

NOTICE OF REGULAR COUNCIL MEETING

NOTICE IS HEREBY GIVEN THAT THE CITY COUNCIL OF THE CITY OF ROSENBERG, FORT BEND COUNTY, TEXAS, WILL MEET IN REGULAR SESSION OPEN TO THE PUBLIC AS FOLLOWS:

DATE: Tuesday, June 17, 2014

TIME: 7:00 p.m.

PLACE: Rosenberg City Hall
City Hall Council Chamber
2110 4th Street
Rosenberg, Texas 77471

PURPOSE: Regular City Council Meeting, agenda as follows:

The City Council reserves the right to adjourn into Executive Session at any time during the course of this meeting to discuss any of the matters listed below, as authorized by Title 5, Chapter 551, of the Texas Government Code.

Call to order: City Hall Council Chamber

Invocation and Pledge of Allegiance. (Reverend Deborah Pihoda, First Assembly of God, Rosenberg)

GENERAL COMMENTS FROM THE AUDIENCE.

Citizens who desire to address the City Council with comments of a general nature will be received at this time. Each speaker is limited to three (3) minutes. In accordance with the Texas Open Meetings Act, the City Council is restricted from discussing or taking action on items not listed on the agenda. It is our policy to have all speakers identify themselves by providing their name and residential address when making comments.

COMMENTS FROM THE AUDIENCE FOR CONSENT AND REGULAR AGENDA ITEMS.

Citizens who desire to address the City Council with regard to matters on the Consent Agenda or Regular Agenda will be received at the time the item is considered. Each speaker is limited to three (3) minutes. Comments or discussion by the City Council Members will only be made at the time the agenda item is scheduled for consideration. It is our policy to have all speakers identify themselves by providing their name and residential address when making comments.

CONSENT AGENDA

1. Review of Consent Agenda.
All Consent Agenda items listed are considered to be routine by the City Council and may be enacted by one (1) motion. There will be no separate discussion of Consent Agenda items unless a City Council Member has requested that the item be discussed, in which case the item will be removed from the Consent Agenda and considered in its normal sequence on the Regular Agenda.
 - A. Consideration of and action on Regular Meeting Minutes for May 20, 2014, and Special Meeting Minutes for May 22, 2014. (Cernosek)
 - B. Consideration of and action on Ordinance No. 2014-27, an Ordinance granting consent to the Fort Bend County Municipal Utility District No. 144 for the issuance of a Bond Anticipation Note, Series 2014, in an amount not to exceed \$2,000,000. (Kalkomey)

REGULAR AGENDA

2. Review and discuss the proposed application to the Texas Main Street Program, and take action as necessary. (Malik)
3. Consideration of and action on Resolution No. R-1791, a Resolution approving the Declaration of Covenants, Conditions and Restrictions and Grant of Easements for Rosenberg Business Park. (Malik)
4. Consideration of and action on Resolution No. R-1806, a Resolution approving certain local enhancements along the US Hwy 59 / I-69 Expansion Project corridor, and authorizing the City Manager to negotiate and execute, for and on behalf of the City, all necessary documents regarding same. (Maresh)
5. Review and discuss the Technology Strategic Plan, and take action as necessary. (Fritz)
6. Review and discuss Technology personnel needs, and take action as necessary. (Fritz)

7. Consideration of and action on Resolution No. R-1804, a Resolution authorizing the City Manager to execute, for and on behalf of the City, Budget Amendment 14-15 in the amount of \$15,079.00 for the addition of an Information Technology Specialist. (Vasut)
8. Consideration of and action on Resolution No. R-1801, a Resolution approving Capital Improvement Plan priorities for FY2015. (Vasut)
9. Consideration of and action on Resolution No. R-1802, a Resolution approving Capital Improvement Plan priorities for FY2016 to FY2019. (Vasut)
10. Consideration of and action on Resolution No. R-1803, a Resolution approving FY2015 Budget Priorities. (Vasut)
11. Consideration of and action on Resolution No. R-1799, a Resolution authorizing the City Manager to execute, for and on behalf of the City, Budget Amendment 14-13 in the amount of \$3,640,270.00, to fund the City's portion of the Rosenberg Business Park, additional awards for the Business Assistance Grant Program, and Police vehicle computer replacements. (Vasut)
12. Consideration of and action on Resolution No. R-1800, a Resolution authorizing the City Manager to execute, for and on behalf of the City, Budget Amendment 14-14 in the amount of \$6,737,157.00 for Certificates of Obligation, Series 2014 and General Obligation Bonds, Series 2014. (Vasut)
13. Consideration of and action on Resolution No. R-1805, a Resolution authorizing the appointment of an Interim City Attorney. (Gracia)
14. Consider motion to adjourn for Executive Session.
15. Hold Executive Session to consult with attorney to receive legal advice on legal matters pursuant to Section 551.071 of the Texas Government Code; to deliberate potential purchase, exchange, lease, or value of real property pursuant to Section 551.072 of the Texas Government Code; and, to deliberate personnel matters regarding the appointment and employment of City Manager, and to deliberate the employment, evaluation and duties of Police Chief as authorized by Section 551.074 of the Texas Government Code.
16. Adjourn Executive Session, reconvene into Regular Session, and take action as necessary as a result of Executive Session.
17. Announcements.
18. Adjournment.

[EXECUTION PAGE TO FOLLOW]

DATED AND POSTED this the _____ day of _____ 2014, at _____ m.,

by _____.

Attest:
Linda Cernosek, TRMC, City Secretary

Approved for Posting:
Robert Gracia, City Manager

Approved:
Vincent M. Morales, Jr., Mayor

Reasonable accommodation for the disabled attending this meeting will be available; persons with disabilities in need of special assistance at the meeting should contact the City Secretary at (832) 595-3340.

General Comments from the Audience:

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Comments from the Audience for Consent and Regular Agenda Items:

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ITEM 1

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ITEM A

Minutes:

- 1. Regular City Council Meeting Minutes – May 20, 2014**
- 2. Special City Council Meeting Minutes – May 22, 2014**

**CITY OF ROSENBERG
REGULAR COUNCIL MEETING MINUTES**

*****DRAFT*****

On this the 20th day of May, 2014, the City Council of the City of Rosenberg, Fort Bend County, Texas, met in a Regular Session, in the Rosenberg City Hall Council Chamber, located at 2110 4th Street, Rosenberg, Texas.

PRESENT

Vincent M. Morales, Jr.	Mayor
William Benton	Councilor at Large, Position 1
Cynthia McConathy	Councilor at Large, Position 2
Jimmie J. Pena	Councilor, District 1
Susan Euton	Councilor, District 2
Dwayne Grigar	Councilor, District 3
Amanda Bolf	Councilor, District 4

STAFF PRESENT

Robert Gracia	City Manager
Christine Krahn	Acting City Secretary
John Maresh	Assistant City Manager for Public Services
Jeff Trinker	Executive Director of Support Services
Lora Lenzsch	City Attorney
Joyce Vasut	Executive Director of Administrative Services
Charles Kalkomey	City Engineer
Dallis Warren	Police Chief
Tracie Dunn	Assistant Police Chief
Wade Goates	Fire Chief
Darren McCarthy	Parks and Recreation Director
Travis Tanner	Executive Director of Community Development
Randall Malik	Economic Development Director
Angela Fritz	Communications Director
James Lewis	Information Services Manager
Kaye Supak	Executive Assistant

The City Council reserves the right to adjourn into Executive Session at any time during the course of this meeting to discuss any of the matters listed below, as authorized by Title 5, Chapter 551, of the Texas Government Code.

CALL TO ORDER.

Mayor Morales called the meeting to order at 7:00 p.m.

INVOCATION AND PLEDGE OF ALLEGIANCE.

Reverend Dave Hodges, Grace Community Bible Church, Rosenberg gave the invocation.

David Langford of Scout Troop 1000 and Mudi Ali of Scout Troop 797 led the pledge of allegiance to the flag.

PRESENTATION OF PROCLAMATION PROCLAIMING MAY 21, 2014, AS SPECIAL OLYMPICS DAY IN THE CITY OF ROSENBERG.

Mayor Morales presented a Proclamation to Police Chief Dallis Warren Proclaiming May 21, 2014, as Special Olympics Day to Police Officers participating in the Special Olympics Law Enforcement Torch Run. The following Police Officers were recognized for their participation:

- o Sergeant Billy Hammick
- o Anthony Schnacky
- o John Thetford
- o Dustin Stroud

PRESENTATION OF PROCLAMATION PROCLAIMING THE MONTH OF MAY 2014 AS OLDER AMERICANS MONTH IN THE CITY OF ROSENBERG.

Mayor Morales presented a Proclamation Proclaiming the Month of May as Older Americans Month in the City of Rosenberg to Manuela Arroyos, Fort Bend Seniors Meals on Wheels, Ray Aguilar and Eric Robinson.

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CONSENT AGENDA

1. REVIEW OF CONSENT AGENDA.

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A. CONSIDERATION OF AND ACTION ON SPECIAL MEETING MINUTES FOR APRIL 22, 2014, AND WORKSHOP MEETING MINUTES FOR APRIL 22, 2014.

B. CONSIDERATION OF AND ACTION ON A FINAL PLAT OF WALSH ROAD INDUSTRIAL PARK, A SUBDIVISION OF 24.259 ACRES OF LAND OVERALL BEING A PARTIAL REPLAT OF RESERVE "C" (CALL 14.2272 ACRES – TRACT I; FORT BEND COUNTY CLERK'S FILE NO. 2013125509) AND A PARTIAL REPLAT OF RESERVE "D" (CALL 7.9822 ACRES – TRACT II & CALL 2.0025 ACRES – TRACT III; FORT BEND COUNTY CLERK'S FILE NO. 2013125509) OF FIFTY-NINE SOUTH INDUSTRIAL PARK SUBDIVISION (VOLUME 27, PAGE 11; PLAT RECORDS OF FORT BEND COUNTY, TEXAS) BEING IN THE HENRY SCOTT SURVEY, ABSTRACT NO. 83, CITY OF ROSENBERG, FORT BEND COUNTY, TEXAS; 0 LOTS, 20 RESERVES, 3 BLOCKS.

Executive Summary: The Final Plat of Walsh Road Industrial Park is a proposed subdivision consisting of approximately 24.26 acres and twenty (20) reserves. It is located immediately north of the intersection of Walsh and Klauke Roads. The proposed reserves are an average of one (1) acre in size. Proposed Reserves "A" and "M" restricted to drainage use for detention purposes were included in the agenda packet.

From a development standpoint, the proposed deed restrictions for the subdivision generally limit the property to office, warehouse, distribution and light manufacturing use. The restrictions also provide for the association to maintain common areas such as the detention pond. The restrictions shall be recorded prior to filing of the Plat and Note No. 21 on the Plat will be completed. It is also important to note that the West Fort Bend Management District (WFBMD) bisects the property being replatted and encompasses six (6) of the proposed reserves or building sites, and a portion of two (2) others. The WFBMD's standards will play a role in the future development of those sites.

The proposed Plat also constitutes a partial replat of Fifty-Nine South Industrial Park, originally platted in 1981. That being said, a public hearing was held when the Preliminary Plat came before the Planning Commission on December 18, 2013. The Preliminary Plat was approved by the Planning Commission. City staff has reviewed the proposed Final Plat and has found it not to be in conflict with any regulations. The Planning Commission recommended approval of the Final Plat on April 23, 2014, and staff recommends approval of the Final Plat of Walsh Road Industrial Park.

C. CONSIDERATION OF AND ACTION ON RESOLUTION NO. R-1784, A RESOLUTION APPROVING THE FORT BEND COUNTY EMERGENCY MANAGEMENT PLAN AND AUTHORIZING THE CITY'S PARTICIPATION IN THE PLAN.

Executive Summary: The Fort Bend County Office of Emergency Management updated the Emergency Management Basic Plan (Plan). The City of Rosenberg is an inter-jurisdictional City by participating in and adopting the Plan. This Plan was last updated and approved in 2010. Changes to

the Plan are summarized below:

- Added some acronyms and definitions in the Explanation of Terms
- Updated the Hazard Summary table
- Updated the Volunteer & Other Services portion of Assignment of Responsibilities to reflect the local non-profits.
- Included the County Alt EOC under Emergency Facilities
- Updated some of the hazard definitions in Readiness Levels section
- Added in a paragraph on retention of emergency operations records – post incident
- Consolidated the EOP distribution list
- Updated Attachment 6: Summary of Agreements to include additional MOUs and added in expiration dates
- Updated Attachment 7: NIMS Summary

The Texas Division of Emergency Management requires that they receive the updated Basic Plan and all Annexes at least every five (5) years.

Staff recommends the approval of Resolution No. R-1784 approving and implementing the Plan.

Action: Councilor Benton made a motion, seconded by Councilor McConathy to approve the Consent Agenda Items A-C. The motion carried by a unanimous vote.

REGULAR AGENDA

2. **HEAR AND DISCUSS A PRESENTATION REGARDING A PROPOSED EAGLE SCOUT PROJECT TO BUILD A BAT HABITAT FOR SEABOURNE CREEK REGIONAL SPORTS COMPLEX, AND TAKE ACTION AS NECESSARY.**

Executive Summary: On April 24, 2014, David Langford of Troop 1000 presented a proposed Eagle Scout Project (Project) to build and install bat habitat boxes to be placed in Seabourne Creek Regional Sports Complex (SCRSC) to the Parks and Recreation Board (Board). After reviewing his presentation regarding bat habitat boxes in SCRSC, the Board unanimously recommended the Project plan for approval as presented.

Staff recommends approval of the proposed Eagle Scout Project at Seabourne Creek Nature Park based upon David Langford's presentation and the recommendation of the Parks and Recreation Board.

Key discussion points:

- Darren McCarthy, Parks and Recreation Director gave an overview of the item and introduced David Langford of Scout Troop 1000.
- David Langford presented the proposed Eagle Scout Project for Seabourne Creek Regional Sports Complex.
- Council thanked him for the project and his interest in Seabourne Creek Regional Sports Complex.

Action: Councilor McConathy made a motion, seconded by Councilor Benton to approve the proposed Eagle Scout Project to build a bat habitat for Seabourne Creek Regional Sports Complex. The motion carried by a unanimous vote.

3. **HEAR AND DISCUSS A PRESENTATION REGARDING A PROPOSED EAGLE SCOUT PROJECT TO RESTORE BLEACHERS FOR SUNSET PARK, AND TAKE ACTION AS NECESSARY.**

Executive Summary: On April 24, 2014, Muid Ali of Troop 797 presented a proposed Eagle Scout Project (Project) to be placed in Sunset Park to the Parks and Recreation Board (Board). After reviewing his presentation regarding the proposal to restore bleachers, the Board unanimously recommended the Project plan for approval as presented.

Staff recommends approval of the proposed Eagle Scout Project at Brazos Park based upon Muid Ali's presentation and the recommendation of the Parks and Recreation Board.

Key discussion points:

- Muid Ali of Scout Troop 797 presented a proposed Eagle Scout Project for Sunset Park.

- Council thanked Muid Ali for the proposed project and his interest in Sunset Park as the bleachers need repair.

Action: Councilor McConathy made a motion, seconded by Councilor Grigar to approve a proposed Eagle Scout Project to restore bleachers for Sunset Park. The motion carried by a unanimous vote.

4. **CONSIDERATION OF AND ACTION ON RESOLUTION NO. R-1795, A RESOLUTION AUTHORIZING THE TERMINATION OF THE GENERAL SERVICES CONTRACT FOR GROUNDS MAINTENANCE SERVICES BY AND BETWEEN THE CITY AND ORIGINAL DKC ENTERPRISES, LLC; AND, AUTHORIZING THE CITY MANAGER TO EXECUTE, FOR AND ON BEHALF OF THE CITY, ANY AND/OR ALL NECESSARY DOCUMENTATION REGARDING SAME.**

Executive Summary: On Tuesday, April 01, 2014, City Council approved Resolution No. R-1746 awarding Bid Number 2014-02 for Grounds Maintenance Services to Original DKC Enterprises, LLC (DKC), for a one (1) year term effective April 09, 2014, though April 10, 2015. The services included mowing at the following City locations: Rosenberg City Hall, Rosenberg Police Department, Rosenberg Civic Center, Rosenberg Fire Department Administration Building, Rosenberg Fire Departments No. 1, No. 2 and No. 3, the Rosenberg Cemetery, Water Plants, and Lift Stations.

On May 10, 2014, staff received email correspondence from Donna Caldwell of DKC notifying the City that the company was choosing to terminate the existing Contract due to their inability to meet the City's performance standards. The General Services Contract (Contract) includes a provision located in *Section II. Standard Contractual Provisions, C. Termination Provisions (2)* that states, "Either Party to this Contract may terminate this Contract as provided in this paragraph if the other part fails to comply with its term." In order to proceed with the selection of an alternate bidder, staff recommends the termination of the existing Contract. In a subsequent Agenda item, staff will be seeking City Council's direction on the selection of another vendor to provide these services.

Staff recommends approval of Resolution No. R-1795, a Resolution authorizing the termination of the General Services Contract for Grounds Maintenance Services, by and between the City and Original DKC Enterprises, LLC; and, authorizing the City Manager to execute, for and on behalf of the City, any and/or all required documentation regarding same.

Key discussion points:

- Darren McCarthy gave an overview of the item.

Action: Councilor Bolf made a motion, seconded by Councilor Euton to approve Resolution No. R-1795, a Resolution authorizing the termination of the General Services Contract for Grounds Maintenance Services by and between the City and Original DKS Enterprises, LLC; and, authorizing the City Manager to execute, for and on behalf of the City, any and/or all necessary documentation regarding same. The motion carried by unanimous vote.

5. **CONSIDERATION OF AND ACTION ON RESOLUTION NO. R-1790, A RESOLUTION AWARING BID NO. 2014-02 FOR GROUNDS MAINTENANCE SERVICES; AND, AUTHORIZING THE CITY MANAGER TO NEGOTIATE AND EXECUTE, FOR AND ON BEHALF OF THE CITY, A GENERAL SERVICES CONTRACT RELATED THERETO AND ALL NECESSARY DOCUMENTATION REGARDING SAME.**

Executive Summary: On Tuesday, April 01, 2014, City Council awarded Bid No. 2014-02 to Original DKC Enterprises, LLC, for Grounds Maintenance Services to include mowing at the following City locations: Rosenberg City Hall, Rosenberg Police Department, Rosenberg Civic Center, Rosenberg Fire Department Administration Building, Rosenberg Fire Departments No. 1, No. 2 and No. 3, the Rosenberg Cemetery, Water Plants, and Lift Stations. As stated in the previous Agenda item, staff was informed on May 10, 2014, by Original DKC Enterprises, LLC, that they would be terminating the Contract because they could not meet the performance standards.

The bid summary form for the nine (9) responses received is attached. As stated in the invitation to bid, formal bids are valid for ninety (90) days beyond the bid opening. Staff had worked with Landscape Professionals of Texas from 2009-2012 and they performed satisfactory work. Should City Council award Bid No. 2014-02 as recommended, the proposal for Landscape Professionals of Texas will be attached to Resolution No. R-1790 as Exhibit "A".

Staff recommends approval of Resolution No. R-1790, awarding Bid No. 2014-02 for a General Services Contract for Grounds Maintenance Services to Landscape Professionals of Texas in the

amount of \$64,362.00. The Contract term will be for one (1) year, effective May 21, 2014, to May 22, 2015, for all facilities.

Key discussion points:

- Darren McCarthy read the Executive Summary regarding the item.

Questions/Comments:

- Councilor Euton stated there was a lower bid and asked why staff went with bid #3 instead of bid #2.
- Darren McCarthy explained this contract was brought to Council last October because we were with the current contract holder. The #2 bidder was the current contract holder at that time. City Council approved staff to go out for bids based on the work they were performing at that time.

Action: Councilor McConathy made a motion, seconded by Councilor Bolf to approve Resolution No. R-1790, a Resolution awarding Bid No. 2014-02 for Grounds Maintenance Services; and, authorizing the City Manager to negotiate and execute, for and on behalf of the City, a General Services Contract related thereto and all necessary documentation regarding same. The motion carried by a unanimous vote.

6. **CONSIDERATION OF AND ACTION ON ORDINANCE NO. 2014-22, AN ORDINANCE AUTHORIZING AND ORDERING THE ISSUANCE OF THE CITY OF ROSENBERG COMBINATION TAX AND REVENUE CERTIFICATES OF OBLIGATION, SERIES 2014; AWARDING THE SALE THEREOF; AND CONTAINING MATTERS INCIDENT THERETO.**

Executive Summary: On April 01, 2014, City Council adopted Resolution No. R-1773 authorizing publication of Notice of Intention to issue Certificates of Obligation, in an aggregate principal amount not to exceed \$5,000,000 for the Lift Station No. 11 Replacement and FY2014 Sanitary Sewer Pipe Bursting Projects. The notice was published on April 04, 2014, and April 11, 2014, as required, with an amount not to exceed \$5,000,000.00. There has been no presentation of a petition by the citizens to call an election to approve the issuance of \$5,000,000.00 in Certificates of Obligation for improvements to the proposed projects, and to pay the costs incurred in connection with the issuance of the Certificates.

Ordinance No. 2014-22 authorizes the issuance of the Certificates and approves the results of the bidding process and sale of the Certificates. The Ordinance also sets forth the procedures for the finalization of the sale and delivery of the proceeds to the City. Joe Morrow of First Southwest Company and Marcus Deitz with Fulbright & Jaworski LLP, representing the City as Bond Counsel, will be present at the meeting to review the results of the sale with City Council.

Staff recommends approval of Ordinance No. 2014-22, an Ordinance authorizing and ordering the issuance of the City of Rosenberg, Texas Combination Tax and Revenue Certificates of Obligation, Series 2014; awarding the sale thereof; and containing matters incident thereto.

Key discussion points:

- Joyce Vasut, Executive Director of Administrative Services read the Executive Summary regarding the item.
- Joe Morrow of First Southwest Company reviewed the results of the sale.

Questions/Comments:

- Councilor Benton asked for examples of what the \$5 million will be used for. It will be used to replace sanitary sewer lines. Are there other items?
- Joyce Vasut stated the replacement on Lift Station No. 11.
- John Maresh stated this project will primarily focus on sanitary sewer systems, line replacements and Lift Station No. 11 located at B.F. Terry on FM 2218 and Airport Street. The \$5 million will be for the first phase. The total amount we need to replace the remainder of the collection lines and the service area for Wastewater Treatment Plant 1A is approximately \$15 million. This is just the first phase of that.
- Councilor Benton asked if the total interest for the life of this loan is \$1.8 million if we keep it for twenty years. Joyce Vasut stated yes.
- Councilor Benton asked for further explanation regarding the strengths – 11.1% year-over-year growth in taxable value.

- Joyce Vasut explained that is our taxable value within the City limits and is the City's total assessed value.

Action: Councilor Bolf made a motion, seconded by Councilor Euton to approve Ordinance No. 2014-22, an Ordinance authorizing and ordering the issuance of the City of Rosenberg Combination Tax and Revenue Certificates of Obligation, Series 2014; awarding the sale thereof; and containing matters incident thereto. The motion carried by a unanimous vote.

7. **CONSIDERATION OF AND ACTION ON RESOLUTION NO. R-1789, A RESOLUTION AUTHORIZING THE CITY MANAGER TO EXECUTE, FOR AND ON BEHALF OF THE CITY, AN AMENDMENT TO INTERLOCAL COOPERATION AGREEMENT FOR THE COLLECTION OF TAXES, BY AND BETWEEN THE CITY AND FORT BEND COUNTY, TEXAS, FOR A PERIOD ENDING ON JUNE 30, 2015.**

Executive Summary: The City of Rosenberg has previously contracted with the Fort Bend County Tax Assessor/Collector, Patsy Schultz, for tax collection services. Fort Bend County has requested the City execute an Amendment to Interlocal Cooperation Agreement for the Collection of Taxes, to extend the existing Agreement for another year through June 30, 2015.

The Amendment extending tax collection services with Fort Bend County is attached to Resolution No. R-1789 as Exhibit "A". Staff recommends approval of Resolution No. R-1789, a Resolution authorizing the City Manager to execute an Amendment to Interlocal Cooperation Agreement for the Collection of Taxes with Fort Bend County as the City's Tax Assessor/Collector.

Key discussion points:

- Joyce Vasut read the Executive Summary regarding the item.

Questions/Comments:

- Councilor Benton asked what the cost is for this.
- Joyce Vasut explained we pay the County based on the parcels of land within the City limits. It is \$.35 per parcel and we pay them approximately \$5,000 each year.

Action: Councilor Benton made a motion, seconded by Councilor McConathy to approve Resolution No. R-1789, a Resolution authorizing the City Manager to execute, for and on behalf of the City, an Amendment to Interlocal Cooperation Agreement for the Collection of Taxes, by and between the City and Fort Bend County, Texas, for a period ending on June 30, 2015. The motion carried by a unanimous vote.

8. **CONSIDERATION OF AND ACTION ON ORDINANCE NO. 2014-23, AN ORDINANCE CANVASSING THE RETURNS AND DECLARING THE RESULTS OF THE SPECIAL MUNICIPAL ELECTION HELD ON MAY 10, 2014, WITHIN THE CITY FOR THE PURPOSE OF VOTING ON AN INITIATED ORDINANCE AND RESOLUTION; AND CONTAINING OTHER PROVISIONS RELATING TO THE SUBJECT.**

Executive Summary: As Presiding Officer of the May 10, 2014 Municipal Election, the Mayor is required to hold a canvass of the election ballots, and he and the City Council must declare the election results. The proposed Ordinance would confirm that the election on proposed propositions was held, the proper procedures were followed as mandated by law, the results have been filed with the City Council, the number of votes each proposition received, and declaration of the results.

A copy of the proposed Ordinance No. 2014-23 is included as a supporting document for City Council's approval. The electronic transmittal of the official canvass report from the Office of Elections Administration, Fort Bend County, Texas will be provided to City Council upon receipt.

Key discussion points:

- Christine Krahn, Acting City Secretary read the Executive Summary regarding Ordinance No. 2014-23.

Questions/Comments:

- Mayor Morales commented that his position is that it still stands as a mute election and it was an unnecessary expenditure of tax payer dollars. There was available information prior to calling this election.

Action: Councilor McConathy made a motion, seconded by Councilor Bolf to approve Ordinance No. 2014-23, an Ordinance canvassing the returns and declaring the results of the Special Municipal Election held on May 10, 2014, within the City for the purpose of voting on an initiated ordinance and resolution; and containing other provisions relating to the subject. The motion carried by a vote of 5 to 1 and 1 abstention as follows: **Yeses: Councilors Benton, McConathy, Pena, Euton and Bolf. No: Councilor Grigar. Abstention: Mayor Morales.**

9. **CONSIDERATION OF AND ACTION ON ORDINANCE NO. 2014-24, AN ORDINANCE TO ADOPT AND PASS AN INITIATIVE ORDINANCE SUBMITTED TO THE QUALIFIED VOTERS ON THE MAY 10, 2014 SPECIAL ELECTION WHICH PROHIBITS THE CITY FROM DONATING SPECIFIED REAL PROPERTY FOR THE “ONE-WAY PAIRS” PROJECT.**

Executive Summary: The purpose of Ordinance No. 2014-24 is for City Council to adopt and pass an Ordinance, which reflects the results of the Special Election held, on May 10, 2014, which states: “The City of Rosenberg shall not donate to any person or entity, including TXDOT (Texas Department of Transportation), the real property owned by the City, and located in Rosenberg, Texas, between: Avenue H and Avenue I, and Damon and Louise Streets, for the roadway project known as the “One-Way Pairs” Project. The property may only be sold in the future for fair market value, as determined by independent appraisal.” The Special Election was held subject to an initiative petition received by the citizens of the City of Rosenberg on December 06, 2013, pursuant to Article VII, Section 7.02 of the Rosenberg City Charter, titled Initiative.

Sec. 7.07. Adoption of ordinances states, “If a majority of the qualified voters voting on any proposed ordinance or resolution or measure shall vote in favor thereof, it shall thereupon, or at any time fixed therein, become effective as a law or as a mandatory order of the city council.” Therefore, this Ordinance is adopted per Section 7.07 of the Charter.

Key discussion points:

- Christine Krahn read the Executive Summary regarding Ordinance 2014-24.

Questions/Comments:

- Councilor Benton stated that the title of this Ordinance is a little misleading. He thinks it is mis-titled. The underlying spirit of the initiative was that the property not be donated.
- Councilor Pena disagreed with the Mayor on this item. This was an item that was brought to us by the citizens. They were requesting to vote on this land sale and they did not want to sell this property. We have an obligation to the citizens and it is their right to speak up and they did so. He believes that is the way this government should work.
- Mayor Morales commented that this was never a donation of the land. TxDOT always was going to pay fair market value for the land and he still stands that it was a mute election.

Action: Councilor McConathy made a motion, seconded by Councilor Benton to approve Ordinance No. 2014-24, an Ordinance to adopt and pass an initiative Ordinance submitted to the qualified voters on the May 10, 2014 Special Election which prohibits the City from donating specified real property for the “one-way pairs” project. The motion carried by a vote of 5 to 1 and 1 abstention as follows: **Yeses: Councilors Benton, McConathy, Pena, Euton and Bolf. No: Councilor Grigar. Abstention: Mayor Morales.**

10. **CONSIDERATION OF AND ACTION ON RESOLUTION NO. R-1792, A RESOLUTION TO ADOPT AND PASS AN INITIATIVE RESOLUTION SUBMITTED TO THE QUALIFIED VOTERS ON THE MAY 10, 2014 SPECIAL ELECTION WHICH PROHIBITS THE CITY FROM DONATING SPECIFIED REAL PROPERTY FOR THE “ONE-WAY PAIRS” PROJECT.**

Executive Summary: The purpose of Resolution No. R-1792 is for City Council to adopt and pass a Resolution, which reflects the results of the Special Election held on May 10, 2014, which states: “The City of Rosenberg shall not donate to any person or entity, including TXDOT (Texas Department of Transportation), the real property owned by the City, and located in Rosenberg, Texas, between: Avenue H and Avenue I, and Damon and Louise Streets, for the roadway project known as the “One-Way Pairs” Project. The property may only be sold in the future for fair market value, as determined by independent appraisal.” The Special Election was held subject to an initiative petition received by the citizens of the City of Rosenberg on December 6, 2013, pursuant to Article VII, Section 7.02 of the Rosenberg City Charter, titled Initiative.

Sec. 7.07. Adoption of ordinances states, “If a majority of the qualified voters voting on any proposed ordinance or resolution or measure shall vote in favor thereof, it shall thereupon, or at any time fixed

therein, become effective as a law or as a mandatory order of the city council.” Therefore, this Resolution is adopted per Section 7.07 of the Charter.

Key discussion points:

- Christine Krahn read the Executive Summary regarding Resolution No. R-1792.

Questions/Comments:

- Councilor Benton stated he does not recall us receiving an offer or us agreeing to sell this property. There has been a lot of misinformation about that. He reconfirmed this with the City Manager’s Office. We have not received any compensation and it was his understanding that the City was going to simply convey this property to TxDOT. He thinks we have to listen to the voters. He feels the title of the item is misleading.
- Councilor Bolf concurred with what Councilor Pena said earlier. When citizens come and ask for a right to vote she does not think it is a waste of time when citizens want to have their say.
- Mayor Morales commented in reference to Councilor Benton’s comment. In 2007 the County Mobility Bond was voted on by the citizens of Rosenberg that included \$1.5 million dollars that was to go towards this project. Yes, the property was going to be conveyed for public use and that public use would be eligible to allow to waive the ten percent that the State would require. So, in place of that now, the County has taken over the agreement with TxDOT. The \$1.5 million the tax payers voted on, the ten percent match will have to come out of that \$1.5 million. Right now it is allocated up to \$500,000 from the agreement he has seen. We will not receive \$1.5 million that the voters voted on in 2007 on the County Mobility Bond. We will get fair market value for the property based on what TxDOT will go through the process of appraisal.

Action: Councilor McConathy made a motion, seconded by Councilor Bolf to approve Resolution No. R-1792, a Resolution to adopt and pass an initiative resolution submitted to the qualified voters at the May 10, 2014 Special Election which prohibits the City from donating specified real property for the “One-Way Pairs” Project. The motion carried by a vote of 5 to 1 and 1 abstention as follows:

Yeses: Councilors Benton, McConathy, Pena, Euton and Bolf. No: Councilor Grigar. Abstention: Mayor Morales.

11. **CONSIDERATION OF AND ACTION ON ORDINANCE NO. 2014-25, AN ORDINANCE AMENDING THE CODE OF ORDINANCES BY ADDING A NEW ARTICLE III TO CHAPTER 15 THEREOF, DEFINING CERTAIN TERMS; MAKING IT UNLAWFUL FOR CERTAIN REGISTERED SEX OFFENDERS TO RESIDE WITHIN 2,500 FEET OF PREMISES WHERE CHILDREN GATHER; PROHIBITING PROPERTY OWNERS FROM RENTING REAL PROPERTY TO CERTAIN REGISTERED SEX OFFENDERS; PROVIDING EXCEPTIONS TO THE ORDINANCE; PROVIDING FOR POSTING OF SIGNS; PROVIDING PENALTIES FOR VIOLATIONS OF THE ORDINANCE; REPEALING ALL ORDINANCES OR PARTS OF ORDINANCES INCONSISTENT OR IN CONFLICT HEREWITH; PROVIDING A SEVERABILITY CLAUSE; AND PROVIDING AN EFFECTIVE DATE.**

Executive Summary: Currently there are minimal regulations pertaining to the residency of registered sex offenders. At the April 22nd City Council Workshop, staff presented a draft Ordinance regulating certain sexual offenders. Based on the feedback and comments from City Council, two versions of this Ordinance are being presented for consideration. Ordinance No. 2014-25 (V1) is presented with the limits on residence locations extended to 2,500 feet and also providing for signage to be required and displayed at the residences of specific offenders. Also attached is Ordinance No. 2014-25 (V2) which extends the limits on residence locations to 2,500 feet but removes the requirement for posted signage.

Staff is recommending version (V1) of Ordinance No. 2014-25, which provides for greater oversight of registered sex offenders and restriction on residence locations for these offenders and requires signage to be posted.

Key discussion points:

- **Vita Goodell, Executive Director of Fort Bend County Women’s Center, 1002 Wilson Drive, Rosenberg, addressed Council, as follows:**
- She expressed how much they appreciate working with law enforcement in Rosenberg. Chief Warren is a great choice. They enjoy working with Chief Warren and Assistant Chief Dunn on

helping to provide services to victims of domestic violence and sexual assault to help prevent those crimes from happening. They are very committed to that and this ordinance will help go a long way to do that.

- She asked Council when considering this ordinance and looking at all of the aspects of it to remember the victim. They serve victims of domestic violence and sexual assault and they find the affects of sexual assault are lifelong. They have people coming to them that are still affected by sexual assault that may have happened to them in the childhood or young adult life. Their self esteem is affected and they may be suffering post traumatic stress disorders, anxiety disorders. It is a lifelong effect.
- Dallis Warren, Police Chief and Tracie Dunn, Assistant Police Chief made a presentation of the proposed Ordinance.
- Dallis Warren stated on April 22nd at the City Council Workshop the draft ordinance was presented. Based on the feedback provided to staff, we have expanded the residency restrictions up to 2,500 feet as requested. There are two versions of the ordinance, one requiring signage and one removes the signage requirement. Staff is recommending that Council approve the ordinance with the signage requirement.
- Tracie Dunn presented a Power Point with an overview of the proposed ordinance highlighting:
 - Establishing a buffer zone not to exceed 2,500 feet between premises where children commonly gather
 - Map showing where registered sex offenders presently live in Rosenberg
 - Rosenberg has a total of 59 sex offenders at this time – numbers are high due to no ordinance in the City of Rosenberg
 - Graph showing sex offenders in relation to population in 2014 in surrounding cities
 - Definitions from CCP Chapter 62
 - Habitual definitions
 - What other agencies are doing
 - Chapter 62 of Code Criminal Procedure
 - Proposed Sex Offender Ordinance
 - Sec 1 (B) Offender Residency Prohibition, Penalty and Exceptions
 - Sec 1 (C) Evidentiary Matters: Measurements
 - Sec 1 (D) Property Owners Prohibited from Renting Real Property to Sexual Offenders
 - Sec 1 (E) Affirmative Defense
 - Sec 2 – (A) Posting of Signs
 - Sec 3 Violation-Penalty

Questions/Comments:

- Councilor McConathy stated she is glad the grandfathering was reiterated and what would trigger. The trigger points for an existing offender in these two classes by ordinance is non-compliance, re-offense or moving. The fifty (50) that were identified and within the city limits could stay where they are unless they are non-complaint in one of those three categories.
- Tracie Dunn stated yes.
- Councilor McConathy stated when this was presented at the Council Workshop you were iffy on the sign but today you are recommending it. What changed between the Workshop and today?
- Tracie Dunn stated she found the weakness in her presentation and that was the victim. She did not forget them, but when she looked at it she realized she forgot the most important thing, not only to who she swore to uphold and protect, but for Council to know. Her passion is stronger for that too.
- Councilor McConathy referenced the use of signs in Bay City and asked if there were any indicators that property values dropped as a result of the signage?
- Tracie Dunn stated no. She also researched further and she did not locate anything that it was affecting them in any way.
- Councilor McConathy asked legal counsel that of these two categories are we as a City liable for displacing anybody that triggers one of the three instances to cause this ordinance to displace them?
- Lora Lenzsch, City Attorney explained that the ordinance isn't displacing. That is not the term we want to use. The ordinance is simply regulating where sex offenders can and cannot reside. The ordinance is basically consistent with Chapter 62. Chapter 62 in the Code of Criminal Procedures already setup these child safety zones. What Chapter 62 cannot do is go beyond somebody that is on probation. They can add those as terms of conditions of

probation but after that is completed there is no means for a City to continue regulating that type of residency. The ordinance is already embracing what is already in the statute but now adopting it saying as long as you are registering and you are required to register, you will be subject to these provisions. There have been Attorney General opinions from the State of Texas that also embraces these ordinances saying that they are consistent with Chapter 62 and actually complement Chapter 62. Anytime these ordinances have been challenged the courts have held that these ordinances are for public safety. They don't focus on the offender, they focus on the safety of the public and found that they are constitutional and have been upheld.

- Councilor McConathy thanked Dallis Warren, Tracie Dunn and Lora Lenzsch for working together to bring this to Council. The last statistic she saw, it is shameful that three out of every five women is molested by a sex offender and oftentimes that is a family member. This is passionate for her having been affected by this and she would support this strongly.
- Councilor Benton asked how many sex offenders are in Bay City. Tracie Dunn stated there are 49 sex offenders in Bay City.
- Tracie Dunn reiterated the three basic conditions in the ordinance that would subject them to a sign and if they were habitual and a child molester. They have to be habitual, child molester, have to move, violate probation in some way which they would already be subject to whatever probation will put on them and also the fact that they were non-complaint. Or, if they are not on probation and they violate Chapter 62, which makes them non-compliant, then they are subject to our ordinance also.
- Councilor Benton asked how many people would have to put up a sign if the ordinance is passed? Tracie Dunn stated none.
- Councilor Benton stated if they are grandfathered then how could you say you are targeting those fifty if they would not have to put a sign? Tracie Dunn reiterated that her target "not target as with the ordinance" but the ordinance pertains to the group of people who out of our 59 are habitual or child molesters. Out of our 59, 50 if moved are non-complaint and would be subjected to this ordinance.
- Councilor Benton asked if the District Courts have the authority to require that somebody put a yard sign.
- Lora Lenzsch stated if it is a reasonable condition she is not aware of any specific probation where that is done. Consider that all of these individuals that are required to register it is public record. They could be found without a sign but the signage is pretty consistent with it being public records.
- Councilor Benton stated in his discussion with people, most of them did not think the sign aspect and bumper sticker was a good idea. If you live on a street or next door to one of these signs and you want to sell your home do you think you will have an opportunity to sell that home and people will be concerned. He is concerned about victims but he does not want to create more victims. He does not want to punish the whole town because of this ordinance. That is a concern and people are concerned about their quality of life. There is DPS website where people can find where sex offenders reside. He can support the other aspects of the ordinance but not the sign aspect of the ordinance.
- Dallis Warren clarified that there is no provision for bumper stickers in this ordinance. It is strictly for the signs and the signs in this ordinance is geared toward providing protection for the public and the children and greater protection to the public.
- Councilor Benton stated it is an unintended consequence. We have to answer to the voters that are property owners. They have concerns about sex offenders but they also have other aspects. While he can support the other aspects he would prefer that we not do the sign. He commended the Police Department for keeping up with these people and if you need resources for that you will certainly get sympathy from us for that.
- Councilor Bolf thanked Tracie Dunn for clarifying the habitual and sex offenders. She does not think the signs are overreaching. As a parent of daughters if one was living down the street from her she would be glad the sign was in the yard so she would know. She thinks Ms. Goodell is correct. The offender can go on with his life and doesn't give anything a second thought. The victim does not. I know some citizens are worried about property values and it is a sad state when you put more value on that than a child's life but she understands it to a point. Right now we don't have any that would qualify unless they move or break the rules. Prayerfully, maybe this will keep some from moving here at all. That is one of the goals and hopes of these signs. She would support the ordinance with the signage.
- Councilor Grigar thanked staff for bringing this forward. He was appalled at the number of sex offenders when he looked at the DPS website ten or more years ago.

- He has reservations about the signage. If someone across the street has a sign he does not want to continually be reminded about it every time he walks out of his home. He is also concerned about his property value. He has reservations about it but will go along with the majority of Council if that is what they wish. He thinks it will bring down some property values somewhat, probably not drastically. He referenced the three color map and pointed out that the signage is in the tan area within the City limits, right? Some of these subdivisions are nice subdivisions and he'd hate for a sign to be placed across the street from someone. He has real reservations about it.
- Councilor Pena stated he feels like Councilor Grigar and he talked to a lot people about it. He feels comfortable with Chief Dunn's assessment on this. She did some soul searching and found that was probably the best way to approach this. They are starting with a clean slate and obviously breaking the regulations set forth will be a problem for them. It will be a problem for the neighbors after that happens. Most of the time it appears these people tend to live with relatives. We understand it is a terribly offense and is something that never goes away. We have heard of someone having an offense with a younger person and then later married them. Does that follow them?
- Dallis Warren stated this ordinance would not affect that at all. It only affects those habitual offenders and child sex offenders. That is the only two categories it applies to.
- Councilor Pena stated he has to go along with staff's recommendation.
- Councilor Euton stated she has a different concern. She was on the Grand Jury and 99% of the cases they heard on sex offenders they deserved what they got, she believes. There were a few cases where a young man was seduced, lured by an under aged girl and he would be classified as a sex offender if he got convicted. Most of the girls involved in these cases were not bringing the suit, it was the parents that brought the suit. She does not want to put a sign in someone's yard that was mislabeled. The system tries to work but there are times it doesn't. That is her main concern, for someone who messed up once and could possibly be rehabilitated that the sign would deter them from rehabilitation. How would this ordinance affect them?
- Tracie Dunn stated it would not affect those. We have several out of the 59 that had that type of scenario. They are not subject to this ordinance. They are not deemed child predators and not deemed habitual. The statute does allow a defense for that with four years. We have to file it because it is an offense, but most of the time those cases are given a short probationary period. In years past, they would get prison time, but the legislature looked at it and identified it and they have worked to correct that issue. Out of our 59, approximately nine of those has something similar to that. Those would not be subject to it.
- Councilor Euton stated she does not have an objection for the habitual offender. They have proven they are not trust worthy. A sign in that case may be warranted. She likes to think there is always hope for a chance of rehabilitation. She does not know if that is relevant or not.
- Tracie Dunn stated statistically it is not. They are one of the few populations that science has tried to figure out. They have tried numerous ways regarding behavior control. Nothing is long term—this is one of the reasons she feels that Chapter 62 fails in some way. Every year lobbyists try to get Chapter 62 to do better but it doesn't. That is why she feels like this is very important and the signage is a reminder for us not to forget. You can look at the DPS website but people forget about it. She feels signage is another means to remind them to stay in check.
- Councilor Bolf added, she knows Councilor Grigar's concerns. But it also keeps the neighbors on a lookout. If they see children coming in and out of this home, what is going on there. It keeps a reminder for the whole neighborhood. It can be a good reminder.
- Mayor Morales stated the way he views it is that it is not affecting the fifty-nine we have today living in our community. This is going to affect those thinking about moving to our community or these fifty-nine if they have another offense. The way he views it is that this will improve the image of our City and in his opinion it will increase property values if we can reduce the number of sex offenders moving into our community. He does not see it penalizing those that live among us today and are doing the right thing by the law. He sees it as a tool for us to control those coming into our city so that we don't go to 120 and end up with more than we have today.
- Councilor Grigar referenced Page 4 – Item 4 – it talks about the City will maintain a map depicting the prohibited areas. The said map will be available at the Police Department. He would like it to be at City Hall for the public to view. At the bottom of the same page regarding the premises – video arcade facility – what is that? He is upset that recreational facilities are

not in here as far as Homeowner's Associations because that is a gathering place also. He understands it is private.

- Dallis Warren stated that can be amended to include City Hall.
- Lora Lenzsch explained that the Homeowner's Association is a private entity and they have their own deed restrictions. They could have a provision like that, but we can't regulate it.

Action: Councilor Benton made a motion, seconded by Councilor McConathy to adopt Ordinance No. 2014-25, an Ordinance amending the Code of Ordinances by adding a new Article III to Chapter 15 thereof, defining certain terms; making it unlawful for certain registered sex offenders to reside within 2,500 feet of premises where children gather; prohibiting property owners from renting real property to certain registered sex offenders; providing exceptions to the ordinance; providing penalties for violations of the ordinance; repealing all ordinances or parts of ordinances inconsistent or in conflict herewith; providing a severability clause; and providing an effective date with the amendment that maps will be available at City Hall in the City Secretary's office for public viewing. The motion carried by a vote of 4 to 3 as follows: **Yeses: Councilors Benton, McConathy, Euton and Grigar. Noes: Mayor Morales and Councilors Pena and Bolf.**

Further comments:

- Lora Lenzsch stated because there was not an affirmative vote of five (5), this ordinance will be coming back to Council for a second reading.

12. **ANNOUNCEMENTS.**

- Remember our current soldiers on the front line as well as our Veteran's on Memorial Day
- The American Legion will have a Memorial Day Ceremony at the Court House
- The Danny Dietz Memorial Roping Weekend will be held at the Fort Bend County Fairgrounds on Friday, Saturday and Sunday. There will be a rodeo, roping, barbeque cook-off and a car show. This is a family oriented event.

13. **ADJOURNMENT.**

There being no further business Mayor Morales adjourned the meeting at 8:49 p.m.

Christine Krahn, Acting City Secretary

- Carolyn Seiler 2625 Cedar Lane, Rosenberg
- Elaine Kresta 1018 Lindsey, Rosenberg
- Terry Turner 4625 Greenwood, Rosenberg
- Ben Brink 1833 Old Creek Drive, Rosenberg

COMMENTS FROM THE AUDIENCE FOR CONSENT AND REGULAR AGENDA ITEMS.

Citizens who desire to address the City Council with regard to matters on the Consent Agenda or Regular Agenda will be received at the time the item is considered. Each speaker is limited to three (3) minutes. Comments or discussion by the City Council Members will only be made at the time the agenda item is scheduled for consideration. It is our policy to have all speakers identify themselves by providing their name and residential address when making comments.

AGENDA

The following speakers addressed Council regarding Item 1 in support of the “One Way Pairs Project”:

- Bob Ray 719 Perry, Rosenberg
- Pete Pavlosky 610 Wilburn, Rosenberg
- Renee Butler 1100 George Street, Rosenberg
- Brandon Campbell 110 George Street, Rosenberg
- Janice Vyoral 1900 Avenue G, Rosenberg
- Jeff Messer 1206 Windover Court, Sugar Land
- Mike Parsons 2635 Sequoia, Rosenberg

The following speakers addressed Council in objection to the “One Way Pairs Project”:

- Mary Lee 2626 Avenue G, Rosenberg
- Inez Garcia 1418 Carlisle Street, Rosenberg
- Bobby McKinney 2314 Jones, Rosenberg

1. RECEIVE PRESENTATION REGARDING THE ONE WAY PAIRS PROJECT FROM FORT BEND COUNTY AND TEXAS DEPARTMENT OF TRANSPORTATION OFFICIALS, AND TAKE ANY ACTION AS NECESSARY.

Executive Summary: This item has been included on the agenda to receive a presentation and information regarding the One Way Pairs Project from Fort Bend County and the Texas Department of Transportation.

Speaker for the item:

- Roy Cordes, Fort Bend County Attorney gave a brief highlight of the agreement that Fort Bend County Commissioners Court entered into with the Texas Department of Transportation (TxDOT) for this project.
- It is an agreement to contribute funds for right of way and utility relocation. Once this agreement calls for TxDOT to undertake the acquisition of right of way to study it they will take the lead in acquiring the right of way and utility relocation. The anticipated cost in the agreement for the right of way acquisition and utility relocation is \$5 million dollars. Fort Bend County has agreed to fund ten percent (10%) of it. It is a standard 90/10 advanced funding agreement. The County will contribute as approved by Commissioners Court, the sum of \$500,000 to TxDOT for this project.

Questions/Comments:

- Councilor Benton stated the purpose of this meeting was to hear and discuss the petition not to hear from the County and TxDOT.
- Councilor McConathy thanked Roy Cordes for being at the meeting. There were a lot of people that did not understand the agreement between the County and TxDOT being specifically right of way and utility relocation and the specific amount addressed.

Speaker for the item:

- Jeff Balk, Area Manager of TxDOT gave a brief update on where TxDOT is at on the One Way Pairs Project. Plan sets have been completed and reviewed in-house in the Houston District. The specifications and estimates are put together with the plan sets and they are on the way to Austin for further processing. There is an environmental assessment and environmental clearance they are waiting on. They anticipate getting that clearance in September. Once the clearance is received TxDOT will be able to let the contract and send the right of way agents out to acquire the

parcels needed. At this time, TxDOT is set for an October letting. Once the project is let, the contractor will sign a work authorization that will be processed in Austin and with that work authorization TxDOT will receive the notice to proceed which normally comes two months after letting. The construction timeframe will be towards the end of the year.

Questions/Comments:

- Councilor McConathy stated with the various dates mentioned, TxDOT will proceed, right.
- Jeff Balk stated yes. He reviewed the process saying if they cannot get fair market value for the parcels the next step is to go into condemnation. This TxDOT project is on the website and it has been approved to be let in July. TxDOT will move that back due to getting the environmental clearances.
- Councilor McConathy stated the only “hiccup” at this time is the environmental clearance. If that did not get approved that would be a severe impact on the One Way Pairs Project.
- Jeff Balk stated yes.
- Councilor Benton stated the project dates have been changed many times. He does not know if we will be able to stop the project. He asked how the condemnation process takes place and does that involve a lawsuit.
- Jeff Balk stated he is the Fort Bend Area Engineer and he takes the projects from letting and sees it through construction. He is not a right of way expert.
- Councilor Benton showed a PowerPoint with crash analysis that came from TxDOT and pointed out the crash rate numbers. He is not convinced that the area being proposed is unsafe. Various examples of relief for congestion in the area were provided by speakers this evening. He feels there are other alternatives.
- Councilor Grigar asked if this is out of the norm for this to happen with a project like this in any city in Texas like the 90/10% contribution and with the city being involved with an agreement.
- Jeff Balk stated no.
- Councilor Pena stated there has been a public outcry on this and everyone he has talked to is against it. We are a small town and we don’t vote. On average 1,000 people vote in Rosenberg. TxDOT and Commissioners Court is not scared of you because you don’t come out and vote and flex your muscle. We are all taxpayers and have a great interest in what happens in the city. The outcry is that they don’t want the change. TxDOT should take some note to what the people are saying.
- Councilor Euton referenced the crash data chart that was shown and asked if that is the way you normally compare the roads to other roads by the crash rate. How is that compared to find the safety issues? It appears to be raw data and she does not think that is how it is compared.
- Jeff Balk reiterated that he is not a traffic engineer and cannot answer that.
- Mayor Morales summarized that TxDOT has an agreement with the County at this point and the project is in Austin and Jeff Balk has been instructed that the project will go forward.
- Jeff Balk stated yes.

2. **RECESS OPEN SESSION AND ADJOURN INTO EXECUTIVE SESSION PURSUANT TO SECTIONS 551.071 (ADVICE OF ATTORNEY) AND 551.072 (DELIBERATION REGARDING REAL PROPERTY) TO SEEK LEGAL ADVICE FROM THE CITY’S ATTORNEYS REGARDING THE ONE WAY PAIRS PROJECT AND TO DELIBERATE UPON REAL PROPERTY MATTERS INCLUDING THE POTENTIAL PURCHASE, EXCHANGE, LEASE, OR VALUE OF REAL PROPERTY THAT, IF CONDUCTED IN PUBLIC SESSION WOULD INTERFERE WITH THE CITY’S BEST INTERESTS IN ACQUISITION OR SALE OF REAL PROPERTY.**

- Mayor Morales asked George Hyde, legal counsel if Council should vote to recess.
- George Hyde, Denton Navarro Rocha Bernal Hyde & Zech, P.C., stated he would like to recess and speak to Council in whole and then when resumed Council will be able to decide whether they would like discussion in open session or not.

Action: Councilor McConathy made a motion, seconded by Councilor Euton to adjourn into Executive Session pursuant to Sections 551.071 (Advice of Attorney) and 551.072 (Deliberation regarding Real Property) to seek legal advice from the City’s attorneys regarding the One Way Pairs Project and to deliberate upon real property matters including the potential purchase, exchange, lease, or value of real property that, if conducted in public session would interfere with the City’s best interests in acquisition or sale of real property. **The motion carried by a vote of 6 to 1 as follows: Yeses: Mayor Morales,**

Councilors McConathy, Pena, Euton, Grigar and Bolf. No: Councilor Benton.

Questions/Comments:

- Bill Hartmann, Fort Bend Herald Newspaper, asked to be heard on the closed meeting aspect.
- George Hyde stated the agenda does allow for specific items so it is up to the Mayor's discretion if you would like to have public comment on this item but you have taken a vote and the motion has passed.
- Mayor Morales allowed Bill Hartmann to speak.
- Bill Hartmann, Fort Bend Herald Newspaper objected to the closure of this meeting.
- George Hyde stated he has a duty as a matter of law to speak with his client in confidential settings unless that issue is waived. At this point, he can't advise Council with regards to whether Council wants to waive that until Council knows what he would say so they can make a known and intelligent choice. That is why he has requested that Council go into Executive Session so he can advise his client as to their rights in confidential setting pursuant to Section 503 of the Texas Rules of Evidence which is a matter of law confidentiality requirement for him as an attorney to speak to his client. That is the exception.
- Bill Hartmann continued to object to the closure of the meeting.
- Mayor Morales asked George Hyde if Council wants to waive that do they need to waive that option as far as client attorney privilege.
- George Hyde stated no Your Honor. The issue before the Council at this time is an issue in which he has a duty as the lawyer to discuss issues with his client, the governing body, in a confidential setting which as an exception of the act under Subsection 2 of .071 in which was not stated by the speaker. At this point, he believes that an engagement of a public comment that is now interacting with regards to asking for action of the Council is inappropriate under a public comment section. The City Council has voted to go into Executive Session. Once they understand their rights and risks and legal affect of their decision as to whether or not they would like to have public comment then they can come out and have that public comment. At this point, Mr. Mayor, I ask that the Council move forward with regard to the Executive Session so I can advise them of their legal rights.
- Mayor Morales stated we have a motion to go into Executive Session so we will go into Executive Session to hear what our rights are and we will be back out as soon as possible and then we will continue on with our agenda.

3. **ADJOURN EXECUTIVE SESSION, RECONVENE INTO OPEN SESSION, AND TAKE ACTION ANY NECESSARY ACTION ON ITEM 1, INCLUDING ACTION TO AUTHORIZE A LIMITED WAIVER OF THE ATTORNEY CLIENT PRIVILEGE TO PERMIT LEGAL ADVICE TO BE PRESENTED IN OPEN SESSION.**

Mayor Morales adjourned the Executive Session and reconvened into Open Session at 9:30 p.m.

Action: Councilor McConathy made a motion, seconded by Councilor Bolf to waive the attorney client privilege to permit legal advice to be presented in Open Session regarding the condemnation of real property regarding the One Way Pairs Project. The motion carried by a unanimous vote.

Comments:

- George Hyde explained that Council has asked him to share with the public the condemnation process that is allowed under state law when two government entities may be involved in the same piece of property.
- First the Transportation Code provides for a process by where the state or county government can condemn municipal property. The provision says that there is consent that is necessary in order to complete that. Legal precedent in Houston Court of Appeals demonstrates that that consent can be determined based on past conduct of the municipality. In this case in particular for the City of Rosenberg – since 2005 there have been numerous resolutions and actions by the City that was in support of the pairs project which would likely be used by the state or county government in some type of dispute to demonstrate consent.
- The legal terminology this involves is a term called estoppel. What that means is that if you have presented and relied on information that later on someone can't pull the rug out from under you. They can't change it after you have done things in reliance on those issues. And here that estoppels issue is what the court of appeals found important but says that once you have conducted yourself in a way that other governmental entities have relied the consent is

determined. That your consent is shown by your own action since 2005 with the resolutions he has seen. Therefore, the Transportation Code provision with regard to consent would be that for the state or county government to condemn the property.

- The second step with regards to property that is being used for public purpose is a term called the Paramount Public Purpose Doctrine. What that doctrine says is the governments to decide to fight over a piece of property, what it should be used for and how it should provide purpose to the public. Under the Paramount Public Purpose Doctrine, basically the best highest used purpose wins. Right now under the facts of this case, there is only one purpose that has been presented and that purpose is for this highway improvement project. He is not aware of the City having another purpose for the property that has been required that would meet the requirements under the Paramount Public Purpose Doctrine to support a method by which to stop a condemnation under the Paramount Public Purpose theory.
- Senate Bill 18 rewrote Chapter 21 of the Texas Property Code which is the condemnation process in Texas. That condemnation process generally states that if a governmental entity seeks to acquire property by condemnation they first have to enter into negotiations and provide an appraisal and a good faith market value offer for the property. Once they have completed that typically it requires a condemnation appraisal to be conducted and a fair price being done by an independent third party and that is presented to the property owner, here the City of Rosenberg.
- Once you've obtained that you go into good faith negotiations with regard to what the value of the property is to be acquired and if you can agree to that amount then the property is transferred through a normal process. If you can't agree to that amount, then the condemner the state or county government in this case, would file a petition for condemnation with the district court and the district court would appoint three county freeholders that would become special commissioners that would sit in a proceeding where the value of the property will be determined. Those three people are appointed by the district judge in his discretion and then those three persons determine the value that the City of Rosenberg would receive from the property. In that preceding the City can present its own value judgment but the issue before the commissioners is not whether the property ultimately gets condemned and used for that purpose. It is only how much money is the property worth when it is acquired by the other government.
- That process would then result in a commissioners determination which is then approved by the district court and once approved by the district court, the funds allocated in that case have to be deposited in the registry of the court and at that time based by judicial order the property is transferred in title and writ to the condemner, here the county or state. The minute they put that money in the registry of the court it becomes their property and they can move dirt and start anything the minute after that is filed. That is condemnation proceeding. There is not information at this point as to how the city under that condemnation process would be able to stop the project itself but there will be methods by which the cost of consultants, appraisals, experts, litigation to continue to debate over either the value of the property and the process and ultimately acquiring the condemnation authority.
- If there is a defect in the condemnation process that can be litigated through the courts all the way to the Texas Supreme Court but that doesn't change whether they started to use the process but it can void the condemnation and have to start the process over. But, once they are turning dirt that part is final.
- City Council asked that this information be provided to you so the public would understand and have the transparency of the legal processes associated with the condemnation. Whether or not the City agrees or disagrees in the Resolution to participate or not allow the property to be sold under the Resolution's terms.

The following speakers addressed Council regarding Item 4 in support of the "One Way Pairs Project":

- | | |
|-----------------|--|
| • Mike Mercado | 1919 Avenue G, Rosenberg |
| • Joe Vera | 1460 6 th Street, Rosenberg |
| • Liz Stegint | 39905 Boothill Road, Simonton |
| • Maria Dixon | 16414 Ember Hollow, Sugar Land |
| • Diana Miller | 2205 Avenue I, Rosenberg |
| • Kathy Golden | 2205 Avenue I, Rosenberg |
| • Sandra Macik | 828 3 rd Street, Rosenberg |
| • Alicia Casias | 1236 Louise Street, Rosenberg |
| • Tom Suter | 1102 Elizabeth, Rosenberg |

The following speakers addressed Council in objection to the “One Way Pairs Project”:

- Barbara Dittfurth 2726 Chupik Street, Rosenberg
- Sergio Villagomez 1119 5th Street, Rosenberg
- Heber Castillo 1919 Cardinal Drive, Rosenberg
- Howard Stinnett 2926 Pisces, Richmond
- Maria Comacho 1802 Klauke, Rosenberg
- Jose Comacho 1802 Klauke, Rosenberg
- Samuel Carlisi 1119 Lark, Rosenberg
- Fran Naylor 1424 Callender, Rosenberg
- Helen Lev 2009 Ward, Rosenberg
- Herb Phalen 1400 Carlisle Street, Rosenberg
- Adolph Sebesta 1116 Tobola Street, Rosenberg
- Robb Gaston 1513 Frost, Rosenberg
- Karen Roop 1603 Brumbelow Street, Rosenberg
- Joe Valdez 1307 Crescent Water, Rosenberg
- Dr. Allwright Avenue I, Rosenberg

4. **CONSIDERATION OF AND ACTION ON A PETITION, AS RECEIVED BY THE CITY SECRETARY’S OFFICE ON MAY 12, 2014, REGARDING THE OPPOSITION OF THE CONVERSION OF ANY PORTION OF AVENUE H AND AVENUE I TO ONE-WAY STREETS, THE PURCHASE OF ADDITIONAL REAL ESTATE, AS WELL AS THE TRANSFER, SALE, LEASE, RENT, EXCHANGE OR CONVEYANCE IN ANY WAY TO ANY PERSON, CORPORATION OR ENTITY INCLUDING TXDOT OR FORT BEND COUNTY, THE REAL PROPERTY OWNED BY THE CITY OF ROSENBERG, AND LOCATED IN ROSENBERG, TX BETWEEN AVENUE H AND AVENUE I, AND DAMON AND LOUISE STREETS, FOR THE ROADWAY PROJECT KNOWN AS THE “ONE WAY PAIRS PROJECT”, WITHOUT PRIOR APPROVAL BY ROSENBERG VOTERS.**

Executive Summary: The City Secretary received a Petition addressed to the City of Rosenberg Mayor, City Council, and Rosenberg City Secretary on Monday, May 12, 2014, as follows:

“It is the preference of the petition organizers that the City of Rosenberg and Rosenberg City Council adopt the language proposed in the presented petition without having a “Special Election”. It is also our desire that a resolution be adopted by the Council opposing conversion of Avenue H and Avenue I to “One Way Pairs” be presented to TXDOT, our State Legislators, and other elected officials, to notify them that the city opposes the conversion of Avenue H and Avenue I to one way streets, as well as being opposed to conveying the referenced city owned property to any person or entity for the purpose of the One Way Pairs project.”

The Initiative Petition presented was comprised of 73 pages of signatures (with approximately 665 total signatures) entitled “Initiative Petition” which reads as follows:

“To the Mayor and City Council of the City of Rosenberg, Texas—
We, the undersigned voters of the City of Rosenberg, Texas, pursuant to section 7.02 of the Home Rule Charter for the City of Rosenberg, Texas, hereby petition Rosenberg City Council to pass and adopt such resolution as stated below, without alteration as to the meaning or effect in the opinion of the persons filing the petition, or to call a special election.

Initiated Resolution: “The City of Rosenberg opposes the converting of any portion of Avenue H and Avenue I to one way streets, the purchase of additional real estate, as well as the transfer, sale, lease, rent, exchange or conveyance in any way to any person, corporation or entity including TXDOT or Fort Bend County, the real property owned by the City of Rosenberg, and located in Rosenberg, TX between Avenue H and Avenue I, and Damon and Louise Streets, for the roadway project known as the “One Way Pairs Project”, without prior approval by Rosenberg voters.”

This item has been added to the agenda to accommodate discussion regarding said Petition.

Key discussion points:

- Councilor Benton thanked the Chamber for their efforts. Several folks have gone through condemnation and they understand there is a process. We are talking about existing, functional roads. We don’t have the need to condemn property like at Spur 10. It is obvious the majority

- present do not want this project. Let your legislators and all those involved know.
- He pointed out that he mentioned to Robert Gracia that several items be removed from this agenda prior to this meeting except the item that specifically dealt with the petition. He thinks they have sent a message to us that the majority do not want this project and that we do what we can to resist it.
 - Councilor McConathy commented the specific item is to validate or invalidate the petition. It is incumbent on this Council regarding the validity of this petition. There are some duplicate signatures but she wants to go on record that she supports the validity of this petition.
 - Councilor Bolf stated when this started ten years ago it might have looked like a great thing. She likes Avenue H and the downtown area and she wants it to grow with good mobility. She does not think the one way streets will do that. There is a lot she would like to see happen downtown. She stated that someone may be against the one way pairs and that we don't care about that is an unfair statement. She feels TxDOT has been negligent to the City when they did Spur 10 between US 59 and Highway 36 because signage was suppose to be put out. She asked them this year about it and it was their responsibility she has never received a response from TxDOT. If that had been done a lot of the traffic would have been decreased 50% with the truck traffic. Some people don't care one way or the other. Not knowing does not mean you don't care. That is the responsibility of the City and the citizens to get all the facts. We have got to get citizens to come out and get involved. With this election and the statements today she will support this petition. She thinks the County and TxDOT need to listen to this petition. She concurs with Councilor McConathy that the petition is valid.
 - Councilor Grigar stated this is a tough road. He knows most people in the audience and he hopes we will still all be friends and live in peace and harmony. Hopefully the City can come back together. He has a problem with the petition. There are several duplicate signatures, some that signed the bottom swearing these signatures are here. There was one that signed the top of the page and he feels that whole page should be removed. It's about the one way but TxDOT has control of that.
 - Councilor Pena stated we are dealing with the public outcry and the petition is one part of it. He keeps hearing we don't want the pairing. Let's not forget that TxDOT owns the roads. Just because we say we don't want the pairing it does not mean it will not happen. If we go on with this we will spend money and it will not be cheap. Public involvement is imperative. The lack of information here is something we are all responsible for. He supports the petition.
 - Councilor Euton stated she echoed what Councilor McConathy said. She believes this is a valid petition. There may be some discrepancies with signatures but she believes there is enough signatures if you threw those out you still would have enough to be brought before Council. Some Councilors wanted to have just the petition on the agenda tonight. She thinks it is a good thing that TxDOT and the County are here speaking because it shows us all the different ramifications and it makes it difficult for us to judge which way you should go. She thinks it is something in the education process that both Council and citizens become better informed coming to the meeting with all these items on the agenda. She supports the validity of the petition.
 - Mayor Morales commented that as far as the last petition that went to an election, he does not dispute the way the election came out. There are people that supported him that did not vote because they felt that it was a mute election. He sat in Commissioner's Court when they decided to take this out of Rosenberg's hands. He watched our County Judge and all the Commissioners unanimously vote to move this project forward. Tonight we have heard the attorney, TxDOT and there is nothing we can do. The project is moving forward. He personally doesn't care if it's one way, three ways or four ways, but at the end of the day TxDOT has identified a mobility and safety issue. The County concurs with that and that is why they took it out of Rosenberg's hands. No matter what we do as a Council we cannot stop this project. He has talked to County officials and they are not going to budge. There may be some inconsistencies in the petition, he does not question that but he does not support the petition because he cannot in good conscience spend more money knowing that we can't change it. He has talked to the state representatives and they are not getting involved. This is a TxDOT project and it will move forward. This project was shelved for ten years due to lack of funds and that is why it has come off the shelf. Right now Highway 36 going from Interstate 69 (I69) to Pleak has come off the shelf and funding will be found for that after November and that will be widened. FM 2218 from I69 to Pleak is on the design for TxDOT. A lot of our mobility issues along that freeway and that corridor will be resolved. He has spent many hours in meetings with TxDOT and there will be much better mobility with the expansion of I69.
 - In reference to the petition he respects everyone's opinion. He has visited with all of the officials

and there is nothing that will stop this project so why do we want to keep spending money.

Action: Councilor Benton made a motion, seconded by Councilor McConathy to approve a Petition, as received by the City Secretary's office on May 12, 2014, regarding the opposition of the conversion of any portion of Avenue H and Avenue I to one-way streets, the purchase of additional real estate, as well as the transfer, sale, lease, rent, exchange or conveyance in any way to any person, corporation or entity including TxDOT or Fort Bend County, the real property owned by the City of Rosenberg, and located in Rosenberg, TX between Avenue H and Avenue I, and Damon and Louise Streets, for the roadway project known as the "One Way Pairs Project", without prior approval by Rosenberg voters. **The motion carried by a vote of 5 to 2 as follows: Yeses: Councilor Benton, McConathy, Pena, Euton and Bolf. Noes: Mayor Morales and Councilor Grigar.**

5. **CONSIDERATION OF AND ACTION ON RESOLUTION NO. R-1793, A RESOLUTION STATING THAT THE CITY OF ROSENBERG OPPOSES THE CONVERTING OF ANY PORTION OF AVENUE H AND AVENUE I TO ONE-WAY STREETS, THE PURCHASE OF ADDITIONAL REAL ESTATE, AS WELL AS THE TRANSFER, SALE, LEASE, RENT, EXCHANGE OR CONVEYANCE IN ANY WAY TO ANY PERSON, CORPORATION OR ENTITY INCLUDING TXDOT OR FORT BEND COUNTY, THE REAL PROPERTY OWNED BY THE CITY OF ROSENBERG, AND LOCATED IN ROSENBERG, TX BETWEEN AVENUE H AND AVENUE I, AND DAMON AND LOUISE STREETS, FOR THE ROADWAY PROJECT KNOWN AS THE "ONE WAY PAIRS PROJECT", WITHOUT PRIOR APPROVAL BY ROSENBERG VOTERS.**

Executive Summary: The City Secretary received a Petition addressed to the City of Rosenberg Mayor, City Council, and Rosenberg City Secretary on Monday, May 12, 2014. The "Initiative" Petition seeks the passage and adoption of a "Initiated Resolution" as follows:

"The City of Rosenberg opposes the converting of any portion of Avenue H and Avenue I to one way streets, the purchase of additional real estate, as well as the transfer, sale, lease, rent, exchange or conveyance in any way to any person, corporation or entity including TXDOT or Fort Bend County, the real property owned by the City of Rosenberg, and located in Rosenberg, TX between Avenue H and Avenue I, and Damon and Louise Streets, for the roadway project known as the "One Way Pairs Project", without prior approval by Rosenberg voters."

Resolution No. R-1793 is presented for City Council's consideration pursuant to the Initiative Petition. Should Resolution No. R-1793 be approved, the Petition (as included in the previous item) will become affixed to said Resolution as Exhibit "A".

Key discussion points:

- Councilor Benton stated there are no guarantees in anything we do. He spoke to Rick Miller, Phil Stephenson and John Zerwas. Rick Miller was impressed with our efforts. You send a message to our leaders in e-mail, phone, send letters and you come here and speak. He's not convinced we can't stop the project and can't guarantee you will, but if you don't try you won't. He has seen a lot of frivolous spending here and he has tried to resist it. To get an official ballot and official vote on what the people want is worth \$7,000. If it means we have to spend a few more dollars to send a message to stop this, he is for it.
- Councilor McConathy stated the constitution provides for every citizen the right to speak, write, or publish their sentiments about any given topic. It enables us all under Article 1 the freedom of expression. Our City Charter provides for citizens to express their opinions within limits about some of the operations and decision that City Council and City Manager make. In her opinion, there has been only one other topic that has been so divisive and dividing of this City and this is zoning. Even then, when the topic of zoning occurred and went to election three times those who favored it didn't seem to think it was a waste of time or taxpayers' money. The difference today is that by petition the taxpayers are saying we don't mind you spending our taxpayer money for the expression, opinions or feelings about the one way pairs. A lot of the folks she talked to know that Avenue H and Avenue I are state maintained roadways. The City does not have jurisdiction over it. They also know that even if all seven of us unanimously agreed to not convey, sell, etc., the property for the one way pairs project that TxDOT could still condemn the property. Of the two items on the petition, TxDOT could go forward anyway, but that is not the principal. It is the belief of the people that this is not a valid project and they understand what's at stake but they wanted us, TxDOT and anyone that would listen to hear their feelings and opinions just like those in favor of one way pairs got the opportunity to express. She wants to let everyone know we will get past this project eventually like we did with zoning and as stated this happens to be one thing we are

on opposite sides of opinion about. There will be other causes that will unite us. Let's be respectful of each other's opinion. She would favor the resolution to go forward.

- Councilor Bolf stated when citizens submit a petition to Council that gives them the right to speak. It might not change the project but your vote is never not worth voting. It is always a good thing to have an election no matter how it turns out. City Council will act on what we feel our districts each want. The citizens can take it to the next step but voting is never a wrong no matter which way it goes. A lot of what Mayor Morales said on the TxDOT projects finishing Spur 10, widening of Highway 36 and area on US 59 makes sense and you can see how that will truly help our mobility issues. She supports the resolution.
- Councilor Grigar stated what Councilor McConathy said was true but hearing the facts and being around this project the last ten years there were alternatives that were presented and they were to put in medians that nobody likes those on FM 2218 today. That was a choice to do that which means buying additional right of way and buying businesses out. No one wants to buy out businesses because nobody wants downtown to be a ghost town from what he is hearing. That is not what we want. Let's start buying properties where it will really cost us more if we want to keep it the way it is and have these meetings in the middle which would impact businesses greatly. All of the distribution building on Highway 90A on the west side of town will add 150 more jobs which means more traffic and where are those people going to live, probably on the south side of US 59 which means they will drive through on Highway 36. We need to be cognizant of the fact that businesses, distribution centers will come in and we have to accommodate them. This traffic will get worse. What other way to do it than convert it to one way and do away with the two ways? Keep in mind that the north/south connections are not being changed. Mobility will be easier. Avenue H and Avenue I are only 375 feet apart. We all want lower taxes so with that we need the growth and businesses for sales tax and to lower our property taxes. With that comes traffic for transport of our goods and services and moving traffic in a safe manner is better for all of us. With this project we will have traffic signals upgraded or new and some eliminated. At 50,000 populations the City will have to take over maintenance of these traffic signals. If we can get them upgraded now it will save money. It will improve ADA ramps and make them compliant to today's standards. With all he is hearing he has to back this one way project. He keeps hearing you don't want it so what is the solution. He has not heard a solution or an alternative. He hopes through all of this the residents can come back together and live in peace and harmony. There is a division right now. Let's get back to living like we used to.
- Councilor Pena stated it is up to the people so let them vote. We have that opportunity. It will cost money. TxDOT owns the roads and they will probably condemn the property and we will get some money but the thing is the people spoke. You speak with your vote and that is your right. There are people coming here from all nations and they have never had the opportunity we have here in this country. He supports the resolution.
- Councilor Euton stated she does not like the one way pairs cross over ends. She thinks it will be a big congestion problem. She does not think it will be the fix the one way pair advocates think it will be. She supported the election and she thinks that is a good thing for the citizens to be able to voice their opinion. But, she also believes that it will not stay the same. If it is not going to stay the same what is the alternative? The only other alternative that was proposed that anybody else could see was getting more right of way and medians. That to her is a worse solution to the problems. She does not particularly like one way pairs but it is the lesser of the two evils in her opinion. She believes our attorney that says that if you pass this resolution and we force the condemnation that we will lose because of the previous Council's consent. TxDOT and the County have taken this out of our hands. She must be a realist and try to do what is best for the City as a whole and cut our losses. We tried to fight it and show our opinion but she does not think we can win. She will not support the resolution because she thinks it would not be spending the City's money wisely. She thinks we should all stay involved. The only way to fight City Hall is to be involved before decisions are made. That is why she is here because she was hurt by laws that were passed by Council that she did not like. She challenged everyone to stay involved and help Council to decide with new issues coming up. Let's try to get this together. She knows a lot of people don't like this kind of opinion but that is the way she sees it. She still wants to be friends and she will support them if she feels like it is something the City can win.
- Mayor Morales stated in visiting with mayors from other cities and Mayor Melder of Conroe told him they had a one way pair project done and there was opposition. They did not take it to a vote, but today they don't know what they would do without it. It really made a difference for mobility. It may not be the perfect solution, but it is the solution. James Koch who was the District TxDOT person that made the presentation at the hearing said TxDOT will not base their decision on just

someone just not wanting it. There has to be hard concrete facts. If someone's home is in the way or there is a business that doesn't want their land taken away that is a different story. He is just repeating what they told him. Like Councilor Euton he thinks everyone should stay involved. Now with the video opportunity you can be more aware of what is going on and be involved and hear future issues. As the attorney said there have been written agreements made over the years over the last decade if challenged we would lose. In all good conscience he does not think we should spend more money with another election or wasting more legal fees going forward when this issue will not change.

Action: Councilor McConathy made a motion, seconded by Councilor Benton to approve Resolution no. R-1793, a Resolution stating that the City of Rosenberg opposes the converting of any portion of Avenue H and Avenue I to one-way streets, the purchase of additional real estate, as well as the transfer, sale, lease, rent, exchange or conveyance in any way to any person, corporation or entity including TxDOT or Fort Bend County, the real property owned by the City of Rosenberg, and located in Rosenberg, TX between Avenue H and Avenue I, and Damon and Louise Streets, for the roadway project known as the "One Way Pairs Project", without prior approval by Rosenberg voters. **The vote carried by a vote of 4 to 3 as follows: Yeses: Councilors Benton, McConathy, Pena and Bolf. Noes: Mayor Morales and Councilors Euton and Grigar.**

6. **CONSIDERATION OF AND ACTION ON RESOLUTION NO. R-1794, A RESOLUTION AUTHORIZING THE CITY MANAGER TO EXECUTE AGREEMENTS AND/OR OTHER APPROPRIATE DOCUMENTS, FOR AND ON BEHALF OF THE CITY OF ROSENBERG, FOR THE APPRAISAL OF CERTAIN REAL PROPERTY GENERALLY ASSOCIATED WITH THE ONE-WAY PAIRS PROJECT AS FOLLOWS: TRACT I - 1.6935 ACRES, LOTS 1, 2, 3, 4, 5, 8, 9, 10, 11, AND 12, BLOCK 1, FAIRVIEW ADDITION/TRACT II - 0.23 ACRES OUT OF THE J.W. MOORE 1/4 LEAGUE; 0.5499 ACRES OUT OF RESTRICTED RESERVE "A" OF KOOL CAR WASH; AND, 0.355 ACRES, LOTS 13 AND 14, BLOCK 1, FAIRVIEW ADDITION.**

Executive Summary: This item has been added to the agenda in order offer City Council an opportunity to authorize action to accurately assess and establish the value of City-owned properties associated with the One-Way Pairs Project. As activity related to these properties continues, it would be beneficial to establish an accurate value for said property in order to have a means of comparison with appraisals that may be presented by Texas Department of Transportation, Fort Bend County, or other entities.

Key discussion points:

- Mayor Morales explained the Resolution is asking for the Council to approve the City to get an appraisal of our own done of that property so we will have something to compare when TxDOT does their appraisal for the City Manager to negotiate with TxDOT.
- George Hyde recommended that this item be tabled until condemnation negotiations are being done. Any appraisal at this time would be a waste of money and a new appraisal would be required.

Action: Councilor Benton made a motion, seconded by Councilor McConathy to table the item until such time condemnation negotiations are being done. The motion carried by a unanimous vote.

7. **ADJOURNMENT.**

There being no further business Mayor Morales adjourned the meeting at 11:04 p.m.

Christine Krahn, Acting City Secretary



CITY COUNCIL COMMUNICATION

June 17, 2014

ITEM #	ITEM TITLE
B	Ordinance No. 2014-27 - Consent for MUD No. 144 Bond Anticipation Note, Series 2014

ITEM/MOTION

Consideration of and action on Ordinance No. 2014-27, an Ordinance granting consent to the Fort Bend County Municipal Utility District No. 144 for the issuance of a Bond Anticipation Note, Series 2014, in an amount not to exceed \$2,000,000.

FINANCIAL SUMMARY

Annualized Dollars:

- One-time
- Recurring
- N/A

Budgeted:

- Yes No N/A

Source of Funds: N/A

ELECTION DISTRICT

- District 1
- District 2
- District 3
- District 4
- City-wide
- ETJ

SUPPORTING DOCUMENTS:

1. Ordinance No. 2014-27
2. Page Correspondence – 05-22-14

MUD #: 144 (Summer Lakes, Waterford Park PUD)

APPROVALS

Submitted by:


 Charles A. Kalkomey, P.E.
 City Engineer

Reviewed by:

- Exec. Dir. of Administrative Services 
- Asst. City Manager of Public Services
- City Attorney **LL/ks**
- City Engineer
- (Other)

Approved for Submittal to City Council:


 Robert Gracia
 City Manager

EXECUTIVE SUMMARY

Attached for your consideration is Ordinance No. 2014-27 granting the City's consent to Fort Bend Municipal Utility District No. 144 to sell a Bond Anticipation Note (BAN), Series 2014, in an amount not to exceed \$2,000,000.

On May 06, 2003, Starwood Development, LLC, submitted a petition to the City to create a Municipal Utility District that included approximately 358.48 acres located primarily within the Corporate Limits of the City, with approximately 35.46 acres lying outside the City and outside the Extraterritorial Jurisdiction of the City of Rosenberg, to be known as Fort Bend County Municipal Utility District No. 144. Accordingly, the Petition for Consent and associated Ordinance No. 2003-21 were approved by City Council at that time. Subsequently, City Council approved Ordinance No. 2005-32 on December 13, 2005, expanding the District's territory by 173.34 acres, approved Ordinance No. 2006-18 on July 18, 2006, expanding the District's territory by an additional 1.5369 acres, and approved Ordinance No. 2010-14 on June 1, 2010, again expanding the District's territory by an additional 6.00 acres. The District is located south of Reading Road and east of FM Highway 2977.

Following is a list of previous Unlimited Tax Bond Sales and Bond Anticipation Notes (BAN) that have been approved by City Council:

- Ordinance No. 2006-39 - City Council approved the District's first bond sale in the amount of \$2,815,000 on December 05, 2006.
- Ordinance No. 2007-48 - City Council approved the District's BAN in the amount of \$1,650,000 on October 16, 2007. The BAN was subsequently repaid out of the bond sale authorized under Ordinance

No. 2008-21.

- Ordinance No. 2008-21. City Council approved the District's second bond sale in the amount of \$3,030,000 on October 07, 2008.
- Ordinance No, 2012-38 - City Council approved the District's BAN in the amount of \$1,301,500 on November 06, 2012. The BAN approved by City Council under Ordinance No. 2012-38 was subsequently repaid out of the Series 2013 bond sale under Ordinance No. 2013-24.
- Ordinance No. 2013-24 – City Council approved the District's third bond sale in the amount of \$2,695,000 on May 07, 2013.

The District intends to submit a fourth Bond Application Report to the Texas Commission on Environmental Quality requesting permission to issue and sell \$3,400,000 in Unlimited Tax Bonds, Series 2015, before the end of 2014. Prior to the sale and issuance of these Bonds, the District has requested the City's consent to the issuance of a Bond Anticipation Note, Series 2014, in an amount not to exceed \$2,000,000. The BAN will be repaid out of the proceeds from the anticipated Bond sale. Please see the attached correspondence outlining the District's proposed use of the Bond proceeds.

Staff has reviewed the documentation and found it to be in compliance with applicable City ordinances. Staff recommends approval of Ordinance No. 2014-27, granting consent for the sale of the Bond Anticipation Note, Series 2014.

ORDINANCE NO. 2014-27

AN ORDINANCE GRANTING CONSENT TO THE FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO.144 FOR THE ISSUANCE OF A BOND ANTICIPATION NOTE, SERIES 2014, IN AN AMOUNT NOT TO EXCEED \$2,000,000.

* * * * *

WHEREAS, the City of Rosenberg, Texas (the “City”) consented to the creation of the Fort Bend County Municipal District No. 144 (the “District”) by Ordinance No. 2003-21, passed and approved on May 06, 2003, consented to the annexation of territory into the District by Ordinance No. 2005-32, passed and approved on December 13, 2005, consented to the annexation of territory into the District by Ordinance No. 2006-10, passed and approved on May 2, 2006, consented to the annexation of territory into the District by Ordinance No. 2006-18, passed and approved on July 18, 2006, and consented to the annexation of territory into the District by Ordinance No. 2010-14, passed and approved on June 1, 2010 (collectively known as the “Consent Ordinance”); and,

WHEREAS, the District was created in accordance with the provisions of Article V of Chapter 29 of the City’s Code of Ordinances (the “Code”); and,

WHEREAS, a portion of the land within the District is within the corporate limits of the City and a portion of the land, approximately 35.46 acres, is outside the City’s corporate limits and is not within the extraterritorial jurisdiction of the City; and,

WHEREAS, the District intends to submit its fourth Bond Application Report to the Texas Commission on Environmental Quality (Commission) prior to the end of 2015,

requesting Commission approval for the issuance of \$3,400,000 in unlimited tax bonds, Series 2015 (Bonds); and,

WHEREAS, the District has requested the City's consent to the District's issuance of a Tax Bond Anticipation Note, Series 2014, in an amount not to exceed \$2,000,000, to be repaid from the proceeds from the sale of the Bonds; and,

WHEREAS, the City Council of the City has reviewed the District's request for the issuance of such Bond Anticipation Note and the documentation and certifications submitted in support thereof; and,

WHEREAS, the City Council has determined that the issuance of Bond Anticipation Note by the District is in accordance with the Consent Ordinance, the Water Supply and Wastewater Services Contracts entered into by and between the City and the District, including all amendments and addendums thereto, and the terms and conditions set forth in Chapter 29 of the Code; now, therefore,

BE IT ORDAINED BY THE COUNCIL OF THE CITY OF ROSENBERG:

Section 1. The facts and recitations set forth in the preamble of this Ordinance are hereby found to be true and correct.

Section 2. The City Council hereby approves the issuance of a Bond Anticipation Note, Series 2014, in an amount not to exceed \$2,000,000, by the Fort Bend County Municipal Utility District No. 144. Such approval is subject to the certifications, representations, and conditions set forth in the District's request for approval of issuance of the Bond Anticipation Note, and the terms and provisions of the Consent Ordinance, the Water Supply and Wastewater Services Contracts entered into by and between the City and District, including all amendments and addendums thereto, and the applicable provisions set forth in Chapter 29 of the Code.

PASSED AND APPROVED by a vote of _____ “ayes” in favor and _____
“noes” against on this first and final reading in full compliance with the provisions of
Section 3.10 of the Charter of the City of Rosenberg on the _____ day of
_____ 2014.

ATTEST:

APPROVED:

Linda Cernosek, **City Secretary**

Vincent M. Morales, Jr., **Mayor**

APPROVED AS TO FORM:

Lora Jean D. Lenzsch, **City Attorney**

SCHWARTZ, PAGE & HARDING, L.L.P.

ATTORNEYS AT LAW

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E. BENJAMIN MORSE
WILLIAM D. STAFFORD



May 22, 2014

VIA U.S. MAIL AND
ELECTRONIC MAIL

Mr. Robert Gracia
City Manager
City of Rosenberg
2110 Fourth Street
Rosenberg, Texas 77471

Re: Fort Bend County Municipal Utility District No. 144 – City of Rosenberg Approval of Bond Anticipation Note, Series 2014

Dear Mr. Gracia:

The Board of Directors of Fort Bend County Municipal Utility District No. 144 (the "District") intends to submit its fourth Bond Application Report to the Texas Commission on Environmental Quality ("Commission") within the next 1 to 3 weeks and is requesting Commission approval for the issuance of \$3,400,000 Unlimited Tax Bonds, Series 2015 (the "Bonds"). Upon the filing of said Report, the District intends to sell a bond anticipation note ("BAN") in an amount not to exceed \$2,000,000, subject to the approval of the City of Rosenberg (the "City"). The BAN will be repaid out of the proceeds from the sale of the Bonds, and the projects to be funded from the proceeds of the BAN are as identified on the enclosed cost summary. Certain of these facilities have been or will ultimately be conveyed to the City pursuant to the Services Contract between the City and the District.

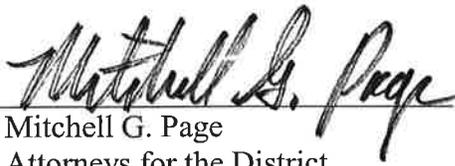
In order to expedite the closing of the BAN sale, the District hereby requests City approval of the issuance of the District's BAN in an amount not to exceed \$2,000,000 pursuant to Section 29-232(16) of the City's Code of Ordinances, as made applicable to the District by Section 3 of City Ordinance No. 2003-21. The Bond Application Report requesting Commission approval of the Bonds will be forwarded to the City within twenty (20) days of the filing of same, as required by Section 29-232(16) of the City's Code of Ordinances. The Bond Application Report will detail the projects to be funded by same.

May 22, 2014
Page 2

Should you have any questions regarding the above, or if any additional information is required for your review, please contact the undersigned. In addition, we would appreciate your response to the above request as soon as possible. Thank you for your assistance in that regard.

Very truly yours,

SCHWARTZ, PAGE & HARDING, L.L.P.

By: 
Mitchell G. Page
Attorneys for the District

Enclosures

cc: Ms. Kaye Supak (via e-mail)
City of Rosenberg

Mr. Sam Yager, III (via e-mail)
Mr. Greg Voinis
Summer Creek Development, Ltd.

Mr. Justin Ring, P.E. (via e-mail)
EHRA, Inc.

Ms. Debbie Shelton (via e-mail)
First Southwest Company

BOND ANTICIPATION NOTE REQUIREMENT

Construction Costs

<u>Developer Contribution Items</u>	<u>Amount</u>	<u>Ban Amount</u>
1. Summer Lakes, Section One		
a. Water Distribution System	\$ 48,789	\$ 34,152.62
b. Wastewater Collection System	\$ 77,008	\$ 53,905.44
c. Storm Water Collection System	\$ 68,308	\$ 47,815.36
d. Storm Water Pollution Prevention Plan	\$ 4,619	\$ 3,233.06
e. Construction Materials Testing Services	\$ 3,869	\$ 2,708.13
f. Construction Staking Service	\$ 6,738	\$ 4,716.25
g. As-Built Survey and Record Drawing Preparation	\$ 1,988	\$ 1,391.25
Sub Total	\$ 211,317	\$ 147,922
2. Phase Two Storm Water Detention Facility and Outfalls		
a. Site Preparation	\$ 30,251	\$ 21,175.53
b. Detention Basin Excavation	\$ 347,003	\$ 242,901.89
c. Storm Water Pollution Prevention Plan	\$ 12,709	\$ 8,896.02
d. Construction Staking Service	\$ 25,797	\$ 18,057.70
e. As-Built Survey and Record Drawing Preparation	\$ 8,728	\$ 6,109.75
f. Construction Materials Testing Services	\$ 11,973	\$ 8,380.95
Sub Total	\$ 436,460	\$ 305,522
3. Water Distribution, Wastewater Collection, Storm Water Facilities to serve City of Rosenberg Fire Station and Lamar Consolidated I.S.D. School Site		
a. Site Preparation	\$ 1,232	\$ 862
b. Water Distribution System	\$ 283,804	\$ 198,663
c. Wastewater Collection System	\$ 196,549	\$ 137,584
d. Storm Water Collection System	\$ 180,673	\$ 126,471
e. Storm Water Pollution Prevention Plan	\$ 697	\$ 488
f. Construction Staking Service	\$ 7,726	\$ 5,408
g. Post Construction Topographic Verification	\$ 2,862	\$ 2,003
Sub Total	\$ 673,543	\$ 471,480
4. The Reserve at Waterford Park		
a. Site Preparation	\$ 25,524	\$ 17,867
b. Water Distribution System	\$ 66,898	\$ 46,829
c. Wastewater Collection System	\$ 130,006	\$ 91,004
d. Storm Water Collection System	\$ 272,433	\$ 190,703
e. Storm Water Pollution Prevention Plan	\$ 1,973	\$ 1,381
f. Construction Staking Service	\$ 5,000	\$ 3,500
g. Post Construction Topographic Verification	\$ 2,500	\$ 1,750
Sub Total	\$ 504,334	\$ 353,034
5. Engineering & Geotechnical (11.8% of Items 2-4)	\$ 190,381	\$ 133,267
6. Storm Water Compliance (Item 3)	\$ 7,990	\$ 5,593
Total Developer Contribution Items	\$ 2,024,025	\$ 1,416,818

District Items

1. Capital Impact Fees			
a. Water Services and Wastewater Services (116 ESFC @ \$2,529.97 each)	\$ 293,477	\$	293,477
2. Spacek Road Facilities (actual cost)	\$ 67,000	\$	67,000
Total District Items	\$ 360,477	\$	360,477
TOTAL CONSTRUCTION COSTS	\$ 2,384,502	\$	1,777,294

Non-Construction Costs

A. Legal Fees		\$	19,470
B. Financial Advisory Fees / Placement Agent		\$	19,470
C. Engineering Fees		\$	5,000
D. BAN Issuance Fees		\$	12,374
Total Cost of Issuance		\$	56,314
Operating Costs		\$	113,392
Total Bond Anticipation Note Requirement		\$	1,947,000



CITY COUNCIL COMMUNICATION

June 17, 2014

ITEM #	ITEM TITLE
2	Texas Main Street Program Discussion
ITEM/MOTION	
Review and discuss an application to the Texas Main Street Program, and take action as necessary.	
FINANCIAL SUMMARY	
ELECTION DISTRICT	

Annualized Dollars:

- One-time
- Recurring
- N/A

Budgeted:

- Yes No N/A

Source of Funds:

N/A

- District 1
- District 2
- District 3
- District 4
- City-wide
- N/A

SUPPORTING DOCUMENTS:

1. Letter of Intent to Apply
2. 2015 Texas Main Street Application and Guidelines
3. Texas Main Street Program Draft Budget for FY2015
4. Map – Texas Main Street Program Boundaries
5. FY2015-FY2019 Economic Development Strategic Plan Excerpt – 04-01-14
6. City Council Meeting Draft Minute Excerpt – 05-27-14

MUD #: N/A

APPROVALS

Submitted by:

Randall Malik
Economic Development
Director

Reviewed by:

- Exec. Dir. of Administrative Services *gf*
- Asst. City Manager of Public Services
- City Attorney
- City Engineer
- (Other)

Approved for Submittal to City Council:

Robert Gracia
City Manager

EXECUTIVE SUMMARY

Proposed participation in the Texas Main Street Program (Program) was presented to City Council at the May 27, 2014 Workshop. At that time, City Council directed staff to move forward and to provide additional detail. The application process involves coordination between the business community, City staff, and downtown stakeholders.

This item has been added to offer City Council the opportunity to review one of the most important components of the application, the proposed Budget, in advance of completion of the application. A draft Budget has been provided for your review. Staff is seeking City Council's feedback regarding the Budget and/or other areas of the Program.

A final application will be submitted for City Council's review and consideration in July, in advance of the application's due date, July 31, 2014. If the application is accepted by Texas Main Street Program, the Program and Budget would be implemented in January FY2015.

TEXAS MAIN STREET PROGRAM INTENT TO APPLY
(Due May 15, 2014)

The community of 34,127 intends to apply to the Texas Main Street Program for designation as a 2013 Texas Main Street program: x Small City Urban Recertified. Date: January 8, 2014

City elected or administrative official (name/title) Matt Fielder, Economic Development Director

Address, City, Zip PO Box 32, 2110 Fourth Street, Rosenberg, TX, 77471

Phone number 832-595-3339 Fax number 832-595-3331

Signature _____

(for urban) Authorized Board official (name/title) _____

Address, City, Zip _____

Phone number _____ Fax number _____

Signature _____

Contact person/application preparer (name/title) Rachelle Kanak, Assistant Economic Development Director

Organization City of Rosenberg

Address City, Zip PO Box 32, 2110 Fourth Street, Rosenberg, TX 77471

Phone number 832-595-3338 Fax number 832-595-3331

Email rachellek@ci.rosenberg.tx.us

Please include with this letter an 8.5" x 11" map of the proposed Main Street Program area.
This map will also be included as part of the application.

2015 TEXAS MAIN STREET APPLICATION/GUIDELINES

For small city, urban, and recertified programs applying for 1/1/2015 entrance

This is the official form for submitting an application to become a designated Texas Main Street program. The Texas Main Street Program (TMSP) is a part of the Community Heritage Development Division of the Texas Historical Commission (THC). As a trademarked program under the National Main Street Center, a community or district may not call itself 'Main Street,' nor may it employ a 'Main Street Manager/Director' without an application and official designation by the TMSP and THC.

Definitions (Texas Administrative Code, Title 13, Part 2, Ch. 19, §19.3):

Small City: population of 50,000 people or fewer

Urban: population of 50,001 people or greater

Recertified: any population that was formerly in the program, has reapplied and been accepted

Up to five cities of any population size may be selected subject to available resources (§19.4f)

A Small-City new or recertification application will show the program under city government, with the Main Street manager as a city employee and an initial three-year commitment.

The Urban new or recertification application can be:

- a stand-alone non-profit organization with a governing board under which the program manager/assistant are employed. In this model, the city provides a portion of program funding and other support. This is the traditional model through which urban applications are made.
- part of city government, with the program manager/assistant are paid employees of the city, and with a volunteer Advisory Board to provide volunteer support, additional fundraising and advocacy for the local program.

In both urban models, an initial five-year commitment is required with full staffing. This application must specifically show how the urban model selected is the best fit for the local program.

The hiring process for a Main Street manager should not commence until after the Commission vote (see timeline below.) However, an applicant may have in place someone whose job title reflects downtown work, such as Downtown Director, Downtown Coordinator etc. but it is not required.

Contact information for questions, to submit *Intent to Apply* and completed applications:

Debra Drescher, State Coordinator

Texas Main Street Program, Community Heritage Development Division, Texas Historical Commission

1304 Colorado (hand/overnight delivery only) Austin, TX 78701

P.O. Box 12276 (regular mail) Austin, Texas 78711-2276

512/463-5758 debra.drescher@thc.state.tx.us

Timeline:

Thursday, May 15, 2014: Letters of Intent due so that Texas Main Street staff may schedule a visit to your community. This does not obligate an application.

Thursday, July 31, 2014: applications due, 5 p.m.

October 23-24, 2014: quarterly Commission meeting, vote on applicants

January 1, 2015: official entrance. Hiring process, training for new managers and board members starts soon thereafter.

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Helpful hints for application completion	4
Selection criteria	5
Intent to apply*	6
Application*	7
Resolutions*	20
Budget*	23

* indicates documents that will be turned in as part of the application

APPLICATION CHECKLIST

- 1. Letter of Intent.** See above and page 6.
- 2. Completed original application and 10 copies that will include:**
 - a. Applicant Information Page**
 - b. Completed application.**
 - c. Supplemental information.** Additional information demonstrating community support, such as newspaper articles, public meeting notices, etc., may be submitted.
 - d. Resolution.** From the city government or, if an urban application, a resolution from both the City and the Advisory organization. Sample resolutions are in this packet. Resolutions are due with the application and do not have to be turned in with the Letter of Intent.
 - e. Budget.** A proposed budget must be included. Sample budgets are in this packet.
 - f. Maps.** Instructions for map detail and type are included in this packet.
- 3. One set of the following:**
 - a. Twenty-five (25) .jpg images on CD.** Images show evidence of a consistent amount of historic commercial buildings in the proposed Main Street Program area. DO NOT put images in a PowerPoint™ format. Review instructions for submitting slides/images.
 - b. Narrative for images.** The narrative should be concise but still tell a story that explains the history of your town and provides information about the current state of downtown. Do not include in the narrative names of individual business/building owners unless they are historically significant or otherwise relevant (i.e. the person owns multiple buildings in the program area etc.).
 - c. Letters of support.** Letters of support should demonstrate support for the Main Street Program from all segments of the community. Letters of support should indicate support from merchants, civic and historical organizations and citizens. Form letters are discouraged.

Formatting instructions:

All application sets must be three-hole punched with no staples. Use binder clips or rubber bands to secure each set — do not put sets in individual binders.

INSTRUCTIONS FOR DIGITAL IMAGES

(One master CD only)

- Introductory image and Narrative description #1: a simple map outlining the proposed Main Street Program area in a scale large enough to identify streets. Place arrows (with corresponding image numbers) on a map showing where the image was taken. The preferable map size is 8.5" x 11".
- Introductory image and Narrative description #2: Shows the overall district and buildings' relationships to each other from a high vantage point and showing building massing. Google Earth™, Google™ Maps can be used. If a high vantage point is unavailable, continuous "sides of the street" should be taken. The object is to show cohesive fabric versus individual structures.
- Each image corresponds to the narrative in which relevant elements are described.
- Images should show both positive and negative aspects of the city, and will show not only need, but also commitment and resources to be successful as a Main Street program. Present images with and without people.
- In addition to overall shots, include a few images of important individual structures in the proposed program area (such as post office, courthouse, city hall, banks, department stores, etc.) and, to show broader context, structures from outside the program area (such as college campuses, or historic agriculture/industrial sites). Views of empty lots or urban parks should be shown as they relate to the buildings.
- If there is a unique residential neighborhood within walking distance of the proposed program area, only overall representative images should be shown and described in the narrative. Avoid taking excessive shots of individual houses. (Remember, Main Street is a commercial revitalization program.)
- Poor quality images that are out of focus or faded, or ones that do not adequately show evidence of historic commercial fabric, reflect poorly on an application.
- Title each jpeg image with the city name and a number, which will correspond to the submitted narrative. Provide only jpeg images. DO NOT present the images in a PowerPoint™ presentation. An example of an image title would be "Anytown #1.jpg". Only one CD should be submitted.

HELPFUL HINTS FOR APPLICATION COMPLETION

Use the APPLICATION CHECKLIST to ensure that all required items are included.

1. Follow the application format when answering questions. Keep responses brief but provide complete information.
2. The proposed Main Street Program area should be the well-defined traditional, historic commercial core of your community. Select the area that has the strongest concentration of historic commercial buildings.
3. Applicants must demonstrate a commitment to actively participate in the Texas Main Street Program for the minimum of three/five (small/urban) years. Developing a sustainable effort through incremental progress over time is critical for success and the intent should be to continue on after the initial period.
4. Offer a competitive salary in the proposed budget to attract a qualified program manager. Offer job security by providing stable program funding and benefits. While fundraising and grant writing is often part of a program's work plan, the manager should not be expected to raise funds that are used for the sole purpose of sustaining the program. Funds that are raised and grant monies are typically directed towards special projects. The budget should also include funds for professional development and related travel expenses, which are required for the program manager.
5. The application requires information from a variety of sources. For **population/demographic** information: the U.S. Census Bureau (www.census.gov; on this site are American Fact Finder, Quick Facts and Population Finder) or the Texas State Data Center/Office of the State Demographer (<http://txsdc.utsa.edu>). For **unemployment** data: the Texas Workforce Commission at www.twc.state.tx.us. For **sales tax** data: Texas Comptroller of Public Accounts (www.cpa.state.tx.us). Some information can be obtained through Council of Governments for your area (www.txregionalcouncil.org). If they are available in your town, your community's economic development or planning departments, the economic development corporation or the chamber of commerce can also provide data.

SELECTION CRITERIA

Texas Main Street Program applications are reviewed by a Main Street Interagency Council, comprised of representatives from Texas Main Street staff and various state agencies. This Council carefully reviews submitted applications, using a set of criteria to rank the applications. Final rankings are forwarded to the members of Texas Historical Commission at the fall quarterly meeting. The governor-appointed members of the Texas Historical Commission make the final decision regarding cities to be designated as official Texas Main Street programs.

Applications are judged by the following criteria. Each section of the application is divided into these categories:

- I. **Historic commercial fabric and historic identity**—The historic significance of the proposed Main Street area and the interest in and commitment to historic preservation.
- II. **Community and private sector support and organizational capacity**—Demonstrates community and private sector support for the program. (The capability of the applicant to successfully implement the Main Street Program.)
- III. **Public sector support and financial capacity**—Demonstrates the public sector support and the financial capability to employ a full-time manager, fund a local Main Street Program and support downtown-related projects.
- IV. **Physical capacity**—The cohesiveness, distinctiveness and variety of business activity conducted in the proposed Main Street Program area.
- V. **Demonstrated need**—The need for the Main Street Program and its expected impact on the city.

TEXAS MAIN STREET PROGRAM INTENT TO APPLY
(Due May 15, 2014)

The community of _____ intends to apply to the Texas Main Street Program for designation as a 2015 Texas Main Street program: Small City Urban Recertified. Date: _____

City elected or administrative official (name/title) _____

Address, City, Zip _____

Phone number _____ Fax number _____

Signature _____

(for urban) Authorized Board official (name/title) _____

Address, City, Zip _____

Phone number _____ Fax number _____

Signature _____

Contact person/application preparer (name/title) _____

Organization _____

Address City, Zip _____

Phone number _____ Fax number _____

Email _____

Please include with this letter an 8.5" x 11" map of the proposed Main Street Program area.
This map will also be included as part of the application.

TEXAS MAIN STREET PROGRAM APPLICATION
Applicant Information (due July 31, 2014)

City: _____ County: _____

This is a:

Small City Application: New Recertification

or

Urban City Application: New Recertification

being submitted as:

A stand-alone non-profit with city support

A city department with an Advisory Board

(All signatures for the urban application should be submitted regardless of program structure)

Name/title of person preparing application (or contact person) _____

Signature _____

Mailing/Physical address of preparer _____

Title _____ Email _____

Telephone number _____ Fax number _____

Name of **City Manager** _____

Address _____

Telephone number _____ Fax number _____

State Senator _____

Local address _____

Telephone number _____ Fax number _____

State Representative _____

Local address _____

Telephone number _____ Fax number _____

Local Newspaper _____

Telephone number _____ Fax number _____

Email for local news _____

PUBLIC OFFICIAL CERTIFICATION

The **City** of _____ endorses the submission of this application and agrees to participate in the development of the local Main Street Program. Name of Mayor: _____

Signature of **Mayor** _____

Address _____

Telephone number _____ Fax number _____

Email _____

(Urban only) The **Board** of _____ endorses the submission of this application and agrees to participate in the development of the local Main Street Program. Name of Board President: _____

Signature of **Board President** _____

Address _____

Telephone number _____ Fax number _____

Email _____

Note: The urban contract requires a full-time manager and assistant dedicated to the Main Street effort. If submission is from a stand-alone non-profit and the organization's membership area is larger than the Main Street district, please explain in the application how the Main Street Manager will dedicate all of his/her time to the Main Street effort. (i.e. the Manager is part of a larger staff and others handle the duties of the rest of the membership area.)

TYPE DIRECTLY INTO THIS QUESTIONNAIRE

Extra space may be used whenever necessary.

CITY DATA & GOVERNMENT PROFILE

Please answer as accurately as possible. It may be necessary to estimate in some cases.

1. City population 2000 _____ Current (2010) census _____

2. County population 2000 _____ Current (2010) census _____

3. Ethnic breakdown of the city's population (percentage should total 100).

Anglo	_____%	African American	_____%
Hispanic	_____%	Native American	_____%
Asian	_____%	Other	_____%

4. Local unemployment rate _____ Size of local labor force _____

5. City's revenue from general sales tax (by fiscal year):

FY 2012 _____ FY 2013 _____ FY 2014 or current (*partial FY*) _____

6. Revenue from hotel occupancy tax:

FY 2012 _____ FY 2013 _____ FY 2014 or current (*partial FY*) _____

How is this funding used?

7. List the largest employers in the city and extraterritorial jurisdiction.

Names of employers	Number of employees
--------------------	---------------------

_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

8. Does the city have an industrial park? Yes No

How large? _____

What utility services are available? _____

How many businesses are located here? _____

9. Does the city have an industrial foundation? Yes No

Year founded: _____

What are the foundation's major achievements during the last five years?

10. Does your city have an active industrial development team? Yes No

If so, describe activities:

11. Has your city elected to levy the additional sales tax for economic development? Yes No
 If no, has maximum taxing capacity been reached? Yes No (combined total state/local taxes of 8 1/4% -.0825)
 If yes, what is the type: Type A Type B Both
 What is the rate? _____ What is the yearly yield? _____
 How is it used?

12. Does your community have:
 a. Planning and zoning *commission*?
 b. Planning and zoning *department and/or staff*? Staff size _____
 c. Building inspector(s)? Staff size _____
 d. Building code? Date approved _____
 e. Which code? Most recent update _____
 f. Comprehensive or master plan? Date approved _____
 g. Zoning ordinance? Date approved _____
 h. Sign control ordinance? Date approved _____

13. Does the city have a central business district or downtown master plan? Yes No
 Date approved _____
 What efforts has the city made to implement the plan?

14. If the city does not have a formal plan, does it have policy priorities for solving the problems of the central business district? Yes No
 If so, what are the priorities? _____

CITY INFRASTRUCTURE

15. What are the major problems with city streets, sidewalks and drainage in the central business district?

16. What are the major problems of city utilities in the central business district?

CITY FINANCIAL DATA

	<u>FY 2012</u>	<u>FY 2013</u> <i>(last complete fiscal year)</i>
17. Total city expenditures (all funds):	_____	_____
Total city revenues (all funds):	_____	_____
General Fund:		
a. Revenues	_____	_____
b. Expenditures	_____	_____
Enterprise funds (water, sewer, etc.):		
a. Revenues	_____	_____
b. Expenditures	_____	_____
Indebtedness:		
a. General Obligation (Tax) Bonds	_____	_____
b. Revenue Bonds	_____	_____
c. Other debt	_____	_____

18. Tax rate: _____

19. Assessed valuation: _____

20. Loans/grants awarded to the city in the last three years:

Federal _____

State _____

Private _____

21. What will be the primary sources of funds for the salary and other expenses of the Main Street program?
(this will also be noted in the proposed budget) _____

ADDITIONAL DATA

22. Chamber of Commerce

Budget _____

Size of membership _____

Size of staff _____

Source of funding _____

Describe major activities of last two years:

Types of chamber committees or activities specifically pertaining to central business district:

23. Downtown or Merchants Association, if applicable

No association exists

Budget _____

Size of membership _____

Size of staff _____

Source of funding _____

Describe major activities of last two years:

Types of committees or activities pertaining to central business district:

24. Local Heritage Organization (citywide)

No organization exists

Budget _____

Size of membership _____

Size of staff _____

Source of funding _____

Describe major activities of last two years:

Types of committees or activities pertaining to central business district:

Criterion I—Historic commercial fabric and historic identity.

The historic significance of the proposed Main Street area and the interest in and commitment to historic preservation.

Note: This information should be available locally; some information requested in question 28 is available through the Texas Historical Commission’s Atlas at www.thc.state.tx.us.

25. Does your city have the following (please check if yes):

- National Register District (NRD)
- National Register properties (NRP)
- Recorded Texas Historic Landmarks (RTHL)
- Local historic designation program

From items checked above, please name individually the historic properties and districts within the proposed Main Street Program area as follows (use a separate sheet if necessary):

- With RTHL designations:
- Listed in the National Register of Historic Places:
- Any properties in the Main Street program that have been evaluated as eligible for listing by a historic or architectural survey or inventory:

26. Within the Main Street Program area, does the municipality have locally designated historic properties

(Yes No) or locally designated districts (Yes No)

If so, please describe.

27. Does your municipality have the following?

	<u>Yes</u>	<u>No</u>	<u>In progress</u>
Landmarks or Historic Preservation Commission	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Historic preservation ordinance	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Downtown/historic commercial district sign ordinance	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Design review board/process	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Certified Local Government status	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Historic preservation incentives (i.e. tax abatements, fee waivers, grants, etc.)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

28. a. How many commercial buildings are in the program area? _____

b. What is the approximate age of the existing building stock in the proposed Main Street Program area?

Estimate by percentage.

Pre-1860 _____ %
1860-1879 _____ %
1880-1899 _____ %
1900-1919 _____ %
1920-1939 _____ %
1940-1963 _____ %
Post-1963 _____ %

29. Have downtown/historic commercial district demolitions occurred in the last 5 years? (Yes No)

If yes, for what reasons were the buildings demolished? Were the buildings damaged or deteriorated beyond the point that they could have been rehabilitated and who made that determination? Are there immediate plans for downtown/historic commercial district demolition? If yes, list reasons.

30. Please discuss **cultural or historic preservation** projects that have taken place throughout your city during the past five years or which your community and/or organization plans to undertake. *This could include the restoration or rehabilitation of historic buildings, landmarks or landscapes; the preservation of cultural sites; forms of traditional cultural expression such as music, language or art; or living history performances and ethnic/heritage festivals.*

31. Has a local history been published? Yes No If so, when? _____
What is/are the title of the publication(s)? _____

32. What has your community done to attract visitors to your historic sites and/or downtown?

33. Has your community included its historic resources in branding or marketing efforts? If so, how?

Criterion II —Community and Private Sector Support and Organizational Capacity.

Demonstrates community and private sector support for the program as well as the capability of the applicant to successfully implement the Main Street Program.

34. Why would your city be a successful Main Street community?

35. How have you informed community groups and citizens about the Main Street Program? Explain efforts and responses. Include specific information about community meetings, visits from other Main Street organizations, field trips to other Main Street communities, visit by state staff and downtown revitalization conferences. Please include in this section any newspaper articles or supplemental material that support your response.

36. Do you have a committee of volunteers promoting public awareness of the Main Street Program and contributing to the completion of the application? Please list those involved and describe their role in the community.

37. To whom will the local Main Street manager report?

38. a. List the five most important goals for your program.

1. _____
2. _____
3. _____
4. _____
5. _____

b. How did you arrive at these goals?

39. List specific activities and projects undertaken in the Main Street Program area during the past two years by the private sector, which demonstrate interest and support for revitalization of the Main Street Program area. Give a brief description of the scope of these activities, projects or programs and summarize the applicability to and the potential impact of, these activities, projects and programs on downtown. *Related efforts such as spearheading the creation of special assessment districts or tax increment financing projects, the development of financial assistance programs or other similar activities that demonstrate the commitment to the revitalization effort should be briefly described. Note the number of persons, businesses or organizations involved and dollar amounts expended.*

40. a. How many financial institutions are in the city? _____

b. How many of the financial institutions are in the Main Street Program area? _____

c. Have they yet made any commitment in support of the Main Street program, such as establishing low-interest loan pools or incentive grant funding? Yes No

d. How much funding was pledged? _____ At what interest rate (loan pool)? _____

41. What is your plan to ensure that diverse groups of people play a key role in the implementation of the Main Street Program?

Criterion III—Support and financial capacity.

Demonstrates the financial capability to employ a full-time manager, fund a local Main Street Program and support downtown-related projects.

42. Include in this section the resolution of support. A sample is in this packet.

43. Include in this section the proposed budget for the program. A sample is in this packet.

44. In addition to providing funding the program, describe how the public sector will be involved in the local Main Street Program.

45. What efforts have been made to attract or retain business in the central business district?

Criterion IV—Physical capacity.

The cohesiveness, distinctiveness and variety of business activity conducted in the proposed Main Street Program area.

- 46. Include in this section a map clearly outlining the program area (the hard copy of the map included in your introductory images). Also, indicate on this map the boundaries of any special districts (i.e. Tax Increment Reinvestment Zone) in or adjacent to the program area.
- 47. Include in this section a map or maps showing the business mix and retail mix in each block of the Main Street Program area.
- 48. The size of the proposed Main Street Program area is _____ blocks.
- 49. What number, amount of square footage and percentage square footage is devoted to each of the following in the proposed program area? (These figures may need to be estimates.)

	<u>Number</u>	<u>Sq. ft.</u>	<u>% Sq. Ft.</u>
Department stores	_____	_____	_____%
Variety or discount stores	_____	_____	_____%
Grocery stores	_____	_____	_____%
Restaurants	_____	_____	_____%
Taverns/bars	_____	_____	_____%
Furniture/furnishing stores	_____	_____	_____%
Auto-oriented businesses	_____	_____	_____%
Drug stores	_____	_____	_____%
Specialty stores	_____	_____	_____%
Other retail stores	_____	_____	_____%
Hotels	_____	_____	_____%
Theaters	_____	_____	_____%
Financial institutions	_____	_____	_____%
Other service businesses	_____	_____	_____%
Government offices	_____	_____	_____%
Schools	_____	_____	_____%
Warehouses	_____	_____	_____%
Apartments /lofts/condos etc.	_____	_____	_____%
Other residences	_____	_____	_____%
Manufacturing	_____	_____	_____%
		Total	100%

- 50. In the proposed Main Street Program area, list the (some may be estimates):
 - Number of businesses: _____
 - Number of full-time jobs: _____
 - Number of buildings: _____
 - Number of storefronts: _____
 - Number of storefronts used for retail purposes _____
 - What is the average rent per square foot per year for storefronts? _____

51. What percentage of storefronts are:
Owner-occupied? _____ %
Renter-occupied? _____ %
Vacant? _____ %
52. What percentage of the storefronts are controlled by absentee landlords (owner resides outside of community)? _____ %
53. In the district:
What percentage of the upper floor space is vacant? _____ %
What is the number of vacant lots? _____ %
What is the number of vacant buildings? _____ %
54. Number of outlying shopping centers in the city _____
55. Distance from nearest regional shopping mall _____
56. Number of parking spaces in the central business district:
Public _____ Private _____
57. Discuss the characteristics that make the proposed Main Street Program area a cohesive and recognizable district with distinctive features or architectural character.

Criterion V—Demonstrated Need.

The need for the Main Street Program in the city and its expected impact on the city.

58. Economic Development. List the organizations and their paid staff involved in promoting, marketing and revitalizing the business area in your city. What other area economic development resources are available to your city?

59. What is the average daily traffic count at the center of your downtown/historic commercial district along its primary street?

60. Briefly describe the other most prominent commercial districts in your city including any covered regional malls, strip shopping centers and major discount stores. Be sure to discuss the strength of your downtown historic commercial district's businesses and business mix in relation to those competing shopping areas.

61. Describe trends in your downtown or historic commercial district and community relating to business openings and closings in the last ten years.

62. Describe the physical condition of your downtown historic commercial district including the historic buildings and public spaces. Discuss the local capacity to properly maintain and improve the historic buildings and to handle downtown design issues.

63. Explain why the Main Street Program and assistance from the Texas Main Street Center is a good match for your community and the challenges faced in your downtown historic commercial area.

64. If this is an application for recertification, explain:

a. The timeframe your community was previously in the program (Texas Main Street can provide this information if not known locally) _____

b. Why the program was disbanded previously (if known)

c. Why the timing is now right for your community to re-enter the Texas Main Street network.

SAMPLE BUDGETS AND RESOLUTIONS

Urban, Small City & Recertification

**SAMPLE RESOLUTION FOR CITIES WITH
POPULATION OF 50,000 OR FEWER**

A RESOLUTION AUTHORIZING PARTICIPATION IN THE TEXAS MAIN STREET PROGRAM AND DESIGNATING THE CITY MANAGER TO COORDINATE PROGRAM ACTIVITIES.

WHEREAS: The Texas Main Street Program of the Texas Historical Commission has been authorized to assist historic commercial areas in cities with population of 50,000 people or fewer to develop a public/private effort to revitalize their target areas. If selected, this historic commercial area will begin participation in the Texas Main Street Program in January 2015.

NOW THEREFORE BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF _____:

SECTION 1. That the City of _____ plans to apply for selection to participate in the 2015 Main Street Program with the specific goal of revitalizing the central business district within the context of the preservation and rehabilitation of its historic buildings.

SECTION 2. That the City of _____ will provide an adequate budget to employ a full-time Main Street Program manager for a minimum of three years, to provide funds for the training of the Main Street Program manager and the operating expenses of the program.

SECTION 3. That the City Manager be designated to supervise the Main Street manager activities.

PASSED, APPROVED, AND ADOPTED THIS _____
day of _____, 20____.

MAYOR

ATTEST

CITY SECRETARY

APPROVED AS TO LEGAL FORM:

CITY ATTORNEY

**SAMPLE CITY RESOLUTION FOR GOVERNMENT
(URBAN APPLICATION)**

(Note: this resolution will vary depending on whether the program is to function under a stand-alone non-profit or as a city department.)

A RESOLUTION AUTHORIZING PARTICIPATION AS A TEXAS MAIN STREET URBAN CITY AND DESIGNATING CITY PARTICIPATION.

WHEREAS: The Texas Main Street Urban Program of the Texas Historical Commission has been authorized to assist historic commercial areas in cities with population of 50,001 people or greater to develop a public/private effort to revitalize their target areas. If selected, this historic urban commercial area will begin participation in the Texas Main Street Urban Program in January 2015.

NOW THEREFORE BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF _____ that it is in the public interest for the City to support the development and diversification of the economy of this City as will be accomplished by the Texas Main Street Urban Program.

SECTION 1. That the City of _____ be a co-applicant with (ORGANIZATION NAME) _____ in application for selection to participate in the 2015 Texas Main Street Urban Program with the specific goal of revitalizing a targeted business district within the context of the preservation and rehabilitation of its historic buildings.

SECTION 2. That the City of _____ will provide financial support to the Urban program for staffing, professional development and operations/administration (as a department of the City or through the governing non-profit via contract).

SECTION 3. That the City of _____ understands that downtown revitalization is a long-term effort and that the initial commitment for a Texas Main Street Urban Program is participation for a minimum of five (5) years.

SECTION 4. That the City of _____ will contract with _____ to co-sponsor the Main Street Urban Program.

SECTION 5. That _____ be designated to coordinate the Program on behalf of the City and serve as the principal contact in relation to matters involving the City.

PASSED, APPROVED, AND ADOPTED THIS _____ day of _____, 20_____.

Mayor

ATTEST:

APPROVED AS TO LEGAL FORM:

CITY SECRETARY

CITY ATTORNEY

SUGGESTED PRIVATE ORGANIZATION RESOLUTION (URBAN APPLICATION)

(Note: this resolution will vary depending on whether the program is to function under a stand-alone non-profit or as a city department.)

A RESOLUTION AUTHORIZING PARTICIPATION AS A TEXAS MAIN STREET URBAN CITY.

WHEREAS: The Texas Main Street Urban Program of the Texas Historical Commission has been authorized to assist historic commercial areas in cities with population of 50,001 people or greater to develop a public/private effort to revitalize their target areas. If selected, this historic urban commercial area will begin participation in the Texas Main Street Urban Program in January 2015.

NOW THEREFORE BE IT RESOLVED BY THE (ORGANIZATION NAME) IN THE CITY OF _____ that it is in the public interest to support the development and diversification of the economy of this City as will be accomplished by the Texas Main Street Urban Program.

SECTION 1. That (ORGANIZATION NAME) _____ be a co-applicant with (CITY NAME) _____ in application for selection to participate in the 2015 Texas Main Street Urban Program with the specific goal of revitalizing a targeted business district within the context of the preservation and rehabilitation of its historic buildings.

SECTION 2. That (ORGANIZATION NAME) _____ will provide financial support to the Urban program for (staffing, professional development and operations/administration). (Note here whether this program will be under the Organization or a City Department)

SECTION 3. That (ORGANIZATION NAME) _____ understands that downtown revitalization is a long-term effort and that the initial commitment for a Texas Main Street Urban Program is participation for a minimum of five (5) years.

SECTION 4. That (ORGANIZATION NAME) _____ will contract with (CITY NAME) _____ to co-sponsor the Main Street Urban Program.

PASSED, APPROVED, AND ADOPTED THIS _____ day of _____, 20_____.

PRESIDENT

ATTEST:

SECRETARY

BUDGET TEMPLATE, City of _____
 FOR CITIES WITH POPULATION OF 50,000 OR FEWER
Local Program Administration Expenditures

	SOURCE	Year 1	Year 2	Year 3
Salary-Program Manager*	City/other	_____	_____	_____
Personnel Benefits	City/other	_____	_____	_____
Incentive grants**	City/other	_____	_____	_____
Office operations (computer, supplies, postage etc.)	City/other	_____	_____	_____
Insurance	City/other	_____	_____	_____
Prof. Dev./Travel (manager is required to attend training)*	City/other	_____	_____	_____
Publications & Membership***	City/other	_____	_____	_____
Marketing/printing	City/other	_____	_____	_____
Rent****	City/other	_____	_____	_____
Utilities	City/other	_____	_____	_____
Contingency/Other	City/other	_____	_____	_____
TOTALS		=====	=====	=====

(a)Special Projects/Fundraising	Main Street Board	(See below)	(See below)	(See below)
_____		_____	_____	_____
_____		_____	_____	_____
_____		_____	_____	_____

See notes on sample budget, next page

SAMPLE BUDGET
FOR CITIES WITH POPULATION OF 50,000 OR FEWER
Local Program Administration Expenditures

	SOURCE	Year 1	Year 2	Year 3
Salary-Program				
Manager*	City/other	\$46,000.00	\$47,380.00	\$48,801.00
Personnel Benefits	City/other	\$7,000.00	\$8,000.00	\$9,000.00
Incentive grants**	City/other	\$5,000.00	\$8,000.00	\$10,000.00
Office operations (computer, supplies, postage etc.)	City/other	\$4,500.00	\$4,500.00	\$4,500.00
Insurance	City/other	\$1,000.00	\$1,000.00	\$1,000.00
Prof. Dev./Travel (manager is required to attend training)*	City/other	\$3,000.00	\$3,000.00	\$3,000.00
Publications & Memberships***	City/other	\$1,000.00	\$1,000.00	\$1,000.00
Marketing/printing	City/other	\$2,000.00	\$2,000.00	\$2,000.00
Rent****	City/other	\$0	\$0	\$0
Tx Hist Commission annual fee	City/other	\$535.00	\$535.00	\$535.00
Utilities	City/other	\$200.00	\$200.00	\$200.00
Contingency/Other	City/other	\$100.00	\$100.00	\$100.00
TOTALS		\$70,335.00	\$75,715.00	\$80,136.00
Special Projects/Fundraising	Main Street Board	(\$250)See below	See below	See below

* Average from the 2013 Texas Main Street salary survey. This should be viewed as a professional, career-track position. Please adjust to reflect a 2015 proposal, reflecting current relevant salaries in your geographic area. Programs are allowed split positions after three years; some of these salaries reflect Main Street salaries in which the manager has other duties within the organization:

Less than 5,000 population: \$36,173 (avg. time in position of 4 years)
5,000 – 9,999 population: \$44,781 (avg. time in position of 5.5 years),
10,000 – 19,999 population: \$50,879 (avg. time in position of 5.5 years)
20,000 – 29,999 population: \$54,653 (avg. time in position of 7 years)
30,000 – 49,000 population: \$46,572 (average time in position of 5.6 years)

--The newly selected city should budget for and begin a hiring process so that the new manager can be on board in January 2015. Training for new managers and boards is held in January.

--Economic development and/or tourism expenditures as related to Main Street activities can be funded from other sources as applicable and allowable under state law. However, major municipal government commitment must be evident in the budget.

** Façade, paint and sign grants are extremely important to a new program because they help spur projects and create visibility & awareness of the local Main Street effort. Information about how these projects can be funded can be found in the document "Funding a Main Street Program" on the Texas Historical Commission website in the Main Street resources section: <http://www.thc.state.tx.us/preserve/projects-and-programs/resources>.

*** Memberships: Texas Downtown Association (www.texasdowntown.org), National Trust Main Street Center (www.preservationnation.org/mainstreet)

**** Rent. May or may not be applicable depending on if housed in downtown city hall or in rented space.

(a)Special Projects Fundraising. Revenues received by the program through fundraising efforts, special projects, etc. are generally accepted through an auxiliary organization, such as a Friends or other (c)(3) group under which a Main Street Advisory Board also operates. This organization may be set up with assistance from the Texas Main Street Program following acceptance into the program. Special projects, which helps leverage and extend the operational aspect of the Main Street program, are generally undertaken by the board. Please note that each year since 1981, the First Lady of Texas has visited newly designated Main Street programs. This event includes a ceremony and public reception. Oftentimes, expenses are covered through sponsorships, but should be considered in either this category or in the funded budget.

City of _____

URBAN Five-Year Budget Template

(Budget sources will vary depending on whether program is stand-alone non-profit or city department)

REVENUES

SOURCE	Amount				
	Year 1	Year 2	Year 3	Year 4	Year 5
City Funds	_____	_____	_____	_____	_____
Organization Funds	_____	_____	_____	_____	_____
State Funds	_____	_____	_____	_____	_____
Federal Funds	_____	_____	_____	_____	_____
Corporate Funds	_____	_____	_____	_____	_____
Foundation Funds	_____	_____	_____	_____	_____
Chamber of Commerce	_____	_____	_____	_____	_____
Merchants Association	_____	_____	_____	_____	_____
Downtown Association	_____	_____	_____	_____	_____
Heritage/Preservation Org.	_____	_____	_____	_____	_____
Individual Contributions	_____	_____	_____	_____	_____
TOTALS	=====	=====	=====	=====	=====
Fundraising for special projects:					
_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____

City of _____

URBAN Five-Year Budget Template

(Budget sources will vary depending on whether program is stand-alone non-profit or city department)

EXPENDITURES

SOURCE	Amount				
	Year 1	Year 2	Year 3	Year 4	Year 5
* Salary-Program					
Manager	_____	_____	_____	_____	_____
Salary-Assistant	_____	_____	_____	_____	_____
**Benefits	_____	_____	_____	_____	_____
Incentive Grants (facades etc.)	_____	_____	_____	_____	_____
Marketing/printing	_____	_____	_____	_____	_____
Office operation (computer, supplies etc.)	_____	_____	_____	_____	_____
Insurance	_____	_____	_____	_____	_____
Rent	_____	_____	_____	_____	_____
Utilities	_____	_____	_____	_____	_____
Prof. Dev./Travel	_____	_____	_____	_____	_____
***Publications & memberships	_____	_____	_____	_____	_____
Texas Historical Commission fee	\$3,500	\$3,500	\$3,500	\$3,500	\$3,500
Contingency/Other	_____	_____	_____	_____	_____
TOTALS	=====	=====	=====	=====	=====

**URBAN Five-Year
Sample Budget**

(Budget sources will vary depending on whether program is stand-alone non-profit or city department)

REVENUES

SOURCE	Amount				
	Year 1	Year 2	Year 3	Year 4	Year 5
City Funds	\$60,000.00	\$60,000.00	\$60,000.00	\$60,000.00	\$60,000.00
Organization Funds	\$35,000.00	\$36,000.00	\$37,000.00	\$40,000.00	\$42,000.00
State Funds (i.e. CDBG for façade grant program)	\$6,000.00	\$15,000.00	\$20,000.00	\$25,000.00	\$30,000.00
Federal Funds					
Corporate Funds	\$15,000.00	\$15,175.00	\$16,000.00	\$17,000.00	\$18,500.00
Foundation Funds					
Chamber of Commerce	\$3,000.00	\$3,000.00	\$3,000.00	\$3,000.00	\$3,000.00
Merchants Association	\$1,500.00	\$1,500.00	\$1,500.00	\$1,500.00	\$1,500.00
Downtown Association	\$2,000.00	\$2,000.00	\$2,000.00	\$2,000.00	\$2,000.00
Heritage/Preservation Org.	\$1,500.00	\$1,000.00	\$1,000.00	\$1,000.00	\$1,000.00
Individual Contributions	\$1,900.00	\$1,700.00	\$3,679.00	\$3,566.00	\$4,040.00
TOTALS	\$125,900.00	\$135,375.00	\$144,179.00	\$153,066.00	\$161,040.00
Fundraising for special projects	\$10,000.00	\$15,000.00	\$20,000.00	\$25,000.00	\$30,000.00

**URBAN Five-Year
Sample Budget**

(Budget sources will vary depending on whether program is stand-alone non-profit or city department)

EXPENDITURES

SOURCE	Amount				
	Year 1	Year 2	Year 3	Year 4	Year 5
Salary-Program Manager	\$59,000.00	\$61,770.00	\$64,452.00	\$66,385.00	\$68,376.00
Salary-Assistant	\$30,000.00	\$30,900.00	\$31,827.00	\$32,781.00	\$33,764.00
Benefits	\$9,500.00	\$10,000.00	\$10,000.00	\$10,000.00	\$10,000.00
Incentive Grants (facades etc.)	\$10,000.00	\$15,000.00	\$20,000.00	\$25,000.00	\$30,000.00
Marketing/printing	\$3,000.00	\$4,000.00	\$5,000.00	\$5,000.00	\$6,000.00
Office operation (computer, supplies etc.)	\$4,500.00	\$4,500.00	\$4,500.00	\$5,500.00	\$4,500.00
Insurance	\$1,800.00	\$1,505.00	\$1,000.00	\$1,000.00	\$1,000.00
Rent (if donated)	\$400.00	\$0.00	\$0.00	\$0.00	\$0.00
Utilities	\$200.00	\$200.00	\$200.00	\$200.00	\$200.00
Prof. Dev./Travel	\$3,000.00	\$3,000.00	\$3,000.00	\$3,000.00	\$3,000.00
***Publications & memberships	\$500.00	\$500.00	\$500.00	\$500.00	\$500.00
Texas Historical Commission fee	\$3,500.00	\$3,500.00	\$3,500.00	\$3,500.00	\$3,500.00
Contingency/Other (a)	\$500.00	\$500.00	\$200.00	\$200.00	\$200.00
TOTALS	\$125,900.00	\$135,375.00	\$144,179.00	\$153,066.00	\$161,040.00

** 2013 Texas Main Street salary survey, the average salary for an urban manager is \$59,403, with average tenure of 6.7 years. Please adjust to reflect a salary relevant for a professional position in your geographic area.*

Following a successful fall selection, the newly designated program should begin a hiring process so that the new manager is on board in January 2014. Training for new managers and boards is held in January.

***To enable the most effective hiring process, it is important that benefits are considered. Include the amount in these columns.*

**** Memberships: Texas Downtown Association (www.texasdowntown.org), National Trust Main Street Center (www.preservationnation.org/mainstreet).*

Note: Official program entrance is January 1, 2015 so budgeting may cross over multiple budget years.

Please note that each year since 1981, the First Lady of Texas has visited newly designated Main Street programs. This event includes a ceremony and public reception. Oftentimes, expenses are covered through sponsorships, but should be considered the funded budget as applicable.

Texas Historical Commission
P.O. Box 12276
Austin, TX 78711-2276
512.463.6100
fax 512.475.4872
thc@thc.state.tx.us



TEXAS HISTORICAL COMMISSION
real places telling real stories

www.thc.state.tx.us

BUDGET TEMPLATE, City of **Rosenberg**
 FOR CITIES WITH POPULATION OF 50,000 OR FEWER
Local Program Administration Expenditures

	SOURCE	Year 1	Year 2	Year 3
Salary-Program				
Manager	HOT	<u>50,000</u>	<u>51,250</u>	<u>52,531</u>
Personnel Benefits	HOT	<u>16,238</u>	<u>16,517</u>	<u>16,810</u>
Office operations (computer, supplies, postage etc.)	HOT	<u>5,000</u>	<u>2,000</u>	<u>2,000</u>
Prof. Dev./Travel (manager is required to attend training)	HOT	<u>3,000</u>	<u>3,000</u>	<u>3,000</u>
Publications & Membership	HOT	<u>1,000</u>	<u>1,000</u>	<u>1,000</u>
Marketing/printing	HOT	<u>4,000</u>	<u>5,000</u>	<u>5,000</u>
Contingency/Other	HOT	<u>1,000</u>	<u>1,000</u>	<u>1,000</u>
	TOTALS	<u>\$80,238</u>	<u>\$79,767</u>	<u>\$81,341</u>

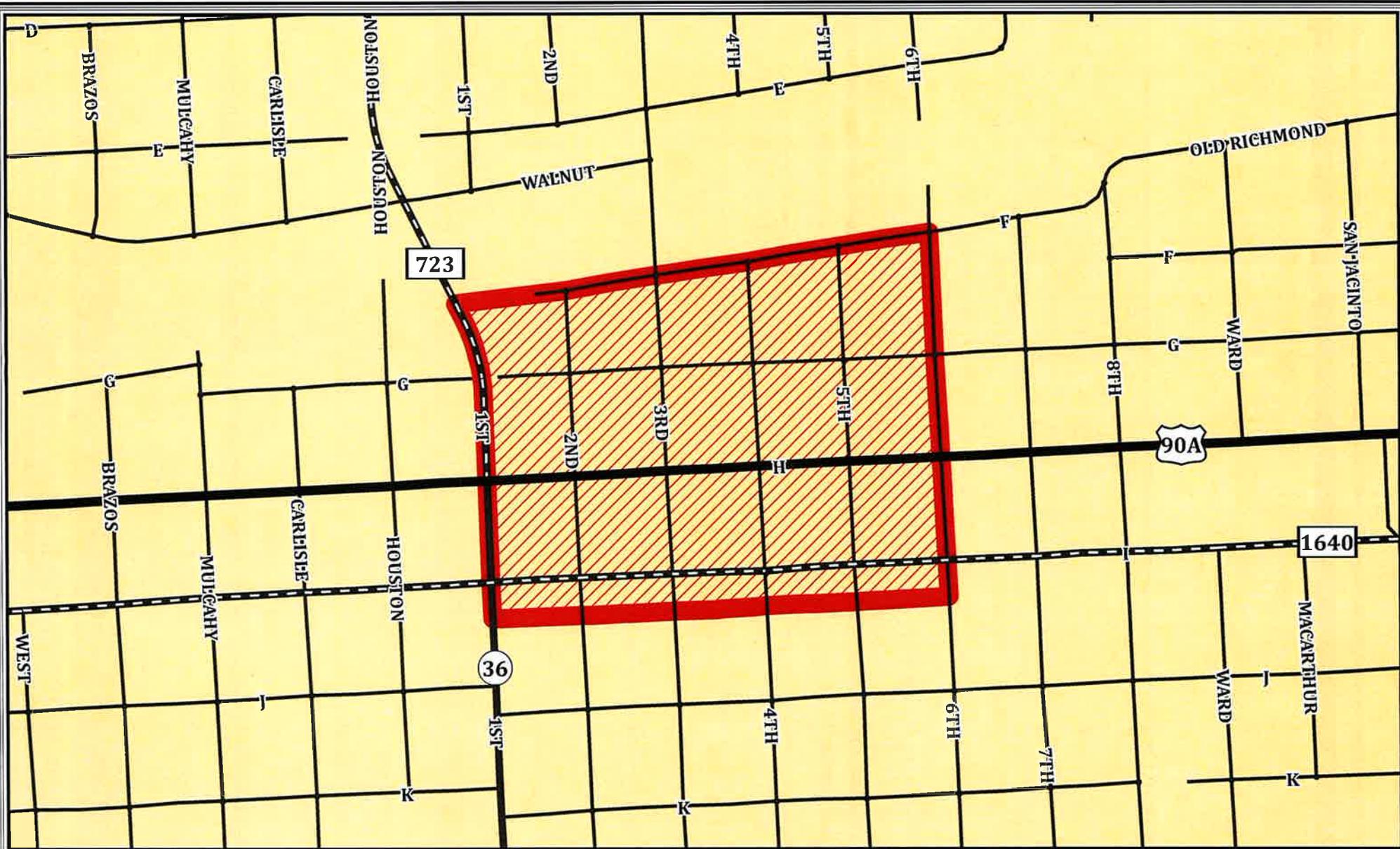
Fundraising Projects (Revenue Generated Through The Main Street Program)

Christmas Sip 'N Stroll

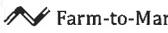
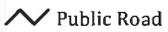
Summer In The Parks Concert Series

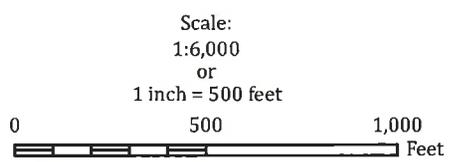
Fall Festival

PhotoFest



Main Street Program City of Rosenberg, Texas

-  US Highway
-  State Highway
-  Farm-to-Market
-  Public Road
-  Main Street Program Area
-  Rosenberg City Limits



Created by: City of Rosenberg GIS - Paul M. Jones
Date Created: January 09, 2014
Original Size: 8.5" x 11"
K:\GIS\MAPS\Eco_Dev\2014\Main_Street_Program.mxd

This product is for informational purposes and may not have been prepared for or be suitable for legal, engineering, or surveying purposes. It does not represent an on-the-ground survey and represents only the approximate relative location of geographic features.



EXECUTIVE SUMMARY

The Rosenberg Economic Development Department exists to recruit, to retain business to the City and to encourage existing businesses to expand within the City or the extraterritorial jurisdiction. Additionally, the department is charged with promoting Rosenberg through tourism efforts and enhanced communication initiatives. The Economic Development Department is funded through a portion of the City's sales tax receipts dedicated to the Rosenberg Development Corporation.

The Economic Development Department has developed a strategic plan for the next five years to encourage the recruitment, retention, and expansion of business to the City as well as better communicate the message that Rosenberg is primed for increased residential and commercial development through the competitive advantages which exist. Further, the plan seeks to communicate the message that Rosenberg offers quality of life amenities and leisure activities both for residents and tourists alike. The plan establishes eight goals. Each goal has a strategy or set of strategies attached to attain the prescribed goal and a list of action items staff will complete to implement each strategy.

Goals:

- Update the Rosenberg Development Corporation's Strategic Plan
- Business recruitment
- Business Retention
- Business Expansion
- Existing Business District Redevelopment
- Workforce Development
- Facilitate Tourism Program
- Communications

Strategies:

- Utilize a consultant to develop a revised strategic plan that has the buy-in of the City Council and that provides a roadmap for the Departments activities and growth in the next five years.
- Attract new retail development to Rosenberg.
- Attract new industrial development to Rosenberg.
- Develop the Rosenberg Business Park.
- Build Partnerships with Advocacy and Support Organizations.
- Network with businesses.
- Promote events for interacting with the business community.
- Revise RDC incentive guidelines in order to address issues of relevance to businesses expanding in Rosenberg.
- Update the Avenue H Grant Program to cover the entire City.
- Implement a Main Street Program for downtown and potentially Avenue H.

1. **HEAR AND DISCUSS A PRESENTATION REGARDING THE TEXAS MAIN STREET PROGRAM, AND TAKE ACTION AS NECESSARY TO DIRECT STAFF.**

Executive Summary: This Agenda item provides City Council the opportunity to hear and discuss a presentation by Debra Drescher, State Coordinator for the Texas Main Street Program. Implementation of a Main Street Program was indentified in the Economic Development Strategic Plan. Staff has submitted a Letter of Intent to apply for the Main Street designation, and now seeks direction on moving forward with the application process.

The deadline to apply for the Texas Main Street Program is July 31, 2014. The application process involves coordination between the business community, City staff, and downtown stakeholders. Staff recommends approval to move forward with the application process.

Key discussion points:

- Randall Malik gave a brief overview of the item and introduced Debra Drescher, State Coordinator for the Texas Main Street Program.
- Debra Drescher provided a handout to Council and reviewed the program.

Questions/Comments:

- Councilor McConathy asked who is responsible for the hiring and what that responsibility is.
- Debra Drescher stated job descriptions can be provided. They carry out the public functions of the program to focus on small business development, institute a calendar of events and oversee them. It is what you want to get out of the program. You are the employee's boss and they can report to the Economic Development Director, Planning Director or City Manager. That decision is up to Council.
- Councilor McConathy asked if this has been presented to the Rosenberg Development Corporation (RDC).
- Randall Malik stated this was discussed before he was here but it was part of the strategic plan for the RDC.
- Councilor McConathy stated there should have been some discussion for this.
- Randall Malik explained this is an application process and is funded through RDC funds, City funds, private funds and HOT tax. It is a combination of funds.
- Councilor Benton asked what the salary would be and is the position strictly used for the Program.
- Debra Drescher stated they could provide a suggested salary but there is not a set number. Yes, they will do economic development and tourism work and support what is already setup.
- Councilor Bolf stated she is excited about it and would like to know more regarding the cost and she would like it to move forward.
- Debra Drescher stated Brenham, LaGrange and Sealy are in the program and she suggested a manager could come speak about the program to provide more detail.
- Councilor Pena stated it is an excellent idea. He thinks the manager should be accountable to City Council or the City Manager. It would go out into residential areas as well.
- Randall Malik explained it is a commercial based program. A map highlighting the area was included in the packet and a few residents would be in this.
- Mayor Morales stated the Main Street Program is more flexible today. He has seen the results in Brenham and LaGrange.
- The general consensus of Council was to move forward and look at more detail of the program.
- No action was taken on the item.

5. **REVIEW AND DISCUSS CAPITAL IMPROVEMENT PLAN PRIORITIES FOR FY2015, AND TAKE ACTION AS NECESSARY TO DIRECT STAFF.**

Executive Summary: This Agenda item provides City Council the opportunity to review the status of the FY2014 Capital Improvement Projects, as well as staff's recommendation for the



CITY COUNCIL COMMUNICATION

June 17, 2014

ITEM #	ITEM TITLE
3	Resolution No. R-1791 - Declaration of Covenants, Conditions, and Restrictions - Rosenberg Business Park

ITEM/MOTION

Consideration of and action on Resolution No. R-1791, a Resolution approving the Declaration of Covenants, Conditions and Restrictions and Grant of Easements for Rosenberg Business Park.

FINANCIAL SUMMARY	ELECTION DISTRICT
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Annualized Dollars:

- One-time
- Recurring
- N/A

Budgeted:

- Yes No N/A

Source of Funds: N/A

- District 1
- District 2
- District 3
- District 4
- City-wide
- ETJ

SUPPORTING DOCUMENTS:

MUD #: N/A

1. Resolution No. R-1791
2. Rosenberg Business Park Development Agreement Excerpt - Section 2 - 03-01-13

APPROVALS

Submitted by:


 Randall Malik
 Economic Development
 Director

Reviewed by:

- Exec. Dir. of Administrative Services
- Asst. City Manager of Public Services
- City Attorney *LJL/rl*
- City Engineer
- Exec. Dir. of Community Development *TLT*

Approved for Submittal to City Council:


 Robert Gracia
 City Manager

EXECUTIVE SUMMARY

The City of Rosenberg, Rosenberg Development Corporation (RDC), and Rosenberg Business Park, LTD, executed a Development Agreement (Agreement) on March 01, 2013. As a condition of Section 2 of the Agreement, the developer is required to submit deed restrictions for the property to the City for approval. Among other items, the deed restrictions will restrict the 184 acres to an industrial and distribution business park, along with retail sales associated with the industrial and distribution uses and will provide other standards that address the quality of development in the Rosenberg Business Park.

The Declaration of Covenants, Conditions and Restrictions and Grant of Easements for Rosenberg Business Park is attached to Resolution No. R-1791 as Exhibit "A". Staff recommends approval of Resolution No. R-1791 as presented.

RESOLUTION NO. R-1791

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF ROSENBERG, TEXAS, APPROVING THE DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS AND GRANT OF EASEMENTS FOR THE ROSENBERG BUSINESS PARK.

* * * * *

WHEREAS, the City of Rosenberg, the Rosenberg Development Corporation (RDC), and Rosenberg Business Park, Ltd., entered into a development agreement for the Rosenberg Business Park on March 01, 2013; and,

WHEREAS, Section 2 of said development agreement requires the Rosenberg Business Park Declaration of Covenants, Conditions and Restrictions and Grant of Easements (Declaration) be submitted to the City of Rosenberg for approval prior to recordation; and,

WHEREAS, said Declaration must be accepted and approved by the City of Rosenberg and recorded prior to construction of any public improvements by the City; now, therefore,

BE IT RESOLVED BY THE COUNCIL OF THE CITY OF ROSENBERG:

Section 1. The City Council of the City of Rosenberg hereby accepts and approves the Declaration of Covenants, Conditions and Restrictions and Grant of Easements (Declaration) for the Rosenberg Business Park.

Section 2. A copy of said Declaration is attached hereto as Exhibit "A" and made a part hereof for all purposes.

PASSED, APPROVED, AND RESOLVED this ____ day of _____ 2014.

ATTEST:

APPROVED:

Linda Cernosek, **CITY SECRETARY**

Vincent M. Morales, Jr., **MAYOR**

**DECLARATION OF COVENANTS CONDITIONS AND RESTRICTIONS
AND GRANT OF EASEMENTS
FOR ROSENBERG BUSINESS PARK**

THE STATE OF TEXAS §
 § **KNOW ALL MEN BY THESE PRESENTS:**
COUNTY OF FORT BEND §

WHEREAS, Rosenberg Business Park, Ltd., a Texas limited partnership (“Declarant”), with its principal office at 1800 Augusta Drive, 4th Floor, Houston, Texas 77057, is the owner of that certain 184 acre tract of land, more or less, in Fort Bend County, Texas, and defined herein below as the “Property”; and

WHEREAS, Declarant desires to create and carry out a general and uniform plan for the improvement, development, maintenance, use and continuation of a business park to be known as ROSENBERG BUSINESS PARK, on the Property, for the mutual benefit of the successors in title to Declarant;

NOW THEREFORE, in order to create and carry out a uniform plan for the improvement, development, maintenance, sale, and use of the Property, the reservations, restrictions, covenants, conditions, easements, liens and charges set out herein are hereby created and established, which shall, run with the land and be binding on all parties having any right, title or interest in and to all or any portion of the Property, and their respective heirs, legal representatives, successors and assigns.

ARTICLE I

Definitions.

- 1.1 “Annual Maintenance Charge” shall mean the assessment made and levied against each Owner and such Owner’s Parcel or Parcels by the Association in accordance with the provisions of this Declaration.
- 1.2 “Articles of Incorporation” shall mean the Articles of Incorporation of the Association.
- 1.3 “Association” shall mean the ROSENBERG BUSINESS PARK PROPERTY OWNER’S ASSOCIATION, a Texas non-profit corporation presently or hereafter incorporated by or on behalf of Declarant, and the successors and assigns of such corporation.
- 1.4 “Board” or “Board of Directors” shall mean the Board of Directors of the Association, whether such Board be appointed by Declarant or elected in accordance with the provisions of this Declaration.
- 1.5 “By-laws” shall mean the By-laws of the Association.
- 1.6 “City” shall mean the City of Rosenberg, Texas.
- 1.7 “Control Period” shall mean the period commencing on the date this Declaration is recorded in the Official Public Records of Real Property of Fort Bend County, Texas and ending on the earlier to occur of (i) the date Declarant no longer owns any Parcel or (ii) the date Declarant records a document in the Official Public Records of Real Property of Fort Bend County, Texas which references this Declaration and states that the Declarant declares this Control Period under this Declaration to be terminated (Declarant having the right to make such declaration and record such document at any time).
- 1.8 “Declarant” shall mean and refer to Rosenberg Business Park, Ltd., a Texas limited partnership, and its successors and assigns, if such successors or assigns are designated in writing by Rosenberg Business Park, Ltd., as a successor or assign of the rights of Rosenberg Business Park, Ltd., as set forth herein. Following the end of the Control Period, the term Declarant shall mean and refer to the Board.
- 1.9 “Declaration” shall mean this instrument and any amendment hereto.
- 1.10 “Detention Area” and shall mean the off-site Detention Area and all improvements thereon.
- 1.11 “Front Building Elevation” shall mean a minimum of one (1) building elevation containing the front door of the establishment and facing a street, but not necessarily all building elevations facing a street.

- 1.12 “Hazardous Substance” shall mean any hazardous or toxic substance or contaminated material including but not limited to asbestos, oil and petroleum products and those substances within the scope of all federal, state and local environmental laws and ordinances, including without limitation the Resource Conservation and Recovery Act, the Comprehensive Environmental Response, Compensation and Liability Act and the Superfund Amendment and Reauthorization Act of 1986.
- 1.13 “Indemnified Parties” shall mean Declarant and the Association and their predecessors, successors, assigns, legal representatives, beneficiaries, affiliates, agents, attorneys and employees.
- 1.14 “Maintenance Fund” shall mean any accumulation of (i) The Annual Maintenance Charge collected by the Association from each Owner and such Owner’s Parcel or Parcels in accordance with the provisions of this Declaration, and (ii) interest, penalties, special assessments and other sums and revenues collected by the Association pursuant to this Declaration.
- 1.15 “Majority of the Members” shall mean the majority of those votes entitled to be cast by the Members who are eligible to vote and are present or voting by legitimate proxy at a duly called meeting at which a quorum (as defined in the By-laws) of Members who are eligible to vote are represented.
- 1.16 “Masonry” shall mean brick, stone, stucco, or concrete tilt wall.
- 1.17 “Member” or “Members” shall mean a member or members of the Association.
- 1.18 “Mortgage” shall mean a security interest, mortgage, deed of trust, or lien instrument granted by an Owner to secure the repayment of a loan made to Owner for the purpose of acquiring a Parcel and constructing improvements thereon, duly recorded in the Office of the County Clerk of Fort Bend County, Texas and creating a lien or security interest encumbering a Parcel and all improvements thereon.
- 1.19 “Mortgagee” shall mean the beneficial owner(s) of a Mortgage.
- 1.20 “Owner” or “Owners” shall mean any person or persons, firm, corporation or other entity that holds, of record, fee title to a Parcel, but excluding those having such interests merely as security for the performance of an obligation or the buyer of a Parcel under an executory contract of sale.
- 1.21 “Parcel” or “Parcels” shall mean each separate lot, tract or parcel of land within the Property.
- 1.22 “Plans” shall mean the final construction plans and specifications (including a site plan showing the location of all structures and improvements and the size and location of driveways, walks, parking and storage facilities, fences and screening) for any building or improvement of any kind to be erected, placed, constructed, maintained or altered on any portion of any Parcel, together with detailed, final plans, specifications and descriptions of the landscaping to be installed thereon, all in form and substance reasonably satisfactory to the Board, and prepared in conformity with the applicable provisions of this Declaration.
- 1.23 “Private Drives” shall mean any private streets or roads constructed or to be constructed on the Property by Property Owners.
- 1.24 “Property” shall mean that certain tract or parcel of land containing approximately 184 acres of land and situated in Fort Bend County, Texas, such tract or parcel of land being more particularly described in Exhibit “A” attached hereto.
- 1.25 “Public Streets” shall mean that certain 100’ ROW public street identified as Phase 1 on the Site Plan, together with any future public streets or drives constructed to provide access to or from the Property by the City of Rosenberg and maintained by the City of Rosenberg.
- 1.26 “Public Utility Lines” shall mean all public power, telephone domestic water, fire water, sanitary sewer and storm sewer lines constructed or to be constructed on the Property by the City of Rosenberg or other entities.

- 1.27 “Restrictions” shall mean the covenants, conditions, easements, reservations and stipulations that shall be applicable and govern the improvement, use, occupancy, and conveyance of all the Parcels as set forth in this instrument or any amendment thereto.
- 1.28 “Rules and Regulations” shall mean rules adopted and/or amended from time to time by the Board concerning the management and administration of the Property for the use, benefit and enjoyment of the Owners.
- 1.29 “Shared Utility Facilities” shall mean all Private Utility Lines, Public Utility Lines, the Detention Area and any and all drainage and stormwater systems, easements and related facilities constructed, existing, or to be constructed on the Property from time to time.
- 1.30 “Site Plan” shall mean that certain plan of ROSENBERG BUSINESS PARK, showing a proposed subdivision of the Property and the Public Streets, as the same may be amended or revised from time to time pursuant to the terms of this Declaration. A copy of the preliminary Site Plan is attached hereto as Exhibit “B”.

ARTICLE II

Use Restrictions.

- 2.1 No Parcel shall be used for any purposes except for the following commercial uses: office, retail (subject to the further limitations herein contained), commercial processing, agricultural, research, servicing, light industrial, manufacturing, retail sales of products by manufacturers thereof or by manufacturer’s representatives, warehousing, distribution purposes, and services ancillary to such uses, or any combination of such uses. No land in the Property shall be used for any purpose which is offensive by reason of odor, fumes, dust, smoke, noise or pollution, or which is hazardous by reason of excessive danger of fire or explosion, or for any purpose which may become an annoyance or nuisance to any other property in the Property or which will be in violation of the laws, rules, regulations, or orders of the United States or the State of Texas or any other governmental entity. No portion of the Property shall be used for residential purposes. The Declarant or the Board at any time may not amend these restrictions that would change the permitted uses without the consent from the City of Rosenberg. If the City doesn’t respond to the Declarant or Boards request within 30 days the request to modify the Use Restrictions would be considered approved.
- 2.2 No building of a temporary character, office trailer or trailer home, basement, tent, shack, barn or other out-building shall be permitted on the Property at any time without the prior written consent of the Board and the City of Rosenberg; provided, however, that any construction trailer or a temporary structure permitted under applicable laws may be used in connection with the construction of improvements on the Property.
- 2.3 No signs of any kind may be erected on the Property, except for signs identifying the tenant(s) or Owner(s) or products of such tenant or Owner(s), of the Property or buildings thereon, and “For Sale” and “For Lease” signs, and same must be of a reasonable size not to exceed a maximum of thirty-two (32) square feet. Signs are limited to one on a building, unless multiple businesses are conducted within the building, in which event there may be one sign for each business occupying the interior portion of the building contiguous to such sign, and one on which the sole business or all such businesses, if more than one, are collectively identified in the open area of each Parcel, and shall not bear any flashing, blinking or moving lights. No sign shall be painted on a building wall and no sign shall be erected on top of or extend above a building. No pole signs shall be permitted. No banners or temporary signs shall be permitted. All signs must be approved by the Board before they are erected. An Owner of a Parcel may install, construct, operate and maintain such additional signage as such Owner (or its lessee) may desire on such Owner’s Parcel with the written consent of the Board, such consent not to be unreasonably withheld, conditioned, or delayed. The Board shall notify such Owner in writing of its approval or rejection of such additional signage within thirty (30) days after the Board’s receipt of an Owner’s written request therefor. If the Board fails to give to the person requesting such additional signage notification of approval or rejection within such thirty (30) day period, the Board shall be conclusively deemed to have given its approval with regard to the request made. There will be no pole signs, no banner signs, or signs extending above the building permitted.

- 2.4 No Parcel in the Property shall be used or maintained as a landfill site, dumping site, salvage yard, asphalt plant, junk yard or other similar use. Trash, garbage or other waste materials shall not be kept except in sanitary containers constructed of metal, plastic or masonry material, with sanitary lids or covers. All such trash containers and other equipment for the storage or disposal of such waste material shall be kept in a clean and sanitary condition and shall be attractively screened from view from any street or thoroughfare. All rubbish, trash or garbage shall be regularly removed from the Property and shall not be allowed to accumulate thereon. Any accumulation of trash shall be disposed of immediately by the Owner or occupant causing same.
- 2.5 No Owner or occupant shall use or permit his Parcel to be used in such a manner so as to endanger the health or disturb the reasonable enjoyment of any other Owner or occupant. No Owner or occupant shall engage in any activity within the Property which has the effect of increasing premiums for any insurance carried by the Association or any other Owner.
- 2.6 No Owner shall use or permit his Parcel or improvements to be used for any purpose that would unreasonably interfere with the use and occupancy of the Property by other Owners, or violate any ordinance of the City or any rule, regulation, law or ordinance of any other county, state, municipal or governmental authority having jurisdiction over the Property.
- 2.7 No noxious, offensive, dangerous or unduly noisy activity shall be conducted on any Parcel, nor shall anything be done thereon which may be or become a nuisance to the Property or to any occupant of a Parcel. No grass or weeds shall be allowed to grow to a height, which is unsightly in the opinion of the Board. The Association shall have the right, but not the obligation, after 10 days written notice to the Owner of a Parcel, to remove from such Parcel accumulated trash, garbage or debris and to cut and remove unsightly grass and weeds and to charge the Owner for all such costs thereby incurred. Such charge shall bear interest from the date That demand is made by the Association until paid at the rate of eighteen percent (18%) per annum and shall be secured in the same manner as the Annual Maintenance Charge, as provided in Article 9.5 hereof, but in no event shall the interest rate exceed the maximum rate allowed by applicable law.
- 2.8 No drilling, digging, quarrying or mining operation of any sort shall be permitted on the Property, except for simulated exercises for training.
- 2.9 The Declarant and any Owner of a Parcel, or any portion thereof, and any Owner of any buildings or improvements situated thereon, and their respective heirs, executors, administrators, successors and assigns, shall at all times keep their respective premises, buildings, improvements and appurtenances in a well-maintained, safe, clean, attractive and sanitary condition and shall comply with all applicable regulations of governmental agencies having jurisdiction over health, safety and pollution control. Refuse and waste materials shall not be permitted to accumulate on any part of the Property and shall be regularly collected and disposed of; provided, however, that the foregoing provision shall not be interpreted to prohibit the construction or operation of a designated outside waste accumulation area that is specifically approved by the Board and determined to be harmonious with the remainder of the Property. Unless otherwise approved by the Board, all outside storage areas or facilities shall be separated from adjoining public streets or from other property by fencing of at least six (6) feet in height composed of coated chain link, or equal material, and shall be screened from the street or other property by slats or trees and shrubs . If, in the opinion of the Declarant, any such Owner or lessee is failing in this duty and responsibility, then Declarant may give such Owner or lessee, or both, notice of such fact, and such owner or lessee must, within ten (10) days of such notice, undertake the care and maintenance required to restore such Owner's or lessee's property to a safe, clean and attractive condition. Should any such Owner or lessee fail to fulfill this duty and responsibility after such notice, then the Declarant shall have the right and power to perform, or have performed, such care and maintenance, including, without limitation, the mowing of any vacant Parcel, and the Owner and lessee (and or both of them) of the property on which such work is performed by the Declarant shall be liable for the cost of any such work and shall promptly reimburse the Declarant for the cost thereof. If such Owner or lessee shall fail to so reimburse the Declarant within thirty (30) days after being billed therefore, then said cost shall be a debt of such Owner or lessee (and both of them), payable to the Declarant, and shall be a lien against any such Owner's and/or lessee's real property in the Property, which lien shall be subordinate to any now existing or hereafter created valid liens securing purchase money, the cost of construction or permanent financing therefore, or any renewal or extension of such liens. Notwithstanding the foregoing, variances to the provisions of this Section 2.9 concerning the screening of outside storage areas or facilities may be granted by the Board upon written request of an Owner to

accommodate such Owner's particular needs with respect to its ownership and operation of its respective Parcel. The Board shall notify such Owner in writing of its approval or rejection of such variance within thirty (30) days after the Board's receipt of an Owner's written request therefor; provided, however, that the approval of any such requested variance shall not be unreasonably withheld, conditioned, or denied. If the Board fails to give to the person requesting such variance notification of approval or rejection within such thirty (30) day period, the Board shall be conclusively deemed to have given its approval with regard to the request made.

- 2.10 The Owner of each Parcel, or those holding under any such Owner, shall provide adequate on-site parking areas for employees, customers, Owners and tenants paved with concrete or other materials approved by Declarant; and none of their respective employees, customers, Owners or tenants shall have any right to park on any streets or highways adjacent to said Parcel. Paved parking areas may be constructed in any designated set back area between a dedicated street and a building.
- 2.11 No Owner shall park or permit such Owner's guests, invitees or contractors to park vehicles along or within any Public Street or any Private Drive within the park. Parking within any ingress/egress easement is prohibited.
- 2.12 The discharge of firearms of any kind or nature in the Property is strictly prohibited, unless approved by the City of Rosenberg and no hunting of wild game or birds of any species by any method is allowed therein. Explosive devices shall not be utilized on any Parcel except with prior written permission from the Declarant.
- 2.13 For purposes of the second sentence of Section 2.1 of this Declaration (beginning with: "No land in the Property shall be used for any purpose which is offensive ..."), the commercially reasonable opinion of the Board with respect to the use and occupancy of any Parcel, and the compliance of such use with the restrictions contained herein, shall be binding upon the Owners of all Parcels; provided, however, that no Parcel may in any event be used for any purpose which is in violation of the laws, rules, regulations, or orders of the United States or the State of Texas or any other government entity.

ARTICLE III

Approval of Plans.

- 3.1 No building, structure or improvement of any kind (including, without limitation, landscaping and fences) shall be erected, placed, constructed, or substantially altered on any Parcel until the Plans for such building or improvement have been submitted to and approved in writing by the Board (such approval not to be unreasonably withheld, conditioned, or delayed) and thereafter approved by the City of Rosenberg and any appropriate governmental agency or entity (if required).
- 3.2 In determining whether such Plans shall be approved, the Board may take into consideration factors deemed appropriate by the Board. Such factors may include, without limitation, the following:
 - (a) Compliance with this Declaration;
 - (b) Kind and quality of the building materials or improvements and their suitability;
 - (c) Kind and quality of the proposed landscaping;
 - (d) Harmony, compatibility and the conformity of the design of such building or improvement with existing and proposed buildings and improvements on the Property and with the design or overall character and aesthetics of the Property;
 - (e) Location of such building, improvements and landscaping within the Parcel on which it will be constructed or placed;
 - (f) Square footage;
 - (g) Compliance with the Design Standards (hereinafter defined),

- (h) Compliance with the Rules and Regulations; and
- (i) Compliance with the applicable laws, ordinances, rules or regulations of any county, state, municipal or other governmental authority having jurisdiction over the Property.

3.3 The Board shall approve or disapprove the Plans in accordance with the following procedures:

- (a) Two (2) complete sets of Plans, together with samples of materials and colors and such other documentation or information as may be deemed pertinent and required by the Board, shall be delivered by the Owner to the Board at the address of the Association; provided, however, until the expiration of the Control Period, such Plans shall be delivered to Declarant at the address set out above or such other addresses as Declarant may from time to time designate by written notice to the Association. The Board may require submission of additional plans, specifications or other information prior to approving or disapproving the proposed improvement. Until receipt by the Board of all required materials in connection with the proposed improvement, the Board may postpone review of any materials submitted for approval.
- (b) If the Plans are approved by the Board, a letter of approval, including a description of qualifications or required modifications, if any, shall be prepared for the countersignature of the Owner. Such approval shall be dated and shall not be effective for construction commenced more than nine (9) months after such approval. If construction is not commenced within nine (9) months after such approval, the Owner shall not begin construction of any building or improvement of any kind until the corresponding Plans have been resubmitted and reapproved by the Board in accordance with the provisions of this Article 3.3.
- (c) If the Plans are disapproved by the Board, one set of such Plans shall be returned marked "Disapproved", and shall be accompanied by a statement by the Board setting forth the reasons for disapproval.
- (d) If the Board fails to indicate its approval or disapproval within thirty (30) days after receipt by the Board of all of the Plans, materials, documentation and information described in Subsection 3.3 (a) above, it will be deemed that the Board has approved such Plans.
- (e) The Board may from time to time (but shall not be obligated to) promulgate architectural and landscaping standards for the design and construction of improvements within the Property and for the design and installation of landscaping on the Parcels (the "Design Standards"). A copy of the Design Standards in effect at the time will be furnished to any Owner upon written request therefor. Such Design Standards shall supplement this Declaration and may make other and further provisions as to the approval and disapproval of Plans, prohibited materials and other matters relating to the appearance, design and quality of improvements or landscaping. Such Design Standards, as they may be promulgated from time to time by the Board, shall be incorporated in this Declaration by this reference as if set forth at length herein. Any such Design Standards shall be made available to prospective purchasers following a request for the same before closing of their Parcel. The landscaping standards are attached hereto as Exhibit "C" and incorporated in this Declaration as if set forth at length herein.

3.4 All decisions of the Board shall be final, conclusive and binding and there shall be no review of any action of the Board. The Board shall have the right (but not the obligation) to delegate its rights and obligations under this Article III to an architectural review committee composed of individuals to be selected by the Board, in accordance with the By-laws of the Association.

3.5 No approval of Plans and no publication of Design Standards shall ever be construed as representing or implying that such Plans, specifications or standards will, if followed, result in a properly constructed structure complying with all applicable legal requirements. Such approvals and standards shall in no event be construed as a representation, warranty or guaranty by the Board or any architectural review committee that any structure will be built in a good or workmanlike manner. Neither Declarant, the Association, the members of the Board nor the members of the architectural review committee or any of their

representatives, shall be liable in damages to anyone submitting Plans to the Board for approval, or to any Owner or lessee of any part of the Property affected by this Declaration, by reason of or in connection with the approval or disapproval or failure to approve any Plans submitted. Every person who submits Plans to the Board for approval agrees, by submission of such Plans, and every Owner or lessee of any portion of the Property involved herein agrees, by acquiring title thereto or any interest therein, that such person, Owner or lessee will not bring any action or suit against the Declarant, the Association, any of the members of the Board, any of the members of the architectural review committee or any of their representatives, to recover any such damages and each, by acceptance of such conveyance, hereby waives all such claims and causes of action.

- 3.6 The Board or its duly authorized representative shall have the right, but not the obligation, to inspect any improvements to a Parcel prior to or immediately after completion.
- 3.7 No action or failure to act by the Board shall constitute a waiver or estoppel with respect to future action by the Board.
- 3.8 The Board may authorize variances from compliance with the design, construction, signage, outside storage, or any other provisions of this Declaration due to circumstances warranting such variance in the opinion of the Board such as topography, natural obstructions, hardship, aesthetic or environmental considerations and the shape and configuration of the particular Parcel for which the variance is sought. Such variances must be evidenced in writing and shall become effective when signed by at least a majority of the members of the Board. The granting of a variance shall not operate to waive any of the provisions of this Declaration for any purpose except as to the particular Parcel and particular provision described therein, nor shall the granting of a variance affect in any way the Owner's obligation to comply with all governmental laws and regulations affecting the Property.
- 3.9 All water towers, storage tanks, exterior processing equipment, fans, skylights, cooling towers, communication towers and any other similar structures or equipment in the Property shall be architecturally compatible with the other buildings in the Property or be effectively shielded from view from any public street by an architecturally sound method, including, where appropriate, slatted fence, trees and shrubs
- 3.10 Any notice to the Declarant or request for approval by the Declarant shall be made to the Declarant in writing, and shall be sent to the Declarant by certified or registered mail, postage prepaid, addressed as follows: 1800 Augusta Drive, Floor 4, Houston, Texas 77057. If any request for approval of a variance or exception to the restrictions provided herein, or approval of any proposed action by a Parcel Owner where a construction of this Declaration is required is made to the Declarant, the Declarant shall, within thirty (30) days after the request is made, give the person making the request, at such person's address as shown in the request, written notification either of the approval by the Declarant, which approval shall not be unreasonably withheld, or of its rejection of the request, with specification of the reasons for such rejection. If the Declarant fails to give to the person requesting such approval notification of rejection within such thirty (30) day period, as provided for above, the Declarant shall be conclusively deemed to have given its disapproval with regard to the request made. Any approval or rejection given by the Declarant, and any written approval, rejection or other communication by the Declarant may be relied upon, as the act of the Declarant, by the person receiving such approval, rejection or other communication.

ARTICLE IV

Maintenance. Alteration and Repairs.

- 4.1 Subject to the provisions of Article III and the approvals required therein, and subject to the Rules and Regulations and subject to the Design Standards each Owner shall have the right to make minor alterations, modifications, and repairs to such Owner's Parcel and improvements, provided that all such action is performed in a good and workmanlike manner, causes minimum inconvenience to other Owners and does not constitute a nuisance. Alterations or repairs which would change the exterior color, materials or shape of the improvements must be approved by the Board. Notwithstanding the foregoing, if any of the above described actions is performed without the prior approval of the Board of Plans therefor in accordance with Article III hereof, the Board may require (but shall be under no obligation to require) the Owner to remove or eliminate any paint color, decoration, or other object situated on such Owner's improvements or Parcel that is visible from any street or thoroughfare or from any other Parcel, if, in the Boards sole judgment,

such object detracts from the visual attractiveness of the Property or is inconsistent with the design or overall character and aesthetics of the Property.

- 4.2 Subject to the provisions of Article 4.3 hereof, each Owner shall maintain such Owner's Parcel, improvements, fences, landscaping, light standards and fixtures, sanitary, storm water, water and drainage lines and facilities which service only such Owner's Parcel and improvements, including the point of the connection of such lines and facilities to the Shared Utility Facilities, and all other improvements in good working order and repair and in an attractive condition at all times. If any Owner fails to comply with the requirements of this Article 4.2, the Association may, but shall not be obligated to, without liability to such Owner or any occupant in trespass or otherwise, enter upon such Parcel, maintain or repair any of same, in which case such Owner shall upon demand pay the Association's cost of same. Such indebtedness shall bear interest from the date that demand is made by the Association until paid at the rate of eighteen percent (18%) per annum and shall be secured in the same manner as the Annual Maintenance Charge, as provided in Article 9.5 hereof, but in no event shall the interest rate exceed the maximum rate allowed by applicable law.
- 4.3 Notwithstanding the foregoing, in addition to the Association's rights pursuant to Section 4.2 above, Declarant or the Association will provide all of the landscaping within the Property, including any landscaping located within an Owner's Parcel. The expenses incurred by the Association shall be included in the Annual Maintenance Charge pursuant to Article IX below. There is hereby created a blanket easement in favor of the Association upon, across, over and all of the Property for the purpose of maintaining such landscaping.

ARTICLE V

Construction.

- 5.1 Construction of improvements must be commenced upon a Parcel by the Owner thereof within one (1) year after the date such Parcel is first conveyed by Declarant to an Owner (other than Declarant). If construction is not started within one (i) year, owner grants Declarant the option to purchase the parcel at the exact price the Owner paid to Declarant.
- 5.2 Without the prior written consent of the Board (not to be unreasonably withheld, conditioned, or delayed), no building material of any kind or character shall be placed or stored upon any Parcel more than thirty (30) days before the construction of a structure or improvement is commenced. All materials permitted to be placed on a Parcel shall be placed within the property lines of the Parcel. At the completion of such building or improvements, any unused materials shall be removed immediately from the Parcel. After commencement of construction of any structure or improvement on the Parcel, the work thereon shall be prosecuted diligently, to the end that the structure or improvements shall not remain in a partly finished condition any longer than reasonably necessary for completion thereof. Unless otherwise authorized in writing by the Board prior to commencement of construction, the construction of any structure or improvement on a Parcel shall be completed within one (1) year from the date of commencement of construction, excepting delays due to strikes, war, acts of God, or other causes beyond the control of the Owner and approved by the Board.
- 5.3 Only new construction materials (except for used brick) may be used in constructing a structure or improvements situated on a Parcel unless otherwise approved in writing by the Board.
- 5.4 Any exterior lighting of any improvements or Parcel shall be subject to the prior written approval of the Board, not to be unreasonably withheld, conditioned, or delayed.
- 5.5 Each building to be located on a Parcel shall be constructed with exterior materials of brick veneer, cement plaster, concrete block, concrete tiltwall, steel, aluminum or glass, or their equivalent. Any concrete block exterior surfaces shall be architecturally treated in a manner acceptable to the Declarant. Any steel or aluminum exterior surfaces shall be coated or painted with an enamel finish. In addition, the Front Building Elevation shall consist of 100% Masonry, glass, or a combination thereof. All exterior tilt up concrete walls must be painted unless constructed with decorative aggregate exterior designs. No building will be permitted in the Park higher than 70 feet.

- 5.6 The location of loading docks or loading areas shall be in the rear or side of the building or, if in the front of the building, a minimum of 50 feet from any street and screened similar to outside storage areas as described in Section 2.9.
- 5.7 Bulk storage of flammable fluids must be maintained underground, or in flashproof metal tanks, or protected by earthen fire walls.
- 5.8 No effluent containing harmful bacteria, poisonous acids, oils or other harmful substances shall be permitted to drain or drift beyond the property lines of the Property.
- 5.9 The minimum building lines/minimum set back lines are hereby established for the Property:
1. Street Set-Back: twenty (25) feet from face of curb; first ten (10) feet of set-back shall be used for landscape buffer only
 2. Rear Set-Back: fifteen (15) feet,
 3. Side Set-Back: fifteen (15) feet.

Further, no buildings, nor any other improvements situated above the surface of the ground (other than parking, paving and landscaping), shall be within an easement on such Parcel established hereby or by the Site Plan without approval by the Board.

- 5.10 The construction of any and all improvements on a Parcel shall at all times be in strict compliance with the Plans approved by the Board, this Declaration, the Plat and the laws and ordinances of Fort Bend County and the City, including without limitation, compliance with any and all requirements or ordinances with respect to building set-back lines.

ARTICLE VI

Easements.

- 6.1 The Declarant shall have the right, but no obligation, to amend this Declaration from time to time to create ingress/egress and utility easements (including Private Drives) upon, across, over and under portions of the Property (regardless of whether or not such portions of the Property are then owned by Declarant) for ingress and egress, installation, replacing, repairing, operating and maintaining utilities (including without limitation, water, sewer, storm water, ingress/egress, telephone, electricity, gas and cable television) so the appropriate entity can provide such utilities as may be reasonably necessary for the construction, use, development and enjoyment of the Property or any portion thereof and an unlocated easement over the Property for such purposes is hereby reserved by Declarant; provided, however, such additional ingress/egress and utility easements shall not be located so as to unreasonably interfere with or impede the use of the surface of any Parcel or any improvements or facilities existing on any Parcel as of the date such additional ingress/egress and utility easements are created. Any ingress/egress and utility easements created pursuant to his Section 7.1 shall sometimes be hereinafter referred to collectively as the "Utility Easement". By virtue of the Utility Easement, it shall be expressly permissible for the Declarant, the Association and/or the utility entities to affix, construct, maintain, repair, replace and operate pipes, wires, conduits or other service lines on, across, over and under the Utility Easement, to the extent not limited hereby.
- 6.2 Easements for the installation and maintenance of utilities and ingress/egress are hereby reserved as herein provided, and by amendments to this Declaration made after the date hereof. Right of use for ingress and egress shall be had at all times over any Utility Easement and for the installation, operation, maintenance, repair, replacement or removal of any utility together with the right to remove any obstruction that may be placed in any Utility Easement that would constitute interference with the use, maintenance, repair, replacement, removal, operation or installation of such utility. No structure, planting or other materials shall be placed or permitted to remain within any Utility Easement which may damage or interfere with the use, installation, repair, operation, replacement, removal or maintenance of such utilities. The easement areas of each Parcel shall be maintained by the Owner of the Parcel, except for those improvements for which Declarant, the Association, a public authority or utility entity is responsible.
- 6.3 There is hereby created a blanket easement in favor of the Association upon, across, over and under all of the Property for ingress and egress for the purpose of maintaining the fences, walls, structures, light standards and fixtures, landscaping, sanitary, storm water and drainage lines and utilities facilities, and

other improvements when an Owner or occupant has failed to do so (the Association having no obligation to so maintain).

- 6.4 Declarant shall have the right, and obligation at its sole cost and expense, to construct a "ROSENBERG BUSINESS PARK" sign (the "Business Park Sign") in which event the Association shall maintain the Business Park Sign in good condition and repair. Said sign shall comply with the restrictions listed in section 2.1. The maximum size of the sign shall be 16 feet in height and 120 square feet in area in accordance with the City of Rosenberg's Code of Ordinances, Chapter 6, Article XIII. Declarant may cause the Business Park Sign to contain such information regarding Declarant, or its affiliates, as Declarant shall desire. In the event the Declarant does not construct a Business Park Sign on or before the expiration of the Control Period, the Association shall have the right (but no obligation), at its sole option and at its sole cost and expense, to construct a Business Park Sign, in which event the Association shall maintain the Business Park Sign in good condition and repair. Accordingly, there is hereby created in favor of the Declarant, and upon expiration of the Control Period, in favor of the Association, for the benefit of the Property, an easement upon, across, over and under that portion of the Property reasonably necessary for the installation, replacing, repairing and maintaining the Business Park Sign. Declarant may at any time and from time to time assign all or any portion of its rights under this Article 7.5 to the Association.
- 6.5 Notwithstanding anything contained herein to the contrary, the Owner of any Parcel shall be entitled to the free and unimpeded use and enjoyment of the surface of its respective Parcel to the maximum extent permitted by law and this Declaration and the grant, reservation or creation of any blanket easements herein (whether in this Article 7 or otherwise) over, above, under, or across any such Parcel, or any portion thereof, shall not preclude any Owner from constructing, installing, operating, or maintaining any structure or improvement on such Parcel so long as the same shall not materially interfere with or frustrate the purpose of any such blanket easement.

ARTICLE VII

Management and Operation of the Property.

- 7.1 The common affairs of the Property shall be managed by the Association. The Association shall have the right, power and obligation to provide for the management, maintenance, repair, replacement, administration, insuring and operation of the Property. The business affairs of the Association shall be managed by its Board of Directors. Until the expiration of the Control Period, the Declarant shall have absolute, complete and exclusive control of the Association and the Board of Directors, regardless of how many other Owners may acquire Parcels during such period of time. The Declarant, in its sole discretion, may appoint a Board of Directors during the Control Period, said appointed Board to administer the Association's affairs until the first annual meeting of the Members of the Association is held in accordance with the provisions of Article 8.4 hereof and a Board of Directors is elected by the Members. The Board of Directors elected at the first annual meeting of Members of the Association is herein called the "First Elected Board". The Board of Directors appointed by Declarant pursuant to the provisions of this Article 8.1 is herein referred to as the "Appointed Board". The Declarant shall have the power, exercisable at any time and from time to time, to remove any Director of the Appointed Board and appoint a successor, as well as to appoint a successor for any position on the Appointed Board which becomes vacant. The Declarant hereby appoints William G. Smith and Stephen G. Darnall as members of the "Appointed Board". The Appointed Board may engage the Declarant or any other party whether or not affiliated with Declarant, to perform the day to day functions of the Association and to provide for the management, maintenance, repair, replacement, administration insuring and operation of the Property as required herein.
- 7.2 Each Owner, including Declarant during the period of time in which Declarant owns any Parcel, shall be a Member in the Association and such membership shall terminate automatically when such ownership ceases. Upon the transfer of ownership of a Parcel, howsoever achieved, the new Owner thereof shall, concurrently with such transfer, become a Member in the Association.
- 7.3 Until the expiration of the Control Period, Declarant shall have all voting power, and no other Member shall have any voting power whatsoever during such period of time; thereafter, the total voting power shall be the sum of votes that correspond to each 10,000 square feet of land within the Parcels, with all votes in the Association to be on the basis of one vote being allocated to each 10,000 square feet of land (rounded to the nearest 10,000 square foot if more or less) owned by such Owner in all of the Parcels. In the event that ownership interests in a Parcel are owned by more than one Member of the Association, such Members

shall exercise their right to vote in such manner as they may among themselves determine, but in no event shall more than one vote be cast for each 10,000 square feet of land. Such Owners shall appoint one of them as the Member who shall be entitled to exercise the vote of that 10,000 square feet of land at any meeting of the Association. Such designation shall be made in written notice to the Board. The Board shall be entitled to rely on any such designation until written notice revoking such designation is received by the Board. In the event that a Parcel is owned by more than one Member of the Association and no single Member is designated to vote on behalf of the Members having an ownership interest in such Parcel, then none of such Members shall be allowed to vote. All Members of the Association may attend meetings of the Association and all voting Members may exercise their vote at such meetings either in person or by proxy.

- 7.4 The first annual meeting of the Members of the Association shall be held within 60 days after the expiration of the Control Period, when called by either the Appointed Board or Declarant, upon no less than ten (10) and no more than fifty (50) days prior written notice to the Members. The First Elected Board shall be elected at the first annual meeting of the Members of the Association. Thereafter, annual and special meetings of the Members of the Association shall be held at such place and time and on such dates as shall be specified in the By-laws. The Declarant may convene a special meeting of the Members of the Association at any time and from time to time prior to the first annual meeting of the Members of the Association for such purposes as the Declarant may deem appropriate.
- 7.5 The initial Board of Directors shall be elected and shall meet in the manner set forth in the By-laws.
- 7.6 In addition to its other powers conferred by law or hereunder, the Board shall be empowered to create procedures for resolving disputes between or among Owners, the Board and/or the Association, including appointment of committees to consider and recommend resolution of any such disputes.
- 7.7 Declarant or the Board may retain, hire, employ or contract for the construction, maintenance, repair, landscaping, insuring, administration and operation of the Property as provided for herein and as provided for in the By-laws.
- 7.8 Any action, inaction or omission by the Board made or taken in good faith shall not subject the Board or any individual member of the Board to any liability to the Association, its Members or any other party.
- 7.9 In accordance with the By-laws, the Board shall elect, at least annually, a President, one or more Vice Presidents, a secretary, a Treasurer and such other officers and assistant officers as it may designate who shall each serve the Association without compensation. The President shall be the chief executive officer of the Association. The President shall preside at all meetings of the Association. The President shall have all the general powers and duties which are usually vested in the office of president of an association. The Secretary shall keep all the minutes of all meetings of the Board and the minutes of all meetings of the Association, and shall be in charge of such books and papers as the Board may direct. The Secretary shall keep and update a complete list of Members, showing opposite each Member's name the number of the Parcel owned by such Member. The Treasurer shall have responsibility for Association funds and shall be responsible for keeping full and accurate accounts of all receipts and disbursements in books belonging to the Association. The Treasurer shall also be responsible for the deposit of all monies and other valuable effects in the name, and to the credit of, the Association in such depositories as may from time to time be designated by the Board. The Appointed Board or Declarant shall appoint a President, one or more Vice Presidents, a Secretary and a Treasurer to serve in such capacities until the first annual meeting of the Members of the Association shall be held in accordance with the provisions of Article 8.4 hereof. At the first annual meeting of the Members of the Association, the First Elected Board shall elect a President, one or more Vice Presidents, a Secretary, a Treasurer and such other officers as it may designate; thereafter, the Board shall elect officers at least annually, in accordance with the By-laws of the Association.

ARTICLE VIII

Maintenance Expense Charge and Maintenance Charge.

- 8.1 Each Parcel shall be subject to an Annual Maintenance Charge in an amount to be set by the Declarant or Appointed Board from time to time, and thereafter shall be set by the Board. If the Board elects to establish a security program for the Property, each Owner shall cooperate and participate in such security program and the Annual Maintenance Charge shall include the security charge relating to such security program.

The amount of the Annual Maintenance Charge for each Parcel may be increased or decreased by the Board from time to time, as needed to pay for the expenses of the Association. After the third full year of operation, if any such change increases the Annual Maintenance Charge by more than twenty percent (20%) of the amount of Annual Maintenance Charge prior to such change (for any reason other than the initial development of the improvements on the Detention Area or other Shared Utility Facilities, increases in taxes or insurance, the introduction of new or additional services, or a requirement of a governmental authority), the change must be approved by a Majority of the Members present at a duly called meeting. The Annual Maintenance Charge and any special assessments provided for in Article 9.4 hereof chargeable to a Parcel shall be based upon a fraction the numerator of which is the number of square feet of land comprising such Parcel and the denominator of which is the total number of square feet comprising the Property.

- 8.2 Notwithstanding anything to the contrary contained in this Declaration, until the election of the First Elected Board, Declarant shall not be responsible for the payment of the Annual Maintenance Charge chargeable with respect to all Parcels owned by Declarant. Declarant shall, however, with respect to such period of time until such election, be responsible for payment to the Association of the sum, from time to time, equal to the expense incurred by the Association on a cash basis, less the Annual Maintenance Charges paid from time to time by the Owners other than Declarant. From and after the election of the First Elected Board, Declarant shall not be responsible for any deficit between expenses incurred by the Association and the Annual Maintenance Charges paid by the Owners, but Declarant shall be responsible for paying the Annual Maintenance Charge with respect to the Parcels owned by Declarant thereafter from time to time.
- 8.3 The Annual Maintenance Charges collected by the Association shall be paid into the Maintenance Fund and shall be held, managed, invested and expended by the Board, at its discretion, for the benefit of the Property. The Board shall expend the Maintenance Fund: for the maintenance, repair, replacement, insuring, administration, management and operation of the Property, including without limitation, the ownership, maintenance, repair, replacement and operation of any common landscaping or fencing, any Private Drives or Private Utility Lines, as well as any costs incurred in connection with the Detention Area and Shared Utility Facilities, and the Business Park Sign; for the payment of taxes applicable to any common areas of the Property; for the maintenance of the public street lighting, public street sweeping, and public street maintenance within the Property to the extent not paid for by the City of Rosenberg, maintenance of entry markers, greenbelts, esplanades and landscape reserves owned as easement rights by the Association; for the performance of the duties of the Board and the Association as set forth herein; for the enforcement of this Declaration by action at law or in equity, or otherwise, and the payment of court costs as well as reasonable and necessary legal fees; and for all other purposes that are, in the commercially reasonable determination of the Board, desirable in order to maintain the character, integrity and value of the Property and the Parcels therein. The Board and its individual members shall not be liable to any person as a result of action taken by the Board with respect to the Maintenance Fund, except for willful misconduct or fraud.
- 8.4 If the Board at any time (and from time to time) after expiration of the Control Period determines that the Annual Maintenance Charges assessed for any period are insufficient to provide for its stated purpose, then the Board shall have the authority to levy such special assessments as it shall deem necessary to provide for the same. No special assessment shall be effective until the same is approved in writing by a Majority of Members present at a duly called meeting. Any such special assessment shall be payable, and the payment thereof may be enforced, in the manner herein specified for the payment of the Annual Maintenance Charges.
- 8.5 The Annual Maintenance Charge assessed against each Owner shall be due and payable, in advance, annually on the date determined from time to time by the Board, subject to the appropriate yearend adjustment based upon actual expenses incurred. Any such amount not paid and received by the fifteenth (15th) day after the due date thereof shall be deemed delinquent, and, without notice, shall bear interest at a rate of eighteen percent (18%) per annum until paid, but in no event shall the interest rate exceed the maximum rate allowed by applicable law. The Board, at its option, may impose and collect late charges on delinquent payments.

To secure the payment of the Annual Maintenance Charge, special assessments levied hereunder and any other sums due hereunder (including, without limitation, interest, late fees or delinquency charges) a contractual lien is hereby created, in favor of the Association, in and to each Parcel and improvements and

assigned to the Association which lien shall be enforceable as hereinafter set forth by the Association or the Board on behalf of the Association. The lien described in this Article 9.5 shall be deemed subordinate to any Mortgage and any renewal, extension, rearrangements or refinancing thereof; provided, however, no foreclosure of any Mortgage shall free any Parcel, improvements or Owner from the lien described in this Article 9.5 securing such Annual Maintenance Charges, special assessments or any other sums due hereunder thereafter becoming due and payable. The collection of such Annual Maintenance Charges, special assessments and other sums due hereunder may, in addition to any other applicable method at law or inequity, be enforced by suit for a money judgment and in the event of such suit, the expense incurred in collecting such delinquent amounts, including interest, costs and reasonable attorney's fees shall be chargeable to and be a personal obligation of the defaulting Owner. In no event shall the foreclosure of any Mortgage extinguish or discharge the personal obligation of the foreclosed Owner to pay Annual Maintenance Charges, special assessments levied hereunder or any other sums due hereunder. The voting right of any Owner in default in the payment of the Annual Maintenance Charge, or other charge owing hereunder for which an Owner is liable, shall be automatically revoked for the period during which such default exists.

Notice of the lien referred to in this Article 9.5 may be given by the recordation in the Office of the County Clerk of Fort Bend County, Texas of an affidavit, duly executed, sworn to and acknowledged by an officer of the Association, setting forth the amount owed, the name of the Owner or Owners of the affected Parcel according to the books and records of the Association, and the legal description of such Parcel. The Association shall also provide written notice to the holder of any recorded mortgage affecting the Parcel upon which such lien is being noticed.

Each Owner, by acceptance of a deed to such Owner's Parcel, hereby expressly recognizes the existence of such lien as being prior to such Owner's ownership of such Parcel and hereby vests in the Board the right and power to bring all actions against such Owner or Owners personally for the collection of such unpaid Annual Maintenance Charge, special assessments and other sums due hereunder as a debt, and to enforce the aforesaid lien by judicial all methods available for the enforcement of such liens, both by judicial and non-judicial foreclosure. Additionally, by acceptance of the deed to such Owner's Parcel, each Owner expressly GRANTS, BARGAINS, SELLS AND CONVEYS to the President of the Association from time to time serving, as trustee (and to any substitute or successor trustee as hereinafter provided for) such Owner's Parcel and all improvements thereon, and all rights appurtenant thereto, in trust, for the purpose of securing the aforesaid Annual Maintenance Charge, special assessments and other sums due hereunder remaining unpaid by such Owner from time to time. The trustee herein designated may be changed at any time by execution of an instrument in writing signed by the President of the Association and attested to by the Secretary of the Association and filed in the Office of the County Clerk of Fort Bend County, Texas. In the event of the election by the Board to foreclose the lien herein provided, for nonpayment of sums secured to be paid by such lien, then it shall be the duty of the trustee, or his successor, as hereinabove provided, at the request of the Board (which request shall be presumed) to enforce this trust and to sell such Parcel and all improvements thereon, and all rights appurtenant thereto, at the door of the County Courthouse of Fort Bend County, Texas, on the first Tuesday in any month between the hours of 10:00 a.m. and 4:00 p.m. to the highest bidder for cash after the trustee and The Board, respectively, shall have given notices of the proposed sale in the manner hereinafter set forth, or otherwise in the manner then provided by the Texas Foreclosure Statute hereinafter defined. Following sale, the trustee shall make due conveyance of the Parcel and all improvements thereon to the purchaser or purchasers, with general warranty of title to such purchaser or purchasers binding upon the Owner or Owners of such Parcel and all improvements thereon and their heirs, executors, administrators and successors. The trustee shall give notice of such proposed sale by posting a written notice of time, place and terms of the sale for at least twenty-one (21) consecutive days preceding the date of sale at the Courthouse door of Fort Bend County, Texas, by filing such notice with the County Clerk of Fort Bend County, Texas, at least twenty-one (21) consecutive days preceding the date of sale, and, in addition, the Board shall serve written notice at least twenty-one (21) days preceding the date of sale by certified mail on each of such Owner or Owners according to the records of the Association of such sale or shall otherwise cause the notice thereof to comply with the provisions of Section 5 1.002 of the Texas Property Code as it may be amended or recodified from time to time ("Texas Foreclosure Statute"). Service of such notice shall be completed upon deposit of the notice in the United States mail, properly addressed to such Owner or Owners at the most recent address as shown by the records of the Association. The affidavit of any person having knowledge of the facts to the effect that such service was completed shall be prima facie evidence of the fact of such service.

At any foreclosure, judicial or non-judicial, the Association shall be entitled to bid up to the amount of the sum secured by its lien, together with costs and attorney's fees, and to apply as a cash credit against its bid all sums due to the Association covered by the lien foreclosed. From and after any such foreclosure the occupants of such Parcel shall be required to pay a reasonable rent for the use of such Parcel and such occupancy shall constitute a tenancy-at-sufferance, and the purchaser at such foreclosure sale shall be entitled to the appointment of a receiver to collect such rents and further, shall be entitled to sue for recovery of possession of such Parcel by forcible detainer without further notice.

- 8.6 In the event any of the utilities provided to the Parcels through the Shared Utility Facilities are provided to the Property as a whole and are not separately metered at each Parcel by the municipality or other provider of such utilities, the costs of such utilities shall be added to the Annual Maintenance Charge as provided above. The amount paid by each Owner shall be subject to year-end adjustment as set forth above, based upon separate meters for each Parcel, if installed by the Association, or by other commercially reasonable and equitable methods of determination by the Association.

ARTICLE IX

Environmental Covenants

- 9.1 Each Owner shall cause such Owner's Parcel to be in compliance with all federal, state and local environmental laws and ordinances. To the full extent permitted by applicable law, each Owner shall defend, indemnify and hold harmless the Indemnified Parties from and against any and all loss, cost, expense or liability (including attorneys' fees and court costs) incurred by any Indemnified Party in connection with or otherwise arising out of any and all claims or proceedings (whether brought by a private party, governmental agency or otherwise) for bodily injury, property damage, abatement, remediation, environmental damage or impairment or any other injury or damage, resulting from or relating to such Owner (or such Owner's agents, representatives or employees) causing or permitting any Hazardous Substance to be located upon, migrate into, from or through such Owner's Parcel.

ARTICLE X

Insurance.

- 10.1 Each Owner shall throughout the term of this Declaration keep, at its own expense, all improvements on its Parcel insured against loss or damage by fire, windstorm, hail, explosion, damage from aircraft and vehicles and smoke damage, and such other risks as are from time to time included in the broad form "extended coverage" endorsements generally written in the Fort Bend County, Texas metropolitan area.
- 10.2 Each Owner shall throughout the term of this Declaration, at its own expense, maintain general public liability insurance against claims for personal injury or death and property damage occasioned by accident occurring upon, in or about that Owner's Parcel, such insurance to provide protection in each case of not less than: (i) \$1,000,000 in respect of injury or death to any one person; (ii) \$2,000,000 in respect of injury or death to any number of persons arising out of any one occurrence, and (iii) \$500,000 per occurrence in respect of any instances of property damage.

ARTICLE XI

General Provisions.

- 11.1 Declarant, the Association or any Owner shall have the right to enforce by any proceedings at law or in equity all restrictions, conditions, covenants, easements, liens and charges now or hereafter imposed by the provisions of this Declaration. Failure by Declarant, the Association or any Owner to enforce any covenant or restriction herein contained shall in no event be deemed a waiver of the right to do so thereafter. Similarly, failure by Declarant, the Association or any Owner to enforce any one or more covenants or restrictions herein contained shall in no event be deemed a waiver of the right to enforce any other covenant or restriction.
- 11.2 Invalidation of any one or more of these covenants or restrictions by judgment or court order shall in no way affect any other provision, and all such other provisions shall remain in full force and effect.

- 11.3 The covenants and restrictions of this Declaration shall run with and bind the Property, and shall inure to the benefit of and be enforceable by the Association, Declarant, the Owner of any Parcel subject to this Declaration, their respective heirs, legal representatives, successors and assigns for a term of forty (40) years from the date this Declaration is recorded in Fort Bend County, Texas, after which time said covenants shall be automatically extended for successive periods of ten (10) years; provided, however, that in the event an instrument signed by the Owners owning 75% or more of the total square footage of land in all of the Parcels, and recorded in Real Property Records of Fort Bend County, Texas at least sixty (60) days before the expiration of the initial forty (40) year period or any subsequent ten (10) year period, then this Declaration shall terminate at the end of such forty (40) year period or such ten (10) year period, as the case may be. The covenants and restrictions or any other portion of this Declaration may be amended at any time until the expiration of the Control Period, by an instrument signed (i) by Declarant and (ii) the Owners of a majority of the total square footage of land within all of the Parcels. After the expiration of the Control Period, the covenants and restrictions or any other portion of this Declaration may be amended at any time by an instrument signed by the Owners owning 75% or more of the total square footage of land in all of the Parcels. Any amendment must be properly recorded in Fort Bend County, Texas. In addition, the Owner of any Parcel covered by a Mortgage shall give the Mortgagee a written notification thirty (30) days prior to any abandonment or termination of this Declaration and/or any material amendment to this Declaration; provided, however, the failure of any Owner to so notify any such Mortgagee shall not affect the validity of any abandonment or termination of this Declaration and/or any amendment to this Declaration. Notwithstanding the provisions of this Article, any amendment(s) to the covenants and restrictions of this Declaration that changes the commercial uses described in Article 2.1 shall require the consent of the City of Rosenberg.
- 11.4 Each Owner and Declarant shall comply strictly with the provisions of this Declaration. Failure to comply with any of the same shall be grounds for an action to recover sums due for damages, injunctive relief or both, maintainable by an aggrieved Owner, Declarant or the Association, as applicable, including reasonable attorney's fees and costs of court.
- 11.5 Notwithstanding anything contained herein to the contrary, until the expiration of the Control Period, the Declarant shall have and hereby reserves the right at any time, without the joinder or consent of any Mortgagee or any other Owner, party or entity, to amend the Site Plan by an instrument in writing, duly signed, acknowledged and filed of record in the Office of the County Clerk of Fort Bend County, Texas, so long as such amendment will not be inconsistent with the general overall plan for the development of the Property as provided herein and so long as any amendment or revision of the Site Plan shall not create any material encroachment, material encumbrance or direct material burdens on any Parcel (other than the Utility Easement described in Article 7.1) or Owner without the written consent of the such Owner. For purposes of carrying out and implementing the provisions of this paragraph, each Owner (other than Declarant) appoints the Declarant such Owner's irrevocable agent and attorney-in-fact coupled with an interest with authority to execute and deliver any such amendment.
- 11.6 The Declarant may make additional restrictions by appropriate provisions in any deed or deeds hereafter conveying any land in the Property, without otherwise modifying the general plan outlined above, and such other restrictions shall inure to the benefit of the owners of any other land in the Property in the same manner as though they had been expressed herein. Declarant shall have the right to extend the restrictions and covenants hereof to any land owned or acquired by Declarant, any boundary of which lies adjacent to the Property ("Additional Land") by filing an election to add the Additional Land to the Property as being subject to this Declaration, in the Public Records of Real Property of Fort Bend County, Texas. Nothing herein contained, however, shall be deemed to impose any restrictions on any portion of the Additional Land unless Declarant, as the owner of the Additional Land, hereafter elects to subject the Additional Land to the general plan outlined above by expressly providing for same in any Deed or other instrument executed by the Declarant, as the owner of the Additional Land to be made subject to these Restrictions.
- 11.7 No delay in enforcing the provisions of this Declaration as to any breach or violation Thereof shall impair, damage or waive the right of any party entitled to enforce the same or obtain relief thereof against or recover for the continuation or repetition of such breach or violation or any similar breach or violation thereof at any later time or times.
- 11.8 Declarant, as well as its agents, employees, officers, directors, partners, contractors and attorneys, shall not be liable to any Owner or lessee of a Parcel or any portion thereof or to any other party for any loss, claim

or demand in connection with the breach of any provisions of this Declaration by any party other than Declarant or any of Declarant's agents, employees or representatives.

- 11.9 In the event any one or more persons, firms, corporations or other entities shall violate or attempt to violate any of the provisions of this Declaration, Declarant, the Association or each Owner of a Parcel or any portion thereof, may institute and prosecute any proceeding at law or in equity to abate, prevent or enjoin such violation or attempted violation or to recover monetary damages caused by such violation or attempted violation.
- 11.10 The covenants and restrictions adopted and established for the Property by this Declaration are imposed upon and made applicable to the Property and shall run with the land and shall be binding upon and inure to the benefit of and be enforceable by Declarant, the Association, and each Owner of a Parcel or any part thereof, and their respective heirs, legal representatives, successors and assigns.
- 11.11 Notwithstanding any provision to the contrary contained in this Declaration, all actions of the Members, Board or any committee of the Board provided for herein may be taken by unanimous written consent without a meeting, or any meeting thereof may be held by means of a telephone conference or the like, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has duly executed this Declaration of Covenants, Conditions and Restrictions and Grant of Easements for ROSENBERG BUSINESS PARK effective as of March 1, 2014.

DECLARANT:

ROSENBERG BUSINESS PARK, LTD., a Texas limited partnership

By: Rosenberg Business Park GP, LLC, its general partner

By: _____
_____, President

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

The foregoing instrument was acknowledged before me on this ____ day of _____, 2014, by _____, President of Rosenberg Business Park GP, LLC, the General Partner of ROSENBERG BUSINESS PARK, LTD., a Texas limited partnership.

Notary Public, State of Texas

EXHIBIT "A"

Description of the Property

Survey attached.

METES AND BOUNDS DESCRIPTION OF 184.1 ACRES OF LAND IN THE S.B. PENTECOST SURVEY, A-378 AND THE S.B. PENTECOST SURVEY, A-362 FORT BEND COUNTY, TEXAS

BEING 184.1 acres of land, being a portion of the 158.5 acre tract described in the deed from 2218 Rosenberg, L.P. to Windmeadows Investors, Ltd., recorded under File No. 2005-095386, in the Official Public Records of Fort Bend County, Texas, the 7.2649 acre tract and the 7.2717 acre tract described as Tract II, the 28.06 acre tract described as Tract III, and 35.95 acre tract described as Tract I, in the deed from Rio Mortgage Company to Windmeadows Investors, Ltd., recorded under File No. 2009-00812, in the Official Public Records of Real Property of Fort Bend County, Texas, and the 11.37 acre tract described in the deed from WM Commercial, L.P. to Windmeadows Investors, Ltd., recorded under File No. 2008-108814, in the Official Public Records of Real Property of Fort Bend County, Texas, in the S.B. Pentecost Survey, A-378 and the S.B. Pentecost Survey, A-362, Fort Bend County, Texas, and more particularly described by metes and bounds as follows with bearings based on the east right-of-way line of F.M. 2218 bearing North 44° 43' 46" East, as monumented:

BEGINNING at a 5/8 inch iron rod found for the east corner of said 158.5 acre tract, common to the south corner of the 17.0 acre tract described in the deed from William Arnold Bryan to Betty Bryan Cruikchank, recorded under File No. 2000-079844, in the Official Public Records of Fort Bend County, Texas, common to the most southerly east corner of the herein described tract, in the northwest line of the 335.34 acre tract described in the deed from Amtex Properties to Amtex Properties, Ltd., recorded under File No. 2002-100334, in the Official Public Records of Real Property of Fort Bend County, Texas;

THENCE South 45° 00' 00" West - 1533.19 feet, along the southeast line of said 158.5 acre tract, common to the northwest line of said 335.34 acre tract, to a 1/2 inch iron rod found for the east corner of the 7.802 acre tract described in the deed from Colletta Ray McMillian, et al. to Lane Aviation, Inc., recorded under File No. 97-09631, in the Official Public Records of Real Property of Fort Bend County, Texas, common to the south corner of said 158.5 acre tract;

THENCE North 45° 03' 23" West - 4823.44 feet, along the northeast line of said 7.802 acre tract, common to the southwest line of said 158.5 acre tract, the southwest line of said 35.95 acre tract, the southwest line of said 28.06 acre tract, and the southwest line of said 11.37 acre tract, to a 5/8 inch iron rod found for the west corner of said 11.37 acre tract, common to the north corner of said 7.802 acre tract, and the west corner of the herein described tract, in the southeast right-of-way line of F.M. 2218 (100' R.O.W.);

THENCE North 44° 43' 46" East - 1532.10 feet, along the northwest line of said 11.37 acre tract, common to said southeast right-of-way line, to a 5/8 inch iron rod found for the north corner of said 11.37 acre tract, common to an angle corner of the herein described tract;

THENCE South 45° 04' 10" East – 339.74 feet, along the northeast line of said 11.37 acre tract, to an angle corner of the herein described tract, in the northeast line of said 28.06 acre tract, common to the west corner of said 7.2649 acre tract, from which a found 1 inch iron pipe, bears North 38° 47' 40" East – 0.40 feet;

THENCE North 44° 33' 55" East - 1053.82 feet, along the southeast line of the 3.879 acre tract described in the deed from Peggy Geiselman Rice, et al. to PEGMO, L.L.C., recorded under File No. 2003-107704, in the Official Public Records of Real Property of Fort Bend County, Texas, the southeast line of RSC SUBDIVISION, according to the plat thereof recorded under Film Code No. 2007-0058, in the Plat Records of Fort Bend County, Texas, and the southeast line of the 1.9442 acre tract described in the deed from Elnora Barcak to SAAF Real Estate, LLC., recorded under File No. 2006-081965, in the Official Public Records of Real Property of Fort Bend County, Texas, to a 1 inch iron pipe found for the east corner of said 1.9442 acre tract, common to the north corner of the herein described tract, in the southwest right-of-way line of Bryan Road (60' R.O.W.);

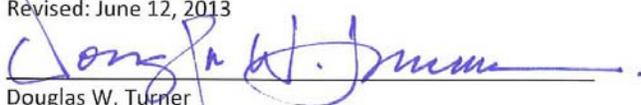
THENCE South 65° 26' 05" East - 366.86 feet, with the southwest right-of-way line of said Bryan Road, to a found 5/8 inch iron, common to the most northerly east corner of the herein described tract, in the southeast line of said 7.2717 acre tract;

THENCE South 25° 47' 19" West - 1250.61 feet, with the southeast line of said 7.2717 acre tract, to the south corner of said 7.2717 acre tract, common to an angle corner of the herein described tract, in the northeast line of said 28.06 acre tract, from which a found 1 inch iron pipe, bears North 33° 04' 20" East – 0.30 feet;

THENCE South 45° 04' 10" East - 3743.63 feet along the northeast line of said 28.06 acre tract, the northeast line of said 35.95 acre tract, and the northeast line of said 158.5 acre tract, to the **POINT OF BEGINNING** of the herein described tract and containing 184.1 acres of land.

Prepared by:
IDS Engineering Group
Job No. 1880-001-00-530
February 12, 2013

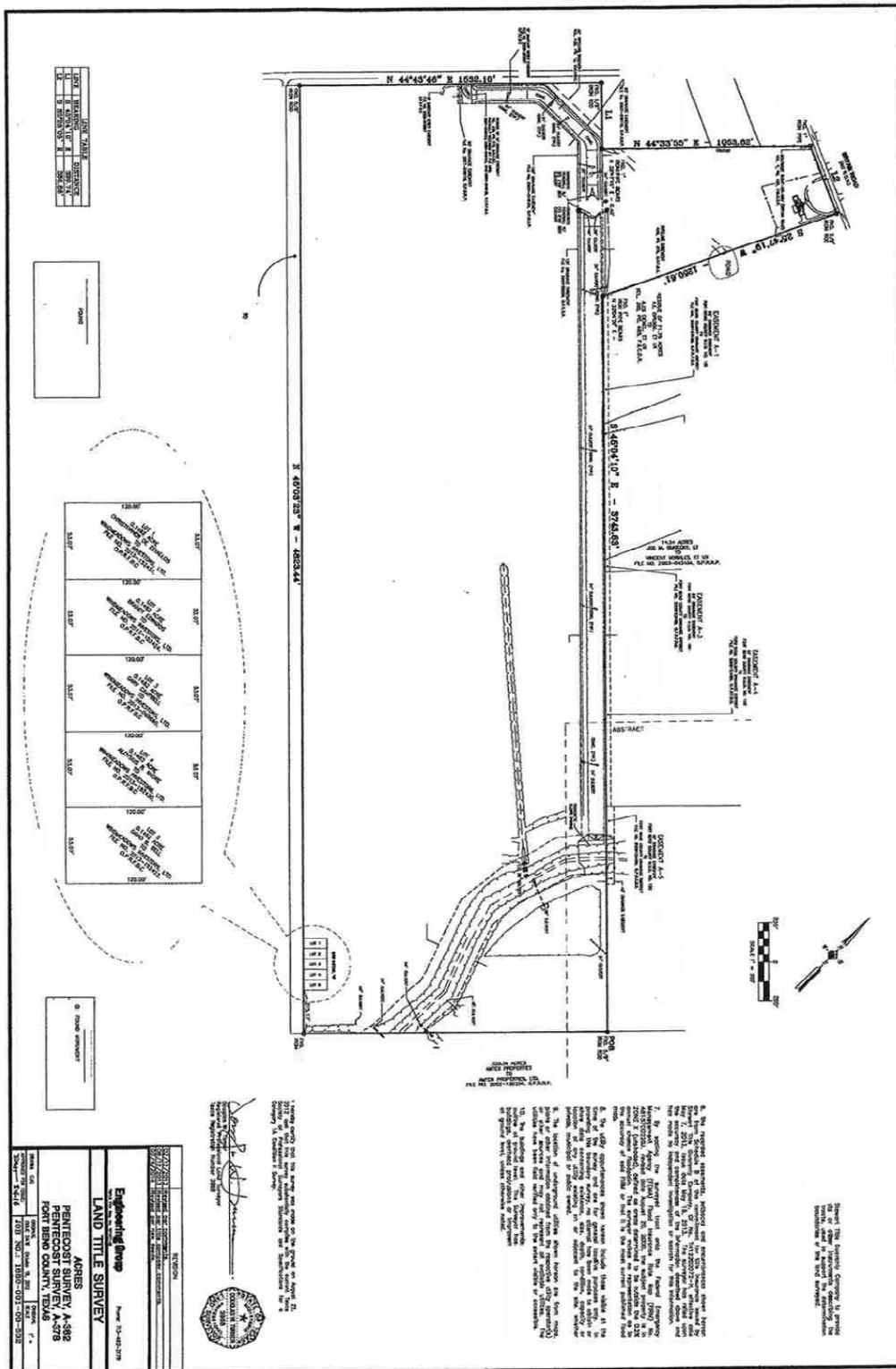
Revised: June 12, 2013


Douglas W. Turner
Registered Professional Land Surveyor
Texas Registration Number 3988



This description has been prepared as a result of a survey completed on February 12, 2013 and is submitted in connection with a survey drawing prepared by IDS Engineering Group dated February 12, 2013, Job No. 1880-001-00-530.

EXHIBIT "A"



LINE	BEARING	DISTANCE
1	N 44°45'46"	1638.10'
2	E 0°00'00"	3748.83'
3	S 44°45'46"	1638.10'
4	W 0°00'00"	3748.83'



LINE	BEARING	DISTANCE
1	N 44°45'46"	1638.10'
2	E 0°00'00"	3748.83'
3	S 44°45'46"	1638.10'
4	W 0°00'00"	3748.83'



[Signature]
 Surveyor
 State of Ohio

1. Having found that the same are correct, the Surveyor hereby certifies that the same are correct and true to the best of his knowledge and belief.



Engineering Group
 LAND TITLE SURVEY
 ASHES
 PENTECOST SURVEY, A-382
 PENTECOST SURVEY, A-378
 COUNTY OF COVINGTON, OHIO

Survey of the Ashes, Co. 10, 11, 12, 13, 14, 15, 16, 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27, 28, 29, 30, 31, 32, 33, 34, 35, 36, 37, 38, 39, 40, 41, 42, 43, 44, 45, 46, 47, 48, 49, 50, 51, 52, 53, 54, 55, 56, 57, 58, 59, 60, 61, 62, 63, 64, 65, 66, 67, 68, 69, 70, 71, 72, 73, 74, 75, 76, 77, 78, 79, 80, 81, 82, 83, 84, 85, 86, 87, 88, 89, 90, 91, 92, 93, 94, 95, 96, 97, 98, 99, 100, 101, 102, 103, 104, 105, 106, 107, 108, 109, 110, 111, 112, 113, 114, 115, 116, 117, 118, 119, 120, 121, 122, 123, 124, 125, 126, 127, 128, 129, 130, 131, 132, 133, 134, 135, 136, 137, 138, 139, 140, 141, 142, 143, 144, 145, 146, 147, 148, 149, 150, 151, 152, 153, 154, 155, 156, 157, 158, 159, 160, 161, 162, 163, 164, 165, 166, 167, 168, 169, 170, 171, 172, 173, 174, 175, 176, 177, 178, 179, 180, 181, 182, 183, 184, 185, 186, 187, 188, 189, 190, 191, 192, 193, 194, 195, 196, 197, 198, 199, 200, 201, 202, 203, 204, 205, 206, 207, 208, 209, 210, 211, 212, 213, 214, 215, 216, 217, 218, 219, 220, 221, 222, 223, 224, 225, 226, 227, 228, 229, 230, 231, 232, 233, 234, 235, 236, 237, 238, 239, 240, 241, 242, 243, 244, 245, 246, 247, 248, 249, 250, 251, 252, 253, 254, 255, 256, 257, 258, 259, 260, 261, 262, 263, 264, 265, 266, 267, 268, 269, 270, 271, 272, 273, 274, 275, 276, 277, 278, 279, 280, 281, 282, 283, 284, 285, 286, 287, 288, 289, 290, 291, 292, 293, 294, 295, 296, 297, 298, 299, 300, 301, 302, 303, 304, 305, 306, 307, 308, 309, 310, 311, 312, 313, 314, 315, 316, 317, 318, 319, 320, 321, 322, 323, 324, 325, 326, 327, 328, 329, 330, 331, 332, 333, 334, 335, 336, 337, 338, 339, 340, 341, 342, 343, 344, 345, 346, 347, 348, 349, 350, 351, 352, 353, 354, 355, 356, 357, 358, 359, 360, 361, 362, 363, 364, 365, 366, 367, 368, 369, 370, 371, 372, 373, 374, 375, 376, 377, 378, 379, 380, 381, 382, 383, 384, 385, 386, 387, 388, 389, 390, 391, 392, 393, 394, 395, 396, 397, 398, 399, 400, 401, 402, 403, 404, 405, 406, 407, 408, 409, 410, 411, 412, 413, 414, 415, 416, 417, 418, 419, 420, 421, 422, 423, 424, 425, 426, 427, 428, 429, 430, 431, 432, 433, 434, 435, 436, 437, 438, 439, 440, 441, 442, 443, 444, 445, 446, 447, 448, 449, 450, 451, 452, 453, 454, 455, 456, 457, 458, 459, 460, 461, 462, 463, 464, 465, 466, 467, 468, 469, 470, 471, 472, 473, 474, 475, 476, 477, 478, 479, 480, 481, 482, 483, 484, 485, 486, 487, 488, 489, 490, 491, 492, 493, 494, 495, 496, 497, 498, 499, 500, 501, 502, 503, 504, 505, 506, 507, 508, 509, 510, 511, 512, 513, 514, 515, 516, 517, 518, 519, 520, 521, 522, 523, 524, 525, 526, 527, 528, 529, 530, 531, 532, 533, 534, 535, 536, 537, 538, 539, 540, 541, 542, 543, 544, 545, 546, 547, 548, 549, 550, 551, 552, 553, 554, 555, 556, 557, 558, 559, 560, 561, 562, 563, 564, 565, 566, 567, 568, 569, 570, 571, 572, 573, 574, 575, 576, 577, 578, 579, 580, 581, 582, 583, 584, 585, 586, 587, 588, 589, 590, 591, 592, 593, 594, 595, 596, 597, 598, 599, 600, 601, 602, 603, 604, 605, 606, 607, 608, 609, 610, 611, 612, 613, 614, 615, 616, 617, 618, 619, 620, 621, 622, 623, 624, 625, 626, 627, 628, 629, 630, 631, 632, 633, 634, 635, 636, 637, 638, 639, 640, 641, 642, 643, 644, 645, 646, 647, 648, 649, 650, 651, 652, 653, 654, 655, 656, 657, 658, 659, 660, 661, 662, 663, 664, 665, 666, 667, 668, 669, 670, 671, 672, 673, 674, 675, 676, 677, 678, 679, 680, 681, 682, 683, 684, 685, 686, 687, 688, 689, 690, 691, 692, 693, 694, 695, 696, 697, 698, 699, 700, 701, 702, 703, 704, 705, 706, 707, 708, 709, 710, 711, 712, 713, 714, 715, 716, 717, 718, 719, 720, 721, 722, 723, 724, 725, 726, 727, 728, 729, 730, 731, 732, 733, 734, 735, 736, 737, 738, 739, 740, 741, 742, 743, 744, 745, 746, 747, 748, 749, 750, 751, 752, 753, 754, 755, 756, 757, 758, 759, 760, 761, 762, 763, 764, 765, 766, 767, 768, 769, 770, 771, 772, 773, 774, 775, 776, 777, 778, 779, 780, 781, 782, 783, 784, 785, 786, 787, 788, 789, 790, 791, 792, 793, 794, 795, 796, 797, 798, 799, 800, 801, 802, 803, 804, 805, 806, 807, 808, 809, 810, 811, 812, 813, 814, 815, 816, 817, 818, 819, 820, 821, 822, 823, 824, 825, 826, 827, 828, 829, 830, 831, 832, 833, 834, 835, 836, 837, 838, 839, 840, 841, 842, 843, 844, 845, 846, 847, 848, 849, 850, 851, 852, 853, 854, 855, 856, 857, 858, 859, 860, 861, 862, 863, 864, 865, 866, 867, 868, 869, 870, 871, 872, 873, 874, 875, 876, 877, 878, 879, 880, 881, 882, 883, 884, 885, 886, 887, 888, 889, 890, 891, 892, 893, 894, 895, 896, 897, 898, 899, 900, 901, 902, 903, 904, 905, 906, 907, 908, 909, 910, 911, 912, 913, 914, 915, 916, 917, 918, 919, 920, 921, 922, 923, 924, 925, 926, 927, 928, 929, 930, 931, 932, 933, 934, 935, 936, 937, 938, 939, 940, 941, 942, 943, 944, 945, 946, 947, 948, 949, 950, 951, 952, 953, 954, 955, 956, 957, 958, 959, 960, 961, 962, 963, 964, 965, 966, 967, 968, 969, 970, 971, 972, 973, 974, 975, 976, 977, 978, 979, 980, 981, 982, 983, 984, 985, 986, 987, 988, 989, 990, 991, 992, 993, 994, 995, 996, 997, 998, 999, 1000.

EXHIBIT "B"

Site Plan

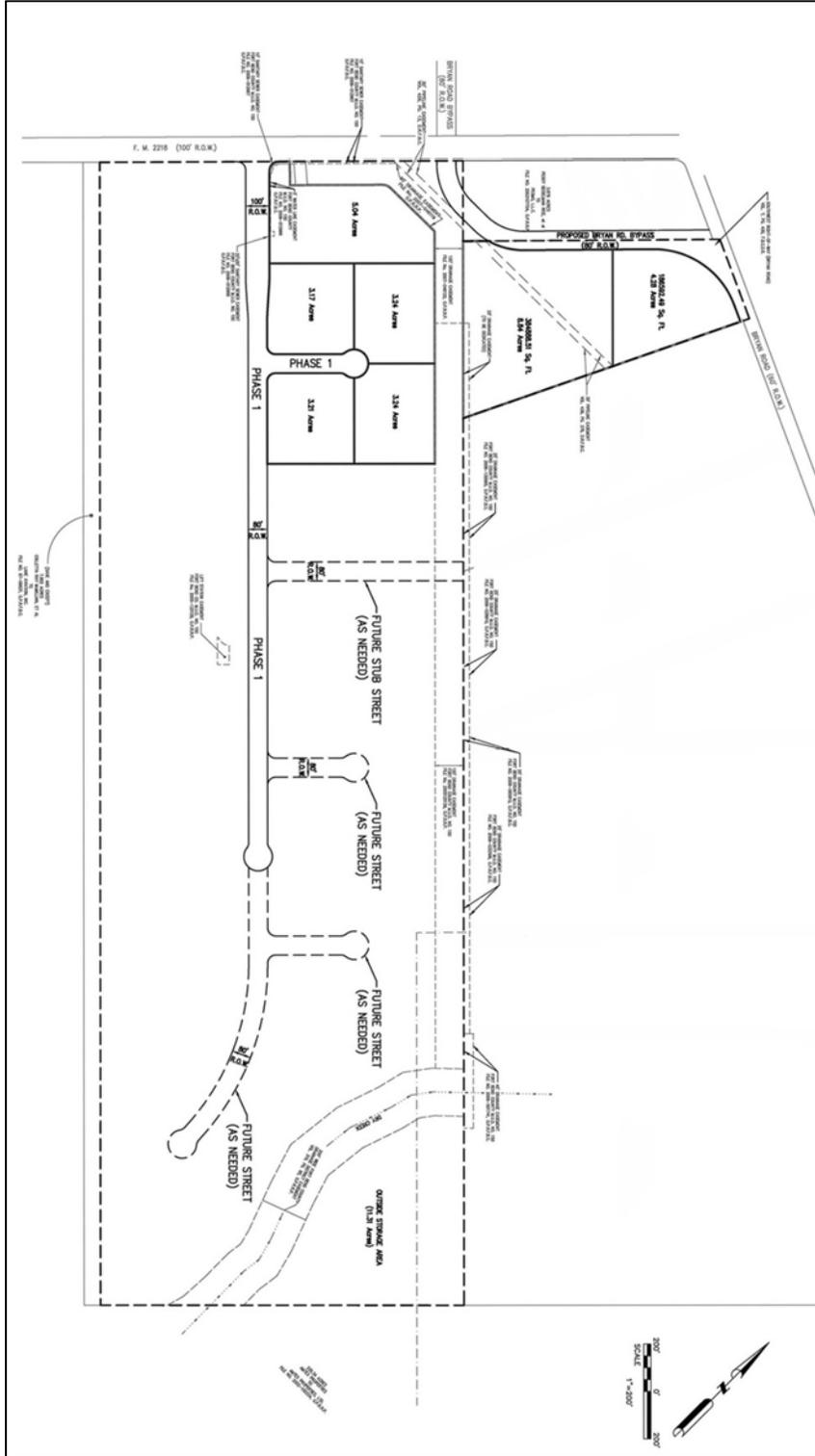


EXHIBIT "C"
ROSENBERG BUSINESS PARK
Landscape Guidelines
2-25-14

Landscape and Lighting Plans should be submitted in advance to the Architectural Control Committee "ACC" and should meet these minimum guidelines as provided for in this document.

- Minimum of 15% of lot to be landscaped using trees, shrubs, or grass.
- All grassed seeds to be Common Bermuda.
- (1) Street tree for each 30 feet of lot width along business parks main road – See Schedule "A"; Street Trees for approved specimens.
- Trees may be clustered or spaced linearly; they need not to be placed evenly.
- (2) Parking lot tree to be provided for every 10 parking spaces within properties not adjacent to the park's main road. Parking lot trees to be split between 30% canopy trees and 70% ornamental trees - See Schedule "A"; Parking Lot Trees for approved specimens.
- All parking spaces to be screened using Waxleaf Ligustrums; installed plant to be no less than 3 gallon, 26" minimum height planted; minimum 36" O.c. spacing.
- All trees to be no less than 30 gallon in size at time of planting or no less than 1.5" Cal, minimum 8-10 feet in height.
- Any exposed storage yard fencing with a direct line of site to Business Park's main road to be screened with Waxleaf Ligustrums; installed plant to be no less than 15 gallon, 4-5 feet minimum height planted; minimum 48" o.c. spacing. Unless otherwise approved by the ACC, all outside storage areas or facilities shall be separated from adjoining public streets or from other property by fencing of at least six (6) feet in height composed of galvanized chain link or equal material, and shall be screened from the street or other property by slats, or trees and shrubs. (As referenced in Article 2.9 of the deed restrictions for Rosenberg Business Park.)
- All Landscape area to be irrigated 100% using permanent underground irrigation system.
- Monument and Building signs should meet the minimum standards of the ACC and submitted in advance to the ACC for review and approval.
- The ACC reserves the right to grant variances to these guidelines based on the size and configuration of the site or other special circumstances as determined by the ACC to be in the best interest of the Park and the City of Rosenberg.

SCHEDULE "A"
Approved Plant Species

1. Street Trees

<u>Scientific Name</u>	<u>Common Name</u>	<u>Height</u>	<u>Spread</u>	<u>Growth Rate</u>	<u>Comments</u>
Quercus virginiana	Live Oak	Large	50	Slow	Semi-Deciduous
Quercus shumardii	Shumard Oak	Large	40	Slow	Fall Color
Acer rubrum	Red Maple	Large	30	Medium	Fall Color
Platanus mexicana	Mexican Sycamore	Large	50	Fast	Unique Leaf
Taxodium distichum	Bald Cypress	Large	30	Fast	Semi-Deciduous
Pinus taeda	Loblolly Pine	Large	30	Fast	Evergreen
Quercus falcata	Southern Red Oak	Large	40	Slow	Fall Color

2. Parking Lot Trees

Canopy Trees

<u>Scientific Name</u>	<u>Common Name</u>	<u>Height</u>	<u>Spread</u>	<u>Growth Rate</u>	<u>Comments</u>
Quercus virginiana	Live Oak	Large	50	Slow	Semi-Deciduous
Quercus shumardii	Shumard Oak	Large	40	Slow	Fall Color
Acer rubrum	Red Maple	Large	30	Medium	Fall Color
Platanus mexicana	Mexican Sycamore	Large	50	Fast	Unique Leaf
Taxodium distichum	Bald Cypress	Large	30	Fast	Semi-Deciduous
Pinus taeda	Loblolly Pine	Large	30	Fast	Evergreen
Quercus falcata	Southern Red Oak	Large	40	Slow	Fall Color

3. Ornamental Trees

<u>Scientific Name</u>	<u>Common Name</u>	<u>Height</u>	<u>Spread</u>	<u>Growth Rate</u>	<u>Comments</u>
Betula nigra	River Birch	Small	20	Medium	Deciduous
Myrica cerifera	Wax Myrtle	Small	20	Fast	Evergreen
Cercis canadensis	Eastern Redbud	Small	15	Fast	Pink Flowers In Spring
Lagerstroemia x fauriei 'Natchez'	Crape Myrtle 'Natchez'	Small	20	Fast	White Flower
Prunus mexicana	Mexican Plum	Small	20	Slow	White Flower
Prunus caroliniana	Cherry Laurel	Small	20	Medium	Evergreen
Llex attenuate Var East Palatka	East palatka Holly	Small	15	Slow	Evergreen

WHEREAS, the City, the RDC, and the Developer agree that the provisions of this Agreement substantially advance a legitimate interest of the City and the RDC by expanding the tax base of the City, increasing employment and promoting economic development.

NOW, THEREFORE, for and in consideration of the promises and the mutual agreements set forth herein, the City, the RDC, and Developer hereby agree as follows:

1. **Dissolution of District.** The Property is currently located wholly within the boundaries of Fort Bend County Municipal Utility District No. 150 (the "District"). The parties agree that the District is no longer beneficial to the Property or necessary in order to provide utilities to the Property. The Developer will submit to the City for approval by July 1, 2013, a plan to settle all reimbursements and other financial obligations owed by the District so that the District will no longer have outstanding debts or liabilities at the time of dissolution of the District by the City. The dissolution plan may include exclusion of land from the District, annexation of land into another district, and/or releases of claims for payment from the District. As part of the dissolution plan, the Developer will (i) pay any administrative costs associated with such dissolution, including the District's outstanding legal fees, (ii) convey to the City for its ownership, operation and maintenance a drainage ditch on the northern boundary of the District as shown on the survey attached as **Exhibit "D"** (the "Ditch") free and clear of all liens and encumbrances. The dissolution plan shall not require the City to incur any costs. The City agrees to assist and cooperate with the Developer in the dissolution of the District upon approval of the dissolution plan, including all actions necessary to annex any District land, not including the Property, into another special district in the City. However, the City will not dissolve the District if dissolution would result in the assumption of any outstanding debts or liabilities of the District by the City. If the Developer and City are unable to agree upon a dissolution plan of the District, the Developer may terminate this Development Agreement without penalty and with no further obligations hereunder.

2. **The Project; Deed Restrictions.** The Developer intends to construct (or cause to be constructed) an industrial and distribution business park to be known as the Rosenberg Business Park (the "Project"). Developer will submit to the City for approval draft deed restrictions for the Property. Among other issues, the deed restrictions will restrict the 184 acres to an industrial and distribution business park, along with retail sales associated with industrial and distribution uses and will provide

other standards that address the quality of development in the business park. No residential or other retail uses will be allowed in the business park. The McCombs property (approximately 15.07 acres located on FM 2218) will not be included in the Project. The Developer agrees to create a mandatory property owners association ("POA") to maintain the common areas and enforce the restrictions. The City's approval and the subsequent recordation of the deed restrictions is a condition precedent to the City's construction of any Public Improvements, as described herein. The City must approve in writing any changes to the deed restrictions that affect the land uses allowed on the Property prior to recordation for such changes to be effective. The Developer is not liable to the City for any subsequent changes in deed restrictions that are made after the Developer no longer owns a majority interest in the Property.

3. **Public Improvements.** The City agrees to fund, design and construct the Public Improvements in accordance with this Agreement, which include the water distribution, sanitary sewer, storm water drainage, and paving improvements set forth in **Exhibit "A"** attached hereto as well as the installation natural gas lines and electrical service in the sizes and volts as set out on **Exhibit "E"** attached hereto. The Public Improvements do not include any private internal facilities to serve specific tracts within the Property. Costs of the Public Improvements to be funded by the City include the costs of design and construction of the Public Improvements as well as all costs incurred in connection with obtaining governmental approvals, certificates, and permits required in connection with the construction of the Public Improvements. The installation of natural gas and electrical service to the end users will occur contemporaneously with the construction of each phase of the Public Improvements as described herein. The Public Improvements depicted in purple on **Exhibit "B"** estimated in the amount of approximately \$3,478,300 are referred to herein as the "Phase I Improvements." The Public Improvements depicted in blue estimated in the approximate amount of \$1.7 million are referred to herein as the "Future Improvements."
 - a. **Phase I Improvements.** The City will commence design of the Phase I Improvements when all the following have been accomplished:
 - i. The Developer has recorded approved deed restrictions (described in Section 2 above) as a covenant running with the land that binds all future owners of the Property;
 - ii. The Developer provides the City with a recorded plat for the portion of the Property to be served by the Phase I Improvements that includes all right-of-way needed for the Phase I Improvements;
 - iii. The Ditch has been conveyed to the City; and



CITY COUNCIL COMMUNICATION

June 17, 2014

ITEM #	ITEM TITLE
4	Resolution No. R-1806 - US Hwy 59 / I-69 Expansion Project Local Enhancements
ITEM/MOTION	
Consideration of and action on Resolution No. R-1806, a Resolution approving certain local enhancements along the US Hwy 59 / I-69 Expansion Project corridor, and authorizing the City Manager to negotiate and execute, for and on behalf of the City, all necessary documents regarding same.	
FINANCIAL SUMMARY	
ELECTION DISTRICT	

Annualized Dollars:

- One-time
- Recurring
- N/A

Budgeted:

- Yes No N/A

Source of Funds: N/A

- District 1
- District 2
- District 3
- District 4
- City-wide
- N/A

SUPPORTING DOCUMENTS:

MUD #: N/A

1. Resolution No. R-1806
2. Bridge Retaining Wall Details Shop Drawings – Options “A” and “B”
3. City Council Meeting Minute Excerpt - 05-06-14
4. Rosenberg Development Corporation Meeting Draft Minute Excerpt – 05-08-14

APPROVALS

Submitted by:

John Maresh
Assistant City Manager of
Public Services

Reviewed by:

- Exec. Dir. of Administrative Services
- Asst. City Manager of Public Services
- City Attorney
- City Engineer
- Economic Development Director

Approved for Submittal to City Council:

Robert Gracia
City Manager

EXECUTIVE SUMMARY

This item has been added to the Agenda to offer City Council the opportunity to consider approval of local enhancements to the bridge retaining walls that will be constructed along the US Hwy 59 / I-69 corridor as a part of the current expansion project. Specific enhancement opportunities include the addition of a precast concrete medallion on which the City would be allowed to paint the City seal. The medallion would be approximately seven (7) feet in diameter and would be raised approximately two (2) inches from the retaining wall surface. The attached bridge retaining wall shop drawings provide two (2) options to choose from and staff is requesting guidance from City Council.

- Option “A” – precast form one-time cost of approximately \$10,000
- Option “B” – precast form one-time cost of approximately \$20,000

If City Council approves one of these options, the Texas Department of Transportation (TxDOT) Area Engineer has agreed to seek TxDOT approval to include the cost as a part of the construction project. If the request is not approved, either the City and/or Rosenberg Development Corporation would be responsible for the cost. According to TxDOT, the medallion would be installed at the following intersections:

- Cottonwood Church Road
- Kroesche Road
- Bamore Road

- SH 36
- FM 2218
- Reading Road

A second enhancement opportunity is the selection of a paint scheme for the bridge retaining walls. A paint scheme has not been identified as of this date, but a decision would have to be made in the near future. In order to accommodate the local enhancements, TxDOT may require the City to enter into an Agreement that would identify the City's responsibility to fund and construct said local enhancements located within the TxDOT right-of-way and to be responsible for all future maintenance costs. If required by TxDOT, the Agreement would be placed on a future Agenda for consideration.

The decision to add the medallion would have to be made at this time as the precast panel manufacturer is ready to start production.

This is a one-time opportunity for the City to implement a "branding" scheme that will set Rosenberg apart from other cities and will be sustainable for the life of the bridges. The option selected by City Council will be attached to Resolution No. R-1806 as Exhibit "A".

RESOLUTION NO. R-1806

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF ROSENBERG, TEXAS, APPROVING CERTAIN LOCAL ENHANCEMENTS ALONG THE US HWY 59 / I-69 EXPANSION PROJECT CORRIDOR; AND AUTHORIZING THE CITY MANAGER TO NEGOTIATE AND EXECUTE, FOR AND ON BEHALF OF THE CITY OF ROSENBERG, TEXAS, ALL NECESSARY DOCUMENTS REGARDING SAME.

* * * * *

BE IT RESOLVED BY THE COUNCIL OF THE CITY OF ROSENBERG:

Section 1. The City Council of the City of Rosenberg hereby approves certain local enhancements along the US Hwy 59 / I-69 Expansion Project corridor for the addition of precast concrete medallions on bridge retaining walls on which the City would be allowed to paint or install the City seal.

Section 2. The City Council of the City of Rosenberg hereby authorizes the City Manager to negotiate and execute all necessary documents regarding same.

Section 3. A copy of said precast concrete bridge retaining wall medallion is attached hereto as Exhibit "A" and made a part hereof for all purposes.

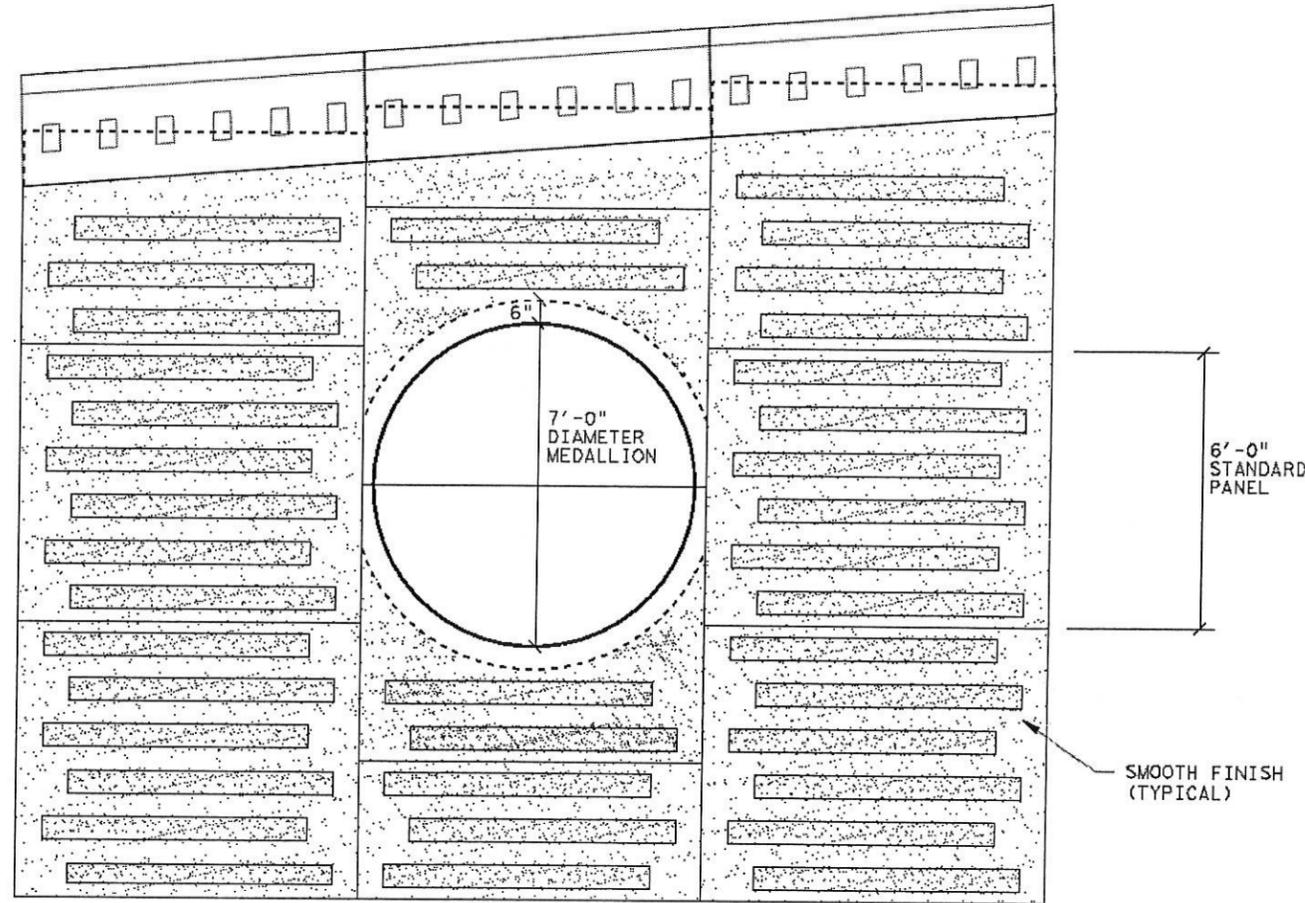
PASSED, APPROVED, AND RESOLVED this ____ day of _____ 2014.

ATTEST:

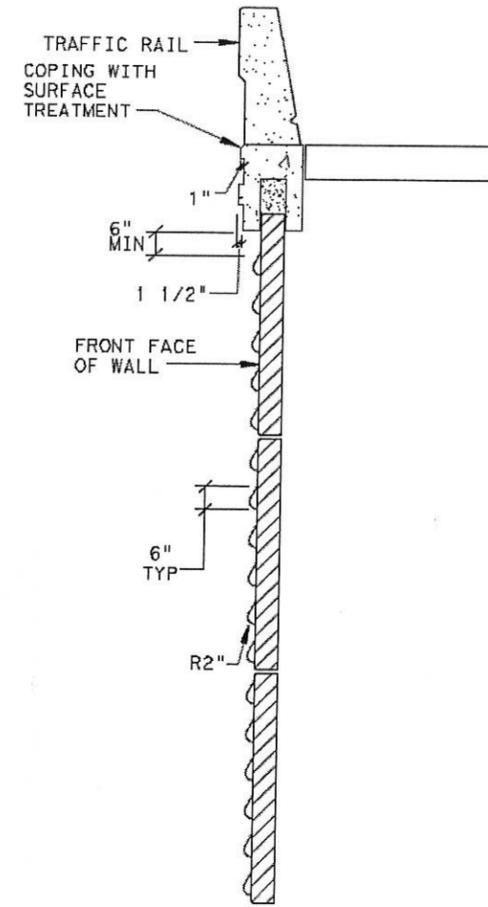
APPROVED:

Linda Cernosek, **CITY SECRETARY**

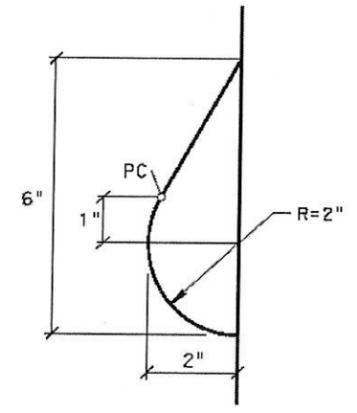
Vincent M. Morales, Jr., **MAYOR**



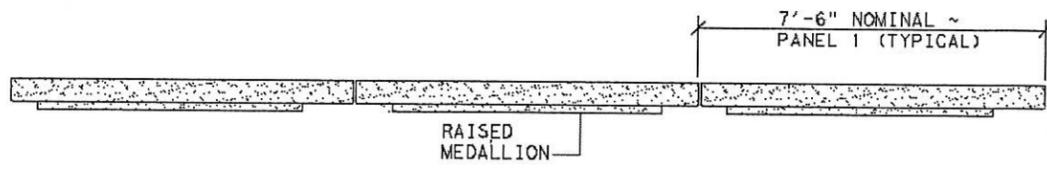
ELEVATION



SECTION



FORM DETAIL



PLAN OF PANELS

NOTES:

1. DETAILS FOR CONSTRUCTION OF RETAINING WALLS ARE SHOWN IN THE STANDARD DRAWING "MECHANICALLY STABILIZED EARTH RETAINING WALL."
2. ITEM 427 "SURFACE FINISHES FOR CONCRETE" ARE CONSIDERED INCIDENTAL TO ITEM 423 "RETAINING WALL". SEE SHEET TITLED "SURFACE FINISHES FOR CONCRETE".
3. FORM LINER USED TO PROVIDE TEXTURE SHALL BE OF ONE PIECE CONSTRUCTION. JOINTS SHALL NOT BE PERMITTED IN FORM LINERS.
4. THE CONTRACTOR SHALL PROVIDE THE ENGINEER AND DISTRICT LANDSCAPE ARCHITECT WITH AN 18" SQUARE OR LARGER SAMPLE OF THE FRACTURED GRANITE FORM LINER FOR APPROVAL PRIOR TO MANUFACTURING RETAINING WALL PANELS.

#10K

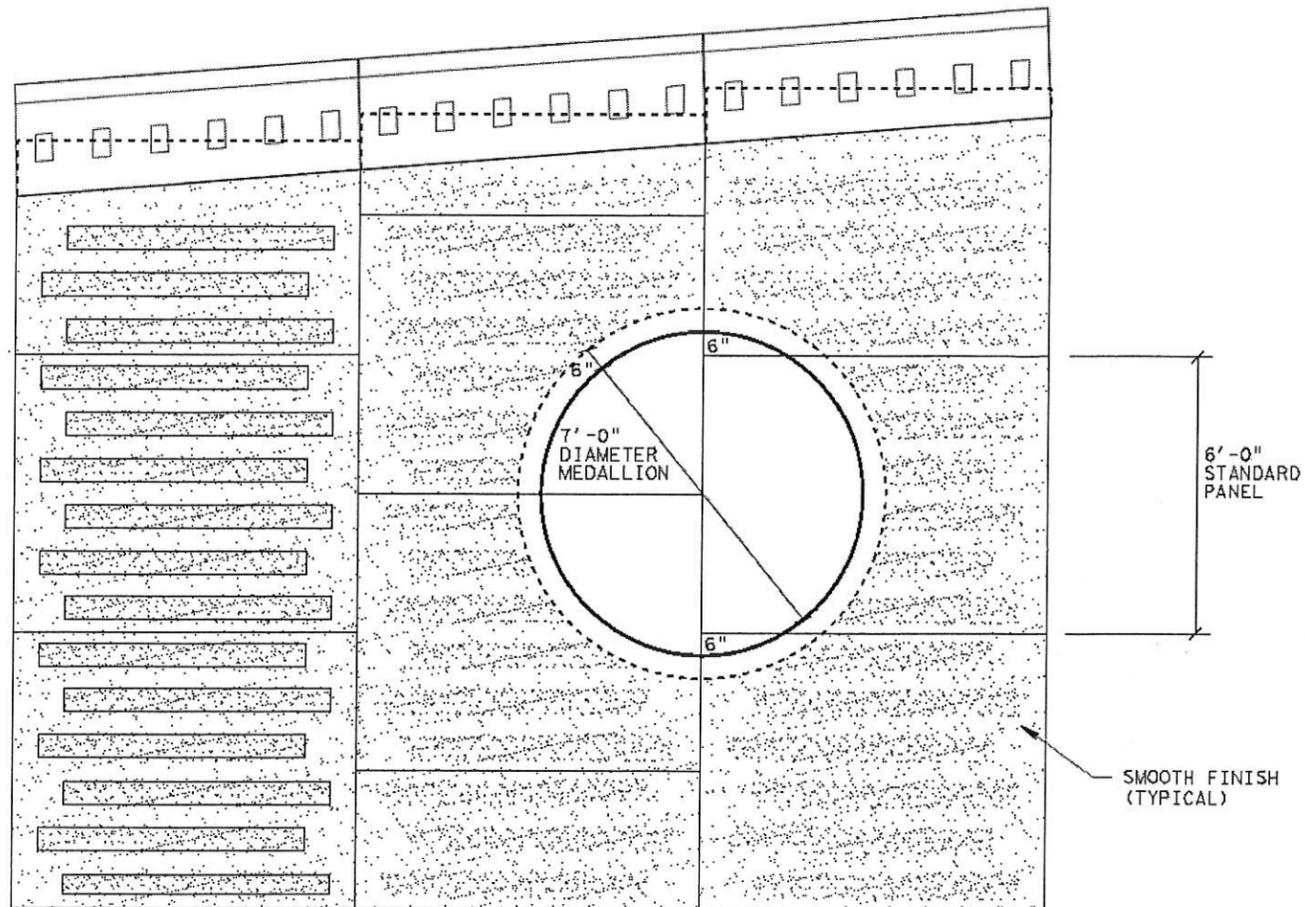
NOT TO SCALE

Texas Department of Transportation
Houston District Bridge
Green Ribbon Project

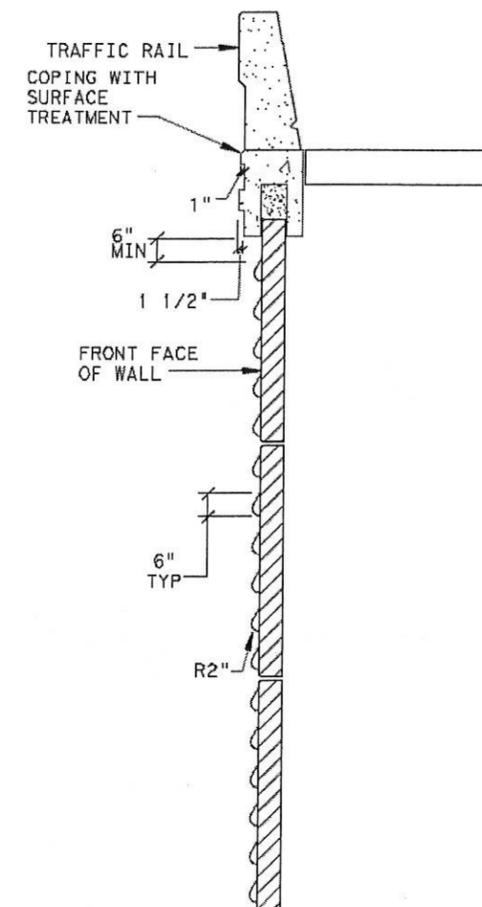
RETAINING WALL DETAILS
HORIZONTAL SCHEME

RWD-HS

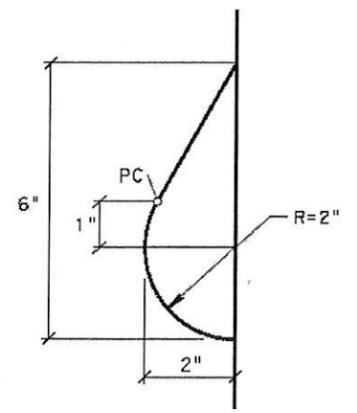
FILE:	STDJZ.DGN	DN:	CK:	DA:	CK:
© TXDOT	DEC 2005	DISTRICT	FED REG	PROJECT NO.	SHEET
REVISIONS		HOUSTON	6		
	COUNTY	CONTROL	SECT	JOB	HIGHWAY



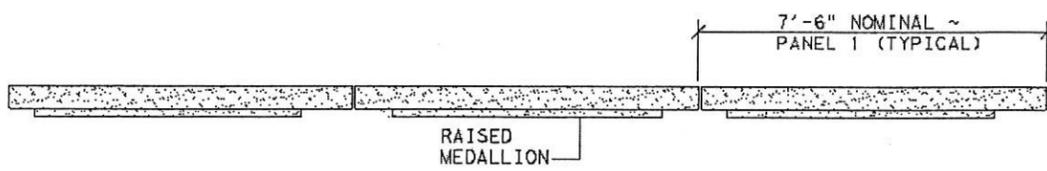
ELEVATION



SECTION



FORM DETAIL



PLAN OF PANELS

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~ #20k

NOT TO SCALE

Texas Department of Transportation
Houston District Bridge
Green Ribbon Project

RETAINING WALL DETAILS
HORIZONTAL SCHEME

RWD-HS

FILES:	STDJZ.DGN	DWG:	CK:	DWG:	CK:
© TXDOT	DEC 2005	DISTRICT	FED REG	PROJECT NO.	SHEET
REVISIONS		HOUSTON	6		
		COUNTY	CONTROL	SECT	JOB
					HIGHWAY

4. **CONSIDERATION OF AND ACTION ON RESOLUTION NO. R-1786, A RESOLUTION AUTHORIZING THE CITY MANAGER TO EXECUTE, FOR AND ON BEHALF OF THE CITY, A SERVICES CONTRACT, BY AND BETWEEN THE CITY AND SI ENVIRONMENTAL LLC, FOR WASTEWATER TREATMENT PLANT OPERATIONS AND MAINTENANCE IN THE BASE AMOUNT OF \$478,488.00 PER YEAR.**

Executive Summary: On February 05, 2014, Request for Proposals (RFP) were received for the Wastewater Treatment Plant facilities Operations and Maintenance Contract. The City received a total of three (3) proposals from Severn Trent Environmental Services, Inc., Si Environmental, LLC, and USW Utility Group. (The RFP and the proposals are large documents not included in the packet. However, they are available for review in the City Secretary's office.)

City Council held a Special Meeting on March 24, 2014, to hear oral presentations from each of the proposers. After discussion, City Council directed staff to negotiate a contract with Si Environmental, LLC.

Staff has negotiated a Services Contract (Contract) with Si Environmental LLC, for an initial three (3) year term, effective June 01, 2014. The base amount of the Contract is \$478,488.00 per year. The Contract term also includes an option to renew for one (1) additional three (3) year term by mutual agreement of both parties, prior to the expiration of the initial term. The Contract has been reviewed by the City Attorney. Should City Council approve the Contract with Si Environmental, LLC, it will be attached to Resolution No. R-1786 as Exhibit "A".

Staff recommends approval of Resolution No. R-1786 as presented.

Key discussion points:

- John Maresh, Assistant City Manager of Public Services read the Executive Summary regarding Resolution No. R-1786.

Action: Councilor Benton made a motion, seconded by Councilor McConathy to approve Resolution No. R-1786, a Resolution authorizing the City Manager to execute, for and on behalf of the City, a Services Contract, by and between the City and Si Environmental LLC, for Wastewater Treatment Plant Operations and Maintenance in the base amount of \$478,488.00 per year. The motion carried by a unanimous vote of those present.

5. **REVIEW AND DISCUSS LOCAL ENHANCEMENTS ALONG THE US HWY 59 / I-69 EXPANSION PROJECT CORRIDOR, AND TAKE ACTION AS NECESSARY.**

Executive Summary: This item has been added to the Agenda to offer City Council the opportunity to discuss local enhancements along the US Hwy 59 / I-69 corridor as a part of the expansion project that is under construction. Examples of local enhancements include adding paint schemes to the overpass retaining walls and the installation of "way-finding" signage along the portion of the corridor located within the City Limits. If the consensus of the City Council is to consider adding local enhancements, a consulting firm familiar with these types of projects would be required. The Rosenberg Development Corporation (RDC) staff has been in contact with a firm that provided similar services for a neighboring City in eastern Fort Bend County. On Thursday, May 8, RDC staff will be presenting this item to the RDC Board. In order to accommodate any local enhancements, the Texas Department of Transportation (TxDOT) would require the City to enter into an Agreement that would identify the City's responsibility to fund and construct any said local enhancements located within the TxDOT right-of-way and to be responsible for all future maintenance costs. The decision to add any enhancements would have to be made within the month timeframe due to the accelerated design and construction schedule for this project.

Key discussion points:

- John Máresh read the Executive Summary regarding the item.

Questions/Comments:

- Council requested to see any enhancements considered after RDC reviews it.
- The item will have to come back to Council for any approvals.
- No action was required on the item.

DRAFT

**ROSENBERG DEVELOPMENT CORPORATION
MEETING MINUTES**

On this the 8th day of May 2014, the Rosenberg Development Corporation (RDC) of the City of Rosenberg, Fort Bend County, Texas, met in a Regular Session, at the Rosenberg Civic Center located at 3825 Highway 36 South, Rosenberg, Texas 77471.

DIRECTORS PRESENT

Allen Scopel	Vice President
Ted Garcia	Treasurer
Vincent Morales	Director
Dwayne Grigar	Director
Jimmie Peña	Director

DIRECTORS ABSENT

Bill Knesek	President
Laurie Cook	Secretary

CITY OF ROSENGERG STAFF PRESENT

Randall D. Malik	Economic Development Director
Rachelle Kanak	Assistant Economic Development Director
Joyce Vasut	Executive Director of Administrative Services
Cynthia Sullivan	Secretary II

CALL TO ORDER.

Vice President Scopel called the meeting to order at 4:00 p.m.

STATEMENT OF RULES PERTAINING TO AUDIENCE COMMENTS.

Cynthia Sullivan, Secretary II, read the statement of rules pertaining to audience comments.

COMMENTS FROM THE AUDIENCE.

There were no comments from the Audience.

CONSENT AGENDA

- A. CONSIDERATION OF AND ACTION ON THE REGULAR ROSENBERG DEVELOPMENT CORPORATION MEETING MINUTES FOR APRIL 3, 2014, ROSENBERG DEVELOPMENT CORPORATION SPECIAL WORKSHOP MEETING MINUTES FOR APRIL 3, 2014, AND ROSENBERG DEVELOPMENT CORPORATION SPECIAL MEETING MINUTES FOR APRIL 29, 2014.**
- B. CONSIDERATION OF AND ACTION ON THE MONTHLY ROSENBERG DEVELOPMENT CORPORATION FINANCIAL REPORTS FOR THE PERIOD ENDING APRIL 30, 2014.**
- C. CONSIDERATION OF AND ACTION ON A REPORT FROM THE COMMUNICATIONS DIRECTOR REGARDING THE PREVIOUS MONTH'S COMMUNICATIONS ACTIVITIES AND CONTACTS.**

Action: Director Morales moved and Director Garcia seconded the motion to approve Consent Agenda items A, B, and C. The motion passed unanimously by those present.

AGENDA

- 1. REVIEW AND DISCUSS LOCAL ENHANCEMENTS ALONG THE US 59 / I-69 EXPANSION PROJECT CORRIDOR, AND TAKE ACTION AS NECESSARY.**

Key discussion points:

DRAFT

- Texas Department of Transportation (TxDOT) is proposing reconstruction of three existing bridges in the City of Rosenberg: Reading Road, FM2218 and SH36 as part of the I-69 expansion.
- TxDOT is receptive to including aesthetic enhancements to the six (6) overpasses.
- TxDOT's expedited schedule is the next 30-60 days.
- The goal for this Board is to have a discussion, and when consensus is reached regarding this project, then determine the level of RDC's improvement proposal.
- SWA Group's cost for design services would be \$7,500 plus 6-8% of the total cost of the project.
- The City of Rosenberg's seal could be incorporated into the panels as they are built.
- Next meeting with TxDOT will include the color pallets and design possibilities.
- Staff will provide renditions and cost estimates after the meeting with TxDOT.

No action was taken.

2. CONSIDERATION OF AND ACTION ON RETAINING AN ATTORNEY TO ADVISE ROSENBERG DEVELOPMENT CORPORATION ON LEGAL MATTERS.

Key discussion points:

- The Administrative Services Agreement between the RDC and the City allows for the City Attorney to advise and review contracts for RDC.
- The City Attorney could invoice RDC separately for legal counsel on an as needed basis.

Action: Director Grigar moved and Director Garcia seconded the motion to utilize the City Attorney for legal matters except for special programs. The motion passed unanimously by those present.

3. CONSIDERATION OF AND ACTION ON DOWNTOWN CITY OWNED PROPERTY, GENERALLY LOCATED AT 2100 AVENUE G.

Key discussion points:

- General discussion was held regarding a piece of property (less than .2 acres) purchased by the City of Rosenberg and funded by RDC for parking downtown. The current design planned for approximately fifteen (15) parking spaces. There is a building on the property which needs to be demolished.
- Staff recommends not moving forward with the proposed parking lot.
- Staff was directed to research the cost for demolition of the building on that piece of property.

No action was taken.

4. CONSIDERATION OF AND ACTION ON A REPORT FROM THE ECONOMIC DEVELOPMENT DIRECTOR REGARDING THE PREVIOUS MONTH'S ECONOMIC DEVELOPMENT ACTIVITIES AND CONTACTS.

Key discussion points:

- Mr. Malik gave an overview of the monthly report including an update on current projects.

No action was taken.

5. REVIEW AND DISCUSS REQUESTS FOR FUTURE AGENDA ITEMS AND TAKE ACTION AS NECESSARY.

- Discussion followed regarding road work and RDC funding roads. Mr. Malik explained that if a road enhances business development, RDC would be able to fund the road.

There were no requests for future agenda items.

6. ANNOUNCEMENTS.

- The City has started their budget process, and RDC Finance Committee will have a meeting later this month to discuss the budget.



CITY COUNCIL COMMUNICATION

June 17, 2014

ITEM #	ITEM TITLE
5	Technology Strategic Plan Presentation
ITEM/MOTION	
Review and discuss Technology Strategic Plan, and take action as necessary.	
FINANCIAL SUMMARY	ELECTION DISTRICT

Annualized Dollars:

- One-time
- Recurring
- N/A

Budgeted:

- Yes No N/A

Source of Funds: Information Services Fund

- District 1
- District 2
- District 3
- District 4
- City-wide
- N/A

SUPPORTING DOCUMENTS:

MUD #: N/A

1. Technology Department Strategic Plan Executive Summary

APPROVALS

Submitted by:

Angela Fritz
Executive Director of
Information Services

Reviewed by:

- Exec. Dir. of Administrative Services
- Asst. City Manager of Public Services
- City Attorney
- City Engineer
- Director of Technology

Approved for Submittal to City Council:

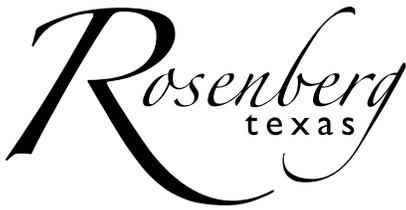
Robert Gracia
City Manager

EXECUTIVE SUMMARY

Due to Departmental transition, a Technology Department Strategic Plan was not presented to or adopted by City Council. James Lewis, the City's Director of Technology, has worked diligently since his start with the City in early May to complete a Departmental assessment, and to map out a Strategic Plan for future Departmental development.

The Plan aims to set the course for development of *digital city* capabilities while building skills and capacities in-house, and leveraging technology to provide better organizational controls and resource management, and improved systems and service delivery in order to meet the City's strategic goals.

The Technology Department Strategic Plan will be presented for City Council's review and consideration.



TECHNOLOGY DEPARTMENT

Executive Summary

Purpose

To provide innovative technology solutions that support City departments in delivering quality services to the community and that promote transparency, open government, citizen engagement, and sound resource management practices throughout the organization.

Values

*Innovation
Leadership
Function
Analysis
Timeliness
Service*

Mission

To build and enable a leading digital city.





Technology Department's Organizational Role and Structure

The Technology Department is uniquely positioned to help provide solutions that span across all City functions and deep into the community. The departmental strategy is to embrace the very best of technology innovation in order to build an enable a leading digital city to support the City's strategic organizational goals of managing growth, enhancing quality of life, and increasing public confidence.

The Technology Department supports all City facilities, departments, systems, applications and users, and is responsible for maintaining the City's IT infrastructure, and ensuring the security of the City's data. Currently, the Department consists of two staff - a Director, and a Specialist, which support approximately 231 full time, and 53 part time employees.

Digital City Concept

The term *digital city* refers to a connected community that combines broadband communications infrastructure; flexible, service-oriented computing infrastructure based on open industry standards; and innovative services to meet the needs of governments and their employees, citizens and businesses. A digital city provides interoperable, internet-based government services that enable ubiquitous connectivity to transform key government processes, both internally across departments and employees and externally to citizens and businesses. Digital city services are accessible through wireless mobile devices and are enabled by services oriented enterprise architecture including Web services and mobilized software applications.

Building and enabling a digital city would enable the City of Rosenberg to manage the expectations of the ever-changing and growing community by providing an infrastructure that would ease the transfer of ideas and information, and by empowering the City will the real time data necessary to do so.

Plan

The Technology Department has developed a strategic plan for the next five years to encourage the development of the City organization and to lay the groundwork for building a digital city. The plan establishes four overarching goals accompanied by strategies and action items. The plan will require a significant amount of collaboration and teamwork to complete, but will serve the organization through improved processes and efficiencies as it is implemented. The goals are centered on a two year plan to prepare the City's IT infrastructure for future innovation as a digital city.



Goals & Strategies

- ✓ Standardize and enhance service delivery
 - Increase staffing
 - Recruit and retain highly qualified individuals
 - Build skills in-house (train)
 - Shift outsourced routine services to Technology staff
 - Set organizational Technology service level standards and track progress
 - Work with all departments to fix immediate needs and determine long-range goals
 - Audit IT Infrastructure and create system lifecycles for all equipment
 - Redesign IT helpdesk to function as integrated part of email system for easier use and more complete tracking
 - Set up time sheet automation
 - Set up purchasing authorization automation
 - Institute measures to assess Technology and organizational performance

- ✓ Implement Information Technology governance structure
 - Clarify and define Technology Department role
 - Centralize software support to Technology Department
 - Centralize IT purchasing to Technology Department
 - Centralize IT vendor contacts and outsourcing to Technology Department

- ✓ Upgrade technology infrastructure and formalize Information Security
 - Update email and computer usage policies for improved public service, transparency, and efficiency
 - Redesign Windows Active Directory to function as a source for other software user policies
 - Institute organizational workflows through technology solutions
 - Implement internal collaboration site
 - Upgrade network services and determine feasibility of dual authentication on new VPN solution
 - Implement cloud-based communication and productivity suite
 - Implement Enterprise Asset Management System (EAMS) to maintain up to date inventory of City's assets and to provide for ongoing maintenance and replacement budgeting
 - Implement a new Cat6 IP6 network
 - Purchase and implement an IP Telephony Communication system
 - Implement City-wide facilities energy conservation management system
 - Construct Disaster Operations Center to house backup for City data systems

- ✓ Deploy digital city capabilities
 - Implement open data platform
 - Bring disparate functional systems together with technology systems framework



Needs Assessment

The City's existing IT landscape is an unstable environment focused on reactions instead of proactive solutions. Almost all Technology Departmental time is currently spent on desktop and end-user support, which leaves little to no time for other important Technology Departmental functions such as research and development, software support and report writing, systems integration, project management, skills training, internal controls and inventory, and server and network administration.

The current landscape has contributed to an overall organizational culture in which technicians have not been enabled or trained to solve systemic problems, and where disparate systems have been created across the organization that do not integrate with other systems or meet strategic goals. There is frequently a lack of collaboration between Technology and other City departments beyond what is minimally necessary, and departments act independently to attempt and solve their problems and meet their technology needs.

Personnel

Based on IT industry standards, the City's Technology Department is currently drastically understaffed.

In order to begin and rehabilitate the aforementioned concerns, to undertake projects necessary to "catch up " in terms of technology applications in the City, and to lay the groundwork for additional development of digital city functionalities, it is imperative that staff be added, and sooner rather than later.

Current Staff to Technology Staff Ratio

Rosenberg	National Industry Standard	Texas Industry Standard
129:1	26:1	43:1

The immediate need is for three additional staff persons:

- Specialist
- Administrative Assistant
- Database/Systems Administrator

Proposed Staff to Technology Staff Ratio

Rosenberg	National Industry Standard	Texas Industry Standard
53:1	26:1	43:1

Facilities

The City has outgrown existing facilities. In the next five years, in addition to providing the necessary space for continued organizational growth, the City should also develop plans for a Disaster Recovery Operations Center (DROC) that includes space to house backups for City data systems.

Career & Professional Development

The City must champion career and professional development, and be committed to dedicating the time and necessary funding for Technology staff to complete trainings and certifications, and for professional development.



CITY COUNCIL COMMUNICATION

June 17, 2014

ITEM #	ITEM TITLE
6	Technology Personnel Needs Discussion
ITEM/MOTION	
Review and discuss Technology personnel needs, and take action as necessary.	
FINANCIAL SUMMARY	ELECTION DISTRICT

Annualized Dollars:

- One-time
- Recurring
- N/A

Budgeted:

- Yes No N/A

Source of Funds:

N/A

- District 1
- District 2
- District 3
- District 4
- City-wide
- N/A

SUPPORTING DOCUMENTS:

MUD #: N/A

1. Technology Department Strategic Plan Executive Summary – Please refer to previous Agenda item

APPROVALS		
Submitted by:	Reviewed by:	Approved for Submittal to City Council:
	<input checked="" type="checkbox"/> Exec. Dir. of Administrative Services  <input type="checkbox"/> Asst. City Manager of Public Services <input type="checkbox"/> City Attorney <input type="checkbox"/> City Engineer <input checked="" type="checkbox"/> Director of Technology 	
Angela Fritz Executive Director of Information Services		Robert Gracia City Manager

EXECUTIVE SUMMARY
<p>As presented in the Technology Department Strategic Plan, based on industry standards and organizational needs, the Department is drastically understaffed. This has led to an unstable, reactionary environment focused on mainly desktop support instead of proactive systemic solutions.</p> <p>Staff recommends immediately creating the following position:</p> <ul style="list-style-type: none"> • Technology Specialist (position reassigned to another Department in 2012) <p>The total annual estimated cost for the position including benefits is: \$60,314. A budget adjustment to fund the position is included as an upcoming Agenda item for City Council consideration. The second and third necessary positions, Administrative Assistant, and Database/Systems Administrator, are included as part of the proposed FY2015 Budget Priorities.</p>



CITY COUNCIL COMMUNICATION

June 17, 2014

ITEM #	ITEM TITLE
7	Resolution No. R- 1804 - Budget Amendment 14-15

ITEM/MOTION

Consideration of and action on Resolution No. R-1804, a Resolution authorizing the City Manager to execute, for and on behalf of the City, Budget Amendment 14-15 in the amount of \$15,079.00 for the addition of an Information Technology Specialist.

FINANCIAL SUMMARY	ELECTION DISTRICT
-------------------	-------------------

Annualized Dollars:

One-time
 Recurring
 N/A

Budgeted:

Yes No N/A

Source of Funds:

District 1
 District 2
 District 3
 District 4
 City-wide
 N/A

SUPPORTING DOCUMENTS:

MUD #: N/A

- Resolution No. R-1804

APPROVALS

Submitted by:

Joyce Vasut

Joyce Vasut
 Executive Director of
 Administrative Services

Reviewed by:

Exec. Dir. of Administrative Services
 Asst. City Manager of Public Services
 City Attorney
 City Engineer
 (Other)

Approved for Submittal to City Council:

Robert Gracia

Robert Gracia
 City Manager

EXECUTIVE SUMMARY

In the previous Agenda item, Executive Director of Information Services, Angela Fritz, requested the addition of an Information Technology Specialist. If City Council authorizes the position, a Budget Amendment is needed to fund this position for the remainder of FY2014.

Budget Amendment 14-15, in the amount of \$15,079.00 will provide funding for an Information Technology Specialist for the remainder of FY2014.

Budget Amendment 14-15 is included as Exhibit "A" to Resolution No. R-1804. In order to add this position in FY2014, staff recommends approval of Resolution No. R-1804 as presented.

RESOLUTION NO. R-1804

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF ROSENBERG, TEXAS, AUTHORIZING THE CITY MANAGER TO EXECUTE, FOR AND ON BEHALF OF THE CITY OF ROSENBERG, TEXAS, BUDGET AMENDMENT 14-15 IN THE AMOUNT OF \$15,079.00 FOR THE ADDITION OF AN INFORMATION TECHNOLOGY SPECIALIST.

* * * * *

BE IT RESOLVED BY THE COUNCIL OF THE CITY OF ROSENBERG:

Section 1. The City Council hereby authorizes Budget Amendment 14-15 (Amendment), in the amount of \$15,079.00 for the addition of an Information Technology Specialist for the remainder of FY2014. A copy of such Amendment is attached hereto as Exhibit "A" and made a part hereof for all purposes.

PASSED, APPROVED, AND RESOLVED this ____ day of _____ 2014.

ATTEST:

APPROVED:

Linda Cernosek, **City Secretary**

Vincent M. Morales, Jr., **Mayor**

**CITY OF ROSENBERG, TEXAS
REQUEST FOR BUDGET AMENDMENT**

NUMBER: **14-15**

Fund 603 Departments: Information Services Fiscal Year: 2013-14

Item [] was [X] was not included in the Department's original budget request.

Type of expenditure: () Recurring (X) Nonrecurring

Type of adjustment: (X) line-item transfer [] department transfer
 () request for additional funds [] accounting correction

The budget amendment requested will require the following revisions:

FUND BALANCE/RETAINED EARNINGS ACCOUNT(S):		ORIGINAL	REQUESTED	AMENDED
<u>ACCOUNT NUMBER</u>	<u>ACCOUNT DESCRIPTION</u>	<u>BUDGET (1)</u>	<u>TRANSFER</u>	<u>BUDGET</u>
603-0000-350-0000	Retained Earnings	\$ 264,005.00	\$ (15,079.00)	\$ 248,926.00
	TOTAL	\$ 264,005.00	\$ (15,079.00)	\$ 248,926.00

REVENUE ACCOUNT(S):		ORIGINAL	REQUESTED	AMENDED
<u>ACCOUNT NUMBER</u>	<u>ACCOUNT DESCRIPTION</u>	<u>BUDGET (1)</u>	<u>TRANSFER</u>	<u>BUDGET</u>
		\$ -	\$ -	\$ -
		-	-	-
		-	-	-
		-	-	-
	TOTAL	\$ -	\$ -	\$ -

EXPENSE ACCOUNT(S):		ORIGINAL	REQUESTED	AMENDED
<u>ACCOUNT NUMBER</u>	<u>ACCOUNT DESCRIPTION</u>	<u>BUDGET (1)</u>	<u>TRANSFER</u>	<u>BUDGET</u>
603-1220-610-1010	Salary and Wages	\$ 113,623.00	\$ 11,289.00	\$ 124,912.00
603-1220-610-2010	Retirement	18,075.00	1,637.00	19,712.00
603-1220-610-2020	Social Security	9,180.00	864.00	10,044.00
603-1220-610-2040	Health Insurance	10,193.00	1,274.00	11,467.00
603-1220-610-2050	Workers' Comp	156.00	15.00	171.00
	TOTAL	\$ 151,227.00	\$ 15,079.00	\$ 166,306.00

(1) INCLUDES PREVIOUSLY APPROVED AMENDMENTS

Reason for Amendment: Please explain the reason(s) the amendment is requested.

This budget adjustment is necessary to fund an IT Specialist for the remainder of FY2014.


 _____ Date 6/5/14 _____ Date
 Director of Finance City Manager

_____ Date
 Mayor/City Council

ACCOUNTING USE ONLY: DATE POSTED: _____ POSTED BY: _____



CITY COUNCIL COMMUNICATION

June 17, 2014

ITEM #	ITEM TITLE
8	Resolution No. R-1801 – FY2015 Capital Improvement Plan
ITEM/MOTION	
Consideration of and action on Resolution No. R-1801, a Resolution approving Capital Improvement Plan priorities for FY2015.	
FINANCIAL SUMMARY	ELECTION DISTRICT

Annualized Dollars:

- One-time
- Recurring
- N/A

Budgeted:

- Yes No N/A

Source of Funds: N/A

- District 1
- District 2
- District 3
- District 4
- City-wide
- N/A

SUPPORTING DOCUMENTS:

1. Resolution No. R-1801
2. City Council Meeting Draft Minute Excerpt – 05-27-14
3. Planning Commission Meeting Draft Minute Excerpt – 05-21-14

MUD #: N/A

APPROVALS

Submitted by:

Joyce Vasut
Executive Director of
Administrative Services

Reviewed by:

- Exec. Dir. of Administrative Services
- Asst. City Manager of Public Services *gjm.*
- City Attorney
- City Engineer
- (Other)

**Approved for Submittal
to City Council:**

Robert Gracia
City Manager

EXECUTIVE SUMMARY

During the FY2015 Budget process, staff reviewed the current Capital Improvement Plan (CIP) and is recommending that a total of twenty-five (25) projects be addressed in FY2015. Exhibit "A" to Resolution No. R-1801 lists the twenty-five (25) individual projects. The Planning Commission met on May 21, 2014, and also recommended approval of the projects proposed for the FY2015 CIP. These projects were also presented to City Council at the May 27, 2014 City Council Workshop.

Existing or proposed funding is available for all or a portion of twenty (20) of the Capital Projects that will be addressed in FY2015. There are two (2) projects for which funding needs have not been determined. The three (3) remaining Capital Projects are not completely funded. Funding for these projects may include the issuance of Certificates of Obligation or other funding sources. Funding for these projects will be addressed during FY2015.

Approval of Resolution No. R-1801 will establish the City's FY2015 Capital Improvements Plan and allow for the projects to be properly included in the proposed FY2015 Budget. Staff recommends approval of Resolution No. R-1801.

RESOLUTION NO. R-1801

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF ROSENBERG, TEXAS, APPROVING CAPITAL IMPROVEMENT PLAN PRIORITIES FOR FY2015.

* * * * *

WHEREAS, the City staff of the City of Rosenberg has identified its priorities for Capital Improvement Projects; and,

WHEREAS, the City Manager has recommended twenty-five (25) Capital Improvement Projects to be addressed in FY2015; and,

WHEREAS, the FY2015 Budget will include funding for the majority of the recommended Capital Improvement Projects and recommendations for funding other projects; now, therefore,

BE IT RESOLVED BY THE COUNCIL OF THE CITY OF ROSENBERG:

Section 1. City Council hereby approves the FY2015 Capital Improvements Plan for the City of Rosenberg which is attached hereto as Exhibit "A" and made a part hereof for all purposes.

PASSED, APPROVED, AND RESOLVED this ____ day of _____ 2014.

ATTEST:

APPROVED:

Linda Cernosek, **City Secretary**

Vincent M. Morales, Jr., **Mayor**

FY2015 CAPITAL IMPROVEMENT PROJECTS

GENERAL/STREETS AND DRAINAGE PROJECTS

1. Airport Avenue – Phase Two
2. Bamore Road – Phase Four
3. Bryan Road
4. Drainage Improvements East of Lane Drive
5. Dry Creek Drainage Improvements
6. FM 2218 from US Highway 59 to State Highway 36 (TxDOT)
7. Road Extension and Drainage - Rosenberg Business Park – Phase I
8. Seabourne Creek Drainage – Phase Three
9. Sidewalks – Replace/Removal of Existing
10. Spacek Road Improvements – Phase II
11. Traffic Signal at Reading Road and Town Center Boulevard
12. Traffic Signal for Reading Road at Spacek Road
13. US Highway 59/I-69 Expansion from FM 762 to Spur 10 (TxDOT)

WATER AND WASTEWATER PROJECTS

14. Alternate Water Project (GRP)
15. Backup and Portable Generators for Utility System
16. FM 2977 Water Line Extension (GRP)
17. FM 2977 Water Storage Tank (GRP)
18. Lift Station No. 11 Replacement
19. North Side Water Improvements – Phase Two
20. Sanitary Sewer Pipe Bursting Project
21. Spacek Road Sewer Lift Station
22. Spacek Road Sewer Line
23. Utility Adjustments for US 59/I-69 Project (TxDOT)
24. Utility Extensions to serve FM 2218 Rosenberg Business Park – Phase I
25. Utility Replacement/Relocation for Avenue H, Avenue I and Downtown

1. **HEAR AND DISCUSS A PRESENTATION REGARDING THE TEXAS MAIN STREET PROGRAM, AND TAKE ACTION AS NECESSARY TO DIRECT STAFF.**

Executive Summary: This Agenda item provides City Council the opportunity to hear and discuss a presentation by Debra Drescher, State Coordinator for the Texas Main Street Program. Implementation of a Main Street Program was indentified in the Economic Development Strategic Plan. Staff has submitted a Letter of Intent to apply for the Main Street designation, and now seeks direction on moving forward with the application process.

The deadline to apply for the Texas Main Street Program is July 31, 2014. The application process involves coordination between the business community, City staff, and downtown stakeholders. Staff recommends approval to move forward with the application process.

Key discussion points:

- Randall Malik gave a brief overview of the item and introduced Debra Drescher, State Coordinator for the Texas Main Street Program.
- Debra Drescher provided a handout to Council and reviewed the program.

Questions/Comments:

- Councilor McConathy asked who is responsible for the hiring and what that responsibility is.
- Debra Drescher stated job descriptions can be provided. They carry out the public functions of the program to focus on small business development, institute a calendar of events and oversee them. It is what you want to get out of the program. You are the employee's boss and they can report to the Economic Development Director, Planning Director or City Manager. That decision is up to Council.
- Councilor McConathy asked if this has been presented to the Rosenberg Development Corporation (RDC).
- Randall Malik stated this was discussed before he was here but it was part of the strategic plan for the RDC.
- Councilor McConathy stated there should have been some discussion for this.
- Randall Malik explained this is an application process and is funded through RDC funds, City funds, private funds and HOT tax. It is a combination of funds.
- Councilor Benton asked what the salary would be and is the position strictly used for the Program.
- Debra Drescher stated they could provide a suggested salary but there is not a set number. Yes, they will do economic development and tourism work and support what is already setup.
- Councilor Bolf stated she is excited about it and would like to know more regarding the cost and she would like it to move forward.
- Debra Drescher stated Brenham, LaGrange and Sealy are in the program and she suggested a manager could come speak about the program to provide more detail.
- Councilor Pena stated it is an excellent idea. He thinks the manager should be accountable to City Council or the City Manager. It would go out into residential areas as well.
- Randall Malik explained it is a commercial based program. A map highlighting the area was included in the packet and a few residents would be in this.
- Mayor Morales stated the Main Street Program is more flexible today. He has seen the results in Brenham and LaGrange.
- The general consensus of Council was to move forward and look at more detail of the program.
- No action was taken on the item.

5. **REVIEW AND DISCUSS CAPITAL IMPROVEMENT PLAN PRIORITIES FOR FY2015, AND TAKE ACTION AS NECESSARY TO DIRECT STAFF.**

Executive Summary: This Agenda item provides City Council the opportunity to review the status of the FY2014 Capital Improvement Projects, as well as staff's recommendation for the

FY2015 Capital Improvements Projects.

Assistant City Manager of Public Services John Maresh will provide a brief description of each project. Executive Director of Administrative Services will provide the funding status of the proposed projects. Discussions may be held regarding the projects listed and recommendations made to finalize the FY2015 Capital Improvement Projects to be approved by City Council at a future meeting.

Key discussion points:

- Joyce Vasut, Executive Director of Administrative Services gave an overview of the item.
- **STATUS of FY2014 CIP**
- **GENERAL PROJECTS -Substantially Complete**
 - City Radio/Communication System Replacement
 - Parking Facilities in Downtown
 - Renovate Downtown Building
 - Replace 1995 Gradall
- **STREETS AND DRAINAGE PROJECTS - Substantially Complete**
 - Airport Avenue Project – Phase One
 - Bamore Road – Phase Three
 - Old Richmond Road Reconstruction
 - One-Way Pairs Project – Avenue H & Avenue I (TxDOT)
 - Spur 10 Extension to State Highway 36 (TxDOT)
- **Carry-Over to FY2015**
 - Bamore Road – Phase Four
 - Bryan Road
 - Drainage Improvements East of Lane Drive
 - Dry Creek Drainage Improvements
 - FM 2218 from US Highway 59 to State Highway 36 (TxDOT)
 - Seabourne Creek Drainage – Phase Three
 - Sidewalks – Replace/Removal of Existing
 - US Highway 59/I-69 Expansion from FM 762 to Spur 10 (TxDOT)
- **WATER AND WASTEWATER PROJECTS - Substantially Complete**
 - North Side Sanitary Sewer improvements – Phase Nine
 - Terry High School Reclaimed Water Project
 - Water Plant No. 5 Improvements
- **Carry-Over to FY2015**
 - Alternate Water Project
 - Backup and Portable Generators for Utility System
 - FM 2977 Water Line Extension
 - Spacek Road Sewer Lift Station
 - Spacek Road Sewer Line Project
 - Utility Adjustments for US 59/I-69 Project (TxDOT)
 - Utility Extensions to serve FM 2218 Rosenberg Business Park
 - Utility Replacement/Relocation – Avenue H, Avenue I and Downtown
- **FY2015 CIP**
- **STREETS AND DRAINAGE PROJECTS**
- **Added for FY2015**
 - Airport Avenue – Phase Two
 - Road Extension and Drainage – Rosenberg Business Park – Phase I
 - Spacek Road Improvements – Phase II
 - Traffic Signal at Reading Road and Town Center Boulevard
 - Traffic Signal for Reading Road at Spacek Road
- **WATER AND WASTEWATER PROJECTS**
- **Added for FY2015**
 - FM 2977 Water Storage Tank (GRP)
 - Lift Station No. 11 Replacement

- North Side Water Improvements – Phase Two
- Sanitary Sewer Pipe Bursting Project
- **STREETS AND DRAINAGE PROJECTS**
 1. Airport Avenue – Phase Two
 2. Bamore Road – Phase Four
 3. Bryan Road
 4. Drainage Improvements East of Lane Drive
 5. Dry Creek Drainage Improvements
 6. FM 2218 from US Highway 59 to State Highway 36 (TxDOT)
 7. Road Extension & Drainage – Phase Three
 8. Seabourne Creek drainage – Phase Three
 9. Sidewalks – Replace/Removal of Existing
 10. Spacek Road Improvements – Phase II
 11. Traffic Signal at Reading Road and Town Center Boulevard
 12. Traffic Signal for Reading Road at Spacek Road
 13. US Highway 59/I-69 Expansion from FY 762 to Spur 10 (TxDOT)
- **WATER AND WASTEWATER PROJECTS**
 14. Alternate Water Project (GRP)
 15. Backup and Portable Generators for Utility System
 16. FM 2977 Water Line Extension (GRP)
 17. FM 2977 Water Storage Tank (GRP)
 18. Lift Station No. 11 Replacement
 19. North Side Water improvements – Phase Two
 20. Sanitary Sewer Pipe Bursting Project
 21. Spacek Road Sewer Lift Station
 22. Spacek Road Sewer Line
 23. Utility Adjustments for US 59/I-69 Project (TxDOT)
 24. Utility Extension to serve FM 2218 Rosenberg Business Park – Phase I
 25. Utility Replacement/Relocation for Avenue h, Avenue I & Downtown
- **PROJECT FUNDING – 25 Total Projects**
 - 11 Projects are completely funded by either the City or TxDOT.
 - 6 Projects are partially funded in FY2015 with the balance to be funded in phases after FY2015.
 - 4 Projects have some funding but the total project costs have not yet been determined.
 - 4 Projects need funding in FY2015:
 - Airport Avenue (Phase Two) - \$2,000,000
 - Bryan Road - \$4,000,000 to \$5,000,000
 - Traffic Signal for Reading Road and Brazos Town Center - \$115,375
 - Utility Replacement for Avenue H, Avenue I and Downtown - \$ 650,000

Questions/Comments:

- Councilor Euton asked if there was a bond election, would it be targeted for November 2014 or would that not be enough time for staff?
- Joyce Vasut stated if we did it in November we would have to start now. Next May 2015 would be better.
- Robert Gracia, City Manager stated one year would be realistic.
- Councilor Euton asked when US 59 will be ripped up by Bryan Road.
- John Maresh stated we don't have that schedule from the contractor. We know it is about a three year contract.
- Councilor Euton asked if we decided to do just Phase I of Bryan Road what kind of timeframe would that take. Would we be ready to break ground on Bryan Road before one year is up?
- John Maresh stated he does not know but we could work up a schedule with the engineers. The right-of-way acquisition will take the most time. If we move forward we could break ground before one year.
- Councilor Euton stated she would prefer the bond election but if it is something that

needs to move immediately then she thinks these projects are important enough that we might need to do the Certificates of Obligation (COs).

- Councilor Pena agreed with Councilor Euton. These things need to move on. What is the problem with Bamore Road and why are we still there?
- John Maresh stated they are close to finishing. Their contract time is through July. They are finishing striping and it should be open for traffic within two weeks if weather permits.
- Councilor Pena stated we need to expedite the projects, we get to show we are diligent in our efforts. Projects need to get completed once they are let. We need to move on all the projects presented.
- Joyce Vasut stated staff has discussed Bamore Road and the reason it was broken up into phases was due to funding. When you break it down into four phases, it will drag it out. If we could keep Bryan Road in one phase it will help get those projects completed.
- Councilor Pena stated this needs to be expedited because Bryan Road is so critical. Once the project starts we need to get it completed quickly to get the traffic flow back in it.
- John Maresh stated when projects are broken into segments over a period of time then inflation and construction costs increase and it costs more in the long run.
- Councilor Bolf concurred with the previous comments. She has had concern with projects dragging out three to four years and expressed concern with taking on so many projects in a year. We should do fewer projects and complete them.
- Councilor Benton stated he agrees a lot of roads need to be redone but he supports a bond election over Certificates of Obligation. He prefers to use COs sparingly except for public safety items. He asked for clarification of the total cost of Bryan Road.
- Joyce Vasut stated what was presented was \$6.69 million dollar construction project. That does not include engineering. It includes right-of-way but there could be additional costs. Under the mobility projects the County pays 50% of construction. The City is responsible for 50% of construction, all the engineering and acquisition costs.
- Councilor McConathy stated she would prefer a bond election; however, if we need to move quickly upon some of these road projects such as Bryan Road she would favor the COs.
- In reference to the Sidewalk Replacement and Removal of the Existing – when that became part of the Capital Improvement Project (CIP) List in prior years and when the funding was allocated for that as a priority, the intent was to address the problem sidewalks discussed earlier. She asked that we take into consideration the older parts of Rosenberg, particularly sidewalks in deplorable condition should be targeted first.
- Joyce Vasut stated when the sidewalk project was brought up it was estimated it would cost approximately \$1.2 million dollars. We put \$250,000 in last year's budget and we are carrying that project over to 2015. What we have proposed so far does not add additional money; it is only to spend the \$250,000 that was already allocated last year.
- Councilor Benton stated the more problematic areas were done. It is still bad on Avenue G, McArthur and San Jacinto Streets.
- Mayor Morales stated because we didn't go through with a bond election some of these will require COs to get moving. Back to the Comprehensive Plan, we would know in the future more of what is needed to be done for a bond election versus being forced into a corner to do some of these things quickly; especially the intersection of FM 2218 and Bryan Road. He always thought that Spacek Road and in front of Oaks of Rosenberg on Bryan Road before the bridge going west, needed to be done first. Now, because of the acceleration of I-69 we are forced to move forward on the western end which is FM 2218 going back east. If we can do COs without a tax increase he thinks that is something we need to look at on the ones we need to move forward on. For the future, we need to identify long range projects to have a bond election for major projects. We will have to move on COs on some of these.
- Joyce Vasut stated for clarification that Council is in agreement with the 25 items staff is recommending for the Capital Improvement for 2015 and that will be a resolution that adopts that as our CIP Program. That will help us move forward. When it comes to the funding we will take a closer look at that and look at timelines, when a bond election

could be held and if we need the money before then, we will come back to staff on that portion of it.

- Councilor Benton asked if we want to add traffic calming under General Streets and Drainage. Is there a place to put that or is that not necessary?
- Joyce Vasut stated it depends on the dollar amount. All of these are a lot over \$100,000. We could include that in another part of the budget.
- No action was taken on the item.

residential lots. It is located within the City Limits and in Fort Bend County MUD No. 144. Specifically, the proposed Plat is located off of Round Lake Drive in the northeast part of Summer Lakes. It consists of the following lot sizes:

- 52, or 65 percent, 50-foot lots
- 28, or 35 percent, 60-foot or greater lots

The above lot sizes are in accordance with the MUD No. 144 Planned Unit Development (PUD) Agreement (see attached Exhibit B, Land Use & Parcel Plan). The Land Use & Parcel Plan simply identifies single-family residential as the proposed use for the areas of the Plat. The Agreement calls for the lots to be a minimum of fifty (50) feet in width and 6,000 square feet. The average lot size is over 8,000 square feet and no lots are less than fifty (50) feet in width or 6,000 square feet.

The proposed Preliminary Plat is in conformance with the MUD No. 144 Planned Unit Development (PUD) Agreement. There being no further issues, staff recommends approval of the Preliminary Plat of Summer Lakes Section Six.

Key Discussion:

- Mr. Tanner presented the item and reviewed the executive summary.

Action Taken: Commissioner Parsons moved, seconded by Commissioner Casias, to approve the Preliminary Plat of Summer Lakes Section Six, being a subdivision of 17.14 acres out of the Joseph Kuykendahl Survey, A-49 and the Wiley Martin Survey, A-56, in the City of Rosenberg, in Fort Bend County, Texas (Fort Bend County Municipal Utility District No. 144); 80 lots, 6 blocks, 3 reserves. The motion carried unanimously.

3. CONSIDERATION OF AND ACTION ON A RECOMMENDATION REGARDING THE PROPOSED FY2015 CAPITAL IMPROVEMENTS PROGRAM (CIP).

Executive Summary: Per the City Charter, Article VIII, Section 8.03 (d), the Planning Commission is required to submit annually, not less than ninety (90) days prior to the beginning of the budget year, a list of recommendations for capital improvements. Assistant City Manager of Public Services John Maresh will review staff recommendations for the proposed FY2015 Capital Improvement Program (CIP) and he, along with Joyce Vasut, Executive Director of Administrative Services, will be available to answer questions from the Commission. Detailed information on the proposed CIP is attached for reference.

Key Discussion:

- Mr. Maresh presented the item and stated that what was provided in the packet was the information that staff had previously reviewed in meetings with each of the Commissioners a few weeks ago which we discussed in detail.
- Commissioner Poldrack inquired if Project No. 7, road extension and drainage to serve FM 2218 for Rosenberg Business Park, would be completed before or after development begins.
- Mr. Maresh replied that he does not have the details for that project but the utilities, road, and drainage is under design and there are plans to move forward with construction at this time.
- Mr. Tanner replied that will need to be completed before construction begins there as it will provide all necessary infrastructure for that subdivision. In order for them to plat any reserves in the subdivision, they will need to have access to the street and utilities.
- Chairperson Pavlovsky inquired on Project No. 12 for traffic signals near Kroger and the US 59 frontage. When TxDOT widens US 59, what effect will that have on that intersection?
- Mr. Maresh replied that with the addition of the frontage roads, it will improve the traffic. But until it is actually constructed, we do not know what the final traffic patterns will look like. With the continued growth that is going to occur between now and the time they finish that construction. It should be an improvement. A signal may still be warranted at that intersection.

Action Taken: Commissioner Parsons moved, seconded by James Urbish, to recommend approval of the proposed FY2015 Capital Improvement Plan to City Council.

Additional Discussion:

- Commissioner Parsons stated that there is a huge amount of money being dedicated to roads and thoroughfares and he thinks that this has been in the making for a considerable amount of

time. As we grow, it is just the beginning of the expenditure of money for roads and thoroughfares in the greater City of Rosenberg.

Action Taken: Upon voting, the motion carried unanimously.

4. REVIEW AND DISCUSS OUTSIDE DISPLAY OF MERCHANDISE IN COMMERCIAL PARKING LOTS, AND TAKE ACTION AS NECESSARY TO DIRECT STAFF.

Executive Summary: On April 22, 2014, City Council discussed possible restrictions on the outside display of merchandise. Staff believes this issue could potentially be addressed in the "Parking" Ordinance and therefore should come before the Planning Commission.

To address this issue, Councilors requested that staff look at ordinances such as that of the City of Sugar Land, which is attached for reference. Sugar Land's Zoning Ordinance pertaining to their General Business (B-2) district provides for the following:

- Merchandise cannot be located on public property, in a required yard/setback, or in a required parking space.
- It cannot be displayed outside for more than 30 consecutive days or a total of 90 days in one (1) calendar year.
- It must be owned by the owner or lessee of the property.
- It cannot occupy an area greater than 10% of the area of the building or tenant space (the 10% restriction does not apply to landscaping materials in a fenced area).

It is important to keep in mind that certain items (e.g., landscaping materials, vehicles) should be exempted from this type of requirement. If not, it is anticipated that a similar ordinance would affect many existing businesses. The attached potential ordinance amendments exempt certain items. In order to avoid unintended consequences, other possible exemptions could be discussed by the Planning Commission.

If the Planning Commission believes this is a priority, the ordinance amendments prepared by staff could be recommended to City Council for future adoption following a thorough review. Input from the Planning Commission is requested for this Agenda item.

Key Discussion:

- Mr. Tanner presented the item and reviewed the executive summary. We are seeking a recommendation to take to Council. Are there any modifications on the setbacks or percentage of building area or any other exemptions that may be needed?
- Chairperson Pavlovsky replied on the 10% rule, the Lamar Plaza shopping center, 4310 Avenue H, periodically they will set up a tent for a flower shop or other use.
- Mr. Tanner replied that something like that would likely fit into this ordinance. Staff was directed to look at the City of Sugar Land's zoning on this type of issue and they typically allow that sort of thing.
- Chairperson Pavlovsky inquired about the golf cart dealer on SH36. Golf carts would be considered a vehicle.
- Mr. Tanner replied that vehicles such as golf carts, tractors, etc. may need an exception. Staff can investigate that further.
- Commissioner Parsons stated he was going to state the same. If cars are allowed, all motorized vehicles should be allowed. The other question is if it will be retrofitted to them? Will they still be able to put their golf carts out there?
- Mr. Tanner replied that if we do an exception for motorized vehicles, golf carts would be included.
- Commissioner Urbish stated that on a personal note, he sells creosote poles at his business and would not be able to move them inside. He is not actively selling them but storing them on the property. He is sure that there are other businesses that have outdoor storage, such as AT&T.
- Councilor McConathy replied that this was not their intent to restrict outdoor storage. Yours is a part of your business. We are focused on items for sale.
- Commissioner Urbish replied that his poles would meet the 10% requirement as well as the setback requirement where they are now. He can see what Council is trying to do.
- Chairperson Pavlovsky inquired if Council was looking at more flea market type establishments.
- Councilor McConathy replied yes.



CITY COUNCIL COMMUNICATION

June 17, 2014

ITEM #	ITEM TITLE
9	Resolution No. R-1802 – FY2016-FY2019 Capital Improvement Plan
ITEM/MOTION	
Consideration of and action on Resolution No. R-1802, a Resolution approving Capital Improvement Plan priorities for FY2016 to FY2019.	
FINANCIAL SUMMARY	ELECTION DISTRICT

Annualized Dollars:

- One-time
- Recurring
- N/A

Budgeted:

- Yes No N/A

Source of Funds: N/A

- District 1
- District 2
- District 3
- District 4
- City-wide
- N/A

SUPPORTING DOCUMENTS:

MUD #: N/A

1. Resolution No. R-1802

APPROVALS

Submitted by:

Joyce Vasut
Executive Director of
Administrative Services

Reviewed by:

- Exec. Dir. of Administrative Services
- Asst. City Manager of Public Services *g.m.*
- City Attorney
- City Engineer
- (Other)

Approved for Submittal to City Council:

Robert Gracia
City Manager

EXECUTIVE SUMMARY

Pursuant to the City Charter which requires a five-year Capital Improvement Plan (CIP), staff has prepared a proposed schedule for Capital Projects in FY2016, FY2017, FY2018 and FY2019. The development of the CIP for FY2016 to FY2019 is based on several factors, including but not limited to:

- Deadline for compliance with the Fort Bend Subsidence District mandate,
- Availability of Fort Bend County Mobility Funds,
- Possibility of a City Bond Election in 2015,
- Results of the City Facilities Assessment, and
- Needs Identified in the Five Year Strategic Plan.

The proposed FY2016-FY2019 CIP is attached to Resolution No. R-1802 as Exhibit "A" and will allow City Council to approve the proposed FY2016-FY2019 Capital Improvement Plan for the City of Rosenberg. Staff recommends approval of Resolution No. R-1802.

RESOLUTION NO. R-1802

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF ROSENBERG, TEXAS, APPROVING CAPITAL IMPROVEMENT PLAN PRIORITIES FOR FY2016 TO FY2019.

* * * * *

WHEREAS, the City Council of the City of Rosenberg recognizes that certain Capital Improvement Projects are necessary and beneficial for the development and improvement of City infrastructure and facilities; and,

WHEREAS, the City Council, City Manager, and staff have attempted to identify those specific Capital Improvement Projects appropriate for the needs of the City and its citizens; now, therefore,

BE IT RESOLVED BY THE COUNCIL OF THE CITY OF ROSENBERG:

Section 1. The City Council, City Manager, and staff have established priorities for certain projects, namely the Capital Improvement Plan, to implement said development and improvement projects for the Fiscal Years 2016 through 2019.

Section 2. A copy of those said improvements are attached hereto as Exhibit "A" and made a part hereof for all purposes.

PASSED, APPROVED, AND RESOLVED this ____ day of _____ 2014.

ATTEST:

APPROVED:

Linda Cernosek, **City Secretary**

Vincent M. Morales, Jr., **Mayor**

**CAPITAL IMPROVEMENT PLAN
FY2016 – FY2019**

FY2016

General Projects

SharePoint Online and Virtual Private Network (VPN) Upgrade

Streets and Drainage

Existing Sidewalk Improvements

Water and Wastewater

Automatic Control Valve (GRP)

Chloramine Conversion System (GRP)

Sanitary Sewer Improvements – Phase II

Water Line Extension and Connection from Bonbrook to Bridlewood (GRP)

Water Line Connection from Reading Road to Rohan Road along Benton Road (GRP)

Water Plant No. 6 Storage Tank (GRP)

FY2017

General Projects

Cloud-based Communication and Productivity Suite Implementation and New Network

Enterprise Asset Management System (EAMS) Implementation

Municipal Facilities Improvements

Streets and Drainage

Avenue F/Jennetta Street Drainage Improvements

Existing Sidewalk Improvements

FM 723 from Highway 90A to FM 359 (TxDOT)

3rd Street at Intersection with Avenue M

Water and Wastewater

Sanitary Sewer Improvements – Phase III

Sewer Line Vacuum Cleaning Equipment

FY2018

General Projects

Brazos River Trail Project
Citywide Facilities Energy Conservation Management
IP Telephone Communications System
Public Safety Enhancement Project
Seabourne Creek Park Nature Center and Park Improvements
Seabourne Creek Sports Park
Wireless Network (Police)
Zone 8 Park Development

Streets and Drainage

Avenue C Extension
Avenue D Street Paving and Drainage
Avenue N Reconstruction (FM 2218 to Jones)
Brooks Avenue
Downtown Sidewalks
Existing Sidewalks
Herndon Drive and Mustang Avenue
Radio Lane Reconstruction (Avenue I to Avenue N)

Water and Wastewater

Lamar High School Reclaimed Water Project
Upgrade Wastewater Lift Stations

FY2019

General Projects

City of Rosenberg Open Data Platform and Disaster Recovery Operations Center (DROC)
Water Feature Facilities at Existing Parks

Streets and Drainage

Avenue G Extension from Frost Street to Brazos Street
Existing Sidewalk Improvements
Klauke Road Extension
New Sidewalk Plan

Water and Wastewater

Cottonwood Subdivision Waterline Extension



CITY COUNCIL COMMUNICATION

June 17, 2014

ITEM #	ITEM TITLE
10	Resolution No. R-1803 - FY2015 Budget Priorities
ITEM/MOTION	
Consideration of and action on Resolution No. R-1803, a Resolution approving FY2015 Budget Priorities.	
FINANCIAL SUMMARY	ELECTION DISTRICT

Annualized Dollars:

- One-time
- Recurring
- N/A

Budgeted:

- Yes No N/A

Source of Funds: N/A

- District 1
- District 2
- District 3
- District 4
- City-wide
- N/A

SUPPORTING DOCUMENTS:

MUD #: N/A

1. Resolution No. R-1803
2. City Council Meeting Draft Minute Excerpt – 05-27-14

APPROVALS

Submitted by:

Joyce Vasut
Executive Director of
Administrative Services

Reviewed by:

- Exec. Dir. of Administrative Services
- Asst. City Manager of Public Services
- City Engineer
- City Attorney
- (Other)

**Approved for Submittal
to City Council:**

Robert Gracia
City Manager

EXECUTIVE SUMMARY

As part of the FY2015 Budget process, each Department was asked to submit their needs, not including operational expenses, for FY2015. The needs were submitted as either a (1) capital request (over \$100,000), (2) a supplemental request (under \$100,000) or (3) a personnel request. The majority of the items requested were identified during the strategic planning process.

Once the requests were compiled, City management (Department Directors) met and prioritized the requests. A listing of requests, as prioritized by management, has been included for your review along with each individual request form, as submitted by the Departments.

The Budget Priorities were presented at the May 27, 2014 City Council Workshop for discussion.

Resolution No. R-1803, allows City Council to approve the Budget Priorities for FY2015. This Resolution allows City staff to determine the number of items that can be funded and included in the proposed FY2015 Budget. Staff recommends approval of Resolution No. R-1803.

RESOLUTION NO. R-1803

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF ROSENBERG, TEXAS, APPROVING FY2015 BUDGET PRIORITIES.

* * * * *

WHEREAS, City of Rosenberg Department Directors have submitted specific budget requests for capital requests, supplemental requests, or personnel requests for consideration in the FY2014-2015 Budget planning process; and,

WHEREAS, the majority of budget requests submitted were in response to departmental needs identified in the City of Rosenberg Strategic Plan, adopted by City Council on April 01, 2014; and,

WHEREAS, Department Directors have prioritized said budget requests for inclusion in the proposed FY2014-2015 Budget; now, therefore,

BE IT RESOLVED BY THE COUNCIL OF THE CITY OF ROSENBERG:

Section 1. The City Council hereby approves the FY2014-2015 Budget Priorities.

Section 2. A copy of said FY2014-2015 Budget Priorities are attached hereto as Exhibit "A" and made a part hereof for all purposes.

PASSED, APPROVED, AND RESOLVED this _____ day of _____ 2014.

ATTEST:

APPROVED:

Linda Cernosek, **City Secretary**

Vincent M. Morales, Jr., **Mayor**

**CITY OF ROSENBERG, TEXAS
2014-15 BUDGET**

FY2015 BUDGET PRIORITIES

	<u>One-Time</u>	<u>Recurring</u>
1 <i>City-wide GIS System - Foundational Equipment and Software</i>	\$ 70,742	\$ 10,000
2 <i>GIS Technician Position & convert GIS Specialist to Administrator</i>	-	67,702
3 <i>Health Inspector (including vehicle, desk, supplies, & computer)</i>	25,000	61,315
4 <i>Upgrade Security and Customer Service at City Hall Annex</i>	55,000	-
5 <i>Building Maintenance Staff</i>	-	44,364
6 <i>Long-Term Disability Insurance - HR</i>	-	29,471
7 <i>In-Cell Video System - Police</i>	36,000	-
8 <i>Light Equipment Operator -Public Works</i>	-	34,391
9 <i>Secretary II - Code Enforcement/Planning</i>	-	41,124
10 <i>One (1) Additional Police Officers (including equipment)</i>	7,587	72,418
11 <i>One (1) Communications Specialists</i>	-	61,749
12 <i>Annual Tree Trimming for Street ROW</i>	-	60,000
13 <i>"Baseline" Community Survey (statistically randomized)</i>	-	15,000
14 <i>Communications Personnel</i>	-	60,389
15 <i>CrossFit Fitness Program - Police</i>	32,900	-
16 <i>Professional Standards/Compliance Officer - Fire (including vehicle)</i>	48,000	110,289
17 <i>Repairs to Fire Station No. 2</i>	40,000	-
18 <i>Upgrade Records Management - Incode- Municipal Court</i>	25,740	3,725
19 <i>One (1) Communications Specialists</i>	-	61,749
20 <i>Improvements to CID office area - Police</i>	25,000	-
21 <i>One (1) Communications Specialists</i>	-	61,749
22 <i>Community Liaison Sergeant (including equipment & office equip)</i>	12,687	84,328
23 <i>Macario Garcia Park Restrooms</i>	150,000	6,000
24 <i>One (1) Additional Police Officers (including equipment)</i>	7,587	72,418
25 <i>Sand Pro - Field Maintenance Utility Equipment - Parks</i>	29,024	1,000
26 <i>Shelving for Record Storage Room - City Secretary</i>	50,000	-
27 <i>Landscape Trailer - Parks</i>	8,042	-
28 <i>Administrative Assistant - Technology Services</i>	-	51,080
29 <i>System/Database Administrator</i>	-	\$ 78,574
Total One-Time and Recurring Requests:		<u><u>\$ 1,712,144</u></u>

6. **REVIEW AND DISCUSS THE PROPOSED FY2015 BUDGET PRIORITIES, AND TAKE ACTION AS NECESSARY TO DIRECT STAFF.**

Executive Summary: As part of the FY2015 Budget process, each department was asked to submit their needs, not including operational expenses, for FY2015. The needs were submitted as a capital request (over \$100,000), a supplemental request (under \$100,000) or a personnel request. The majority of the items requested were identified during the strategic planning process.

Once the requests were compiled, City management (Department Directors) met and prioritized the requests. A listing of requests, as prioritized by management, has been included in the agenda packet for your review along with each individual request form, as submitted by the department.

This item has been placed on the Workshop Agenda to provide Councilmembers the opportunity to review the listing as prioritized by staff. Staff will be available to answer any questions.

The prioritized listing will be presented to City Council for consideration at a future regular City Council Meeting in the form of a Resolution. Once approval is received, City staff will determine the number of items that can be funded and included in the FY2015 proposed Budget.

Key discussion points:

- Joyce Vasut gave an overview of the item. Staff is asking for input from Council and approval on the FY2015 Budget Request list included in the agenda packet. As staff prepares the budget for presentation to Council, staff can include these items to the extent we can include them within our budget. Additional information regarding the item was provided as a handout to Council regarding Item 1 on the list.

- FY2015 BUDGET REQUESTS**

	One Time	Recurring
1. City-wide GIS System-Foundational Equipment & Software	\$70,742	10,000
2. GIS Technician Position & convert GIS Specialist to Administrator		67,702
3. Health Inspector (including vehicle, desk, supplies & computer)	25,000	61,315
4. Upgrade Security and Customer Service at City Hall Annex	55,000	
5. Building Maintenance Staff		44,364
6. Long-Term Disability Insurance – HR		29,471
7. In-Cell Video system – Police	36,000	
8. Light Equipment Operator – Public Works		34,391
9. Secretary II – Code Enforcement/Planning		41,124
10. One (1) Additional Police Officer (including equipment)	7,587	72,418
11. One (1) Communications Specialist		61,749
12. Annual Tree Trimming for Street ROW		60,000
13. “Baseline” Community Survey (statistically randomized)		15,000
14. Communications Personnel		60,389
15. CrossFit Fitness Program – Police	32,900	
16. Professional Standards/Compliance Officer – Fire (including vehicle)	48,000	110,289
17. Repairs to Fire Station No. 2	40,000	
18. Upgrade Records Management – Incode – Municipal Court	25,740	3,725
19. One (1) Communications Specialist		61,749
20. Improvements to CID office area – Police	25,000	
21. One (1) Additional Police Office (including equipment)	7,587	72,418
22. Community Liaison Sergeant (including equipment & office equip.)	12,687	84,328
23. Macario Garcia Park Restrooms	150,000	6,000
24. One (1) Communications Specialist		61,749
25. Sand Pro – Field Maintenance Utility Equipment – Parks	29,024	1,000
26. Shelving for Record Storage Room – City Secretary	50,000	
27. Landscape Trailer – Parks	8,042	
	TOTALS	
	<u>\$623,309</u>	<u>\$959,181</u>

Total One-Time and Recurring Requests: \$1,582,490

Questions/Comments:

- **Q** - Councilor McConathy referenced the Strategic Planning Workshop and several departments talked about GIS within their departments. Item 1 – will this cover all the departments or one specific department?
- **A** – Joyce Vasut stated all departments. Angela Fritz, Communications Director explained the item. System-Foundational Equipment & Software is getting our basic foundation in place to build a City system to which all the other systems can tie into. The first piece would be our Public Safety Systems through our Spillman interface which the Police Department purchased and is working on bringing up their module. In order to do that, we have to have the basic server equipment and infrastructure we do not have. This request is a combination of items with some specific items – 2 portable GPS units that would be GIS specific in the field for collecting GIS data from the utility personnel when on calls. That piece is \$12,000. The rest is the foundational equipment for the network system.
- **Q** – Item 9 – Is that a combined position doing code enforcement and clerk position?
- **A** – Joyce Vasut stated yes, and to assist Travis Tanner.
- **Q** – Item 10 – that is really a request for a total of three police officers although the three were spread throughout the list. Why? As well as the Communications Specialist.
- **A** – Staff decided to include those as individual positions and felt that would help in prioritizing and would help to get the staff sooner. If they asked for the entire dollar amount it would be more difficult to fund.
- **Q** – What rank is this salary estimate based on for the police officer positions?
- **A** – A Police Officer II and that is the median of that range with benefits. Dallis Warren, Police Chief confirmed that is the median range for a Police Officer II.
- **Q** – With the Communications Specialist as well as this position are we talking about supervisors or lower ranking?
- **A** – These are entry level positions. Many of our entry level officers come to us with experience.
- **Q** – Is the Code Enforcement Secretary II entry level someone with experience and certifications?
- **A** – It is not entry level. It is a little above entry level.
- **Q** – Item 6 – did this long term disability quote come from Burke Sunday and does that cover all employees?
- **A** – Yes, all full time employees.
- **Q** – Item 16 – what rank is this position going to be?
- **A** – Wade Goates stated it is one that we previously had but the rank would be a Battalion Chief, the Shift Commander. That is mid-range for that position. That is a training officer and a help with compliance with state regulations with the Fire Department.
- **Q** – Item 22 – Will this be the Public Information Officer for the Police Department?
- **A** – Dallis Warren stated this will be a combined position that will oversee all of our community policing operations. They will work with the Crime Prevention Officers and handle social media.
- **Q** – Item 23 – When we did the Sunset and Travis Park restrooms they were a lot less. Where did this estimate come from?
- **A** – Darren McCarthy, Parks and Recreation Director explained those restrooms were completed in 2010. These are updated estimates which includes demolition of the current restrooms. This is to upgrade them like the restrooms at the other parks.
- **Q** - Councilor Benton – Item 13 – What is the Baseline Community Survey?
- **A** – Angela Fritz stated there is a need to sample the community and see what the community wants and desires and their level of satisfaction with basic services provided. This proposal is through International City Managers Association (ICMA). They partner with a public policy group to commission a national citizen's survey utilized across the U.S. It is a package we can customize and it would create some baselines we could touch back on at regular intervals every 3 to 5 years. It is a randomized survey and we are going out into the community that may not realize they are a part of Rosenberg. This is representative of the community as a whole. Their staff completes that and we get data back to look at. This can give us customer satisfaction levels and look at our performance indicators.
- **Q** – Item 26 – shelving for \$50,000. He has concern about the item.

- **A** – Joyce Vasut stated it is way down the list but her thought is that we will do the facilities assessment and this would be covered through that assessment.
- **Q** – We are spending approximately \$70,000 annually on street sweeping and it seems it would be beneficial to look into the cost of purchasing a street sweeper and amortizing it out. Would this be the right opportunity for that?
- **A** – We would have to figure out how that would fit into the budget. This has been looked at previously. We would have to look at that again.
- Mayor Morales stated a presentation was done on that. We also have to look at the operator and that cost.
- Councilor Bolf stated she would like to see the Macario Garcia Park restroom moved up on the list.
- **Q** – Item 14 – asked what this position would be.
- **A** – Angela Fritz stated it would be added personnel for the Communications Department to be a backup to learn and train and take the day to day activities of the department so she could focus on some of the bigger issues.
- **Q** – Councilor Pena asked for detail on Item 4.
- **A** – Tonya Palmer, Building Official stated we do not have a code compliant or secure facility for our employees. We know this is a temporary fix but it is one we need to invest in the building. This would give us the necessary things we need to be there for a few years. This estimate is from last year and it only includes the front door, lobby area and front counter space.
- Councilor Pena stated the facility is a “piece meal” and we have developers coming there to do business in the City. He thinks the number is low compared to what needs to be done in that facility. There is not a good layout facility or space.
- Travis Tanner, Executive Director of Community Development stated staff is trying to be conservative with the number and not spend too much on it with the realization that in the future we will outgrow the facility and have the need to centralize. This amount would make it code compliant and if someone else takes over that facility they would have to meet those anyway.
- Councilor Pena stated we have already outgrown the facility. If you are going to put anything into it we should spend some money to bring it up to code and do a good job to make it look professional.
- **Q** – Councilor Euton asked staff if they think all of these can be accomplished or will staff look at them to see where you will draw the line?
- **A** – Joyce Vasut stated that is correct. Staff was looking for approval on the list so as staff prepares the budget we can look at our revenues and tax rate and determine how much we can afford in the budget. This is the order the department directors prioritized it.
- **Q** – Mayor Morales asked if the Comprehensive Plan was going to address facilities.
- **A** – Travis Tanner said yes, to an extent. It will look at staffing needs in development services, planning, code enforcement, etc. The facilities assessment will look at it in greater detail. That is something that would have been within the scope.
- The general consensus of Council was to approve the list as long as it fits into the budget without an increase.
- Mayor Morales stated the street sweeper will be discussed in the budget process.
- No action was taken on the item.



CITY COUNCIL COMMUNICATION

June 17, 2014

ITEM #	ITEM TITLE
11	Resolution No. R- 1799 - Budget Amendment 14-13

ITEM/MOTION

Consideration of and action on Resolution No. R-1799, a Resolution authorizing the City Manager to execute, for and on behalf of the City, Budget Amendment 14-13 in the amount of \$3,640,270.00, to fund the City's portion of the Rosenberg Business Park, additional awards for the Business Assistance Grant Program, and Police vehicle computer replacements.

FINANCIAL SUMMARY

Annualized Dollars:

- One-time
 Recurring
 N/A

Budgeted:

- Yes No N/A

Source of Funds:

See Attached

ELECTION DISTRICT

- District 1
 District 2
 District 3
 District 4
 City-wide
 N/A

SUPPORTING DOCUMENTS:

1. Resolution No. R-1799
2. Resolution RDC-88 – 03-13-14
3. Rosenberg Development Corporation Meeting Minute Excerpt – 03-13-14
4. Business Assistance Grant Review Committee Meeting Draft Minute Excerpt – 05-12-14

MUD #: N/A

APPROVALS

Submitted by:


 Joyce Vasut
 Executive Director of
 Administrative Services

Reviewed by:

- Exec. Dir. of Administrative Services
 Asst. City Manager for Public Services
 City Attorney
 City Engineer
 (Other)

Approved for Submittal to City Council:


 Robert Gracia
 City Manager

EXECUTIVE SUMMARY

During the March 13, 2014 meeting of the Rosenberg Development Corporation (RDC), the Board approved Resolution No. RDC-88, approving the Budget Amendment to fund \$1,700,000 for the City's portion of the Rosenberg Business Park Project. The Funding Agreement between the City of Rosenberg and the RDC stated that the RDC would advance the City's portion of the funding for the Rosenberg Business Park and the City would reduce the debt due to the City from the RDC by the same amount.

During the May 12, 2014 meeting of the Business Assistance Grant Review Committee, additional grants were awarded to local businesses. In FY2011, \$100,000 was allocated for the Business Assistance Grant. This budget adjustment will budget the remaining balance of \$56,269.61 to fund additional Business Assistance Grants in FY2014.

The Rosenberg Police Department CJIS compliance has determined that twenty (20) Mobile Data Terminals (MDTs), currently installed in active patrol vehicles will not meet the security requirements mandated by the State of Texas at the end of December 2014. These vehicles are contributing to the Fleet Replacement Fund, which includes the replacement of the MDTs. It is recommended to replace the non-compliant MDTs in this fiscal year and when the vehicle comes up for replacement the MDT will be reassigned to the new replacement vehicle.

Budget Amendment 14-13 is included as Exhibit "A" to Resolution No. R-1799. Staff recommends approval of Resolution No. R-1799 as presented.

RESOLUTION NO. R-1799

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF ROSENBERG, TEXAS, AUTHORIZING THE CITY MANAGER TO EXECUTE, FOR AND ON BEHALF OF THE CITY OF ROSENBERG, TEXAS, BUDGET AMENDMENT 14-13 IN THE AMOUNT OF \$3,640,270, TO FUND THE CITY'S PORTION OF THE ROSENBERG BUSINESS PARK, ADDITIONAL AWARDS FOR THE BUSINESS ASSISTANCE GRANT PROGRAM, AND POLICE VEHICLE COMPUTER REPLACEMENTS.

* * * * *

BE IT RESOLVED BY THE COUNCIL OF THE CITY OF ROSENBERG:

Section 1. The City Council hereby authorizes Budget Amendment 14-13 (Amendment), in the amount of \$3,640,270, to fund the City's portion of the Rosenberg Business Park, additional awards for the Business Assistance Grant Program, and Police vehicle computer replacements. A copy of such Amendment is attached hereto as Exhibit "A" and made a part hereof for all purposes.

PASSED, APPROVED, AND RESOLVED this ____ day of _____ 2014.

ATTEST:

APPROVED:

Linda Cernosek, **City Secretary**

Vincent M. Morales, Jr., **Mayor**

**CITY OF ROSENBERG, TEXAS
REQUEST FOR BUDGET AMENDMENT**

NUMBER: 14-13

Fund 219, 410, and 602 Departments: Various Fiscal Year: 2013-14

Item [] was [X] was not included in the Department's original budget request.

Type of expenditure: () Recurring (X) Nonrecurring

Type of adjustment: (X) line-item transfer [] department transfer
() request for additional funds [] accounting correction

The budget amendment requested will require the following revisions:

FUND BALANCE/RETAINED EARNINGS ACCOUNT(S):		ORIGINAL	REQUESTED	AMENDED
ACCOUNT NUMBER	ACCOUNT DESCRIPTION	BUDGET (1)	TRANSFER	BUDGET
219-0000-350-0000	Unreserved Fund Balance	\$ 4,187,912.19	\$ (1,700,000.00)	\$ 2,487,912.19
410-0000-350-0000	Unreserved Fund Balance	724,970.15	(56,269.61)	668,700.54
602-0000-350-0000	Unreserved Fund Balance	2,732,354.00	(184,000.00)	2,548,354.00
	TOTAL	\$ 7,645,236.34	\$ (1,940,269.61)	\$ 5,704,966.73

REVENUE ACCOUNT(S):		ORIGINAL	REQUESTED	AMENDED
ACCOUNT NUMBER	ACCOUNT DESCRIPTION	BUDGET (1)	TRANSFER	BUDGET
225-0000-481-3000	Transfer from RDC	\$ 2,958,538.81	\$ 1,700,000.00	\$ 4,658,538.81
	TOTAL	\$ 2,958,538.81	\$ 1,700,000.00	\$ 4,658,538.81

EXPENSE ACCOUNT(S):		ORIGINAL	REQUESTED	AMENDED
ACCOUNT NUMBER	ACCOUNT DESCRIPTION	BUDGET (1)	TRANSFER	BUDGET
219-7000-540-9225	Transfer to RDC Projects Fund	\$ 2,958,538.81	\$ 1,700,000.00	\$ 4,658,538.81
225-7000-540-7030 (CP1302)	Improvements O/T Building	1,890,929.30	1,700,000.00	3,590,929.30
410-0000-550-5745	Business Assistance Grant	25,000.00	56,269.61	81,269.61
602-0000-610-7042	Motor Vehicles	507,772.00	184,000.00	691,772.00
	TOTAL	\$ 5,382,240.11	\$ 3,640,269.61	\$ 9,022,509.72

(1) INCLUDES PREVIOUSLY APPROVED AMENDMENTS

Reason for Amendment: Please explain the reason(s) the amendment is requested.

This budget adjustment is necessary to provide funding for the City's portion of the Rosenberg Business Park which was advanced by the RDC, provide funding for the additional Business Assistance Grants awarded and provide funding for the Patrol Vehicle Computer Replacements.

Goyce Vaant

Director of Finance _____ Date _____ City Manager _____ Date _____

Mayor/City Council _____ Date _____

ACCOUNTING USE ONLY: DATE POSTED: _____ POSTED BY: _____

RESOLUTION NO. RDC-88

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE ROSENBERG DEVELOPMENT CORPORATION AMENDING THE FISCAL YEAR 2013-14 ANNUAL BUDGET IN THE AMOUNT OF \$1,700,000.00 FOR THE ROSENBERG BUSINESS PARK.

* * * * *

BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE ROSENBERG DEVELOPMENT CORPORATION:

Section 1. The Rosenberg Development Corporation (RDC) does hereby approve the amendment of its Fiscal Year 2013-14 Annual Budget by allocating \$1,700,000.00 from Unrestricted Fund Balance to the RDC Projects Fund for the Rosenberg Business Park, and further authorizing the expenditure of said funds for the aforementioned project.

PASSED, APPROVED, AND RESOLVED on this 13th day of March

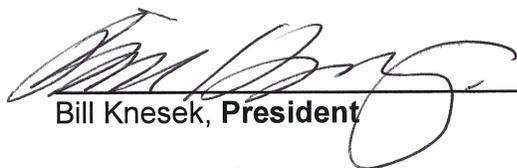
2014.

ATTEST:

Rosenberg Development Corporation



Linda Cernosek, City Secretary



Bill Knesek, President



Action: Director Peña moved and Director Grigar seconded to approve the name "Innovation Court" located within the Rosenberg Business Park. The motion passed with Directors Morales, Scopel, Grigar and Peña voting "Yes", and Directors Knesek Garcia, and Cook voting "No".

RECESS SESSION, RECONVENE SESSION.

President Knesek recessed the Session at 5:25 p.m., and reconvened the Session at 5:30 p.m.

4. CONSIDERATION OF AND ACTION ON RESOLUTION NO. RDC-88, A RESOLUTION OF THE BOARD OF DIRECTORS OF THE ROSENBERG DEVELOPMENT CORPORATION AMENDING THE FISCAL YEAR 2013-14 ANNUAL BUDGET IN THE AMOUNT OF \$1,700,000 FOR THE ROSENBERG BUSINESS PARK PROJECT.

Action: Director Cook moved and Director Garcia seconded to approve Resolution No. RDC-88. The motion passed unanimously by those present.

5. CONSIDERATION OF AND ACTION ON AN ALTERNATE MEETING DATE FOR THE APRIL ROSENBERG DEVELOPMENT CORPORATION REGULAR BOARD MEETING.

Key discussion points:

- Ms. Kanak reported that the Imperial Performing Arts group requested an onsite, evening meeting with the Board.
- Ms. Kanak also suggested changing the April meeting to late March if possible.
- The Board agreed by consensus to change the regular meeting to Thursday, April 03, 2014, starting at 4 p.m.; and, adjourning the Regular Meeting, and convening in Special Session onsite at the Imperial Performing Arts generally located at 823 Third Street, Rosenberg, at 6:30 p.m.

6. CONSIDERATION OF AND ACTION ON DRAFT COMPREHENSIVE ANNUAL FINANCIAL REPORT FOR THE ROSENBERG DEVELOPMENT CORPORATION FOR FISCAL YEAR ENDED SEPTEMBER 30, 2013, SUBMITTED BY PATTILLO, BROWN AND HILL L.L.P.

Key discussion points:

- Ms. Vasut introduced Johnasan Gregory of Pattillo, Brown and Hill L.L.P.
- Mr. Gregory distributed the Corporation's management letter.
- Mr. Gregory presented the Comprehensive Annual Financial Report to the Board.
- General discussion included interest earnings, sales tax sources, clarification of encumbrances, and funding that will be transferred into the Operating Fund.
- Mr. Gregory noted that sales tax revenue will be indicated by source in next year's report.

Action: Director Garcia moved and Director Cook seconded to accept the Annual Financial Report as presented. The motion passed unanimously by those present.

7. CONSIDERATION OF AND ACTION ON THE REQUEST FROM THE CITY OF ROSENBERG PARKS AND RECREATION DEPARTMENT TO CONSIDER A REVISED PLAN TO PURCHASE TREES AND LEASE EQUIPMENT FOR AREA PARKS.

Key discussion points:

- McCarthy presented the plan and pricing per his memorandum for twenty six (26) live oak and six (6) crepe myrtle trees, including moving each tree, for a total cost of \$9,520.00.

Action: Director Cook moved and Director Grigar seconded to approve the purchase of trees and lease equipment for area parks in the amount of \$9,520.00 as presented. The motion passed unanimously by those present.

**BUSINESS ASSISTANCE GRANT PROGRAM REVIEW COMMITTEE
MEETING MINUTES**

On this the 12th day of May 2014, the Business Assistance Grant Program Review Committee of the City of Rosenberg, Fort Bend County, Texas, met in a Regular Session, at the Rosenberg Civic Center located at 3825 Highway 36 South, Rosenberg, Texas 77471.

COMMITTEE MEMBERS PRESENT

Kate Singleton
Lisa Wallingford
James Urbish
William Benton

COMMITTEE MEMBER ABSENT

Laurie Cook

CITY OF ROSENBERG STAFF PRESENT

Randall Malik Economic Development Director
Rachelle Kanak Assistant Economic Development Director

CALL TO ORDER.

The meeting was called to order at 6:01 p.m.

1. REVIEW AND DISCUSS SELECTION OF A COMMITTEE CHAIRPERSON OR OTHER COMMITTEE POSITIONS AS APPROPRIATE, AND TAKE ACTION AS NECESSARY.

Key discussion:

- The Committee voted to appoint Laurie Cook as the Committee Chairperson.

Note: Laurie Cook and William Benton were not present for this discussion.

2. REVIEW AND DISCUSS BUSINESS ASSISTANCE GRANT APPLICATIONS, AND TAKE ACTION AS NECESSARY.

Key discussion:

- Another Time Soda Fountain - \$10,000 awarded – unanimous vote
- D and S Trucking - \$4,987 awarded – unanimous vote

Note: William Benton left at 6:50 p.m.

- Tri-Mart - \$10,000 awarded – unanimous vote
- Railroad Museum - \$10,000 awarded – unanimous vote
- Caballero-Ryder Funeral Home – Committee voted to table this item for one month

3. ANNOUNCEMENTS.

No announcements.

4. ADJOURNMENT.

James Urbish moved, and Kate Singleton seconded to adjourn the meeting at 7:03 p.m. The motion carried by a unanimous vote of those present.

Prepared by:

Cynthia Sullivan, Secretary II
City of Rosenberg



CITY COUNCIL COMMUNICATION

June 17, 2014

ITEM #	ITEM TITLE
12	Resolution No. R- 1800 - Budget Amendment 14-14

ITEM/MOTION

Consideration of and action on Resolution No. R-1800, a Resolution authorizing the City Manager to execute, for and on behalf of the City, Budget Amendment 14-14 in the amount of \$6,737,157.00 for Certificates of Obligation, Series 2014 and General Obligation Bonds, Series 2014.

FINANCIAL SUMMARY	ELECTION DISTRICT
-------------------	-------------------

Annualized Dollars:

- One-time
 Recurring
 N/A

Budgeted:

- Yes No N/A

Source of Funds:

See Attached

- District 1
 District 2
 District 3
 District 4
 City-wide
 N/A

SUPPORTING DOCUMENTS:

1. Resolution No. R-1800
2. City Council Meeting Draft Minute Excerpt – 05-20-14
3. City Council Meeting Minute Excerpt – 01-21-14

MUD #: N/A

APPROVALS

Submitted by:


 Joyce Vasut
 Executive Director of
 Administrative Services

Reviewed by:

- Exec. Dir. of Administrative Services
 Asst. City Manager of Public Services
 City Attorney
 City Engineer
 (Other)

Approved for Submittal to City Council:


 Robert Gracia
 City Manager

EXECUTIVE SUMMARY

During the January 21, 2014 meeting, City Council approved Ordinance No. 2014-02 authorizing and ordering the issuance of General Obligation Bonds, Series 2014 for the Dry Creek Drainage Project in the amount of \$1,565,000.

During the May 20, 2014 meeting, City Council approved Ordinance No. 2014-22 authorizing and ordering the issuance of Certificates of Obligation, Series 2014 for the Lift Station No. 11 Replacement and the Sanitary Sewer Pipe Bursting Projects in the amount of \$5,000,000. Ordinance Nos. 2014-02 and 2014-22 have not been included with this item due to their size. Should City Council wish to review this documentation, it will be available in the City Secretary's office for review.

Budget Amendment 14-14, in the amount of \$6,737,157.00, will record bond proceeds for General Obligation Bonds, Series 2014, and Certificates of Obligation, Series 2014, and fund the capital expenditures for the construction phase of the Dry Creek Drainage Project, Lift Station No. 11 Replacement and the Sanitary Sewer Pipe Bursting Projects.

Budget Amendment 14-14 is included as Exhibit "A" to Resolution No. R-1800. Staff recommends approval of Resolution No. R-1800 as presented.

RESOLUTION NO. R-1800

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF ROSENBERG, TEXAS, AUTHORIZING THE CITY MANAGER TO EXECUTE, FOR AND ON BEHALF OF THE CITY OF ROSENBERG, TEXAS, BUDGET AMENDMENT 14-14 IN THE AMOUNT OF \$6,737,157 FOR CERTIFICATES OF OBLIGATION, SERIES 2014 AND GENERAL OBLIGATION BONDS, SERIES 2014.

* * * * *

BE IT RESOLVED BY THE COUNCIL OF THE CITY OF ROSENBERG:

Section 1. The City Council hereby authorizes Budget Amendment 14-14 (Amendment), in the amount of \$6,737,157 for Certificates of Obligation, Series 2014 and General Obligation Bonds, Series 2014; for Lift Station No. 11 Replacement Project; Sanitary Sewer Pipe Bursting Project; and Dry Creek Drainage Improvements. A copy of such Amendment is attached hereto as Exhibit "A" and made a part hereof for all purposes.

PASSED, APPROVED, AND RESOLVED this ____ day of _____ 2014.

ATTEST:

APPROVED:

Linda Cernosek, **City Secretary**

Vincent M. Morales, Jr., **Mayor**

CITY OF ROSENBERG, TEXAS
REQUEST FOR BUDGET AMENDMENT

NUMBER: 14-14

Fund 415 & 423 Departments: Various Fiscal Year: 2013-14

Item [] was [X] was not included in the Department's original budget request.

Type of expenditure: () Recurring (X) Nonrecurring

Type of adjustment: (X) line-item transfer () department transfer
() request for additional funds () accounting correction

The budget amendment requested will require the following revisions:

Table with 5 columns: FUND BALANCE/RETAINED EARNINGS ACCOUNT(S), ACCOUNT NUMBER, ACCOUNT DESCRIPTION, ORIGINAL BUDGET (1), REQUESTED TRANSFER, AMENDED BUDGET. Includes a TOTAL row.

Table with 5 columns: REVENUE ACCOUNT(S), ACCOUNT NUMBER, ACCOUNT DESCRIPTION, ORIGINAL BUDGET (1), REQUESTED TRANSFER, AMENDED BUDGET. Lists various revenue accounts and includes a TOTAL row.

Table with 5 columns: EXPENSE ACCOUNT(S), ACCOUNT NUMBER, ACCOUNT DESCRIPTION, ORIGINAL BUDGET (1), REQUESTED TRANSFER, AMENDED BUDGET. Lists various expense accounts and includes a TOTAL row.

(1) INCLUDES PREVIOUSLY APPROVED AMENDMENTS

Reason for Amendment: Please explain the reason(s) the amendment is requested.

This budget adjustment appropriates funds from the bond proceeds for Certificates of Obligation, Series 2014 and General Obligation Bonds, Series 2014.

Joyce Vasut (Handwritten signature)

Director of Finance Date City Manager Date

Mayor/City Council Date

ACCOUNTING USE ONLY: DATE POSTED: POSTED BY:

amount of \$64,362.00. The Contract term will be for one (1) year, effective May 21, 2014, to May 22, 2015, for all facilities.

Key discussion points:

- Darren McCarthy read the Executive Summary regarding the item.

Questions/Comments:

- Councilor Euton stated there was a lower bid and asked why staff went with bid #3 instead of bid #2.
- Darren McCarthy explained this contract was brought to Council last October because we were with the current contract holder. The #2 bidder was the current contract holder at that time. City Council approved staff to go out for bids based on the work they were performing at that time.

Action: Councilor McConathy made a motion, seconded by Councilor Bolf to approve Resolution No. R-1790, a Resolution awarding Bid No. 2014-02 for Grounds Maintenance Services; and, authorizing the City Manager to negotiate and execute, for and on behalf of the City, a General Services Contract related thereto and all necessary documentation regarding same. The motion carried by a unanimous vote.

6. **CONSIDERATION OF AND ACTION ON ORDINANCE NO. 2014-22, AN ORDINANCE AUTHORIZING AND ORDERING THE ISSUANCE OF THE CITY OF ROSENBERG COMBINATION TAX AND REVENUE CERTIFICATES OF OBLIGATION, SERIES 2014; AWARDING THE SALE THEREOF; AND CONTAINING MATTERS INCIDENT THERETO.**

Executive Summary: On April 01, 2014, City Council adopted Resolution No. R-1773 authorizing publication of Notice of Intention to issue Certificates of Obligation, in an aggregate principal amount not to exceed \$5,000,000 for the Lift Station No. 11 Replacement and FY2014 Sanitary Sewer Pipe Bursting Projects. The notice was published on April 04, 2014, and April 11, 2014, as required, with an amount not to exceed \$5,000,000.00. There has been no presentation of a petition by the citizens to call an election to approve the issuance of \$5,000,000.00 in Certificates of Obligation for improvements to the proposed projects, and to pay the costs incurred in connection with the issuance of the Certificates.

Ordinance No. 2014-22 authorizes the issuance of the Certificates and approves the results of the bidding process and sale of the Certificates. The Ordinance also sets forth the procedures for the finalization of the sale and delivery of the proceeds to the City. Joe Morrow of First Southwest Company and Marcus Deitz with Fulbright & Jaworski LLP, representing the City as Bond Counsel, will be present at the meeting to review the results of the sale with City Council.

Staff recommends approval of Ordinance No. 2014-22, an Ordinance authorizing and ordering the issuance of the City of Rosenberg, Texas Combination Tax and Revenue Certificates of Obligation, Series 2014; awarding the sale thereof; and containing matters incident thereto.

Key discussion points:

- Joyce Vasut, Executive Director of Administrative Services read the Executive Summary regarding the item.
- Joe Morrow of First Southwest Company reviewed the results of the sale.

Questions/Comments:

- Councilor Benton asked for examples of what the \$5 million will be used for. It will be used to replace sanitary sewer lines. Are there other items?
- Joyce Vasut stated the replacement on Lift Station No. 11.
- John Maresh stated this project will primarily focus on sanitary sewer systems, line replacements and Lift Station No. 11 located at B.F. Terry on FM 2218 and Airport Street. The \$5 million will be for the first phase. The total amount we need to replace the remainder of the collection lines and the service area for Wastewater Treatment Plant 1A is approximately \$15 million. This is just the first phase of that.
- Councilor Benton asked if the total interest for the life of this loan is \$1.8 million if we keep it for twenty years. Joyce Vasut stated yes.
- Councilor Benton asked for further explanation regarding the strengths – 11.1% year-over-year growth in taxable value.

- Joyce Vasut explained that is our taxable value within the City limits and is the City's total assessed value.

Action: Councilor Bolf made a motion, seconded by Councilor Euton to approve Ordinance No. 2014-22, an Ordinance authorizing and ordering the issuance of the City of Rosenberg Combination Tax and Revenue Certificates of Obligation, Series 2014; awarding the sale thereof; and containing matters incident thereto. The motion carried by a unanimous vote.

7. **CONSIDERATION OF AND ACTION ON RESOLUTION NO. R-1789, A RESOLUTION AUTHORIZING THE CITY MANAGER TO EXECUTE, FOR AND ON BEHALF OF THE CITY, AN AMENDMENT TO INTERLOCAL COOPERATION AGREEMENT FOR THE COLLECTION OF TAXES, BY AND BETWEEN THE CITY AND FORT BEND COUNTY, TEXAS, FOR A PERIOD ENDING ON JUNE 30, 2015.**

Executive Summary: The City of Rosenberg has previously contracted with the Fort Bend County Tax Assessor/Collector, Patsy Schultz, for tax collection services. Fort Bend County has requested the City execute an Amendment to Interlocal Cooperation Agreement for the Collection of Taxes, to extend the existing Agreement for another year through June 30, 2015.

The Amendment extending tax collection services with Fort Bend County is attached to Resolution No. R-1789 as Exhibit "A". Staff recommends approval of Resolution No. R-1789, a Resolution authorizing the City Manager to execute an Amendment to Interlocal Cooperation Agreement for the Collection of Taxes with Fort Bend County as the City's Tax Assessor/Collector.

Key discussion points:

- Joyce Vasut read the Executive Summary regarding the item.

Questions/Comments:

- Councilor Benton asked what the cost is for this.
- Joyce Vasut explained we pay the County based on the parcels of land within the City limits. It is \$.35 per parcel and we pay them approximately \$5,000 each year.

Action: Councilor Benton made a motion, seconded by Councilor McConathy to approve Resolution No. R-1789, a Resolution authorizing the City Manager to execute, for and on behalf of the City, an Amendment to Interlocal Cooperation Agreement for the Collection of Taxes, by and between the City and Fort Bend County, Texas, for a period ending on June 30, 2015. The motion carried by a unanimous vote.

8. **CONSIDERATION OF AND ACTION ON ORDINANCE NO. 2014-23, AN ORDINANCE CANVASSING THE RETURNS AND DECLARING THE RESULTS OF THE SPECIAL MUNICIPAL ELECTION HELD ON MAY 10, 2014, WITHIN THE CITY FOR THE PURPOSE OF VOTING ON AN INITIATED ORDINANCE AND RESOLUTION; AND CONTAINING OTHER PROVISIONS RELATING TO THE SUBJECT.**

Executive Summary: As Presiding Officer of the May 10, 2014 Municipal Election, the Mayor is required to hold a canvass of the election ballots, and he and the City Council must declare the election results. The proposed Ordinance would confirm that the election on proposed propositions was held, the proper procedures were followed as mandated by law, the results have been filed with the City Council, the number of votes each proposition received, and declaration of the results.

A copy of the proposed Ordinance No. 2014-23 is included as a supporting document for City Council's approval. The electronic transmittal of the official canvass report from the Office of Elections Administration, Fort Bend County, Texas will be provided to City Council upon receipt.

Key discussion points:

- Christine Krahn, Acting City Secretary read the Executive Summary regarding Ordinance No. 2014-23.

Questions/Comments:

- Mayor Morales commented that his position is that it still stands as a mute election and it was an unnecessary expenditure of tax payer dollars. There was available information prior to calling this election.

- John Maresh clarified that new construction includes any kind of expansion of an existing structure where you need a larger meter.
- Councilor Benton asked when we make economic development agreements from time to time we are asked to waive some of these fees or is it just tax abatements.
- John Maresh stated it can be a combination of things. Since this impact fee has been enacted to his knowledge we have required everyone to pay a fee.
- Councilor Benton stated since he has been on Council haven't we contributed for some water lines.
- John Maresh stated yes, for actual cost for some of the capital improvements but not for the meter impact fees.
- Councilor McConathy referenced the existing ordinance in that there is a provision that allows for a residential customer who is currently on septic and water well, if water becomes available. The provision allows that person to convert to city water and they have the opportunity, because of the expense, to pay that out monthly over a period of eight years. There is a similar provision for lots that are 50' in width or less to have the same opportunity for spreading that cost over a certain number of years.

Action: Councilor McConathy made a motion, seconded by Councilor Grigar to approve Ordinance No. 2014-01, an Ordinance amending the Code of Ordinances by deleting Exhibits A, B, C, D, and E as referenced in Sections 29-267, 29-268, and 29-270 of Division 1, Section 29-301 of Division 2, and Section 29-321 of Division 3 of Article VI of Chapter 29 and substituting therefor new Exhibits A, B, C, D, and E concerning water and wastewater impact fees; adopting an updated service area map; adopting updated land use assumptions; adopting revised maximum and effective impact fees; adopting revised water and wastewater improvements plans; providing for conflicts; providing a severability clause and providing an effective date. The motion carried by a unanimous vote.

6. **CONSIDERATION OF AND ACTION ON ORDINANCE NO. 2014-02, AN ORDINANCE AUTHORIZING AND ORDERING THE ISSUANCE OF THE CITY OF ROSENBERG, TEXAS, GENERAL OBLIGATION BONDS, SERIES 2014; AWARDED THE SALE THEREOF; AND CONTAINING MATTERS INCIDENT THERETO.**

Executive Summary: In November 2006, the voters approved \$11,500,000 in General Obligation Bonds for communications system, streets and sidewalks, parks and recreation, and drainage. \$9,935,000 has been issued since 2006 as follows:

- 2007 \$3,200,000
- 2009 4,100,000
- 2010 2,635,000

The remaining \$1,565,000 is currently needed to continue with the construction of the Dry Creek Drainage Project. On December 17, 2013, City staff presented the schedule for the bond sale and discussed the use of the funds that had previously been issued.

Ordinance No. 2014-02 authorizes the issuance of the Bonds and approves the results of the bidding process and sale of the Bonds. The Ordinance also sets forth the procedures for the finalization of the sale and delivery of the proceeds to the City. Joe Morrow of First Southwest Company and Marcus Deitz with Fulbright & Jaworski LLP, representing the City as Bond Counsel, will be present at the meeting to review the results of the sale with City Council.

Staff recommends approval of Ordinance No. 2014-02, an Ordinance authorizing and ordering the issuance of the City of Rosenberg, Texas, General Obligation Bonds, Series 2014; awarding the sale thereof; and containing matters incident thereto.

Key discussion points:

- Joyce Vasut read the Executive Summary regarding the item.
- Joe Morrow of First Southwest Company summarized the sale of the bonds.
- The results of the bid were included in the handout provided to Council. There were three bids.

The winning bid was from City Group Global Markets with a true interest cost of 3.16997 percent. We are pleased with the results. The rate is exceptional.

- Tab #3 included the debt service schedule that represents the semi-annual interest and the annual principal payments. We did principal payments that are approximately equal which will give you a declining debt service schedule over time. That is one of the credit strengths the City has is you have a rapid pay off of your debt. We have tried to maintain that.
- Tab #4 included the Moody Investors Service report. Since we were selling a smaller amount we only paid for one credit rating. They affirmed your AA3 rating. Cash reserves and the strength of your financial management is one of the things they highlight. Growth in the tax base is one of the things that leads to a higher rating.
- On the flip side of that, one of the things they say is a drag on your credit rating is level of debt outstanding. He clarified that because the level of debt they refer to is an overall debt burden. When we look at the direct debt of the City it is 2.4% of your taxable assessed valuation and that is low. Lamar CISD has a very large amount of debt outstanding and approximately \$80 million of that is tied or shared with your taxable assessed value. That is one of the schedules they prepare is overlapping debt. They look at the school district, the county and all the municipal utility districts within the City. They will be working with the rating agencies because as you grow with utility districts within and they continue to issue debt they take that ratio and apply it against the whole city. They have expressed that it is not an accurate way to review the entire city. That is one of the things they noted. It is not of a concern in the sense you continue to grow with your taxable assessed valuation. Every growing city has to deal with this. Primarily the school district is driving that metric for you. Today's sale results are excellent and they recommend that the bonds be awarded.
- Councilor Grigar stated this was in the bond election in 2006 and he is glad to see this is the final one that will help with Dry Creek. He has been with that project since that time and trying to improve that creek and moving water out of our City and around City Hall. That is all in the flood plain and with those improvements it will lower that flood plain and take most of the City out of the flood plain. He is glad to see this go and he encouraged Council to come together and vote it up instead of down.
- Mayor Morales stated this is for Dry Creek Drainage.

Action: Councilor Grigar made a motion, seconded by Councilor Bolf to approve Ordinance No. 2014-02, an Ordinance authorizing and ordering the issuance of the City of Rosenberg, Texas, General Obligation Bonds, Series 2014; awarding the sale thereof; and containing matters incident thereto. The motion carried by a unanimous vote.

7. **REVIEW AND DISCUSS PROPOSED AGREEMENT FOR VIDEO STREAMING SERVICES, AND TAKE ACTION AS NECESSARY.**

Executive Summary: Video recording and streaming of City Council meetings was funded in the FY2014 Budget. In addition to adding recording equipment in the City Council Chamber, project implementation will require several additional improvements including: upgrading existing municipal channel design and broadcast equipment (ongoing); executing an Agreement for the installation of recording, production, and dissemination of meeting videos (Agreement attached for discussion here); and, possible additional improvements to Council Chamber technology to better facilitate communications for the public, City Council, and staff.

Project implementation will require an up-front investment in equipment (both for recording/streaming, and for municipal channel station management) which will be funded via the Public, Education, Government (PEG) Capital Fund; as well as ongoing fees for production and streaming services (funded through the General Fund). An Agreement was attached in the agenda documentation for City Council's review and comment and is for the video recording/streaming portion of the project. The Agreement includes: \$24,453 for video recording equipment and installation; \$6,719 for streaming equipment; and a recurring \$1,135/month (\$13,620/year) for on-demand, live video streaming, and remote-switching (off-site production, indexing, etc.).



CITY COUNCIL COMMUNICATION

June 17, 2014

ITEM #	ITEM TITLE
13	Resolution No. R-1805 - Appointment of an Interim City Attorney

ITEM/MOTION

Consideration of and action on Resolution No. R-1805, a Resolution authorizing the appointment of an Interim City Attorney.

FINANCIAL SUMMARY

Annualized Dollars:

One-time
 Recurring
 N/A

Budgeted:

Yes No N/A

Source of Funds: N/A

ELECTION DISTRICT

District 1
 District 2
 District 3
 District 4
 City-wide
 N/A

SUPPORTING DOCUMENTS:

MUD #: N/A

1. Resolution No. R-1805

APPROVALS

Submitted by:

Robert Gracia
City Manager

Reviewed by:

Exec. Dir. of Administrative Services
 Asst. City Manager of Public Services
 City Attorney
 City Engineer
 (Other)

Approved for Submittal to City Council:

Robert Gracia
City Manager

EXECUTIVE SUMMARY

This item has been added to the Agenda in order for City Council to discuss and consider the appointment of an Interim City Attorney. Should City Council choose an individual or firm to fulfill this role, the attached Resolution No. R-1805 will accommodate such action.

Once selected, the name of individual or firm will be included in the Resolution under Section 1.

RESOLUTION NO. R-1805

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF ROSENBERG, TEXAS, AUTHORIZING THE APPOINTMENT OF AN INTERIM CITY ATTORNEY.

* * * * *

WHEREAS, the City Council of the City of Rosenberg deems it necessary and appropriate to appoint an Interim City Attorney; and,

WHEREAS, the position of Interim City Attorney shall be considered temporary and provisional until such time as a City Attorney is appointed at the discretion of City Council; and,

WHEREAS, said appointment as Interim City Attorney shall not be construed as granting any permanent title or right to the position of Interim City Attorney; now, therefore,

BE IT RESOLVED BY THE COUNCIL OF THE CITY OF ROSENBERG:

Section 1. The City Council of the City of Rosenberg hereby authorizes the City Manager to negotiate and execute an Agreement with _____ to provide legal services on an interim basis.

Section 2. Such services shall be provided for a mutually acceptable term and or until such time as an individual or firm has been selected to fulfill the role of City Attorney, as having been determined by City Council.

Section 3. Such services to be provided by the Interim City Attorney shall be in effect as of June 21, 2014.

PASSED, APPROVED, AND RESOLVED this _____ day of _____ 2014.

ATTEST:

APPROVED:

Linda Cernosek, **CITY SECRETARY**

Vincent M. Morales, Jr., **MAYOR**

ITEM 14

Consider motion to adjourn for Executive Session.

ITEM 15

Hold Executive Session to consult with attorney to receive legal advice on legal matters pursuant to Section 551.071 of the Texas Government Code; to deliberate potential purchase, exchange, lease, or value of real property pursuant to Section 551.072 of the Texas Government Code; and, to deliberate personnel matters regarding the appointment and employment of City Manager, and to deliberate the employment, evaluation and duties of Police Chief as authorized by Section 551.074 of the Texas Government Code.

ITEM 16

Adjourn Executive Session, reconvene into Regular Session, and take action as necessary as a result of Executive Session.

ITEM 17

Announcements.

ITEM 18

Adjournment.