

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

Monday, August 15, 2016 – 6:00 P.M.

Bastrop City Hall, 1311 Chestnut Street, Bastrop, Texas

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

1. CALL TO ORDER

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

2. PUBLIC COMMENT(S)

3. REGULAR BUSINESS & PRESENTATIONS

- 3.1. Welcome new Board member Kevin Plunkett. **(page 4)**
- 3.2. Approval of meeting minutes of the Special Board Meeting of July 11, 2016, and the Regular Board Meeting of July 18, 2016. **(page 5)**
- 3.3. Consideration, discussion and possible action on acceptance of the BEDC's financial summary report for periods ending June 30, 2016, and July 31, 2016. **(page 10)**
- 3.4. Consideration, discussion and possible action on election of BEDC Board Secretary/Treasurer, a position previously held by former Board member Gary Schiff. **(page 39)**
- 3.5. Consideration, discussion and possible action on an update from Terry Coghlan regarding The Coghlan Group's expansion project in the Bastrop Business and Industrial Park. **(page 40)**
- 3.6. Consideration, discussion and possible action with respect to a Resolution requesting redemption of certain of the City's Combination Tax and Revenue Certificates of Obligation, Series 2008A. **(page 41)**
- 3.7. Consideration, discussion and possible action on a presentation on FY 2016/2017 staff reporting/chain of communication, roles, duties, and responsibilities, proposed annual Economic Development Strategy, and overview of previous BEDC community development projects. **(page 49)**
- 3.8. Consideration, discussion and possible action on approval of a Chapter 380 Economic Development Agreement with the City of Bastrop for the acquisition of a portion of the City-owned property located at 921 Main Street, (i.e., approximately 40 x 100 ft slab portion of the tract that fronts Main Street). **(page 50)**
- 3.9. Consideration, discussion and possible action on a Resolution by the Bastrop Economic Development Corporation authorizing BEDC Board Chair Steve Mills and/or Executive Director Shawn Kirkpatrick to execute all necessary contracts and related documentation

necessary to finalize the conveyance of the slab portion of the City-owned property located at 921 Main Street to the BEDC. **(page 66)**

3.10. Consideration, discussion and possible action on engineering and architectural services, and other related services, for the portion of the City property located at 921 Main Street to be conveyed by the City to the BEDC, including but not limited to the possible engagement of KSA Engineers, Inc., and/or issuance of Request for Qualifications (RFQ). **(page 69)**

3.11. Consideration, discussion and possible action on engineering services, and other related services, for the proposed Loop 150 Trail Expansion Project, including but not limited to the possible engagement of the Bowman Consulting Group and/or issuance of Request for Qualifications (RFQ). **(page 104)**

4. PUBLIC HEARING(S)

4.1 Conduct a PUBLIC HEARING to receive input from the general public on the Bastrop Economic Development Corporation's proposed budget for Fiscal Year 2016/2017. **(page 108)**

4.2 The Bastrop Economic Development Corporation Board of Directors will consider, discuss and take possible action concerning the above item 4.1, i.e., the Public Hearing on the BEDC's proposed budget for Fiscal Year 2016/2017, including but not limited to action to modify the proposed budget and/or to adopt the Fiscal Year 2016/2017 budget, as proposed or modified.

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

5.1. BEDC Projects and/or Business Update **(page 111)**

5.2. Main Street Program Monthly Report **(page 114)**

6. EXECUTIVE SESSION

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

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

(2) **Section 551.072** – Deliberation about real property: including, *but not limited to*, potential sales, acquisitions, exchanges, leases, dispositions or values of the following real properties: 'Project Tissue' and/or property owned and/or considered for acquisition, use, lease or conveyance by the BEDC.

(3) **Section 551.087** – Deliberation regarding economic development negotiations: 'Project Tissue', 'Project Valley Stays', and/or 'Project White Foam'.

(4) **Section 551.074** – Personnel Matters.

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

7. BOARD INPUT ON FUTURE AGENDAS

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

8. ADJOURNMENT

CERTIFICATE

I, Angela Ryan, Assistant Director of the Bastrop Economic Development Corporation (BEDC), certify that this Notice of Meeting was posted on the front window of the BEDC offices, 301 Hwy 71 W., Suite 214, at the Bastrop City Hall, 1311 Chestnut Street, and on the BEDC's website on this the 12th day of August 2016 at 5:00 p.m. Copies of this agenda have been provided to those members of the media requesting such information.

Angela Ryan

Angela Ryan, BEDC Assistant Director

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



Agenda Item: 3.1

AGENDA MEMORANDUM

Meeting Date: August 15, 2016

Agenda Item: Welcome new Board member Kevin Plunkett.

Prepared by: Shawn Kirkpatrick, Executive Director

Kevin Plunkett was appointed to Place 4 of the BEDC Board at the 08/09/16 City Council meeting, with a term expiration of May 2018. Kevin is the co-owner of Piney Creek Chop House and The View at ColoVista.

Please join me in welcoming Kevin to the Bastrop EDC Board.



Agenda Item: 3.2

AGENDA MEMORANDUM

Meeting Date: August 15, 2016

Agenda Item: Approval of meeting minutes of the Special Board Meeting of July 11, 2016, and Regular Board Meeting of July 18, 2016.

Prepared by: Angela Ryan, Assistant Director

The draft minutes from the 07/11/16 Special Board Meeting and 7/18/16 Regular Board meeting are attached for the Board's review.

Recommendation

Approve both sets of minutes as submitted.

**BASTROP ECONOMIC DEVELOPMENT CORPORATION (BEDC)
BOARD OF DIRECTORS
Minutes of Special Meeting, July 11, 2016
BEDC Office, 301 Hwy 71, Suite 214, Bastrop, Texas**

The Bastrop Economic Development Corporation (BEDC) met on Monday, July 11, 2016, at 6:00 p.m. at the BEDC offices for a Special Meeting.

Board members present were: Steve Mills, Joe Beal, Kristi Koch and Drusilla Rogers. Board members Gary Schiff, Cam Chavez, Mayor Ken Kesselus, and Interim City Manager Steve Adcock (*ex officio*) were absent.

Staff members present: Shawn Kirkpatrick, Angela Ryan, Jean Riemenschneider and Kathy Merrifield.

1. **CALL TO ORDER** – BEDC Board Chair Steve Mills called the Special Board Meeting to order at 6:01 p.m.
2. **PUBLIC COMMENT(S)** – None.
3. **REGULAR BUSINESS**
 - 3.1. Consideration, discussion and possible action on a Resolution by the Bastrop Economic Development Corporation authorizing BEDC Board Chair Steve Mills and/or Executive Director Shawn Kirkpatrick to execute all necessary contracts and related documentation necessary to finalize the conveyance of 903 Main Street to Zintek Properties. Joe Beal made the motion to approve the resolution as submitted, Kristi Koch seconded, and the motion passed.
4. **WORKSHOP SESSION** – At 6:04 p.m., the Bastrop Economic Development Corporation convened into a Workshop Session to discuss:
 - 4.1. 2016/2017 Budget – A review and discussion regarding Fiscal Year 2016/2017 Budget for the Bastrop Economic Development Corporation, including the FY2016/2017 BEDC budget, the BEDC's Strategic Plan and FY2016/2017 program/scope of work, and potential Capital Improvement Plan (CIP) projects.

Mr. Kirkpatrick provided an overview of the draft FY2016/2017 proposed budget. The Board discussed the draft budget, including: projected sales tax for FY16/17, BEDC Operations, Marketing and Advertising and Professional Services. There was additional discussion about BEDC Projects, City Projects, Infrastructure Projects and the expenses related to each. Mr. Kirkpatrick went over each budget line item and explained them, going into greater detail on those line items the Board members had questions about. When Professional Services were discussed, Mr. Mills and Ms. Koch requested additional detail, which Mr. Kirkpatrick said he would provide at the July Board Meeting. Under Contractual Services there was discussion about the BEDC continuing to partner with the City and County to lease the parking lot at the corner of Pine and Water Street. Mr. Kirkpatrick explained BEDC's portion is \$6,000 and that the lease is up in November if the Board would like to revisit it.

There was Board discussion surrounding the need to include virtual buildings in RFIs as it gives the BEDC the ability to provide hard cost numbers utilizing 3D renderings. Mr. Beal asked who exercises the models and creates the buildings, and Mr. Kirkpatrick replied that there are contractors who specialize in industrial spaces. He also explained the need for related construction costs and potential lease rates to be more aggressive and competitive.

Mr. Kirkpatrick highlighted the addition of a line item for a relief fund for businesses affected by natural disasters. He explained an affected business would make an application to the BEDC for reimbursement, and it would be handled by Staff and would not come through the Board. Ms. Koch said she liked the idea as long as the funds are utilized as appropriate. Mr. Kirkpatrick

gave some examples of what it could be used for and explained that details still need to be worked out, but the program could be used when a disaster is declared at a state or local level.

Highlighted under workforce and education is the BEDC's involvement with Youth Career Day and the adult Job Fair. Mr. Kirkpatrick explained that the Youth Career Day is mostly BEDC's expense since there isn't anyone to partner with, although the school district provides the building and the Chamber of Commerce helps recruit the businesses involved. He made the Board aware of a grant reimbursement received from the Texas Workforce, which will be utilized for this year's speaker. For the adult Job Fair, BEDC's portion is approximately a third, with the City allowing us to use the Convention Center at no charge and the Chamber of Commerce helping with various items.

Mr. Kirkpatrick went over the bond debt. The remainder of the bond funds from the Business Park are not enough to do much except for some possible site grading. Any other projects in the Business Park cost more than the funds available. Mr. Mills asked if there is a time constraint for using the remainder of the bond funds and Mr. Kirkpatrick said a decision should be made in the next budget cycle.

- 4.2. At 7:17 p.m., the Bastrop Economic Development Corporation adjourned the Workshop Session and reconvened into the regular session to take any necessary action(s) pertaining to the workshop items. There was no action taken.

5. EXECUTIVE SESSION

- 5.1. No executive session was required.

6. BOARD INPUT ON FUTURE AGENDAS

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

Mr. Mills said Mayor Kesselus wants the BEDC to be involved with an annexation initiative. Ms. Koch asked for the Board's input about city wastewater. Mr. Beal talked about the master wastewater plan that was presented to the City Council. Mr. Kirkpatrick stated we would target the September Board Meeting to have a discussion about water, wastewater and annexation.

7. **ADJOURNMENT** – Joe Beal made the motion to adjourn, Kristi Koch seconded, and the motion passed. The BEDC Board of Directors adjourned the meeting at 7:23 p.m.

**BASTROP ECONOMIC DEVELOPMENT CORPORATION (BEDC)
BOARD OF DIRECTORS
Minutes of Monthly Meeting, July 18, 2016
Bastrop City Hall, 1311 Chestnut Street, Bastrop, Texas**

The Bastrop Economic Development Corporation (BEDC) met on Monday, July 18, 2016, at 6:00 p.m. at Bastrop City Hall, 1311 Chestnut Street, for the Regular Monthly Meeting.

Board members present were: Steve Mills, Kristi Koch, Gary Schiff, Joe Beal, Cam Chavez, Drusilla Rogers and Steve Adcock (*ex officio*). Board member Mayor Ken Kesselus was absent. Staff members present: Shawn Kirkpatrick, Jean Riemenschneider, Kathy Merrifield and JC Brown, BEDC Attorney.

1. **CALL TO ORDER** – BEDC Board Chair Steve Mills called the Board Meeting to order at 6:00 p.m.

2. **PUBLIC COMMENT(S)** – None.

3. **REGULAR BUSINESS & PRESENTATIONS**

3.1. Approval of meeting minutes of the Regular Board Meeting of June 20, 2016. Ms. Koch made the motion to approve the minutes as submitted, Mr. Beal seconded, and the motion passed.

3.2. Consideration, discussion and possible action on a presentation and update by Mike Barnes, Mike Barnes Group, regarding the BEDC's Strategic Plan and Recruitment Strategy. Mr. Barnes presented his review and complimented the BEDC on its strong website, outstanding marketing collateral and attendance at EDC events. Mr. Barnes' recommendations included concentrating on shovel-ready sites, development of a detailed cost structure with timetables for virtual buildings and incentives for potential projects. Mr. Barnes introduced Eric Davis from KSA Engineering who was available for questions from the Board regarding the use of virtual buildings. The BEDC is developing a virtual building with KSA on a current project to be updated in Executive Session. Mr. Barnes' complete presentation can be found at this [link](#).

3.3. Consideration, discussion and possible action on the vacant lot at 921 Main Street, owned by the City of Bastrop, related to the Bastrop EDC's proposal to develop a masterplan, including but not limited to, mitigation, shell building, and finish-out, and potential proposal of commercial redevelopment of the site. Mr. Kirkpatrick provided a status update on the property. City Council has requested an appraisal and the lot is on City Council's agenda for July 19, 2016. The BEDC is awaiting direction from City Council as to next steps. There is no action to be taken at this time.

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

4.1. BEDC Projects and/or Business Update – Mr. Kirkpatrick's report was included in the Board packet. He stated the June financial report wasn't ready and it would be included in the August Board meeting packet.

4.2. *Ad Hoc* Bylaws Committee Report – Amended Bylaws have been filed with the Secretary of State and we are awaiting approval.

4.3. Main Street Program Monthly Report – Ms. O'Brien's report was included in the packet. She reported a lease had been signed that afternoon for 922 Main Street, which will be a quilt shop.

4.4. Interim City Manager's Report – Excerpts from the City Manager's report to City Council were included in the packet.

4.5. City of Bastrop Comprehensive Plan Update – None.

4.6. City of Bastrop Construction Projects Report – The update was included in the packet.

5. **WORKSHOP SESSION** – At 7:30 p.m., the BEDC Board of Directors convened into a Workshop Session.

- 5.1. 2016/2017 Budget – A review and discussion regarding Fiscal Year 2016/2017 Budget for the Bastrop Economic Development Corporation, including the FY16/17 BEDC budget, the BEDC's Strategic Plan and FY2016/2017 program/scope of work, and potential Capital Improvement Plan (CIP) projects. Mr. Kirkpatrick provided a brief review of the proposed FY16/17 budget from the 07/11/16 Budget Workshop, as well as the detailed information about the Professional Services line item previously requested. Mr. Kirkpatrick said that Staff will have the budget in the proper format, post the public hearing notice and have it ready for adoption at the August Board meeting, so there is no need for an additional budget workshop. There was no objection to this by the Board.
- 5.2. At 7:45 p.m., the Bastrop Economic Development Corporation adjourned the Workshop Session and reconvened into the regular session to take any necessary action(s) pertaining to the workshop items. No action was taken.

6. EXECUTIVE SESSION

- 6.1. At 7:46 p.m., Mr. Mills convened the BEDC Board of Directors into a closed/executive session pursuant to the Texas Government Code, Chapter 551, to discuss the following:
- (1) **Section 551.071(1)(A) and Section 551.071(2)** – Consultations with Attorney: (1) threatened and/or contemplated claims, causes, or litigation, and/or (2) matters upon which the Attorney has a duty and/or responsibility to advise or report to the governmental body.
 - (2) **Section 551.072** – Deliberation about real property: including, *but not limited to*, potential sales, acquisitions, exchanges, leases, dispositions or values of the following real properties: 'Project Tissue' and/or property owned and/or considered for acquisition/use by the BEDC.
 - (3) **Section 551.087** – Deliberation regarding economic development negotiations: 'Project Tissue' and/or 'Project White Foam'.
- 6.2. At 8:05 p.m., the BEDC Board of Directors reconvened into open session to discuss, consider and/or take any action necessary related to the executive sessions noted herein above, and/or regular agenda items, noted above, and/or matters related to same. There was no action taken.

7. BOARD INPUT ON FUTURE AGENDAS

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

8. **ADJOURNMENT** – Gary Schiff made the motion to adjourn and Cam Chavez seconded. The BEDC Board of Directors adjourned the meeting at 8:06 p.m.



Agenda Item: 3.3

AGENDA MEMORANDUM

Meeting Date: August 15, 2016

Agenda Item: Consideration, discussion and possible action on acceptance of the BEDC's financial summary report for periods ending June 30, 2016, and July 31, 2016.

Prepared by: Shawn Kirkpatrick, Executive Director

Attached for the Board's review and consideration is the BEDC financial summary reports for the periods ending June 30, 2016, and July 31, 2016.

Recommendation

Accept the financial reports as submitted.

Bastrop Economic Development Corporation

Financial Summary For Period Ending June 30, 2016

Bastrop Economic Development Corporation
 Summary of Revenues and Expenditures
 As of June 30, 2016



Fiscal year 2016 is 75% complete as of June 30, 2016. These reports provide an unaudited and preliminary snapshot of the BEDC financial information.

- Revenues reflect 82.7% collected over budgeted or \$1,598,689. Revenues during this same time period last year reflected \$1,463,520. Additional analysis concerning revenues are on the next two pages.
- Expenses for the BEDC reflect 56% spent or \$1,082,685. Expenses during this same time period last year reflected \$1,249,075. Additional analysis concerning the expenses, year to year comparisons, and capital outlay is located within this report.

Revenues

Expenditures

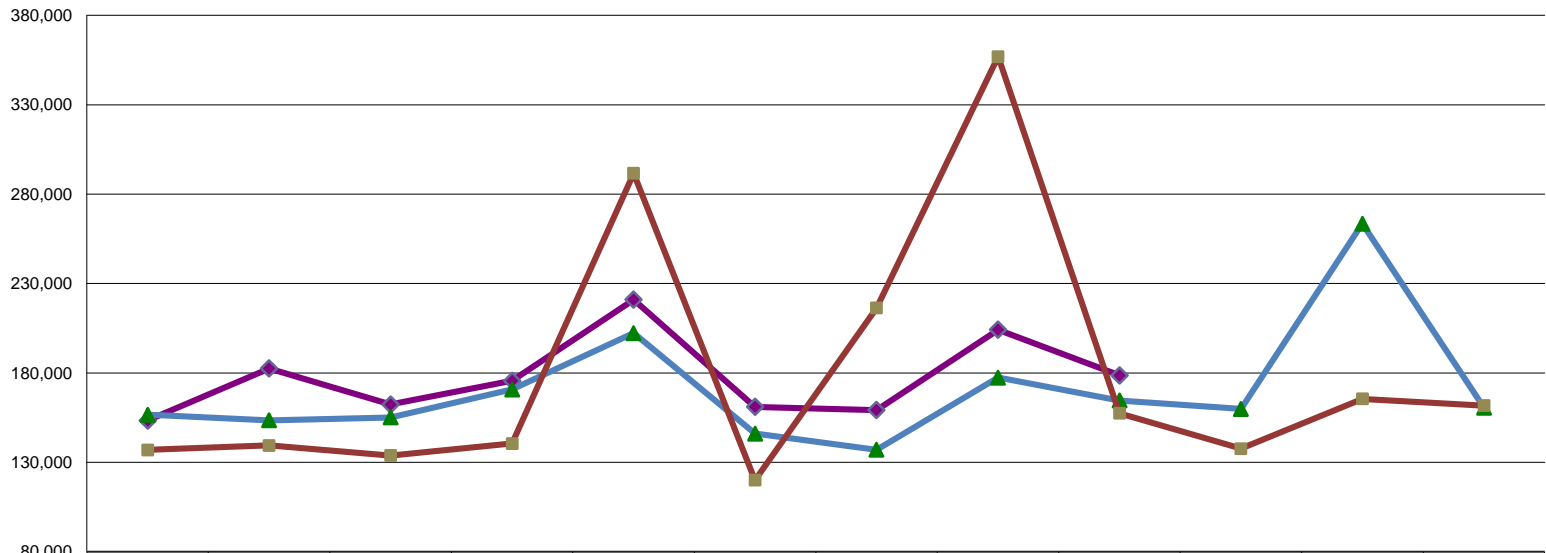
FY 2016 Budget	FY 2016 Actual	% of FY2016 Budget	FY 2016 Budget	FY 2016 Actual	% of FY2016 Budget
\$ 1,933,000	\$ 1,598,689	82.7%	\$ 1,933,000	\$ 1,082,685	56%

Summary of Revenues

As of June 30, 2016



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

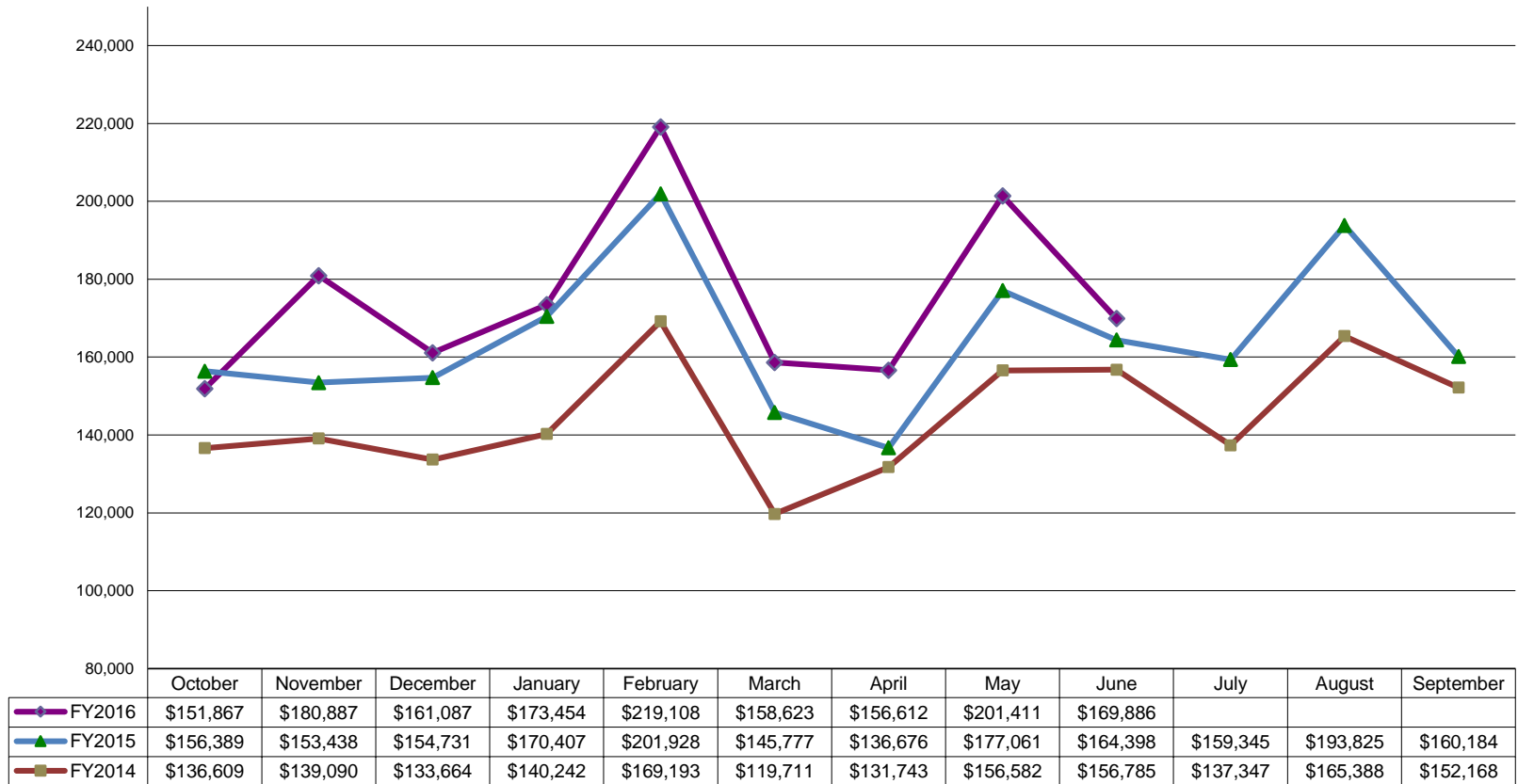


	October	November	December	January	February	March	April	May	June	July	August	September
FY2016	\$153,428	\$182,510	\$162,391	\$175,610	\$221,015	\$161,025	\$159,250	\$204,126	\$178,673			
FY2015	\$156,672	\$153,544	\$155,107	\$170,809	\$202,254	\$146,110	\$137,008	\$177,414	\$164,602	\$159,873	\$263,516	\$160,563
FY2014	\$136,928	\$139,462	\$133,803	\$140,580	\$291,654	\$120,053	\$216,330	\$356,889	\$157,457	\$137,664	\$165,514	\$161,751



Sales Tax Revenue Chart As of June 30, 2016

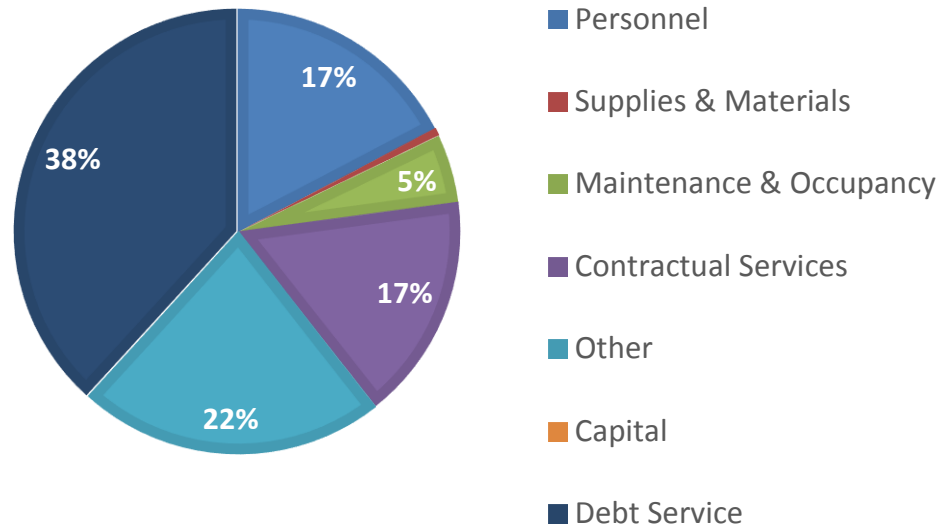
Sales Tax Receipts YTD reflect \$1,572,935 and are more than the prior year to date Sales Tax Receipts of \$1,460,804.





Expenditure Charts

As of June 30, 2016

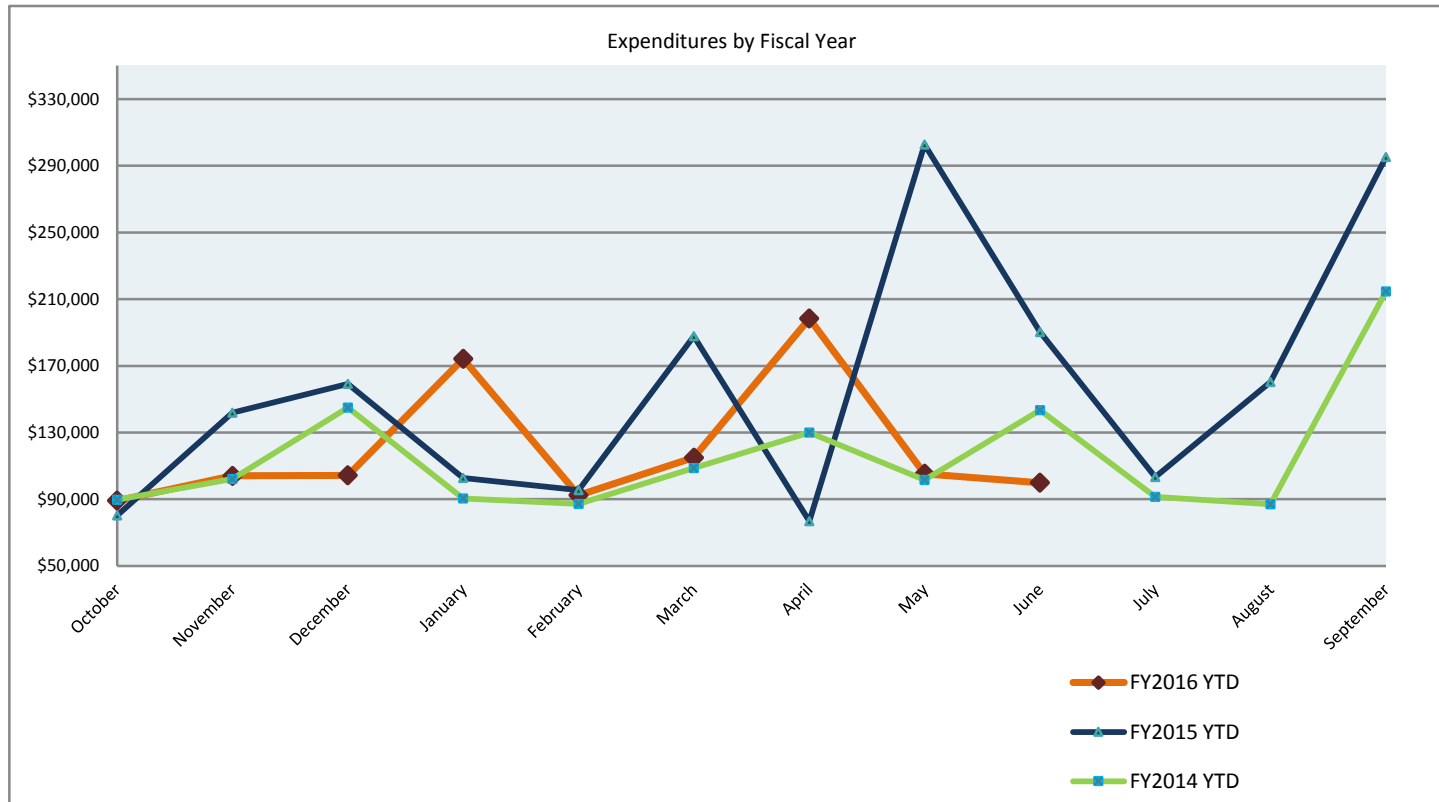


* Chart reflects FY2016 Fiscal Year-to Date expenses as of June 30, 2016. Data provided by City of Bastrop Finance Department records.



Expenditure Comparison Graph As of June 30, 2016

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





BASTROP ECONOMIC DEVELOPMENT CORPORATION FUND
FY 2015-2016 BUDGET

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

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

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

BEDC Financial Statements attached

FINANCIAL STATEMENT

AS OF: JUNE 30TH, 2016

601-BASTROP E.D.C. FUND

REVENUES	PRIOR Y-T-D	CURRENT BUDGET	M-T-D ACTUAL	Y-T-D ACTUAL	BUDGET BALANCE	% OF BUDGET
TAXES & PENALTIES						
00-00-4005 SALES TAX	1,460,804.31	1,930,000.00	169,885.79	1,572,934.57	357,065.43	81.50
TOTAL TAXES & PENALTIES	1,460,804.31	1,930,000.00	169,885.79	1,572,934.57	357,065.43	81.50
CHARGES FOR SERVICES						
00-00-4047 LEASE AGREEMENT	0.00	0.00	1,150.00	10,350.00	(10,350.00)	0.00
TOTAL CHARGES FOR SERVICES	0.00	0.00	1,150.00	10,350.00	(10,350.00)	0.00
OTHER REVENUE						
INTEREST INCOME						
00-00-4400 INTEREST INCOME	1,414.22	1,500.00	1,521.36	8,255.52	(6,755.52)	550.37
00-00-4401 INTEREST RECEIVED ON NOTES	1,301.99	1,500.00	116.07	1,149.22	350.78	76.61
TOTAL INTEREST INCOME	2,716.21	3,000.00	1,637.43	9,404.74	(6,404.74)	313.49
MISCELLANEOUS						
00-00-4558 BEDC GRANT RECEIPTS	0.00	0.00	6,000.00	6,000.00	(6,000.00)	0.00
TOTAL MISCELLANEOUS	0.00	0.00	6,000.00	6,000.00	(6,000.00)	0.00
OTHER SOURCES						
** TOTAL REVENUE **	1,463,520.52	1,933,000.00	178,673.22	1,598,689.31	334,310.69	82.71

FINANCIAL STATEMENT

AS OF: JUNE 30TH, 2016

601-BASTROP E.D.C. FUND

EXPENDITURES	PRIOR Y-T-D	CURRENT BUDGET	M-T-D ACTUAL	Y-T-D ACTUAL	BUDGET BALANCE	% OF BUDGET
NON-DEPARTMENT =====						
00-NON-PROGRAM =====						
BEDC ADMINISTRATION =====						
00-NON-PROGRAM =====						
PERSONNEL COSTS						
70-00-5101 BEDC OPERATIONAL SALARIES	98,970.23	218,696.00	15,743.40	144,071.16	74,624.84	65.88
70-00-5114 BEDC PRE-EMPLOYMENT EXPEN	5,094.47	0.00	0.00	0.00	0.00	0.00
70-00-5116 LONGEVITY	222.00	500.00	0.00	258.00	242.00	51.60
70-00-5117 OVERTIME	0.00	0.00	0.00	37.50	(37.50)	0.00
70-00-5150 SOCIAL SECURITY	7,524.16	16,000.00	1,184.22	11,367.73	4,632.27	71.05
70-00-5151 RETIREMENT	13,671.63	21,400.00	1,738.78	15,604.95	5,795.05	72.92
70-00-5155 GROUP INSURANCE	7,604.53	24,912.00	2,080.10	15,955.12	8,956.88	64.05
70-00-5156 WORKER'S COMPENSATION	243.66	1,100.00	0.00	344.14	755.86	31.29
TOTAL PERSONNEL COSTS	133,330.68	282,608.00	20,746.50	187,638.60	94,969.40	66.40
SUPPLIES & MATERIALS						
70-00-5201 OPERATIONAL SUPPLIES (OFFIC	2,952.49	4,500.00	233.83	3,483.33	1,016.67	77.41
70-00-5203 POSTAGE	18.62	480.00	97.21	151.25	328.75	31.51
70-00-5206 OFFICE EQUIPMENT	2,543.57	20,500.00	186.94	2,759.77	17,740.23	13.46
TOTAL SUPPLIES & MATERIALS	5,514.68	25,480.00	517.98	6,394.35	19,085.65	25.10
MAINTENANCE & REPAIRS						
70-00-5301 MAINT OF EQUIPMENT	325.00	1,000.00	0.00	309.98	690.02	31.00
70-00-5331 INDUSTRIAL PARK MAINT EXP	0.00	5,000.00	0.00	0.00	5,000.00	0.00
70-00-5345 BUILDING REPAIRS & MAINT.	1,832.97	15,600.00	254.00	13,340.24	2,259.76	85.51
TOTAL MAINTENANCE & REPAIRS	2,157.97	21,600.00	254.00	13,650.22	7,949.78	63.20
OCCUPANCY						
70-00-5401 COMMUNICATIONS	3,590.82	10,000.00	745.59	6,802.67	3,197.33	68.03
70-00-5402 OFFICE RENTAL	0.00	36,000.00	3,000.00	30,000.00	6,000.00	83.33
70-00-5403 UTILITIES	2,118.16	6,000.00	417.35	3,197.76	2,802.24	53.30
TOTAL OCCUPANCY	5,708.98	52,000.00	4,162.94	40,000.43	11,999.57	76.92

FINANCIAL STATEMENT

AS OF: JUNE 30TH, 2016

601-BASTROP E.D.C. FUND

EXPENDITURES	PRIOR Y-T-D	CURRENT BUDGET	M-T-D ACTUAL	Y-T-D ACTUAL	BUDGET BALANCE	% OF BUDGET
CONTRACTUAL SERVICES						
70-00-5505 PROFESSIONAL SERVICES	57,241.68	50,000.00	2,028.00	43,701.40	6,298.60	87.40
70-00-5525 LEGALS	29,304.49	30,000.00	2,412.67	16,370.89	13,629.11	54.57
70-00-5530 ENGINEERING	0.00	15,000.00	0.00	6,982.50	8,017.50	46.55
70-00-5540 PROPERTY INSURANCE	720.66	1,000.00	0.00	577.12	422.88	57.71
70-00-5561 CONTRACTUAL SERVICES	3,500.00	6,000.00	500.00	5,000.00	1,000.00	83.33
70-00-5574 CITY CONTRACT FOR SERVICE	0.00	139,000.00	4,971.73	49,996.57	89,003.43	35.97
70-00-5596 MAIN STREET PROG SUPPORT	29,999.97	40,000.00	3,333.33	29,999.97	10,000.03	75.00
70-00-5598 CITY ADMINISTRATIVE SUPPORT	37,499.94	50,000.00	2,505.50	26,249.90	23,750.10	52.50
TOTAL CONTRACTUAL SERVICES	158,266.74	331,000.00	15,751.23	178,878.35	152,121.65	54.04
OTHER CHARGES						
70-00-5603 MARKETING TRAVEL	1,958.49	9,000.00	1,467.07	5,513.32	3,486.68	61.26
70-00-5604 BUSINESS DEVELOPMENT	4,143.39	9,000.00	586.61	6,356.52	2,643.48	70.63
70-00-5605 TRAINING TRAVEL	3,952.86	9,000.00	5.00	6,854.07	2,145.93	76.16
70-00-5606 AUTO ALLOWANCE - STAFF	1,384.62	0.00	0.00	0.00	0.00	0.00
70-00-5610 ISSUANCE COST	6,372.50	0.00	0.00	0.00	0.00	0.00
70-00-5611 BILLBOARDS	9,500.00	7,500.00	(500.00)	7,500.00	0.00	100.00
70-00-5615 DUES, SUBSCRIPTIONS & PUBLI	7,051.00	9,550.00	26.00	8,620.54	929.46	90.27
70-00-5631 BONDS FOR BEDC OFFICERS	242.00	1,000.00	0.00	559.10	440.90	55.91
70-00-5633 LOCAL/MISC ADV & SPONSORSHI	18,590.00	15,000.00	129.48	9,168.66	5,831.34	61.12
70-00-5634 NATIONAL ADV & MARKETING	29,505.00	40,000.00	2,870.00	14,983.55	25,016.45	37.46
70-00-5638 SPL PROJECTS-DOWNTOWN GRANT	4,080.79	0.00	0.00	0.00	0.00	0.00
70-00-5640 SPL PROJ-REDEVELOPMENT GRAN	0.00	50,000.00	0.00	0.00	50,000.00	0.00
70-00-5641 SPL EDUC & WORKFORCE DEVELO	0.00	10,000.00	2,014.13	5,463.92	4,536.08	54.64
70-00-5642 SPL ENTREPRENEURIAL/SM BUS	0.00	5,000.00	910.00	1,335.00	3,665.00	26.70
70-00-5644 380 AGREEMENT REIMBURSEMENT	212,342.49	320,000.00	0.00	162,411.87	157,588.13	50.75
70-00-5645 WATER RIGHTS PROP FUNDING	0.00	60,000.00	0.00	0.00	60,000.00	0.00
70-00-5646 SPECIAL PROJ/INCENTIVES	73,646.00	48,500.00	0.00	0.00	48,500.00	0.00
70-00-5648 SPL PROJECTS - BUS OUTREACH	7,204.35	0.00	0.00	0.00	0.00	0.00
70-00-5655 EQUIPMENT RENTAL	1.53	50.00	0.00	0.00	50.00	0.00
70-00-5689 OPPORTUNITY AUSTIN	0.00	10,000.00	0.00	0.00	10,000.00	0.00
70-00-5700 TARGETED MARKETING	1,085.00	25,500.00	5,010.00	13,520.08	11,979.92	53.02
TOTAL OTHER CHARGES	381,060.02	629,100.00	12,518.29	242,286.63	386,813.37	38.51
CONTINGENCY						
70-00-5900 CONTINGENCY	0.00	43,626.16	0.00	0.00	43,626.16	0.00
70-00-5999 DONATED ASSETS	183,000.00	0.00	0.00	0.00	0.00	0.00
TOTAL CONTINGENCY	183,000.00	43,626.16	0.00	0.00	43,626.16	0.00

FINANCIAL STATEMENT

AS OF: JUNE 30TH, 2016

601-BASTROP E.D.C. FUND

EXPENDITURES	PRIOR Y-T-D	CURRENT BUDGET	M-T-D ACTUAL	Y-T-D ACTUAL	BUDGET BALANCE	% OF BUDGET
CAPITAL OUTLAY						
70-00-6060 REAL PROPERTY	1,173.21	0.00	0.00	0.00	0.00	0.00
TOTAL CAPITAL OUTLAY	1,173.21	0.00	0.00	0.00	0.00	0.00
DEBT SERVICE						
70-00-7133 C OF O SERIES 2013 PRINCIPL	30,854.97	76,230.00	6,930.00	57,750.00	18,480.00	75.76
70-00-7134 C OF O SERIES 2013 INTEREST	76,620.78	100,926.00	8,472.75	75,756.75	25,169.25	75.06
70-00-7137 C OF O SERIES 2010 PRINCIPA	31,230.00	42,334.00	3,527.83	31,750.47	10,583.53	75.00
70-00-7138 C OF O SERIES 2010 INTEREST	26,214.03	33,494.00	2,791.14	25,120.50	8,373.50	75.00
70-00-7152 GO REFUNDING SER 2014 INT	1,282.63	6,326.00	(4,216.88)	0.00	6,326.00	0.00
70-00-7501 C OF O SERIES 2008A PRINCIP	15,491.25	21,263.00	824.64	15,000.00	6,263.00	70.55
70-00-7502 C OF O SERIES 2008A, INTERE	8,849.25	10,766.84	6,326.50	13,504.50	(2,737.66)	125.43
TOTAL DEBT SERVICE	190,542.91	291,339.84	24,655.98	218,882.22	72,457.62	75.13
TOTAL 00-NON-PROGRAM	1,060,755.19	1,676,754.00	78,606.92	887,730.80	789,023.20	52.94
ADMINISTRATION						
=====						
CAPITAL OUTLAY						
DEBT SERVICE						
70-10-7097 INTEREST EXPENSE ON FNB NOT	153.60	500.00	0.00	3,145.13	(2,645.13)	629.03
70-10-7603 BOND PRINCIPAL 2006	164,999.97	235,000.00	19,583.33	176,249.97	58,750.03	75.00
70-10-7604 BOND INTEREST 2006	23,166.00	20,746.00	1,728.83	15,559.47	5,186.53	75.00
TOTAL DEBT SERVICE	188,319.57	256,246.00	21,312.16	194,954.57	61,291.43	76.08
TOTAL ADMINISTRATION	188,319.57	256,246.00	21,312.16	194,954.57	61,291.43	76.08
TOTAL BEDC ADMINISTRATION	1,249,074.76	1,933,000.00	99,919.08	1,082,685.37	850,314.63	56.01
*** TOTAL EXPENSES ***	1,249,074.76	1,933,000.00	99,919.08	1,082,685.37	850,314.63	56.01

*** END OF REPORT ***

BALANCE SHEET

AS OF: JUNE 30TH, 2016

601-BASTROP E.D.C. FUND

ACCOUNT# TITLE

ASSETS

=====

00-00-1010	BEDC OPERATING ACCT	221,505.16
00-00-1012	TEXAS CLASS	1,503,006.23
00-00-1100	TEXPOOL	1,799,016.07
00-00-1135	DREYFUS MM ACCT	599.63
00-00-1141	CERTIFICATE OF DEPOSIT FN	500,000.00
00-00-1224	ACCT RECEIVABLE-SALES TAX	324,797.59
00-00-1272	NOTES RECEIVABLE-GARMENT	68,750.68
00-00-1274	NOTES RECEIVABLE-GTG-LOAN	22,665.98
00-00-1275	NOTES RECEIVABLE-GTG-LOAN	22,068.41
00-00-1276	NOTES RECEIVABLE-GTG-LOAN	530.62
00-00-1420	EQUIPMENT	8,300.77
00-00-1440	BUILDING IMPROVEMENTS	49,785.27
00-00-1460	FIXED ASSETS - BUILDING	921,879.73
00-00-1470	FIXED ASSETS - LAND	848,201.04
00-00-1480	FIXED ASSETS - INFRASTRUC	2,253,147.18
00-00-1490	CONST IN PROGRESS-INFRAST	5,240.18
00-00-1499	ACCUMULATED DEPRECIATION(1,579,901.19)
00-00-1575	DEFERRED OUTFLOWS-PENSION	15,195.00
00-00-1576	DEFERRED OUTFLOWS-ACTUARI	501.00
00-00-1577	DEFERRED OUTFLOWS-DEFICIT	3,617.00

6,988,906.35

TOTAL ASSETS

6,988,906.35

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BALANCE SHEET

AS OF: JUNE 30TH, 2016

601-BASTROP E.D.C. FUND

ACCOUNT# TITLE

LIABILITIES & FUND BALANCE

=====

00-00-2000	ACCOUNTS PAYABLE	14,304.41	
00-00-2029	INSURANCE PAYABLE	0.30	
00-00-2080	NOTES PAYABLE-CITY-WTR PR	420,000.00	
00-00-2081	NOTES PAYABLE-CITY-TDC	43,750.69	
00-00-2101	BONDS PAYABLE CURRENT POR	463,246.00	
00-00-2102	TAX/REV 2006 BOND PAYABLE	215,000.00	
00-00-2105	BONDS PAYABLE-CURRENT YR	323,975.63	
00-00-2125	ACCRUED INTEREST PAYABLE	26,642.94	
00-00-2127	ACCRUED EXPENSES-OTHER	38,439.22	
00-00-2235	DEFFERRED REVENUE-TOWER	58,650.00	
00-00-2356	DUE TO OTHER GOVERNMENTS	3,760,538.44	
00-00-2405	ENCUMBRANCE ACCOUNT (7,000.00)	
00-00-2406	RESERVE FOR ENCUMBRANCE	7,000.00	
00-00-2850	NET PENSION LIABLITY	70,293.00	
00-00-2870	COMPENSATED ABSENCES PAYA	8,064.85	
			5,442,905.48
	TOTAL LIABILITIES		5,442,905.48
	SURPLUS (DEFICIT)	516,003.94	
00-00-3000	NET ASSETS	189,312.43	
00-00-3119	DESIGNATED OPERATING	150,000.00	
00-00-3400	CONTRIBUTED CAPITAL	521,695.50	
00-00-3502	RESTRICTED - JAMCO	73,644.00	
00-00-3503	RESTRICTED-GOOD SOUL BREW	9,700.00	
00-00-3505	RESTRICTED-COGLAN GRP	10,000.00	
00-00-3506	ELLIOTT PARTNERS	75,645.00	
	TOTAL EQUITY		1,546,000.87
	TOTAL LIABILITIES & FUND EQUITY		6,988,906.35

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Bastrop Economic Development Corporation

Financial Summary For Period Ending July 31, 2016

Bastrop Economic Development Corporation
 Summary of Revenues and Expenditures
 As of July 31, 2016



Fiscal year 2016 is 83.3% complete as of July 31, 2016. These reports provide an unaudited and preliminary snapshot of the BEDC financial information.

☐ Revenues reflect 92% collected over budgeted or \$1,777,383. Revenues during this same time period last year reflected \$1,623,394. Additional analysis concerning revenues are on the next two pages.

☐ Expenses for the BEDC reflect 65% spent or \$1,263,058. Expenses during this same time period last year reflected \$1,342,387. Additional analysis concerning the expenses, year to year comparisons, and capital outlay is located within this report.

Revenues

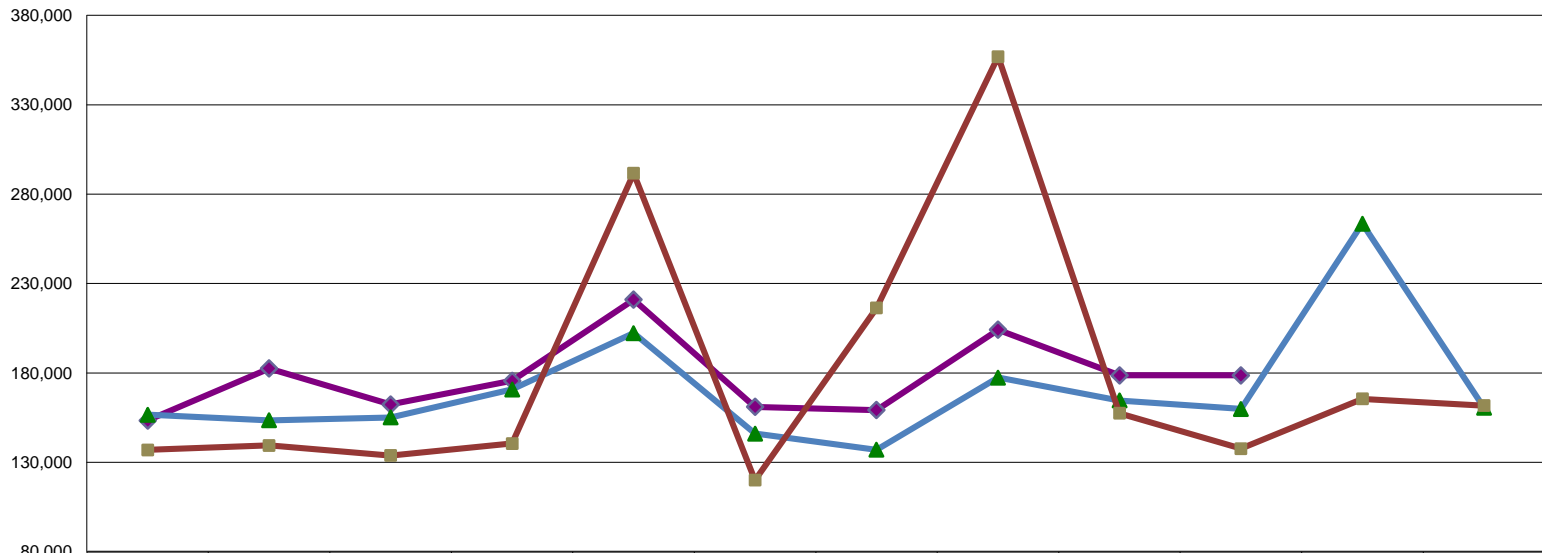
Expenditures

FY 2016 Budget	FY 2016 Actual	% of FY2016 Budget	FY 2016 Budget	FY 2016 Actual	% of FY2016 Budget
\$ 1,933,000	\$ 1,777,383	92%	\$ 1,933,000	\$ 1,263,058	65%

Summary of Revenues
As of July 31, 2016



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

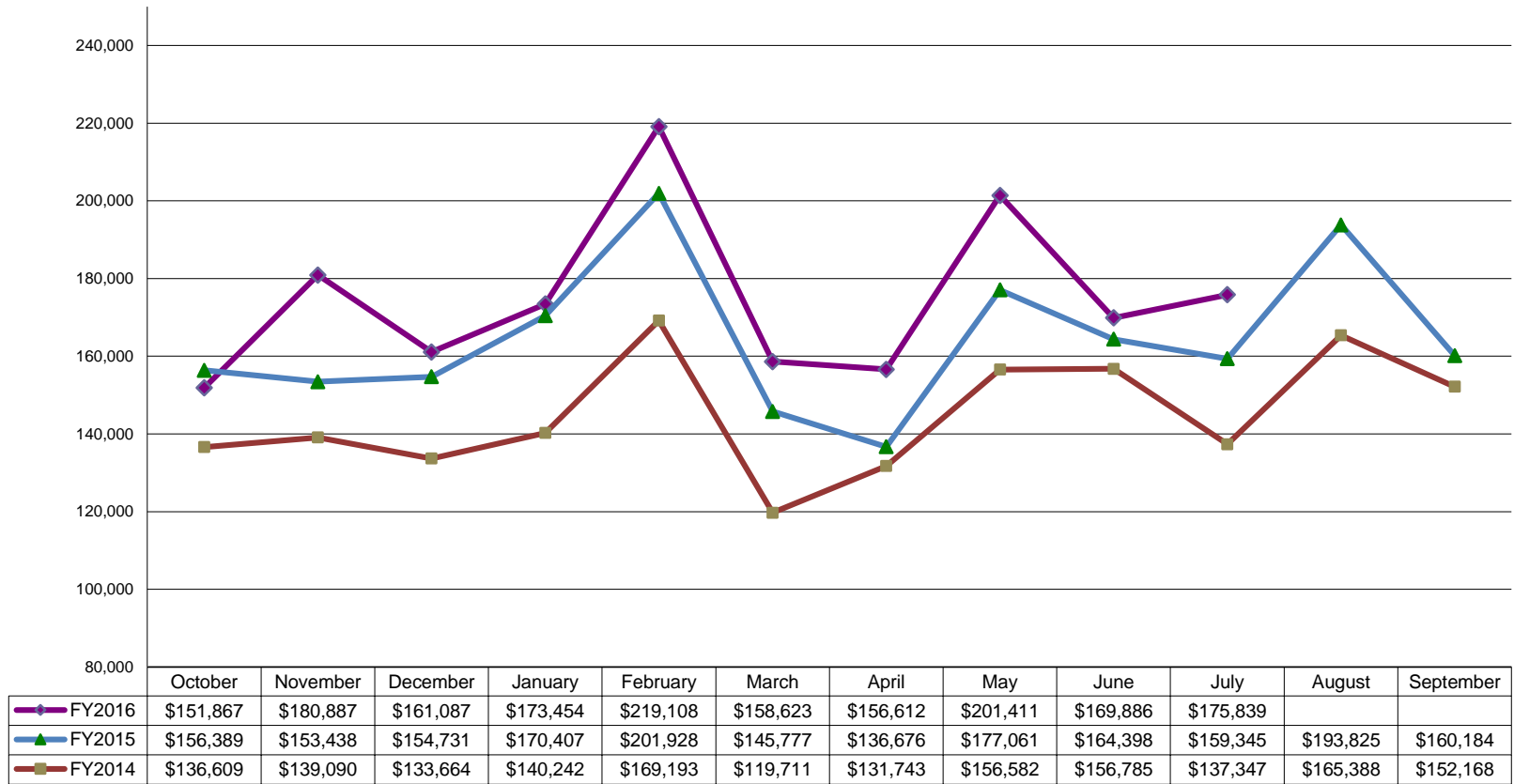


	October	November	December	January	February	March	April	May	June	July	August	September
FY2016	\$153,428	\$182,510	\$162,391	\$175,610	\$221,015	\$161,025	\$159,250	\$204,126	\$178,673	\$178,693		
FY2015	\$156,672	\$153,544	\$155,107	\$170,809	\$202,254	\$146,110	\$137,008	\$177,414	\$164,602	\$159,873	\$263,516	\$160,563
FY2014	\$136,928	\$139,462	\$133,803	\$140,580	\$291,654	\$120,053	\$216,330	\$356,889	\$157,457	\$137,664	\$165,514	\$161,751



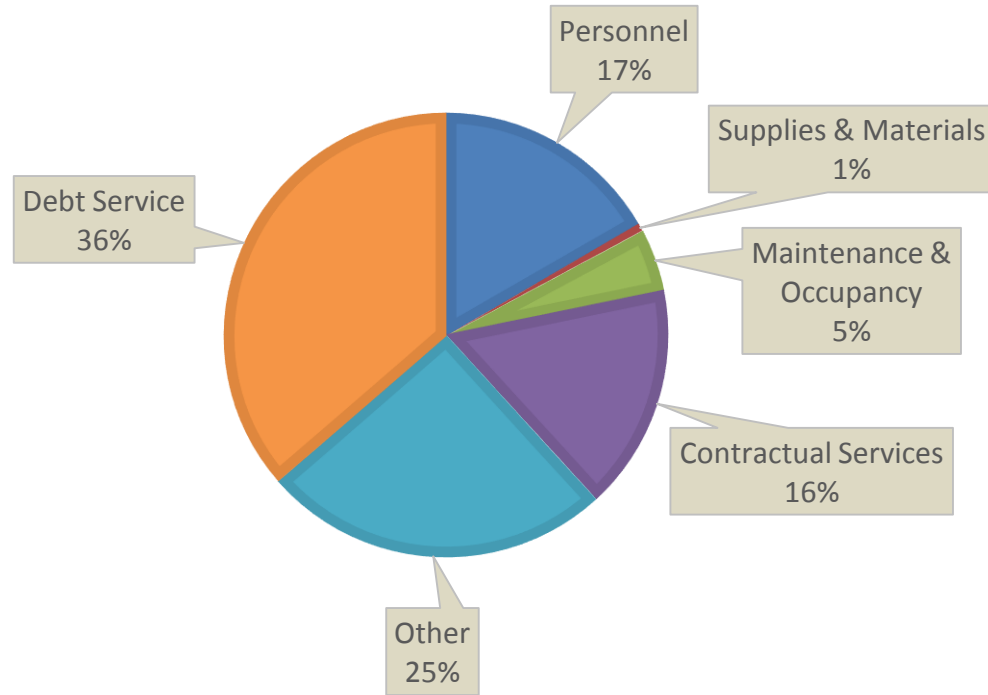
Sales Tax Revenue Chart As of July 31, 2016

Sales Tax Receipts YTD reflect \$1,748,774 and are more than the prior year to date Sales Tax Receipts of \$1,620,149.



Expenditure Charts

As of July 31, 2016



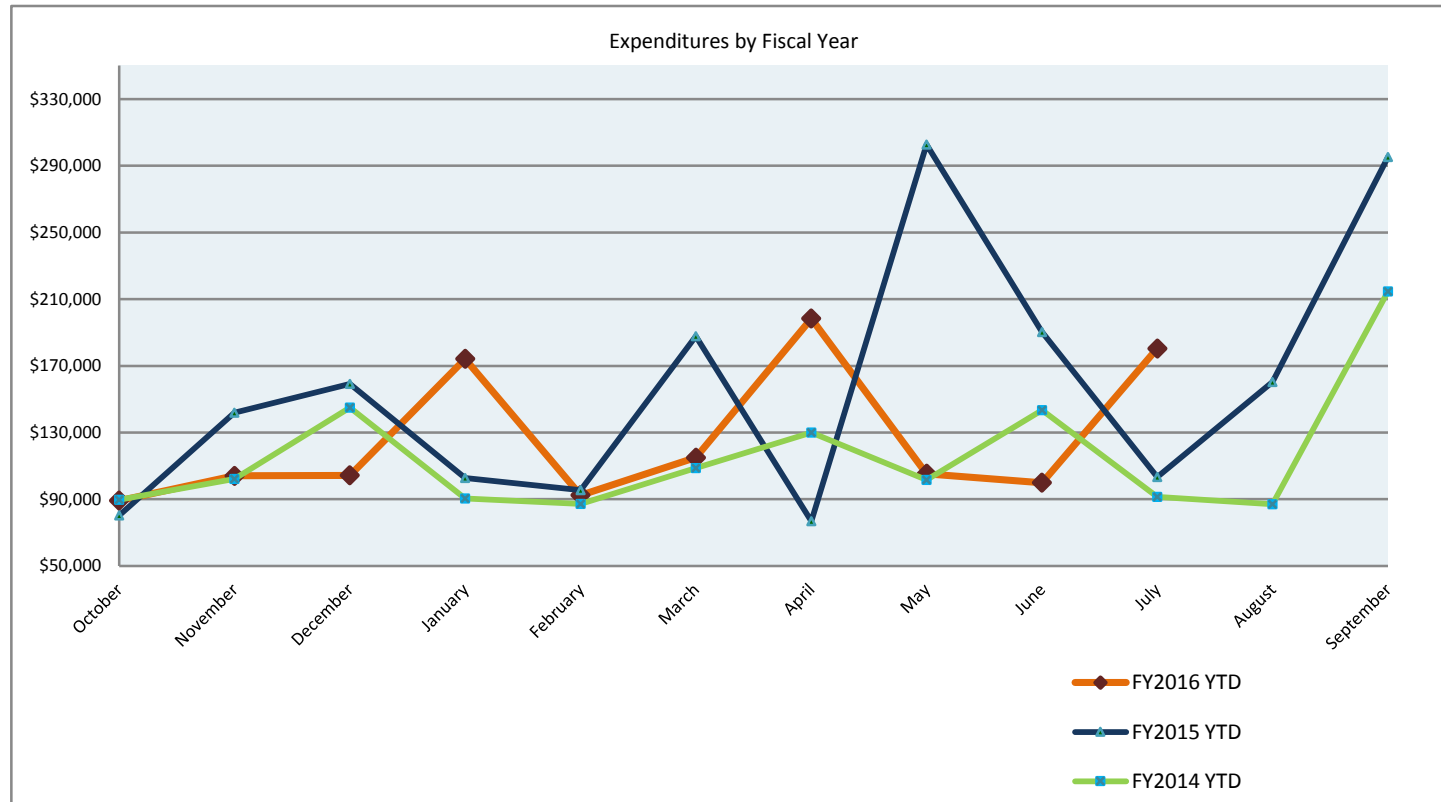
* Chart reflects FY2016 Fiscal Year-to Date expenses as of July 31, 2016. Data provided by City of Bastrop Finance Department records.

Expenditure Comparison Graph

As of July 31, 2016



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





BASTROP ECONOMIC DEVELOPMENT CORPORATION FUND
FY 2015-2016 BUDGET

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

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

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

BEDC Financial Statements attached

FINANCIAL STATEMENT

AS OF: JULY 31ST, 2016

601-BASTROP E.D.C. FUND

REVENUES	PRIOR Y-T-D	CURRENT BUDGET	M-T-D ACTUAL	Y-T-D ACTUAL	BUDGET BALANCE	% OF BUDGET
TAXES & PENALTIES						
00-00-4005 SALES TAX	1,620,149.42	1,930,000.00	175,839.12	1,748,773.69	181,226.31	90.61
TOTAL TAXES & PENALTIES	1,620,149.42	1,930,000.00	175,839.12	1,748,773.69	181,226.31	90.61
CHARGES FOR SERVICES						
00-00-4047 LEASE AGREEMENT	0.00	0.00	1,150.00	11,500.00	(11,500.00)	0.00
TOTAL CHARGES FOR SERVICES	0.00	0.00	1,150.00	11,500.00	(11,500.00)	0.00
OTHER REVENUE						
INTEREST INCOME						
00-00-4400 INTEREST INCOME	1,644.19	1,500.00	1,591.06	9,846.58	(8,346.58)	656.44
00-00-4401 INTEREST RECEIVED ON NOTES	1,600.04	1,500.00	113.11	1,262.33	237.67	84.16
TOTAL INTEREST INCOME	3,244.23	3,000.00	1,704.17	11,108.91	(8,108.91)	370.30
MISCELLANEOUS						
00-00-4558 BEDC GRANT RECEIPTS	0.00	0.00	0.00	6,000.00	(6,000.00)	0.00
TOTAL MISCELLANEOUS	0.00	0.00	0.00	6,000.00	(6,000.00)	0.00
OTHER SOURCES						
** TOTAL REVENUE **	1,623,393.65	1,933,000.00	178,693.29	1,777,382.60	155,617.40	91.95

FINANCIAL STATEMENT

AS OF: JULY 31ST, 2016

601-BASTROP E.D.C. FUND

EXPENDITURES	PRIOR Y-T-D	CURRENT BUDGET	M-T-D ACTUAL	Y-T-D ACTUAL	BUDGET BALANCE	% OF BUDGET
NON-DEPARTMENT =====						
00-NON-PROGRAM =====						
BEDC ADMINISTRATION =====						
00-NON-PROGRAM =====						
PERSONNEL COSTS						
70-00-5101 BEDC OPERATIONAL SALARIES	111,432.71	218,696.00	17,603.98	161,675.14	57,020.86	73.93
70-00-5114 BEDC PRE-EMPLOYMENT EXPEN	11,152.72	0.00	0.00	0.00	0.00	0.00
70-00-5116 LONGEVITY	222.00	500.00	0.00	258.00	242.00	51.60
70-00-5117 OVERTIME	0.00	0.00	0.00	37.50	(37.50)	0.00
70-00-5150 SOCIAL SECURITY	8,493.18	16,000.00	1,326.56	12,694.29	3,305.71	79.34
70-00-5151 RETIREMENT	13,671.63	21,400.00	1,943.99	17,548.94	3,851.06	82.00
70-00-5155 GROUP INSURANCE	7,604.53	24,912.00	2,080.10	18,035.22	6,876.78	72.40
70-00-5156 WORKER'S COMPENSATION	322.28	1,100.00	112.72	456.86	643.14	41.53
TOTAL PERSONNEL COSTS	152,899.05	282,608.00	23,067.35	210,705.95	71,902.05	74.56
SUPPLIES & MATERIALS						
70-00-5201 OPERATIONAL SUPPLIES (OFFIC	3,408.19	4,500.00	291.83	3,775.16	724.84	83.89
70-00-5203 POSTAGE	19.67	480.00	29.40	180.65	299.35	37.64
70-00-5206 OFFICE EQUIPMENT	5,479.60	20,500.00	537.14	3,296.91	17,203.09	16.08
TOTAL SUPPLIES & MATERIALS	8,907.46	25,480.00	858.37	7,252.72	18,227.28	28.46
MAINTENANCE & REPAIRS						
70-00-5301 MAINT OF EQUIPMENT	470.00	1,000.00	0.00	309.98	690.02	31.00
70-00-5331 INDUSTRIAL PARK MAINT EXP	0.00	5,000.00	0.00	0.00	5,000.00	0.00
70-00-5345 BUILDING REPAIRS & MAINT.	4,149.04	15,600.00	54.00	13,394.24	2,205.76	85.86
TOTAL MAINTENANCE & REPAIRS	4,619.04	21,600.00	54.00	13,704.22	7,895.78	63.45
OCCUPANCY						
70-00-5401 COMMUNICATIONS	3,658.47	10,000.00	764.69	7,567.36	2,432.64	75.67
70-00-5402 OFFICE RENTAL	3,000.00	36,000.00	3,000.00	33,000.00	3,000.00	91.67
70-00-5403 UTILITIES	2,118.16	6,000.00	0.00	3,197.76	2,802.24	53.30
TOTAL OCCUPANCY	8,776.63	52,000.00	3,764.69	43,765.12	8,234.88	84.16

FINANCIAL STATEMENT

AS OF: JULY 31ST, 2016

601-BASTROP E.D.C. FUND

EXPENDITURES	PRIOR Y-T-D	CURRENT BUDGET	M-T-D ACTUAL	Y-T-D ACTUAL	BUDGET BALANCE	% OF BUDGET
CONTRACTUAL SERVICES						
70-00-5505 PROFESSIONAL SERVICES	64,151.68	50,000.00	3,380.05	47,081.45	2,918.55	94.16
70-00-5525 LEGALS	32,421.99	30,000.00	2,873.61	19,244.50	10,755.50	64.15
70-00-5530 ENGINEERING	0.00	15,000.00	5,490.00	12,472.50	2,527.50	83.15
70-00-5540 PROPERTY INSURANCE	960.88	1,000.00	192.37	769.49	230.51	76.95
70-00-5561 CONTRACTUAL SERVICES	4,000.00	6,000.00	500.00	5,500.00	500.00	91.67
70-00-5574 CITY CONTRACT FOR SERVICE	0.00	139,000.00	8,694.79	58,691.36	80,308.64	42.22
70-00-5596 MAIN STREET PROG SUPPORT	33,333.30	40,000.00	3,333.33	33,333.30	6,666.70	83.33
70-00-5598 CITY ADMINISTRATIVE SUPPORT	41,666.60	50,000.00	3,754.65	30,004.55	19,995.45	60.01
TOTAL CONTRACTUAL SERVICES	176,534.45	331,000.00	28,218.80	207,097.15	123,902.85	62.57
OTHER CHARGES						
70-00-5603 MARKETING TRAVEL	2,336.49	9,000.00	619.32	6,132.64	2,867.36	68.14
70-00-5604 BUSINESS DEVELOPMENT	4,578.95	9,000.00	263.42	6,619.94	2,380.06	73.55
70-00-5605 TRAINING TRAVEL	4,001.21	9,000.00	948.96	7,803.03	1,196.97	86.70
70-00-5606 AUTO ALLOWANCE - STAFF	1,846.16	0.00	0.00	0.00	0.00	0.00
70-00-5610 ISSUANCE COST	6,372.50	0.00	0.00	0.00	0.00	0.00
70-00-5611 BILLBOARDS	9,500.00	7,500.00	0.00	7,500.00	0.00	100.00
70-00-5615 DUES, SUBSCRIPTIONS & PUBLI	7,042.79	9,550.00	26.00	8,646.54	903.46	90.54
70-00-5631 BONDS FOR BEDC OFFICERS	242.00	1,000.00	67.87	626.97	373.03	62.70
70-00-5633 LOCAL/MISC ADV & SPONSORSHI	18,590.00	15,000.00	0.00	9,168.66	5,831.34	61.12
70-00-5634 NATIONAL ADV & MARKETING	29,505.00	40,000.00	0.00	14,983.55	25,016.45	37.46
70-00-5638 SPL PROJECTS-DOWNTOWN GRANT	4,080.79	0.00	0.00	0.00	0.00	0.00
70-00-5640 SPL PROJ-REDEVELOPMENT GRAN	0.00	50,000.00	0.00	0.00	50,000.00	0.00
70-00-5641 SPL EDUC & WORKFORCE DEVELO	0.00	10,000.00	(2,358.29)	3,105.63	6,894.37	31.06
70-00-5642 SPL ENTREPRENEURIAL/SM BUS	0.00	5,000.00	0.00	1,335.00	3,665.00	26.70
70-00-5644 380 AGREEMENT REIMBURSEMENT	212,342.49	320,000.00	76,667.32	239,079.19	80,920.81	74.71
70-00-5645 WATER RIGHTS PROP FUNDING	0.00	60,000.00	0.00	0.00	60,000.00	0.00
70-00-5646 SPECIAL PROJ/INCENTIVES	73,646.00	48,500.00	0.00	0.00	48,500.00	0.00
70-00-5648 SPL PROJECTS - BUS OUTREACH	7,204.35	0.00	0.00	0.00	0.00	0.00
70-00-5655 EQUIPMENT RENTAL	1.53	50.00	0.00	0.00	50.00	0.00
70-00-5689 OPPORTUNITY AUSTIN	0.00	10,000.00	0.00	0.00	10,000.00	0.00
70-00-5700 TARGETED MARKETING	1,225.97	25,500.00	2,542.50	16,062.58	9,437.42	62.99
TOTAL OTHER CHARGES	382,516.23	629,100.00	78,777.10	321,063.73	308,036.27	51.04
CONTINGENCY						
70-00-5900 CONTINGENCY	0.00	43,626.16	0.00	0.00	43,626.16	0.00
70-00-5999 DONATED ASSETS	183,000.00	0.00	0.00	0.00	0.00	0.00
TOTAL CONTINGENCY	183,000.00	43,626.16	0.00	0.00	43,626.16	0.00

FINANCIAL STATEMENT

AS OF: JULY 31ST, 2016

601-BASTROP E.D.C. FUND

EXPENDITURES	PRIOR Y-T-D	CURRENT BUDGET	M-T-D ACTUAL	Y-T-D ACTUAL	BUDGET BALANCE	% OF BUDGET
CAPITAL OUTLAY						
70-00-6060 REAL PROPERTY	1,173.21	0.00	0.00	0.00	0.00	0.00
TOTAL CAPITAL OUTLAY	1,173.21	0.00	0.00	0.00	0.00	0.00
DEBT SERVICE						
70-00-7133 C OF O SERIES 2013 PRINCIPL	34,283.30	76,230.00	6,416.67	64,166.67	12,063.33	84.18
70-00-7134 C OF O SERIES 2013 INTEREST	85,134.20	100,926.00	8,417.42	84,174.17	16,751.83	83.40
70-00-7137 C OF O SERIES 2010 PRINCIPA	34,700.00	42,334.00	3,527.83	35,278.30	7,055.70	83.33
70-00-7138 C OF O SERIES 2010 INTEREST	29,126.70	33,494.00	2,791.17	27,911.67	5,582.33	83.33
70-00-7152 GO REFUNDING SER 2014 INT	4,445.28	6,326.00	0.00	0.00	6,326.00	0.00
70-00-7501 C OF O SERIES 2008A PRINCIP	17,212.50	21,263.00	1,666.67	16,666.67	4,596.33	78.38
70-00-7502 C OF O SERIES 2008A, INTERE	9,832.50	10,766.84	1,500.50	15,005.00	(4,238.16)	139.36
TOTAL DEBT SERVICE	214,734.48	291,339.84	24,320.26	243,202.48	48,137.36	83.48
TOTAL 00-NON-PROGRAM	1,133,160.55	1,676,754.00	159,060.57	1,046,791.37	629,962.63	62.43
ADMINISTRATION						
=====						
CAPITAL OUTLAY						
DEBT SERVICE						
70-10-7097 INTEREST EXPENSE ON FNB NOT	153.60	500.00	0.00	3,145.13	(2,645.13)	629.03
70-10-7603 BOND PRINCIPAL 2006	183,333.30	235,000.00	19,583.33	195,833.30	39,166.70	83.33
70-10-7604 BOND INTEREST 2006	25,740.00	20,746.00	1,728.83	17,288.30	3,457.70	83.33
TOTAL DEBT SERVICE	209,226.90	256,246.00	21,312.16	216,266.73	39,979.27	84.40
TOTAL ADMINISTRATION	209,226.90	256,246.00	21,312.16	216,266.73	39,979.27	84.40
TOTAL BEDC ADMINISTRATION	1,342,387.45	1,933,000.00	180,372.73	1,263,058.10	669,941.90	65.34
*** TOTAL EXPENSES ***	1,342,387.45	1,933,000.00	180,372.73	1,263,058.10	669,941.90	65.34

*** END OF REPORT ***

BALANCE SHEET

AS OF: JULY 31ST, 2016

601-BASTROP E.D.C. FUND

ACCOUNT# TITLE

ASSETS

=====

00-00-1010	BEDC OPERATING ACCT	128,026.17
00-00-1012	TEXAS CLASS	1,503,821.42
00-00-1100	TEXPOOL	1,636,102.51
00-00-1135	DREYFUS MM ACCT	794.85
00-00-1141	CERTIFICATE OF DEPOSIT FN	500,000.00
00-00-1224	ACCT RECEIVABLE-SALES TAX	324,797.59
00-00-1227	ACCOUNTS RECEIVABLE-OTHER	87,994.92
00-00-1272	NOTES RECEIVABLE-GARMENT	66,667.35
00-00-1274	NOTES RECEIVABLE-GTG-LOAN	21,999.31
00-00-1275	NOTES RECEIVABLE-GTG-LOAN	21,478.68
00-00-1276	NOTES RECEIVABLE-GTG-LOAN	516.39
00-00-1420	EQUIPMENT	8,300.77
00-00-1440	BUILDING IMPROVEMENTS	49,785.27
00-00-1460	FIXED ASSETS - BUILDING	921,879.73
00-00-1470	FIXED ASSETS - LAND	848,201.04
00-00-1480	FIXED ASSETS - INFRASTRUC	2,253,147.18
00-00-1490	CONST IN PROGRESS-INFRAST	5,240.18
00-00-1499	ACCUMULATED DEPRECIATION(1,579,901.19)
00-00-1575	DEFERRED OUTFLOWS-PENSION	15,195.00
00-00-1576	DEFERRED OUTFLOWS-ACTUARI	501.00
00-00-1577	DEFERRED OUTFLOWS-DEFICIT	3,617.00

6,818,165.17

TOTAL ASSETS

6,818,165.17

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BALANCE SHEET

AS OF: JULY 31ST, 2016

601-BASTROP E.D.C. FUND

ACCOUNT# TITLE

LIABILITIES & FUND BALANCE

=====

00-00-2000	ACCOUNTS PAYABLE	18,342.87	
00-00-2029	INSURANCE PAYABLE	0.30	
00-00-2080	NOTES PAYABLE-CITY-WTR PR	420,000.00	
00-00-2081	NOTES PAYABLE-CITY-TDC	41,667.36	
00-00-2101	BONDS PAYABLE CURRENT POR	463,246.00	
00-00-2102	TAX/REV 2006 BOND PAYABLE	215,000.00	
00-00-2105	BONDS PAYABLE-CURRENT YR	154,108.76	
00-00-2125	ACCRUED INTEREST PAYABLE	26,642.94	
00-00-2127	ACCRUED EXPENSES-OTHER	38,439.22	
00-00-2235	DEFFERRED REVENUE-TOWER	57,500.00	
00-00-2356	DUE TO OTHER GOVERNMENTS	3,760,538.44	
00-00-2405	ENCUMBRANCE ACCOUNT (15,880.14)	
00-00-2406	RESERVE FOR ENCUMBRANCE	15,880.14	
00-00-2850	NET PENSION LIABLITY	70,293.00	
00-00-2870	COMPENSATED ABSENCES PAYA	8,064.85	
			5,273,843.74
	TOTAL LIABILITIES		5,273,843.74
	SURPLUS (DEFICIT)	514,324.50	
00-00-3000	NET ASSETS	189,312.43	
00-00-3119	DESIGNATED OPERATING	150,000.00	
00-00-3400	CONTRIBUTED CAPITAL	521,695.50	
00-00-3502	RESTRICTED - JAMCO	73,644.00	
00-00-3503	RESTRICTED-GOOD SOUL BREW	9,700.00	
00-00-3505	RESTRICTED-COGLAN GRP	10,000.00	
00-00-3506	ELLIOTT PARTNERS	75,645.00	
	TOTAL EQUITY		1,544,321.43
	TOTAL LIABILITIES & FUND EQUITY		6,818,165.17

=====



Agenda Item: 3.4

AGENDA MEMORANDUM

Meeting Date: August 15, 2016

Agenda Item: Consideration, discussion and possible action on election of BEDC Board Secretary/Treasurer, a position previously held by former Board member Gary Schiff.

Prepared by: Shawn Kirkpatrick, Executive Director

With Kevin Plunkett's appointment to the BEDC Board, the office of Secretary/Treasurer held by Mr. Schiff is now vacant. A new Secretary/Treasurer needs to be elected to fill the position.

All Board members, including the Mayor, are eligible to serve as Secretary or Treasurer. The Board member voted to this position will serve as Secretary/Treasurer until the next time all Board officers are chosen, June 2017.

Recommendation

Staff makes no recommendation related to officer elections.



Agenda Item: 3.5

AGENDA MEMORANDUM

Meeting Date: August 15, 2016

Agenda Item: Consideration, discussion and possible action on an update from Terry Coghlan regarding The Coghlan Group's expansion project in the Bastrop Business and Industrial Park.

Prepared by: Shawn Kirkpatrick, Executive Director

Mr. Coghlan would like to update the BEDC Board on his recent expansion in the Business Park.

The Coghlan Group provides a full range of clinical trial material management and centralized randomization services to companies around the world. The company was founded by experienced clinical trial professionals to provide the pharmaceutical research industry with a reliable source for the preparation, packaging/labeling, and randomization of clinical trial material. The Coghlan Group specialize in the handling of clinical trial material, and their new building gives them some much-needed room.





Agenda Item: 3.6

AGENDA MEMORANDUM

Meeting Date: August 15, 2016

Agenda Item: Consideration, discussion and possible action with respect to a Resolution requesting redemption of certain of the City's Combination Tax and Revenue Certificates of Obligation, Series 2008A.

Prepared by: Shawn A. Kirkpatrick, Executive Director

We have been working with our Bond Counsel and Financial Advisor on the defeasance previously discussed with the Board. The attached Resolution recommends to the City Council that the EDC be permitted to call the 2008A Certificates of Obligation. Once the EDC Resolution is approved, it will be sent to Council requesting their Resolution authorizing the redemption.

The funds necessary to defease the 2008A CO are included in the FY 2016/2017 budget.

Recommendation

Adopt the Resolution as presented.

**RESOLUTION REQUESTING REDEMPTION OF CERTAIN OF THE CITY'S
COMBINATION TAX AND REVENUE CERTIFICATES OF OBLIGATION,
SERIES 2008A**

WHEREAS, on behalf of the Bastrop Economic Development Corporation (the "Corporation"), the City of Bastrop, Texas (the "City") duly issued and there is now outstanding the following obligations:

City of Bastrop, Texas, Combination Tax and Revenue Certificates of Obligation, Series 2008A, dated October 15, 2008, in the aggregate principal amount of \$4,025,000, maturing on August 1, in the years, as set forth in Exhibit A to the attached Exhibit "A" (collectively, the "Redeemed Obligations")

WHEREAS, the Board of Directors (the "Board") of the Corporation deems it to be in the best interest of the Corporation to use lawfully available funds to request that the City redeem the Redeemed Obligations on August 1, 2017.

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

Section 1. The Corporation hereby requests the City Council of the City (the "City Council") to call for redemption the Redeemed Obligations on August 1, 2017. Attached to this Resolution as Exhibit "A" and made a part hereof for all purposes, is a form of a Resolution of the City Council which the Corporation hereby approves and requests the City Council to adopt to call the Redeemed Obligations for redemption. The Corporation's Executive Director, the Corporation's Financial Advisor, the Corporation's Bond Counsel and/or the paying agent for the Redeemed Obligations are hereby authorized to take all actions necessary to effectuate the redemption of the Redeemed Obligations.

Section 2. The Corporation's Executive Director is hereby authorized and directed to transfer Corporation funds as necessary to redeem the Redeemed Obligations.

Section 3. The Board Chair of the Board, the Corporation's Executive Director, and all other officers, employees and agents of the Corporation, and each of them, shall be and they are hereby expressly authorized, empowered and directed from time to time and at any time to do and perform all such acts and things, including giving any notices as may be required by the Corporation's continuing disclosure obligations, if any, with respect to the Redeemed Obligations and all other instruments, whether or not herein mentioned, as may be necessary or desirable in order to carry out the terms and provisions of this Resolution or the order authorizing the Redeemed Obligations.

Section 4. If any provision of this Resolution or the application thereof to any circumstance shall be held to be invalid, the remainder of this Resolution and the application thereof to other circumstances shall nevertheless be valid, and this governing body hereby declares that this Resolution would have been enacted without such invalid provision.

Section 5. This resolution shall be in full force and effect immediately upon its passage and approval.

PASSED AND ADOPTED this 15th day of August, 2016.

Board Chair,
Bastrop Economic Development Corporation

ATTEST:

Secretary
Bastrop Economic Development Corporation

EXHIBIT "A"
FORM OF CITY RESOLUTION

**RESOLUTION AUTHORIZING
REDEMPTION OF CERTAIN OF THE CITY'S
COMBINATION TAX AND REVENUE CERTIFICATES OF OBLIGATION,
SERIES 2008A**

WHEREAS, City of Bastrop, Texas (the "City") has duly issued and there is now outstanding the following obligations:

City of Bastrop, Texas Combination Tax and Revenue Certificates of Obligation, Series 2008A, dated October 15, 2008, in the aggregate principal amount of \$4,025,000, maturing on August 1 of each year, as set forth in Exhibit A (collectively, the "Redeemed Obligations")

WHEREAS, the City Council (the "Council") of the City deems it to be in the best interest of the City to use lawfully available funds to redeem the Redeemed Obligations on August 1, 2017.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF BASTROP, TEXAS THAT:

Section 1. The City hereby calls for redemption the Redeemed Obligations on August 1, 2017. Attached to this Resolution as Exhibit "A" and made a part hereof for all purposes, is a copy of the notice of redemption for the Redeemed Obligations in substantially final form. The Director of Finance, the City's Financial Advisor, the City's Bond Counsel and/or the paying agent for the Redeemed Obligations are hereby authorized to take all actions necessary to effectuate the redemption of such obligations, including sending all notices of such redemption required by the ordinance authorizing the Redeemed Obligations and executing an Escrow Agreement in substantially the form attached to this Resolution as Exhibit "B".

Section 2. The Director of Finance is hereby authorized to transfer City funds received from the Bastrop Economic Development Corporation for payment of the Redeemed Obligations as necessary to redeem the Redeemed Obligations.

Section 3. The Mayor, the City Manager, the Director of Finance and all other officers, employees and agents of the City, and each of them, shall be and they are hereby expressly authorized, empowered and directed from time to time and at any time to do and perform all such acts and things, including giving any notices as may be required by the City's continuing disclosure obligations, if any, with respect to the Redeemed Obligations and all other instruments, whether or not herein mentioned, as may be necessary or desirable in order to carry out the terms and provisions of this Resolution or the order authorizing the Redeemed Obligations.

Section 4. If any provision of this Resolution or the application thereof to any circumstance shall be held to be invalid, the remainder of this Resolution and the application thereof to other circumstances shall nevertheless be valid, and this governing body hereby declares that this Resolution would have been enacted without such invalid provision.

Section 5. This resolution shall be in full force and effect immediately upon its passage and approval.

PASSED AND ADOPTED this _____ day of _____, 2016.

Mayor,
City of Bastrop, Texas

ATTEST:

Secretary
City of Bastrop, Texas

EXHIBIT "A"**NOTICE OF REDEMPTION**

NOTICE IS HEREBY GIVEN that the City of Bastrop, Texas (the "City") has called for redemption on August 1, 2017 a portion of the outstanding obligations of the City described below at a price of par plus accrued interest to such date of redemption, to-wit:

City of Bastrop, Texas Combination Tax and Revenue Certificates of Obligation, Series 2008A, dated October 15, 2008, maturing on August 1, 2018, 2019, 2022, 2024, 2026 and 2028, as further described below (collectively, the "Redeemed Obligations")

CUSIP Number*	Maturity Date (August 1)	Principal Amount	Interest Rate	Redemption Date
070321NJ9	2018	25,000	4.200	August 1, 2017
070321NK6	2019	25,000	4.300	August 1, 2017
070321NL4	2022**	85,000	4.400	August 1, 2017
070321NM2	2024**	65,000	4.500	August 1, 2017
070321NNO	2026**	70,000	4.625	August 1, 2017
070321NP5	2028**	80,000	4.750	August 1, 2017

* The CUSIP Numbers are provided for the convenience of the holders of the Bonds. The District and the Paying Agent do not warrant the accuracy of the CUSIP Numbers, and neither shall be responsible for any error of any nature relating to CUSIP Numbers.

The Redeemed Obligations shall be redeemed upon presentation at the principal corporate offices of Regions Bank, as paying agent/registrars for the Redeemed Obligations, at the addresses set forth below. Interest on the Redeemed Obligations shall cease to accrue from and after August 1, 2017.

First Class/Registered/Certified Mail

Regions Bank
Lakeshore Operations Center
201 Milan Parkway
2nd Floor Corporate Trust Operations
Birmingham, AL 35211

By Overnight or Courier

Regions Bank
Lakeshore Operations Center
201 Milan Parkway
2nd Floor Corporate Trust Operations
Birmingham, AL 35211

By Hand

Regions Bank
Lakeshore Operations Center
201 Milan Parkway
2nd Floor Corporate Trust Operations
Birmingham, AL 35211

In compliance with section 3406 of the Internal Revenue Code of 1986, as amended, payors making certain payments due on debt securities may be obligated to deduct and withhold a portion of such payment from the remittance to any payee who has failed to provide such payor with a valid taxpayer identification number. To avoid the imposition of this withholding tax, such payees should submit a certified taxpayer identification number when surrendering bonds for redemption.

CITY OF BASTROP, TEXAS

** Additionally, the District has determined that the mandatory sinking fund installments related to the term bond maturing in 2022 of the Obligations to be redeemed will be as follows:

Term Bond Maturing in 2022

Mandatory Redemption Date	Refunded Principal Amount
August 1, 2020	\$25,000
August 1, 2021	\$30,000
August 1, 2022 (Stated Maturity)	\$30,000

** Additionally, the District has determined that the mandatory sinking fund installments related to the term bond maturing in 2024 of the Obligations to be redeemed will be as follows:

Term Bond Maturing in 2024

Mandatory Redemption Date	Refunded Principal Amount
August 1, 2023	\$30,000
August 1, 2024 (Stated Maturity)	\$35,000

** Additionally, the District has determined that the mandatory sinking fund installments related to the term bond maturing in 2026 of the Obligations to be redeemed will be as follows:

Term Bond Maturing in 2026

Mandatory Redemption Date	Refunded Principal Amount
August 1, 2025	\$35,000
August 1, 2026 (Stated Maturity)	\$35,000

** Additionally, the District has determined that the mandatory sinking fund installments related to the term bond maturing in 2028 of the Obligations to be redeemed will be as follows:

Term Bond Maturing in 2028

Mandatory Redemption Date	Refunded Principal Amount
August 1, 2027	\$40,000
August 1, 2028 (Stated Maturity)	\$40,000



Agenda Item: 3.7

AGENDA MEMORANDUM

Meeting Date: August 15, 2016

Agenda Item: Consideration, discussion and possible action on a presentation on FY 2016/2017 staff reporting/chain of communication, roles, duties, and responsibilities, proposed annual Economic Development Strategy, and overview of previous BEDC community development projects.

Prepared by: Shawn A. Kirkpatrick, Executive Director

With the development of the FY 2016/2017 budget, I have been asked several questions by the Board and community members. In order to answer them effectively, staff and I have put together a relatively quick presentation related to the questions. The presentation is designed to lay out our staffing, strategy, and involvement in community development projects through recent history.

Recommendation

No action required.



Agenda Item: 3.8

AGENDA MEMORANDUM

Meeting Date: August 15, 2016

Agenda Item: Consideration, discussion and possible action on approval of a Chapter 380 Economic Development Agreement with the City of Bastrop for the acquisition of a portion of the City-owned property located at 921 Main Street, (i.e., approximately 40 x 100 ft slab portion of the tract that fronts Main Street).

Prepared by: Shawn A. Kirkpatrick, Executive Director

The City has accepted the EDC offer to acquire the slab portion of 921 Main Street. JC Brown prepared the attached 380 Agreement to document the transaction. The City is currently reviewing the 380 Agreement and we are awaiting comments. The Council took the necessary action to authorize the City Manager to execute the 380 Agreement.

The next agenda item is a Resolution authorizing the Board Chair and/or Executive Director to execute documents moving forward.

Recommendation

Approve the 380 Agreement subject to City of Bastrop comments and Board of Directors adopting the Resolution authorizing the Board Chair and/or Executive Director to execute documents moving forward.

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380 ECONOMIC DEVELOPMENT AGREEMENT

BETWEEN THE CITY OF BASTROP AND

THE BASTROP ECONOMIC DEVELOPMENT CORPORATION

[921 Main Street Slab/Lot Restoration Project]

THIS 380 Economic Development Agreement ("Agreement") is entered into by and between the City of Bastrop, Texas, a home-rule municipal corporation that is authorized to act pursuant to the provisions of the Local Government Code, Chpt. 380, *et seq.*, and which operates under the laws of the State of Texas (the "City"), and the Bastrop Economic Development Corporation, a public instrumentality and non-profit economic development corporation incorporated and operating under the State is authority granted by the Local Government Code, Chpts. 501 and 505, *et seq.*, (the "BEDC"). The City and BEDC may be referred to jointly herein as the Parties and individually as a Party.

RECITALS

WHEREAS, on or around 2009, the City of Bastrop, Texas, by and through its governing body, purchased a parcel of property in downtown Bastrop, from then record owners (the Johns) for approximately \$235,000, which tract consisted of ± 0.3034 acres, which tract extends from Main Street to Water Street as shown in Exhibit A, attached hereto and incorporated therein for all purposes (the "Property"); and whereas after conducting due diligence and careful evaluation the City purchased the property because it found that its location and the unique configuration of certain portions of the Property were useful to the City in protecting and maintaining the public's health, safety and well-being by, was never as the City could use portions of the Property for future public parking, expansion of a public alleyway, provision of public drainage and utilities to areas in the Central Business District of the City, and/or to ease egress/access to and from various local businesses in the area near and adjacent to the Property; and

WHEREAS, over time, the City Manager and City Council evaluated a number of potential uses for the ± 0.110 acre portion of the property that lies adjacent to Main Street, which is covered by a concrete foundation and which is located between two (2) other existing structures. This portion of the Property has locally been referred to by the City and the citizens as the "Slab" portion of the Property; and

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WHEREAS, the Slab approximately 40 feet wide and 100 feet deep, two improvements which are a deteriorating brick support wall in place, near the rear of the concreted foundation, and a storage structure located behind the brick support wall; and

WHEREAS, in 2012, while evaluating potential uses for the Slab, the City retained Paul Hornsby & Company to perform an independent third-party appraisal of the Slab, ("Appraisal") which found that the 2012 Fair Market Value ("FMV") of the Slab, was \$56,858; and

WHEREAS, since the City acquired the Property in 2009, the City Council has considered a variety of options and potential uses for the Slab, including: (i) selling the Slab to allow its development as an additional business/retail space on Main Street, and/or (ii) use of the Slab as a dedicated public walkway joining public parking in Alley D to Main Street and Downtown businesses, and/or (iii) development and use as an 'entertainment performance venue' for the community, and/or (iv) use as a City owned and maintained 'pocket park', and/or (v) as some combination of these potential uses; and

WHEREAS, in the past, the property owners located to the north of the Slab (the "Smarziks"), who have joint ownership of the Slab's shared northern brick wall, reported to the City that during certain rain events their building (located at 925 Main Street) experiences periodic water intrusion around and through the shared brick wall abutting the Slab and, subsequently, on June 30, 2016, the Smarziks made a written demand upon the City that it immediately initiate repairs to the shared brick wall to remediate any and all water incursions into 925 Main Street; and

WHEREAS, in response to the Smarziks' initial complaint to the City, in 2015 the City retained a qualified consultant, ATC Consultants, Inc., ("Consultants") to evaluate the structural conditions present at the Slab, including the condition of the shared brick walls, the deteriorated brick support wall (at the back of the Slab), and the status of the Slab's concrete foundation and to recommend any appropriate restoration activities that would be advisable for the City and the Smarziks to consider and/or implement to either stabilize or correct the conditions of the shared brick wall, foundation, drainage, etc.; and

WHEREAS, the Consultants reported that various problems existed with the shared brick walls, other brick walls and the concrete foundation, and, further, that a prior paint application to the exterior brick on the northern shared brick wall, by owners of 925 Main Street (prior to the Smarziks), had caused/exacerbated the deterioration of the exterior brick on portions of that wall. Ultimately, the Consultant concluded that all brick walls around the Slab needed some restoration, and the foundation and drainage from the Slab would benefit from remedial work, as well. The 2015 estimate for work and restoration on the brick walls and installation of a French drain (to keep water away from the adjacent wall foundations) was estimated to cost approximately \$113,450. [The cost for other

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potentially remedial work and addition as at the Slab, e.g., a roof or covering over the Slab, would require additional funds, in the range of \$50,000 to \$100,000.]; and

WHEREAS, because research and evaluation showed that the City had made no alterations or changes to the Slab since it acquired the Property from the Johns (in 2009) and, further, inasmuch as the City was advised that the Smarziks' pre-purchase inspection of the 925 Main Street structure had made the Smarziks aware of the shared brick wall's deteriorating condition and water intrusion issues at 925 Main Street property, prior to the Smarziks' purchase, the City determined that the appropriate and equitable course of action for restoration of the shared brick wall was to share the results of the Consultant's findings, report, recommendations for restoration (and the related cost estimates for same) with the Smarziks, and ask the Smarziks to participate in a joint plan for restoration on the northern shared brick wall, rather than have Bastrop's tax payers bear all costs; however, efforts to reach a satisfactory joint plan for such shared responsibility with the Smarziks failed and, therefore, to date, no restoration has been initiated; and

WHEREAS, for several years, beginning in 2012, the City leased the Slab and the storage area behind the back brick wall, to the Downtown Business Association, and that organization used the Slab to hold community events and lease for other events, for several years, until the City found it necessary to end the lease due to concerns about the public's safety concerning the stability of the back brick wall; and

WHEREAS, to date, the City Council has not reached a consensus on how to address restoration of the brick walls and the drainage improvements for the Slab, nor has the Council reached a consensus on a plan for using the Slab to benefit the community and enhance the economic vitality of the Bastrop community; and

WHEREAS, because of its prominent location on Main Street, the BEDC has, for several years, recognized and discussed the economic potential of 921 Main Street to the Bastrop community and to the Central Business District, specifically, whether through future development of the lot for a new local retail /business, or whether through use by the Downtown community to generate local business expansion by creating a parking link from Alley D to Main Street and/or a "pocket park" to motivate more frequent and longer shopping in the Main Street area, or whether by creation of an 'entertainment performance venue' to promote economic growth by means of increased tourism/arts, or a combination of all of these economic drivers; and

WHEREAS, the BEDC Directors have determined that it is within BEDC's authority and would be advantageous to the community for the BEDC to assist the City, and the Bastrop community as a whole, by assuming the responsibility for funding, restoring and making necessary restoration to the 921 Main Street Slab, and by working with the community to

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identify an appropriate Future Project for that site, so that it will be used as an economic driver and enhancement for the downtown Bastrop area and as an asset for the Bastrop community as a whole and, further, to relieve the City of the liability for the site, if any exists; and

WHEREAS, the BEDC Directors have determined that in order for the BEDC to assume this responsibility and to move forward with a contract to perform the restoration work, to use 4B funds to do the restoration work, and to move forward and implement a statutorily allowed Future Project, it is desirable and necessary for the BEDC to obtain fee simple title to the Slab; and

WHEREAS, the BEDC Directors evaluated and considered the approximate adjusted/updated FMV of the Slab to the City, taking into consideration all pertinent factors, including: (1) the City's 2015 FMV Appraisal of the Slab at \$56,858, and (2) the Consultant's 2015 restoration estimate of \$113,450, and (3) potential liability claims, and (4) the BEDC costs related to the implementation and development of a Future Project and, with all factors considered, the BEDC Directors determined that, in fact, the Slab had a 'negative net FMV' in its present condition; therefore, the Directors determined the BEDC should offer to purchase the Slab from the City for a nominal amount only (\$4.00), merely to indicate its recognition of the challenges posed by the Slab, versus the "book value" shown by the Hornsby 2012 Appraisal, which nominal offer to purchase was approved by the Directors at its meeting on June 20, 2016; and

WHEREAS, in recognition of the economic benefits which will inure to the City and community through the BEDC's attention and efforts to renovate and remediate the Slab conditions and promote a statutorily appropriate project on the Slab, at its meeting, held on July 26, 2016, the City Council acted to formally agree to sell the Slab to the BEDC, in fee simple, for the nominal offer made, pursuant to the terms of a mutually agreed upon 380 Economic Development Agreement, which will require the use of the Slab by the BEDC as a Future Project; and

WHEREAS, the Parties have jointly prepared and agreed to the terms of this 380 Economic Development Agreement, setting forth the understanding of the Parties related to the sale/purchase of the Slab at 921 Main Street, in mutual agreement by the Parties of the fact that the Slab has what they agree is a 'negative net FMV', due to the extensive restoration costs that must be incurred to make the Slab usable for a Future Project, and due to other factors such as potential liability, when compared to an updated estimated appraised value of the Slab; and

WHEREAS, the Parties acknowledge and agree that, once the BEDC completes the restoration work, and obtains requisite releases, as set forth herein, then the BEDC will begin to evaluate the reasonable potential uses of the Slab that will enhance economic

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vitality in the Downtown area of the Bastrop community, and after hearing presentations, holding public hearings, taking input from the community and the Council, and considering the reasonable alternatives, the Board will approve and implement a statutorily approved project, referred to herein as the “Future Project”, without the need of further involvement, input, approval or action by the City Council; and

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

ARTICLE 1.

AUTHORITY

- 1.1 **The BEDC**: The BEDC’s execution of this Agreement is authorized by Chapters 501 and 505 of the Texas Local Government Code and its action constitutes a valid and binding obligation of the BEDC, subject to the conditions precedent that the City administratively re-plat the Property, and close on a sale that conveys title, in fee, to the Property to the BEDC, and that the City agree to the terms noted herein for approval of the BEDC’s use of the Slab for future Economic Development to enhance the Bastrop Community by development of a Future Project using the Slab. The City acknowledges that BEDC is acting in reliance upon City’s full and complete performance of its obligations set forth in this Agreement in making its decision to commit substantial BEDC resources to do restoration work on the Slab and to developing the Future Project using the Slab. As partial consideration for City’s sale of the Slab at a nominal price of \$4.00, the BEDC commits to expend 4B funds to restore the brick walls and do other work required at the site, to make the Slab stable and acceptably usable for a future occupant and/or owner and to adjacent owners, and to use the Slab for the Future Project to enhance the economy of the City of Bastrop, pursuant to the terms of this Agreement. (“BEDC Economic Investment”)
- 1.2 **The City**: The City’s execution of this Agreement is authorized by State law, i.e., the *Local Government Code*, Chapter 380, and the City of Bastrop’s Home Rule Charter and, thus, its action constitutes a valid and binding obligation of the City subject to the conditions precedent that the City is willing and able to convey title, in fee, to the Slab, to perform conditions precedent, contingent on the promise that the BEDC shall hire a contractor to perform the work necessary to do the restoration work needed to the Slab, as noted herein. BEDC acknowledges that the City is acting in reliance upon BEDC’s full and complete performance of its obligations, set forth in this Agreement, in making its decision to sell and convey the Slab to the BEDC for the nominal amount. (“City’s Economic Investment”)

ARTICLE 2.

DEFINITIONS

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

2.1 “Act of Default” or “Default” means failure to timely, fully, and completely comply with one or more requirements, obligations, duties, terms, conditions or warranties, as stated in this Agreement. At their sole discretion, the City and the BEDC may accept “substantial compliance” by the other Party in lieu of full compliance, by waiving such act of default; however, the City’s and/or the BEDC’s waiver of any single default does not negate its right to enforce all other obligations and/or future default requirements.

2.2 “BEDC’s Economic Investment” means the time, effort, professional fees, and 4B funds provided by BEDC to pay engineers, consultant and workers to restore and correct structural issues related to the Slab, so that it is made usable for the Future Project, as well as any additional incentives that the BEDC may determine, in the future, that it desires to expend, if any at all, toward the Future Project.

2.3 “City’s Economic Development Investment” means the City’s willingness to convey the fee simple ownership of the Slab to the BEDC, under the terms of this Agreement, to enhance economic vitality in downtown Bastrop, contingent upon the BEDC’s restoration of same and development of the Future Project, thereon.

2.4 “Designated Successors” and “Assigns” shall mean the business, individual, or entity to which BEDC assigns (in writing) all or a portion of its rights and obligations to the Slab, after the BEDC completes the Work on the Slab to make the Slab usable and marketable as a BEDC Future Project site.

2.5 “Effective Date” means the date this Agreement has been finally executed by the Parties.

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

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2.7 “Future Project” means a future use of the Slab and any future improvements placed thereon, as approved by the BEDC, in its sole discretion, after repairs to the 921 Main Street brick walls, drainage, and foundation are completed to the satisfaction of the BEDC and adjacent property owners, and an inspection of same has been made. The Future Project shall be determined in the sole discretion of the BEDC after it has heard and fully evaluated the long-term economic effects and benefits of proposals made by all qualified and interested entities, organizations, businesses and individuals who make timely presentations to the Board, on how their project(s) will utilize the Slab to increase economic vitality in the downtown Bastrop area, enhance Main Street vitality overall, benefit the Bastrop community, and/or enhance economic development and growth for the future of the Main Street area and City of Bastrop, in general. The Future Project will be one that is selected by the Directors of the BEDC. No further involvement, approval or action by the City Council will be necessary or sought by the BEDC inasmuch as the Parties acknowledge and agree that the City’s approval of this 380 Economic Development Agreement provides the Council’s explicit approval of the decision of the Board of Directors of the BEDC as to the Future Project, provided however that the Future Project shall meet all statutory and applicable legal requirements.

2.8 “Property” means the approximately ± 0.303 acres, more or less, out of and part of building block No. 4, West of Water Street, according to the Plat of the City of Bastrop recorded in Plat Cabinet 1, Slide 23A to official plat records of Bastrop County, locally known as “921 Main Street,” as shown in “Exhibit A,” attached hereto and incorporated herein for all purposes.

2.9 “Slab” means that portion of the Property, defined herein above, which abuts the public sidewalk on the east line of Main Street, which Slab is 40 feet in width and approximately 100 feet deep, and which is shown on the attached diagram as “Exhibit B,” attached hereto and incorporated herein for all purposes. [The Slab will be surveyed by a surveyor retained and paid by the BEDC, and further, the official survey of the Slab portion of the Property will be attached hereto as “Exhibit C,” once completed and provided to the BEDC by the licensed surveyor retained to perform same.]

2.10 “Work” means all of the engineering, consulting, labor, material, and all other related tasks and components that are required to assess, evaluate, restore, repair, renovate and perform the activities that are necessary to make the condition of the shared brick wall(s), the concrete foundation, the back brick (support) wall, the storage structure, and/or site drainage sufficient, safe, functional, and stable for future use as the Future Project.

ARTICLE 3.

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EFFECTIVE DATE AND RIGHT TO REACQUIRE BY THE CITY

This Agreement will become enforceable upon the Effective Date. The Parties agree that the BEDC will retain the engineers, consultants or others needed to have the Work done on the Slab, as expeditiously as is reasonably feasible and, further, that the BEDC will proceed to and develop facilitate the Future Project within a reasonable period of time after the Work at the Slab has been successfully completed. However, due the nature of the Work that is envisioned and time needed to vet and facilitate community approval of the Future Project, no specific timeframes or deadlines can be reasonably set by the Parties in this Agreement for completion by the BEDC.

If, however, the BEDC has not identified and approved the Future Project on or before _____, 20____, (e.g., January 1, 2025) then the City may, at its option, notify the BEDC in writing, that it desires to terminate this Agreement and reacquire the Slab from the BEDC at that time. To reacquire, the City will be required to pay the BEDC a repurchase price equal to the sum of the funds expended by the BEDC to: (1) acquire the Slab from the City, including but not limited to, cost(s) to prepare the survey, professional fees for preparing purchase documents, deeds, titles, and other closing costs, and (2) cost(s) to prepare the 380 Agreement and (3) all costs expended to evaluate, perform the Work on the Slab, and or repairs to any adjacent properties, and (4) all costs expended by the BEDC to negotiate or settle claims with the adjacent property owners related to any liability associated with the condition of the Slab and their Properties, and (5) all costs expended by the BEDC to work on and fund the Future Project, as envisioned herein, up to the date that the BEDC receives notice from the City of a desire to re-acquire the Slab. Upon payment of these funds, the City will prepare all documents necessary for purchase of the Slab from the BEDC and the BEDC Board will approve the resale of the Slab back to the City, in the then existing "AS IS" condition. The performance deadlines for the particular events set forth herein may be extended by the mutual agreement of the Parties, as evidenced by a writing signed by all. In the event that such extensions are mutually agreed upon, then the delay shall not be deemed to be an 'act of default' on the part of the Party whose action is delayed. For purposes of calculating timeframes and deadlines, the term "Promptly" as used herein is agreed by the Parties to mean within thirty (30) calendar days.

ARTICLE 4.

BEDC'S OBLIGATION AND DUTIES

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4.1 Purchase: The BEDC agrees that it will undertake the following with regards to its purchase of the Slab under this Agreement:

4.1.1 The BEDC shall obtain and provide the City with a copy of a Survey of the Slab portion of the Property.

4.1.2 Upon notice that the City has completed and approved the administrative re-plat of the Slab, the BEDC will coordinate and work with the City to facilitate the closing for its purchase of the Slab, in fee simple.

4.1.3 The BEDC will prepare the General Warranty Deed for use at the Closing of the sale of the Slab.

4.2 Work: The BEDC agrees that it will undertake the following with regards to the Work to on the Slab:

4.2.1 The BEDC will identify, select and retain the services of a qualified consultant to perform the Work on the Slab, and will oversee the Work done by the consultant retained.

4.2.2 The BEDC will obtain all necessary consents, releases and indemnifications protecting, to the extent reasonably feasible under the given circumstances, the City and the BEDC from past, present and future actions, claims and causes pertaining to the condition of the brick walls, foundation and drainage on and around the Slab and adjacent properties, as well and any required consents and/or approvals for the Work to be performed on the Slab, by the Consultant or others on the BEDC's behalf.

4.2.3 After the Work of the consultant is completed, the BEDC will endeavor to obtain written releases from any effected adjacent property owner(s) accepting/approving the Work funded by the BEDC on the Slab.

4.3 Future Project: The BEDC agrees that it will undertake the following, with regards to the Future Project that will use the Slab:

4.3.1 The BEDC will publish notice of its intent to begin evaluation of a potential project for the 921 Main Street site.

4.3.2 The BEDC will provide an opportunity for all entities, organizations, businesses, and individuals who have proposals for use of the 921 Main Street site to present their concepts and proposals to the BEDC for the Board's consideration, at a public meeting held by the BEDC.

4.3.3 The BEDC will have a formal ranking process that it will utilize for evaluation of the proposals submitted and presented to it for the 921 Main Street site, which will be made public prior to its implementation.

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4.3.4 The completed 'ranking forms' utilized by the BEDC in the 921 Project process will not be anonymous and will be completed by all Board members and disclosed to the public. Additionally, the Board may, at its option invite members of the community to be involved in the ranking and evaluation process, and if so, these members will also prepare, complete and make public their ranking forms. No City Officials, other than those who serve as appointed members of the BEDC, shall participate in the ranking of the proposals.

4.3.5 All discussion of the Future Project, the proposals made and the use of the Slab by the BEDC will be held in meetings that are fully open to the public and will not be discussed, evaluated, "ranked" or decided in closed, private sessions.

4.3.6 BEDC will evaluate and hold a "public hearing" to discuss the proposals presented, the proposal rankings, and to identify the option that the Board determines, in its view, will present the most advantageous economic benefit to the community of Bastrop, which must also be compliant with the BEDC's statutory authority. The public hearing will provide the City an opportunity to provide its input to the Board as to its view of which proposal it believes is most valuable to the Bastrop community.

4.3.7 The Board will not take a final action on selecting a final Future Project until the regular monthly Board meeting that is held after the date the 'public meeting' is held, so that all public input, including any input that the City may wish to offer at the Public Hearing, may be fully considered and prior to the Board's vote on the matter.

ARTICLE 5.

CITY'S OBLIGATIONS AND DUTIES

5.1 **Sale:** The City agrees that it will undertake the following with regards to the sale of the Slab to the BEDC:

5.1.1 The City shall be responsible for obtaining an Administrative replat of the Property, within thirty (30) days of the Effective Date of this Agreement, which replatting is necessary for the closing of the sale and conveyance of fee simple title of the Slab to the BEDC.

5.1.2 The City shall use its best efforts to perform all activities required of it to close on the sale of the Slab to the BEDC, within _____ (#) days of the Effective Date of this Agreement.

5.1.3 After its receipt of the Survey from BEDC, and the approval of the replat, the City will take all steps necessary to initiate the closing on the sale of the property and

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to convey title, in fee, to the Slab to the BEDC by “general warranty deed”, which will be prepared by the BEDC.

5.1.4 The City shall expedite its activities to facilitate the closing so that the Work by the BEDC may begin on or before the 60th day after the Effective Date of this Agreement. If, however, the closing has not occurred before the 61st day after the Effective Date, then the City hereby grants to the BEDC and its consultants and any contractors, a blanket easement for full access over and across the Property and the Slab to perform the Work, to begin any and all necessary activities related to the Work, if BEDC desires to initiate the Work prior to the closing on its purchase of the Slab. (“Blanket Easement”) The Blanket Easement provided by the City to the BEDC shall expire upon closing of the sale to the BEDC by the City.

ARTICLE 6.**REPORTING AND MONITORING**

The Executive Director of the BEDC will provide the City Council with periodic reports concerning the status of the Work on the Slab, as well as a final written report upon completion of same after it has been inspected and approved by the adjacent property owners, and the consultant retained to do so by the BEDC. In addition, the Executive Director will provide the Council with information regarding the Future Project in his periodic reports to the City Council.

ARTICLE 7.**MISCELLANEOUS PROVISIONS**

7.1 Complete Agreement/Amendment. This Agreement represents a complete agreement of the Parties and supersedes any and all prior written and oral matters related to this Agreement. This Agreement may be canceled, changed, modified or amended, in whole or in part, only by written mutual agreement of the City and the BEDC.

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

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7.3 Representations and Warranties. The Parties represent and warrant to one another that this Agreement is within their authority, and that they are duly authorized and empowered to enter into this Agreement, unless otherwise ordered by a court of competent jurisdiction.

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

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

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

7.7 This Agreement was fully negotiated by all Parties and will not be interpreted against any Party.

BEDC Bastrop Economic Development Corporation
Attn: Steve Mills, Chair
301 Highway 71 West, Ste. 214
Bastrop, Texas 78602
Phone: (512) 303-9700
Fax: (512) 332-8870
Email: shawn@bastropedc.org

With a copy to: Jo-Christy Brown
Attorney for the BEDC
1411 West Ave., Ste. 100
Austin, Texas 78701

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Ph: (512) 236-1000
Fax: (512) 236-1910
Email: jcbrown@jcbrownlegal.com

CITY: City of Bastrop
Attn: Interim City Manager, Marvin Townsend
1311 Chestnut Street
Bastrop, Texas 78602
Ph: (512) 332.8800
Fax: (512) 332.8800

With a copy to: Ann Franklin, City Secretary
1311 Chestnut Street
Bastrop, Texas 78602

All Parties may designate a different address at any time by giving Notice to the other Parties.

7.8 Interpretation. Each of the Parties has been represented by counsel of its choosing in the negotiation and preparation of this Agreement. In the event of any dispute regarding the interpretation of this Agreement, this Agreement will be interpreted fairly and reasonably and will not be interpreted more strongly, either for or against, any Party based on the draftsmanship.

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

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

7.11 Severability. If any provision of this Agreement is held to be illegal, invalid or unenforceable under present or future laws, it is the intention of the Parties that the remainder of this Agreement not be affected and it is also the intention of the Parties that,

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in lieu of each provision that is found to be illegal, invalid or unenforceable, a provision be added to this Agreement which is legal, valid or enforceable and is as similar in terms as possible to the provision found to be illegal, invalid or unenforceable.

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

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

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

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

- Exhibit "A" - Legal Description of the "Property"
- Exhibit "B" - Diagram of the "Slab"
- Exhibit "C" Survey of the "Slab" (To be provided and attached at a later date)

[Signature Pages to Follow]

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APPROVED AND EXECUTED to be effective as of the ____ day of _____,
2016. ["Effective Date"]

BASTROP ECONOMIC DEVELOPMENT CORPORATION

By: _____

Name: Steve Mills

Title: Chair of the Board of Directors

APPROVED AND EXECUTED to be effective as of the ____ day of _____,
2016. ["Effective Date"]

CITY OF BASTROP, TEXAS

By: _____

Name: _____

Title: Interim City Manager



Agenda Item: 3.9

AGENDA MEMORANDUM

Meeting Date: August 15, 2016

Agenda Item: Consideration, discussion and possible action on a Resolution by the Bastrop Economic Development Corporation authorizing BEDC Board Chair Steve Mills and/or Executive Director Shawn Kirkpatrick to execute all necessary contracts and related documentation necessary to finalize the conveyance of the slab portion of the City-owned property located at 921 Main Street to the BEDC.

Prepared by: Shawn A. Kirkpatrick, Executive Director

This is the Resolution authorizing the Board Chair and/or Executive Director to execute all necessary contracts and related documentation necessary to finalize the conveyance of the slab portion of the City-owned property located at 921 Main Street to the BEDC.

Recommendation

Approve the Resolution authorizing the Board Chair and/or Executive Director to execute all necessary contract and related documentation necessary to finalize the conveyance of the slab portion of the City-owned property located at 921 Main Street to the BEDC.

RESOLUTION NO. 08152016-1

A RESOLUTION OF THE BASTROP ECONOMIC DEVELOPMENT CORPORATION APPROVING THE TERMS RELATED TO THE ACQUISITION OF REAL PROPERTY AND ALL IMPROVEMENTS AND APPURTENANCES ASSOCIATED THEREWITH, LOCATED AT 921 MAIN STREET, BASTROP, TEXAS, OWNED/SOLD BY THE CITY OF BASTROP, AUTHORIZING EXECUTION OF ALL NECESSARY AGREEMENTS AND DOCUMENTATION RELATED THERETO; AND, PROVIDING AN EFFECTIVE DATE AND TERM.

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

WHEREAS, the BEDC Board has provided the BEDC staff with full authority to take reasonable and necessary actions to negotiate agreements to incentivize economic development and to promote and enhance expansion of local businesses in the City of Bastrop, as authorized by the Act including, when appropriate, by the sale and/or acquisition of real property and improvements thereon; and

WHEREAS, after careful evaluation and consideration by the Board, the Board has determined that a portion of a tract of real property located at 921 Main Street (including any improvements and appurtenances located thereon), Bastrop, Texas ("Property") is appropriate for use by the BEDC to promote economic and business development vital to the historic Main Street District of Bastrop, Texas, and therefore, acquisition of the Property by the BEDC qualifies under the Act for such a project to promote and enhance local business, as more specifically detailed in a 380 Economic Development Agreement, entered into by and between the BEDC and City of Bastrop, which shall be executed by the BEDC and the City prior to the sale/purchase of the Property between them ("Agreement"); and

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

Section 1. On this date, the _____ day of August, 2016, the BEDC approved the terms of the purchase of the Property from the City of Bastrop. The purchase agreement and the 380 Economic Development Agreement, and any pertinent documentation concerning the conveyance of the Property, are attached hereto as Exhibit "A."

Section 2. The Board authorizes Chair Steve Mills and/or Executive Director Shawn Kirkpatrick to execute all necessary agreements and related documentation to finalize the

conveyance of the Property between the City of Bastrop and the BEDC, for the Project, pursuant to the terms of the 380 Economic Development Agreement, and contemporaneously with the execution of same, by the legally authorized representatives of the City of Bastrop, on terms agreed upon and approved by the Board.

Section 3. This Resolution is effective upon passage and expires six (6) months thereafter.

PASSED AND APPROVED on the _____ day of August 2016, by the Board of Directors of the Bastrop Economic Development Corporation.

Steve Mills, Board Chair

STATE OF TEXAS §
COUNTY OF §
BASTROP

This instrument was attested before me on the _____ day of August 2016, by _____, Bastrop County, Texas, on behalf of the Board of Directors of the Bastrop Economic Development Corporation, of Bastrop, Texas.

Notary Public, State of Texas



Agenda Item: 3.10

AGENDA MEMORANDUM

Meeting Date: August 18, 2016

Agenda Item: Consideration, discussion and possible action on engineering and architectural services, and other related services, for the portion of the City property located at 921 Main Street to be conveyed by the City to the BEDC, including but not limited to the possible engagement of KSA Engineers, Inc., and/or issuance of Request for Qualifications (RFQ).

Prepared by: Shawn A. Kirkpatrick, Executive Director

With the City accepting the EDC's offer for 921 Main Street, the EDC needs to engage the services of an Engineering and Architecture firm to evaluate the remediation for the site:

- Phase 1 Environmental Site Assessment (ESA)
- Geotechnical Evaluation
- Development of three remediation options and Opinions of Probable Cost (OPC)

The Board has two (2) options on selection of an Engineering and Architectural firm:

1. KSA Engineering has submitted a proposal and Statement of Qualifications (SOQ) at staff's request.
2. Staff can prepare and issue an RFQ for engineering and architectural services.

Texas Historical Commission – Town Square Initiative is ongoing and the draft report is expected at the end of the month for staff's review.

Recommendation

Approve engaging KSA engineering for the 921 Main Street project

OR

Instruct staff to issue an RFQ for engineering and architecture services, appointing two board members and the Executive Director to review, rank and provide a recommendation.



4833 Spicewood Springs Road, Suite 204
Austin, TX 78759
512.342.6868

August 11, 2016

Mr. Shawn A. Kirkpatrick
Executive Director
Bastrop Economic Development Corporation
301 Highway 71 West Suite 214
Bastrop, Texas 78602

**Re: 921 North Main Street
Phase 1 Assessment and Conceptual Planning**

Dear Shawn:

Thank you for the opportunity to submit KSA's proposal for planning at the 921 North Main Street site. We have assembled our team and are happy to provide the following estimate for planning services:

1. Phase 1 ESA:	\$3,680
2. Geotechnical Investigation	\$8,825
3. Remediation Planning including Opinions of Cost	
a. Option 1 Do Nothing maintains existing slab.	\$2,000
b. Option 2 Provide a partial or whole grass area park with no roof	\$4,000
c. Option 3 Remediation with a roof (office-retail building)	\$6,000
4. Provide conceptual elevations of Front and Rear façade	\$2,995
5. Landscape Architecture: Provide suggestions on pocket park plan	\$1,000
Total	\$28,500

Please note that the Phase 1 ESA and the geotechnical investigation will be subcontracted to Terracon. We request that you view the above estimate as KSA's opinion of time and expense for the work given a traditional project schedule. However, these costs shall not be exceeded without your prior approval.

As you are aware, KSA provides architectural and engineering services throughout Texas and we have completed numerous projects in downtown areas that have required coordination with the Texas Historical Commission. In conjunction with this proposal, I have provided a standard statement of qualifications for your use.

We look forward to working with you on this project. If you have any questions regarding this project, please contact me or Eric Davis.

Sincerely,

KSA Engineers, Inc.

Alan Draper, P.E.
Principal



**Statement of Qualifications Presented to the
Bastrop Economic Development Corporation**

*Main Street Office Building
Architectural/Engineering Services*



4833 Spicewood Springs Rd. Suite 204
Austin, Texas 78759
512.342.6868

August 11, 2016

Shawn A. Kirkpatrick
Executive Director
Bastrop Economic Development Corporation
301 Highway 71 West, Suite 214
Bastrop, Texas 78602

Re: Main Street Office Building - Engineering/Architectural Services

Dear Mr. Kirkpatrick:

Bastrop Economic Development Corporation deserves a dynamic architectural/engineering partner that will listen first, promptly respond, and share our experience and creativity. KSA is that partner. We combine large regional architecture and engineering excellence with specific local knowledge and experience. With centrally located staff, we have the resources, experience, and expertise you require to provide a great building that will serve the community for decades to come.

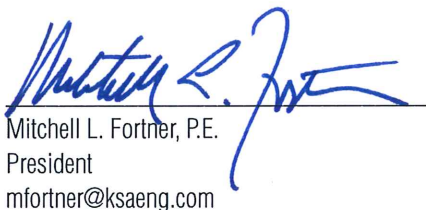
KSA vows to form solid relationships with staff and lead the architecture/engineering team as an extension of the EDC's staff. We will provide attention to detail and give a prompt response to every inquiry. KSA's Austin office, as well as our 160 employees throughout our many other offices, stand ready to assist the EDC.

From the enclosed information, you will find that the KSA team has an excellent record of performance in providing quality service. We are confident we have the team and project experience that can provide Bastrop EDC with the quality service it needs.

Please contact Alan Draper at 512.342.6868 or adraper@ksaeng.com, or John Selmer at 318.221.7501 or jselmer@ksaeng.com with any questions you may have concerning our qualifications.

Sincerely,

KSA



Mitchell L. Fortner, P.E.
President
mfortner@ksaeng.com



BUILDING RELATIONSHIPS

SINCE 1978.

Founded in **1978**
160 Employees in **9** Locations

KSA Locations
 Amarillo, Texas
 Austin, Texas
 Longview, Texas
 Lufkin, Texas
 McKinney, Texas
 San Angelo, Texas
 Shreveport, Louisiana
 Sugar Land, Texas
 Tyler, Texas

Primary Contact

John Selmer, AIA, NCARB, LEED AP BD+C
 1111 Hawn Avenue
 Shreveport, LA 71107
 318.221.7501
 jselmer@ksaeng.com

Local Office

4833 Spicewood Springs Rd. Suite 204
 Austin, Texas 78759
 512.342.6868
 www.ksaeng.com

Who is KSA?

KSA is an industry leader with a proven track record in the fields of civil engineering and architectural design.

Founded in 1978, KSA provides a broad range of consulting, management, engineering, architecture, planning, surveying, and construction services to our clients across the south-central United States.

KSA is dedicated to making life better in communities. That's why we work every day to improve the quality of life for our communities by making city halls, courthouses, fire stations, police stations, libraries, community buildings, roads, bridges, water, air, and airports safer. From conception to final completion, our knowledgeable teams oversee all aspects of each project we work. This attention to detail has resulted in consistent client satisfaction and an excellent reputation throughout the region. It has also led to a high percentage of repeat clients. In fact, we have been serving many of the same clients throughout our 38-year history.

Recent Awards and Honors

KSA is an industry leader, providing a broad range of engineering, architecture, planning, surveying, and construction management services. Founded in 1978, the firm has grown to over 150 employees located in multiple offices in the south central U.S. For six consecutive years, KSA has been named to the ENR Top 500 list as one of the 500 largest design firms in America. KSA was named in 2014, 2015, and 2016 as one of the "Best Companies to Work for in Texas," through a joint project of Texas Monthly, the Texas Association of Business (TAB), Texas Society for Human Resources Management (SHRM), and Best Companies Group, and as a 2015 "Fit Friendly Worksite" by the American Heart Association. KSA also has been recognized by ZweigWhite's Hot Firm program, which recognizes the fastest growing architectural and engineering firms from the U.S. and Canada.



Architecture

KSA provides architectural design services to local, state, and federal agencies and a variety of institutions, including K-12 and higher education, airports, and recreational facilities and event venues. Focused on both renovation and new construction, our architects and engineers deliver high-quality, cost-effective design that incorporates future development scenarios, best practices, and green design principles.

LEED Services

Long-term ease of maintenance, energy efficiency and sustainability are aspects that must be considered as the design is developed. Our LEED AP professionals will provide common sense input into the design, whether the decision is made to “certify” the facility or not. As licensed professionals, it is our architects’ normal responsibility to be sensitive to the health, safety, and welfare considerations of any facility designed for public use. KSA has access to outside cost consultants who can advise as design progresses assisting us to stay within the Owner’s budget.

Engineering

Drainage

Experience with major drainage projects, coupled with the latest computer technology, enables KSA to design and implement innovative drainage solutions. We have in-depth knowledge of Federal Emergency Management Association (FEMA) procedures for letters of map revision (LOMR) and conditional letters of map revision (CLOMR) coordination. Our use of hydrology and hydraulics (H&H) modeling programs allows us to confirm impact of drainage modifications to sensitive sites and design sustainable drainage solutions. Our low impact development (LID) designs apply creative solutions to complex drainage issues that result in environmentally prudent and cost-effective results.

Mechanical, Electrical, and Plumbing

KSA mechanical and electrical engineers are focused on providing detailed designs for water and wastewater treatment, water distribution, sewage lift stations, and aviation facilities. In addition, our team has extensive experience with supervisory control and data acquisition (SCADA) systems implemented through alternative delivery methods.

Municipal Civil

KSA combines engineering design and planning services with creativity to provide long-term, high-quality, functional park projects, such as playgrounds, soccer fields, and baseball complexes. We support the built environment through architectural design of municipal buildings, such as libraries, administration buildings, and community centers, with detailed site development plans that include grading, site-specific drainage, and infrastructure.

Streets and Roads

KSA has extensive experience in street improvement and repair projects and works with municipalities and state agencies for street assessments, safe streets programs, capital improvement plans, street reconstruction and extension design, and other street-related services. We are fully engaged with the Texas Capital Fund Main Streets and Downtown Revitalization programs, under which many of our current clients have both redeveloped aging infrastructure and invigorated small town life across the state.

Water and Wastewater

KSA serves both public and private sector clients in the areas of water and wastewater treatment, water transmission and distribution, and wastewater collection systems. We specialize in the modification of existing water and wastewater treatment plants to meet evolving national, state, and local treatment standards. Our scope of services includes all facets of treatability studies, design, and construction contract administration and operational training.

Surveying and Mapping

Surveying

KSA utilizes the latest technological advances to provide accuracy in survey measurement and to ensure that the design is compatible with the environmental and topographical conditions of the communities we serve. Our surveying and mapping teams work with diverse clients, including aviation, municipal, and other state and local agencies, and oil and gas developers.

GIS

KSA's geospatial information system (GIS) specialists regularly work with geodatabases for environmental and infrastructure data management, applying technology to municipal systems and oil and gas development. Areas of competence include master planning, spatial analysis, OIS 3D analysis, least cost pipeline corridor analysis; flood modeling and flood plain analysis; and pipeline corridor planning, analysis, and study.

Environmental Planning

Environmental

KSA's environmental planning staff lead client-centric environmental assessments. Our environmental focus centers on the execution of your project while ensuring regulatory compliance. Our staff lead teams that perform, analyze, and report on the impacts of wetlands, natural and cultural resources, and hazardous materials on each client's project, evaluating, designing, and implementing mitigation plans that are compliant and cost-effective.

Aviation

Multi-Discipline Services

KSA specializes in the planning and design of airport facilities using our in-depth knowledge of state and federal grant procedures to ensure that the project meets operational performance and physical requirements while maximizing use of TxDOT or Federal Aviation Administration (FAA) funding.

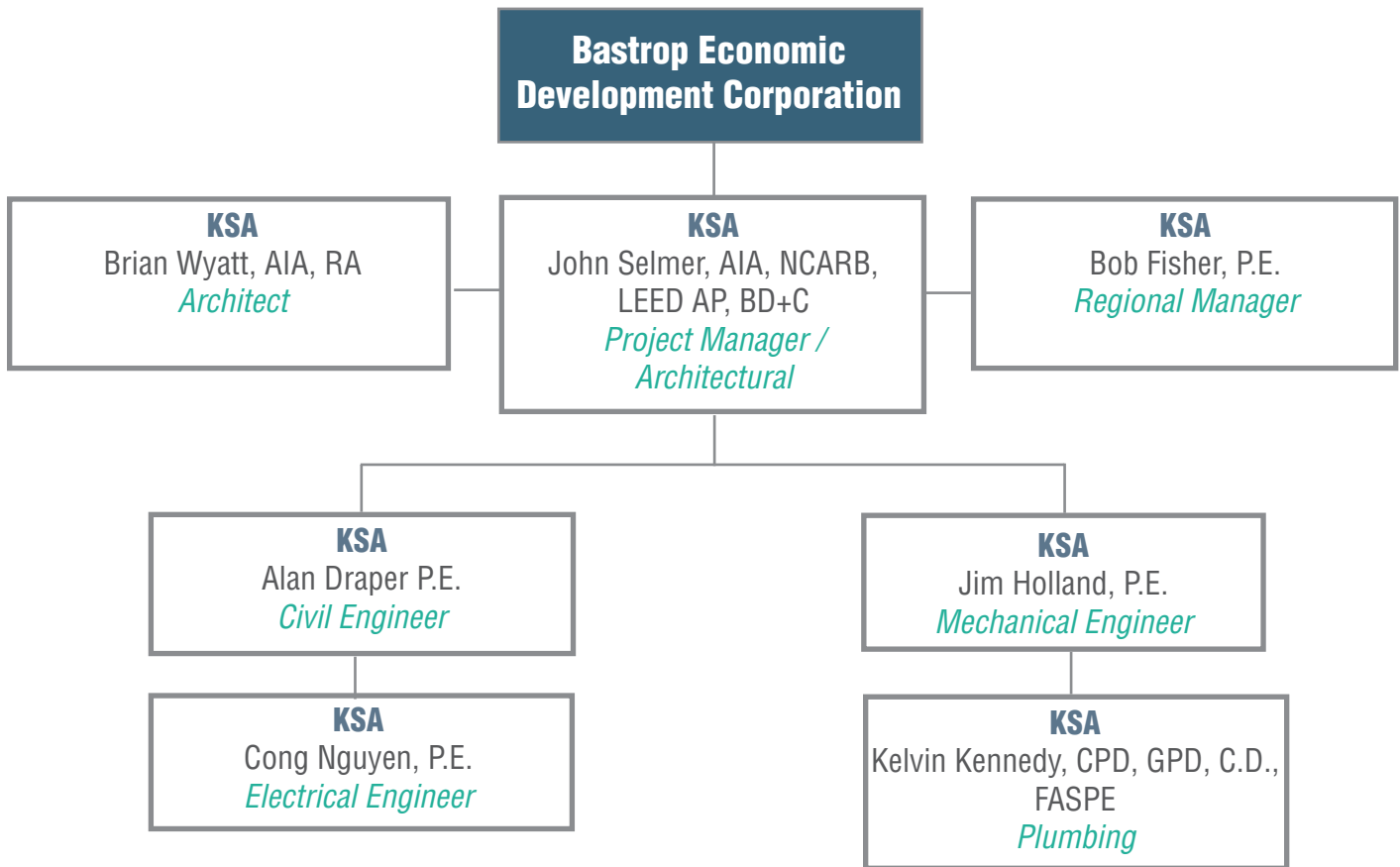
Alternative Project Delivery

KSA provides turn-key project delivery through multiple delivery methods. From concept through completion with a single contract, we leverage strategic partnerships with qualified contractors and our subsidiary BLOC Design-Build, LLC., to deliver projects in the most cost-effective manner.

SCADA Systems

Our subsidiary, BLOC Design-Build, LLC, also provides design, installation, troubleshooting, and training for supervisory control and data acquisition (SCADA). In its UL508A-certified panel shop, BLOC designs controls, develops software and program logic controllers (PLCs), and builds systems to customer specifications.

Organizational Chart





John Selmer, AIA, NCARB, LEED AP, BD+C

Project Manager - Lead Architect

John Selmer, AIA, LEED AP BD+C, is the architectural services manager for KSA. He is a LEED Accredited Professional and recognizes the need for smart design that utilizes environmentally conscious strategies that will ensure that our decisions, designs, and projects do not inhibit future opportunities. He has extensive experience in all aspects of architecture projects and has served as project manager for projects of all varieties and sizes.

CADDO PARISH, COURTHOUSE RENOVATIONS, SHREVEPORT, LA. PROJECT MANAGER, ARCHITECTURE. John managed the construction of three phases of major renovation work. This project provided new sheriff offices, new detention area, new security measures for the building, a new elevator for inmate transportation, and a new stair to provide improved egress requirements for several floors within the building.

BOSSIER PARISH, COURTHOUSE RENOVATIONS AND ADDITIONS, BENTON, LA. PROJECT MANAGER, ARCHITECTURE. John led a team of expert designers in the preparation of design documents for an 81,760 square foot addition and renovation of 103,968 square feet at the Bossier Parish Courthouse in Benton, Louisiana. The project included the coordination of architects, acoustical consultants, security consultants, civil engineers, communication engineers, mechanical and electrical engineers, and landscape architects. The space is a high-volume public use facility that incorporates lobbies, corridors, courtrooms, assembly space, office suites, kitchen, vending area, and public restrooms.

ARMED FORCES RESERVE CENTER, CAMP MINDEN, LA. PROJECT MANAGER, ARCHITECTURE. John led a team that designed this readiness center, which was built around a central assembly hall. The \$30 million, 91,000 square foot facility features lockers, classrooms, and administrative offices to house 1083rd Transportation Company, 39th Military Police Company and 122nd ASOS. The KSA team utilized an environmentally sound approach when rendering the building layout and designs to qualify the facility as a LEED-rated building. The facility is a one-story, 64,136 square foot structure with a 14,145 square foot second story at the front of the building. The front of the facility houses all the administrative areas for the program, the middle contains the assembly hall, and the rear of the building provides storage areas. Other components included in the design are a learning center, break area, kitchen, restrooms with showers, military and personal vehicle parking, security fencing, and storage areas. This project received an Award of Merit in ENR Texas and Louisiana magazine's 2014 Best Projects.

Education

Masters in Architecture, Tulane University, 2004
Bachelor of Science, Engineering, Tulane University, 1994
Bachelors in Architecture, Tulane University, 1993

Professional Licenses and Certifications

Architecture, LA, #5669, 2001; TX, #19483, 2006

Professional Affiliations

American Institute of Architects
American Institute of Architects Shreveport Chapter
American Institute of Architects Louisiana
National Council of Architectural Registration Boards



Brian Wyatt, AIA, RA

Architect

Brian Wyatt, AIA, RA, is a registered architect with seven years of experience. He has a strong professional background that includes architecture, construction, land surveying, facility planning, and geographical information systems. In his seven years of architectural experience, he has worked on a diverse range of projects, specializing in assembly, educational, and healthcare design. Brian oversees every aspect of project delivery and takes pride in ensuring clarity and continuity from concept planning through construction.

MID STATE ORTHOPEDIC AND ELITE PHYSICAL THERAPY, ALEXANDRIA, LA. Brian contributed to the design development (DD) and construction documents (CD) for this 30,000 square foot, \$6 million sports facility encompassing diagnostic, treatment, and rehabilitation spaces.

STEM LEARNING FACILITY, BOSSIER PARISH SCHOOL FOR TECHNOLOGY AND INNOVATIVE LEARNING, BOSSIER PARISH, LA. Brian developed architectural preliminary designs (PD), schematic designs (SD), and construction documents (CD) for a new, career-based science, technology, engineering, and mathematics (STEM) learning facility for all high school students in Bossier Parish. The 110,000-square foot, \$17 million building program includes administrative areas, culinary arts, automotive shops, welding instruction, pre-law training, medical classrooms, computer/robotics training, and group assembly areas. Brian also performed construction administration for this facility.

INTEGRATED SCIENCE AND ENGINEERING BUILDING, LOUISIANA TECH UNIVERSITY, RUSTON, LA. Brian contributed to the pre-design and programming phases for the development of a new Integrated Science and Engineering Building on the LA Tech campus. The proposed 100,000-square foot, \$30.5 million state-of-the-art facility will house foundational classes for the college of engineering and science at LA Tech. Classrooms will respond to the demanding program in a unique and flexible way. Departments and functions will be integrated and dispersed throughout the building to foster interdepartmental collaboration.

PLANTATION PARK ELEMENTARY SCHOOL WING ADDITION, BOSSIER PARISH, LA. Brian contributed to the development of Construction Documents for a new 8,000-square foot building addition for Plantation Park Elementary in Bossier Parish, LA. Design included eight dynamic learning classrooms for 3-5 grade students, a new computer lab, restrooms, and a central assembly area. The project also included a new drop-off entry canopy and the re-roofing of existing school buildings. The classroom addition and canopy greatly enhanced the function and updated the facade of the original, existing 1960s school.

Education

Master of Architecture
Louisiana Tech University, 2010

Bachelor of Science in Architectural Studies
Louisiana Tech University, 2009

Professional Licenses and Certifications

Architecture / LA #7835, 2013; TX #24846, 2015

Professional Affiliations

Northwest Louisiana Tech Advancement Group
North-South Highland Historic Association
American Institute of Architects

Medical Experience *(with previous firm)*

Ark-La-Tex Cardiology – Medical Office, 60,000 SF
Central Louisiana Surgical Hospital, 80,000 SF
Green Clinic Northside Family Practice, 6,100 SF
Cardiovascular Consultants – Medical Office, 6,600 SF
Minden Medical Office, 5,200 SF
Mid State Orthopedics & Elite Physical Therapy, 30,000 SF
Bossier Parish Schools – Medical Education Component,
110,000 SF



Alan Draper, P.E.

Civil Engineer

Alan Draper, a principal at KSA, has been with the company since 1998. Alan has a bachelor of science degree from the University of Texas at Austin. He has extensive general civil engineering experience and has worked on various civil, water resources, wastewater, and transportation-related projects. Alan has completed the design and construction administration for numerous treatment plant projects. He is proficient in the use of a variety of computer programs, including computer-aided design (CAD), engineering design software, water system analysis programs, and hydrology packages. Alan also serves as KSA's program coordinator for the TDRA TxCDBG-DRS disaster recovery program, which encompasses over 70 separate projects.

Education

Bachelor of Science in Civil Engineering
University of Arkansas, 1971

Professional Licenses and Certifications

Professional Engineer / TX #44228, 1979
OK #11746, 1979; LA #18565, 1980
Registered Professional Land Surveyor / TX #3600, 1980

Professional Affiliations

Consulting Engineers Council
Arkansas Academy of Civil Engineers

DOWNTOWN WATER LINE IMPROVEMENTS FM 908 MILAM TO BELL, ROCKDALE, TEXAS. KSA was hired by the City of Rockdale to design, procure, and provide construction administration to replace a central water distribution main through the City of Rockdale downtown area. The existing line was a 6" cast iron line constructed inside TXDOT right of way. KSA modeled the City of Rockdale's distribution system and determined that a 16" diameter main was required to provide fire protection for future growth. KSA designed the most central and critical portion of the line replacement which centered about HWY 79. The City of Rockdale requested that the project broken into approximately three equal segments each totaling approximately \$300,000. The portion of the line was approximately 750 linear feet in length and was designed first to avoid complications with a pending TXDOT roadway project. The work included a 24" diameter cased bore across HWY 79. Detailed consideration of future connections to the new main was given and stub outs for the future connection were installed. During construction, it was discovered that several of the existing service taps were constructed of lead materials requiring total replacements of the services. All work was constructed within either HWY 79 or FM 908 right of way which required TXDOT permits and traffic handling. FM 908 is also Main Street in Rockdale and is affronted by business. Building access and local parking was maintained at all times. Communication between the city staff, contractor and local businesses was critical for project success.

DOWNTOWN REVITALIZATION PROJECT, LUFKIN, TX. KSA worked with the City of Lufkin to obtain a \$2 million grant to replace pedestrian facilities in a nine block area of historic downtown Lufkin. The City contributed an addition \$3 million to replace utilities in the area including storm sewer, water, and sanitary sewer. The final project replaced all infrastructures from face of building to face of building in the downtown area. Alan acted as project manager throughout the process from grant application, to construction closeout and final TXDOT and TDLR approvals. Critical planning and design elements included traffic planning and traffic control as well as maintaining access to local businesses when streets and sidewalks were closed. The project converted the downtown area to a one-way street system and closed streets block-by-block to allow for construction. A large portion of the project involved replacing the existing storm sewer system and integrating the system with the new street design. Alan managed the design and complete hydraulic modeling of the street and storm sewer system according to City of Lufkin's design standard.



Cong Nguyen, P.E.

Electrical Engineer

Cong Nguyen, P.E., is an electrical engineer who has been with KSA since 2013. With decades of electrical engineering experience, Cong specializes in power systems, instrumentation and control design, and can provide construction management services for projects of all sizes and complexities. His project experience includes water and wastewater treatment facilities, oil and gas drilling and production platforms, as well as petrochemical facilities, refineries, manufacturing facilities, correctional facilities and operation/administration buildings.

Since joining KSA, Cong has designed electrical engineering solutions for many aviation projects including the San Marcos Municipal Airport Runway and Lighting Improvements, the Tyler Pounds Regional Airport Runway & Taxiway Rehabilitation and Lighting Improvements project as well as the Grand Prairie Municipal Airport Terminal Parking Lot Improvements project, to name a few.

Education

Bachelor of Science in Electrical Engineering
Tulane University, 1992

Professional Licenses and Certifications

Professional Engineer / TX #99600, 2007
LA #30746, 2003; AR #14680, 2011
AZ #40368, 2004; NM #21936, 2013

Professional Affiliations

American Society of Civil Engineers
Texas Independent Producers and Royalty Owners

- City of Kountze - 2013-2014
TxCDBG Wastewater Treatment Plant Improvements
- City of Grand Prairie - Main Street Sidewalk, Hardscaping and Landscape Improvements - from Municipal Courthouse to Annex
- City of Carthage - Main Street Sidewalk Improvements
- City of Grand Prairie - Main Street Sidewalk, Hardscaping and Landscaping Improvements
- City of Diboll - Park Restroom Facility
- Poteet Independent School District - Parking Lot & Baseball Field Relocation
- Jim Hogg County Airport - Pavement Rehabilitation, Apron Expansion & MIRLs
- City of Mineola - Preserve High Service Pump Station
- North Texas Municipal Water District - Rockwall No. 2 Flow Meter Improvements
- City of Marlin - Sewer System Lift Station Replacements
- Bowie Municipal Airport - Taxiway Reconstruction Project Phase I and Phase II
- City of Mineola - Taylor Lift Station Replacement
- City of Sulphur Springs - Tertiary Filter Rehabilitation
- East Cedar Creek Fresh Water Supply District - Trailer Mounted Generator Acquisition
- City of Coolidge - TxCDBG Wastewater Treatment Plant Improvements (TCDP)
- City of Chico - Uranium Removal Project
- City of Joaquin - USDA Water System Improvements
- City of Mount Vernon - Wastewater Treatment Plant Improvements 2012
- City of Hamilton - Wastewater Treatment Plant UV Improvements
- City of Quitman - Water Distribution System Improvements
- City of Hempstead - Water Supply Arsenic Reduction - USDA Funding



Kelvin Kennedy, CPD, GPD, C.D., FASPE

Senior Design Technician - Plumbing

In an effort to expand the Facilities Services Group, KSA hired Kelvin Kennedy in April 2016 as a senior design technician. He brings to the firm 20 years of plumbing design experience. Kelvin has worked on several high profile projects in his career: the new high rise State Farm Insurance Headquarters in Dallas TX; The Toyota Headquarters in Plano (currently under construction); and the Las Vegas Aria Hotel & Convention Center.

Kelvin is passionate about not letting his profession die off. He currently serves as the Vice President of Membership for the American Society of Plumbing Engineers (ASPE). He also served four years as the President of the DFW ASPE Chapter. Kelvin is certified by the ASPE in Plumbing Design and Green Plumbing Design. He is also a Certified Mechanical Drafter with the American Design and Drafting Association.

PRESTON @ WADE CROSSING, FRISCO, TX. KSA is thrilled to have been chosen to design the mixed use development located on a 14 acre site in Frisco, Texas. The project will include three, single-story retail buildings totaling 78,000 square feet and 14, single-story office buildings totaling 70,000 square feet.

The retail buildings will be a facade shell with demising fire rated walls that separate future tenant spaces. The exterior will be comprised of tilt-walls with a typical interior steel framing and a concrete foundation. A foundation trench for future utilities will be designed along the rear wall in case of future expansion. Accommodations for future roof top HVAC systems will be made on the structural roof framing plan. Speculative loading, main panels, non-permanent lighting and space heating will be designed for future tenant needs.

The office buildings will be either 4,500 or 5,625 square feet with wood wall framing and a wood pitched roof with the required concrete foundation. The footprint will be limited to either 45' x 100' or 45' x 125'. Like the retail buildings, speculative loading, main panels, non-permanent lighting and space heating will be designed for future tenant needs. There will be a low-profile monument sign at the Preston Road entrance.

Education

Engineering Drafting Technology
Maryland Drafting Institute, 1985

Professional Licenses and Certifications

American Society of Plumbing Engineers - CPD, 2012
Kenneth G. Wentink College of Fellows, ASPE - FASPE,
2014
International Association of Plumbing and Mechanical
Officials - GPD, 2014

Professional Affiliations

American Society of Plumbing Engineers

- City of Denison - Service Center Renovation
- City of Edinburg - DPS Hangar at South Texas International Airport
- City of McKinney - McKinney Air Center Hangar #2 (MACH2)
- Crossland Construction Company, Inc. - Leadership Prep School (LPS)
- Crossland Construction Company, Inc. - Preston @ Wade Crossing Development - Frisco TX
- Crown Sterling Properties - Tucker Hill 3 Story Office
- General Cable - Lone Star Building, Scottsville Texas
- General Cable - Master Plan for Building Expansion
- Wally Properties, LTD. - Site Planning Shops at Commercial Park - Corsicana, TX



Jim Holland, P.E.

Mechanical Engineer

James (Jim) Holland, P.E., has 15 years of experience as a mechanical engineer. For the last four years, he has focused on the design, programming, control integration, and initialization of SCADA systems often under a design-build delivery method. Jim has designed and implemented control sequences for reverse osmosis (R/O) plants in multiple locations throughout Texas. Many of the R/O systems were custom built to meet the treatment needs of the client. He determines the amount and content of influent/effluent flows, identifies contaminants to be mitigated, and designs mechanical purification processes in concert with chemical solutions for the beneficial reuse of purified water. From project initiation, Jim analyzes how the plant will function now and in the future. He then defines future operating needs, designs controls, develops control sequences for programmable logic controllers (PLCs), and builds systems to meet customer specifications.

WATER AND WASTEWATER TREATMENT PLANT UPGRADES, NACOGDOCHES, TX.

BLOC Design-Build was selected to provide water and wastewater treatment plant improvements under a design-build delivery method. The firm designed and installed water system controls with remote control, full automation, and monitoring capability of six wells, five booster pump stations, three elevated storage tanks, a wastewater treatment plant, and surface water treatment plant. The team also provided controls for numerous other sites that were engineered.

CRYSTAL SYSTEM, HIDEAWAY LAKE, TX. Jim maintained and oversaw improvements to the systems 900 mHz telemetry upgrades. Hideaway Lake desired to remotely access its SCADA system by using modern, mobile devices, including iPads, tablets, and smart phones and a remote office computer. He demonstrated different options, such as upgrading Hideaway's 10 year old Wonder Ware software or replacing it with a different SCADA system. Jim worked with the client on creating a best value solution; the client was most impressed with the capabilities of the InduSoft software. He replaced the SCADA system with InduSoft, providing Hideaway with the means to access the system through all the stated technology options and upgraded the system with zero downtime. Additional tasks during this project included upgrading, designing, and implementing new equipment and components; configuring, calibrating, and programming PLCs, HMIs, and instrumentation systems; tuning control loops (PID); and replacing equipment.

Education

Bachelor of Science in Mechanical Engineering
University of Texas at Tyler, 1999

Professional Licenses and Certifications

Professional Engineer / TX #92702, 2003
LA #37046, 2012; OK #26129, 2003

Professional Affiliations

American Society of Heating, Refrigeration and Air-
Conditioning Engineers
American Society of Plumbing Engineers

Historical Preservation

The KSA Team values historic structures and landscapes because they provide visual proof of what was before and because they nourish the hope that valued things will endure. They remind us of human ambition, abandoned dreams and thus teach lessons about others and about ourselves. Each individual structure and/or place lives vividly in the observers mind and ideally they live upon the landscape itself. Each individual structure and/or landscape that has remained and is historically significant reminds each of us about revisiting our history, of going back to a school, home or grocery store of our youth. If we can return to any building that remains because someone has decided to make it historically significant then we can allow this to always be a part of our lifestyles. As long as people have open minds then we can promote historical integrity and environmental need and bind each of these into the type of facilities we want to maintain and cherish, and thus allow to be a part of the landscape for this generation, as well as future generations. In essence, historic preservation is about "place": In other words, it allows us to reflect on things of the past and provides a visual reminder of those significant things that have happened in a community or area that will always be indelibly marked upon our minds and in our hearts as something that we cherish and thus we should maintain and encourage historic preservation throughout the land.



Billet Renovation-Camp Beauregard

Louisiana National Guard

KSA designed the 2,543 square foot renovations of the Billeting Building at Camp Beauregard that will make the building a usable, full-functioning facility. KSA designed and constructed a kitchenette, general meeting area and lounge, laundry space, and maintenance closet with janitors sink. The six guest rooms feature private bathrooms and one of the rooms is fully ADA compliant. KSA also relocated an existing side entry door to the rear of the building and connected it to the existing parking area. These renovations allow the building to be a Transient Training Officers quarter.

Barksdale Air Force Base KC-10 Flight Simulator Facility

Barksdale Air Force Base

This project provided for a new 23,000 sq. ft. facility in two levels to be incorporated into the existing architectural features of Barksdale Air Force Base. The new building was placed within approximately fifty buildings that were built during the 1930's and the Design Team designed this facility to blend in with the existing architectural features of all buildings around the facility. The building captured all the aesthetic features of the original architectural design and today can be reviewed as being placed into the compound area that it was located in such a way that it does not stand out as a facility constructed in the later part of the twentieth century.

Springhill Community Activity Center

Springhill, Louisiana

The Design Team took a previously used A & P Food Store and converted it into a Community Activity Center for the citizens of Springhill. Included in the facility are meeting rooms, a large auditorium along with support facilities for use of this building. The challenge was to take the old grocery store and make it into something that would be aesthetically pleasing and that would capture the historical significance of the previous building. It was a challenge to convert the facility from previous open spaces into spaces where people could utilize them effectively and thus provide the required meeting and auditorium spaces along with the support facilities to meet the Owner's needs.

T. L. Amiss Water Treatment Facility

Shreveport, Louisiana

The Design Team rehabilitated the historic structure that had been in place since 1929 by replacing the underlayment of the existing roof system and replacing all tiles in keeping with the aesthetic elements of the building. Also included were windows that needed to be replaced. These were replaced utilizing twenty-first century windows that maintained the design integrity of the original twentieth century building. Upon completion of Design and Construction, the facility maintained its original design integrity with a tile roof and windows reflective of the time period in which it was constructed.

Many Town Hall

Many, Louisiana

The Design Team, in keeping with the El Camino Real theme of this area, maintained the integrity of the components of the original Town of Many and thus provided a design that was in keeping with the historic characteristics of Downtown Many.

Barksdale Air Force Base - Visiting Airmen's Quarters - VAQ

Barksdale Air Force Base

KSA was challenged with renovating this 1930's dormitory building on the historic Barksdale Air Force Base. The proposed alterations included providing A.D.A. accessibility to the elevated first floor, providing means of egress stairwells on the exterior and altering exterior glazing and balustrades to comply with current life safety codes while keeping with the historical character of the building. KSA worked through these challenges with the State Historic Preservation Office (SHPO).



Eighth Air Force Headquarters (8th AFHQ) - Space Needs Assessment

Barksdale Air Force Base

The Headquarters of the Eighth Air Force is located at Barksdale Air Force Base. KSA was tasked with assessing space allocations within the three facilities that house this, the nerve center for global deployments of Air Power. Two of the three buildings that house the 8th AFHQ are 1930's vintage and are of historical character. KSA was careful to integrate A.D.A. accessibility and life safety upgrades while maintaining the building's original style and character. In midstream of our assessment, the main and largest of the three buildings suffered a devastating fire. KSA stepped in with an aggressive schedule and completely redesigned the interior configuration of the 60,000 sq. ft. building to better utilize the available space to meet the 8th AF needs. Needless to say, there were many complex relationships to arrange while keeping security and force protection in mind, as well as maintaining the historical integrity of the building.



Webster Parish Library

Minden, Louisiana

KSA was hired to complete building restorations and site improvements for the Webster Parish Library. Solutions for foundation and site drainage were designed and structural deterioration caused by water infiltration and repairs were evaluated. To maintain the character of the building, KSA worked toward restoring the original interior spaces by removing previous modifications and partitions and making repairs to deteriorated interior floor, wall, and ceiling finishes, and exterior finishes, and openings. Spaces were reconfigured to accommodate new administrative, support, and public meeting activities and new entries as needed for new library functions. Elevators were repaired to allow for accessibility and movement of books to the archives on the second floor. Design upgrades to structure, circulation, electrical, plumbing, and HVAC systems were completed to comply with current life safety, ADA standards, and building code requirements applicable to a public library support facility. Other site improvements included walkways and canopies required for new entries and drainage solutions, site drainage improvements needed to eliminate water problems around the building perimeter, and expansion of existing parking areas needed to accommodate the increase in staff and patrons.



Allen Building Renovation for the School of Nursing

Southern University-Shreveport, Louisiana

In response to the need and desire to expand the Nursing School located within the Metro Camps of Southern University-Shreveport, KSA is currently designing the complete renovation of the old three-story Allen Building. This 100-year-old building will be re-purposed to accommodate three levels of new educational and lab space to meet the growing needs of the nursing school. The project will repair, condition, and clean the entire interior and exterior of the existing building. Structural elements within the basement will require extensive repair, as well as the waterproofing of the basement walls. Two new egress stairs will be constructed to meet current life safety requirements and a new elevator will be installed to improve accessibility between all floors. The existing mechanical and electrical systems will be completely removed and replaced with new. The first floor will provide a

student lounge, security offices, computer lab, and a large lecture hall. The second floor will accommodate all new skills labs and administration offices. The third floor will provide four classrooms, faculty offices, and a faculty lounge. Each floor will also have new restroom facilities as well.



Bossier Parish Courthouse Addition and Renovation

Bossier Parish, Louisiana

KSA served as the prime consultant for the addition and renovation of the Bossier Parish Courthouse in Benton, Louisiana. The project included the coordination of architects, acoustical consultants, security consultants, civil engineers, communication engineers, mechanical and electrical engineers and landscape architects. The space is a high-volume, public use facility that includes lobbies, corridors, courtrooms, assembly space, office suites, a kitchen, vending area and public restrooms. The interior finishes were designed with the use of geometric architecture and were selected for their durability. Public circulation is critical to the appeal of the space. Wayfinding and circular information strategies were prominent criteria guiding the design process. The facility was designed to be flexible enough to accommodate modern technological upgrades throughout the life of the building. The courthouse's enlarged façade presented a new face to the Benton community.

For the addition, the building's interior highlights large panes of glass designed to give the space an open feel. The precast panels utilized in the original structure were replaced with the same large glass pane treatment. By situating the addition to the west of the current building, the addition became the most visually dominant element from the most common direction of approach – allowing it to shine fittingly.

Geometric elements placed in front of the five-story courthouse structure provide dominance and an open and inviting entrance to the building. Great care was given to the overall design of public circulation in the lobby and police jury hearing room to incorporate the use of circular wayfinding. The police jury room is a two-story cylindrical space that radiates outward from the jury's dais. At ground level, this space opens to the lobby and courtyard with a curvilinear wall of glass. This not only fills the room with natural light during the day, but at night – when many meetings occur – illuminates the grounds.



Minden City Hall & Police Renovations

Minden, Louisiana

KSA was selected to construct a 10,000-S.F., two-story addition abutting to the south of the facility. Renovations included renovations, mechanical and electrical upgrades to the City's court, utility department and police dispatch areas. Exterior materials and window placements of the new addition were selected to closely match or complement the original facility.

The upper floor of the new addition now houses the Mayor's office, a much larger public conference room, city clerk, and Main Street program offices. The lower floor expands the space, housing the public works department and permits and inspections, along with a plan room for storage of City's utility system information. Moving these departments to the new addition allowed for the City's judge and clerk and support clerical areas to be expanded with a new fines payment area developed off the court lobby.

A larger main lobby with reception desk will accommodate seasonal and promotional displays for various City activities. At the reception area, distinct public entries are created for both "Mayor" and "Council." A new office/work area has been developed for the City Council along with their own small conference room. New "secure" exterior entries were constructed for both the council work area and utility department. Two new ADA accessible restrooms for the general public are now provided off the Main Lobby.

Renovated areas in the original structure received new paint, acoustic ceilings, and ceramic tile floors to match those used in the new addition. In the Utility Department, service counters were given a face lift with new laminate and glass screens were added to improve security of staff.

Downstairs the police department was renovated and the public entry relocated to make access more apparent. A new "public safety" entry portal visually guides citizens to the common lobby for the Police Department and City Marshal.

Inside, the dispatch area was opened into one large area, with greater visibility of the outside approach and parking area, and new millwork eliminated congestion of several small spaces, providing a more efficient working area.

Outside, a new mechanical yard with screen fence holds a new energy-efficient chiller and upsized emergency generator. Expanded lower level parking and a separate entrance now gives contractors direct access to public works and permits.



Central Fire Station

Shreveport, Louisiana

The Dallas W. Greene, Jr. Central fire station in Shreveport, Louisiana is a high-quality facility that combines the best designs, ideas and safety measures promoted by fire service organizations. It encompasses the rich, 100-year tradition and history of Shreveport's firefighters. The Central Fire Station beautifully blends the historical architectural elements of the original fire station into a new facility that will serve the needs of the City of Shreveport for the next 100 years.

The facility includes a two story operations building with six drive-through engine bays and two smaller back-in bays. The engine bays are air conditioned and heated and equipped with an exhaust removal system. Each firefighter has an individual bunker gear locker. A decontamination shower is available as well. The facility is equipped with the First-In® Fire Station Alerting System, which incorporated lights and audible announcements to wake only the firefighters and emergency medical personnel needed for specific calls.

The Work Release Center for the Caddo Parish Sheriff's Office is a 32,000 square foot facility housing 240 inmates enrolled in the Sheriff's work release program. It is located on the site adjacent to the Caddo Correction Center. The center consists of a large dormitory, inmate processing, food service and administration area.

Construction is a pre-engineered metal building with a brick and metal panel facade.

The dormitory is divided into two large areas and is further subdivided into 20 man sleeping bays. Common showers and toilet facilities, as well as a laundry area, are provided in the dormitory. The two dormitory areas are separated by a security station. Interior finishes in this area are durable materials such as painted concrete masonry units and a sealed concrete floor.

The inmate processing area consists of a large inmate waiting room and a drug testing and processing room. A master control room is adjacent to this space and has visibility and access to the search room, dining and visitation waiting room.

The administration consists of a reception area and office and accounting space. It has standard office finishes such as carpet and painted gypsum board walls.



Caddo Parish Work Release Facility

Shreveport, Louisiana

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Leadership Prep School

Frisco, Texas

KSA is designing a new two-story education building for the Leadership Prep School (LPS) in Frisco, Texas. The relatively new charter school has seen an extensive increase in enrollment every year since it opened a little over five years ago. Due to this increased enrollment, LPS has planned for a new building that will house the middle school on the first floor and the high school on the second floor.

LPS will maintain their existing K-4 enrollment in their existing building; however, they have purchased additional property to the south of their existing building to accommodate the new building. The building will be arranged on the site to provide an open area for recreational fields, as well as planned future expansion for a gymnasium. The site will offer an internal connection for traffic flow to the existing campus, in addition to direct turning lanes from the primary road for student drop off/pick up. Due to the adjacency to the existing campus, shared parking will be utilized on the main campus to help reduce required paving on the new site.

The total building area will be over 64,000-square feet and will incorporate team teaching classrooms. There will be approximately 37 new classrooms for all grade levels which will include special classrooms for art, music, technology/engineering, and science. A large Cafetorium will be provided with an adjoining stage area for musical productions and award ceremonies.





Guaranty Bond Bank

Longview, Texas

KSA provided architectural and civil engineering services for the new Guaranty Bond Bank branch in Longview, Texas. This new facility is approximately 7,400-square feet and consists of a large lobby, an executive office, staff offices, loan offices and a board room, as well as support spaces and a cash room. There are two teller "pods" with two teller stations at each pod and a drive through area that can serve 5-6 lanes, including an ATM. The exterior is white stone. The roof system is an EPDM roof sloped to drain with a green mansard standing seam metal around the perimeter.

The site is approximately 1.5 acres and is on the corner of Hawkins Parkway and Tuttle Boulevard. It has approximately 29 parking spaces (including handicap parking).

Construction Cost: \$1,171,000

Completion Date: 2014

Size: 7,400-square feet



Barksdale Federal Credit Union - South Bossier

Bossier City, Louisiana

KSA provided architectural and civil engineering services for the addition of a walk-in financial services and community center to the existing drive through teller facility. This is the first Barksdale facility to utilize an exterior concrete wall system, which reduces the construction time while increasing the energy efficiency of the center.

Construction Cost: \$950,000
 Completion Date: October 2009
 Size: 4,500-square feet



Barksdale Federal Credit Union - Airline Drive Branch

Bossier City, Louisiana

This new branch bank building was designed by KSA architects for Barksdale Federal Credit Union. KSA completed a master plan, site plan, interior and exterior elevations and a schematic floor plan for this new credit union.

The new facility encompasses approximately 7,000-square feet of conditioned space, comprised of a large lobby, teller booths, executive offices, conference room, a large meeting room, a vault and safety deposit area.

Finishes include glue laminated beams, granite counter tops, ceramic tile floors and vinyl wall coverings. The drive-through windows feature two-way LCD video screens for customer convenience.

The project has eight drive-through lanes and a drive-through ATM lane. The teller building is approximately 850-square feet in area. The canopy covers 2,400-square feet. There are four teller stations. The drive-through lanes are in a head-on configuration with the tellers. The teller equipment incorporates video conferencing between customer and teller.

Construction Cost: \$1,600,000
 Completion Date: 2005
 Size: 7,000-square feet



Aneca Federal Credit Union

Bossier City, Louisiana

This new flagship branch for ANECA Federal Credit Union is located in north Bossier City. This 5,000-square foot facility is constructed with a unique concrete wall system and is equipped with a cyber café, sitting area, and member office services.

Free standing "teller pods" replace the conventional teller windows so that credit union representatives can transact business with each member on a more personal level.

Construction Cost: \$1,100,000

Completion Date: June 2011

Size: 5,000-square feet



Bossier Federal Credit Union

Bossier City, Louisiana

KSA designed this 4,030-square foot single-story facility, located at Wemple Road at Airline Drive, allowing for future expansion of approximately 2,000-square feet.

The credit union has four drive-through lanes, one ATM, four teller windows and office space. It is a brick veneer building with block and shingle roof. It also features a vaulted ceiling in the lobby area.

Construction Cost: \$854,769

Completion Date: September 2005

Size: 4,030-square feet



Southside Bank - Lindale Branch

Lindale, Texas

This new branch bank building was designed by KSA architects for the Southside Bank in Lindale, Texas. The design/build facility features a drive-through ATM and four drive-through lanes each staffed with tellers. The building contains a precast concrete vault and safety depository.

The lobby is decorative with tile flooring and coffered ceilings. The walls of the lobby are paneled with oak and bonded bronze. Offices that face the main lobby incorporate bronze glass for both aesthetics and privacy. The main teller counter is made of granite. The facility also includes a large employee break area.

The exterior includes limestone, brick veneer, and aluminum storefront glazing. Bullet resistant glazing was incorporated into the storefront glazing system so that the character of the building was maintained at the drive-through windows.

Construction Cost: \$1,700,000

Completion Date: December 2001



Millennium Studios

Shreveport, Louisiana

This project consists of a movie production studio and warehouse on approximately seven acres of land adjacent to downtown Shreveport. The studio is the first phase of a 20 acre master plan located in the historic Ledbetter Heights neighborhood and is the first project of a larger redevelopment effort by the City of Shreveport for that neighborhood.

The production studio is a two story, 55,000-square foot structure, consisting of two soundstages, production offices and a commercial kitchen. The building is constructed using a pre-engineered metal building system with a masonry facade. Interior finishes are commercial grade carpet, paint, and vinyl composition and ceramic tile. "Insulquilt" sound insulation is provided in each of the soundstages and construction mill. The project also included a 20,000-square foot vendor building.

Each soundstage ranges from 10,000 to 15,000-square feet with support space that includes four cast rooms (each with a private restroom), a "green room," as well as hair and makeup and wardrobe spaces.

Construction Cost: \$9,973,000

Completion Date: 2011

Size: 75,000-square feet



Southern University in Shreveport Administrative Lobby

Shreveport, Louisiana

This project features a new lobby space between two classroom wings, providing a "Gateway to the Campus." The new lobby space includes gallery and lounge spaces with plenty of natural light. The lobby is approximately 9,000-square feet with an estimated construction cost of \$1.4 million. Design features include circular building form, energy efficient glazing, precast concrete fins designed for solar shading, atrium space and free standing elevator in the center of the atrium space.

Owner: Southern University

Contact: Dr. Ray L. Belton, Ph.D. – (318) 670-6312



Student Activity Center Study and Program

Shreveport, Louisiana

The needs of the university have outgrown the current Student Union Facility. The scope of this project was to develop an architectural program to renovate and expand the existing Student Activity Center. After meeting with the university, three priority spaces were addressed, including a larger cafeteria, a bookstore and meeting spaces. The Student Union is located on the east side of the campus quadrangle. The new facility is a "Gateway" to the campus. The university wanted this new facility to have an open, active and inviting atmosphere - creating a new focal point for the student life on campus. The main circulation area will have a mall-like atmosphere with several activities located within and adjacent to the circulation space.

Owner: Southern University

Contact: Dr. Ray L. Belton, Ph.D. – (318) 670-6312



Sci-Port Space Center Expansion

Shreveport, Louisiana

The Sci-Port Space Center addition is approximately 26,000-square feet. The two-story addition has been designed to attach seamlessly to the north of the existing facility. One of the features is a 45-foot suspended dome for a space trek theater and digital star field system. Site design required working around an existing elevated railroad train track. Redesign of the school bus access and drop off point for students, additional parking and ADA ramps were included in the design. Cost: \$4,702,000.

Owner: City of Shreveport

Contact: Russell G. DeLancy – (318) 673-7876



Shreve Memorial Library – North Shreveport Branch

Shreveport, Louisiana

KSA was selected to design a new library branch for the Shreve Memorial Library system. The site selected is located on approximately 4.5 acres. The library is approximately 8,500-square feet.

Owner: Shreve Memorial Library

Contact: James R. Pelton – (318) 226-5871



Bossier Parish Community College, New Campus

Bossier City, Louisiana

Work was not completed by KSA, but by KSA team member John Selmer, Architect. John oversaw the final stages of construction for all 10 new buildings constructed on the site. The campus has four educational buildings, a student union building, an administration building with library, a theater/auditorium, a gymnasium, a maintenance/receiving building and a physical plant building.

LSUS Bookstore Fixtures

Shreveport, Louisiana

KSA prepared construction documents as required to relocate the University Bookstore. Documents included minor alterations to the existing facility, the relocation and refurbishment of some existing fixtures and the specifying of new fixtures, millwork and signage.

Owner: State of Louisiana

Contact: Don Bloxom – (318) 797-5267

Booker T. Washington High School Additions and Renovations

Shreveport, Louisiana

This project included the complete renovation of existing classroom wings, library, gymnasium and P.E. areas, as well as the construction of a new band wing and the rehabilitation of a shop building into a telecommunications laboratory, classrooms and student assembly area.

Owner: Caddo Parish School Board

Contact: Steve White – (318) 603-6347

Parkway High School, New Classroom Wing

Bossier City, Louisiana

KSA completed this project for the Bossier Parish School Board. The additions to Parkway included a new classroom wing for six classrooms, a locker court and workroom, totaling an addition of 6,500-square feet.

Owner: Bossier Parish School Board

Contact: Keith Norwood – (318) 549-5025

Bellaire School, New Classroom Wing

Bossier City, Louisiana

KSA also completed this project for the Bossier Parish School Board. The new classroom wing adds six classrooms, restrooms, and a vestibule, for a total of 6,500-square feet of additional space.

Owner: Bossier Parish School Board

Contact: Keith Norwood – (318) 549-5025



Curtis School, New Classroom Wing

Bossier City, Louisiana

KSA completed this six classroom wing addition with restrooms and a vestibule for the Bossier Parish School Board. The additions totaled 6,400-square feet.

Owner: Bossier Parish School Board

Contact: Keith Norwood – (318) 549-5025

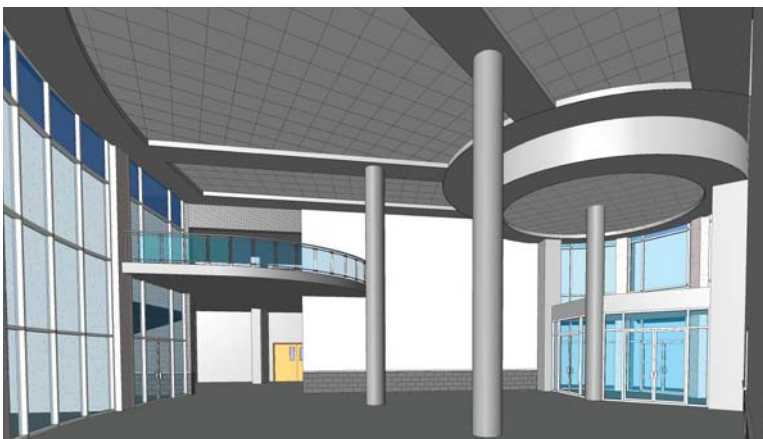
Southern University in Shreveport - New Classroom Building

Shreveport, Louisiana

KSA worked closely with Facility Planning and Control and Southern University to refine and finalize the building program for this new classroom building. We reviewed and refined the Campus Master Plan to determine the optimal location of the new classroom building within the fabric of the entire campus. KSA also prepared two conceptual designs with varying building designs and images to assist the university in selecting a building layout and image.

The university selected a building image that complemented the existing architecture on campus. The image that was also contemporary and sustainable. The New Classroom Building is 36,160-square feet with a planned budget of \$6.1 million. The concept for the building layout was to separate the classrooms and the lecture hall areas, and to provide an inviting lobby area between these two major areas of the building. The lobby area provides a gathering and mingling area in an open, naturally-lit space that can also be used as a gallery. The classroom section of the building includes fifteen classrooms, one computer lab, and a professor's office suite of twelve offices and a conference area. By providing the office suite on the second floor of the classroom area, interaction between students and professors is encouraged. The lecture hall provides fixed seating for 200 with a sloped floor and multi-media capabilities. The lecture hall can also serve as a small performing arts hall due to the sloped floors, performing area, and dressing rooms. The university saw the lecture hall as not just a campus facility, but as a community facility as well.

The sustainable design concepts employed in this building design will provide for a durable, low maintenance, energy-efficient facility. The building was oriented on site to minimize solar heat gain and still provide natural daylight to the classrooms and offices. Shading devices were designed to shade the glass during the summer. The building envelope provides energy efficiency and durability. The HVAC system was designed with an "economizer" mode to allow for maximum efficiency. Storm water will be collected and detained on site to minimize impact to the surrounding community.





Downtown Parking Streetscape Improvements

Longview, Texas

KSA was selected by the City of Longview to design improvements to the sidewalks adjacent to the public parking areas in Downtown Longview.

The project included modifications to the sidewalks along the north side of Cotton Street from Fredonia Street to Center Street and from Center Street to High Street. Project elements included incorporating the construction drawings for the proposed railroad quiet zone improvements, removal of existing sidewalks, driveway entrances, curb and gutter systems, landscaping, and irrigation.

The Project included concrete walkways, drive aprons, brick ribbons, brick planters, concrete/brick retaining wall, new storm inlet, concrete curb and gutter, landscaping, and irrigation.

Reference: Keith Bonds, Assistant City Manager, City of Longview, 903.237.1051

Completion Date: 2010

Construction Cost: \$700,000

Texas Capital Fund Sidewalk Improvements - Main Street Gladewater, Texas

The City of Gladewater selected KSA to design improvements for a portion of the city's sidewalks. The project consisted of the removal and replacement of existing sidewalk, handrails, and lighting.

The project included the construction of 320 linear feet of curb and gutter, one ADA accessible curb ramp, four sets of ADA accessible stairs, 115 square yards of brick pavement repair, 350 square yards of Portland cement concrete sidewalks, and 185 linear feet of metal handrails. KSA also placed three roof drains under the sidewalk, relocated three meter boxes, designed electrical/lighting improvements (including period light fixtures to match others in the area), reflectorized pavement markings, and installed traffic/job safety control measures.

Reference: Sean Pate, City Manager, City of Gladewater, 903.845.2196
Completion Date: September 2013
Construction Cost: \$174,603



Texas Capital Fund Sidewalk Improvements - Main Street Mount Vernon, Texas

The City of Mount Vernon selected KSA to design improvements for a portion of the city's sidewalks. The project consisted of the removal and replacement of the existing sidewalk. The project includes the construction of four ADA-accessible curb ramps, one set of ADA-accessible stairs, 200 square yards of Portland cement concrete sidewalks, 200 linear feet of curb and gutter, 70 square yards of incidental pavement repair, and reflectorized pavement markings. KSA also installed 80 linear feet of metal handrails, electrical conduit and three electric light poles, 220-linear feet of waterline replacement, and traffic job safety control measures.

Reference: Margaret Sears, Mayor, City of Mount Vernon, 903.537.2252
Completion Date: January 2014
Construction Cost: \$165,636





Perhaps the most important criteria for your selection team is KSA's reputation for excellence. We have worked diligently to build a reputation for completing our projects on time and within budget. These characteristics, coupled with high quality projects designed by service-oriented team members, set us apart when it comes to client satisfaction. The following list contains a few of KSA's most valued assets, our clients. We encourage you to contact these and others for an assessment of our performance on previous and ongoing projects. Additional references can be provided upon request.

Southern University

Dr. Ray Belton, President - Chancellor of Southern University and A&M College System

3rd Floor J.S. Clark Administration Building
Baton Rouge, LA 70813
225.771.5020

Bossier Parish Community College

Thomas Williams, M.Ed., NSU, Executive Vice Chancellor, Business Affairs

6220 East Texas Street
Bossier City, LA 71111
318.678.6380

Caddo Parish School Board

Steve White, Director of New Construction

1961 Midway Avenue
Shreveport, LA 71130
318.603.6347

Guaranty Bond Bank

Ryan Hamilton, Senior Vice President

200 West Hawkins Parkway
Longview, Texas 75704
903.252.4800

Gary R. Traylor & Associates, Inc.

Gary Traylor, President

201 Cambridge Road
Tyler, Texas 75711
903.581.0500

Lancaster Regional Airport

Mark Divita, Airport Manager

730 Ferris Road, Suite 102
Lancaster, Texas 75146
972.227.5721

City of Nacogdoches

Steve Bartlett, City Engineer

PO Box 635030
Nacogdoches, Texas 75963
936.559.2525

City of Lufkin

Chuck Walker, Public Utilities Director/City Engineer

300 East Shepherd Avenue
Lufkin, Texas 75901
903.633.0215

Marble Falls Economic Development Corporation

Christian Fletcher, Executive Director

801 Fourth Street
Marble Falls, Texas 78654
830.798.7079

Sulphur Springs Economic Development Corporation

Roger Feagley, Executive Director

1200 Enterprise Lane
Sulphur Springs, Texas 75482
903.439.0101



The firm of KSA hereby gives notice that no person in the United States shall on the grounds of race, color, religion, sex, or national origin be denied employment. Notice of this policy will be maintained in plain sight at all offices for the benefit of interested parties, and all subcontractors will be notified of this policy and required to comply. All Equal Employment Opportunity posters will be displayed as required.

Ms. Tanya M. Johnson is the Equal Employment Opportunity Officer. Her duties include coordinating company efforts, advising and assisting key personnel and staff, and officially serving as the focal point for complaints.

When engaged in the performance of duties under contract or subcontracts funded in whole or in part by Federal Funds, the firm will make efforts to contact and utilize minority-owned businesses in the project area whenever feasible. KSA will submit all reports required in a timely fashion and will require its subcontractors to do the same.

KSA will require each sub-contract bid and/or proposal for work on contracts and subcontracts in the amounts of \$10,000 or more to comply with Section 3 of the 1968 Housing and Urban Development Act for Equal Employment Opportunity.

KSA will utilize project area lower income residents (if qualified) whenever feasible and needed to complete work on the aforementioned category of contract or subcontracts of \$10,000 or more. Special emphasis in such cases will be made to recruit minorities and women. Outreach efforts will be developed in each case in coordination with the local EEO/Affirmative Action Coordinator of the client or as the client recommends.

All personnel actions of KSA shall be made on a nondiscriminatory basis without regard to race, color, religion, sex or national origin.

As required or necessitated by specific contracts or subcontracts, there may be appended to this Policy Statement a determination of approximate manpower needs to complete the project, proposed recruitment sources if needed, and goals for recruitment of project area residents with emphasis on lower income persons, minorities, and women.

KSA

A handwritten signature in blue ink, appearing to read 'Mitchell L. Fortner', written over a horizontal line.

Mitchell L. Fortner, P.E.
President



CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)
2/16/2016

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER McLaughlin Brunson Insurance Agency, LLP 12801 N. Central Expressway Suite 1710 Dallas TX 75243	CONTACT NAME: Brian R Hadar PHONE (A/C, No, Ext): (214) 503-1212 FAX (A/C, No): (214) 503-8899 E-MAIL ADDRESS: _____														
INSURED KSA Engineers, Inc. and BLOC Design Build LLC 140 E. Tyler St. Suite 600 Longview TX 75601	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="text-align: center;">INSURER(S) AFFORDING COVERAGE</th> <th style="text-align: center;">NAIC #</th> </tr> <tr> <td>INSURER A: Evanston Insurance Company</td> <td style="text-align: center;">35378</td> </tr> <tr> <td>INSURER B: Endurance American Specialty Ins</td> <td style="text-align: center;">41718</td> </tr> <tr> <td>INSURER C:</td> <td></td> </tr> <tr> <td>INSURER D:</td> <td></td> </tr> <tr> <td>INSURER E:</td> <td></td> </tr> <tr> <td>INSURER F:</td> <td></td> </tr> </table>	INSURER(S) AFFORDING COVERAGE	NAIC #	INSURER A: Evanston Insurance Company	35378	INSURER B: Endurance American Specialty Ins	41718	INSURER C:		INSURER D:		INSURER E:		INSURER F:	
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INSURER E:															
INSURER F:															

COVERAGES **CERTIFICATE NUMBER: Cert ID 31787** **REVISION NUMBER:**

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL INSR	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
	GENERAL LIABILITY <input type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS-MADE <input type="checkbox"/> OCCUR GEN'L AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC						EACH OCCURRENCE \$ DAMAGE TO RENTED PREMISES (Ea occurrence) \$ MED EXP (Any one person) \$ PERSONAL & ADV INJURY \$ GENERAL AGGREGATE \$ PRODUCTS - COM/OP AGG \$ \$
	AUTOMOBILE LIABILITY <input type="checkbox"/> ANY AUTO <input type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> HIRED AUTOS <input type="checkbox"/> NON-OWNED AUTOS						COMBINED SINGLE LIMIT (Ea accident) \$ BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$ \$
	UMBRELLA LIAB <input type="checkbox"/> OCCUR EXCESS LIAB <input type="checkbox"/> CLAIMS-MADE DED RETENTION \$						EACH OCCURRENCE \$ AGGREGATE \$ \$
	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below						<input type="checkbox"/> WC STATUTORY LIMITS <input type="checkbox"/> OTH-ER E.L. EACH ACCIDENT \$ E.L. DISEASE - EA EMPLOYEE \$ E.L. DISEASE - POLICY LIMIT \$
A	Professional Liability			MAX7PL0002202	4/11/2016	4/11/2017	Per Claim \$ 1,000,000 Annual Aggregate \$ 2,000,000

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (Attach ACORD 101, Additional Remarks Schedule, if more space is required)
 The claims made professional liability coverage is the total aggregate limit for all claims presented within the annual policy period and is subject to a deductible.

CERTIFICATE HOLDER Master Certificate	CANCELLATION SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS. AUTHORIZED REPRESENTATIVE
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CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)
5/25/2016

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER GANS & SMITH INSURANCE AGENCY INC P.O Box 2869 Longview TX 75606		CONTACT NAME: Stacey Steelman, ACSR PHONE (A/C, No, Ext): (903) 757-4601 FAX (A/C, No): (903) 753-0782 E-MAIL ADDRESS: ssteelman@gans-smith.com																						
INSURED KSA ENGINEERS INC 140 E TYLER ST STE 600 LONGVIEW TX 75601		<table border="1"> <tr> <th colspan="2">INSURER(S) AFFORDING COVERAGE</th> <th>NAIC #</th> </tr> <tr> <td>INSURER A:</td> <td>Valley Forge Ins Co (CNA)</td> <td>20508C</td> </tr> <tr> <td>INSURER B:</td> <td>Continental Casualty Co (CNA)</td> <td>20443C</td> </tr> <tr> <td>INSURER C:</td> <td>Transportation Ins Co (CNA)</td> <td>20494C</td> </tr> <tr> <td>INSURER D:</td> <td></td> <td></td> </tr> <tr> <td>INSURER E:</td> <td></td> <td></td> </tr> <tr> <td>INSURER F:</td> <td></td> <td></td> </tr> </table>		INSURER(S) AFFORDING COVERAGE		NAIC #	INSURER A:	Valley Forge Ins Co (CNA)	20508C	INSURER B:	Continental Casualty Co (CNA)	20443C	INSURER C:	Transportation Ins Co (CNA)	20494C	INSURER D:			INSURER E:			INSURER F:		
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COVERAGES **CERTIFICATE NUMBER:** CL1652503597 **REVISION NUMBER:**

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL SUBR INSD WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
A	<input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR GEN'L AGGREGATE LIMIT APPLIES PER: <input checked="" type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC OTHER:		4015529054	5/29/2016	5/29/2017	EACH OCCURRENCE \$ 1,000,000 DAMAGE TO RENTED PREMISES (Ea occurrence) \$ 100,000 MED EXP (Any one person) \$ 10,000 PERSONAL & ADV INJURY \$ 1,000,000 GENERAL AGGREGATE \$ 2,000,000 PRODUCTS - COMP/OP AGG \$ 2,000,000 Employee Benefits \$ 1,000,000
A	AUTOMOBILE LIABILITY <input checked="" type="checkbox"/> ANY AUTO <input type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> HIRED AUTOS <input type="checkbox"/> NON-OWNED AUTOS		4015529135	5/29/2016	5/29/2017	COMBINED SINGLE LIMIT (Ea accident) \$ 1,000,000 BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$ PIP - BASIC \$ 2,500
B	<input checked="" type="checkbox"/> UMBRELLA LIAB <input type="checkbox"/> OCCUR <input type="checkbox"/> EXCESS LIAB <input type="checkbox"/> CLAIMS-MADE <input type="checkbox"/> DED <input checked="" type="checkbox"/> RETENTION \$ 10,000		4015529099	5/29/2016	5/29/2017	EACH OCCURRENCE \$ 5,000,000 AGGREGATE \$ \$
C	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below	Y/N <input type="checkbox"/> N/A	4015529149	5/29/2016	5/29/2017	<input checked="" type="checkbox"/> PER STATUTE <input type="checkbox"/> OTH-ER E.L. EACH ACCIDENT \$ 1,000,000 E.L. DISEASE - EA EMPLOYEE \$ 1,000,000 E.L. DISEASE - POLICY LIMIT \$ 1,000,000

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)
The general liability & automobile policies includes a blanket automatic additional insured endorsement provision that provides additional insured status to the certificate holder only when there is a written contract between the named insured and the certificate holder that requires such status. The general liability, automobile, & workers compensation policies includes a blanket automatic waiver of subrogation endorsement that provides this feature only when there is a written contract between the named insured and the certificate holder that requires it. The General Liability & Auto policies contains "Primary and noncontributory" wording. The Auto & General Liability policies includes an endorsement providing that 30

CERTIFICATE HOLDER *** BID PROPOSAL'S *** Master Certificate	CANCELLATION SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS. AUTHORIZED REPRESENTATIVE D McWhorter CIC/SMS <i>David J McWhorter</i>
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Agenda Item: 3.11

AGENDA MEMORANDUM

Meeting Date: August 15, 2016

Agenda Item: Consideration, discussion and possible action on engineering services, and other related services, for the proposed Loop 150 Trail Expansion Project, including but not limited to the possible engagement of the Bowman Consulting Group and/or issuance of Request for Qualifications (RFQ).

Prepared by: Shawn A. Kirkpatrick, Executive Director

The EDC Board has previously agreed to fund the Loop 150 Trail Expansion Project in the FY 2016/2017 budget year. The EDC needs to engage the services of an engineering firm for the project.

The Board has two (2) options:

1. Bowman Consulting Group has submitted a Statement of Qualifications at staff's request.
2. Staff can prepare and issue an RFQ for engineering services.

Recommendation

Approve engaging Bowman Consulting Group for the Loop 150 Trail Expansion Project

OR

Instruct staff to issue an RFQ for engineering services, appointing two board members and the Executive Director to review, rank and provide a recommendation.



August 4, 2016

Bastrop Economic Development Corporation
W. 301 TX-71 #214
Bastrop, TX 78602
Attn: Shawn Kirkpatrick, Executive Director

Dear Mr. Kirkpatrick,

Bowman Consulting provides civil engineering, planning, surveying, environmental, water/wastewater engineering, and transportation design services to a variety of public and private markets throughout the United States. Our spectrum of work includes commercial, industrial, educational, residential, retail, health care, recreational, utility, local government, and federal projects. Bowman Consulting is headquartered just west of Washington, D.C. in Chantilly, Virginia with 28 offices across the United States including three offices in Texas. We have the experienced management and technical staff on board to start projects immediately, as well as the capacity to commit our staffing through the duration of the contract. We are prepared to start work immediately upon notice to proceed. With our local offices in Bastrop, as well as Austin and San Marcos, we are able to respond to your requests quickly.

Since the company's inception in 1995, we have enjoyed sustainable growth and strength that are practically unrivaled in the industry. This growth provides professional opportunities for our staff and dedicates remarkable resources to projects of any size. Bowman Consulting's progressive culture attracts the industry's best and brightest people. Our focus, however, has remained on our clients and on providing them with high-quality, innovative, cost-effective, and efficient solutions to site and design challenges. From personnel to technology, we continue to offer and provide the best resources available in the industry.

Bowman Consulting has attracted local and national recognition, and we are proud of our outstanding dedication to client service and satisfaction that lead to our success and growth. Our national recognitions include: ENR top 500 Design Firms #156, ZweigWhite's Hot Firm List #39, and Washington Business Journal 50 Fastest Growing Companies #16.

Project Description

The project consists of the design of sidewalk improvements along Childers Drive from Eskew to State Highway 71, and then along State Highway 71 in coordination with planned TxDOT improvements to the bridge over the Colorado River.

Project Experience

Bowman Consulting's clients benefit from a balance of deep resources associated with the pooled knowledge of large firms, melded with the local expertise, flexibility, and quick response of smaller boutique firms. The combination results in regional jurisdictional knowledge that our clients need to move projects through intricate approval processes.

Kohler's Crossing Pedestrian Underpass, City of Kyle, Hays County, Texas

Owner: Plum Creek Development Partners

Bowman designed a pedestrian crossing under Kohler's Crossing (CR 171) on behalf of Plum Creek Development Partners to provide connectivity between the existing sections of the Plum Creek Subdivision and the proposed new phase, called Uptown at Plum Creek in the City of Kyle. In support of project, Bowman provided civil design for the underground crossing, as well as coordinate with project sub-consultants including a structural engineer for the design of the system walls, project geotechnical engineer for obtaining soils information and design recommendations, accessibility consultants to design ADA ramps, and electrical engineers to make allowances for the projects' lighting plan.

Engineering services included project management, conceptual plan development, preliminary engineering, drainage design, cross-section development, grading design, ADA access design and coordination, structural design coordination, and lighting plan development and coordination.

Guadalupe Street Bridge, San Marcos, Texas

Owner: City of San Marcos

Willow Springs runs through the Victory Gardens neighborhood in San Marcos and has been subject to frequent flooding and roadway overtopping for decades. During Phase 1 of this project, Bowman Consulting performed review and revision of existing hydraulic models (HEC-RAS); provided supplemental land surveying to allow extension downstream of the existing hydraulic model; and prepared an assessment of multiple channel and culvert improvement options. Numerous schematic designs and engineering estimates aided the City deciding on an optimum solution. The drainage improvement strategy selected, which included approximately 3,400 LF of channel enhancements and replacing the eight-barrel box culvert at Guadalupe Street (Loop 82) with a slab span bridge that included an expanded 10-ft pedestrian sidewalk, will result in the flood plain being drawn back from over 80 residences and reduced frequency of roadway overtopping.

During Phase 2, Bowman prepared final design and construction documents for the main and lateral channel improvements; enhanced conveyance at five roadway crossings; various water mains, gas lines, and dry utility relocations; replacement of a 75-year old 18" clay wastewater main with a new 24" PVC main and appurtenances; and replacing an open concrete channel along Invasion Street with a box culvert leaving a landscaped swale in this historic gateway to the City. For the replacement of the Guadalupe Street bridge, the City contracted with Bowman to do the design, environmental clearances and permitting, and prepare construction documents of the bridge vehicular and pedestrian navigation elements to TxDOT standards, who would then bid and oversee a separate construction contract. Bowman has also provided additional survey and engineering support through the easement acquisition and contract bidding processes.

Highly-Qualified Consultant

Bowman is supremely qualified to assist the Economic Development Corp with this project because we have relevant experience, local knowledge, and experienced staff. We are proud that our team members have decades of combined engineering experience in evaluation, design, cost estimating, bidding and construction of roadway and drainage projects. We have considerable expertise in permitting processes and coordination with Federal, State and local jurisdictions.

The Bowman team has successfully completed roadway and sidewalk design projects as well as design of repairs /restoration for Bastrop and Hays Counties. Our experience includes all steps of the project including early project feasibility analysis, detailed construction or repair design, preparation of construction documents, bidding and construction administration, and inspection.

Project Team

Tracy Bratton, P.E.

Tracy Bratton, P.E. is a graduate of UT-Austin. Mr. Bratton has served as project manager for numerous local, County and State Highway projects in Central Texas. He has extensive experience designing improvements to TxDOT roadways and permitting private improvements inside state rights-of-way. Mr. Bratton also has extensive local experience. He has worked with Bastrop County on evaluation and repair of disaster related damage from the 2011 Bastrop Complex Wildfire and the 2015 Memorial Day Floods; as part of that work he and Bowman have specified improvements to approximately 95 miles of County rights-of-way and made damage evaluations to hundreds of miles of County roadways.

Cezary Saxon, P.E.

Mr. Saxon is a project engineer for Bowman Consulting. He has 8+ years of professional experience and a background in civil engineering as well as land surveying. He graduated from the Technical University of Lodz in Poland in 2002 with a Master of Science degree in Structural Engineering. He is responsible for the development of construction plans consisting of subdivision design, site development design, water and wastewater utilities design, drainage systems and storm water facilities design and permitting. He has worked on



numerous TxDOT and County roadway projects (including pedestrian access and sidewalk design) on project like RM2325, County Road 266 and Post Road in Hays County, as well as a sidewalk expansion and realignment project at Willow Springs Creek (or Victory Gardens) in the City of San Marcos for TxDOT.

We look forward to working with the Bastrop Economic Development Corp to make your project a success.

Best regards,

A handwritten signature in black ink that reads "Tracy A. Bratton". The signature is fluid and cursive, with a large initial "T" and "B".

Tracy Bratton, P.E.



Agenda Item: 4.1

AGENDA MEMORANDUM

Meeting Date: August 15, 2016

Agenda Item: Conduct a PUBLIC HEARING to receive input from the general public on the Bastrop Economic Development Corporation's proposed budget for Fiscal Year 2016/2017.

Prepared by: Shawn A. Kirkpatrick, Executive Director

A summary of the BEDC proposed budget for FY 2016/2017 is attached. The complete budget is available upon request.

Recommendation

Open the Public Hearing to receive comments from the public. After closing the Public Hearing, approve the FY 2016/2017 Budget for submittal to the City Council for their approval.

NOTICE OF PUBLIC HEARING

BASTROP ECONOMIC DEVELOPMENT CORPORATION

MONDAY, AUGUST 15, 2016 – 6:00 P.M.

NOTICE IS HEREBY GIVEN THAT THE BASTROP ECONOMIC DEVELOPMENT CORPORATION ("BEDC") ESTABLISHED UNDER ARTICLE 5190.6, SEC 4B, OF THE TEXAS REVISED CIVIL STATUTES, *ET SEQ.*, (NOW LGC CHAPTERS 501 AND 505, *ET SEQ.*) WILL CONDUCT A PUBLIC HEARING ON MONDAY, AUGUST 15, 2016, AT 6:00 PM AT 1311 CHESTNUT STREET, IN THE CITY COUNCIL CHAMBERS, BASTROP, TEXAS 78602 ON THE PROPOSED FY 2016/17 ECONOMIC DEVELOPMENT CORPORATION BUDGET. THIS MEETING IS OPEN TO THE PUBLIC AND ANY MEMBER OF THE PUBLIC MAY COMMENT ACCORDING TO THE PROCEDURES OF THE BASTROP ECONOMIC DEVELOPMENT CORPORATION BOARD OF DIRECTORS. A BUDGET SUMMARY IS INCLUDED BELOW. COPIES OF THE PROPOSED BUDGET ARE AVAILABLE FOR INSPECTION BY THE PUBLIC IN THE BASTROP ECONOMIC DEVELOPMENT OFFICE, 301 HIGHWAY 71 WEST, SUITE 214, DURING REGULAR BUSINESS HOURS BETWEEN THE HOURS OF 8:00 AM TO 5:00 PM MONDAY THROUGH FRIDAY.

BASTROP ECONOMIC DEVELOPMENT CORPORATION
PROPOSED FY2016/2017 BUDGET

ESTIMATED BEGINNING BALANCE	\$3,575,488.00
REVENUES	
SALES TAX RECEIPTS	\$2,209,500.00
OTHER REVENUE	\$13,800.00
INTEREST	\$11,500.00
TOTAL REVENUES	\$2,234,800.00
TOTAL FUNDS	\$5,810,288.00
EXPENDITURES	
PERSONNEL	\$314,396.00
OPERATIONS	\$97,874.00
MARKETING & ADVERTISING	\$134,000.00
PROFESSIONAL SERVICES	\$117,300.00
CITY PROJECTS/SUPPORT	\$229,000.00
BEDC PROJECTS/GRANTS	\$528,205.00
DEBT SERVICE	\$693,063.00
CAPITAL PROJECTS	\$280,000.00
CONTINGENCY	\$25,000
TOTAL EXPENDITURES	\$2,418,838.00
ENDING BALANCE	\$3,391,450.00

I, Angela Ryan, Assistant Director of the Bastrop Economic Development Corporation, do hereby certify that this Notice of Public Hearing was posted on: (1) the bulletin board of the City Hall, 1311 Chestnut Street, Bastrop, Texas, (2) at the office of the BEDC, located at 301 Highway 71 West, Suite 214, Bastrop, Texas, and/or (3) on the website of the BEDC at www.bastropedc.org, at places readily accessible to the general public at all times, at a date and time that preceded the hearing by a minimum of 72 hours. Further, I certify that this Notice was published in the *Bastrop Advertiser* on AUGUST 13, 2016.

Angela Ryan
Angela Ryan, BEDC Assistant Director



Agenda Item: 5

AGENDA MEMORANDUM

Meeting Date: August 15, 2016

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

Prepared by: Shawn A. Kirkpatrick, Executive Director

A memo is attached with BEDC Staff updates as well as a report from the Main Street Program. Other updates may be presented at the Board meeting.

Recommendation

No action required.



August 12, 2016

Memorandum

To: Board of Directors

Cc: Marvin Townsend, Interim City Manager
JC Brown, BEDC Attorney

From: Shawn A. Kirkpatrick, Executive Director

Subject: BEDC Update

Meetings since last report (07/15/2016):

Meeting - Residential Developer	Meeting - Commercial Developer
Training - TEDC Webinar - Site Selection	Meeting - Downtown Walk Through
Meeting - Residential Developer	Meeting - Residential Development
Meeting - Project Valley Stays	Open House - Comp/Trans Plan
Meeting - Bastrop City Council	Meeting - BEST Breakfast
Meeting - Chamber of Commerce	Meeting - County Judge, Project 14
Meeting - Bastrop Art League	Meeting - KSA Engineering
Meeting - Regional Partner Meeting	Meeting - Main Street (Sarah O'Brien)
Training - OA Business Retention & Expansion	City of Bastrop Directors' Lunch
Meeting - Bastrop County Project 14	Meeting - Bastrop City Council
Meeting - BEST Economic Development	Meeting - Bylaws Committee
Meeting - Façade Grant (Sarah O'Brien)	Meeting - Interim City Manager
Meeting - Interim City Manager	Meeting - Chamber of Commerce (Job Fair)
Conference Call - Retail Coach	Presentation - CAPCOG
Meeting - Jennifer Long	Meeting - BEDC Staff Meeting
Conference Call - Project Woody	Meeting - Main Street Board
Meeting - Project Valley Stays	Meeting - Main Street Design Committee
Conference Call - KSA Engineering	Meeting - Bastrop City Council
Event - Business Retention & Expansion Visits	Meeting - Steve Mills
Meeting - Independence Title	Meeting - Sarah O'Brien & Dick Smith
Meeting - City of Bastrop Finance	Meeting - BR&E Italian Cowboy
Meeting - City Hall Staff Meeting	Conference Call - Residential Developer
Meeting - BEDC Staff Meeting	Meeting - Kevin Plunkett
Meeting - Bastrop City Council	Meeting - BEDC Staff Meeting
Meeting - BEDC Staff Briefing	Meeting - BEDC Board
Meeting - Developer	

Bastrop Active Developers

Staff is reaching out to active developers in the market to offer technical assistance with opportunities. Meetings are ongoing.

CO 2008A Defeasance

After visiting with our Financial Advisor, the Resolution to defease the bond will come to the Board at Budget Adoption and will be funded in the FY 2016-2017 Budget with fund balance.

Ad hoc Bylaws Committee

Independent legal counsel has now reviewed the current BEDC Bylaws and has made his recommendations. The committee is reviewing his comments and a draft will soon be released to the Board and the public. A public input session is being scheduled.

903 Main Street office

Contract has been executed and receipted at the title company. Awaiting completion of survey to schedule closing.

921 Main Street (City Owned Property)

The City of Bastrop agreed to accept the BEDC's offer to purchase the slab portion of the lot. A memo outlining the potential project is included in the packet with information related to the discussion regarding the planning.

Items for Future Board Meetings

The following items have been requested for future meetings.

- Business and Industrial Park infrastructure development (Shawn Kirkpatrick)
- Presentation and update on City of Bastrop possible annexation (Mayor Ken Kesselus) – September 2016
- Bylaws Codification and Amendment (Board of Directors)
- Presentation and update on Houston Toad habitat (Gary Schiff)
- Presentation and update on City of Bastrop water and wastewater planning (Joe Beal)

Education and Workforce Development

Bastrop Job and Career Fair (Informal Committee)

City, Chamber and EDC have had two planning meetings to discuss event details and marketing. October 1, 2016 is the date for the Bastrop Career Fair.

Business Retention and Expansion (BRE)

Bastrop Redevelopment Program (Informal Committee forming)

Sarah O'Brien at Main Street is working on developing the framework for the program.

BRE Outreach

Staff continues to have good response to visits, with an increase in the number of visits.

Marketing and Recruiting

Virtual Building Program

KSA and Creed Construction are assisting the EDC with developing site plans, virtual buildings and cost estimates. These virtual buildings will be used in response to RFPs for potential projects.

Aerial Focus

Staff is working on developing a large format aerial map for marketing purposes. The aerial portion is under third mark-ups. The flip or reverse side is under development with our marketing team and nearing completion.

Aerial Drone Video

September/October timeframe - Neon Cloud will be in Bastrop to shoot the video to produce a 3-5 minute promotional video related to economic development in Bastrop.

Website Redesign

The EDC is adding or updating three modules for the website and updating the graphics. The initial layout was approved and we expect to have our first look at the new website next week.

Target Market Flyers

Staff has developed additional flyers for manufacturing, hospitality & leisure and retail. Work on the last targeted industry flyer, IT & Technology, will begin within the next two weeks.

Great Investment Summit

Texas will be hosting the Great Investment Summit in September in Dallas. This is an opportunity for the Bastrop EDC to directly market to a captive audience of companies and investors looking to invest in Texas.

Northern California Marketing Trip

Staff will be traveling with Opportunity Austin to Northern California on a marketing trip targeting companies and site consultants/brokers with projects in the Austin region.

International Council of Shopping Centers (ICSC)

The Bastrop EDC, along with Bastrop County, Elgin, and Smithville, will be collaboratively marketing at ICSC's Texas Conference & Deal Making, October 5-7 in Dallas.

Industrial Asset Management Council (IAMC)

This event is geared toward corporate real estate and site consultants engaged in commercial and industrial development. As a member of Team Texas, the BEDC is a sponsor of the event, which will be in Indianapolis, Indiana, October 8-12. Additionally, through the collaboration of EDCs in the state of Texas, the TEDC hosts a networking dinner.

Texas Economic Development Council (TEDC) Annual Conference

The TEDC Annual Conference provides training and education on current economic development trends. This year's event will be October 19-21 in San Antonio.

Bastrop Main Street Program

Economic Development Activities

July 11th, 2016



Downtown Property & Business Updates:



Italian Cowboy Food & Provisions is now open above Cripple Creek. The retail location features a variety of imported culinary offerings, teas, coffees and serving & entertainment ware for your home. An extensive renovation of the exterior and interior of the upstairs is stunning, and pays homage to the buildings original occupants.



The Branding Shop is now open downtown, inside the Simple Sweet building. They are a full service embroidery, screen-printing and promotional product supplier.



The Art Collective is leaving the RA Green Mercantile. The Blue Donkey Studio will be relocating inside Back Porch Ceramics early this Fall.



Artist Claire Lewis opened her shop inside the Bridges Emporium on August 4th.



Caledonia Cottage Quilt Shop is expected to open mid September. They are located in the building previously occupied by High Cotton.



Chris McKewan and his wife will be opening Tough Cookie Bakery at the end of August, near Neighbor's Kitchen & Yard in one of the Hoover's properties.



Donna's by Design will be closing the last week of August to make design changes inside her store, based on the recommendations from Jon Schallert's boot camp.

Main Street Director Activities:

Submitted two entries for the Texas Downtown Association's President Awards.

Attended numerous committee, staff and Council meetings.

Attended the Bastrop Chamber Board Meeting and Luncheon.

Met with various advertising representatives.

Met with Elgin Community Development Director, Amy Miller.

Met with Mr Khonsari and toured properties under renovation.

Met with Hyatt regarding DMO on several occasions.

Developing Scope of Services & Contract with DMO Proz for Council consideration.

Finalized DRAFT Business Incentive Grant Program.

Met with FD2S to discuss Phase 2 of Wayfinding.

Spoke to the Bastrop Area Cruisers Club.

Attended the BAIPP dedication and August First Friday Art Walk.

Special event meetings for Patriotic Festival & Wine Swirl.

Met with various downtown business and property owners on a wide range of topics.

Met with BEDC regarding 921 Main Street.

Working with BCHS on a Visitor Services Agreement for FY 16-17.

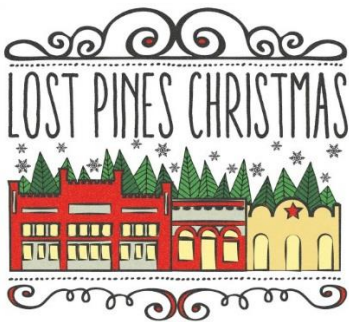
Attended the Transportation Plan Open House.

(2) Two Main Street Advisory Board Meetings.

Continued development of online presence through social media, blog, website and Bastrop TX App.

Main Street Events:

Our Mornings on Main Street events are going great. We will wrap up the series on August 26th and launch on Downtown Discussion Fall 2016- Series on September 2nd. Featuring breakfast, lunch, and happy hour meetings to open the lines of communications downtown. We will also highlight downtown businesses by organizing tours of retail stores.



The Downtown Business Alliance and Main Street are hard at work on this year's events. Staff is currently researching expanded lighting options, in addition to the great line up of events featuring the brand new Wassail Fest, expanded Swirl, and FREE activities during Lost Pines Christmas weekend.



Main Street and DBA have teamed up again to bring a brand new event downtown, Sunday April 23. Table on Main will feature a farm to table element, under the stars along Main Street. Stay tuned for details.