NOTICE OF REGULAR MEETING OF BOARD OF DIRECTORS OF
BASTROP ECONOMIC DEVELOPMENT CORPORATION (BEDC)
Monday, June 20, 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. Recognition of outgoing BEDC Board member Willie DeLaRosa. (page 4)

3.2. Welcome of Board members Camilo Chavez and Drusilla Rogers. (page 5)

3.3. Consideration, discussion and possible action on election of 2016/2017 BEDC Officers: Chair, Vice-Chair, Secretary and Treasurer, and Assistant Secretary and Assistant Treasurer. (page 6)

3.4. Consideration, discussion and possible action on Board meeting schedule for 2016/2017. (page 8)

3.5. Presentations by BEDC Staff: (page 10)

   a) 2015 Texas Economic Development Corporation (TEDC) Economic Excellence Award
   b) 2016 TEDC Workforce Excellence Award
   c) 2016 Bastrop Youth Career Day Video

3.6. Approval of meeting minutes of the Regular Board Meeting of May 16, 2016. (page 11)

3.7. Consideration, discussion and possible action on acceptance of the BEDC’s financial summary report for period ending May 31, 2016. (page 15)

4. ACTION ITEMS

4.1. Consideration, discussion and possible action on appointing a BEDC representative to the Main Street Advisory Board. (page 30)

4.2. 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. (page 32)
4.3. Consideration, discussion and possible action on the possible expansion of the Loop 150 south trail from Eskew Street to Hwy 71. *(page 47)*

4.4. Consideration, discussion and possible action on making application to the City Council approving and authorizing BEDC’s Restated and Amended Articles of Incorporation, including a recommendation from the *ad hoc* Bylaws Committee. *(page 50)*

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 63)*
5.2. *Ad Hoc* Bylaws Committee Report
5.3. Main Street Program Monthly Report *(page 67)*
5.4. City Manager’s Report *(page 69)*
5.5. City of Bastrop Comprehensive Plan Update
5.6. City of Bastrop Construction Projects Report *(page 70)*

6. **WORKSHOP SESSION** – The Bastrop Economic Development Corporation will convene into a Workshop Session to discuss:

6.1. 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.

6.2. The Bastrop Economic Development Corporation will adjourn the Workshop Session and reconvene into the regular session to take any necessary action(s) pertaining to the workshop items.

7. **EXECUTIVE SESSION**

7.1. 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 Bronze Star’, ‘Project MT Star Wars’, 903 Main Street, and/or property owned and/or considered for acquisition/use by the BEDC.


7.2. 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.

8. **BOARD INPUT ON FUTURE AGENDAS**
8.1. 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.

9. 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 17th day of June 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

BASTROP ECONOMIC DEVELOPMENT CORPORATION

STANDARDIZED AGENDA RECOMMENDATION FORM

DATE SUBMITTED: June 16, 2016

MEETING DATE: June 20, 2016

1. Agenda Item:
   Recognition of outgoing BEDC Board member Willie DeLaRosa.

2. Party Making Request: Shawn Kirkpatrick, Executive Director

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

4. Policy Implication:

5. Budgeted: Yes □ No □ N/A ✔
   Bid Amount: 
   Budgeted Amount: 
   Over/(Under) Budget: 
   Budget Balance: 

6. Alternate Option/Costs:

7. Routing: ED Staff ✔ ED Chair □

8. Staff Recommendation:
BASTROP ECONOMIC DEVELOPMENT CORPORATION

STANDARDIZED AGENDA RECOMMENDATION FORM

DATE SUBMITTED: June 16, 2016

MEETING DATE: June 20, 2016

1. Agenda Item:
   Welcome of Board members Camilo Chavez and Drusilla Rogers.

2. Party Making Request: Shawn Kirkpatrick, Executive Director

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

4. Policy Implication:

5. Budgeted: Yes ☐ No ☐ N/A ☑
   Bid Amount:  
   Over/(Under) Budget: 
   Budgeted Amount: 
   Budget Balance:

6. Alternate Option/Costs:

7. Routing: ED Staff ☑ ED Chair ☐

8. Staff Recommendation:

Motion: SM GS CC KK WD KLK CL  
Second: SM GS CC KK WD KLK CL  
For: SM GS CC KK WD KLK CL  
Against: SM GS CC KK WD KLK CL  
Abstained: SM GS CC KK WD KLK CL
AGENDA ITEM 3.3

BASTROP ECONOMIC DEVELOPMENT CORPORATION

STANDARDIZED AGENDA RECOMMENDATION FORM

DATE SUBMITTED: June 16, 2016

MEETING DATE: June 20, 2016

1. Agenda Item:
   Consideration, discussion and possible action on election of 2016/2017 BEDC Officers: Chair, Vice-Chair, Secretary and Treasurer, and Assistant Secretary and Assistant Treasurer.

2. Party Making Request: Shawn Kirkpatrick, Executive Director

3. Nature of Request: (Brief Overview) Attachments: Yes ☑ No ☐
   Please see attached memo for additional information.

4. Policy Implication:

5. Budgeted: Yes ☐ No ☐ N/A ☑
   Bid Amount: Budgeted Amount:
   Over/(Under) Budget: Budget Balance:

6. Alternate Option/Costs:

7. Routing: ED Staff ☑ ED Chair ☐

8. Staff Recommendation:

Motion: SM GS CC KK WD KLK CL
Second: SM GS CC KK WD KLK CL
For: SM GS CC KK WD KLK CL
Against: SM GS CC KK WD KLK CL
Abstained: SM GS CC KK WD KLK CL
June 17, 2016

Memorandum

To: BEDC Board of Directors

From: Shawn A. Kirkpatrick, Executive Director

Subject: BEDC Board Officer Election

With the appointment of new Board members, the annual election of Board officers needs to occur for the upcoming year. With the exception of the Mayor, all other Board members are eligible to serve as Chair or Vice Chair. All Board members, including the Mayor, are eligible to serve as Secretary or Treasurer. Any two of the offices, with the exception of Chair, may be combined to form the offices of Vice Chair/Secretary, Vice Chair/Treasurer or Secretary/Treasurer.

It is not defined within the Bylaws how to conduct Officer Elections, so it is within the discretion of the Board to decide amongst its members the format and outcome of the annual Officer Elections.

Staff Recommendation

Staff provides no recommendation on the election of Board Officers, with the exclusion of the following:

Staff recommends that Angela Ryan be reappointed as Assistant Secretary and Shawn Kirkpatrick be reappointed as Assistant Treasurer. These appointments are to assign designated Staff support to the Secretary and Treasurer or the combined office as the Board elects.
BASTROP ECONOMIC DEVELOPMENT CORPORATION

STANDARDIZED AGENDA RECOMMENDATION FORM

DATE SUBMITTED: June 15, 2016

MEETING DATE: June 20, 2016

1. Agenda Item:
   Consideration, discussion and possible action on Board meeting schedule for FY 2016/2017.

2. Party Making Request: Shawn Kirkpatrick, Executive Director

3. Nature of Request: (Brief Overview) Attachments: Yes ☑ No ☐
   Please see the attached schedule for proposed meeting and training dates.

4. Policy Implication:

5. Budgeted: Yes ☐ No ☐ N/A ☑
   Bid Amount: 
   Over/(Under) Budget: 
   Budgeted Amount: 
   Budget Balance: 

6. Alternate Option/Costs:

7. Routing: ED Staff ☑ ED Chair ☐

8. Staff Recommendation:

Motion: SM GS CC KK WD KLK CL
Second: SM GS CC KK WD KLK CL
For: SM GS CC KK WD KLK CL
Against: SM GS CC KK WD KLK CL
Abstained: SM GS CC KK WD KLK CL
2016/2017 REGULAR BOARD MEETING DATES

June 20 2016
July 18, 2016
August 15, 2016
September 19, 2016
October 17, 2016
November 21, 2016
December 19, 2016

January 23, 2017 (Regular meeting date of January 16 is MLK Day, a City holiday)
February 27, 2017 (Regular meeting date of February 20 is Presidents' Day, a Federal holiday)
March 20, 2017
April 17, 2017
May 15, 2017
June 19, 2017

FY 2016/2017 BEDC BUDGET TIMELINE

<table>
<thead>
<tr>
<th>Date</th>
<th>Event Description</th>
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<tbody>
<tr>
<td>June 20</td>
<td>Regular Board Meeting - Budget Preview</td>
</tr>
<tr>
<td>July 11</td>
<td>Special Meeting - Budget Workshop</td>
</tr>
<tr>
<td>July 18</td>
<td>Regular Board Meeting &amp; Budget Workshop</td>
</tr>
<tr>
<td>August 8</td>
<td>Special Meeting - Budget Workshop (if needed)</td>
</tr>
<tr>
<td>August 15</td>
<td>Regular Board Meeting - Budget approval and Public Hearing</td>
</tr>
<tr>
<td>August 23</td>
<td>City Council Meeting - Presentation to City Council</td>
</tr>
<tr>
<td>September 13 &amp; 27</td>
<td>Two readings by City Council and budget approval</td>
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</table>

2016 BEDC BOARD TRAINING SCHEDULE

<table>
<thead>
<tr>
<th>Date</th>
<th>Event Description</th>
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<tbody>
<tr>
<td>June 20</td>
<td>Budget Preview</td>
</tr>
<tr>
<td>July 18</td>
<td>Mike Barnes Group (Strategic Plan Review)</td>
</tr>
<tr>
<td>August 15</td>
<td>Budget Adoption</td>
</tr>
<tr>
<td>September 19</td>
<td>FY 2017 Primary Job Recruiting</td>
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BASTROP ECONOMIC DEVELOPMENT CORPORATION

AGENDA ITEM 3.5

STANDARDIZED AGENDA RECOMMENDATION FORM

DATE SUBMITTED: June 15, 2016

MEETING DATE: June 20, 2016

1. Agenda Item:
   Presentations by BEDC Staff.

2. Party Making Request: Shawn Kirkpatrick, Executive Director

3. Nature of Request: (Brief Overview) Attachments: Yes ☐ No ☑
   The BEDC has recently won two awards that we would like to show the Board, as well as a video from the Second Annual Bastrop Youth Career Day.

4. Policy Implication:

5. Budgeted: Yes ☐ No ☐ N/A ☑
   Bid Amount: Budgeted Amount:
   Over/(Under) Budget: Budget Balance:

6. Alternate Option/Costs:

7. Routing: ED Staff ☑ ED Chair ☐

8. Staff Recommendation:

Motion: SM GS CC KK WD KLK CL  For: SM GS CC KK WD KLK CL
Second: SM GS CC KK WD KLK CL  Against: SM GS CC KK WD KLK CL
Abstained: SM GS CC KK WD KLK CL
AGENDA ITEM 3.6

BASTROP ECONOMIC DEVELOPMENT CORPORATION

STANDARDIZED AGENDA RECOMMENDATION FORM

DATE SUBMITTED: June 16, 2016

MEETING DATE: June 20, 2016

1. Agenda Item:
   Approval of meeting minutes of the Regular Board Meeting of May 16, 2016.

2. Party Making Request: Angela Ryan, Assistant Director

3. Nature of Request: (Brief Overview) Attachments: Yes ✔️ No ❌
   The draft minutes from the 05/16/16 BEDC Regular Board meeting are attached for the Board's review.

4. Policy Implication:

5. Budgeted: Yes ☐ No ☐ N/A ✔️
   Bid Amount: 
   Budgeted Amount: 
   Over/(Under) Budget: 
   Budget Balance: 

6. Alternate Option/Costs:

7. Routing: ED Staff ✔️ ED Chair ☐

8. Staff Recommendation:

Motion: SM GS CC KK WD KLK CL
Second: SM GS CC KK WD KLK CL
For: SM GS CC KK WD KLK CL
Against: SM GS CC KK WD KLK CL
Abstained: SM GS CC KK WD KLK CL
The Bastrop Economic Development Corporation (BEDC) met on Monday, May 16, 2016, at 6:00 p.m. at Bastrop City Hall, 1311 Chestnut Street, for the Regular Monthly Meeting. Board members present were: Kristi Koch, Gary Schiff, Mayor Ken Kesselus, and Cam Chavez. Board members Steve Mills, Joe Beal, Willie DeLaRosa and Mike Talbot (ex officio) were absent. Staff members present: Shawn Kirkpatrick, Angela Ryan, Jean Riemenschneider, and JC Brown, BEDC Attorney.

1. CALL TO ORDER – BEDC Board Vice-Chair Kristi Koch called the Board Meeting to order at 6:01 p.m.

2. PUBLIC COMMENT(S) – Carolyn Banks said when she was at Upstart, she applied for a grant from LCRA to renovate one of their buildings and turn it into a “Makerspace”. Under then Executive Director Dave Quinn, the BEDC had provided the match for the grant in the amount of $6,000. Ms. Banks stated after she left Upstart, the funds were not used for a Makerspace, and she wanted the BEDC to pursue action to have the money returned to them, as the LCRA had done. There were no other public comments.

3. REGULAR BUSINESS & PRESENTATIONS

3.1. Approval of meeting minutes of the Regular Board Meeting of April 18, 2016. Mr. Schiff made the motion to approve the minutes as submitted, Mr. Chavez seconded, and the motion passed.

3.2. Consideration, discussion and possible action on acceptance of the BEDC’s financial summary report for period ending April 30, 2016. Mr. Kirkpatrick reviewed the financial report included in the Board packets. Mr. Schiff made the motion to accept the financial report as submitted, Mr. Chavez seconded, and the motion passed.

3.3. Consideration, discussion and possible action on presentation and update by Aaron Farmer, The Retail Coach, regarding Bastrop’s retail recruiting strategy. Mr. Farmer showed that Bastrop’s Retail Trade Area, or the population of consumers who shop in Bastrop on a regular basis, is about 187,000, which is extremely large for a community the size of Bastrop. He said that is why some of the larger retailers have decided to locate here. Mr. Farmer said they are currently working on identifying specific sites in Bastrop for retailers and restaurants. The Retail Coach will be marketing Bastrop at the International Council of Shopping Centers (ICSC) in Las Vegas May 22-25. They have meetings scheduled with potential retailers, restaurants and developers. The new gap analysis will be available in June, with expanded retail categories that will provide greater detail. (Mr. Farmer’s complete presentation is available at this link.)

3.4. Consideration, discussion and possible action on presentation and update by Eric Davis, KSA Engineering, regarding retail and commercial land development. Mr. Davis said economic development depends on real estate, finance, and workforce. He explained the difference between neighborhood strip centers, power centers, lifestyle centers, and mixed-use lifestyle centers. He said in the last five years, he has seen developers take a much greater interest in mixed-use lifestyle centers, which consists of office, retail, and “vertical living” residential. Mr. Davis said that a pasture is not a commercial site – you first need to do the public investment. Private investment may follow, but it will not come first, and will “follow the path of least resistance.” Mr. Davis suggested starting with a vision, which is a basic map with topographical survey. Then do the initial concept plans based on the topography, market analysis, traffic flows, etc., and also on whether or not the land is available, with agreements with the landowners that
they will sell it at a set price or market price. The next step would be the conceptual plan, including square footage, usage, flow, walkability versus vehicular traffic, etc. The last stage would be final concept plans, after consulting with local stakeholders, retailers, and developers. Mr. Davis said that Public Private Partnerships have become popular recently and having that mechanism in place shows that a city is progressive. He said having clear and concise ordinances and zoning that are fairly and consistently applied are key to successful development. (Mr. Davis’ complete presentation is available at this link.)

4. ACTION ITEMS

4.1. Update from Bastrop Fine Arts Guild representatives, as well as consideration, discussion and possible action related to an overview of the status of the existing BEDC grant and Performance Agreement between the Bastrop Fine Arts Guild and the BEDC, as per the direction of the BEDC Board from the April meeting. Karol Rice gave an update on the Arts Guild project which included contributions, expenses, and an updated maintenance and operation budget. Mr. Chavez requested the Guild add a line item to the operating expenses to include the cost of debt service for the outstanding fundraising required to complete the project. Mr. Kirkpatrick explained the Guild would have 24 months from the initiation of construction to complete the project, obtain the certificate of occupancy and begin operations. (Ms. Rice’s complete presentation is available at this link.) Mr. Chavez made the motion that the Bastrop Fine Arts Guild, with the initiation of construction on October 12, 2015, is in compliance with Section 5.9 of its Performance Agreement with the Bastrop EDC. EDC staff is instructed to continue working with the Guild on remedying any other conflicts in the agreement and keep the Board informed. Mr. Schiff seconded, and the motion passed.

Mr. Kirkpatrick suggested the Board move into Executive Session to consult with the BEDC attorney about the agreement with ‘Project Gold Steel’. At 7:38 p.m., Ms. Koch convened the BEDC Board of Directors into a closed/executive session pursuant to the Texas Government Code, Chapter 551, for consultation with the BEDC attorney. The Board of Directors reconvened into open session at 7:52 p.m.

4.2. Consideration, discussion and possible action on approval of an Economic Development Agreement between the BEDC and ‘Project Gold Steel’. Mr. Schiff made the motion to approve the economic development agreement between the BEDC and AEI Technologies, Inc. (aka Project Gold Steel). Mr. Chavez seconded, and the motion passed.

4.3. 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 1.4 acres of land in the Bastrop Business and Industrial Park to ‘Project Gold Steel’ in conjunction with the approval of the Economic Development Agreement. Mr. Chavez made the motion to approve the resolution as presented, Mr. Schiff seconded, and the motion passed.

4.4. Consideration, discussion and possible action on adoption of statutory findings related to the ‘Project Gold Steel’, which upon adoption waives the mandated public hearing(s) for Type B Corporations, as per State Law, i.e., Sec. 505.159 (b) of the Texas Local Government Code. Mr. Chavez made the following motion: In consideration of the information presented to the Board by the staff and the applicant, AEI Technologies, Inc., and because the Board finds that the expenditure of funds by the BEDC for the AEI Technologies Project, related to the development of a medical equipment manufacturing facility in the Bastrop Business and Industrial Park, would: (1) create or retain primary jobs, and (2) has been found by the board of directors of the BEDC to be an industrial manufacturing project, and (3) is therefore, an ‘authorized project’ pursuant to Section 501.101 of the Local Government Code, I move that
the Board approve the expenditure for the AEI Technologies Project, under the authority granted by Section 505.159(b) of the Local Government Code, and direct the staff to move forward immediately to seek Council approval of the Project. Mr. Schiff seconded, and the motion passed.

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

5.1. BEDC Projects and/or Business Update – Mr. Kirkpatrick’s report was included in the Board packet.
5.2. Ad Hoc Bylaws Committee Report – Mr. Kirkpatrick reported that the next meeting of the committee would be the first week of June, and that he should have their recommendations for the June Board meeting.
5.3. Main Street Program Monthly Report – Sarah O’Brien announced that there would be a Tax Credit Workshop on May 31.
5.4. City Manager’s Report – Excerpts from the City Manager’s report to City Council were included.
5.5. City of Bastrop Comprehensive Plan Update – Ms. Koch referred to the City Manager’s report.
5.6. City of Bastrop Construction Projects Report – The update was included in the packet.

6. EXECUTIVE SESSION

6.1. At 8:11 p.m., Ms. Koch 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 Bronze Star’, ‘Project Gold Steel’, ‘Project MT Star Wars’, and/or property owned and/or considered for acquisition/use by the BEDC.  

6.2. At 8:36 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, or regular agenda items, noted above, and/or related items. 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 8:37 p.m.
**AGENDA ITEM 3.7**

**BASTROP ECONOMIC DEVELOPMENT CORPORATION**

**STANDARDIZED AGENDA RECOMMENDATION FORM**

**DATE SUBMITTED:** June 15, 2016

**MEETING DATE:** June 20, 2016

1. **Agenda Item:**
   Consideration, discussion and possible action on acceptance of the Bastrop Economic Development Corporation’s financial summary report for period ending May 31, 2016.

2. **Party Making Request:** Shawn Kirkpatrick, Executive Director

3. **Nature of Request:** (Brief Overview) Attachments: Yes ☑ No ☐
   Attached for the Board’s review and consideration is the BEDC financial summary report for the period ending May 31, 2016.

4. **Policy Implication:**

5. **Budgeted:** Yes ☐ No ☐ N/A ☑
   Bid Amount: 
   Budgeted Amount: 
   Over/(Under) Budget: 
   Budget Balance: 

6. **Alternate Option/Costs:**

7. **Routing:** ED Staff ☑ ED Chair ☐

8. **Staff Recommendation:**

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**Motion:** SM GS CC KK WD KLK CL  
**For:** SM GS CC KK WD KLK CL  
**Second:** SM GS CC KK WD KLK CL  
**Against:** SM GS CC KK WD KLK CL  
**Abstained:** SM GS CC KK WD KLK CL
Bastrop Economic Development Corporation

Financial Summary
For Period Ending May 31, 2016
Fiscal year 2016 is 67% complete as of May 31, 2016. These reports provide an unaudited and preliminary snapshot of the BEDC financial information.

- Revenues reflect 73.5% collected over budgeted or $1,420,016. Revenues during this same time period last year reflected $1,298,918. Additional analysis concerning revenues are on the next two pages.

- Expenses for the BEDC reflect 50.8% spent or $982,766. Expenses during this same time period last year reflected $1,067,445. Additional analysis concerning the expenses, year to year comparisons, and capital outlay is located within this report.

### Revenues

<table>
<thead>
<tr>
<th>FY 2016 Budget</th>
<th>FY 2016 Actual</th>
<th>% of FY2016 Budget</th>
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</thead>
<tbody>
<tr>
<td>$ 1,933,000</td>
<td>$ 1,420,016</td>
<td>73.5%</td>
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### Expenditures

<table>
<thead>
<tr>
<th>FY 2016 Budget</th>
<th>FY 2016 Actual</th>
<th>% of FY2016 Budget</th>
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<tbody>
<tr>
<td>$ 1,933,000</td>
<td>$ 982,766</td>
<td>50.8%</td>
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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.

Summary of Revenues
As of May 31, 2016

<table>
<thead>
<tr>
<th></th>
<th>October</th>
<th>November</th>
<th>December</th>
<th>January</th>
<th>February</th>
<th>March</th>
<th>April</th>
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</table>
Sales Tax Revenue Chart
As of May 31, 2016

Sales Tax Receipts YTD reflect $1,403,049 and are more than the prior year to date Sales Tax Receipts of $1,296,406.
Expenditure Charts
As of May 31, 2016

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

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>FY 2015-2016</strong></td>
<td></td>
</tr>
<tr>
<td>Budgeted Revenues</td>
<td>$1,933,000</td>
</tr>
<tr>
<td>Total FY 2016 Resources</td>
<td>$5,165,997</td>
</tr>
<tr>
<td>Budgeted Expenditures</td>
<td>$(1,933,000)</td>
</tr>
<tr>
<td>Projected Ending Gross Fund Balance 09-30-2016</td>
<td>$3,232,997</td>
</tr>
</tbody>
</table>

* 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: MAY 31ST, 2016**

**601-BASTROP E.D.C. FUND**

<table>
<thead>
<tr>
<th>Revenues</th>
<th>Prior Y-T-D</th>
<th>Current Y-T-D</th>
<th>M-T-D</th>
<th>Y-T-D</th>
<th>Budget</th>
<th>% of Budget</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>TAXES &amp; PENALTIES</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
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</tr>
<tr>
<td>00-00-4005 SALES TAX</td>
<td>1,296,405.94</td>
<td>1,930,000.00</td>
<td>201,411.18</td>
<td>1,403,048.78</td>
<td>526,951.22</td>
<td>72.70</td>
</tr>
<tr>
<td><strong>TOTAL TAXES &amp; PENALTIES</strong></td>
<td>1,296,405.94</td>
<td>1,930,000.00</td>
<td>201,411.18</td>
<td>1,403,048.78</td>
<td>526,951.22</td>
<td>72.70</td>
</tr>
<tr>
<td><strong>CHARGES FOR SERVICES</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>00-00-4007 LEASE AGREEMENT</td>
<td>0.00</td>
<td>0.00</td>
<td>1,150.00</td>
<td>9,200.00</td>
<td>(9,200.00)</td>
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<tr>
<td><strong>TOTAL CHARGES FOR SERVICES</strong></td>
<td>0.00</td>
<td>0.00</td>
<td>1,150.00</td>
<td>9,200.00</td>
<td>(9,200.00)</td>
<td>0.00</td>
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<tr>
<td><strong>OTHER REVENUE</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>INTEREST INCOME</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>00-00-4400 INTEREST INCOME</td>
<td>1,210.54</td>
<td>1,500.00</td>
<td>1,445.59</td>
<td>6,734.16</td>
<td>(5,234.16)</td>
<td>448.94</td>
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<tr>
<td>00-00-4401 INTEREST RECEIVED ON NOTES</td>
<td>1,301.99</td>
<td>1,500.00</td>
<td>119.00</td>
<td>1,033.15</td>
<td>466.85</td>
<td>68.88</td>
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<tr>
<td><strong>TOTAL INTEREST INCOME</strong></td>
<td>2,512.53</td>
<td>3,000.00</td>
<td>1,564.59</td>
<td>7,767.31</td>
<td>(4,767.31)</td>
<td>258.91</td>
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<tr>
<td>MISCELLANEOUS</td>
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<tr>
<td>OTHER SOURCES</td>
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**Total Revenue**

<table>
<thead>
<tr>
<th>Prior</th>
<th>Current</th>
<th>M-T-D</th>
<th>Y-T-D</th>
<th>Budget</th>
<th>% of Budget</th>
</tr>
</thead>
<tbody>
<tr>
<td>1,298,918.47</td>
<td>1,933,000.00</td>
<td>204,125.77</td>
<td>1,420,016.09</td>
<td>512,983.91</td>
<td>73.46</td>
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</tbody>
</table>
# Financial Statement

**As of: May 31st, 2016**

601-Bastrop E.D.C. Fund

<table>
<thead>
<tr>
<th>Expenditures</th>
<th>Prior Y-T-D</th>
<th>Current Y-T-D</th>
<th>M-T-D</th>
<th>Y-T-D</th>
<th>Budget</th>
<th>% of Budget</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Non-Department</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
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<tr>
<td><strong>00-Non-Program</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>BEDC Administration</strong></td>
<td></td>
<td></td>
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<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>00-Non-Program</strong></td>
<td></td>
<td></td>
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## Personnel Costs

<table>
<thead>
<tr>
<th></th>
<th>70-00-5101 BEDC Operational Salaries</th>
<th>70-00-5114 BEDC Pre-Employment Expns</th>
<th>70-00-5116 Longevity</th>
<th>70-00-5117 Overtime</th>
<th>70-00-5150 Social Security</th>
<th>70-00-5151 Retirement</th>
<th>70-00-5155 Group Insurance</th>
<th>70-00-5156 Worker's Compensation</th>
</tr>
</thead>
<tbody>
<tr>
<td>Y-T-D</td>
<td>86,442.75</td>
<td>4,800.00</td>
<td>222.00</td>
<td>0.00</td>
<td>6,550.16</td>
<td>12,358.19</td>
<td>5,535.37</td>
<td>243.66</td>
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<tr>
<td>Budget</td>
<td>218,696.00</td>
<td>0.00</td>
<td>500.00</td>
<td>0.00</td>
<td>16,000.00</td>
<td>21,400.00</td>
<td>24,912.00</td>
<td>1,100.00</td>
</tr>
<tr>
<td>Actual</td>
<td>15,743.40</td>
<td>0.00</td>
<td>0.00</td>
<td>0.00</td>
<td>1,184.22</td>
<td>1,738.78</td>
<td>2,080.10</td>
<td>37.50</td>
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<tr>
<td>% of Total</td>
<td>58.68</td>
<td>0.00</td>
<td>51.60</td>
<td>0.00</td>
<td>63.65</td>
<td>64.80</td>
<td>55.70</td>
<td>31.29</td>
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**Total Personnel Costs**

<table>
<thead>
<tr>
<th></th>
<th>116,152.13</th>
<th>282,608.00</th>
<th>20,746.50</th>
<th>166,892.10</th>
<th>115,715.90</th>
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<tbody>
<tr>
<td>% of Total</td>
<td>59.05</td>
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<td></td>
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</table>

## Supplies & Materials

<table>
<thead>
<tr>
<th></th>
<th>70-00-5201 Supplies</th>
<th>70-00-5203 Postage</th>
<th>70-00-5206 Office Equipment</th>
</tr>
</thead>
<tbody>
<tr>
<td>Y-T-D</td>
<td>2,679.37</td>
<td>18.62</td>
<td>2,303.60</td>
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<tr>
<td>Budget</td>
<td>4,500.00</td>
<td>480.00</td>
<td>7,500.00</td>
</tr>
<tr>
<td>Actual</td>
<td>678.12</td>
<td>0.00</td>
<td>0.00</td>
</tr>
<tr>
<td>% of Total</td>
<td>72.21</td>
<td>11.26</td>
<td>34.30</td>
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</table>

**Total Supplies & Materials**

<table>
<thead>
<tr>
<th></th>
<th>5,001.59</th>
<th>12,480.00</th>
<th>678.12</th>
<th>5,876.37</th>
<th>6,603.63</th>
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<tbody>
<tr>
<td>% of Total</td>
<td>47.09</td>
<td></td>
<td>47.09</td>
<td>47.09</td>
<td>47.09</td>
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</tbody>
</table>

## Maintenance & Repairs

<table>
<thead>
<tr>
<th></th>
<th>70-00-5301 Maint of Equipment</th>
<th>70-00-5331 Industrial Park Maint Exp</th>
<th>70-00-5345 Building Repairs &amp; Maint.</th>
</tr>
</thead>
<tbody>
<tr>
<td>Y-T-D</td>
<td>0.00</td>
<td>0.00</td>
<td>1,732.97</td>
</tr>
<tr>
<td>Budget</td>
<td>1,000.00</td>
<td>5,000.00</td>
<td>15,600.00</td>
</tr>
<tr>
<td>Actual</td>
<td>184.98</td>
<td>0.00</td>
<td>454.00</td>
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<tr>
<td>% of Total</td>
<td>31.00</td>
<td>0.00</td>
<td>83.89</td>
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</table>

**Total Maintenance & Repairs**

<table>
<thead>
<tr>
<th></th>
<th>1,732.97</th>
<th>21,600.00</th>
<th>638.98</th>
<th>13,396.22</th>
<th>8,203.78</th>
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</thead>
<tbody>
<tr>
<td>% of Total</td>
<td>62.02</td>
<td></td>
<td>62.02</td>
<td>62.02</td>
<td>62.02</td>
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</tbody>
</table>

## Occupancy

<table>
<thead>
<tr>
<th></th>
<th>70-00-5401 Communications</th>
<th>70-00-5402 Office Rental</th>
<th>70-00-5403 Utilities</th>
</tr>
</thead>
<tbody>
<tr>
<td>Y-T-D</td>
<td>3,143.32</td>
<td>0.00</td>
<td>1,826.92</td>
</tr>
<tr>
<td>Budget</td>
<td>10,000.00</td>
<td>36,000.00</td>
<td>6,000.00</td>
</tr>
<tr>
<td>Actual</td>
<td>728.76</td>
<td>6,000.00</td>
<td>592.44</td>
</tr>
<tr>
<td>% of Total</td>
<td>60.57</td>
<td>75.00</td>
<td>46.34</td>
</tr>
</tbody>
</table>

**Total Occupancy**

<table>
<thead>
<tr>
<th></th>
<th>4,970.24</th>
<th>52,000.00</th>
<th>7,321.20</th>
<th>35,837.49</th>
<th>16,162.51</th>
</tr>
</thead>
<tbody>
<tr>
<td>% of Total</td>
<td>68.92</td>
<td></td>
<td>68.92</td>
<td>68.92</td>
<td>68.92</td>
</tr>
</tbody>
</table>
## Financial Statement

**As of: May 31st, 2016**

### 601-Bastrop E.D.C. Fund

<table>
<thead>
<tr>
<th>EXPENDITURES</th>
<th>PRIOR</th>
<th>CURRENT</th>
<th>M-T-D</th>
<th>Y-T-D</th>
<th>BUDGET</th>
<th>% OF BUDGET</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Contractual Services</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>70-00-5505 Professional Services</td>
<td>54,941.68</td>
<td>50,000.00</td>
<td>1,030.00</td>
<td>41,673.40</td>
<td>8,326.60</td>
<td>83.35</td>
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<tr>
<td>70-00-5525 Legals</td>
<td>27,071.49</td>
<td>30,000.00</td>
<td>1,401.16</td>
<td>13,958.22</td>
<td>16,041.78</td>
<td>46.53</td>
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<tr>
<td>70-00-5530 Engineering</td>
<td>0.00</td>
<td>15,000.00</td>
<td>0.00</td>
<td>6,982.50</td>
<td>8,017.50</td>
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<tr>
<td>70-00-5540 Property Insurance</td>
<td>720.66</td>
<td>1,000.00</td>
<td>0.00</td>
<td>577.12</td>
<td>422.88</td>
<td>57.71</td>
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<tr>
<td>70-00-5561 Contractual Services</td>
<td>3,000.00</td>
<td>6,000.00</td>
<td>1,000.00</td>
<td>4,500.00</td>
<td>1,500.00</td>
<td>75.00</td>
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<tr>
<td>70-00-5574 City Contract for Service</td>
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<td>139,000.00</td>
<td>5,554.72</td>
<td>45,024.84</td>
<td>93,975.16</td>
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<tr>
<td>70-00-5596 Main Street Prog Support</td>
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<td>40,000.00</td>
<td>3,333.33</td>
<td>26,666.64</td>
<td>13,333.36</td>
<td>66.67</td>
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<tr>
<td>70-00-5598 City Administrative Support</td>
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<td>50,000.00</td>
<td>8,359.40</td>
<td>23,744.40</td>
<td>26,255.60</td>
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<td><strong>Total Contractual Services</strong></td>
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<td>331,000.00</td>
<td>20,678.61</td>
<td>163,127.12</td>
<td>167,872.88</td>
<td>49.28</td>
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<tr>
<td><strong>Other Charges</strong></td>
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<tr>
<td>70-00-5603 Marketing Trips</td>
<td>1,958.49</td>
<td>9,000.00</td>
<td>92.99</td>
<td>4,046.25</td>
<td>4,953.75</td>
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<tr>
<td>70-00-5604 Business Development</td>
<td>4,131.39</td>
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<td>28.45</td>
<td>5,769.91</td>
<td>3,230.09</td>
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<tr>
<td>70-00-5605 Travel &amp; Training</td>
<td>3,752.86</td>
<td>9,000.00</td>
<td>1,352.80</td>
<td>6,849.07</td>
<td>2,150.93</td>
<td>76.10</td>
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<tr>
<td>70-00-5606 Auto Allowance - Staff</td>
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<td>70-00-5610 Issuance Cost</td>
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<td>70-00-5611 Billboards</td>
<td>7,600.00</td>
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<td>5,000.00</td>
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<td>70-00-5615 Dues, Subscriptions &amp; Public</td>
<td>5,556.00</td>
<td>9,550.00</td>
<td>917.93</td>
<td>8,594.54</td>
<td>955.46</td>
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<td>1,000.00</td>
<td>0.00</td>
<td>559.10</td>
<td>440.90</td>
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<td>70-00-5633 Local/Misc Advertising</td>
<td>17,470.00</td>
<td>15,000.00</td>
<td>110.00</td>
<td>9,039.18</td>
<td>5,960.82</td>
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<td>70-00-5634 National Advertising</td>
<td>29,505.00</td>
<td>40,000.00</td>
<td>5,310.00</td>
<td>12,113.55</td>
<td>27,886.45</td>
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<td>70-00-5638 SPLO Projects-Downtown Grant</td>
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<td>70-00-5640 SPLO Proj-Redevelopment Grant</td>
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<td>70-00-5641 SPLO Educ &amp; Workforce Development</td>
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<td>1,349.64</td>
<td>3,449.79</td>
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<td>425.00</td>
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<td>70-00-5644 380 Agreement Reimbursement</td>
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<td>320,000.00</td>
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<td>162,411.87</td>
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<tr>
<td>70-00-5646 Special Prof/Incentives</td>
<td>36,823.00</td>
<td>48,500.00</td>
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<td>0.00</td>
<td>48,500.00</td>
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<td>70-00-5648 SPLO Projects - Bus Outreach</td>
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<td>70-00-5655 Equipment Rental</td>
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<td>50.00</td>
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<td>70-00-5689 Opportunity Austin</td>
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<td>10,000.00</td>
<td>0.00</td>
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<td>70-00-5700 Targeted Marketing</td>
<td>1,085.00</td>
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<td><strong>Total Contingency</strong></td>
<td>183,000.00</td>
<td>43,626.16</td>
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<td>0.00</td>
<td>43,626.16</td>
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# CITY OF BASTROP
## FINANCIAL STATEMENT
### AS OF: MAY 31ST, 2016

#### 601-BASTROP E.D.C. FUND

<table>
<thead>
<tr>
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#### ADMINISTRATION

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<td>167,391.15</td>
<td>256,246.00</td>
<td>21,312.16</td>
<td>173,642.41</td>
<td>82,603.59</td>
<td>67.76</td>
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TOTAL BEDC ADMINISTRATION | 1,067,444.96 | 1,933,000.00 | 105,250.66 | 982,766.29 | 950,233.71 | 50.84 |

*** TOTAL EXPENSES *** | 1,067,444.96 | 1,933,000.00 | 105,250.66 | 982,766.29 | 950,233.71 | 50.84 |

*** END OF REPORT ***
## BALANCE SHEET

**AS OF: MAY 31ST, 2016**

### 601-BASTROP E.D.C. FUND

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<thead>
<tr>
<th>ACCOUNT#</th>
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<tr>
<td>00-00-1010</td>
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**TOTAL ASSETS: 6,855,930.05**
# Balance Sheet

**As of: May 31st, 2016**

## Liabilities & Fund Balance

<table>
<thead>
<tr>
<th>Account#</th>
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<tr>
<td>00-00-2000</td>
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<td>00-00-2080</td>
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<td><strong>Total Equity</strong></td>
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**Surplus (Deficit)**: 437,249.80

**Total Liabilities & Fund Equity**: 6,855,930.05
AGENDA ITEM 4.1

BASTROP ECONOMIC DEVELOPMENT CORPORATION

STANDARDIZED AGENDA RECOMMENDATION FORM

DATE SUBMITTED: June 16, 2016

MEETING DATE: June 20, 2016

1. Agenda Item:
   Consideration, discussion and possible action on appointing a BEDC representative to the Main Street Advisory Board.

2. Party Making Request: Shawn Kirkpatrick, Executive Director

3. Nature of Request: (Brief Overview) Attachments: Yes ✔ No ☐
   Please see the attached memo for additional information.

4. Policy Implication:

5. Budgeted: Yes ☐ No ☐ N/A ✔
   Bid Amount: Budgeted Amount:
   Over/(Under) Budget: Budget Balance:

6. Alternate Option/Costs:

7. Routing: ED Staff ✔ ED Chair ☐

8. Staff Recommendation:

Motion: SM GS CC KK WD KLK CL  For: SM GS CC KK WD KLK CL
Second: SM GS CC KK WD KLK CL  Against: SM GS CC KK WD KLK CL
   Abstained: SM GS CC KK WD KLK CL
MEMORANDUM

Date:       June 17, 2016

To:         Bastrop EDC Board of Directors

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

From:       Shawn A. Kirkpatrick, Executive Director

Subject:    Representative to the Main Street Advisory Board

Angela Ryan has been serving as the EDC Representative to the Main Street Advisory Board. After Angela and I have discussed this for FY 2016-2017, it was decided unless an EDC board member wishes to serve in this capacity, appointing me would be in the best interest of the EDC moving forward.

Recommendation

Appoint EDC Executive Director Shawn Kirkpatrick as the representative to the Main Street Advisory Board.
AGENDA ITEM 4.2

BASTROP ECONOMIC DEVELOPMENT CORPORATION

STANDARDIZED AGENDA RECOMMENDATION FORM

DATE SUBMITTED: June 16, 2016

MEETING DATE: June 20, 2016

1. Agenda Item:
   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.

2. Party Making Request: Shawn Kirkpatrick, Executive Director

3. Nature of Request: (Brief Overview) Attachments: Yes ☑ No 
   Please see the attached memo for additional information.

4. Policy Implication:

5. Budgeted: Yes ☐ No ☒ N/A ☑
   Bid Amount: Budgeted Amount: 
   Over/(Under) Budget: Budget Balance: 

6. Alternate Option/Costs:

7. Routing: ED Staff ☑ ED Chair ☐

8. Staff Recommendation:

Motion: SM GS CC KK WD KLK CL
Second: SM GS CC KK WD KLK CL
For: SM GS CC KK WD KLK CL
Against: SM GS CC KK WD KLK CL
Abstained: SM GS CC KK WD KLK CL
MEMORANDUM

Date:       June 16, 2016
To:         Bastrop EDC Board of Directors
Cc:         Mike Talbot, Bastrop City Manager
            JC Brown, Legal Counsel
From:       Shawn A. Kirkpatrick, Executive Director
Subject:    Potential Bastrop EDC Project at 921 Main Street

Several weeks ago Board member Kristi Koch inquired about ideas related to the redevelopment of 921 Main Street as it relates to the Bastrop EDC as a potential redevelopment project. With the EDC history associated with this site as a potential commercial redevelopment project, the following actionable plan has been developed. Attached to this memo is a synopsis of the “BEDC History with 921 Main.”

This site is owned and controlled by the City of Bastrop, acquired in 2009. Any EDC redevelopment of the site would require the City transferring control to the EDC.

EDC staff prior to the Council meeting on Tuesday, June 14th, had only previously discussed this potential project with Mayor Kesselus and no other Council members.

In the course of creating this redevelopment plan, EDC staff has attended the following meetings:

- May 2016 Main Street Design Committee
- May 2016 Main Street Chair, Downtown Business Alliance, Main Street Director, and Bastrop EDC Executive Director
- June 2016 Main Street Advisory Board
- June 2016 Main Street Design Committee

In addition, the Executive Director has consulted with Dan Hays Clark on several occasions in his related experience in downtown redevelopment and service to the community on the Historic Landmark Commission and various other boards.

The driving factor to move forward with a redevelopment project at this site in many of these meetings is the urgent need to provide water mitigation related to a variety of issues, including site drainage, exposed adjoining exterior walls, structural integrity of the west wall and other factors. It has been explained to me that the City has conducted some level of engineering related to these
issues; no report has been reviewed by the EDC. EDC staff understands that the estimated cost to mitigate the immediate issues is estimated at $250,000.

The Main Street Advisory Board removed 921 Main Street as a priority project based on a recommendation from the Main Street Design Committee. When ranking high priority projects for the Design Committee’s focus, 921 Main Street fell outside the top three. Ranked in no order of priority the top three projects are: Main Street Improvement project, Alley D parking and drainage, and historic bridge restoration. A major factor in this consideration is the available funding mechanism for the priority listed projects.

**Bastrop EDC Potential Project Process**

- Obtain development control of the project site – 921 Main Street
- Request for Qualification and selection to retain a qualified Architecture and Engineering firm to assist in developing a “Master Plan.” Total A&E cost to completion of project is estimated at $250,000
- Application to Texas Historical Commission for a “Town Square Initiative Feasibility Study”
- Project Phasing
  - Water mitigation
  - Shell building
  - Tenant Finish-out

Following this process the EDC would have up to three opportunities to offer the building for a private or public/private partnership redevelopment. As a final public use for the building, the EDC (and possibly other related community and economic development offices) could utilize the second floor space as Bastrop EDC offices.

**Bastrop EDC Potential Project Concept**

The site footprint is approximately 4,000 square feet and with the adoption of form based code construction of a 2 ½ story building with 35’ maximum height. Based on initial sketch-ups the total building square footage would be approximately 11,000 +/- square feet. Utilizing a mixed-use redevelopment model: 1st floor – retail/office, 2nd floor – office/meeting space, and 3rd floor office or residential. There has been some interest from the DBA Chair to include a roof top terrace for special events overlooking downtown, historic bridge and Colorado River basin. The addition of a roof top terrace would require an extensive cost-benefit analysis.

THC “Town Square Initiative” will provide architectural consulting to assist in ensuring the building preserves the historic nature of Main Street Bastrop. Looking at historical photos of downtown Bastrop, the Chamber of Commerce office was once two stories. That building front would be a general preliminary representation of an infill commercial building.

Attached to this flyer are conceptual sketch-ups prepared for the EDC.
Recommendation

Recommendation to the Bastrop City Council to transfer control of 921 Main Street to the Bastrop EDC to develop a Master Plan for mixed use commercial redevelopment, with the understanding the EDC will at predetermined times offer and consider selling the redevelopment to a private developer or entering into a public/private partnership. The EDC will strive through this redevelopment to benefit the City by 921 Main Street generating sales tax and ad valorem taxes.
History of 921 Main Street (R33215)

Violet John purchased the building in 1996 and had a business there called the Texas Mercantile. She and her husband Mike lived in the back.

During the early morning hours of May 13, 2003, a fire broke out, destroying the Mercantile and also causing damage to the building at 925 Main. Within several months, the damage to 925 was repaired and the vacant lot was cleaned up.

Violet continued to own the lot until the City purchased the slab and the parking lot from her, sometime in 2009. (The City needed the parking lot to be re-opened – Violet kept it closed off when she owned it.)

Notes from BCAD

2003 – Appraised value of $285,355 with a homestead exemption.

2004-2008 – Appraised value of $110,724 with no exemptions.

2009 – Appraised value of $110,724 with PRO exemption.

2010-2013 – Appraised value of $128,544 with EX exemption.

2014 – Appraised value of $134,341 with EX exemption. ($5,797 in improvements done)

2015-2016 – Appraised value of $176,901 with EX exemption.

.301 acres; concrete slab = 4,400 sq ft. Storage building (2014) 420 sq ft.
06/21/10 – As part of the FY10/11 Budget Workshop, the Board identified their top five potential projects, one of which was pursuing the purchase of the vacant slab at 921 Main Street to market as a retail site.

07/26/10 – Mr. Newman reported that proposed uses for the vacant lot at 921 Main Street would be discussed at the 07/27/10 City Council meeting. The board members briefly discussed BEDC’s proposal to purchase the slab to market as a retail site. Mr. Mills recommended that Mr. Newman attend the public hearing to represent the attitude of the board to help promote the site or present them with marketing opportunities. Mr. Schiff suggested that the board write a resolution for Mr. Newman to read at the meeting, which states that the board feels the property has substantial value to downtown Bastrop as a retail building, and BEDC is willing to help a purchaser with the right project buy that piece of property, perhaps at a discount to make it viable. The board decided to continue the discussion in Executive Session and take any action necessary. After Executive Session, Gary Schiff made the motion to draft a resolution expressing the BEDC board’s desire to encourage the development of the property at 921 Main Street as commercial, for Mr. Newman to read at the public hearing on July 27. Willie DeLaRosa seconded, and the motion passed.

08/31/10 - The project was included in the BEDC’s FY10/11 budget at the special BEDC meeting to hold the public hearing on the budget, listed as “purchase from city the concrete slab at 921 Main St. to be developed for commercial purposes $172,500(+/-)”.

At the 11/15/10 BEDC Board meeting Mr. Schiff made the motion for the BEDC to offer to purchase the vacant slab at 921 Main Street from the city, at a market value price up to $200,000, in order to actively pursue development of the property for a taxable enterprise and create jobs in the community. BEDC will present recommendations at the City Council public hearing on December 14. Mr. Gutierrez seconded, and the motion passed.

At the 12/20/10 Board meeting, Nancy Wood gave a presentation on the “921 Main Street Plaza Concept”. She said their mission is to create a plaza along downtown Main Street for daily use and to provide public restrooms. Ms. Wood stated the cost estimate is about $250,000 to build the plaza and about $10,000 a year to maintain it. After executive session, Mr. Schiff made the motion for BEDC to make a formal written offer to the City of Bastrop to purchase the slab at 921 Main Street, in the amount of $172,500, which has already been approved as a BEDC budget item. In the letter, Mr. Schiff wants to include the reasons why the board thinks making the proposal is important to the city. Mr. DeLaRosa seconded, and the motion passed. Ms. Brown was to write the proposal.

JC drafted a proposal letter dated 01/04/11 addressed to Mayor Orr, which Steve Mills signed.

The item was posted for discussion in executive session at the 03/21/11 BEDC Board meeting, but was pulled. At that same meeting, with Mr. Newman’s departure, the Board voted that Mr. Talbot would be the interim BEDC director until a new director was hired.

According to BEDC Board meeting minutes, purchasing the vacant lot was not discussed again until the 08/08/12 BEDC budget workshop when it was identified as a possible 2013 project for the BEDC.

08/19/13 - Ms. Wood reported that the DBA had signed a lease agreement with the City for the vacant lot at 921 Main Street.
Bastrop, Texas SDAT Report

Bastrop, Texas • Nov 14-16, 2011

AIA Communities by Design
ENVISION. CREATE. SUSTAIN.
The third property is the end of the trail and the small park above it. The park and the land along the bluff as you walk back toward downtown offer exciting options for selective clearing that offer beautiful river views. The current Museum site offers a new location for a small retail or boutique food establishment...teahouse, etc. Sidewalk linkages will be needed to support these options, but visual linkages from downtown could help to support the business opportunities.

As an issue of placemaking, the community currently owns a vacant lot in the center of a retail block on Main Street in the historic downtown. Discussions are ongoing about the use for this lot. Options include rebuilding a permanent structure, temporary uses and creating a small pocket park with public restroom facilities. The team unanimously determined that the best use was to continue a retail use ultimately with a permanent structure. Temporary “pop-up” uses during holidays and festivals were perfectly acceptable until a permanent structure was in place. The team felt strongly that a pocket park and public restrooms were the wrong use. The city has an interesting opportunity to manage this lot much like cities do with most economic plans or industrial parks. However they approach it, they need to be an active participant to assure they will get the best solution and fit for Bastrop’s historic downtown. Downtown is about retail and commerce and the space should be returned to that role.

Whether it is downtown, in residential neighborhoods or along Chestnut Street, Bastrop is defined by its historic architecture. The community is proud that it has 137 sites listed on the National Register of Historic Places. It must be careful not to lose the visual context. This doesn’t mean creating fake history or not allowing new architectural styles, but infill buildings need to continue to create density and links across and through the community.
Downtown Mixed Use Development

All designs are for visualization purposes only. No representations are made as to whether designs meet current code or can be built as shown.
Rear Elevations and Rooftop Terrace
AGENDA ITEM 4.3

BASTROP ECONOMIC DEVELOPMENT CORPORATION

STANDARDIZED AGENDA RECOMMENDATION FORM

DATE SUBMITTED: June 15, 2016

MEETING DATE: June 20, 2016

1. Agenda Item:
   Consideration, discussion and possible action on the possible expansion of the Loop 150 south trail from Eskew Street to Hwy 71.

2. Party Making Request: Shawn Kirkpatrick, Executive Director

3. Nature of Request: (Brief Overview) Attachments: Yes ☑ No ☐
   Please see the attached memo for additional information.

4. Policy Implication:

5. Budgeted: Yes ☐ No ☐ N/A ☑
   Bid Amount: Budgeted Amount:
   Over/(Under) Budget: Budget Balance:

6. Alternate Option/Costs:

7. Routing: ED Staff ☑ ED Chair ☐

8. Staff Recommendation:

Motion: SM GS CC KK WD KLK CL
Second: SM GS CC KK WD KLK CL
For: SM GS CC KK WD KLK CL
Against: SM GS CC KK WD KLK CL
Abstained: SM GS CC KK WD KLK CL
MEMORANDUM

Date: June 16, 2016

To: Bastrop EDC Board of Directors

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

From: Shawn A. Kirkpatrick, Executive Director

Subject: Loop 150 Trail Extension from Eskew to Hwy 71

As part of the FY 2016-2017 budget, staff would like the Board to consider constructing approximately 900 linear feet of trail along Loop 150 from Eskew to Hwy 71. Preliminary estimates to engineer and construct are $180,000. See the attached map for routing details.

Recommendation

Instruct staff to include $180,000 in the FY 2016-2017 capital improvement budget to be funded through the annual operating budget.
All information regarding this property is from sources deemed reliable; however, DM Pecan Park Associates, LTD ("DM Pecan Park") has not made an independent investigation of these sources. No warranty or representation is made by DM Pecan Park as to the accuracy of the information and same is submitted subject to errors, omissions and uncertainties, including without limitation, change of price, unknown property conditions, governmental regulations, rental or other conditions, prior sale, lease or withdrawal from the market without notice. Certain information set forth herein may contain forward looking statements and, as such, you should not rely on such statements. This information contained herein remains subject to further updating, revision and amendment without notice. Nothing herein shall constitute an offer and, as such, DM Pecan Park shall not be bound or obligated by any terms and conditions until such time as a final agreement is executed and delivered by all parties thereto, and then only to the extent set forth therein.
BASTROP ECONOMIC DEVELOPMENT CORPORATION

STANDARDIZED AGENDA RECOMMENDATION FORM

DATE SUBMITTED: June 17, 2016

MEETING DATE: June 20, 2016

1. Agenda Item:
   Consideration, discussion and possible action on making application to the City Council approving and authorizing BEDC’s Restated and Amended Articles of Incorporation, including a recommendation from the ad hoc Bylaws Committee.

2. Party Making Request: Shawn Kirkpatrick, Executive Director

3. Nature of Request: (Brief Overview) Attachments: Yes ☑ No ☐
   Please see the attached memo for additional information.

4. Policy Implication:

5. Budgeted: Yes ☐ No ☐ N/A ☑
   Bid Amount: Budgeted Amount:
   Over/(Under) Budget: Budget Balance:

6. Alternate Option/Costs:

7. Routing: ED Staff ☑ ED Chair ☐

8. Staff Recommendation:

Motion: SM GS CC KK WD KLK CL
Second: SM GS CC KK WD KLK CL
For: SM GS CC KK WD KLK CL
Against: SM GS CC KK WD KLK CL
Abstained: SM GS CC KK WD KLK CL
MEMORANDUM

Date: June 17, 2016

To: Bastrop EDC Board of Directors

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

From: Shawn A. Kirkpatrick, Executive Director

Subject: Restated and Amended Articles of Incorporation

After completing the initial review of the bylaws, the ad hoc bylaws committee agreed that having independent legal counsel review the work and provide input would be essential to the process. At the committee’s request, I engaged Charlie Zech at Denton, Navarro, Rocha, Bernal, Hyde & Zech, P.C., to assist in the matter.

Charlie reviewed the Articles of Incorporation, 8th Amended Bylaws, and draft 9th Amended Bylaws. He advised the committee that several sections of the Articles were not in compliance with state law, and several sections of the 8th and draft 9th amended Bylaws would not be in compliance with the current Articles.

The committee stepped back and ask for guidance from Charlie on how to resolve the conflicts. It was recommended that the EDC restate the Articles of Incorporation to be in compliance with state law prior to proceeding with the 9th amended bylaws. The EDC Board will need to adopt the restated Articles, and then they will require two readings of a Resolution by the City Council and to be filed and reviewed by the Secretary of State’s office. With optimal timing, this process will be completed by the end of July or first part of August.

Charlie will be available during Executive Session under Open Meetings Section 551.071 – Consultation with Attorney – duty to advise on legal matters. Staff is working with Charlie to either attend in person or by teleconference.

Recommendation

Adopt the Restated and Amended Articles of Incorporation as presented.
RESOLUTION OF APPLICATION FOR AMENDMENTS TO ARTICLES OF INCORPORATION OF THE BASTROP ECONOMIC DEVELOPMENT CORPORATION

WHEREAS the Bastrop Economic Development Corporation (the “Corporation”) met on June 20, 2016, to review the attached Restatement with Additional Amendment of Amended Articles of Incorporation; and

WHEREAS the Texas Local Government Code Chapter 501 Subchapter G (the “Code”) provides for the process in which the Corporation may restate and amend their Articles of Incorporation; and

WHEREAS, it is hereby officially found and determined the attached Restated and Amended Articles of Incorporation should be presented to in a proper application for amendment to the Bastrop City Council; and

WHEREAS, the Corporation desires to submit its application for amendments to their Articles of Incorporation as attached hereto as Exhibit “A” and fully incorporated herein as if fully set forth herein; and

WHEREAS, it is hereby officially found and determined that the meeting at which this Resolution was passed was open to the public, and public notice of the time, place and purpose of said meeting was given, all as required by Chapter 551, Texas Government Code;

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

SECTION 1. Finding and Determination

The Corporation hereby finds and determines that it is advisable to adopt the amendments to the Corporation’s Articles of Incorporation as described in Exhibit “A”.

SECTION 2. Application for Amendments

The Corporation hereby submits this Application to the City Council of the City of Bastrop for amendments to the Corporation’s Articles of Incorporation as those amendments are set out in the attached Exhibit “A”.

PASSED AND APPROVED, on this _____ day of ______________, 2016.

[SIGNATURE PAGE FOLLOWS]
Board Chair

ATTEST:

Secretary
RESOLUTION NO. R-2016-____

MAKING CERTAIN FINDINGS REGARDING AN APPLICATION BY THE BASTROP ECONOMIC DEVELOPMENT CORPORATION; AUTHORIZING AND APPROVING AMENDMENTS TO THE BASTROP ECONOMIC DEVELOPMENT CORPORATION’S ARTICLES OF INCORPORATION

WHEREAS the Bastrop Economic Development Corporation (the “Corporation”) has applied (the “Application”) with the City of Bastrop City Council (the “Council”) to amend their Articles of Incorporation; and

WHEREAS the Texas Local Government Code Chapter 501 Subchapter G (the “Code”) provides for the process in which the Corporation may amend their Articles of Incorporation; and

WHEREAS, it is hereby officially found and determined that proper Application pursuant to Code has been made by the Corporation to the Council; and

WHEREAS, the Corporation’s Application for amendments to their Articles of Incorporation is attached hereto as Exhibit “A” and fully incorporated herein as if fully set forth herein; and

WHEREAS, it is hereby officially found and determined that the meeting at which this Resolution was passed was open to the public, and public notice of the time, place and purpose of said meeting was given, all as required by Chapter 551, Texas Government Code;

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

SECTION 1. Finding and Determination

The Council hereby finds and determines that it is advisable to adopt the amendments to the Corporation’s Articles of Incorporation as described in Exhibit “A”.

SECTION 2. Authorization of Adoption

The Council hereby authorizes the Corporation to adopt the amendments to the Corporation’s Articles of Incorporation as described in Exhibit “A”.

SECTION 3. Approval

The Bastrop City Council hereby approves the form of the amendments to the Corporation’s Articles of Incorporation as described in Exhibit “A”.

READ and ADOPTED on the 28th of June 2016.
Ken Kesselus, Mayor

ATTEST:

Ann Franklin, City Clerk

APPROVED AS TO FORM:

Jo-Christy Brown, City Attorney
RESTATION OF AMENDED ARTICLES OF INCORPORATION OF THE
BASTROP ECONOMIC DEVELOPMENT CORPORATION

WE, THE UNDERSIGNED natural persons, each of whom is at least 18 years of age, and each of whom is qualified to sign these Restated and Amended Articles of Incorporation of the Bastrop Economic Development Corporation (the "Corporation") under the TEX. LOC. GOV. CODE chapters 501, 502 and 505, as amended, with the approval of the City Council (the "Council") of the City of Bastrop, Texas (the "City") as evidenced by the Resolution attached as Attachment "A" and made a part of these Articles for all purposes, do hereby adopt the following Restated and Amended Articles of Incorporation for the Corporation:

ARTICLE I
NAME

The name of the Corporation is “Bastrop Economic Development Corporation,” also referred to and known as “Bastrop EDC” or “BEDC.”

ARTICLE II
AUTHORIZATION

The Corporation is a nonprofit corporation and is an industrial development corporation organized under TEX. LOC. GOV. CODE chapters 501, 502 and 505 (the “Code”). In the event of any conflict between any provision of these Articles of Incorporation and the Code, then the provisions of the Code shall control. Each amendment to the original Articles of Incorporation conforms to the Code. This restatement is an accurate copy of the original Articles of Incorporation and all amendments to the original Articles of Incorporation and contains no other changes other than those stated herein.

ARTICLE III
DURATION

The period of duration of the Corporation is perpetual.

ARTICLE IV
PURPOSE AND LIMITATIONS

(a) The Corporation is organized exclusively for the purposes of benefiting and accomplishing public purposes of, and to act on behalf of, the City, and the specific purposes for which the Corporation is organized. The Corporation may issue bonds, notes, and other forms of debt instruments, and acquire, maintain, lease, and sell property, and interests therein, on behalf of the City, and expend the proceeds of any sales and use tax levied for the benefit of the Corporation for the promotion and accomplishing public purposes of, and to act on behalf of, the City, and the specific purposes for which the Corporation is organized. The Corporation may issue bonds, notes, and other forms of debt instruments, and acquire, maintain, lease, and sell property, and interests therein, on behalf of the City, and expend the proceeds of any sales and use tax levied for the benefit of the Corporation for the promotion and accomplishing public purposes of, and to act on behalf of, the City, and the specific purposes for which the Corporation is organized.

- 1 -

Restatement of Amended Articles of Incorporation
Bastrop Economic Development Corporation

Deleted: 2008 AMENDED AND RESTATED

Formatted: Title
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Deleted: WE, the undersigned natural persons, not less than three (3) in number, each of whom is at least eighteen (18) years of age, and are residents of the City of Bastrop, Texas, which is a duly established City under the Texas Constitution, acting as Amending Incorporators of a public instrumental and non-profit industrial development corporation (the "Corporation") under Article 5190.6, Texas Revised Civil Statutes, as amended, known as the Development Corporation Act of 1979 (the "Act"), with the approval of the governing body of the City of Bastrop, Texas (the "City"), do hereby adopt the following 2008 Amended and Restated Articles of Incorporation for the Corporation:

Paragraph 1.

(1) Article II: Added "...in March of 1995..." §
(2) Article VIII: Added length of term for a director if filling a vacancy at the end of paragraph 2. §
(3) Article I: Added name, shall also be known as "BEDC". §
(4) Article IV: Added "or the lending of credit" to the last sentence. §
(5) Article VII: §
(a) Changed street address of registered office to 903 Main Street, Bastrop, Texas 78602. §
(b) Changed Corporation’s permanent registered agent to Joe D. Newman, President/CEO. §
(6) Article VIII: §
(a) Changed number of City Council members from two to one in paragraph 1. §
(b) Removed names and addresses of initial directors in paragraph 1. §
(c) Added paragraph 2 regarding terms of office. §
(d) Added paragraph 3 regarding City Manager. §
(e) Restated residential requirement paragraph 4. §
(f) Identified terms of service in paragraph 5. §
(7) Article VIII: Added "...may include up to two (2) other City Council Members, ..." to first paragraph. §

Deleted: The Corporation is a non-profit corporation, and is an industrial development corporation which was organized in March of 1995, under the Development Corporation Act of 1979, and is governed by Section 4B of the Act. In the event of any conflict between any provision of these 2008 Amended and Restated Articles of Incorporation and the Act, then the provisions of the Act shall control.

Deleted: .
Deleted: and

Deleted: 2008 Amended and Restated
development of commercial, industrial and manufacturing enterprises to promote and encourage employment and the public welfare, pursuant to the Code. The Corporation may finance and undertake any such project, subject to the regulations and limitations set forth in The Code. The Corporation is a constituted authority and a public instrumentality within the meaning of the regulations of the United States Treasury Department and the rulings of the Internal Revenue Service prescribed and promulgated pursuant to Section 103 of the Internal Revenue Service Code of 1954, as amended, and the Corporation is authorized to act on behalf of the City, as provided herein.

(b) In the fulfillment of its corporate purpose, the Corporation shall have and may exercise the powers described in this Article, together with all of the other powers granted to the corporations that are incorporated under the Code, and to the extent not in conflict with the Code, the Corporation shall additionally have and may exercise all of the powers, privileges, authorities, and functions given by the general laws of the State of Texas to nonprofit corporations under the Texas Non-Profit Corporation Act, as amended, Texas Rules of Civil Statutes Annotated Article 1396-101, et seq.

(c) The Corporation shall have the purposes and powers permitted by the Code pursuant to the authority granted in Article III, Section 52-a of the Texas Constitution, but the Corporation does not have, and shall not exercise the powers of sovereignty of the City, including the power to tax (except for the power to receive and use the sales and use taxes specified in the Code) and the police power, except that the Corporation shall have and may exercise the power of eminent domain when the exercise thereof is approved by the Council. However, for the purposes of the Texas Tort Claims Act (Subchapter A, Chapter 101, Texas Civil Practice and Remedies Code), the Corporation is a governmental unit and its actions are governmental functions.

(d) The Corporation is not a political subdivision or political corporation of the State of Texas within the meaning of its constitution and laws, including without limitation Article III, Section 52 of said constitution, and no agreements, bonds, debts or obligations of the Corporation are or shall ever be deemed to be the agreements, bonds, debts or obligations, or the lending of credit, or a grant of public money or thing of value, of or by the City, or any other political corporation, subdivision or agency of the State of Texas, or a pledge of the faith and credit of any of them.

**ARTICLE V**

**MEMBERS**

The Corporation has no members and is a non-stock corporation.

**ARTICLE VI**

**ADDRESS**

The street address of the present registered office of the Corporation is Bastrop City Hall, 1311 Chestnut Street, Bastrop, Texas 78602. The name of its initial registered

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Restatement of Amended Articles of Incorporation
Bastrop Economic Development Corporation
agent at 904 Main Street was Michael H. Talbot, City Manager of the City of Bastrop, Texas. The Corporation’s permanent registered agent, at its present address, is Shawn A. Kirkpatrick, Executive Director of the Corporation (or Mr. Kirkpatrick’s successor to the position of Executive Director of the Corporation), who may be served with process at the present registered office of the Corporation.

**ARTICLE VII**  
**BOARD OF DIRECTORS**

(a) The affairs of the Corporation shall be managed by a Board of Directors consisting of seven (7) Directors. Three directors must be persons who are not employees, officers, or members of the governing body of the City of Bastrop. Eligibility for Board of Director Membership shall be as stated in the Corporation by-laws and otherwise consistent with applicable law.

(b) The names and street addresses of the persons who are to serve as the initial directors and the dates of expiration of their initial terms as directors, are as follows:

<table>
<thead>
<tr>
<th>NAMES</th>
<th>ADDRESSES</th>
<th>EXPIRATION OF TERM</th>
</tr>
</thead>
<tbody>
<tr>
<td>Pat Crawford</td>
<td>1707 Pecan Street, Bastrop, TX 78602</td>
<td>March 1997</td>
</tr>
<tr>
<td>Robert Jenkins</td>
<td>1302 Pecan Street, Bastrop, TX 78602</td>
<td>March 1997</td>
</tr>
<tr>
<td>William Taylor</td>
<td>RTE 3, Box 3 - Hoffman Road, Bastrop, TX 78602</td>
<td>March 1997</td>
</tr>
<tr>
<td>Dr. Neil Gurwitz</td>
<td>1306 Jefferson Street, Bastrop, TX 78602</td>
<td>May 1996</td>
</tr>
<tr>
<td>Willie DeLaRosa</td>
<td>407 Oak Street, Bastrop, TX 78602</td>
<td>May 1995</td>
</tr>
<tr>
<td>David Lock</td>
<td>801 Main Street, Bastrop, TX 78602</td>
<td>May 1996</td>
</tr>
<tr>
<td>Tommy Goode</td>
<td>47(B) Laura Lane, Bastrop, TX 78602</td>
<td>May 1995</td>
</tr>
</tbody>
</table>

- 3 -

Restatement of Amended Articles of Incorporation  
Bastrop Economic Development Corporation
(c) The terms of office for the Board of Directors shall be two years. A director holds office until the next annual election of directors and until a successor is elected, appointed, or designated and qualified.

(d) Any vacancy occurring on the Board of Directors through death, resignation, removal, or otherwise shall be filled by appointment by the governing body of the City to hold office for a term to be determined as provided in the Corporation's by-laws.

ARTICLE VIII
CITY COUNCIL APPROVAL

The City has specifically authorized the Corporation, by Resolution, to act on its behalf to further the public purposes stated in said Resolution and these Amended and Restated Articles of Incorporation, and the City has, by said Resolution, approved these Amended and Restated Articles of Incorporation. A copy of said Resolution is attached to these Amended and Restated Articles of Incorporation and made a part hereof for all purposes.

ARTICLE IX
RESTRICTIONS

No dividends shall ever be paid by the Corporation and no part of its net earnings remaining after payment of its expenses shall be distributed to or inure to the benefit of its Directors or officers or any individual, firm, corporation or association, except that in the event the Board of Directors shall determine that sufficient provision has been made for the full payment of the expenses, bonds and other obligations of the Corporation, then any net earnings of the Corporation thereafter accruing shall be paid to the City. No part of its net earnings for the full payment of the expenses, bonds and other obligations of the Corporation, then any net earnings of the Corporation thereafter accruing shall be paid to the City. No part of its net earnings thereafter accruing shall be paid to the City. No part of its net earnings thereafter accruing shall be paid to the City. No part of its net earnings thereafter accruing shall be paid to the City.

ARTICLE X
DISSOLUTION

If the Corporation ever shall be dissolved when it has, or is entitled to, any interest in any funds or property of any kind, real, personal or mixed, such funds or property or rights thereto shall not be transferred to private ownership, but shall be transferred and delivered to the City after satisfaction or provision for satisfaction of debts and claims.

ARTICLE XI

Restatement of Amended Articles of Incorporation
Bastrop Economic Development Corporation
ORIGINAL INCORPORATORS

The name and street address of each original Incorporator is:

Michael H. Talbot, City Manager
P. 0. Box 427
Bastrop, Texas 78602

David Lock, Mayor
801 Main
Bastrop, Texas 78602

Willie De La Rosa, Mayor Pro-Tem
407 Oak
Bastrop, Texas 78602

ARTICLE XII
BOARD OF DIRECTORS

The initial bylaws of the Corporation shall be in the form and substance approved by the City Council in its Resolution approving its Articles. Such bylaws shall be adopted by the Corporation's Board and shall, together with these Articles of Incorporation, govern the internal affairs of the Corporation until and unless amended in accordance with these Articles.

Neither the initial bylaws nor any subsequently effective bylaws of the Corporation may be amended without the consent and approval of the City Council. The Board shall make application to the City Council for the approval of any proposed amendments, but the same shall not become effective until or unless the same shall be approved by Resolution adopted by the City Council.

Restatement of Amended Articles of Incorporation
Bastrop Economic Development Corporation
SIGNED this _____ day of _____________________________, 2016.

CHAIR OF THE BOARD OF DIRECTORS:

_____________________________________________

[NAME]

SECRETARY OF THE BOARD OF DIRECTORS:

_____________________________________________

[NAME]

STATE OF TEXAS

§

COUNTY OF BASTROP

§

BEFORE ME, the undersigned authority, on this day personally appeared
____________________________, and ___________________________, known to me
to be the persons whose names are subscribed to the foregoing document as the
Amending and Restating Incorporators, and being by me first duly sworn, declared that
the statements therein contained are true and correct.

GIVEN UNDER MY HAND AND SEAL OF OFFICE on this the ___th day of ________, 2016.

____________________________

Notary Public in and for the State of Texas

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Restatement of Amended Articles of Incorporation

Bastrop Economic Development Corporation
BASTROP ECONOMIC DEVELOPMENT CORPORATION

STANDARDIZED AGENDA RECOMMENDATION FORM

DATE SUBMITTED: June 17, 2016

MEETING DATE: June 20, 2016

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

2. Party Making Request: Shawn Kirkpatrick, Executive Director

3. Nature of Request: (Brief Overview) Attachments: Yes ✔ No 
   A memo is attached with BEDC Staff updates as well as a report from the Main Street Program. Excerpts from the June 14 City Manager's Report and an update from the City of Bastrop Planning Department are also attached. Other updates will be presented at the Board meeting.

4. Policy Implication:

5. Budgeted: Yes ☒ No ☐ N/A ✔
   Bid Amount: Budgeted Amount: 
   Over/(Under) Budget: Budget Balance:

6. Alternate Option/Costs:

7. Routing: ED Staff ✔ ED Chair ☐

8. Staff Recommendation:

Motion: SM GS CC KK WD KLK CL
Second: SM GS CC KK WD KLK CL
For: SM GS CC KK WD KLK CL
Against: SM GS CC KK WD KLK CL
Abstained: SM GS CC KK WD KLK CL
June 17, 2016

Memorandum

To: Board of Directors

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

From: Shawn A. Kirkpatrick, Executive Director

Subject: BEDC Update

Meetings since last report (05/16/2016):

Meeting BEDC Board Meeting
Meeting Planning Department
Meeting Prospect
Meeting City Council
Event Youth Career Day
Meeting OA Regional Partners
Meeting DBA and Main St. Chairs
Recruiting OA SoCal
Meeting City Council
Meeting Chamber of Commerce
Meeting City Manager
Event BEST Breakfast
Meeting Planning Department
Meeting City Directors OEM
Meeting Project Quarters
Meeting Bylaws Committee
Meeting Drusilla Rogers
Meeting Ruben Cardona
Meeting Jolene Jaehne
Meeting Congressman Farenthold staff
Meeting Main Street Board
Meeting City Directors
Meeting City Council
Conference TEDC Mid-year
Meeting Project Fiber X
Exam CEd
Meeting Project
Meeting Developer
Conference Call Legal
Meeting MS Design Committee
Meeting City Council
Meeting Legal
Meeting FTZ 183 Board
Meeting Project Fiber X
Event SBDC Night
Meeting Broker/Developer
Meeting Project
Meeting BEDC Board Meeting
UpStart, Inc.
Upstart has refunded the $6,000 grant for the makerspace.

Colony MUD
Executive Director has been asked to serve on one of the MUD Boards. This has been discussed
with the Board Chair and unless the Board objects I would like the opportunity.

SBDC Night
This event was geared at educating officials and stakeholders on the SBDC programs and
successes. Very educational event and informative

CEcD Exam
Took the CEcD exam for the first time in Tulsa, OK on Saturday, June 11th. Passed the multiple
choice/short answer and will need to retake the essay portion. Next scheduled exam is in
September 2016.

Loop 150 Trail Extension
Memo outlining the potential project is included in the packet with information related to the
project.

TEDC Mid-year Conference
Executive Director attended the TEDC Mid-year Conference and the EDC received its TEDC
Economic Excellence Award and TEDC Merit for Workforce Excellence Award.

CO 2008A Defeasance
After visiting with our Financial Advisor, the Resolution to defease the bond will come to the
Board at Budget Adoption and funded in FY 2016-2017 Budget with fund balance.

Ad hoc Bylaws Committee
After completing the initial mark-ups to the bylaws it was discovered several sections of the 8th
Amended bylaws are out of compliance with the Articles of Incorporation. Included in the packet
is a memo outlining the Restated and Amended Articles of Incorporation.

903 Main Street office
EDC staff has placed a for sale sign in the picture window and distributed an offer package to
our commercial realtor list. The building has been shown several times and one offer has been
received to date.

921 Main Street (City Owned Property)
This is a continuation of this potential project from last month. 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)
- Consideration/Recommendation to the City of Bastrop regarding possible annexation
  (Mayor Ken Kesselus)
Education and Workforce Development

2016 BISD Youth Career Day

The City of Bastrop, Bastrop Economic Development Corporation, Bastrop Chamber of Commerce, and Workforce Solutions partnered with Bastrop Independent School District to present the Second Annual Bastrop Youth Career Day, which took place on May 18, 2016, at the Jerry Fay Wilhelm Performing Arts Center.

This year’s event included special guest speaker Michael Hosford -- a Bastrop native who has overcome many obstacles in his life -- panel discussions with local business leaders, and a video with local employers giving interview advice. Military recruiters, first responders, PHI Air Medical, and other businesses with heavy equipment were set up outside the center. Postsecondary educators were also on hand to interact with the students.

Juniors and seniors from Bastrop and Cedar Creek High Schools were able to ask questions, receive one-on-one job coaching, and learn about current and future employment trends. Employers were able to scout future employees, market their brand/name, and spread the word about their opportunities. Students also had the opportunity to apply for summer jobs, and the panel discussions helped them get a bigger picture of the difference between a job and a career.

There were 260 students registered for the event, and about 45 businesses. The emphasis this year was on career pathways and for the students to be exposed to a variety of different career choices. There were also five employers taking applications for summer jobs, and Workforce Solutions handed out about 200 paper applications and received over 50 completed ones.

BISD Youth Career Day De-Briefing

Staff met with both CCHS and BHS to discuss the 2017 BISD Youth Career Day format. We will move the event to an earlier date and provide additional summer job opportunities. The overall format and location were a win for both schools.

Bastrop Job and Career Fair (Informal Committee)

October 1, 2016, is the tentative date for the Bastrop Job Fair. Planning has begun.

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. We can expect a higher volume of survey visits to be scheduled now that the Youth Career Day is complete.
Marketing and Recruiting

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

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.

Target Market Flyers
After early success with the Bio/Life Science flyer, staff is developing additional flyers for manufacturing, technology, hospitality & leisure, retail and housing.

Hwy 71 Billboard
The Hwy 71 billboard was removed by Lamar in advance of the Hwy 71/95 Construction. The remaining marketing funds will be directed toward our recruitment effort.

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.

Business Park – Infrastructure
BEFCO has prepared cost estimates for a potential project. Currently under evaluation by Staff.

Lot A-1 and A-7
BEFCO has prepared a preliminary site improvement estimate to prepare both lots for future office (campus) development.

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

Economic Development Activities

June 10th, 2016

Downtown Property & Business Updates:

Baxter’s Fine Dining restaurant is now closed. Owner Terri Knop is focusing on her catering businesses. The bar is still open Tuesday- Saturday’s from 4 p.m. until close. They still have a limited menu offerings during the evening hours.

Pam & Frank Ferguson, owners of High Cotton, announced that they will be relocating to Wimberly, Texas at the end of July. Staff has been informed a new retail tenant has already been secured for the property.

Main Street Director Activities:

Working with DBA To establish a combined digital marketing plan for FY 2016-2017, including consolidation of social media networks for greater reach.

The ERLT met with Cedar Creek reps to discuss entrepreneurship opportunities at the high school level.

Attended the 2016 Main Street Now Conference in Milwaukee, and presented a session to 65 attendees on “Events that make Cents.”

Met with State Coordinator, Debra Drescher to discuss a variety of issues and topics.

Working on finalizing details for the launch of the Bastrop Community Market at the Barn.

Meeting with various entities, property owners, merchants, media representatives, restauranteurs and community partners downtown to discuss issues, projects and concerns.
Continued development of online presence through social media, blog, website and Bastrop TX App.

**Main Street Events:**

We hosted 11 attendees at our Tax Credit Lunch & Learn at the Bastrop Convention Center, on May 31st.

Our first Mornings on Main Street event is Friday, June 17th. The weekly event aims to open up the lines of communications with downtown merchants and property owners.

The City of Bastrop Parks department spent time on Friday, June 10th sprucing up 921 by removing litter and debris, ridding the area of weed and replanting the planter boxes. Main Street covered the plant expense.
C. Review and Update on the Creation of a "Destination Marketing Organization" for the City of Bastrop: Per the City Council's instructions from the May 24, 2016 City Council meeting, I met with Councilmembers McAnally and Jones on May 30, 2016 to review the draft "RFQ" to identify and hire a qualified consultant to assist the City of Bastrop in the creation of a "Designation Marketing Organization." Upon completion of our review, a few changes were made to the "RFQ," with the understanding that these changes would be made so that the "RFQ" could be sent out the next day on June 1, 2016. The changes were made and the "RFQ" was sent out to trade organizations on June 1, 2016. All completed responses to the City RFQ are due back to the City by June 21, 2016. Since sending out the RFQ, I have been contacted by three (3) potential responders asking for some clarification on some minor points related to the RFQ. The one common concern that I have heard is that there is a very compressed time in which the "RFQ" must be returned to the City of Bastrop.

D. Update on the Texas Department of Transportation "Tahitian Village Overpass Project": Since my last update to the City Council on May 10, 2016 regarding this Project, Hunter Industries, the contractor responsible for this Project, has completed its work to prepare the Project for final paving operations. Overall, the Project is approximately 98% complete and is currently well ahead of schedule. Beginning the week of June 13th, the contractor will begin laying the finish layer of asphalt pavement within the frontage road intersection, which will require 'temporary lane closures' and lane shifting, between June 14th and 16th, 2016. The contractor will then pave the main lanes and overpass, which will allow the contractor to then open the main traffic lanes to vehicular traffic shortly afterwards.

E. Update on the Texas Department of Transportation "S.H. 71 - S.H. 95 Overpass Project": The Texas Department of Transportation [Tx.D.O.T.] held the preconstruction meeting on May 31, 2016 for the "S.H. 71/S.H. 95 Overpass Project". At the conclusion of the preconstruction meeting, Tx.D.O.T. issued the order for Hunter Industries to commence work on this Project. Hunter Industries is the Contractor for the S.H. 71/S.H. 95 Project. Hunter Industries was also the Contractor for the Tahitian Village Overpass Project. Hunter Industries ["Hunter"] wasted no time and began their work on the S.H. 71/S.H. 95 Project shortly after the preconstruction meeting. Hunter has begun to build the new overpass, ramps, and frontage roads for the Project. The work completed, to date, has involved right-of-way preparation (clearing trees, stripping topsoil, erosion control, etc.), as well as initial excavation of material for subgrade placement. Over the coming weeks we expect to receive a "base-line" schedule from Tx.D.O.T. which will help us plan for major Project milestones associated with this Project. The Contractor should also begin initial excavation work for retaining wall and column installation for the "Overpass" in the next few days or weeks.

H. Update on the Comprehensive Plan: A draft Future Land Use Map has been reviewed by staff, and modified for inclusion into Chapter 5, Land Use and Community Image. Chapter 5, Land Use and Community Image; Chapter 6, Transportation; and, Chapter 8, Cultural Arts and Tourism; are being drafted, concurrently, by the consultant's team and will be released to staff for review over the next few weeks. The next CPSC meeting will be scheduled following the staff level review of Chapter 5.
Planning and Development Department

<table>
<thead>
<tr>
<th>Building Permit Type Totals:</th>
<th>Month</th>
<th>YTD</th>
<th>2015</th>
</tr>
</thead>
<tbody>
<tr>
<td>Single Family Residences</td>
<td>2</td>
<td>14</td>
<td>14</td>
</tr>
<tr>
<td>New Commercial</td>
<td>1</td>
<td>11</td>
<td>6</td>
</tr>
<tr>
<td>Miscellaneous (electrical, plumbing, HVAC, pools, sprinklers, sheds, patio covers, signs, fire suppression)</td>
<td>46</td>
<td>212</td>
<td>236</td>
</tr>
<tr>
<td>Residential Remodels</td>
<td>4</td>
<td>16</td>
<td>24</td>
</tr>
<tr>
<td>Commercial Remodels</td>
<td>1</td>
<td>8</td>
<td>14</td>
</tr>
<tr>
<td>Total Permits Issued</td>
<td>54</td>
<td>267</td>
<td>294</td>
</tr>
<tr>
<td>Commercial and Residential Inspections</td>
<td>183</td>
<td>832</td>
<td>1522</td>
</tr>
</tbody>
</table>

Business information requests:
- Residential Subdivisions
- Retail Development

<table>
<thead>
<tr>
<th>Commercial Development/Remodel – Tenant Finish Out</th>
<th>Location</th>
<th>Status</th>
</tr>
</thead>
<tbody>
<tr>
<td>Elysian Nails &amp; Spa`</td>
<td>107 Childers Drive, Suite 200</td>
<td>CO issued 5/19/2016</td>
</tr>
<tr>
<td>Papa John’s Pizza</td>
<td>Little Colony Shopping Center – Walmart Parking Lot</td>
<td>CO issued 5/19/2016</td>
</tr>
</tbody>
</table>

Updated 6/7/2016
<table>
<thead>
<tr>
<th>Commercial Development/Remodel – Tenant Finish Out</th>
<th>Location</th>
<th>Status</th>
</tr>
</thead>
<tbody>
<tr>
<td>Garcia’s Mexican Food Restaurant</td>
<td>Building J – Burleson Crossing</td>
<td>CO issued 5/27/2016</td>
</tr>
<tr>
<td>Bastrop County Medical</td>
<td>489 Agnes – Little Colony Center – Walmart Parking Lot</td>
<td>Tenant finish out in progress</td>
</tr>
<tr>
<td><strong>Commercial Development with accepted Site Dev Plan – has been permitted and work has begun on the project</strong></td>
<td>Location</td>
<td>Status</td>
</tr>
<tr>
<td>Coghlan Group Main Building</td>
<td>1500B Business Park Drive – Bastrop Business and Industrial Park</td>
<td>Site work 95% complete; Temporary CO issued 4/26/2016</td>
</tr>
<tr>
<td>Lost Pines Art Center and Reflective Sculpture</td>
<td>1204 Chestnut</td>
<td>Site work approximately 30% complete</td>
</tr>
<tr>
<td>Elliott Electric Supply</td>
<td>405 Technology Drive – Bastrop Business and Industrial Park</td>
<td>Site work approximately 30% complete</td>
</tr>
<tr>
<td>A &amp; B Auto Repair</td>
<td>612 Old Austin Highway – Don Stewart Replat</td>
<td>Site work approximately 50% complete</td>
</tr>
<tr>
<td><strong>Commercial Development with Site Development Plan that is in the review process</strong></td>
<td>Location</td>
<td>Status</td>
</tr>
<tr>
<td>New Haven Assisted Living &amp; Memory Care Center</td>
<td>2604 State Highway 71 East – west of Industrial – within the city limits</td>
<td>4/25/2016 site development plans received and distributed to staff for review – 5/26/2016 staff comments issued – resubmittal required</td>
</tr>
<tr>
<td>Old Bastrop Museum Remodel</td>
<td>702 Main Street – this is a city designated historic structure – the owner applied for and was granted a Certificate of Appropriateness in November, 2015</td>
<td>5/9/2016 site development plans received and distributed to staff to review</td>
</tr>
<tr>
<td><strong>Commercial Development with Site Development Plan that has been accepted</strong></td>
<td>Location</td>
<td>Status</td>
</tr>
<tr>
<td>Pacific Dental Services</td>
<td>1670 Highway 71 East – corner of Hwy 95 and Hwy 71 – Purcell Point – Lot 1 east of Popeye’s</td>
<td>Site development plans accepted by staff February, 2016 – pre construction meeting has not been scheduled</td>
</tr>
</tbody>
</table>

Updated 6/7/2016
<table>
<thead>
<tr>
<th>Plats Received/Approved or in the Review Process that now have Expiration Dates</th>
<th>Description</th>
<th>Status</th>
<th>Expiration</th>
</tr>
</thead>
<tbody>
<tr>
<td>Buttonwood Subdivision – Administrative Plat</td>
<td>1203 Buttonwood Street – two single family residential lots</td>
<td>9/23/2014 all comments addressed – waiting on mylar – Owner may apply for a variance to the subdivision requirements in order to not dedicate right of way 9/22/2015 City Council granted a one year extension</td>
<td>Plat now expires 9/23/2016</td>
</tr>
<tr>
<td>Construction of utilities within Subdivisions</td>
<td>Description</td>
<td>Status</td>
<td>CC Action</td>
</tr>
<tr>
<td>Pecan Park Residential Section 4</td>
<td>Construction of Public Infrastructure west of Childers Street</td>
<td>In Progress</td>
<td></td>
</tr>
<tr>
<td>Plan Review In Process Plating/Construction (utilities)</td>
<td>Description</td>
<td>Status</td>
<td>CC Action</td>
</tr>
<tr>
<td>Lot 1 Block B and Lots 1 and 2 Block A Bastrop West Commercial Section Three Replat of Lot 1, Block A</td>
<td>Terminus of Hasler Boulevard – north of the Hampton Inn – create 2 commercial lots</td>
<td>7/8/2015 received and distributed to staff – 8/26/2015 staff comments issued – resubmittal required – 3/8/2016 owner and surveyor came to plan review to discuss Hasler ROW – 4/28/2016 resubmittal received</td>
<td>Statutory Denial 7/28/2015</td>
</tr>
<tr>
<td>Plan Review In Process Plating/Construction (utilities)</td>
<td>Description</td>
<td>Status</td>
<td>CC Action</td>
</tr>
<tr>
<td>Magnolia Gardens Final Plat (will require variances to the Subdivision Ordinance)</td>
<td>3 residential lots – Magnolia and Water – north of the railroad tracks</td>
<td>Variance to Zoning Ordinance approved by BOA 3/9/2016 – variance to the Subdivision Ordinance tabled at CC 4/12/2016 – will be discussed again at CC 4/26/2016 – 4/26/2016 CC approved the variance request</td>
<td>Final Plat CC approved 5/10/2016</td>
</tr>
<tr>
<td>Aldridge Plat Final Plat</td>
<td>One residential lot – Lone Star Circle – Area A of the ETJ</td>
<td>12/14/2015 received and distributed to staff – comments issued – resubmittal required</td>
<td>Statutory denial 1/12/2016</td>
</tr>
<tr>
<td>Plan Review In Process</td>
<td>Description</td>
<td>Status</td>
<td>CC Action</td>
</tr>
<tr>
<td>------------------------</td>
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<td>--------</td>
<td>-----------</td>
</tr>
<tr>
<td>Colony MUD 1A, Section 1 Phase 1 – Final Plat and Construction Plans</td>
<td>Approximately 23.925 acres west of FM 969</td>
<td>12/23/2015 received and distributed to staff – construction plans received 1/26/2016 – distributed to staff, TxDOT and the county for review – 3/1/2016 comments on construction plans issued – resubmittal required – 4/6/2016 city and county staff comments issued – resubmittal required – 4/14/2016 plat resubmittal received – construction plans have not been resubmitted</td>
<td>Statutory denial 1/12/2016</td>
</tr>
<tr>
<td>Zavodny Administrative Plat</td>
<td>Create two commercial mixed use lots - Cedar and State Highway 95</td>
<td>2/8/2016 received and distributed to staff – staff comments issued 3/16/2016 – resubmittal required – 4/28/2016 resubmittal received – 5/31/2016 Review 2 comments issued – a few comments remain to be addressed</td>
<td>Statutory denial 2/23/2016</td>
</tr>
<tr>
<td>Pecan Park Section 5B Final Plat and Construction Plans for Streets and Utilities</td>
<td>42 single family residential lots – west of Perkins</td>
<td>3/10/2016 received and distributed to staff – 4/6/2016 staff comments issued – resubmittal required – 4/22/2016 resubmittal of the plat and construction plans received – Review 2 staff comments issued 5/23/2016 – resubmittal received</td>
<td>Statutory denial 3/22/2016</td>
</tr>
<tr>
<td>512 House Group Final Plat</td>
<td>Located off Phelan Road in the 1 mile ETJ – 1 residential lot</td>
<td>3/14/2016 received and distributed to staff and the County – 4/7/2016 staff and county review comments issued – resubmittal required – 4/8/2016 resubmittal received – 4/29/2016 resubmittal received – review 3 comments issued 5/11/2016 – 2 items have not been addressed – 5/17/2016 resubmittal received – all comments cleared – Variance to Subdivision Ordinance will go to CC 6/14/2016</td>
<td>Final Plat will go to CC 6/28/2016</td>
</tr>
<tr>
<td>Suburbia Replat of Lot 21 and Lot 22B</td>
<td>Located off Highway 71 West in the 1 mile ETJ</td>
<td>4/29/2016 received and distributed to staff and the County to review – 5/20/2016 Review 1 comments issued – resubmittal required</td>
<td>Statutory denial 5/10/2016</td>
</tr>
<tr>
<td>Terrell Subdivision</td>
<td>Pecan, Austin and Jefferson Street – creating 4 residential lots</td>
<td>5/5/2016 received and distributed to staff to review – 6/3/2016 staff comments issued – resubmittal required</td>
<td>Statutory denial 5/24/2016</td>
</tr>
</tbody>
</table>

Updated 6/7/2016
<table>
<thead>
<tr>
<th>Plan Review In Process</th>
<th>Description</th>
<th>Status</th>
<th>CC Action</th>
</tr>
</thead>
<tbody>
<tr>
<td>Platting/Construction (utilities)</td>
<td>Main Street – creating 2 lots in the Form Based Code Area</td>
<td>5/9/2016 received and distributed to staff to review</td>
<td>Statutory denial 5/24/2016</td>
</tr>
<tr>
<td>Woodrun Subdivision, Section 2, Phase 1 and 2</td>
<td>Smith Road – 1 mile ETJ – infrastructure construction plans – final plat documents have not been received</td>
<td>5/26/2016 received and distributed to staff to review</td>
<td>N/A</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Applications/Projects in Process</th>
<th>Description</th>
<th>Meeting Date, Items to be Discussed or Items to be Acted on</th>
<th>CC Action</th>
</tr>
</thead>
<tbody>
<tr>
<td>Variance to minimum setbacks – now City initiated</td>
<td>College Street – multiple family owned lots</td>
<td>Will go to Board of Adjustment 4/6/2016 – <strong>Tabled until the May 4th meeting</strong> – 5/4/2016 BOA granted setback variances to 901 College, 905 College and 907 College</td>
<td></td>
</tr>
<tr>
<td>Variance to minimum setbacks – City initiated</td>
<td>Nine remaining properties along College Street – south of Highway 71</td>
<td>Board of Adjustment denied the setback back variances for the nine remaining properties 5/4/2016</td>
<td></td>
</tr>
<tr>
<td>Variance to the sign code</td>
<td>Southside barbeque – request to add additional drive thru signage to existing sign</td>
<td>Sign Review Board (BOA) granted the variance request 5/4/2016</td>
<td></td>
</tr>
<tr>
<td>Amendments to the Zoning Ordinance Section 43 and 43.9, Amendments to the Definitions and Use Charts Section 36 – Tattoo Studios/permanent makeup</td>
<td>Sexually oriented businesses – remove references to tattoos and body piercing – update definitions to allow permanent makeups as an incidental/accessory use in Barber Shop/Hair Salons and amend Use Charts to add tattoo and body piercing studios</td>
<td>P&amp; Z 5/28/2016 recommended approval</td>
<td>Public Hearing CC 6/14/2016 2nd Reading CC 6/28/2016</td>
</tr>
</tbody>
</table>

Updated 6/7/2016
<table>
<thead>
<tr>
<th>Maintenance Bonds</th>
<th>Location Public Utilities Installed</th>
<th>City Council Accepted Public Utilities</th>
<th>Bond Expires</th>
</tr>
</thead>
<tbody>
<tr>
<td>Hunters Crossing</td>
<td>Bear Hunter Drive, Phase 1 Street Improvements Water and Drainage Improvements - <strong>Original Subdivision Performance bond in the amount of $1,629,522.75 in the Bear Hunter Drive file</strong></td>
<td><strong>Original Two Year Maintenance Bond in the Bear Hunter Drive file in the vault – CC accepted the public utilities 5/13/2014</strong></td>
<td>5/13/2016</td>
</tr>
<tr>
<td>Orchard Parkway</td>
<td>Pecan Park Subdivision – south of Highway 71 – west of Southside Barbeque</td>
<td><strong>City Council accepted the utilities 11/12/2014 – Two Year Maintenance Bond – original bond is in the Orchard Pkwy Construction file in the vault</strong></td>
<td>11/3/2016</td>
</tr>
<tr>
<td>Pecan Park, Section 5A Final Plat</td>
<td>Construction of public infrastructure – extension of Childers Drive, streets and public utilities within the subdivision</td>
<td><strong>City Council accepted the utilities 2/9/2016 – Two Year Maintenance Bond – original bond is in the Pecan Park Residential, Section 5A Final Plat file in the vault</strong></td>
<td>2/9/2018</td>
</tr>
</tbody>
</table>