law.
3. Directors shall be expected to regularly attend all Board meetings. Special consideration can be granted for absences for good cause. The Council shall be advised of and may remove any Director who is absent from three (3) consecutive regular or special meetings, or 66% of total meetings, in accordance with the Bylaws of the EDC.

It shall be the Secretary and/or Assistant Secretary's responsibility to monitor and report attendance, as required and/or necessary.

## II. Agenda Preparation

1. The Executive Director in cooperation with the Executive Committee shall have administrative oversight in preparing meeting agendas.
2. Any individual or group who wishes to have an item of business placed on the agenda shall make a written request to the Executive Director. The request must be in writing and must state the nature of the matter so that the Executive Director and/or appropriate staff will have an opportunity to prepare and/or assist in the preparation of the appropriate materials for the Board's consideration. The request must be received by the Executive Director no later than ten (10) days prior to the meeting, in accordance with the Bylaws of the EDC.
3. If appropriate, the Executive Director will resolve requests that do not require Board action. If Board action is required, the Executive Director, in consultation with the Executive Committee, will determine when the individual or group should be placed on the agenda. The time limit for any individual or representative addressing the Board shall be five minutes, unless the Chair permits additional time.
4. Agenda packets, prepared by the EDC staff, shall include as much background information on the subject as is available and feasible, for each item of business placed on it. The agenda shall be posted at the BEDC offices, at Bastrop City Hall, and on the BEDC's website at least 72 hours prior to the meeting.

### III. Meeting Decorum

1. The purpose of this policy is to establish rules of decorum for members of the public attending and/or addressing the Bastrop Economic Development Corporation (Bastrop EDC) in a public meeting. The policy is intended to facilitate the conduct of public meetings in an open and orderly manner and in an environment safe for all persons in attendance, and to promote open meetings that welcome debate of issues being discussed by the BEDC Board in an atmosphere of fairness, courtesy, and respect for differing points of view.
2. Public Meeting Decorum:
  - a) Persons in the audience will refrain from behavior which will disrupt the public meeting. This will include making loud noises, clapping, booing, hissing, shouting, or engaging in any other activity in a manner that disturbs, disrupts or impedes the orderly conduct of the meeting.
  - b) Persons in the audience will refrain from creating, provoking or participating in any type of disturbance involving unwelcome physical contact.
  - c) Persons in the audience will refrain from talking on cell phones while the meeting is in session.
  - d) The Chair may rule out of order any comments made that are rude, inappropriate, or intended to harass any person or group of people or that are not addressed to the entire Board, and is authorized to take reasonable and appropriate measures to ensure compliance with these rules.
  - e) Failure to comply with this Public Meeting Decorum Policy which will disturb, disrupt or impede the orderly conduct of the meeting may result in removal from the meeting and/or possible arrest.

### IV. Public Addressing the Board

1. Public Comment Period
  - a) For persons wishing to address the BEDC Board on items not listed on the agenda, the speaker should complete a "Request to Speak" form and submit to the Board Chair or designated staff member:  
  
**For Public Comments, the completed "Request to Speak" form should be submitted before the meeting being called to order by the Chair.**
  - b) The time limit for any individual or representative addressing the Board shall be three minutes, unless the Chair approves additional time.
  - c) Directors and staff may not comment on matters brought to the Board during the public comment period.
  - d) Speakers' comments should be addressed to the full body. Requests to engage any specific Board member(s) or staff in conversation will not be honored. Abusive language will not be tolerated.

- e) Speaker should provide their name and address at the beginning of their remarks for the formal record.
- f) Speakers and any other members of the public will not approach the Board at any time without prior consent from the Chair of the meeting.

## 2. Agenda Item Comments

- a) For persons wishing to address the BEDC Board on agenda items, the speaker should complete a "Request to Speak" form and submit to the Board Chair or designated staff member:

**For Agenda Item Comments, the completed "Request to Speak" form should be submitted before the agenda item being called for consideration by the Chair.**

- b) Generally, once an agenda item is called for consideration by the Chair, the following sequence shall occur:
  - i. Presentation of the agenda item by EDC staff and/or requestor,
  - ii. Board questions and answers related to the presentation of the agenda item,
  - iii. Public comments on the agenda item,
  - iv. Board consideration of action related to the agenda item:
    - Motion and second
    - Debate
    - Vote
  - v. The Board shall consider only one single motion and second at a time.
- c) The time limit for any individual or representative addressing the Board shall be three minutes and limited to the agenda item under consideration, unless the Chair approves additional time.
- d) Abusive language will not be tolerated.
- e) Speaker should provide their name and address at the beginning of their remarks for the formal record.
- f) Speakers and any other members of the public will not approach the Board at any time without prior consent from the Chair of the meeting.

## V. Officers

1. The officers of the Board shall be Chair, Vice-Chair, Secretary and Treasurer as prescribed in the Bylaws of the Corporation.
2. The Presiding Officer shall preside at the meetings of the Board and shall have the following powers:
  - a) To call the meeting to order and adjourn at the conclusion of business or in an emergency;
  - b) To rule motions in or out of order, including the right to rule out of order any motion patently offered for obstructive or dilatory purposes;

- c) To determine whether a speaker has gone beyond reasonable standards of courtesy in his/her remarks and to entertain and rule on objections from other members on this ground;
  - d) To call a brief recess at any time.
3. In accordance with the Bylaws of the EDC, at all meetings of the Board, the chair shall preside and, in the absence of the Chair, in the order of availability, the Vice-Chair, the Treasurer or the Secretary shall exercise the powers of the Chair.

In the absence of an officer, the Board shall elect a Presiding Officer from the attending membership.

#### **VI. Action by the Board**

1. The Board shall proceed by motion. Any Director, including the Chair, may make a motion.
2. A Director may make only one motion at a time.
3. The Chair shall preside over the debate.
4. A motion shall be adopted by a majority of the votes present.

#### **VII. Closed/Executive Sessions**

The Bastrop EDC Board of Directors shall have the authority to meet in closed/executive session pursuant to the Texas Local Government Code, Chapter 551.

#### **VIII. Quorum**

In accordance with the Bylaws of the EDC, a majority of the Directors shall constitute a quorum for the conduct of official business of the Corporation. The act of a majority of the Directors present at a meeting at which a quorum is in attendance shall constitute the act of the Board and of the Corporation, unless the act of a greater number is required by law, or is otherwise required within the Bylaws of the EDC.

#### **IX. Recording of Meetings**

1. Any radio or television station is entitled to broadcast all or any part of an official meeting of the Board that is required to be open to the public. Any person may photograph, film, tape record, or otherwise reproduce any part of a meeting required to be open.
2. The Chair and/or designee reserves the right to designate where any and all broadcasting, photographing, filming and/or recording devices and operating personnel may be placed and/or displaced at any meeting required to be open.

3. The BEDC may contract with any organization or entity that provides video recording and live streaming capabilities.

**X. Meeting Minutes**

1. Minutes shall be kept of all meetings of the Board of Directors.
2. Closed session minutes will be kept as required by law.
3. Draft minutes become official upon Board approval.

**XI. Records Retention**

1. The BEDC shall adhere to the Texas State Library and Archives Commission schedule for local government.
2. Video recordings are retained for up to two years, unless otherwise required by state law.

# Bastrop EDC Corporation Governance Policies & Procedures

## I. **Appointments**

Appointments to the BEDC Board are made by the Governing Body of the City of Bastrop, according to State Law and the BEDC Articles of Incorporation and Bylaws.

## II. **Conflicts of Interest**

1. Directors of the Board shall sign a Conflict of Interest statement upon appointment to the Board.
2. In accordance with the Bylaws of the EDC, the Directors are subject to the City's Code of Ethics Policy, set forth in the City's Code of Ordinances, Article 1.15, et seq., and shall conform thereto for purposes of addressing potential and/or actual conflicts of interest.
3. In the event that a Director is aware that he or she has a conflict of interest and/or potential conflict of interest as defined by State Law and/or the City of Bastrop's Ethics Policy of the City Code of Ordinances, with regard to any particular matter or vote before the Board, the Director shall bring the same to the attention of the Chair and/or Executive Director and shall abstain from discussion and voting thereof.
4. If any Director or member of the public believes that any Director may have a conflict of interest on a matter before the Board, he/she is advised to inform the Chair and/or Executive Director in writing.
5. Any questions or complaints regarding possible ethics violations shall be conveyed in writing to the BEDC Attorney who shall review the City's Ethics Policy for any violations.

## III. **Duties of the Board**

Directors serve as voting members of the Board of Directors of the Bastrop EDC, developing policies, procedures and regulations, and monitoring financial performance of the Corporation.

1. Directors shall have the following obligations to the Corporation:
  - a) Be knowledgeable and support the mission, purpose and goals of the EDC.
  - b) Discharge the duties of a Director as outlined in the applicable state statutes, Articles of Incorporation, Bylaws, and these Policies & Procedures.
  - c) Have oversight of the Executive Director tasked with carrying out the day-to-day operations of the Corporation.
  - d) Participate in the establishment and adoption of policy and procedures of the Corporation.



- e) Monitor the financial performance of the Corporation.
  - f) Participate in the development of the economic development strategy and monitor the performance of the Corporation in fulfilling its mission, purpose and goals.
2. The Board shall adopt a mission statement and adopt an annual budget that allows for the mission of the EDC to be carried out. This budget shall be adopted in accordance with the Bylaws and City's annual budget schedule.
  3. The Board shall approve the expenditure of funds in accordance with all applicable laws and these Policies & Procedures.
  4. In accordance with the adopted mission, the Board shall promote projects or programs that directly accomplish or aid in the accomplishment of creating or retaining jobs and capital investment, including educational, job training or planning and research activities necessary to promote job creation or retention. The Corporation's focus of economic development will be primarily in the areas of:
    - a) Primary job and capital investment creation, including business retention and expansion of existing primary industries and new enterprises and their job creation.
    - b) Non-primary industry business development, including existing business retention and expansion, small business development, and retail and destination development.
    - c) Community development, including infrastructure development within applicable laws.
    - d) Development and re-development within the community.
    - e) Education and workforce development supporting local industry.

#### **IV. Committees**

1. The officers of the Board shall comprise the Executive Committee of the Board.
2. The Board may create standing and/or *ad hoc* committees as needed. The Board Chair may appoint Directors and/or members of the public to committees as needed.

#### **V. EDC Operations and Staffing**

1. The Board shall approve the staffing level of the BEDC during the annual budget process.
2. The Board shall have sole authority to hire, fire and direct the Executive Director.
3. The Board shall enter into a written employment contract with the Executive Director who shall serve as the Chief Executive Officer having the authority to hire, manage and direct EDC staff, as well as oversee the day-to-day operations of the BEDC, enforcement of these policies and carrying out the BEDC mission.
4. The Executive Director shall conduct annual reviews of each EDC staff member in September of each year and prepare as part of the Executive Director's own annual

review each October/November their findings, outcomes and goals for each staff member from this review.

5. The EDC staff shall be subject to the personnel policies of the City of Bastrop except where preempted by these Policies & Procedures or other written contracts as approved by the Board.

## **VI. EDC Calendar & Work Operating Hours**

1. The fiscal year for the EDC shall begin October 1<sup>st</sup> of each year and the budget for each year shall be prepared by the Executive Director and presented for Board approval on or before the preceding July meeting of the EDC each year.
2. The following shall be the calendar of vacation dates for EDC employees:
  - New Year's Day
  - Martin Luther King, Jr. Day
  - George Washington's Birthday
  - Memorial Day
  - Independence Day
  - Labor Day
  - Columbus Day
  - Thanksgiving Day
  - Black Friday
  - Christmas Eve
  - Christmas Day
  - New Year's Eve
3. The EDC shall operate normal business hours and be open from 8am to 5pm Monday through Friday unless there is an emergency and/or otherwise approved by the Executive Director, Chair and/or Treasurer.

# Bastrop EDC Financial Policies & Procedures

## I. Financial Administration

The Corporation's financing and accounting records shall be maintained according to the following guidelines:

1. The Corporation shall contract with the City of Bastrop, or any approved public accounting firm, for financial and accounting services that includes monthly financial reports and annual audits to be distributed to the Board of Directors.
2. The EDC will comply with the Financial Policies & Procedures of the Corporation and applicable state and federal laws.
3. In accordance with the Bylaws of the EDC, the Board shall cause to be prepared, and shall submit to the City Council of the City, a budget for the forthcoming fiscal year, and in accordance with the annual budget preparation schedule set forth by the City Manager.
4. The Executive Director shall have the authority to make purchases and sign contracts up to the value of ten thousand dollars (\$10,000), on behalf of the Corporation.
5. Internal Financial Control Policy related to annually budgeted "Contingency Funds".
  - a) The BEDC Executive Director and/or staff may remove, commit, obligate or spend funds held by the BEDC as "Contingency Funds" in an amount not to exceed \$1,000, after obtaining prior written approval of the BEDC Board Chair. (IFC #1)
  - b) Neither the Executive Director nor the staff of the BEDC may remove, commit, obligate or spend more than \$1,000 of the funds held by the BEDC as "Contingency Funds" without prior notice to and formal approval by a majority vote of the BEDC Board of Directors. (IFC #2)
6. Internal Financial Control Policy related to "reserved" or "restricted funds" of the Corporation.
  - a) Certain BEDC funds, commonly referred to by the Board of Directors as "reserved" or "restricted funds", may be placed in alternative investment options/instruments, when jointly agreed upon by and between the Board Chair, Executive Director and the City of Bastrop's Director of Finance, so long as the alternative options/instruments selected for such placement have been formally approved and adopted by the City of Bastrop for its municipal Financial Investment Policy. (IFC #3)

## II. Contracted Services

### 1. General Services & RFQs

- a) The Corporation may contract for professional, consultant, construction, financial, legal or other service intended to carry out the mission of the Corporation.
- b) Any such contracted for service does not require a request for qualifications process, or any similar process; however, any amount over \$10,000 requires Board approval and any amount over \$100,000 to be paid in a single sum, or cumulatively within a ninety (90) day time frame for any such services shall require a request for qualifications to be issued and prepared by the Executive Director with subsequent Board approval of the selection.

### 2. Legal Services

- a) The Corporation shall contract with an attorney who has experience with economic development and municipal law.
- b) There shall be a written engagement between the BEDC and the attorney and/or firm.
- c) The Executive Director, in consultation with the Executive Committee, shall have the authority to contract with outside legal counsel when in his/her opinion a project and/or legal matter would benefit from such counsel.
- d) Directors are advised to contact the Executive Director of the Corporation regarding legal matters to avoid duplicative communications with legal counsel. In matters related to the performance of the Executive Director, the Directors are advised to contact the Chair of the Board.

# Bastrop EDC Travel Policies & Procedures

The Bastrop Economic Development Corporation (EDC) participates in a variety of activities that require staff or directors to travel on behalf of the organization. Since staff and directors are frequently required to travel, attend local meetings, or otherwise incur expenses in the interest of the Bastrop EDC, it is necessary to establish standard regulations governing the behavior, expectations, and expenses associated with this travel. To provide uniformity, the following procedures will be followed by all EDC representatives.

## I. Code of Conduct

All representatives of the Bastrop EDC and participants in travel sponsored by the Bastrop EDC are expected to commit to the following:

1. Show respect for every representative of the Bastrop EDC and business associates encountered while traveling by refraining from all forms of intimidation, sexual and physical harassment, and acts of prejudice that infringe upon the rights of others.
2. Refrain from causing physical injury to themselves and others. A representative will be held financially and legally responsible for any and all damage inflicted upon other persons.
3. Refrain from causing damage to real or personal property of others. A representative will be held financially and legally responsible for any and all damage inflicted upon the property of others.
4. Preserve the quality of facilities visited during their travels.
5. Respect cultural differences. This includes observing the proper etiquette in business/social settings, e.g. being punctual for appointments, not speaking out of turn, etc.
6. Refrain from irresponsible behavior, including the inappropriate or excessive consumption of alcohol.
7. Refrain from behaving in ways that would be considered unprofessional or tarnish the reputation of the Bastrop EDC.

- ## II. Travel Arrangements:
- The Staff of the Bastrop EDC will handle all travel arrangements for Bastrop EDC events. The most economical means of travel to destination and return will be utilized, while accounting for the preferences and schedules of EDC representatives.

1. **Commercial Airlines:** The Bastrop EDC will only pay for air coach tickets. If a representative wishes to upgrade their tickets, they must pay for this expense out of pocket.
2. **Personal Vehicles:** The Bastrop EDC will pay a per mile rate based on the amount authorized by the Internal Revenue Service. Mileage will be limited if a representative chooses to drive when air travel would have been cheaper or more timely. It is recommended that EDC representatives attempt to carpool if possible.
3. **Taxis, Transportation Network Companies (TNC) and other Chauffeured Services:** If an EDC representative is not in possession of or in the same vehicle as a representative with an EDC credit card, the Bastrop EDC will reimburse a representative's taxi, TNC, chauffeured vehicle services, and bus fares for required transportation. Representatives are encouraged to utilize the most economic transportation method and carpool if possible. Receipts must be provided for reimbursement.
4. **Vehicle Rental:** The Bastrop EDC prefers not to rent vehicles unless otherwise necessary. If necessary, the Bastrop EDC has a corporate account and staff will take care of making reservations. This account includes vehicle insurance, so the EDC representative does not need to purchase additional insurance. In accordance with rental company regulations, the vehicle rental must be paid for with a credit card in the name of the person renting the vehicle. If an EDC representative is renting a vehicle and does not have an EDC credit card issued in their name, the expenses associated with renting the vehicle will be reimbursed to the representative.
5. **Parking:** The Bastrop EDC will pay for airport parking, in long-term parking lots only, as required while a representative is out of town. If a representative parks in a more expensive lot, the Bastrop EDC will reimburse at the lower parking rate. While at the destination, the Bastrop EDC will also pay for required parking fees for personal or rented vehicles. EDC representatives shall choose the most economical parking options while at their destination.
6. **Lodging:** The Bastrop EDC Staff will handle making lodging reservations on behalf of EDC representatives. EDC representatives shall make their lodging accommodation preferences known at the request of EDC staff. The EDC will attempt to pay for lodging on an EDC issued credit card; however, if an EDC representative must pay for lodging on their own credit card they will be reimbursed.
7. **Per Diem:** The Bastrop EDC will provide representatives with a per diem that is in accordance with the U.S. General Services Administration Per Diem Rates for the appropriate fiscal year and destination city.
8. **Registration Fees:** The Bastrop EDC will pay registration fees associated with EDC related activities. These shall be prepaid in most circumstances.

9. **Entertainment Related Marketing Expenses:** EDC staff will attempt to anticipate entertainment expenses related to marketing Bastrop and seek prior approval from the Executive Director, Chair and/or Treasurer. Alcohol may be purchased in limited circumstances and shall be pre-approved by the Executive Director, Chair and/or Treasurer in advance. Failure to obtain such pre-approval shall prohibit reimbursement. Representatives may not otherwise use EDC funds for the purchase of alcohol for personal consumption.

10. **Other Expenses:** The Bastrop EDC will not pay for expenses unless it specifically relates to the purpose of the trip, a project and/or an event.

III. **Approval of Travel Expenditures:** Travel expenses will be reconciled and reviewed by the Chair and/or Treasurer for compliance with this policy.

IV. **Attendance by Non-EDC appointed Representatives:** The Bastrop EDC acknowledges that non-EDC representatives (e.g. spouses, significant others, or relatives) may travel with EDC representatives. Non-EDC appointed representatives must purchase and pay for all of their travel accommodations and associated expenses themselves. If the attendance of non-EDC appointed representatives increases the cost of travel accommodations for the EDC portion of the trip, these additional costs will need to be reimbursed to the Bastrop EDC. Non-EDC appointed representatives must not interfere with the schedule of EDC representatives, and while they may attend extracurricular and afterhours activities, they must conduct themselves in the same professional manner as the EDC representatives.



## Agenda Item: 3.5

# AGENDA MEMORANDUM

Meeting Date: October 19, 2020

Agenda Item: Consideration and discussion on the Seventh Amended Protective Covenants of the Bastrop Business and Industrial Park.

Prepared by: BEDC Staff

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The edited Protective Covenants are attached for the Board's review.

Attachments:  
Edited Protective Covenants

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**Recommendation** – None – item is for discussion only.





**Bastrop Economic Development Corporation's  
Seventh Amended Protective Covenants  
 Bastrop Business and Industrial Park  
 Bastrop, Texas  
 Bastrop County, Texas**

THE STATE OF TEXAS                   §  
   §       KNOW ALL MEN BY THESE PRESENTS:  
 COUNTY OF BASTROP                 §

**THAT, WHEREAS, BASTROP ECONOMIC DEVELOPMENT CORPORATION**, a Texas economic development corporation (hereinafter referred to as the "BEDC"), is the owner of over fifty-one percent (51%) of that certain 265.403 acre tract of real property located in Bastrop County, Texas, as more fully described in "Exhibit A," attached hereto and made a part hereof for all purposes, ("Bastrop Business and Industrial Park" or the "Park" or the "Property"); and

**WHEREAS**, the Property was made subject to a Declaration of Protective Covenants, Conditions and Restrictions for the Bastrop Business Industrial Park, recorded at Volume 844, Pages 799-835, filed on or about April 3, 1997, in the Official Records of Bastrop County, Texas, (the "Original Protective Covenants, Conditions and Restrictions"); and

**WHEREAS**, the Original Protective Covenants, Conditions and Restrictions have been previously amended by the BEDC on six prior occasions, as follows:

1. On or about December 3, 1997, the First Amendment to the Original Protective Covenants, Conditions and Restrictions was recorded at Volume 882, Pages 606–621, in the Official Records of Bastrop County, Texas ("First Amendment"); and
2. On or about October 7, 1998, the Second Amendment to the Original Protective Covenants, Conditions and Restrictions was recorded at Volume 939, Pages 608-623, in the Official Records of Bastrop County, Texas ("Second Amendment"); and
3. On or about March 29, 1999, the Third Amendment to the Original Protective Covenants, Conditions and Restrictions was recorded at Volume 971, Pages 09–10, in the Official Records of Bastrop County, Texas ("Third Amendment"); and
4. On or about May 13, 1999, the Fourth Amendment to the Original Protective Covenants, Conditions and Restrictions was recorded at

SEVENTH AMENDMENT TO THE  
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BASTROP BUSINESS AND INDUSTRIAL PARK

Volume 980, Pages 797–798, in the Official Records of Bastrop County, Texas (“Fourth Amendment”); and

5. On or about July 7, 2014, the Fifth Amendment to the Original Protective Covenants, Conditions and Restrictions was recorded at Volume 2332, Pages 267-288, in the Official Records of Bastrop County, Texas (“Fifth Amendment”); and
6. On or about May 7, 2015, the Sixth Amendment to the Original Protective Covenants, Conditions and Restrictions was recorded in the Official Records of Bastrop County, Texas (“Sixth Amendment”); and

**WHEREAS**, BEDC, pursuant to the Texas Property Code, Title 11, Chapter 202, as owner of over fifty-one percent (51%) of the Property, now wishes to amend the Fifth Amended Protective Covenants, Conditions and Restrictions and replace those prior recorded Amendments to the Covenants, Conditions and Restrictions with those detailed herein, as the “Seventh Amended Protective Covenants, Conditions and Restrictions” (“Seventh Amendment”); and

**WHEREAS**, the BEDC desires that the Property and/or portions thereof sold and conveyed by the BEDC in the future shall be subject to the covenants, conditions and restrictions, liens, and charges hereinafter set forth as the Seventh Amendment; and

**WHEREAS**, BEDC desires to create and carry out a uniform plan for the improvement, development, and sale of the Property and portions thereof for the benefit of the present and future owners of the Property, and desires to maintain a high quality of development in the Park, BEDC hereby adopts and establishes the following Seventh Amended Covenants, Conditions and Restrictions (“Protective Covenants” or “Covenants”), which shall apply uniformly to the use, improvement, occupancy, and conveyance of all the Property, including the roads, avenues, streets, alleys, and waterways therein; and each contract or deed which is executed with regard to the Property, or any portion thereof, shall conclusively be held to have either been: (1) executed, delivered, and accepted subject to the following (regardless of whether or not the same are set out in full or by reference in said contract or deed), or (2) have received full notice of this Seventh Amendment to the covenants now applicable to the Property, going forward; and

**WHEREAS**, the purpose of the original and these amended Protective Covenants is to ensure that the Industrial Park is developed and maintained as a high quality industrial park, serving the Central Texas area, and that the Property and development therein maintains and increases in value, over time, for those businesses and industries which have elected to locate and operate in the Industrial Park; and

**WHEREAS**, to maintain the high quality and standards noted herein, the BEDC and City shall enforce these Protective Covenants and the City’s Code of Ordinances,

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promptly, assertively, consistently and fairly to the benefit of all who own Property and/or operate in the Industrial Park.

**NOW, THEREFORE**, it is hereby declared that all the Property shall be held, sold, conveyed, and occupied subject to the following Protective Covenants, which are hereby amended and adopted by the BEDC for the purpose of protecting the value and desirability of the Property and the Industrial Park, and which shall run with the Property and shall be binding on all parties having any right, title, or interest in or to the Property, or any part thereof, their heirs, successors and assigns, and shall inure to the benefit of each owner and occupier thereof. Further, the above listed prior amendments to the Protective Covenants, filed in the Bastrop County Official Records, are hereby abrogated and replaced in whole by the following Seventh Amendment to the Protective Covenants.

**BASTROP BUSINESS AND INDUSTRIAL PARK**  
**PROTECTIVE COVENANTS, CONDITIONS AND RESTRICTIONS**  
**("PROTECTIVE COVENANTS" OR "COVENANTS")**

**A. DEFINITIONS:**

For the purposes of these Protective Covenants, the following terms and words are to be used and interpreted as hereinafter defined.

1. **BEDC and/or Bastrop Economic Development Corporation:** A 4B Economic Development Corporation operating under the laws of the State of Texas, statutorily enabled and operating pursuant to Chapters 501 and 505 of the Local Government Code, and the owner and developer of fifty-one percent (51%) or more of the Property in the Bastrop Business and Industrial Park, as of the date of this amended filing. The BEDC includes its Board of Directors, (also referred to herein as the "Board"), and any reference to "BEDC" or "Board" actions are those acts of the Corporation that are approved by the Board
2. **Berm:** An earthen mound designed to provide visual interest, screen undesirable views, and/or decrease noise.
3. **Boundary Property Line:** The near side of any street, alley, stream, or other permanently dedicated open space from the noise source when such open space exists between the property line of the noise source and adjacent property. When no such open space exists, the common line between the two parcels of property shall be interpreted as the boundary property line.
4. **Building:** Any structure intended for shelter, housing, or enclosure of persons, animals, or chattel. When separated by dividing walls without openings, each portion of such structure so separated shall be deemed a separate structure.

SEVENTH AMENDMENT TO THE  
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- A. Primary: A building in which the primary activity associated with the lot is conducted.
  - B. Accessory: A building customarily incidental and subordinate to the primary building located on the same lot.
5. **Building Area:** That portion of a lot upon which buildings may be placed, excluding required yards and limited by the maximum building coverage as specified.
  6. **Building Coverage:** The percent of the lot area covered by the building exclusive of all overhanging roofs.
  7. **Building Line:** A line established generally parallel to the front street line. No building or structure may be permitted in the area between the building line and the street right-of-way line.
  8. **Caliper:** The diameter of a tree at four (4) feet in height (from natural or built up ground level).
  9. **Code of Ordinances:** The ordinances and related regulations that are adopted by and enforced by the City of Bastrop, Texas, and which are generally applicable to the Industrial Park.
  10. **Decibel:** A unit measurement of sound pressure.
  11. **Easement:** A right given by the owner of a parcel of land to another person, public agency, or private corporation for a specific and limited use of that property.
  12. **Face of the Building:** The general outer surface, not including cornices, bay window, or architectural projections.
  13. **Frequency:** The number of times per second a vibration or sound wave oscillates.
  14. **Frontage:** The measure of property on one side of a street, closest to the street right-of-way, and between the two side property lines associated with the same tract of land.
  15. **Ground Cover:** Plants, normally reaching an average maximum height of not more than 24 inches at maturity.
  16. **Height:**

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- A. **Building**: The vertical distance from grade or base flood elevation, whichever is higher, to the highest finished roof surface (in the case of flat roofs), or to a point at the average height of the highest roof having a pitch.
  - B. **Sign**: The vertical distance from the uppermost point of an outdoor advertising sign to the ground immediately below such point.
  - C. **Wall**: The vertical distance to the top measured from the foundation wall, or from a girder or other immediate support of such wall.
  - D. **Screen/Fence**: The vertical distance to the top measured from natural or built-up ground level immediately below the screen.
17. **Industrial Park**: The Bastrop Business and Industrial Park Subdivision in the City of Bastrop, Bastrop County, Texas.
18. **Landowner**: The legal and beneficial owner of all the land proposed to be included in a development or transaction, including the possessor of an option or contract to purchase, or other persons having an enforceable vested proprietary interest in such land.
19. **Landscaping**: Any combination of living plants (such as grass, ground cover, shrubs, vines, hedges or trees) and non-living landscape materials (such as rocks, pebbles, sand, mulch, walls, fences or decorative paving materials).
20. **Loading Space**: A space on the same lot as the main building specifically provided for the standing, loading, or unloading of trucks and having minimum dimensions of twelve (12) by sixty (60) feet.
21. **Lot**: A parcel of land occupied or intended for occupancy by a use permitted in these covenants, including one (1) primary building together with its accessory buildings, open spaces, and parking spaces required by these covenants, and having its principal frontage upon a street or upon an officially approved point of access.
- A. **Corner**: A lot abutting upon two (2) or more streets at their intersection.
  - B. **Depth**: The perpendicular distance between the front and the rear lot lines.
  - C. **Double-Frontage**: A lot having direct access to two parallel public streets. For purposes of this covenant, land abutting such streets shall be considered “front yards.”
  - D. **Line**: The boundary line of the property.

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- E. Frontage: The yard or yards nearest the streets.
  - F. Rear Line: The boundary of a lot, which is most distant from and most nearly parallel to, the front lot line.
  - G. Side Line: Lines running between the front and rear property lines.
22. **Masonry:** The term Masonry, when applied to the Building Design and Material standards contained herein, includes materials such as: stone, brick, stucco, decorative concrete blocks and tilt-wall concrete construction. (Note: fluted, split-face, or other common types of 'concrete blocks' are not acceptable.) Other materials, if equal in quality and aesthetic appearance to decorative masonry, may also be considered to be Masonry, upon the specific request made to and approval by the BEDC Board, prior to construction.
23. **Odorous Matter:** Any solid, liquid, or gaseous matter, including but not limited to gases, vapors, dusts, fumes, and mists, which causes an odor sensation to human beings.
24. **Owner:** The BEDC or other party once conveyance of a tract in the Park by the BEDC is final.
25. **Parking Space:** A permanently surfaced area, enclosed or unenclosed, sufficient in size to store one automobile, together with a permanently surfaced driveway connecting the parking space with a street or alley and permitting ingress or egress of an automobile.
26. **Paving:** A system of structuring base material and sealing an impervious wear surface.
27. **Project:** The development of a tract in the Industrial Park by an owner, grantee, occupant or lessee, as approved by the Board and the City, and in compliance with these Seventh Amended Protective Covenants, Conditions and Restrictions, as hereinafter amended by the Board.
28. **Screen/Fence:** There are two types of screens/fences allowed in the Industrial Park, as follows: (1) "Opaque", which is a type of screen/fence that does not provide *any* visibility of the areas or items that are located beyond the barrier and which are generally built from materials such as stone, wood, brick, block or other similar materials; and (2) "Non-opaque", which is a type of screen/fence that allows a partial or complete view of the areas and items beyond the barrier and which are generally built from materials such as decorative iron, chain link, or other suitable semi-opaque materials. The BEDC has the right of approval on all proposed Non-opaque fencing, and will consider the use that will be made of the property behind

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- the fence when evaluating approval. Accordingly, all applicants must specify (and document) what use and what materials, equipment, etc., will be placed behind Non-opaque fencing, if proposed. No chain metal fencing that utilizes ‘woven slats’ will be allowed in the Park. [Reference Section “H.”]
29. **Shrub:** A woody plant, smaller than a tree, consisting of several small stems from the ground or small branches near the ground.  
DEFINED UNDER CITY SIGN ORDINANCE REFERENCED HEREIN
30. **Site Plan:** A site plan is an architectural plan, landscape architecture document, and a detailed engineering drawing of proposed improvements to a given lot; and, includes detailed drawings to show a building’s footprint, travel ways, parking, power and utility lines and easements, water drainage plan, lighting plan, drainage facilities, sanitary sewer lines, water lines, trails, lighting, and landscaping and garden elements.
31. **Smoke:** The visible discharge of particulate matter from a chimney, vent, or combustion process.
32. **Sound Level Meter:** An instrument used to measure sound intensity.
33. **Structure:** Anything constructed or erected, the use of which requires a location on the ground or an attachment to something located on the ground.
34. **Setback:** A distance between the lot-line and the point where a building may be constructed.
35. **Toxic and Noxious Matter:** Any solid, liquid, or gaseous matter which is present in sufficient quantities to endanger the health, safety, and comfort of persons in the vicinity or which may cause injury or damage to property as defined by the United States Environmental Protection Agency (EPA).
36. **Variance:** A request by a current or future owner, grantee, occupant or lessee in the Industrial Park that the Board approves a variation from the strict application of the standards and restrictions set forth herein. The BEDC shall hear and decide, as the final decision maker, all such requests, upon a completed application for same, provided to the Board along with documentation and evidence supporting the application for such variance.
37. **Vibration:** A temporal and spatial oscillation of displacement, velocity, or acceleration in a solid material.
38. **Yard:**

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- A. Front: An unoccupied open space on the same lot with a building, between the wall of the building nearest the street on which the lot fronts, and bounded by the line of that wall as if extended, the side lines of the lot and the front street line of the lot. The front yard of a corner lot consisting of one platted lot is the yard adjacent to that street on which the lot has its least dimension.
- B. Rear: An unoccupied open space on the same lot with a building, between the rear-line as if extended, the side lines of the lot and rear line of the lot.
- C. Side: An unoccupied open space on the same lot with a building, situated between the building and the side-line of the lot and extended through from the front yard to the rear yard. Any line not a rear-line or a front-line is deemed to be a side-yard line.

**B. USES PERMITTED:**

The following uses are allowed in the Industrial Park: Processing, research, service businesses, light industrial, manufacturing, warehousing, office and distribution and services ancillary to these identified, allowable uses. No portion of the Property shall be used in any manner that may damage or in any way negatively affect the quality of the Industrial Park, as a whole, or the Park's other occupants by reason of odor, fumes, dust, glare, noise, air, ground or water pollution, noxious waste, fire/explosion hazard. (See also, "Performance Standards").

**C. BUILDING DESIGN AND MATERIALS:**

1. General: The objective of these restrictions and covenants is to obtain quality and consistency in architectural design and a high quality of improvements in the Industrial Park, which is intended to protect and enhance values of businesses in the Industrial Park. In order to achieve this, and allow variety and the use of new materials (as they may develop), all architectural designs, whether for primary or accessory structures, are strictly subject to review and approval of the BEDC Board of Directors.
2. The Industrial Park is composed of two (2) development areas, as shown on the attached map (see Exhibit "B"). The two Areas are identified as follows:
  - a. **Area A:** The following **Design and Material Standards** shall apply to the tracts that are located in Area A:
    - The height of buildings or structures may not exceed City Code for areas **zoned Industrial**.



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- All primary or accessory structures should be constructed in Masonry.
  - The BEDC will have the right to make or grant variances and give written approval of all materials to be used in constructing a building in Area A. Approval by the BEDC of any proposed alternative materials shall be deemed to be in compliance with these Protective Covenants.
- b. **Area B:** The following **Design and Material Standards** shall apply to the tracts that are located in Area B:
- The height of buildings or structures may not exceed City Code for areas **zoned Industrial.**
  - Primary and accessory structures must have Masonry and/or glass fronts (i.e., the front of the building will be all walls which face to the street carrying the structure's address); however, up to three (3) walls of such buildings may be constructed of steel.
  - The BEDC will have the right to make or grant variances and give written approval of all materials to be used in constructing a building in Area B. Approval by the BEDC of any proposed alternative materials shall be deemed to be in compliance with these Protective Covenants.

**D. CONSTRUCTION:**

Construction of each Project (construction) will commence within twelve (12) months of the purchase or lease of the property by a business or industry locating in the Park. Construction will be considered to be underway upon approval of an acceptable set of building plans by BEDC and the Planning Department of the City of Bastrop, and all applicable building construction permits applied for from the City have been issued. Construction shall be completed no later than eighteen (18) months after such work is commenced, unless otherwise formally approved and varied by the BEDC, in writing.

**E. BUILDING SETBACKS, LOT COVERAGE AND SITE PLANS:**

Building setbacks, lot coverage, and utility easements shall all be set in accordance with City Code, and all site plans and plats shall be approved by the BEDC.

**F. PARKING:**

Parking shall follow City Code, and parking layout and materials used for construction of parking areas must be approved by BEDC prior to construction.

**G. LANDSCAPING:**

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All open, unpaved areas, including but not limited to fronts, sides of buildings, and all setback areas, shall, upon development, be planted and landscaped according to a plan submitted for approval by the property Owner to the BEDC with a site plan in Section E above. Approval of any such plan will be based on its harmony and consistency with the general character and aesthetic quality of the Industrial Park, as a whole. If tracts of land are being held for future development, within sixty (60) days of purchasing/closing such tracts, the new Owner(s) shall install and maintain ground cover on the tract. It is the Owner's responsibility to properly maintain tracts owned by them, at all times. Complete Landscaping, in compliance with these Protective Covenants and the City Code, by Owner, is required at the time of development of the property.

**H. SCREENING/FENCING:**

The right of a purchaser, grantee, owner, or lessee of tracts in the Industrial Park, to use tracts of land and structures on the Property, shall not be construed as permission to keep goods, materials, waste, mechanical parts, equipment, incinerators, storage tanks or similar items on the purchaser's, grantee's, owner's, or lessee's grounds in a manner that, when exposed to the public view, reduces the overall aesthetic appearance, look or quality of the Industrial Park, in the sole opinion of the Board.

If a purchaser, grantee, owner or lessee determines that it has a need to store or keep these types of items, equipment or materials in the public view, they shall be fenced or screened in a manner approved by the BEDC, in advance of such storage.

All screening and fencing in the Industrial Park is required to be at a minimum height (above ground level) of eight (8) feet, unless this height is varied by formal action of the Board. Different types of screening and/or fencing (i.e., Opaque or Non-opaque) is required, depending on what is being shielded or stored, and whether a direct view from adjacent buildings, streets, or public space is advisable for security purposes, as follows: (1) If, for security purposes, the purchaser, grantee, owner or lessee of a tract desires not to use Opaque screening or fencing, then equipment and vehicles that are present on the property may be fenced or screened by the use of Non-opaque materials, approved in writing, by the Board; however, all equipment, vehicles, materials and property visible through the fence/screen must be continuously maintained in a manner that is clean, organized and aesthetically acceptable to those who view the property through the fences/screen; or (2) Water towers, storage tanks, equipment, exhaust fans, skylights, cooling towers, vents, pallet storage, refuse collection receptacles or compacting equipment, transformers, and all other structures or equipment related to a building on the property shall be architecturally compatible with the building or shall be effectively shielded from public view and view of adjacent properties by the use of Opaque screening or fencing materials, and the design, location and screening for same shall be approved, in writing, by the Board before construction or erection of such structures or placement of such equipment; and (3) All scrap materials, waste, trash, junk, storage of items, inventory,

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parts, and pallets, etc., must be completely screened from view of the public and adjacent properties by use of Opaque screening, fencing or design elements and materials.

The City and Board will strictly enforce the screening/fencing provisions detailed herein.

**I. DRIVEWAYS:**

No driveway shall be permitted within fifty (50) feet of a street intersection.

**J. OUTSIDE STORAGE OR OPERATIONS:**

Outside storage or operations on any tracts shall be strictly limited to the rear two-thirds (2/3) of the property, and shall be completely screened from the street, public view and/or adjacent properties, by use of Opaque screening/fencing, as defined herein. Under no circumstances shall any materials or equipment be stored within sixty (60) feet of any street.

Screening specifications shall be submitted with the site plan to the BEDC prior to construction. No boat, trailer, camper, home trailer, bus, or other recreational vehicle shall be parked or stored, either permanently or semi-permanently (i.e., on an “off-and-on” basis), on any property in the Park, unless such items are completely screened in the manner described above, using Opaque screening, as defined herein. No residential-type occupancy of trailers, campers, recreational vehicles, etc., is allowed at any time in the Park. Any outside storage shall be well-secured and properly lighted so as not to invite criminal activity in the Industrial Park.

**K. LOADING DOCKS:**

Loading docks will be permitted on any side of the primary building, but delivery vehicle loading and unloading shall occur only within the property and not on, or from, a public street.

**L. SIGNS:**

All signs shall be submitted with the site plan for BEDC approval, and shall be designed, located and installed in full compliance with the City’s Code of Ordinances. (See, Bastrop Code of Ordinances, Chapter 3, Section 3.20.001, *et seq.*, which may be amended from time to time.)

**M. EXTERIOR ILLUMINATION:**

Illumination will be required on all parking areas and walkways between buildings and parking areas unless otherwise waived or modified by BEDC. No wooden poles may be used in connection with exterior illumination. Additionally, all buildings shall have exterior

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illumination facilities for their front entrance. Upon completion of any building, any such illumination facilities required by these covenants which are located on the property on which the building is constructed shall remain in operation at a minimum from dusk until 10:00 p.m. each night. Exterior illumination shall be designed to light only buildings, parking areas, and walkways and shall not produce glare on adjacent streets or lots. All ground level floodlighting fixtures shall be depressed or screened from public view.

**N. UTILITIES EASEMENTS:**

No structure shall be erected on any easement as reserved on the plat and as provided on the deeds of conveyance on any particular lot. No improvements may be placed within such easements without prior written approval of BEDC. Easements may be crossed by improvements providing the property owner receives the necessary approval in advance from any utility company or municipal district agency providing services via the said easement.

**O. GARBAGE AND REFUSE DISPOSAL:**

No lot shall be used or maintained as a dumping ground for trash or garbage. Trash, garbage, and other waste products shall be kept in sanitary containers approved by the City of Bastrop. All incinerators or other equipment for storage, compaction, or disposal of such materials shall be kept in a clean and sanitary condition, maintained and serviced regularly. Dumpsters shall be adequate in size to handle all waste produced by the business operation and, at no time, may any refuse or garbage be placed outside of the trash receptacles or dumpsters on any tract.

The City's Code of Ordinances, related to parking, health and safety, offenses and nuisances, subdivision and zoning all apply in the Park, and the City and BEDC shall enforce same within the Park. In the event of ambiguity or an unintended conflict between the City Code and the contents of these Protective Covenants, then the City's Code will control.

**P. PERFORMANCE STANDARDS REQUIRED IN THE INDUSTRIAL PARK:**

**1. Odorous Matter**

- a. No manufacturing or warehouse/distribution use shall be located or operated within the Industrial Park which emits odorous matter from a source of operation where the odorous matter exceeds the odor threshold at the boundary property line or any point beyond the tract on which such use or operation is located. The Board reserves the right to apply any State,

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Federal or local standard it deems appropriate and applicable to the circumstances at hand.

**2. Smoke and Particulate Matter**

- a. Industrial Limits: No industrial operation or use shall cause, or allow the emission of, air contaminants which, at the emission point or within the bounds of the property, are in violation of the standards, including Effect Screening Levels, specified by the Texas Department of Health or other State regulatory agency. The Board reserves the right to apply any State, Federal or local standard it deems appropriate and applicable to the circumstances at hand.

**3. Glare**

- a. No use or operation shall be located or conducted so as to produce intense glare or direct illumination, from a visible source of illumination or glare, across the property line boundary, nor shall any such glare or light be of such intensity as to create a nuisance or detract from the use and enjoyment of adjacent property.

**4. Noise**

- a. All operations in the Industrial Park shall comply with the noise levels detailed in the City's Code of Ordinances, as applicable to nonresidential properties.

**5. Water Pollution**

- a. No emission of water from any use in the Industrial Park, whether by entry into the municipal wastewater system, storm water control system, a stream or other body of water, shall be permitted, if the quality of such water violates the laws of the State of Texas or the United States, or produces a nuisance or hazard to the public or the municipal wastewater or water systems.

**6. Toxic and Noxious Matter**

- a. No operation or use permitted under the terms of these covenants shall emit toxic or noxious matter in concentrations across the property line boundary of the tract on which such operation or use is located. The Board reserves the right to apply any State, Federal or local standard it deems appropriate and applicable to the circumstances at hand, related to toxic and noxious materials, matters and/or conditions in the Park.

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**7. Combustible or Explosive and Hazardous Material**

- a. No use involving the manufacture or storage of petrochemical compounds or products which decompose by detonation shall be permitted, except that chlorates, perchlorates, phosphorous, and similar substances and compounds in quantities of one (1) gallon or less for use by industry, laboratories, biotechnology companies, or wholesalers may be permitted when approved by BEDC. The storage of all flammable liquids and materials, such as pyroxylin plastics, nitrocellulose film solvents, and petrochemical products for industrial purposes, shall be allowed only with the prior approval of the BEDC, and in full compliance with all applicable regulations and laws.

**8. Vibration**

- a. No use permitted under the terms of these covenants shall at any time create such earth- or air-borne vibration which, when measured at the property line boundary of the source of operation, exceeds the limits of the displacement set forth below:

Displacement Limits for Vibration

<u>b. Frequency Cycles per Second</u>	<u>Displacement in Inches</u>
0 to 10	.0010
10 to 20	.0007
20 to 30	.0005
30 to 40	.0004
40 and over	.0003

The Board reserves the right to apply any State, Federal or local standard it deems appropriate and applicable to the circumstances at hand, for operations causing vibration in the Industrial Park.

- 9. Portable Restrooms.** The use of portable restrooms is prohibited in the Park after a permanent Certificate of Occupancy has been issued by the City for the building on a tract.

**Q. MAINTENANCE:**

Owners and occupants (including lessees) of any parcel of land in the Industrial Park shall jointly and severally have the duty and responsibility, at their sole cost and expense, to keep that part of the Industrial Park so owned or occupied, including buildings, improvements, grounds or drainage easements, or other rights-of-way incident thereto, in

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a well-maintained, safe, secure, clean, and attractive condition at all times. Such maintenance includes, but is not limited to, the following:

1. Prompt removal of all litter, trash, refuse, and wastes.
2. Lawn mowing on a regular basis.
3. Tree and shrub pruning.
4. Watering by means of an irrigation lawn sprinkler system or hand watering as needed.
5. Installing adequate exterior lighting and maintaining mechanical facilities in working order.
6. Keeping lawn and garden areas in good condition, and any adjoining railroad rights-of-way or drainage ditches free of weeds and refuse.
7. Removing and replacing any dead plant material.
8. Keeping vacant land well-maintained for a depth of at least fifteen (15) feet from a street and right-of-way, and the entire site free of trash and tall weeds.
9. Keeping parking areas, driveways, and roads in good repair.
10. Complying with all governmental health and police requirements.
11. Striping of parking areas and repairing of paved improvements and enclosures including fencing and gates.
12. Repair of exterior damages to improvements.

**R. ENFORCEMENT:**

1. If, in the opinion of the BEDC, the owner or occupant, as applicable, of any tract or parcel of land in the Industrial Park shall fail to keep the tract or parcel maintained in compliance with the above-listed minimum provisions, the owner or occupant shall be notified of the deficiency by the Board or the City. If within ten (10) days from such notice, remedial activities to correct the deficiency have not begun to restore the tract or parcel to a safe, clean, attractive, and lawful condition, BEDC and/or the City shall have the right to perform such necessary remedial activities. All cost and expense incurred thereby shall be reimbursed by the owner and/or occupant of the tract or parcel of land. If such owner and/or occupant shall fail to so reimburse BEDC within thirty (30) days from the receipt of any invoice covering such cost and expense, then such amount of cost and expense shall be a debt of such Owner and/or Occupant, shall bear interest at the highest maximum rate allowed by law, and shall attach to said parcel of land as a lien against same. If deemed appropriate for recoupment of costs expended by the City to eliminate nuisances threatening the public safety, the costs incurred may be added onto the City utility bills of the occupant causing the nuisance in the Park.
2. The BEDC may file suit in the appropriate court to enjoin any violation of these covenants, and may seek to have the court assess the maximum penalty allowed by law, per day, of violation.

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- 3. All Landowners in the Industrial Park are required to fully comply with all applicable City of Bastrop Code of Ordinances, regulations and policies, and failure to do so will result in the City initiating enforcement action and seeking penalties, as set forth in the Code.
- 4. The City specifically retains the right to have the City exercise code enforcement activities in the Industrial Park, which may subject violators to fines and Municipal Court processes and penalties.

**S. VARIANCES:**

Upon either the request of a Landowner or the Board of Directors, the BEDC may grant variances to the strict application of these restrictions and covenants when it is found that such variances will not affect the overall intent of these restrictions and covenants and a variance will not cause injury or negative impact on adjacent landowners, lessees, or tenants, or the overall quality of the Industrial Park. Applications for variances must be filed with BEDC, and must detail what hardship(s) will result to applicant from the strict application of these restrictions and covenants, which hardship(s) shall not be solely 'economic' and shall not be self-inflicted by the applicant. The BEDC Board shall hold a public hearing on any requested variance, in accordance with the City of Bastrop notice and public hearing process and requirements. The decision of the BEDC on all variance requests shall be final, with no right of appeal to another body or entity.

**T. AMENDMENT OF COVENANTS:**

These covenants and restrictions may be unilaterally amended, from time to time, by BEDC, provided BEDC continues to retain ownership of at least fifty-one percent (51%) of the land area of the Industrial Park. After BEDC owns less than fifty-one percent (51%) of the land area in the Industrial Park, amendments to these covenants and restrictions may only be made by majority vote of the property owners in the Industrial Park. Said majority vote shall take place at a properly notified meeting under Texas Open Meetings Act with public posting of the proposed amendments therein as proper notice of a meeting for the purpose of evaluating and acting on same, unless otherwise required by law.

Executed this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_.

BEDC:

BASTROP ECONOMIC DEVELOPMENT CORPORATION



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By: \_\_\_\_\_  
Name: Kathryn Nash  
Title: Board Chair

Exhibit A – Description of Property Subject to Declaration of Protective Covenants, Conditions, and Restrictions

Exhibit B – Map identifying Areas A and B, in the Park

Exhibit C- Agenda Posting Notice of Meeting & Resolution approving these Restrictions

THE STATE OF TEXAS            §  
  §  
COUNTY OF BASTROP         §

Statement of the Affiant: These Seventh Amendment to the Protective Covenants, Conditions and Restrictions of the Bastrop Business and Industrial Park were voted on and approved by majority vote of property owners and BEDC. This instrument was acknowledged before me on this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_, by Kathryn Nash, Chair, Bastrop Economic Development Corporation, on behalf of said corporation.

\_\_\_\_\_  
Notary Public, State of Texas

My Commission Expires: \_\_\_\_\_, 20\_\_\_\_

## AGENDA MEMORANDUM

Meeting Date: October 19, 2020

Agenda Item: CEO updates on BEDC website analytics; COVID-19 grant update; workforce development update; and CEO and Team presentations for the month.

Prepared by: BEDC Staff

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- (1) Website Analytics –Averaged about 200-300 visits per month last year with no way of tracking; Q2 2020 we averaged 400-500 new visitors per month with tracking; and, Q3 doubled those numbers to 1000 per month new visitors who spend on average 1:26 per visit and multiple pages.
  - (2) COVID-19 Grant Update – No need for 4<sup>th</sup> round it appears. Great news!
  - (3) Team and Mayor attended and CEO presented at TEDC Conference: Tales from the Lost Pines (Front Lines); Project Gummy Bears approved by City Council and first phase will be funded this week; and conducted multiple developer meetings with City and Opportunity Austin.
- 

**Recommendation** – No recommendation; item for informational purposes only.





**Prepared For:**

**Bastrop Economic  
Development  
Corporation**

<https://www.bastropedc.org/>

**Quarterly Update &  
Analytics Report**

**Q3 2020**

Golden Shovel Agency  
43 East Broadway Street  
Little Falls, MN 56345  
Phone: (320) 639-0110  
Toll Free: (888) 266-4778  
[www.GoldenShovelAgency.com](http://www.GoldenShovelAgency.com)

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## We are here to help!

Here at Golden Shovel Agency, it's our mission to help you and your organization throughout these challenging times. Please rest assured our team makes this a priority and we are here for you to help where we can.

**Thank you for being a valued client.**

Our development team continued working to make your website better and easier to work with. We frequently implement client requests to produce responsive tools and improvements and they are available to you at no extra charge. The following are the most recent developments completed last quarter:

### Recent developments/upgrades on the Economic Gateway Platform

Our development team continued working hard last quarter to make your website better and easier to work with. We frequently implement client requests to produce responsive tools and improvements and they are available to you at no extra charge. The following are the most recent developments completed last quarter:

#### Custom Forms

The new Custom Forms module allows you to get input from your users on the topics that matter to you. With scope to create forms as simple as inviting users to send a basic contact message, or as involved as a survey requesting user input on multiple subjects with a wide array of input options, the Custom Form Creator module is a robust solution to many communication needs. (A demo of the Custom Forms template can be seen here: <https://www2.economicgateway.com/demo/information/custom-form>.)

#### Infographics Module

The new infographics module simplifies the creation of graphical layout elements for your site. This module can allow you to manage custom website button content, and populate and update dynamic stats counters\*. Additional feature development is planned to facilitate the creation and incorporation of a variety of infographics into site content.

*\*Unlike traditional Economic Gateway modules, the infographics module is not currently available as a template which can be implemented as a page, but must be designed and built into a site. Contact your GateKeeper rep to discuss the possible ways this module can be used to enhance your content.)*

#### List-Life Template

A new template for the List Maker module has been built to organize and present information on quality of life amenities – whether businesses, locations, or other entities. All that is needed is a name and a logo/photo to provide equal representation of each entity. Available information for each item is accessed via an expanding pop-up. Amenities can be separated into sections for display on different pages, and categorized for grouped display within the page. (A demo of the List-life template can be seen here: <https://www2.economicgateway.com/demo/information/list-life>.)

#### Resource-Document Template

A new template for the Resource Library has been created to present document-type resources in a single-page format. A list of documents is presented to the user, with an embedded Google Document Viewer offering previews of selected documents. The user can also use a download link to save the file locally. (A demo of the Resource-document template can be seen here: <https://www2.economicgateway.com/demo/directories/specialized-resource-pages/resource-document>.)

#### iMap Zoom Adjustment

A client concern regarding the zoom level on the built-in iMap being too tight when there is only one marker being shown on the map has been addressed. The default zoom level has been decreased to show a wider view with scope for more reference points around a marked location.

## Support and Resources

### Free Webinars

Our free monthly webinars are part of our commitment and we take it seriously so you can learn directly from high qualified experts in the economic development field, at no extra cost. The following listed are sessions we hosted last quarter and if you didn't get a chance to join, click [here](#) to view the recordings from the webinars page in our website or access them directly from the below list.



•[Turning National Catastrophes into Local Opportunity](#) - The trade war and the COVID crisis have proven the value of shorter supply chains. Retail stores are closing, often permanently. The best solution to strengthen existing local manufacturers and provide the good jobs needed for social and economic stability for companies, minorities and displaced retail workers is to reshore manufacturing. This webinar provides the tools to help your organizations guide the work back to your region.

•[The New Reality of Economic Development](#) - Plans, procedures, and everything we used to know has been thrown out the window as COVID-19 has taken over. With that, we can't assume that everything will just go back to "normal" when we come out of the pandemic. In this panel, our presenters explored the new roles of the economic development professionals post-pandemic and got into the nitty-gritty on business retention, automation, remote working, and business expansion.

•[Rural Resurgence Rebooted](#) - Moving to a rural part of the country has never been more attractive. Coastal and population-dense areas of the country are experiencing a high-cost of living, COVID-19, and civil unrest. Any one of these issues alone can compel population migration toward less dense, rural areas of the country. In a style unique to 2020, ALL three of these unique events are occurring simultaneously. Because of the aggressive rural broadband initiatives, people have the ability and motivation to move to rural areas...what does this mean for you?

•[How Economic Developers are Fighting COVID 19 & Winning](#) - COVID-19 has disrupted the economy, supply chains & how economic developers do their job. But it hasn't stopped them from pushing forward for their communities. Industry leaders are refusing to have their hands tied and are choosing to fight for economic recovery and future growth. Hear from economic development leaders on how they are fighting the economic impact of COVID-19 and pushing for a prosperous future. A panel of economic developers from different communities shared about their own personal experiences and how to successfully navigated through the COVID pandemic.

### Join our next free webinar!

#### Rethinking Workforce & Attraction

Learn how remote working, entrepreneurship, and the gig economy are changing workforce and attraction strategies. Our presenters will go over the new realities of what work and location mean. They will lay out a structure for how to process how these changes will impact both what we can no longer do and what we will face immediately. Case studies will be featured including specific examples of organizations doing this well, and how small businesses in your community can positively affect it long-term.

Join us on Tuesday, October 20 at 1:00 PM, CST, you can attend at no charge but registration is required. Save your seat [here](#).



## Geo-Targeting for Economic Development

Golden Shovel Agency is thrilled to announce a new geo-targeting tool that allows you to personalize your existing website content based on the geographic location of visitors. **Geo-Targeting** is a new tool, offered exclusively from Golden Shovel Agency, allowing you to market your community to other regions, getting much more qualified leads. You'll also one-up other economic development organizations.

### On average, Geo-Targeting:

- Improves time-on-site by 25%
- Increases pages-per session by 30%
- Nearly doubles the conversion rate of your CTAs
- Brings in more quality traffic



If you're wondering how to talk directly to different geographic personas, don't wait any longer! Start connecting with specific audiences from all around the world using this fast integration in a single line of code. Last month, we hosted a webinar to show you more about this awesome tool but if you couldn't join, just click [here](#) to access the recording and learn how to personalize your website to targeted regions that you choose.

Not only does this tool will make you the "cool kid" in economic development, but you'll also impress your board and have a better ROI on your marketing dollars. [Contact us today for a special offer from Golden Shovel!](#)

### In case you missed it...

Yes. We now it is hard to keep track of each and every single update, not only daily but even on a regular basis. We're all busy and with a lot on our plate, but we would like to take this opportunity to share some of the most relevant content pieces Golden Shovel recently published. Feel free to let us know your thoughts, your feedback is always greatly appreciated.

### Guide to Social Media Content Marketing

Social media is noisy and it can be difficult to be heard. That's why the loudest voice always wins. If you aren't publishing regular, engaging content with a consistent message for your community to build awareness, you aren't being loud enough. Being successful with your digital strategy requires discipline and consistency. Posting irrelevant content or only posting when you have time will easily confuse your audience and you'll be buried beneath all the other noise. [Read the full article here!](#)



### 3 Trends of the Best Economic Development Websites

At Golden Shovel Agency, we know that you want to be a respected leader of a growing community. In order to do that, you need an easy-to-use website that makes your community attractive to live and work in. The problem is you've got a small budget, little support, and few resources, which leads to frustration that you're falling behind and not reaching those important people. We believe in your efforts to build up your community and believe you should stand out! [Read the full article here!](#)

## Marketing with Data AND Storytelling

Everyone knows that data and hard numbers are important when it comes to closing a deal. We're sure that you use these when promoting your community or meeting with site selectors.

However, are you also sharing stories? Storytelling can be just as important when it comes to showing all that your community has to offer. [Read the full article here!](#)

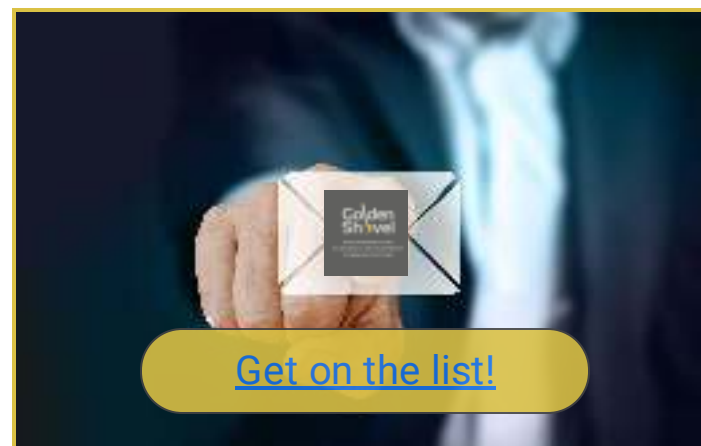


## 4 Easy Steps to Tracking Visitors on Your Website

Who has heard the phrase, "It's not what you know, but who you know."? In any industry, introductions are important, and building your network makes a big difference. For economic developers, having a robust network and access to tools and resources can define how you do business.

You can build your network at trade shows, conferences, or really any event by simply trading contact information. However, there's another place that many people forget about as a networking tool. Your website! [Read the full article!](#)

**For more exclusive content, success stories and #GoldenShovelNews, you can subscribe to our Newsletter, just click the image below!**



## We're back!

As you may know, all conferences in our schedule for the past 6 months were postponed due to the pandemic, but today, we are very excited to announce that we're back in the game and our team is gearing up for the TEDC 2020 Annual Conference, October 5-9, which is going virtual this year!

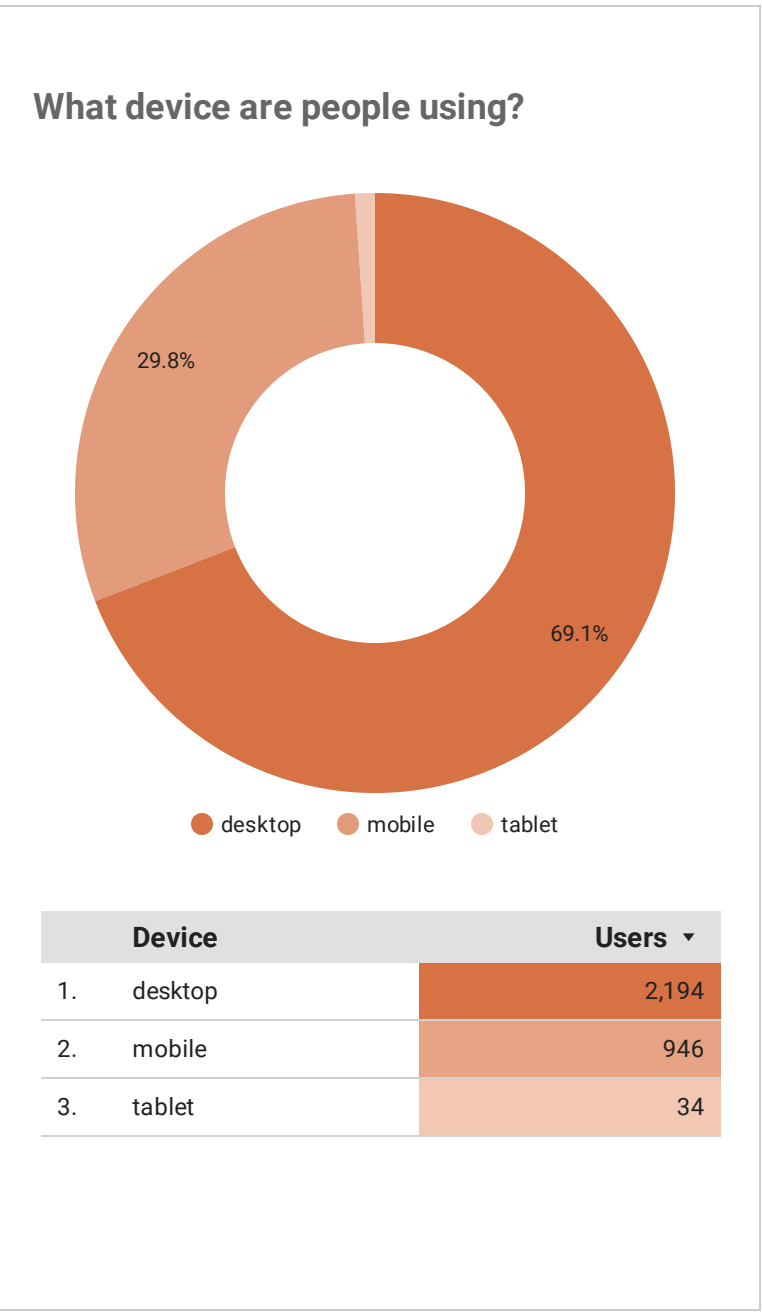
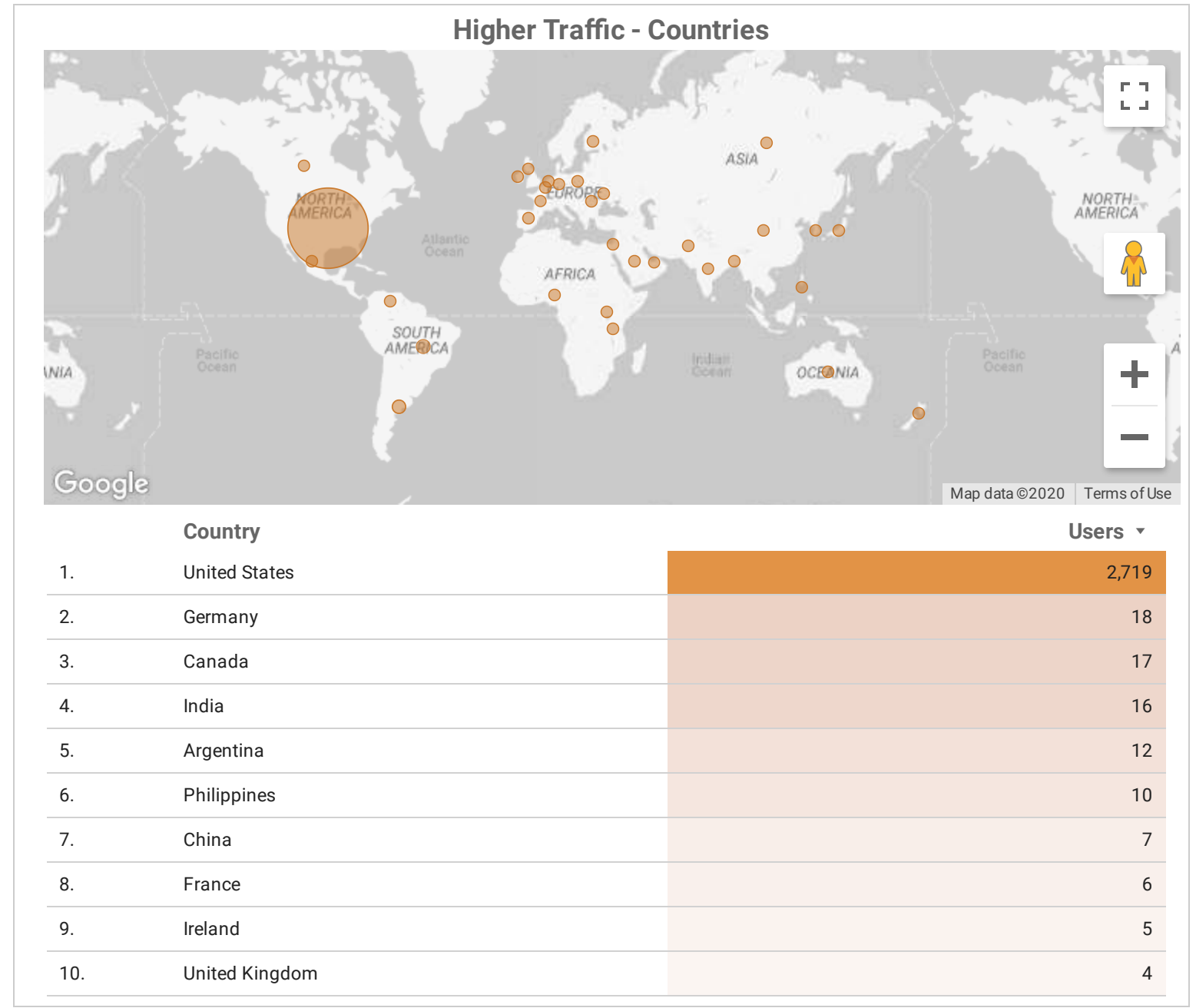
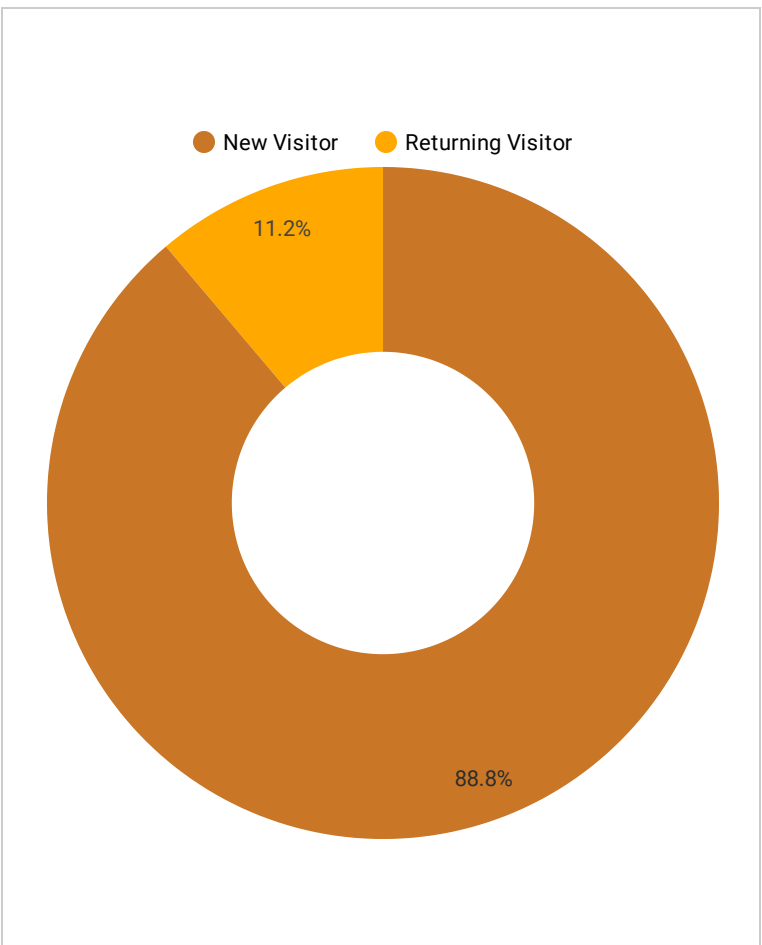
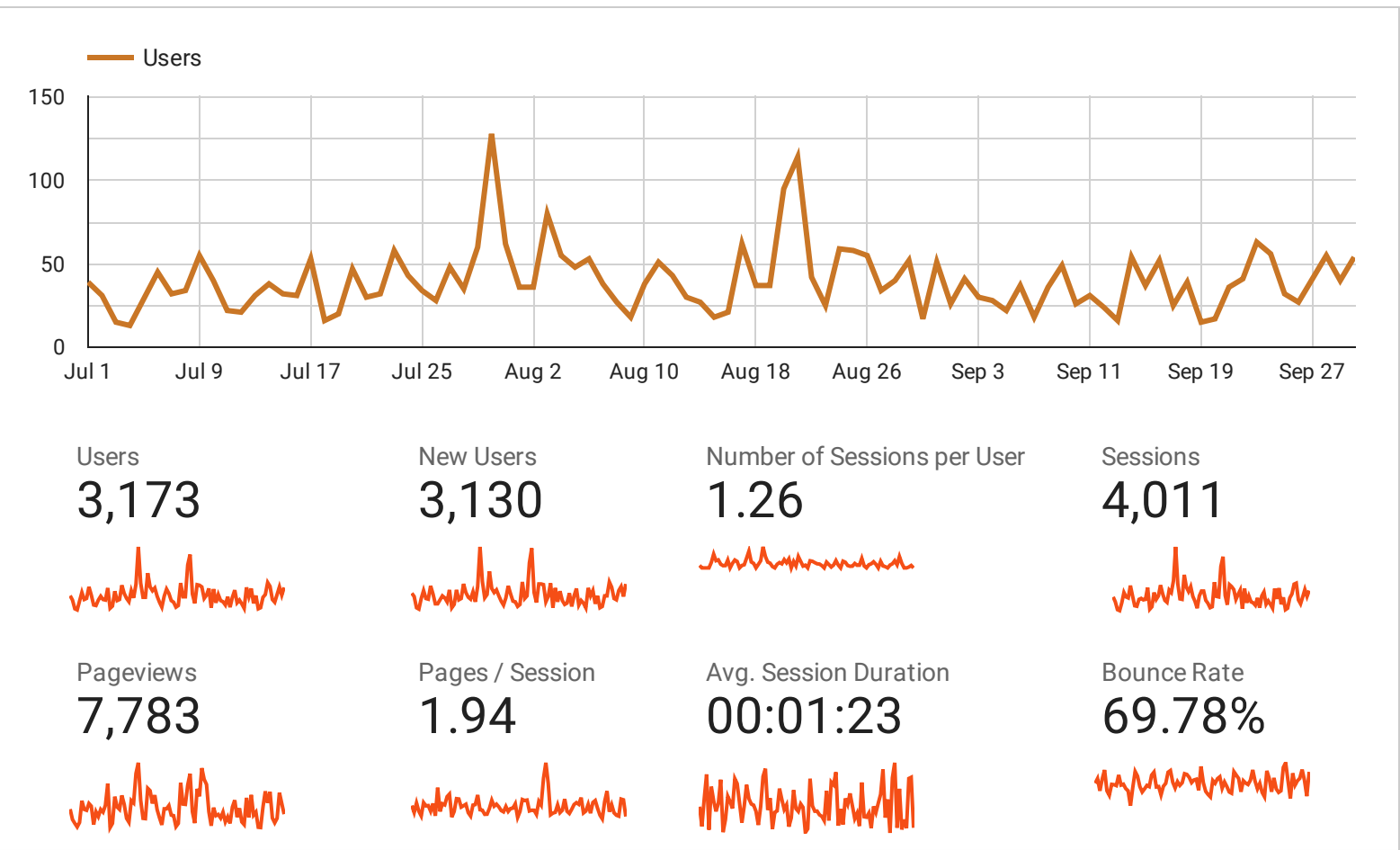
The program will be delivered over a five-day period and will be utilizing an interactive virtual event platform, with a great lineup of speakers, many panel discussions and interactive discussion forums, as well as exhibits. We're confident this will be a can't-miss event for you and if you're attending as well, stop by our virtual booth and say hi, we would be happy to connect!



# Google Analytics Audience Overview

Jul 1, 2020 - Sep 30, 2020

## Your audience at a glance!

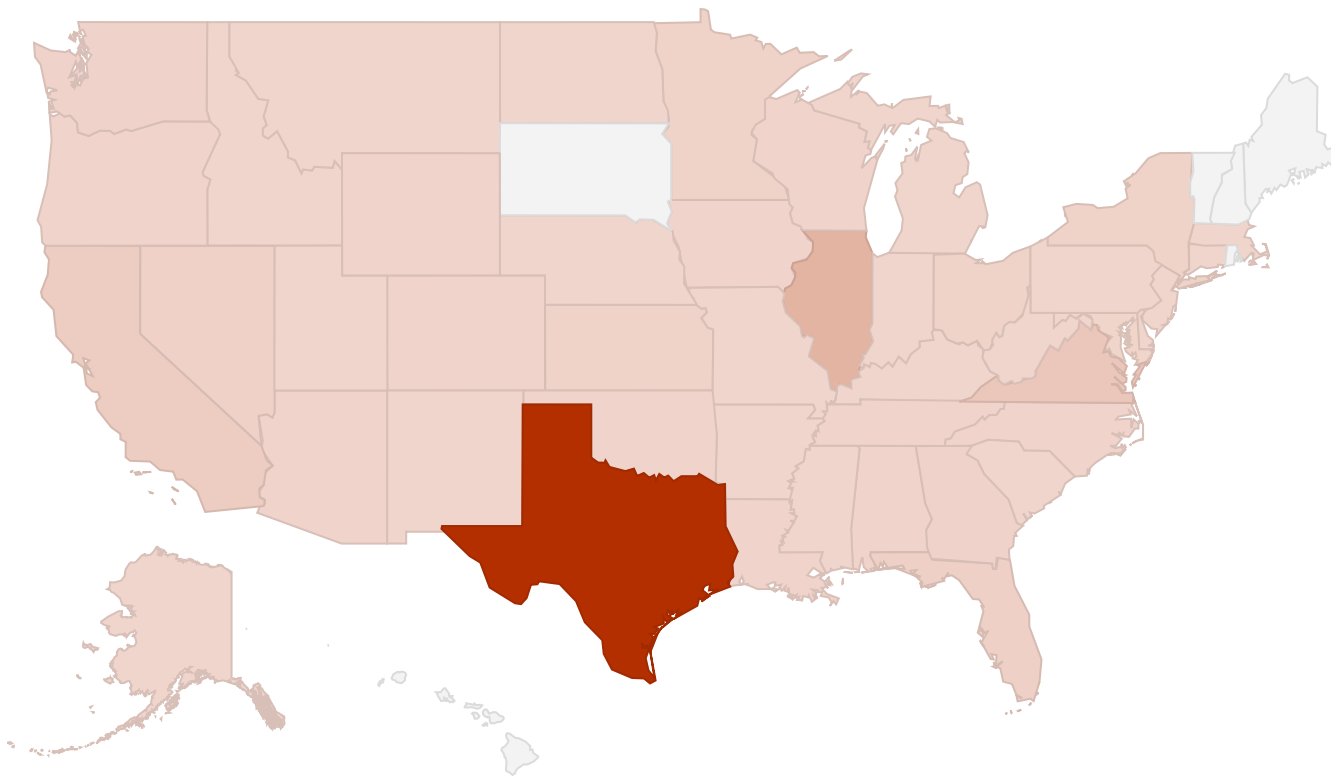




# Google Analytics Audience Overview

Let's learn a bit more about your users!

## USA Audience



1 2,250

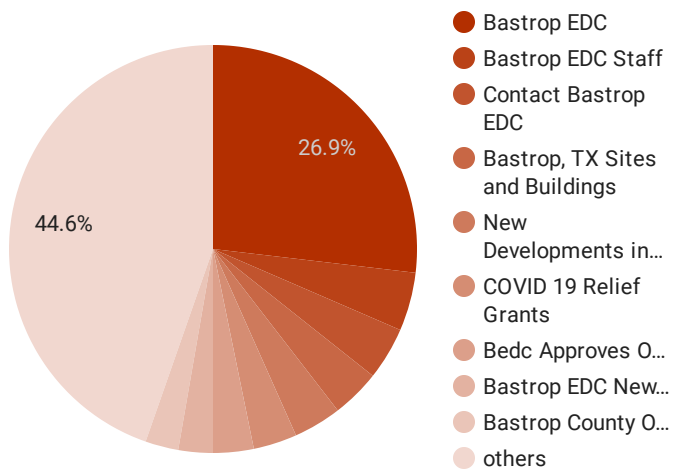
## Higher Traffic - States

State	Users
1. Texas	1,618
2. Illinois	447
3. Virginia	182
4. California	90
5. Florida	42
6. Ohio	34
7. Nevada	33
8. Kansas	32
9. New York	30
10. Washington	22

## Higher Traffic - Cities

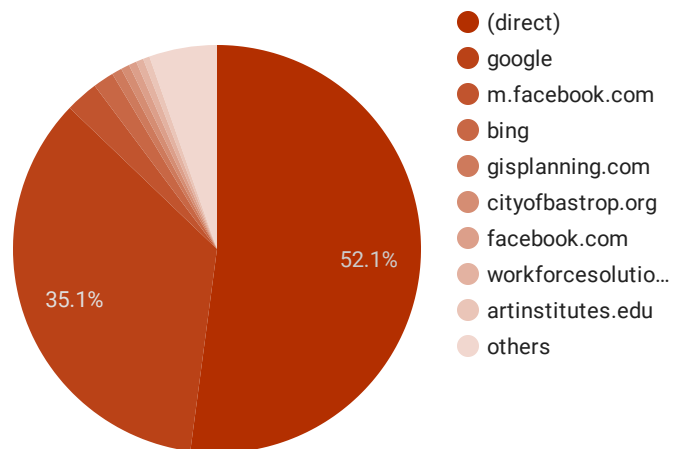
City	Users
1. Chicago	441
2. Austin	439
3. Bastrop	394
4. Houston	219
5. Ashburn	174
6. San Antonio	112
7. Dallas	71
8. Los Angeles	41
9. Columbus	30
10. Las Vegas	30

## Higher Traffic - Pages



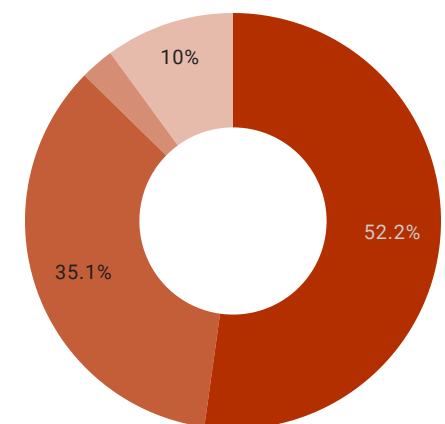
Page Title	Users	Pageviews
1. Bastrop EDC	1,003	1,759
2. Bastrop EDC Staff	173	248
3. Contact Bastrop EDC	156	229
4. Bastrop, TX Sites and Buildings	144	226
5. New Developments in Bastrop, TX	142	176
6. COVID 19 Relief Grants	129	216
7. Bedc Approves Of Tesla Gigafactory & Film Sound Studio Study	120	148
8. Bastrop EDC News and Resources	102	190
9. Bastrop County Opens Applications For Small Business Grants	98	141
... Bastrop EDC Board of Directors	94	139

## Acquisition Sources



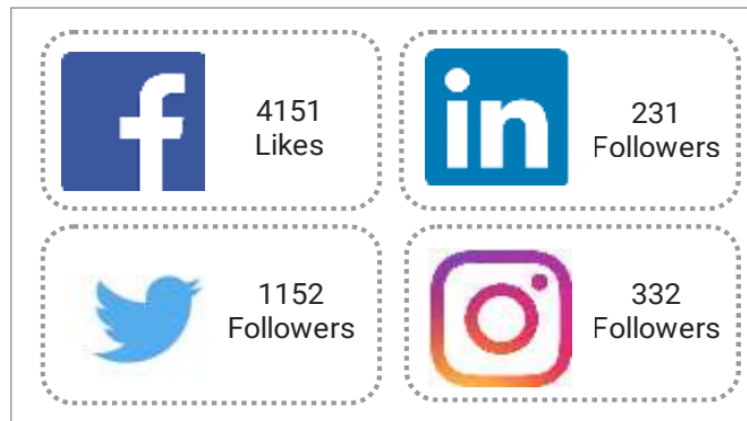
Source	Users
1. (direct)	1,695
2. google	1,141
3. m.facebook.com	85
4. bing	54
5. gisplanning.com	26
6. cityofbastrop.org	22
7. facebook.com	20
8. workforcesolutionsca.c...	19
9. artinstitutes.edu	17
10. yahoo	17

## Traffic Type



Default Channel Grou...	Users
1. Direct	1,695
2. Organic Search	1,222
3. Referral	177
4. Social	157

### Social Media Following



### Lead Forensics Statistics

Report: Visitor Statistics (Industry)

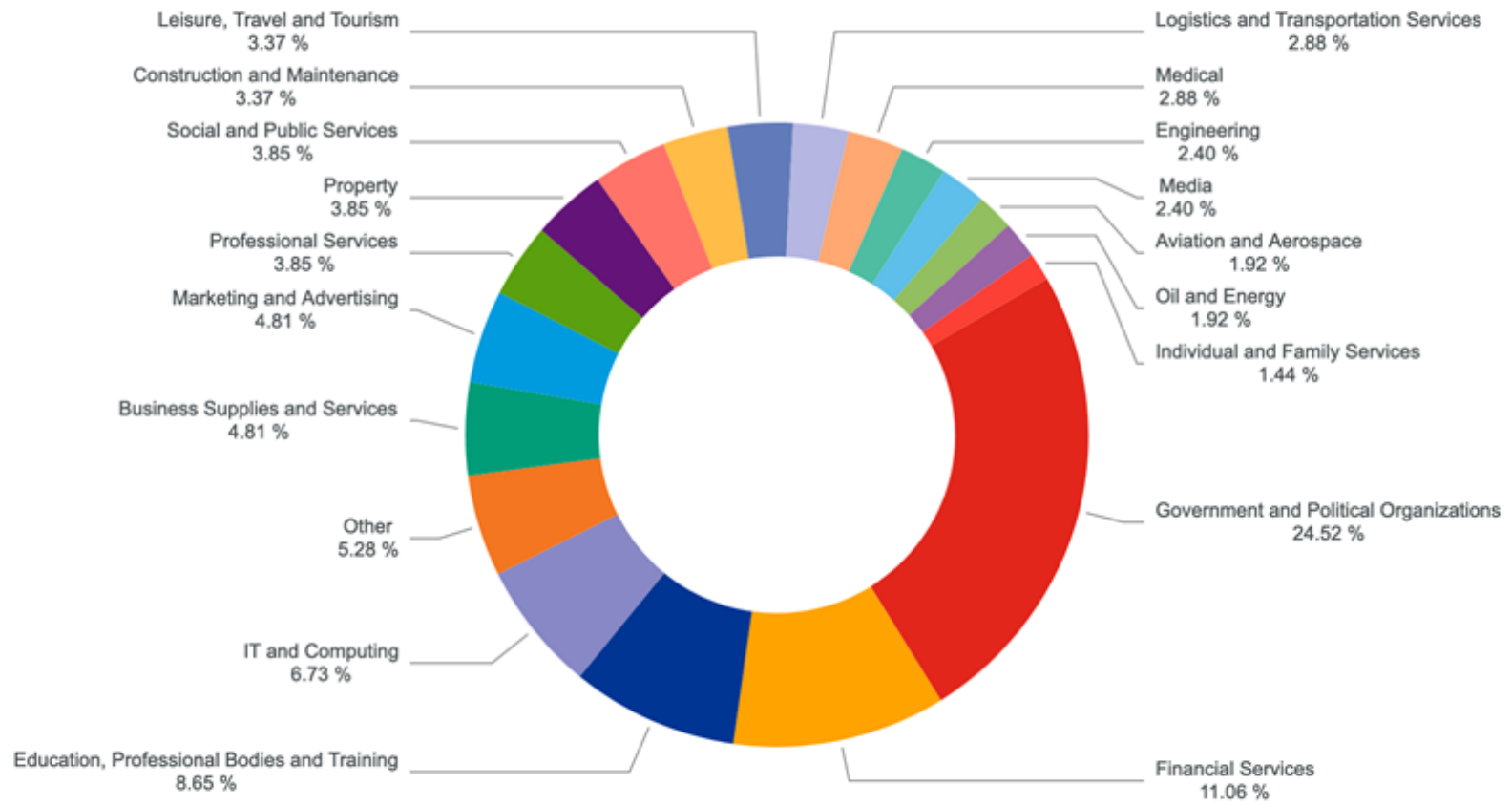
Date Range: Jul 1 2020 - Sep 30 2020

Print Date: Oct 15 2020 5:10AM

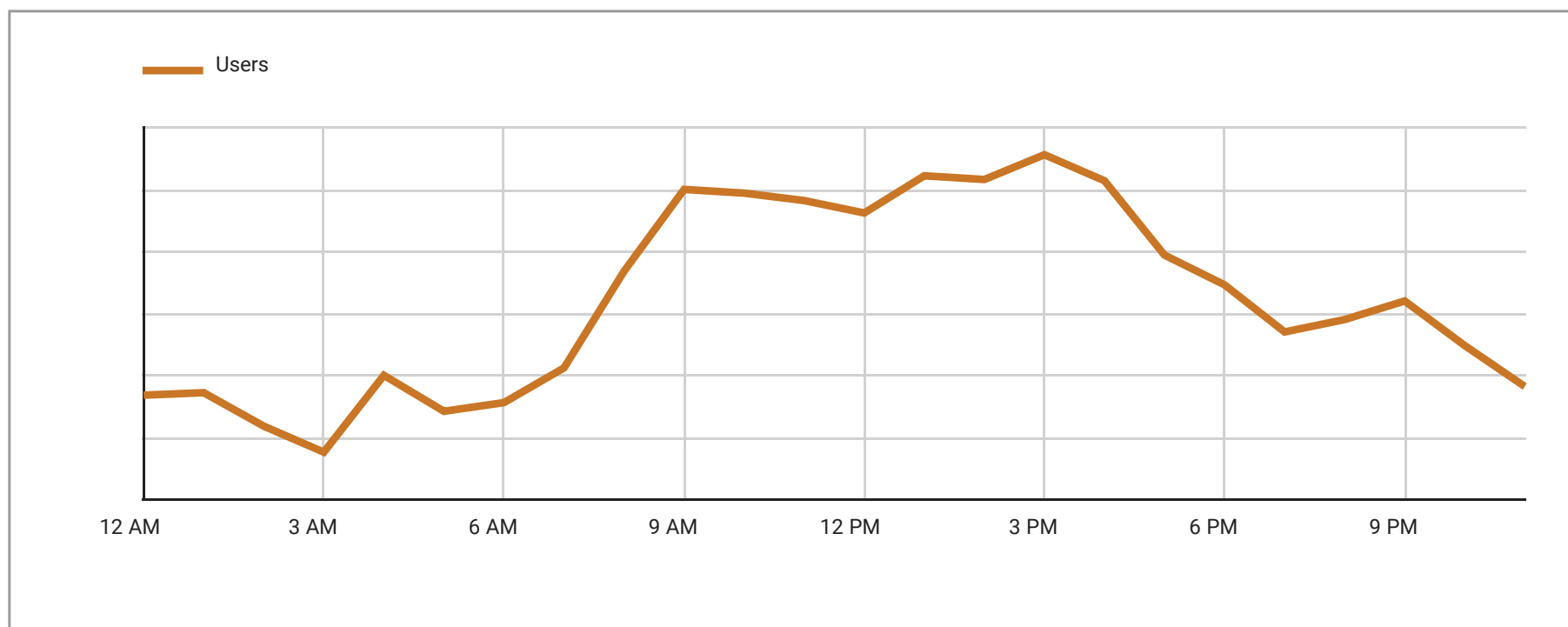


Industry	% of Visits	Number of Visits
Government and Political Organizations	24.52 %	51
Financial Services	11.06 %	23
Education, Professional Bodies and Training	8.65 %	18
IT and Computing	6.73 %	14
Marketing and Advertising	4.81 %	10
Business Supplies and Services	4.81 %	10
Social and Public Services	3.85 %	8
Property	3.85 %	8
Professional Services	3.85 %	8
Leisure, Travel and Tourism	3.37 %	7
Construction and Maintenance	3.37 %	7
Medical	2.88 %	6
Logistics and Transportation Services	2.88 %	6
Media	2.40 %	5
Engineering	2.40 %	5
Oil and Energy	1.92 %	4
Aviation and Aerospace	1.92 %	4
Individual and Family Services	1.44 %	3
Pharmaceuticals	0.96 %	2
Hospitality	0.96 %	2
Cooperatives	0.96 %	2

# Visitors (Industries) Most Active



## What time of day users visit your website?



As communities began to explore reopening, leaders and economic development directors were faced with the monumental task of determining how to reopen, what to reopen, how to keep the community safe and how to stimulate economic activity at the same time.

We understand that many of our clients were going to have different needs to overcome the challenges ahead. Golden Shovel Agency proactively addressed the challenges presented by COVID-19, by creating several different resources and tools that could be accessed free of charge by our clients. That's what we do. We anticipate our clients' needs, stay ahead of trends, and provide solutions before our clients even ask for them.

Please reach out if you need assistance in developing a communications plan or if you have specific resources you need to be pushed out through your website and social media channels.

**We are proud of our work and of our clients, economic developers, who are working tirelessly to get their communities back on track!**

