

**NOTICE OF JOINT CITY COUNCIL AND
ROSENBERG DEVELOPMENT CORPORATION MEETING**

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

DATE: Thursday, February 11, 2016

TIME: 4:00 p.m.

PLACE: Rosenberg Civic Center
3825 Highway 36 South
Rosenberg, Texas 77471

PURPOSE: Joint City Council and Rosenberg Development Corporation Meeting, agenda as follows:

The City Council and Rosenberg Development Corporation reserve 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: Rosenberg Civic Center

GENERAL COMMENTS FROM THE AUDIENCE.

Citizens who desire to address the City Council and Rosenberg Development Corporation 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 and Rosenberg Development Corporation are 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 and Rosenberg Development Corporation 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 and Rosenberg Development Corporation 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 Rosenberg Development Corporation and may be enacted by one (1) motion. There will be no separate discussion of Consent Agenda items unless a 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 Rosenberg Development Corporation Meeting Minutes for January 14, 2016. (Linda Cernosek, City Secretary)
- B. Consideration of and action on the monthly Rosenberg Development Corporation Financial Reports for the period ending January 31, 2016. (Joyce Vasut, Executive Director of Administrative Services)
- C. Review and discuss the quarterly Investment Report for the period ending December 31, 2015, and the Rosenberg Development Corporation may take action as necessary. (Joyce Vasut, Executive Director of Administrative Services)

REGULAR AGENDA

2. Review and discuss the proposed purchase of two (2) multi-purpose tents, and the Rosenberg Development Corporation may take action as necessary. (William Benton, Councilor, At Large Position One)
3. Review and discuss the design for the Downtown Parking Lot Project, and the Rosenberg Development Corporation may take action as necessary. (Randall Malik, Executive Director)
4. Review and discuss a presentation by the Coastal Prairie Chapter of the Texas Master Naturalists on current activities and projects for Seabourne Creek Nature Park, and the Rosenberg Development Corporation may take action as necessary. (Randall Malik, Executive Director)
5. Review and discuss proposed amendments to the Rosenberg Development Corporation Bylaws, and the Rosenberg Development Corporation may take action as necessary. (Randall Malik, Executive Director)
6. Hold Executive Session to receive legal advice from the City Attorney concerning pending litigation, namely dispute with Imperial Performing Arts, Inc., pursuant to Section 551.071 of the Texas Government Code; to deliberate the potential purchase, exchange, lease or value of real property pursuant to Section 551.072; and, regarding economic development negotiations pursuant to Section 551.087 of the Texas Government Code.
7. Adjourn Executive Session, reconvene Regular Session, and the Rosenberg Development Corporation may take action as necessary as a result of Executive Session.
8. Review and discuss a report from the Rosenberg Development Corporation Executive Director regarding the previous month's activities and contacts, which includes updates on the following (Randall Malik, Executive Director):
 - a. Economic Indicators;
 - b. Business Retention Visits;
 - c. New and Expanded Businesses;
 - d. Existing Businesses; and,
 - e. Past and Current RDC Projects.
9. Review and discuss requests for future Agenda items, and the Rosenberg Development Corporation may take action as necessary.
10. Announcements.
11. Adjournment.

DATED AND POSTED this the _____ day of _____ 2016, at _____ m.,

by _____.

Attest:
Linda Cernosek, TRMC, City Secretary

Approved for Posting:
John Maresh, Interim City Manager

Approved for Posting:
Randall Malik, Economic Development Director

Approved:
Cynthia A. McConathy, 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. Executive Sessions: The City Council may retire to executive session in accordance with the Texas Government Code, any time between the meeting's opening and adjournment for the purposes of:

- consultation with legal counsel (Section 551.071);
- deliberation regarding real property (Section 551.072);
- deliberation regarding economic development negotiations (Section 551.087);
- deliberation regarding the deployment or specific occasions for implementation of security personnel or devices (Section 551.076)

Attendance by other elected or appointed officials: It is anticipated that members of other city boards, commissions or committees whose meetings may be governed by the Texas Open Meetings Act may attend this meeting in numbers that may constitute a quorum of the other city boards, commissions or committees. Notice is hereby given that the meeting, to the extent required by law, is also noticed as a possible quorum/meeting of the other boards, commissions or committees of the City, whose members may be in attendance. The members may speak as recognized by the presiding officer, but no action may be taken by any board, commission or committee unless such item is specifically provided for on an agenda designated for that board, commission or committee and posted in compliance with the Texas Open Meetings Act.

This Agenda has been reviewed and approved by the City's legal counsel and the presence of any subject in any Executive Session portion of the agenda constitutes a written interpretation of Texas Government Code Chapter 551 by legal counsel for the governmental body and constitutes an opinion by the attorney that the items discussed therein may be legally discussed in the closed portion of the meeting considering the available opinions of a court of record and opinions of the Texas Attorney General known to the attorney. This provision has been added to this agenda with the intent to meet all elements necessary to satisfy Texas Government Code Chapter 551.144(c) and the meeting is conducted by all participants in reliance on this opinion.

City Council Joint Meeting

Meeting Date: 02/11/2016

Item Title: General Comments From the Audience

ITEM/MOTION

GENERAL COMMENTS FROM THE AUDIENCE.

Citizens who desire to address the City Council and Rosenberg Development Corporation 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 and Rosenberg Development Corporation are 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.

City Council Joint Meeting

Meeting Date: 02/11/2016

Item Title: Comments From the Audience for Consent and Regular Agenda Items

ITEM/MOTION

COMMENTS FROM THE AUDIENCE FOR CONSENT AND REGULAR AGENDA ITEMS.

Citizens who desire to address the City Council and Rosenberg Development Corporation 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 and Rosenberg Development Corporation 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.

City Council Joint Meeting

ITEM # 1.

Meeting Date: 02/11/2016

Item Title: Review of Consent Agenda

ITEM/MOTION

Review of Consent Agenda.

All Consent Agenda items listed are considered to be routine by the Rosenberg Development Corporation and may be enacted by one (1) motion. There will be no separate discussion of Consent Agenda items unless a 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.

City Council Joint Meeting

ITEM # 1. A.

Meeting Date: 02/11/2016

Item Title: Minutes

ITEM/MOTION

Consideration of and action on Regular Rosenberg Development Corporation Meeting Minutes for January 14, 2016. (Linda Cernosek, City Secretary)

Attachments

Rosenberg Development Corporation Meeting Minutes - 01-14-16

ROSENBERG DEVELOPMENT CORPORATION MEETING MINUTES

On this the 14th day of January 2016, the Rosenberg Development Corporation (RDC) of the City of Rosenberg, Fort Bend County, Texas, met in Regular Session, at the Rosenberg Civic Center, located at 3825 Highway 36 South, Rosenberg, Texas.

PRESENT

| | |
|-----------------|---|
| Teresa Bailey | Secretary, Rosenberg Development Corporation |
| Amanda J. Barta | Director, Rosenberg Development Corporation |
| Ted Garcia | Treasurer, Rosenberg Development Corporation |
| Bill Knesek | President, Rosenberg Development Corporation |
| Lynn Moses | Director, Rosenberg Development Corporation |
| Jimmie J. Pena | Director, Rosenberg Development Corporation |
| Allen Scopel | Vice President, Rosenberg Development Corporation |

STAFF PRESENT

| | |
|------------------|---|
| Linda Cernosek | City Secretary |
| Dan Kelleher | Main Street Manager |
| Jeremy Heath | Assistant Economic Development Director |
| Randall Malik | Executive Director, Rosenberg Development Corporation |
| Travis Tanner | Executive Director of Community Development |
| Scott Tschirhart | City Attorney |
| Joyce Vasut | Executive Director of Administrative Services |

GUESTS

| | |
|----------------|--|
| Jack Belt | Executive Vice President, Greater Fort Bend Economic Development Council |
| Jeff Haley | Chair-Elect, Central Fort Bend Chamber |
| Regina Morales | President, Central Fort Bend Chamber |
| Jeff Wiley | President/CEO of the Greater Fort Bend Economic Development Council |

CALL TO ORDER.

President Knesek called the meeting to order at 4:01 p.m.

STATEMENT OF RULES PERTAINING TO AUDIENCE COMMENTS.

Linda Cernosek, City Secretary, 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 DECEMBER 10, 2015.**

B. **CONSIDERATION OF AN ACTION ON THE MONTHLY ROSENBERG DEVELOPMENT CORPORATION FINANCIAL REPORTS FOR THE PERIOD ENDING DECEMBER 31, 2015.**

The December 2015 RDC Financial Report is attached for your review and consideration. Staff recommends approval.

Action: Director Garcia moved, seconded by Director Scopel, to approve Consent Agenda Items A and B. The motion carried by a vote of 6-0. President Knesek abstained from voting on the December 10, 2015, minutes due to his absence from that meeting.

1. **CONSIDERATION OF AND ACTION ON A STANDARD SERVICES CONTRACT FOR PROMOTIONAL AND MEMBERSHIP SERVICES BY AND BETWEEN THE ROSENBERG DEVELOPMENT CORPORATION AND THE CENTRAL FORT BEND CHAMBER IN THE AMOUNT OF \$10,000.**

Executive Summary:

The Rosenberg Development Corporation has annually budgeted \$10,000 for promotional and membership services provided by the Central Fort Bend Chamber and \$2,500 for use of the Rosenberg Civic Center. \$12,500 has been budgeted in the Fiscal Year 2015-16 Budget for the Central Fort Bend Chamber.

Staff recommends authorizing the RDC President to execute the Standard Services Contract between the Rosenberg Development Corporation and Central Fort Bend Chamber.

Action: Director Pena moved, seconded by Director Moses, to accept the Standard Services Contract for promotional and membership services by and between the Rosenberg Development Corporation and the Central Fort Bend Chamber in the amount of \$10,000. The motion passed by a unanimous vote.

2. **REVIEW AND DISCUSS A PRESENTATION REGARDING ACTIVITIES CARRIED OUT BY THE GREATER FORT BEND ECONOMIC DEVELOPMENT COUNCIL FROM JEFF WILEY, PRESIDENT/CEO, AND TAKE ACTION AS NECESSARY TO DIRECT STAFF.**

Executive Summary: Jeff Wiley, President/CEO of the Greater Fort Bend Economic Development Council will attend the meeting to update the Board on current activities pursued by the Greater Fort Bend Economic Development Council.

Key discussion points:

- Jeff Wiley, President/CEO of the Greater Fort Bend Economic Development Council, gave a brief update on current activities pursued by the Greater Fort Bend Economic Development Council.
- The Greater Fort Bend Economic Development Council is a thirty (30) year old organization, concentrates on economic development; facility cooperation at a county level-focuses on quality growth; business recruitment through partnerships; keeping economic atmosphere attractive to communities: good schools; utility providers; cities that have a long term commitment; incentives; and infrastructure to name a few.

No action taken.

3. **CONSIDERATION OF AND ACTION ON A SERVICES CONTRACT FOR ECONOMIC DEVELOPMENT SERVICES BY AND BETWEEN THE ROSENBERG DEVELOPMENT CORPORATION AND THE GREATER FORT BEND ECONOMIC DEVELOPMENT COUNCIL IN THE AMOUNT OF \$20,000.**

Executive Summary: The Rosenberg Development Corporation has annually budgeted \$20,000 for economic development services provided by the Greater Fort Bend Economic Development Council. The Fiscal Year 2016 Budget includes \$20,000 for services provided by the Greater Fort Bend Economic Development Council.

Staff recommends authorizing the RDC President to execute the Services Contract between the Rosenberg Development Corporation and the Greater Fort Bend Economic Development Council.

Action: Director Pena moved, seconded by Director Scopel, to approve the Services Contract for Economic Development Services by and between the Rosenberg Development Corporation and the Greater Fort Bend Economic Development Council in the amount of \$20,000. The motion passed by a unanimous vote.

4. **CONSIDERATION OF AND ACTION ON A PERFORMANCE AGREEMENT BY AND BETWEEN THE ROSENBERG DEVELOPMENT CORPORATION AND FORT BEND CORPS.**

Executive Summary: The RDC has budgeted \$5,000 in Fiscal Year 2015-16 for Fort Bend Corps. The RDC – Fort Bend Corps Performance Agreement would provide funding of \$5,000 to Fort Bend Corps contingent upon a minimum investment of \$5,000 by the Fort Bend Corps towards the expansion of affordable housing in Rosenberg by December 31, 2016. Additionally, all funding by the RDC to Fort Bend Corps would be required to comply with Title 42 of the United States Code Section 12745, relating to the qualification as affordable housing. Staff recommends authorizing the RDC President to execute the Performance Agreement by and between the RDC and Fort Bend Corps.

Action: Director Pena moved, seconded by Director Garcia, to approve a Performance Agreement by and between the RDC and Fort Bend Corps. The motion passed by a unanimous vote.

5. **REVIEW AND DISCUSS ROSENBERG DEVELOPMENT CORPORATION/ROSENBERG ECONOMIC DEVELOPMENT OFFICE SPACE, AND TAKE ACTION AS NECESSARY.**

Executive Summary: This Agenda item was requested by RDC President Bill Knesek to discuss office space for the RDC and City Economic Development staff.

Key discussion points:

- President Knesek recommended to the Board that the RDC fund and have constructed a building to house RDC staff. The concept discussed included a building concept on blocks including approximately 1,920 square feet with an additional 500 square feet of porch area (simple rectangular shape) with offsite parking and landscaping, for approximately \$250,000 with minimal upgrades. The cost would run around \$300,000 with additional upgrades.
- President Knesek stated the RDC should own the building rather than leasing. He wants to project a positive image and identity for the RDC.
- Scott Tschirhart, City Attorney, suggested the Brazos Town Center police substation is not being used that often and that area might also be a consideration.
- Some of the directors had alternate suggestions and wanted to explore other options.
- President Knesek recommended appointing a Property Search Committee consisting of Directors Pena, Moses, and Scopel to find a location and report back to the RDC Board at the meeting in February or March 2016.

Action: Director Garcia moved, seconded by Director Pena, to appoint a Property Search Committee consisting of Directors Pena, Moses, and Scopel to find a possible location for a proposed RDC building site and present findings to the RDC at the February or March 2016 Regular Meeting. The motion passed by a unanimous vote.

6. CONSIDERATION OF AND ACTION ON PROPOSED AMENDMENTS TO THE ROSENBERG DEVELOPMENT CORPORATION BYLAWS.

Executive Session: The RDC Policy Committee met on November 17, 2015, to review the RDC bylaws. Attached is a red-lined copy of each of the recommended changes proposed by the Policy Committee.

City Attorney Scott Tschirhart has reviewed the potential changes to the bylaws and will attend the meeting to discuss the bylaws with the Board. All proposed bylaw changes will also need to be taken to the City Council for approval.

Key discussion points:

- The following revisions to the current bylaws were recommended:
 - 1.01 **Article I. Purpose; General Purpose – 1.01:** Randall Malik recommended that since the RDC does not have any plans to issue loans, that the Board keep the current bylaw language should remain as originally written for Article 1.01 and 1.02. It was further stated that this section should be reviewed during the annual bylaw review next year.

1.01 The Corporation acts on behalf of the City of Rosenberg, Texas in furtherance of the public purposes of the Act and may engage in any project authorized under Sec. 2(10) or Sec. 4B of the Act, with the exception of those projects the primary purpose of which is the financing of business through the granting of loans, which projects the Corporation is specifically prohibited from engaging in.
 - 1.02. **Powers** *The Corporation has all the powers, both express and implied, granted to corporations governed by Sec. 4B of the Act, with the exception of the limitation noted above.*
- Director Garcia questioned 3.03 **Number, Qualifications and Tenure of Directors:** “Not more than three (3) directors shall be persons who are employees, officers or members of the City Council of the City of Rosenberg, Texas.” Scott Tschirhart, City Attorney, clarified that the Council, if they wish, can appoint one, two, or three – they do not have to appoint three directors that fit in this category.
 - 4.09. **Executive Director** *The Board of Directors ~~may can appoint an designate a City of Rosenberg employee as the~~ Executive Director to serve as the General Manager and Chief Administrative Officer of the Corporation. ~~The Executive Director will be an employee of the City of Rosenberg and is subject to the supervision of the City Manager.~~ The Executive Director shall perform the duties specifically delegated to him/her by the Board of Directors. ~~Administrative and personnel services, and the specific rules related thereto are delineated in the annual Administrative Services Agreement between the Rosenberg Development Corporation and the City of Rosenberg.~~*
- President Knesek stated he would like to see the Executive Director designee serve at the pleasure of the Board of Directors, and not under the City Manager; however, he does not want the Executive Director to lose any City benefits. He feels that the City Managers in the past have assigned other departments and responsibilities to the Executive Director. He feels the Director should only serve at the pleasure of the RDC. Scott Tschirhart, City Attorney, will review the City Charter for conflicts and will put this on a future Council Workshop Agenda to discuss with the

entire City Council. President Kneseck requested that Mr. Tschirhart report his findings to the RDC Board at the February RDC Meeting.

- 5.03 *Committee Terms*, delete the words: “an incoming”.
- **Article VI. Meetings. Annual Meeting** will read as follows:
- 6.01 *The annual meeting of the Board of Directors shall be held during the month of July of each year. The Board of Directors shall designate the time and location of the annual meeting, which shall be held in the principal offices of the Corporation. In accordance with Article IV, the election of officers should be conducted at the regular annual meeting.*
- 6.07. **Actions of the Board of Directors** ~~The Board of Directors shall try to act by consensus. However,~~ The vote of a majority of directors present at a meeting at which a quorum is present shall be sufficient to constitute the act of the Board.
- 7.04 **Checks and Drafts** shall read:
- 7.04. All checks, drafts, or orders for the payment of money, notes, or other evidences of indebtedness over \$5,000 issued in the name of the Corporation shall be signed or bear the facsimile of three (3) signatures, with the Executive Director, Director of Finance or his/her designee, ~~and two (2) Directors of the Corporation and the President of the Corporation or his or her designee~~ as authorized signatories, who shall be specifically designated by the Board.
- 7.05. **Budget** At least ~~ninety-sixty (90)~~ (60) days prior to the commencement of each fiscal year of the Corporation, the Board of Directors shall adopt a proposed budget of expected revenues and proposed expenditures of the next ensuing fiscal year. The budget shall contain such classifications and shall be in such forms as may be prescribed by the City Council of the City of Rosenberg. The Corporation’s budget shall not be effective until the same has been approved by the City Council of the City of Rosenberg.
- 7.09. **Contracts** The Board of Directors by official action may authorize any officer or agent of the Corporation to enter into a contract or execute and deliver any instrument in the name of or on behalf of the Corporation. This authority may be limited to a specific contract or instrument or it may extend to any number and type of possible contracts and instruments. ~~The Corporation shall follow and be bound by the same purchasing and contracting provisions of State law, including the provisions on competitive bidding, that are applicable to the City of Rosenberg.~~
- 7.13. **Potential Conflicts of Interest** ~~The members of the Board of Directors are local public officials within the meaning of the Texas Government Code Chapter 171. In transactions with the Corporation, Directors shall follow and be bound by the requirements and limitations of Chapter 171 of the Local Government Code, as amended.~~ If a director has a substantial interest in a business entity or real property which is the subject of deliberation by the Board of Directors, the director shall file an affidavit with the secretary of the corporation stating the nature and extent of the interest. Such affidavit shall be filed prior to any vote or decision upon the matter. The Corporation shall not make a loan to a Director, Officer or employee of the Corporation or to an Officer or employee of the City of Rosenberg. Any Director may bring to the Board’s attention any apparent or potential conflict of interest of any other Director in any transaction or matter coming before the Board of Directors for a decision. The Board of Directors shall make a determination on whether the Director has a conflict of interest before voting on the transaction or matter. The Director alleged to have the conflict of interest shall not vote on the determination of whether the conflict of interest exists. A Director who has a conflict of interest in a matter before the Board of Directors shall leave the room during any discussion and vote on that matter. This paragraph shall also apply to members of committees.
- Randall Malik stated that once the bylaws are approved by the RDC Board, they will go to the City Council for approval.

7. **HOLD EXECUTIVE SESSION TO RECEIVE LEGAL ADVICE FROM THE CITY ATTORNEY CONCERNING PENDING LITIGATION, NAMELY DISPUTE WITH IMPERIAL PERFORMING ARTS, INC., PURSUANT TO SECTION 551.071 OF THE TEXAS GOVERNMENT CODE; TO DELIBERATE THE POTENTIAL PURCHASE, EXCHANGE, LEASE, OR VALUE OF REAL PROPERTY PURSUANT TO TEXAS GOVERNMENT CODE SECTION 551.072; AND REGARDING ECONOMIC DEVELOPMENT NEGOTIATIONS PURSUANT TO SECTION 551.087 OF THE TEXAS GOVERNMENT CODE.**

An Executive Session was held to receive legal advice from the City Attorney concerning pending litigation, namely dispute with Imperial Performing Arts, Inc., pursuant to Section 551.071 of the Texas Government Code; to deliberate the potential purchase, exchange, lease, or value of real property pursuant to Texas

Government Code Section 551.072; and regarding economic development negotiations pursuant to Section 551.087 of the Texas Government Code.

8. **ADJOURN EXECUTIVE SESSION, RECONVENE REGULAR SESSION, AND TAKE ACTION AS NECESSARY AS A RESULT OF EXECUTIVE SESSION.**

The Executive Session was adjourned and reconvened into Regular Session. No action was taken as a result of the Executive Session.

9. **CONSIDERATION OF AND ACTION ON A REPORT FROM THE ROSENBERG DEVELOPMENT CORPORATION EXECUTIVE DIRECTOR REGARDING THE PREVIOUS MONTH'S ECONOMIC DEVELOPMENT ACTIVITIES AND CONTACTS, WHICH INCLUDES UPDATES ON THE FOLLOWING:**

- a. **ECONOMIC INDICATORS;**
- b. **BUSINESS RETENTION VISITS;**
- c. **NEW AND EXPANDED BUSINESSES;**
- d. **EXISTING BUSINESSES;**
- e. **RDC STRATEGIC PLAN; AND,**
- f. **PAST AND CURRENT RDC PROJECTS.**

Executive Summary: This item has been included to provide the Executive Director the opportunity to update the Board on the previous month's activities, contacts, and projects.

Key discussion points:

- Randall Malik, Executive Director, gave the following project updates:
 - Downtown Parking Lot – Jones & Carter is in the process of revising the design plans based on suggestions made at the December Board meeting. Revised plans showing the new entryway alignments are complete. Underground electrical and lighting designs are near completion. When City staff reviews and approves the updated plans, Jones & Carter can advertise for bids.
- Randall will report on Economic Indicators on a quarterly basis. The Economic Indicators measure economic development operations and the current market. In the future, the economic indicators can be utilized to develop goals for economic development activities.
- The RDC bylaws provide for a strategic plan to present to Council annually. Currently, the Economic Development Department provides a brief strategic plan for the Department as part of the overall City strategic plan. However, the plan is simply covers the Economic Development Department and not the RDC. Three options for the strategic plan were given to the RDC:
 - 1) Randall will amend the plan and deliver to the RDC;
 - 2) A facilitator may be invited to attend and the Board members will facilitate some ideas and develop a strategic plan from those ideas;
 - 3) The most costly method would be to have an outside firm that specializes in strategic plans come in and assist.

The RDC Board Members requested that Randall Malik amend and present the strategic plan for the RDC.

- Aldi Project – Aldi has submitted a formal reimbursement request for completion of the 674,349 square foot Distribution Center and Divisional Headquarters. Per our Development Agreement with Aldi, we will reimburse Aldi \$500,000 for infrastructure improvements for the Project. A certificate of occupancy was issued by the City of Rosenberg on December 7th. Aldi currently has the office portion open and plans to have a major hiring in July of 2016 to fully staff the office and distribution center.
- The Master Naturalist's Funding Agreement will be renewable in March 2016. The lake has been restocked, platforms have been built and fishing is taking place and fish are being caught.

10. **REVIEW AND DISCUSS REQUESTS FOR FUTURE AGENDA ITEMS, AND TAKE ACTION AS NECESSARY.**

Executive Summary: This item provides the RDC Board the opportunity to request future Agenda items.

Key discussion points:

- Review of RDC bylaws.
- Master Naturalist report.

11. **ANNOUNCEMENTS.**

- A retirement party for former City Manager, Robert Gracia, will be held on Monday, January 18, 2016, at the Rosenberg Civic Center from 5:30 to 7:30 p.m.
- The RDC will have a table at the Central Fort Bend Chamber luncheon on Friday, January 22, 2016, at Texas Safari Ranch.

12. **ADJOURNMENT.**

Director Garcia moved, seconded by Director Moses to adjourn the Regular Meeting of the Rosenberg Development Corporation. The motion passed by a unanimous vote. The meeting adjourned at 6:18 p.m.

Linda Cernosek, City Secretary

DRAFT



CITY COUNCIL COMMUNICATION

City Council Joint Meeting

ITEM # 1. B.

Meeting Date: 02/11/2016

Item Title: Rosenberg Development Corporation Financial Report

Election District: N/A

MUD No.: N/A

ITEM/MOTION

Consideration of and action on the monthly Rosenberg Development Corporation Financial Reports for the period ending January 31, 2016. (Joyce Vasut, Executive Director of Administrative Services)

EXECUTIVE SUMMARY

The January 2016 RDC Financial Report is attached for your review and consideration. Staff recommends the Board approve the report as presented.

Reviewed By: N/A

Approved for Submittal: Randall Malik, Executive Director

FISCAL IMPACT

Annualized Dollars: N/A

Budgeted: N/A

Source of Funds:

N/A

Attachments

RDC Financial Report as of January 31, 2016

CITY OF ROSENBERG, TEXAS
ROSENBERG DEVELOPMENT CORPORATION
AS OF JANUARY 31, 2016

| Classification | 2015-16 Adopted Budget | 2015-16 Act. Rev/Exp YTD | 2015-16 Encumbered | 2015-16 YTD Budget Remaining | % of Budget Target |
|---|------------------------------|--------------------------------|-----------------------|------------------------------------|--------------------------|
| REVENUES: | | | | | |
| | | | | | 33% |
| <i>Sales Taxes</i> | \$ 3,144,427 | \$ 947,119 | \$ - | \$ 2,197,308 | 30% |
| <i>Sales Taxes BTC I</i> | 623,341 | 187,129 | - | 436,212 | 30% |
| <i>Sales Taxes BTC II</i> | 501,661 | 146,184 | - | 355,477 | 29% |
| <i>Downtown Sales Taxes</i> | 41,816 | 10,252 | - | 31,564 | 25% |
| <i>Sales Tax Total</i> | 4,311,245 | 1,290,684 | - | 3,020,561 | |
| <i>Interest Earnings</i> | 2,000 | 2,087 | - | (87) | 104% |
| TOTAL REVENUES | 4,313,245 | 1,292,771 | - | 3,020,474 | 30% |
| EXPENDITURES: | | | | | |
| Administration (max 10%): | | | | | |
| Office Supplies | 1,000 | 102 | - | 898 | 10% |
| Computer Supplies | 2,500 | | - | 2,500 | 0% |
| Business Expense | 1,700 | 127 | - | 1,573 | 7% |
| General Insurance | 400 | 265 | - | 135 | 66% |
| Education and Training | 9,000 | 1,352 | - | 7,648 | 15% |
| Other Contractual Services | 249,500 | 123,638 | - | 125,862 | 50% |
| Subtotal for Administration Expenses | 264,100 | 125,484 | - | 138,616 | 48% |
| Marketing: | | | | | |
| Outside Professional Services | 12,500 | | - | 12,500 | 0% |
| Postage | 200 | 120 | - | 80 | 60% |
| Freight and Express | 100 | | - | 100 | 0% |
| Advertising | 29,500 | 577 | - | 28,923 | 2% |
| Printing and Binding | 4,500 | 1,308 | 1,962 | 1,230 | 73% |
| Subtotal for Marketing Accounts | 46,800 | 2,006 | 1,962 | 42,832 | 8% |
| Memberships & Services: | | | | | |
| Business Recruitment | 8,500 | 1,264 | 4,400 | 2,837 | 67% |
| Dues, Subscriptions & Contracts | 6,977 | 3,550 | - | 3,427 | 51% |
| RDC Memberships | 50,200 | 15,417 | - | 34,784 | 31% |
| Subtotal for Memberships & Services Accounts | 65,677 | 20,230 | 4,400 | 41,047 | 38% |
| Professional Services: | | | | | |
| Professional Services - Engineering | 35,000 | 10,085 | - | 24,915 | 29% |
| Professional Services - Legal | 40,000 | 20,172 | - | 19,828 | 50% |
| Subtotal for Professional Services | 75,000 | 30,257 | - | 44,743 | 40% |
| Business Retention & Expansion: | | | | | |
| Prospective Business Incentive | 500,000 | | - | 500,000 | 0% |
| Business Appreciation Luncheon | 10,000 | | - | 10,000 | 0% |
| Subtotal for Business Retention and Expansion | 510,000 | - | - | 510,000 | 0% |
| Infrastructure: | | | | | |
| Debt Service - Principal | 617,770 | 205,923 | - | 411,847 | 33% |
| Debt Service - Interest | 177,221 | 59,074 | - | 118,147 | 33% |
| RDC Projects Fund | 3,700,000 | 3,670,360 | - | 29,640 | 99% |
| Subtotal for Infrastructure Accounts | 4,494,991 | 3,935,357 | - | 559,634 | 88% |
| TOTAL EXPENDITURES | \$ 5,456,568 | \$ 4,113,334 | \$ 6,362 | \$ 1,336,872 | 75% |

ROSENBERG DEVELOPMENT CORPORATION
2015-16 ACTUAL
PERIOD ENDED JANUARY 31, 2016

| Classification | RDC Actual | RDC Projects | Total |
|---|---------------------|---------------------|----------------------|
| Resources: | | | |
| Total Beginning Fund Balance @ 10/01/15 (unaudited) | \$ 5,151,816 | \$ 2,074,124 | \$ 7,225,940 |
| Revenues and Transfers In | 1,292,771 | 3,670,833 | 4,963,604 |
| Total Funds Available | <u>\$ 6,444,586</u> | <u>\$ 5,744,958</u> | <u>\$ 12,189,544</u> |
| Uses/Deductions: | | | |
| Expenditures and Transfers Out | 4,113,334 | 980,524 | 5,093,858 |
| Ending Fund Balance: | | | |
| Total Ending Fund Balance | \$ 2,331,252 | \$ 4,764,434 | \$ 7,095,686 |
| Reserved for Debt Service | 794,991 | \$ - | 794,991 |
| Reserved for RDC Projects | - | \$ 4,764,434 | 4,764,434 |
| Unreserved Fund Balance Total | <u>\$ 1,536,261</u> | <u>\$ -</u> | <u>\$ 1,536,261</u> |

**Synopsis of Current Revenues and Expenditures
Rosenberg Development Corporation
For the Month Ended January 31, 2016**

| Account Number | Description | Amount |
|---|---|-------------------------------|
| Revenues | | |
| 219-0000-402-0000 | Sales Taxes | \$ 293,262.57 |
| Total Current Period Revenues | | <u>\$ 293,262.57</u> |
| Expenditures | | |
| 219-1000-540-3110 | Office Supplies (Administration) | - |
| 219-1000-540-3120 | Computer Supplies (Administration) | - |
| 219-1000-540-3135 | Business Expenses (Administration) | - |
| 219-1000-540-5120 | Insurance/General Insurance (Administration) | - |
| 219-1000-540-5510 | Travel (Education and Training) | - |
| 219-1000-540-5710 | Other Contractual Services (Administration) | 62,375.00 |
| Total Administration | | <u>\$ 62,375.00</u> |
| 219-2000-540-4391 | Outside Professional Contract Svcs (Marketing) | - |
| 219-2000-540-5220 | Postage (Marketing) | 108.42 |
| 219-2000-540-5230 | Freight and Express (Marketing) | - |
| 219-2000-540-5310 | Advertising (Marketing) | 277.21 |
| 219-2000-540-5410 | Printing and Binding (Marketing) | 327.00 |
| Total Marketing | | <u>\$ 712.63</u> |
| 219-3000-540-3135 | Business Expenses (Business Recruitment) | 216.77 |
| 219-3000-540-4235 | Dues/Subscriptions/Memberships (Business Recruitment) | - |
| 219-3000-540-4390 | RDC Memberships (Business Recruitment) | 3,750.00 |
| Total Business Recruitement | | <u>\$ 3,966.77</u> |
| 219-5000-540-4315 | Engineering (Professional Services) | 10,085.00 |
| 219-5000-540-4390 | Legal Fees (Professional Services) | 16,701.76 |
| Total Professional Services | | <u>\$ 26,786.76</u> |
| 219-6000-540-5725 | Prospective Business Incentive (Business Retention and Expansion) | - |
| 219-6000-540-5730 | Business Appreciation Luncheon (Business Retention and Expansion) | - |
| Total Business Retention and Expansion | | <u>\$ -</u> |
| 219-7000-540-8110 | Debt Service (Infrastructure) - Principal for January 2016 | 51,480.83 |
| 219-7000-540-8120 | Debt Service (Infrastructure) - Interest for January 2016 | 14,768.42 |
| 219-7000-540-9225 | Transfers/Other Fund (Infrastructure) - Transfer to RDC Projects Fund | 3,670,359.56 |
| Total Infrastructure | | <u>\$ 3,736,608.81</u> |
| Total Current Period Expenditures | | <u>\$ 3,830,449.97</u> |

**CITY OF ROSENBERG, TEXAS
RDC SALES TAX REVENUES**

| Monthly Total Actual Receipts | Cumulative YTD Receipts | Budgeted Receipts | | Total YTD Percent of Budget | Prior Year Pct. Increase (Decrease) | |
|-------------------------------------|-------------------------------|----------------------|-----|-----------------------------------|--|-----|
| | | Monthly | YTD | | Month | YTD |
| (1) | (2) | (3) | (4) | (5) | (6) | (7) |
| Cumulative (1) | | Cumulative (3) | | (2)/(4) | | |

| Monthly BTC - I Receipts | Monthly BTC - II Receipts | Monthly Downtown Receipts |
|--------------------------------|---------------------------------|---------------------------------|
|--------------------------------|---------------------------------|---------------------------------|

Fiscal Year 2013-14

| | | | | | | | | | | |
|-------|-----------|------------|------------|------------|---------|-------|-------|------------|------------|-----------|
| Oct | \$284,645 | \$ 284,645 | \$ 254,303 | \$ 254,303 | 111.93% | 12.3% | 12.3% | \$ 45,426 | \$ 26,206 | \$ 2,678 |
| Nov | 332,266 | 616,912 | 301,210 | 555,512 | 111.05% | 10.7% | 11.4% | 43,511 | 62,113 | 2,709 |
| Dec | 300,765 | 917,676 | 268,764 | 824,276 | 111.33% | 12.3% | 11.7% | 41,356 | 23,209 | 2,873 |
| Jan | 311,275 | 1,228,951 | 241,171 | 1,065,447 | 115.35% | 29.5% | 15.7% | 55,706 | 27,306 | 3,558 |
| Feb | 452,793 | 1,681,744 | 358,268 | 1,423,715 | 118.12% | 26.8% | 18.5% | 81,972 | 80,410 | 5,100 |
| Mar | 269,503 | 1,951,247 | 241,272 | 1,664,988 | 117.19% | 12.1% | 17.6% | 35,930 | 21,835 | 2,401 |
| Apr | 304,220 | 2,255,468 | 254,923 | 1,919,911 | 117.48% | 19.7% | 17.9% | 44,267 | 23,697 | 3,481 |
| May | 372,069 | 2,627,537 | 335,114 | 2,255,025 | 116.52% | 11.4% | 16.9% | 50,765 | 60,332 | 2,784 |
| Jun | 321,933 | 2,949,470 | 278,024 | 2,533,049 | 116.44% | 16.2% | 16.8% | 42,815 | 24,392 | 3,429 |
| Jul | 322,644 | 3,272,114 | 289,771 | 2,822,820 | 115.92% | 11.7% | 16.3% | 43,395 | 26,561 | 3,439 |
| Aug | 381,528 | 3,653,642 | 340,121 | 3,162,941 | 115.51% | 12.5% | 15.9% | 50,943 | 63,637 | 2,954 |
| Sep | 365,422 | 4,019,064 | 282,259 | 3,445,200 | 116.66% | 29.9% | 17.0% | 44,345 | 26,570 | 2,944 |
| Total | | | | | | | | \$ 580,432 | \$ 466,269 | \$ 38,351 |

Fiscal Year 2014-15

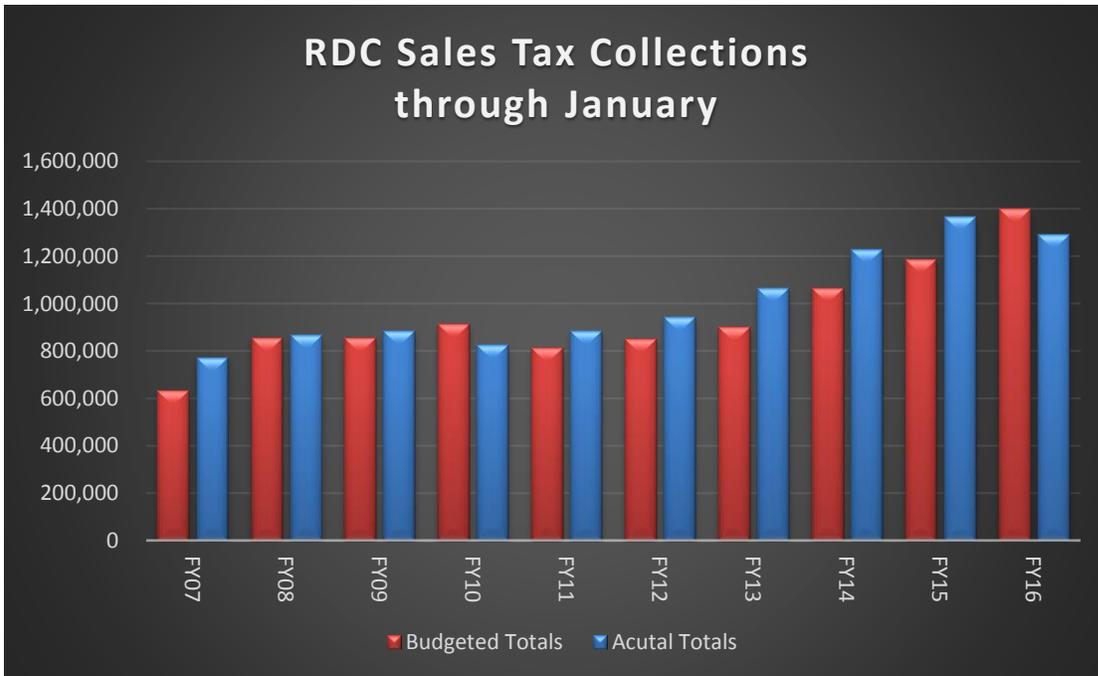
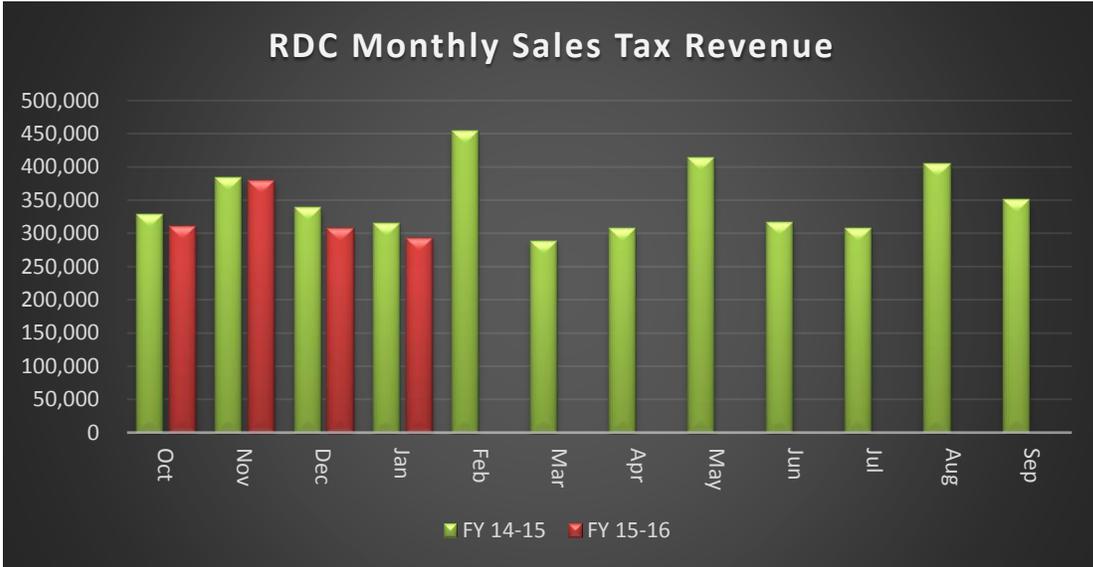
| | | | | | | | | | | |
|-------|-----------|------------|------------|------------|---------|-------|-------|------------|------------|-----------|
| Oct | \$328,597 | \$ 328,597 | \$ 283,444 | \$ 283,444 | 115.93% | 15.4% | 15.4% | \$ 47,153 | \$ 27,876 | \$ 2,454 |
| Nov | 383,604 | 712,201 | \$ 335,726 | 619,171 | 115.02% | 15.5% | 15.4% | 48,133 | 66,466 | 3,267 |
| Dec | 338,699 | 1,050,900 | \$ 299,563 | 918,734 | 114.39% | 12.6% | 14.5% | 42,177 | 24,526 | 2,589 |
| Jan | 314,787 | 1,365,687 | \$ 268,808 | 1,187,542 | 115.00% | 1.1% | 11.1% | 58,756 | 28,549 | 3,443 |
| Feb | 453,735 | 1,819,423 | \$ 399,323 | 1,586,865 | 114.66% | 0.2% | 8.2% | 87,501 | 85,910 | 4,580 |
| Mar | 288,676 | 2,108,098 | \$ 268,921 | 1,855,785 | 113.60% | 7.1% | 8.0% | 40,699 | 22,571 | 3,237 |
| Apr | 306,989 | 2,415,087 | \$ 284,136 | 2,139,921 | 112.86% | 0.9% | 7.1% | 43,336 | 23,946 | 2,340 |
| May | 414,271 | 2,829,359 | \$ 373,516 | 2,513,437 | 112.57% | 11.3% | 7.7% | 52,568 | 64,295 | 3,120 |
| Jun | 316,538 | 3,145,897 | \$ 309,884 | 2,823,322 | 111.43% | -1.7% | 6.7% | 41,881 | 24,158 | 2,395 |
| Jul | 308,052 | 3,453,949 | \$ 322,977 | 3,146,299 | 109.78% | -4.5% | 5.6% | 45,797 | 26,383 | 3,140 |
| Aug | 404,770 | 3,858,719 | \$ 379,097 | 3,525,396 | 109.45% | 6.1% | 5.6% | 52,877 | 70,363 | 2,521 |
| Sep | 350,958 | 4,209,677 | \$ 314,604 | 3,840,000 | 109.63% | -4.0% | 4.7% | 44,830 | 28,233 | 3,130 |
| Total | | | | | | | | \$ 605,710 | \$ 493,276 | \$ 36,216 |

Fiscal Year 2015-16

| | | | | | | | | | | |
|-------|-----------|------------|------------|------------|---------|-------|---------|------------|------------|-----------|
| Oct | \$310,033 | \$ 310,033 | \$ 336,525 | \$ 336,525 | 92.13% | -5.6% | -5.6% | \$ 44,573 | \$ 24,987 | \$ 2,463 |
| Nov | 379,210 | 689,243 | \$ 392,860 | 729,385 | 94.50% | -1.1% | -3.2% | 46,572 | 72,308 | 2,579 |
| Dec | 308,178 | 997,421 | \$ 346,871 | 1,076,256 | 92.68% | -9.0% | -5.1% | 40,700 | 22,481 | 2,755 |
| Jan | 293,263 | 1,290,684 | \$ 322,382 | 1,398,638 | 92.28% | -6.8% | -5.5% | 55,285 | 26,409 | 2,455 |
| Feb | - | | \$ 464,683 | 1,863,321 | #VALUE! | | #VALUE! | | | |
| Mar | - | | \$ 295,641 | 2,158,961 | #VALUE! | | #VALUE! | | | |
| Apr | - | | \$ 314,396 | 2,473,357 | #VALUE! | | #VALUE! | | | |
| May | - | | \$ 424,267 | 2,897,624 | #VALUE! | | #VALUE! | | | |
| Jun | - | | \$ 324,175 | 3,221,799 | #VALUE! | | #VALUE! | | | |
| Jul | - | | \$ 315,484 | 3,537,283 | #VALUE! | | #VALUE! | | | |
| Aug | - | | \$ 414,536 | 3,951,819 | #VALUE! | | #VALUE! | | | |
| Sep | - | | \$ 359,426 | 4,311,245 | #VALUE! | | #VALUE! | | | |
| Total | | | | | | | | \$ 187,129 | \$ 146,184 | \$ 10,252 |

**ROSENBERG DEVELOPMENT CORPORATION
SALES TAX REVENUES**

GRAPHS



**Rosenberg Development Corporation
Outstanding Debt Service
2015-2016 Budget**

| Fiscal Year | Principal Due | Total Interest | Total Principal & Interest | Adjustment for Business Park | Adjusted Principal & Interest |
|--------------------|----------------------|-----------------------|---------------------------------------|-------------------------------------|--|
| 2015-16 | 652,770 | 177,221 | 829,991 | (35,000) | 794,991 |
| 2016-17 | 657,305 | 160,476 | 817,781 | (113,000) | 704,781 |
| 2017-18 | 672,840 | 147,957 | 820,797 | (113,000) | 707,797 |
| 2018-19 | 687,875 | 126,890 | 814,765 | (113,000) | 701,765 |
| 2019-20 | 703,410 | 104,444 | 807,854 | (113,000) | 694,854 |
| 2020-21 | 382,980 | 85,627 | 468,607 | (191,000) | 277,607 |
| 2021-22 | 387,515 | 71,341 | 458,856 | (191,000) | 267,856 |
| 2022-23 | 284,800 | 59,162 | 343,962 | (270,000) | 73,962 |
| 2023-24 | 297,835 | 48,994 | 346,829 | (270,000) | 76,829 |
| 2024-25 | 228,190 | 39,216 | 267,406 | (256,000) | 11,406 |
| 2025-26 | 236,225 | 29,874 | 266,099 | | 266,099 |
| 2026-27 | 247,295 | 19,974 | 267,269 | | 267,269 |
| 2027-28 | 255,330 | 9,557 | 264,887 | | 264,887 |
| 2028-29 | 71,400 | 2,621 | 74,021 | | 74,021 |
| 2029-30 | 23,005 | 489 | 23,494 | | 23,494 |
| Total | \$5,788,775 | \$1,083,843 | \$6,872,618 | (1,665,000) | \$5,207,618 |

**Rosenberg Development Corporation
RDC Projects Fund
For the Period Ended January 31, 2016**

| CP1301 | | Total | Amount Paid | Encumbrance | Remaining |
|----------------------------|--------------------|---------------------|------------------------|--------------------|------------------|
| Project Description | G/L Account | Project Cost | Project To Date | Amount | Funds |
| FY2013 Park Improvements | 225-7000-540-7030 | \$ 251,177 | \$ 245,886 | \$ - | \$ 5,291 |
| Totals | | \$ 251,177 | \$ 245,886 | \$ - | \$ 5,291 |

| CP1302 | | Total | Amount Paid | Encumbrance | Remaining |
|----------------------------|--------------------|---------------------|------------------------|--------------------|------------------|
| Project Description | G/L Account | Project Cost | Project To Date | Amount | Funds |
| Business Park Development | 225-7000-540-7030 | \$ 3,849,783 | \$ 3,355,745 | \$ 428,643 | \$ 65,395 |
| Project Management Fee | 225-7000-540-4395 | 85,000 | 68,895 | - | 16,105 |
| Totals | | \$ 3,934,783 | \$ 3,424,639 | \$ 428,643 | \$ 81,501 |

| CP1402 | | Total | Amount Paid | Encumbrance | Remaining |
|----------------------------|--------------------|---------------------|------------------------|--------------------|------------------|
| Project Description | G/L Account | Project Cost | Project To Date | Amount | Funds |
| Aldi Project | 225-7000-540-7032 | \$ 500,000 | \$ 500,000 | \$ - | \$ - |
| Totals | | \$ 500,000 | \$ 500,000 | \$ - | \$ - |

| CP1501 | | Total | Amount Paid | Encumbrance | Remaining |
|----------------------------|--------------------|---------------------|------------------------|--------------------|------------------|
| Project Description | G/L Account | Project Cost | Project To Date | Amount | Funds |
| Livable Centers | 225-7000-540-7035 | \$ 250,000 | \$ 26,645 | \$ - | \$ 223,355 |
| Totals | | \$ 250,000 | \$ 26,645 | \$ - | \$ 223,355 |

| CP1503 | | Total | Amount Paid | Encumbrance | Remaining |
|--|--------------------|---------------------|------------------------|--------------------|------------------|
| Project Description | G/L Account | Project Cost | Project To Date | Amount | Funds |
| Traffic Signal at Reading Rd and Town Ctr Blvd | 225-7000-540-7037 | \$ 115,375 | \$ - | \$ - | \$ 115,375 |
| Totals | | \$ 115,375 | \$ - | \$ - | \$ 115,375 |

| CP1507 | | Total | Amount Paid | Encumbrance | Remaining |
|-------------------------------|--------------------|---------------------|------------------------|--------------------|------------------|
| Project Description | G/L Account | Project Cost | Project To Date | Amount | Funds |
| Macario Garcia Park Restrooms | 225-7000-540-7036 | \$ 192,054 | \$ 11,510 | \$ 2,750 | \$ 177,794 |
| Totals | | \$ 192,054 | \$ 11,510 | \$ 2,750 | \$ 177,794 |

| CP1601 | | Total | Amount Paid | Encumbrance | Remaining |
|----------------------------|--------------------|---------------------|------------------------|--------------------|------------------|
| Project Description | G/L Account | Project Cost | Project To Date | Amount | Funds |
| Transportation Gateways | 225-7000-540-7030 | \$ 129,447 | \$ 13,142 | \$ - | \$ 116,305 |
| Totals | | \$ 129,447 | \$ 13,142 | \$ - | \$ 116,305 |

| CP1603 | | Total | Amount Paid | Encumbrance | Remaining |
|-------------------------------|--------------------|---------------------|------------------------|--------------------|------------------|
| Project Description | G/L Account | Project Cost | Project To Date | Amount | Funds |
| Seabourne Creek Nature Center | 225-7000-540-7030 | \$ 100,000 | \$ - | \$ - | \$ 100,000 |
| Totals | | \$ 100,000 | \$ - | \$ - | \$ 100,000 |

| CP1603 | | Total | Amount Paid | Encumbrance | Remaining |
|----------------------------|--------------------|---------------------|------------------------|--------------------|------------------|
| Project Description | G/L Account | Project Cost | Project To Date | Amount | Funds |
| Fort Bend Transit | 225-7000-540-7030 | \$ 75,000 | \$ 75,000 | \$ - | \$ - |
| Totals | | \$ 75,000 | \$ 75,000 | \$ - | \$ - |

| CP1603 | | Total | Amount Paid | Encumbrance | Remaining |
|----------------------------|--------------------|---------------------|------------------------|--------------------|------------------|
| Project Description | G/L Account | Project Cost | Project To Date | Amount | Funds |
| Paragon Infrastructure | 225-7000-540-7030 | \$ 3,000,000 | \$ - | \$ - | \$ 3,000,000 |
| Totals | | \$ 3,000,000 | \$ - | \$ - | \$ 3,000,000 |

**Rosenberg Development Corporation
RDC Projects Fund
For the Period Ended January 31, 2016**

| Project Description | G/L Account | Total Project Cost | Amount Paid Project To Date | Encumbrance Amount | Remaining Funds |
|-------------------------------|--------------------|-------------------------------|--|-------------------------------|----------------------------|
| Texas State Technical College | 225-7000-540-7030 | \$ 200,000 | \$ - | \$ - | \$ 200,000 |
| Totals | | \$ 200,000 | \$ - | \$ - | \$ 200,000 |

| Project Description | G/L Account | Total Project Cost | Amount Paid Project To Date | Encumbrance Amount | Remaining Funds |
|----------------------------|--------------------|-------------------------------|--|-------------------------------|----------------------------|
| Superior Tanks Incentive | 225-7000-540-7030 | \$ 25,000 | \$ - | \$ - | \$ 25,000 |
| Totals | | \$ 25,000 | \$ - | \$ - | \$ 25,000 |

| Project Description | G/L Account | Project Cost | Project To Date | Amount | Funds |
|---------------------------------------|--------------------|---------------------|------------------------|---------------|--------------|
| Texas Master Naturalists Contribution | 225-7000-540-7030 | \$ 25,000 | \$ - | \$ - | \$ 25,000 |
| Totals | | \$ 25,000 | \$ - | \$ - | \$ 25,000 |

| Project Description | G/L Account | Project Cost | Project To Date | Amount | Funds |
|----------------------------|--------------------|---------------------|------------------------|---------------|--------------|
| Sidewalk Improvements | 225-7000-540-7038 | \$ 200,000 | \$ - | \$ - | \$ 200,000 |
| Totals | | \$ 200,000 | \$ - | \$ - | \$ 200,000 |

| | | | | | |
|--------------------------------------|--|---------------------|---------------------|-------------------|---------------------|
| Total | | \$ 8,912,836 | \$ 4,227,928 | \$ 431,393 | \$ 4,253,515 |
| Total Project Management Fees | | \$ 85,000 | \$ 68,895 | \$ - | \$ 16,105 |



CITY COUNCIL COMMUNICATION

City Council Joint Meeting

ITEM # 1. C.

Meeting Date: 02/11/2016

Item Title: Rosenberg Development Corporation Quarterly Investment Report

Election District: N/A

MUD No.: N/A

ITEM/MOTION

Review and discuss the quarterly Investment Report for the period ending December 31, 2015, and the Rosenberg Development Corporation may take action as necessary. (Joyce Vasut, Executive Director of Administrative Services)

EXECUTIVE SUMMARY

The Rosenberg Development Corporation quarterly Investment Report for the period ending December 31, 2015, is attached for review. Staff recommends approval of the Investment Report as presented.

Reviewed By: N/A

Approved for Submittal: Randall Malik, Executive Director

FISCAL IMPACT

Annualized Dollars: N/A

Budgeted: N/A

Source of Funds:

N/A

Attachments

RDC Quarterly Investment Report - 12-31-15

**ROSENBERG DEVELOPMENT CORPORATION
QUARTERLY INVESTMENT REPORT
FOR THE QUARTER ENDED DECEMBER 31, 2015**

The investment portfolio detailed in the attached report includes all investment transactions made during the above referenced period. The investment portfolio and all related transactions comply with the investment policy of the Rosenberg Development Corporation and the Public Funds Investment Act of the State of Texas.



Investment Officer: _____

Joyce Vasut, Executive Director of Administrative Services

Date: _____

2/2/2016

**ROSENBERG DEVELOPMENT CORPORATION
 QUARTERLY INVESTMENT REPORT
 FOR THE QUARTER ENDED DECEMBER 31, 2015**

Balance Comparison by Quarter

| <u>INVESTMENT BALANCES BY TYPE</u> | Book Value <u>3/31/2015</u> | Book Value <u>6/30/2015</u> | Book Value <u>9/30/2015</u> | Book Value <u>12/31/2015</u> |
|---|--|--|--|---|
| TEXPOOL | \$ 3,335,300 | \$ 3,883,600 | \$ 4,583,130 | \$ 5,182,110 |
| BRAZOS VALLEY SCHOOLS CREDIT UNION | 246,485 | 247,005 | 247,533 | 248,062 |
| AMEGY BANK - OPERATING ACCOUNT | 14,242 | 38,341 | 15,889 | 24,597 |
| TOTAL CASH AND INVESTMENTS | <u><u>\$ 3,596,027</u></u> | <u><u>\$ 4,168,946</u></u> | <u><u>\$ 4,846,552</u></u> | <u><u>\$ 5,454,768</u></u> |

ROSENBERG DEVELOPMENT CORPORATION
INVESTMENTS OUTSTANDING AS OF DECEMBER 31, 2015

| Purchase Date | Description | Maturity Date | # Days to Maturity | Cost | Par Value | Coupon Yield | 9/30/2015 | | Quarterly Activity | | | 12/31/2015 | | Unrealized Gain/Loss |
|------------------------------------|------------------------|---------------|--------------------|-------------------|---------------------|--------------|------------------|------------------|--------------------|------------------|--------------|------------------|------------------|----------------------|
| | | | | | | | Book Value | Market Value | Purchases | Maturities | Interest | Book Value | Market Value | |
| TEXPOOL | | | | | | | | | | | | | | |
| N/A | Texpool - General Fund | N/A | N/A | | 5,182,110 | 0.19% | 4,583,130 | 4,583,130 | 997,421 | (400,000) | 1,558 | 5,182,110 | 5,182,110 | - |
| | | | | | | | | | | | | | 95% OF TOTAL | |
| BRAZOS VALLEY SCHOOLS CREDIT UNION | | | | | | | | | | | | | | |
| 3/28/2015 | Certificate of Deposit | 3/27/2016 | 365 | 245,000 | 245,000 | 0.85% | 247,533 | 247,533 | | | 529 | 248,062 | 248,062 | - |
| | | | | | | | | | | | | | 4.5% OF TOTAL | |
| DEPOSITORY - AMEGY BANK | | | | | | | | | | | | | | |
| N/A | Operating Account | N/A | N/A | | 24,597 | 0.00% | 15,889 | 15,889 | 400,000 | (391,292) | | 24,597 | 24,597 | - |
| | | | | | | | | | | | | | 0.5% OF TOTAL | |
| TOTAL PORTFOLIO | | | | \$ 245,000 | \$ 5,451,706 | 0.22% | 4,846,552 | 4,846,552 | 1,397,421 | (791,292) | 2,087 | 5,454,768 | 5,454,768 | - |



CITY COUNCIL COMMUNICATION

City Council Joint Meeting

ITEM # 2.

Meeting Date: 02/11/2016

Item Title: Multi-Purpose Tents

Election District: N/A

MUD No.: N/A

ITEM/MOTION

Review and discuss the proposed purchase of two (2) multi-purpose tents, and the Rosenberg Development Corporation may take action as necessary. (William Benton, Councilor, At Large Position One)

EXECUTIVE SUMMARY

This item has been placed on the Agenda at the request of Councilor Benton to discuss the potential RDC purchase of two (2) multi-purpose tents for use at City and RDC events. Samples of multi-purpose tents proposed for this use are included for review and discussion.

Reviewed By: N/A

Approved for Submittal: Randall Malik, Executive Director

FISCAL IMPACT

Annualized Dollars: N/A

Budgeted: N/A

Source of Funds:

N/A

Attachments

Pricing for Special Events/Promotional Tent

Pricing for Special Events/Promotional Tent

Note: The Fort Bend County Parks Department owns a 20x40 tent, which it uses for outdoor events. It rents out the tent to cities and non-profits on a first-come-first-serve basis. The county's tent was purchased from Celina Tents, out of Ohio. It takes five to seven people to efficiently assemble and disassemble the tent. Stakes, tie-downs and 8-foot galvanized poles are included. A one-year warranty covers all parts. Each 20x40 tent can accommodate 80 people at a sit-down dinner or 130 people standing.

Option 1: Classic Series 1



- | | |
|---------------------|------------|
| 1. Basic White..... | \$3,060.94 |
|---------------------|------------|



- | | |
|---------------------------------|------------|
| 2. With Logo..... | \$4,657.44 |
| 3. With Logo and Sidewalls..... | \$5,857.38 |

Option 2: Classic Series 2



- 1. Basic White.....\$2,843.78
- 2. With Logo.....\$4,578.78
- 3. With Logo and Sidewalls.....\$5,779.72

Option 3: Master Series



- 1. Basic White.....\$3,453.51
- 2. With Logo.....\$5,174.01
- 3. With Logo and Sidewalls.....\$6,373.95

Option 4: Premiere Series



- 1. Basic White.....\$3283.92
- 2. With Logo.....\$5,345.42
- 3. With Logo and Sidewalls.....\$6,545.36



CITY COUNCIL COMMUNICATION

City Council Joint Meeting

ITEM # 3.

Meeting Date: 02/11/2016

Item Title: Downtown Parking Lot Project Discussion

Election District: District 1

MUD No.: N/A

ITEM/MOTION

Review and discuss the design for the Downtown Parking Lot Project, and the Rosenberg Development Corporation may take action as necessary. (Randall Malik, Executive Director)

EXECUTIVE SUMMARY

At the December 10, 2015 RDC Meeting, the Board recommended revising the Downtown Parking Lot Project design to eliminate the entrance and exit off 3rd Street. Jones & Carter, Inc., have provided an updated design of the Downtown Parking Lot Project which removes this driveway.

Additionally, Councilor William Benton has requested that the RDC consider incorporating a right-turn only lane at the intersection of 3rd Street and Avenue F.

Staff recommends the Board discuss the revised design and provide direction to staff.

Reviewed By: N/A

Approved for Submittal: Randall Malik, Executive Director

FISCAL IMPACT

Annualized Dollars: N/A

Budgeted: N/A

Source of Funds:

N/A

Attachments

Proposed Avenue F Parking Lot Design

Rosenberg Development Corporation Meeting Minute Excerpt - 12-10-15



BENCHMARK
ELEVATIONS SHOWN HEREON ARE BASED UPON GPS OBSERVATIONS OF THE CITY OF ROSENBERG CONTROL MONUMENT NO. RS19, LOCATED AT THE NORTHEAST CORNER OF THE INTERSECTION 3RD STREET AND AVENUE A IN A CITY PARK.

ELEVATION = 83.72' (NAVD 88)

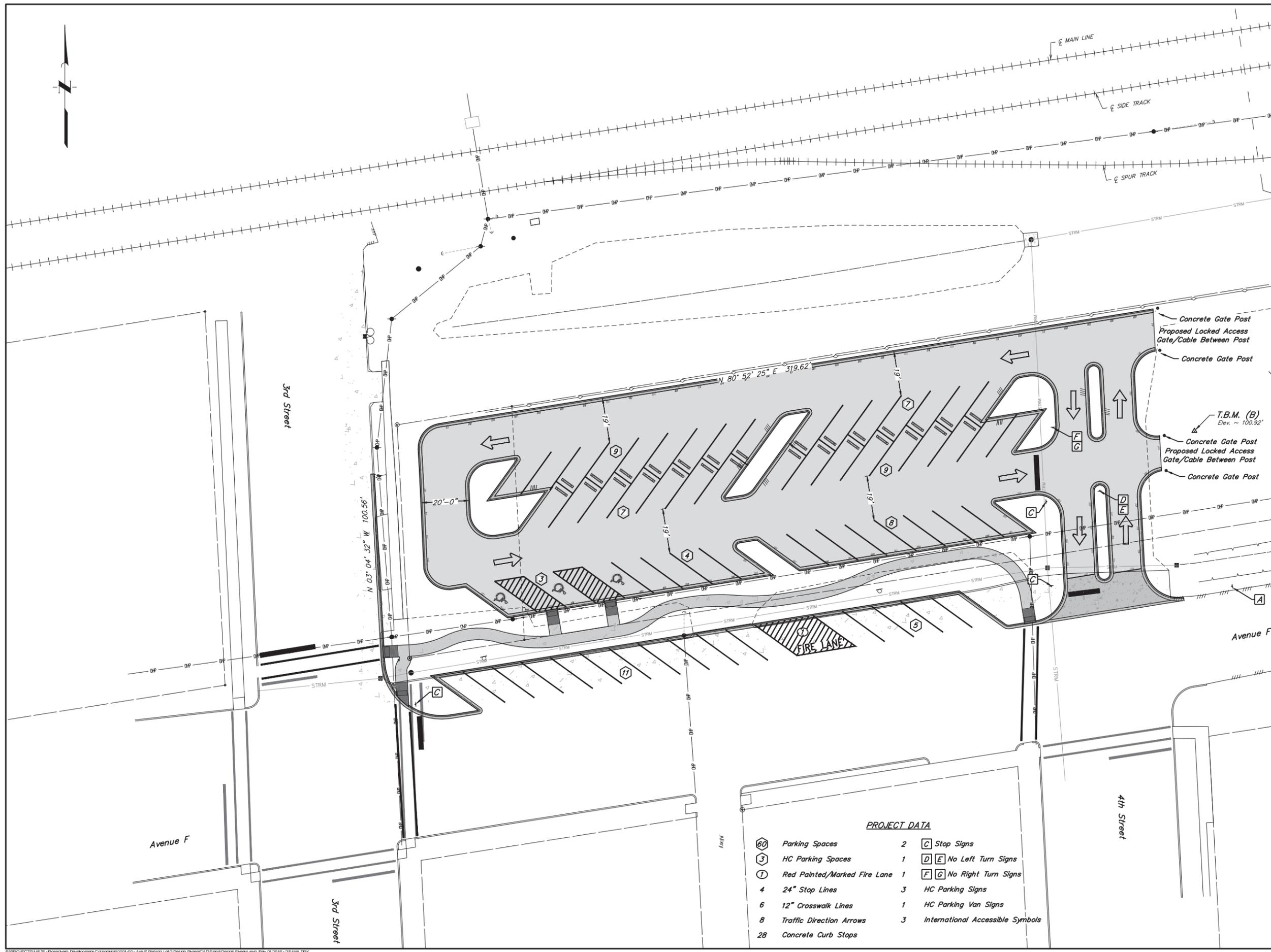
T.B.M. "A"
BENCHMARK BEING THE TOP OF BOLT @ NORTHEAST CORNER OF CONCRETE SLAB ON EAST PORTION OF PROPERTY NEAR OLD LOCATION OF MOBILE OIL WAREHOUSE.

ELEVATION = 102.47'

T.B.M. "B"
BENCHMARK BEING A SET 1/2" IRON PIPE WITH CAP MARKED "KALKOMEY SURVEYING CONTROL POINT", LOCATED ON WEST PORTION OF PROPERTY GENERALLY IN LINE WITH THE EXTENSION OF THE EAST RIGHT-OF-WAY LINE OF 4TH STREET.

ELEVATION = 100.92'

FLOOD PLAIN NOTE
ACCORDING TO THE FEDERAL EMERGENCY MANAGEMENT AGENCY (F.E.M.A.) FLOOD INSURANCE RATE MAP (F.I.R.M.), COMMUNITY NO. 480232, MAP NO. 48157C0245L, FOR FORT BEND COUNTY, TEXAS AND INCORPORATE AREAS, THE ENTIRE SITE LIES WITHIN ZONE "X" WHICH IS DEFINED AS AREAS DETERMINED TO BE OUTSIDE THE 500 YEAR FLOOD PLAIN.



LEGEND

Typical Parking Space: 10' x 22.5'

Stop Bar

Pedestrian Crossing

Roadway Crossing Striping

Traffic Direction Arrow

International Accessible Symbol

Signage

Concrete Wheel Stop

SEE DETAILS AND SIGNAGE ON SHEET 10 OF THIS PLAN SET

0 5 10 20 40 60
SCALE: 1" = 20'

| NO. | DATE | REVISIONS | APP. |
|-----|------|-----------|------|
| | | | |

ROSENBERG DEVELOPMENT CORPORATION
CITY OF ROSENBERG, FORT BEND COUNTY, TEXAS

**AVENUE "F" PARKING LOT
PHASE I**

**PAINT STRIPING
& SIGNAGE**



SCALE: 1"=20' H. DGN. BY: CWK JLB SGK
DATE: FEBRUARY 2016 DWN. BY: DRK
JOB NO. 14575-0001-00 DWG. NO. _____
SUBMITTED: _____ SURV. BY: _____
F.B. NO. _____

INTERIM REVIEW

Not intended for construction, bidding or permit purposes.

Engineer: CRAIG W. KALKOMEY, P.E.
P.E. Serial No.: 105040
Date: FEBRUARY 2016

SHEET NO.
8
OF 12

PROJECT DATA

| | | | | |
|----|------------------------------|---|-----|----------------------------------|
| 60 | Parking Spaces | 2 | C | Stop Signs |
| 3 | HC Parking Spaces | 1 | D E | No Left Turn Signs |
| 1 | Red Painted/Marked Fire Lane | 1 | F G | No Right Turn Signs |
| 4 | 24" Stop Lines | 3 | | HC Parking Signs |
| 6 | 12" Crosswalk Lines | 1 | | HC Parking Van Signs |
| 8 | Traffic Direction Arrows | 3 | | International Accessible Symbols |
| 28 | Concrete Curb Stops | | | |

Executive Session: State law requires that Type B economic development corporations must formally designate their projects by published notice and then must wait sixty (60) days after the published notice to expend funds on the designated projects. A public hearing regarding the projects must also be held during the 60-day waiting period.

Pursuant to said requirements, the requisite public notice regarding the partial reimbursement of a traffic signal at the intersection of Reading Road and Spacek Road was published in the Fort Bend Herald on November 29, 2015, beginning the 60-day waiting period required by state law.

This item has been included on the Agenda to accommodate the required public hearing as advertised in the published notice.

The public hearing was opened by Vice President Scopel at 4:02 p.m. As there were no speakers, the public hearing was closed by Vice President Scopel at 4:04 p.m.

2. (This item was taken out of order after Item 7)
REVIEW AND DISCUSS PRESENTATION REGARDING ACTIVITIES CARRIED OUT BY THE CENTRAL FORT BEND CHAMBER OF COMMERCE FROM REGINA MORALES, PRESIDENT/CEO.
Executive Session: Regina Morales, President/CEO of the Central Fort Bend Chamber will attend the meeting to update the Board on current activities pursued by the Central Fort Bend Chamber.

Key discussion points:

- Randall Malik introduced Regina Morales, President/CEO of the CFBC.
- Regina Morales updated the Board on current activities and the new direction of refocusing on small businesses pursued by the Central Fort Bend Chamber. She explained some of the details of the contract between Central Fort Bend Chamber and RDC. Some of these include an explanation of promotional opportunities in the Membership Directories distributed to all area Chamber members and mailed in relocation and visitor packages. RDC will have a reserved table for three (3) monthly membership luncheons/breakfasts. The RDC logo will also be displayed on the homepage of the Central Fort Bend Chamber's website as a member and will include a link to the RDC website.
- Director Pena suggested working on a future marketing brochure for Rosenberg.

No action was taken.

3. **REVIEW AND DISCUSS PRESENTATION REGARDING AN UPDATE ON THE EXPANDED RICHMOND/ROSENBERG BUS ROUTES FROM PAULETTE SHELTON, DIRECTOR OF FORT BEND TRANSIT.**

Executive Summary: At the November RDC Meeting, the Board requested an update on the expanded Fort Bend Transit bus routes through Richmond and Rosenberg. Paulette Shelton, Fort Bend Transit Director, will attend the meeting to provide an update on the Richmond/Rosenberg Bus Route.

Key discussion points:

- Ms. Shelton updated the Board on the current Fort Bend Transit Routes, in Richmond/Rosenberg.
- Director Garcia inquired about creating more routes for the north side of Rosenberg, because there is only one stop, and the elderly are not able to travel a long distance to the bus stop.
- Ms. Shelton explained that people with disabilities who are unable to walk to the bus stop can call and schedule a pick up.
- Director Moses asked why there have not been any passengers for the Justice Center route.
- Ms. Shelton explained that Fort Bend Transit is in the process of strategizing to understand the reason they are lacking passengers for this route.

No action was taken.

4. **REVIEW AND DISCUSS UPDATE ON THE DESIGN OF THE DOWNTOWN PARKING LOT PROJECT FROM JONES AND CARTER, INC.**

Executive Summary: Craig Kalkomey, Department Manager – Municipal Operations Division of Jones and Carter, Inc., will attend the meeting to provide an update on the design of the Downtown Parking Lot Project.

Key discussion points:

- Randall Malik introduced Craig Kalkomey.
- Craig Kalkomey presented a draft of the design of the Downtown Parking Lot Project to the Board.

No action was taken.

5. **CONSIDERATION OF AND ACTION ON RESOLUTION NO. RDC-100, A RESOLUTION OF THE BOARD OF DIRECTORS OF THE ROSENBERG DEVELOPMENT CORPORATION AMENDING THE FISCAL YEAR 2015-16 ANNUAL BUDGET IN THE AMOUNT OF \$39,304 FOR MARCARIO GARCIA PARK RESTROOM PROJECT.**

Executive Summary: Previously the RDC approved \$150,000 from the RDC Projects Fund for the Marcario Garcia Park Restroom Project (Project). Currently, \$11,010 has been paid on a \$14,000 Professional Services Contract with Jones and Carter, Inc., and \$2,750 is encumbered for demolition costs, leaving \$136,240 remaining in the account. On November 18, 2015, two bids were received and opened for Bid No. 2015-12, with the low bid for the Project of \$175,304. An additional \$39,304 is needed to complete the Project based on the lowest bid proposal.

This budget amendment would provide the additional funds from the RDC Projects Fund line item. Should the RDC choose to appropriate the additional funds for this Project, staff will return present City Council with an item to award Bid No. 2015-12 on a future Agenda.

Key discussion points:

- Randall Malik introduced Darren McCarthy, Parks and Recreation Director.
- Darren McCarthy mentioned that the cost overrun for the Marcario Garcia Park restroom was due to the increased costs of concrete. Mr. McCarthy also indicated that after reviewing the numbers, the total amount needed to complete the project was an additional \$42,054.

Action: Director Pena moved, seconded by Director Moses, to amend the Fiscal Year 2015-16 Annual Budget in the amount of \$42,054.00 for Marcario Garcia Park Restroom Project. The motion carried by a unanimous vote of those present.

6. (This item was taken out of order after Item 1)
HOLD EXECUTIVE SESSION TO DELIBERATE THE POTENTIAL PURCHASE, EXCHANGE, LEASE, OR VALUE OF REAL PROPERTY PURSUANT TO TEXAS GOVERNMENT CODE SECTION 551.072; AND REGARDING ECONOMIC DEVELOPMENT NEGOTIATIONS PURSUANT TO SECTION 551.087 OF THE TEXAS GOVERNMENT CODE.

Regular Session was adjourned for Executive Session at approximately 4:05 p.m.

7. **ADJOURN EXECUTIVE SESSION, RECONVENE REGULAR SESSION, AND TAKE ACTION AS NECESSARY AS A RESULT OF EXECUTIVE SESSION.**

Executive Session: The Executive Session was adjourned and the RDC Board reconvened Regular Session at approximately 4:45 p.m.

No action was taken as a result of Executive Session.

8. (This item was taken out of order after Item 5)
CONSIDERATION OF AND ACTION ON A REPORT FROM THE ROSENBERG DEVELOPMENT CORPORATION EXECUTIVE DIRECTOR REGARDING THE PREVIOUS MONTH'S ECONOMIC DEVELOPMENT ACTIVITIES AND CONTACTS, WHICH INCLUDES UPDATES ON THE FOLLOWING:

- ECONOMIC INDICATORS;**
- BUSINESS RETENTION VISITS;**
- NEW AND EXPANDED BUSINESSES;**
- EXISTING BUSINESSES;**
- ECONOMIC DEVELOPMENT PARTNERSHIP MEETING;**
- TRADE MISSION TO PANAMA; AND,**
- RDC MOWING CONTRACTS.**

Executive Session: This item has been included to provide the Executive Director the opportunity to update the Board on the previous month's activities, contacts and projects.

Key discussion points:

- Randall Malik mentioned that the first quarterly economic development partnership meeting occurred on November 17th. Overall, around forty people attended the meeting.



CITY COUNCIL COMMUNICATION

City Council Joint Meeting

ITEM # 4.

Meeting Date: 02/11/2016

Item Title: Presentation by Coastal Prairie Chapter of the Texas Master Naturalists

Election District: District 2

MUD No.: N/A

ITEM/MOTION

Review and discuss a presentation by the Coastal Prairie Chapter of the Texas Master Naturalists on current activities and projects for Seabourne Creek Nature Park, and the Rosenberg Development Corporation may take action as necessary. (Randall Malik, Executive Director)

EXECUTIVE SUMMARY

Representatives of the Coastal Prairie Chapter of the Texas Master Naturalists will make a presentation regarding improvements to the Seabourne Creek Nature Park.

Reviewed By: N/A

Approved for Submittal: Randall Malik, Executive Director

FISCAL IMPACT

Annualized Dollars: N/A

Budgeted: N/A

Source of Funds:

N/A



CITY COUNCIL COMMUNICATION

City Council Joint Meeting

ITEM # 5.

Meeting Date: 02/11/2016

Item Title: Proposed Amendments to Rosenberg Development Corporation Bylaws

Election District: N/A

MUD No.: N/A

ITEM/MOTION

Review and discuss proposed amendments to the Rosenberg Development Corporation Bylaws, and the Rosenberg Development Corporation may take action as necessary. (Randall Malik, Executive Director)

EXECUTIVE SUMMARY

At the January 14, 2016 RDC Meeting, the Board considered the proposed amendments to the Bylaws as recommended by the RDC Policy Committee. The Board requested additional discussion at the February meeting regarding Article 4.09 as it relates to the oversight structure of the RDC Executive Director and Article 3.03 as it relates to the number of Council members serving on the RDC Board of Directors. The Board further requested that City Attorney Scott Tschirhart review scenarios in which the RDC Executive Director could serve under the RDC Board yet still maintain City of Rosenberg employee benefits.

Currently, the RDC Bylaws and the Administrative Services Agreement with the City indicate that the RDC Executive Director is to be an employee of the City of Rosenberg. Further, Resolution No. RDC-82 (adopted 08-13-13) designates the Economic Development Director of the City of Rosenberg as the Executive Director of the RDC.

Reviewed By: N/A

Approved for Submittal: Randall Malik, Executive Director

FISCAL IMPACT

Annualized Dollars: N/A

Budgeted: N/A

Source of Funds:

N/A

Attachments

Rosenberg Development Corporation Bylaws - Redlined

Resolution No. RDC-82 - 08-13-13

Administrative Services Agreement - 10-01-07

Class Specification Detail - Economic Development Director

Rosenberg Development Corporation Meeting Draft Minute Excerpt - 01-14-16

Rosenberg Development Corporation Policy Committee Meeting Draft Minutes - 11-17-15

BYLAWS OF THE ROSENBERG DEVELOPMENT CORPORATION

These Bylaws govern the affairs of the ROSENBERG DEVELOPMENT CORPORATION (the "Corporation"), a public instrumentality and nonprofit industrial development corporation organized under Article 5190.6 V.T.C.S., the Development Corporation Act of 1979 (the "Act") and governed by Sec. 4B of the Act.

ARTICLE I. PURPOSE

General Purposes

1.01. The Corporation acts on behalf of the City of Rosenberg, Texas in furtherance of the public purposes of the Act and may engage in any project authorized under Sec. 2(10) or Sec. 4B of the Act, with the exception of those projects the primary purpose of which is the financing of business through the granting of loans, which projects the Corporation is specifically prohibited from engaging in.

Powers

1.02. The Corporation has all the powers, both express and implied, granted to corporations governed by Sec. 4B of the Act, with the exception of the limitation noted above.

ARTICLE II. OFFICES

Principal Office

2.01. The principal office of the Corporation in the State of Texas is located at 2110 Fourth Street in Rosenberg, Texas. The Board of Directors may provide for additional offices or change the location of any office with the prior approval of the City Council of the City of Rosenberg.

Registered Office and Agent

2.02. The Corporation shall comply with the requirements of the Act and maintain a registered office and registered agent in the City of Rosenberg, Texas. The registered office may, but need not, be identical with the Corporation's principal office in Texas. The Board of Directors may change the registered office and the registered agent as provided in the Act.

ARTICLE III. BOARD OF DIRECTORS

Management of the Corporation

3.01. The affairs of the Corporation shall be managed by the Board of Directors.

Duties of Directors

3.02. The Board of Directors is required to perform the following duties:

- a. Program. The Board of Directors shall research, develop, and prepare an Economic Development Plan (the Plan) in accordance with policies or directives established by the City Council of the City of Rosenberg. The Board of Directors shall review the Plan at least once a year and submit it to the City Council of the City of Rosenberg for its approval. The Plan shall include:
 1. The short and long-term objectives of the Corporation and how they might be achieved, including specific details of proposed efforts or programs to achieve those goals;

2. Guidelines of how the Corporation proposes to use the tax funds received by the Corporation to achieve its objectives, including any limitations on the use of the funds;
 3. Any other information the City Council of the City of Rosenberg requests in writing be included in the Plan.
- b. Briefings. The President or Executive Director shall appear before the City Council of the City of Rosenberg to brief the City Council of the City of Rosenberg and submit a written Performance Report to the City Council of the City of Rosenberg on activities of the Corporation at least annually and at such other times as requested by the Mayor or three or more members of the City Council of the City of Rosenberg.

Number, Qualifications and Tenure of Directors

3.03. The Board of Directors shall consist of seven (7) members appointed by and who serve at the pleasure of the City Council of the City of Rosenberg, Texas, for two year terms of office or until successors are appointed. Not more than three (3) directors shall be persons who are employees, officers or members of the City Council of the City of Rosenberg, Texas. If an employee, officer or member of the City Council of the City of Rosenberg, Texas who has been appointed as a director shall cease to be an employee, officer or member of the City Council of the City of Rosenberg, Texas such event shall constitute an automatic resignation as a director and such vacancy shall be filled in the manner provided herein. After the expiration of the initial terms of the initial Directors as set forth in the Articles of Incorporation, the terms of four (4) directors shall begin on the first Tuesday in June of each even numbered year and expire on the first Tuesday in June of the next following even numbered year. The terms of three (3) directors shall begin on the first Tuesday in June of each odd numbered year and expire on the first Tuesday in June of the next following odd numbered year. Each director must reside within the City of Rosenberg, Texas and meet the requirements pursuant to the City Charter for City Officers.

Attendance

3.04. Directors should attend all regular called meetings of the Board of Directors. Directors who are regularly absent from meetings of the Board of Directors may be removed from office by the City Council of the City of Rosenberg, Texas.

Vacancies

3.05. A vacancy occurring upon the Board of Directors shall be filled for the unexpired term by appointment by the City Council of the City of Rosenberg, Texas.

Ex-Officio Members

3.06. The City Council of the City of Rosenberg may appoint ex-officio members to the Board of Directors. Ex-officio members shall be given notice of all meetings of the Board of Directors and may participate in discussions at Board meetings, but shall not be entitled to vote. The Board of Directors may recommend individuals to the City Council to serve as ex-officio members. The ex-officio members shall serve at the pleasure of the City Council of the City of Rosenberg and until their successors are appointed.

ARTICLE IV. OFFICERS

Officer Positions

4.01. The officers of the Corporation shall be a president, a vice president, a secretary, and a treasurer, all of whom shall be members of the Board of Directors. These positions shall not be held by Board members that also serve as City employees or City Council Members. The Board of Directors may create additional officer positions, define the authorities and duties of such additional positions and appoint persons to fill such positions. No person may hold more than one such office.

Election and Terms of Officers

4.02. The officers of the Corporation shall be elected annually by the Board of Directors at the regular annual meeting. Each Officer shall hold office until a successor is duly elected and qualified. An Officer may be elected to succeed himself or herself in the same office.

Removal of Officers

4.03. Any officer may be removed by the Board of Directors at any time, with or without good cause. The removal of an officer does not also result in the removal of such person as a director of the Corporation.

Vacancies

4.04. A vacancy in any office may be filled by the Board of Directors for the unexpired portion of the officer's term.

President

4.05. The president shall be the chief executive officer of the Corporation. The president shall supervise and control all of the business and affairs of the Corporation. The president shall preside at all meetings of the Board of Directors. When the execution of any contract or instrument shall have been authorized by the Board of Directors, the president shall execute same except where such power is expressly delegated to another office of the Corporation. The president shall perform other duties prescribed by the Board of Directors and all duties incident to the office of president. The President shall appoint the members of all committees and all committee chairs.

Vice President

4.06. The Vice-President shall perform the duties assigned to him by the Board of Directors. When the president is absent, is unable to act, or refuses to act, the vice president shall perform the duties of the president. When acting in place of the president, the vice president shall have all the powers and duties as the president and be subject to all of the limitations and restrictions placed upon the president.

Secretary

4.07. When the president and vice president are absent, unable to act, or refuse to act, the secretary shall perform the duties of the president. When acting in place of the president, the secretary shall have all the powers and duties as the president and be subject to all of the limitations and restrictions placed upon the president. In addition, the secretary, or his/her designee, shall:

- a. Give all notices as provided in the bylaws or as required by law.
- b. Take minutes of the meetings of the Board of Directors and keep the minutes as part of the corporate records.
- c. Maintain custody of the corporate records, authenticate corporate documents and affix the seal of the Corporation as required.
- d. Keep a register of the mailing address of each director and officer of the Corporation.
- e. Perform duties as assigned by the president or Board of Directors.
- f. Perform all duties incident to the office of secretary.

Treasurer

4.08. When the president, vice president and secretary are absent, unable to act, or refuse to act, the treasurer shall perform the duties of the president. When acting in place of the president, the treasurer shall have all the powers and duties as the president and be subject to all of the limitations and restrictions placed upon the president. In addition, the treasurer, or his/her designee, shall:

- a. Have charge and custody of and be responsible for all funds and securities of the Corporation.
- b. Receive and give receipts for moneys due and payable to the Corporation from any source.
- c. Deposit all moneys in the name of the Corporation in banks, trust companies, or other depositories as provided by these bylaws.
- d. Write checks and disburse funds to discharge obligations of the Corporation.
- e. Maintain the financial books and records of the corporation.
- f. Prepare financial reports at least annually.
- g. Perform other duties as assigned by the Board of Directors.
- h. Perform all duties incident to the office of treasurer.

Executive Director

4.09. The Board of Directors ~~may can appoint an designate a City of Rosenberg employee as the Executive Director to serve as the General Manager and Chief Administrative Officer of the Corporation. The Executive Director will be an employee of the City of Rosenberg and is subject to the supervision of the City Manager.~~ The Executive Director shall perform the duties specifically delegated to him/her by the Board of Directors. ~~Administrative and personnel services, and the specific rules related thereto are delineated in the annual Administrative Services Agreement between the Rosenberg Development Corporation and the City of Rosenberg.~~

The Executive Director designee shall serve at the pleasure of the Board of Directors. The Executive Director shall be responsible for policy and program implementation and the day-to-day operations of the Corporation. The Executive Director will supervise and manage the business affairs of the Corporation. The Executive Director shall be a non-voting, ex-officio member of the Board of Directors and of any other committees created by the Board of Directors. The Executive Director shall compile and submit to the Board of Directors regular reports and recommendations regarding the programs, policies, and business affairs of the Corporation.

ARTICLE V. BOARD COMMITTEES

Committees Authorized

5.01. With the approval of the Board of Directors, the President may appoint persons to serve on standing or ad hoc committees. A committee may include persons who are not Directors of the Corporation. Committees will operate under general rules adopted by the Board of Directors. Committees may be charged with specific duties or authority, but shall not have the authority to:

- a. Amend the Articles of Incorporation; amend, alter, or repeal the Bylaws; or adopt a plan of merger or consolidation with another Corporation.
- b. Authorize the sale, lease, exchange or mortgage of any of the property or assets of the Corporation or commit Corporation funds without the prior approval of the Board of Directors.

- c. Authorize or revoke proceedings for the voluntary dissolution of the Corporation or adopt a plan for the distribution of the assets of the Corporation.
- d. Approve any transaction to which the Corporation is a party, take any action outside the scope of authority delegated to it by the Board of Directors, take final action on a matter that requires the approval of the Board of Directors, take action on any other matters appropriate to the authority of the Board of Directors, or take any action that involves a potential conflict of interest as defined in these Bylaws.

Committee List

5.02. The Economic Development Staff shall keep a list of standing committees and their appointees, along with each members appointment date and a description of each committee's purpose. This list may be revised as deemed necessary by the Board of Directors.

Committee Terms

5.03. The members of each standing committee shall serve until successors are appointed by ~~an~~ ~~incoming~~ ~~the~~ President, unless the Committee is terminated or a member is removed, resigns, or ceases to qualify as a member. Vacancies on committees may be filled in the same manner as the original appointment.

Rules

5.04. Each committee or subcommittee may adopt rules for its own operation consistent with the Bylaws or with rules adopted by the Board of Directors.

5.05. Such committees shall keep regular minutes of their meetings and report the same to the Board of Directors when required.

ARTICLE VI. MEETINGS

Annual Meeting

6.01. The annual meeting of the Board of Directors shall be held during the month of July of each year. The Board of Directors shall designate the time and location of the annual meeting, which shall be held in the principal offices of the Corporation. In accordance with Article IV, the election of officers should be conducted at the regular annual ~~meeting~~[RM1].

Regular Meetings

6.02. The Board of Directors may provide for regular meetings by resolution stating the time and place of such meetings at least four (4) times a year. The meeting shall be held within the City of Rosenberg, Texas, at the principal offices of the Corporation or at such other location as the Board of Directors may designate.

Special Meetings

6.03. Special meetings of the Board of Directors may be called by the Mayor or at the request of the President or any three Directors. A person or persons calling the meeting shall fix the time and location of the meeting, which meeting shall be conducted within the City of Rosenberg, Texas. The person or persons calling a special meeting shall notify the secretary of the Corporation of the information required to be included in the notice of the meeting.

Notice of Meetings

6.04. The Board of Directors shall be considered a "governmental body" within the meaning of Texas

Government Code, Sec. 551.001, and all meetings, notices of meetings, and deliberations shall be called, convened, held, conducted and given in accordance with the provisions of Texas Government Code, Chapter 551 (The Texas Open Meetings Act). In addition to the posting of a meeting notice in accordance with these Bylaws and the Texas Open Meetings Act, a copy of each such meeting notice shall be delivered to each Director not less than seventy two (72) hours before the time of the meeting. The notice shall state the place, date and time of the meeting. A meeting notice shall be deemed delivered to any Director when deposited in the United States mail addressed to the Director at his or her address as it appears on the records of the Corporation. Such additional notice may be waived in writing by a Director at any time either before or after the time of the meeting and such additional notice shall be deemed waived by attendance. In the case of special meetings, notice may be issued to Directors by mail, telephone, fax or in person and shall include who called the meeting and the purpose of the meeting.

Quorum

6.05. Four (4) directors shall constitute a quorum for the transaction of business at any meeting of the Board of Directors. The presence of a director may not be established by proxy. No business shall be conducted, nor shall any action be taken by the Board of Directors in the absence of a quorum.

Duties of Directors

6.06. Directors shall exercise ordinary business judgment in managing the affairs of the Corporation. In acting in their official capacity as Directors of the Corporation, Directors shall act in good faith and take actions they reasonably believe to be in the best interests of the Corporation and which are not unlawful and shall refrain from actions not in the best interest of the Corporation or which would be unlawful. A Director shall not be liable if, in the exercise of ordinary care, the Director acts in good faith relying on written financial and legal statements provided by an accountant or attorney retained by the Corporation.

Actions of Board of Directors

6.07. ~~The Board of Directors shall try to act by consensus. However,~~ the vote of a majority of directors present at a meeting at which a quorum is present shall be sufficient to constitute the act of the Board of Directors.

Proxy Voting Prohibited

6.08. A Director may not vote by proxy.

Removal of Directors

6.09. The Board of Directors and each member thereof serves at the pleasure of the City Council of the City of Rosenberg, Texas, which may remove any director at any time, either with or without good cause.

ARTICLE VII. TRANSACTIONS AND ADMINISTRATION OF THE CORPORATION

Fiscal Year

7.01. The fiscal year of the Corporation shall run concurrently with the fiscal year of the City of Rosenberg.

Accounts to be Administered by City

7.02. The Corporation shall contract with the City of Rosenberg for the administration of its accounts, expenditures, deposits, investment of funds and accounts in accordance with the Corporation's adopted investment policy, and other financial services for the Corporation as outlined in the Administrative Services Agreement between the Rosenberg Development Corporation and the City of Rosenberg. The Board of Directors shall designate the accounts and depositories to be created and designated for such purposes, and the methods of withdrawal of funds there from for use by and for the purposes of the Corporation upon two (2)

signatures, with the Executive Director and Director of Finance or his/her designee, and the RDC Board Treasurer as authorized signatories of said accounts.

7.03. The Corporation shall adopt an Investment Policy ("Policy") as required by State Law and shall invest its funds in accordance with the adopted Policy. The Policy shall be reviewed/updated on a yearly basis.

Checks and Drafts

7.04. All checks, drafts, or orders for the payment of money, notes, or other evidences of indebtedness over \$5,000 issued in the name of the Corporation shall be signed or bear the facsimile of three (3) signatures, with the Executive Director, Director of Finance or his/her designee, ~~and two (2) Directors of the Corporation and the President of the Corporation or his or her designee~~ as authorized signatories, who shall be specifically designated by the Board.

Budget

7.05. At least ~~ninety-sixty~~ (690) days prior to the commencement of each fiscal year of the Corporation, the Board of Directors shall adopt a proposed budget of expected revenues and proposed expenditures of the next ensuing fiscal year. The budget shall contain such classifications and shall be in such forms as may be prescribed by the City Council of the City of Rosenberg. The Corporation's budget shall not be effective until the same has been approved by the City Council of the City of Rosenberg.

Audits

7.06. The Corporation shall cause its books, records, accounts, and financial statements, and all other activities for the previous fiscal year to be audited at least once each fiscal year by an outside independent certified public accounting firm approved by the City Council of the City of Rosenberg. Any such audit shall be performed in accordance with generally accepted auditing procedures (GAAP) and shall include a written management letter which details suggested management controls and operating efficiencies. The management letter shall include recommendations for improving cost reductions and safeguarding assets. Each audit shall be prepared and submitted annually to the City Council of the City of Rosenberg, Texas, for approval.

Limitations on Expenditures

7.07. Before expending funds to undertake a project, the Corporation shall hold at least one public hearing on the proposed project. The Board of Directors shall provide written notification in advance to the City Council of the date, time, location of the public hearing, as well as a description of the project(s).

7.08. Expenditures shall not be limited except to the extent and categories as may be permitted under the laws of the State of Texas. It is the intent of the Rosenberg Development Corporation to use its resources and assets to the maximum extent as shall be permitted under the laws of the State of Texas, however no more than ten percent (10%) of the annual budget of the Rosenberg Development Corporation is to be allocated to administration and it further being the intent of the Rosenberg Development Corporation to impose upon itself no other restrictions except those as may be specified by law.

Contracts

7.09. The Board of Directors by official action may authorize any officer or agent of the Corporation to enter into a contract or execute and deliver any instrument in the name of or on behalf of the Corporation. This authority may be limited to a specific contract or instrument or it may extend to any number and type of possible contracts and instruments. ~~The Corporation shall follow and be bound by the same purchasing and contracting provisions of State law, including the provisions on competitive bidding, that are applicable to the City of Rosenberg.~~

7.10. The Corporation may contract with any qualified and appropriate person, association,

corporation or governmental entity, including the City of Rosenberg, to perform and discharge designated tasks which will aid or assist the Board in the performance of its duties. However, no such contract shall ever be approved or entered into which seeks or attempts to divest the Board of Directors or its discretion and policy-making functions in discharging the duties herein set forth.

Gifts

7.11. The Board of Directors may accept on behalf of the Corporation any gift or bequest. Special funds shall include all funds from government contracts, grants, and gifts designated by a donor for special purposes. All other funds shall be general funds.

Seal

7.12. The Board of Directors shall provide for a corporate seal.

Potential Conflicts of Interest

7.13. ~~The members of the Board of Directors are local public officials within the meaning of the Texas Government Code Chapter 171. In transactions with the Corporation, Directors shall follow and be bound by the requirements and limitations of Chapter 171 of the Local Government Code, as amended.~~ If a director has a substantial interest in a business entity or real property which is the subject of deliberation by the Board of Directors, the director shall file an affidavit with the secretary of the corporation stating the nature and extent of the interest. Such affidavit shall be filed prior to any vote or decision upon the matter. The Corporation shall not make a loan to a Director, Officer or employee of the Corporation or to an Officer or employee of the City of Rosenberg. Any Director may bring to the Board's attention any apparent or potential conflict of interest of any other Director in any transaction or matter coming before the Board of Directors for a decision. The Board of Directors shall make a determination on whether the Director has a conflict of interest before voting on the transaction or matter. The Director alleged to have the conflict of interest shall not vote on the determination of whether the conflict of interest exists. A Director who has a conflict of interest in a matter before the Board of Directors shall leave the room during any discussion and vote on that matter. This paragraph shall also apply to members of committees.

Bonds

7.14. Any bonds issued by the Corporation shall be in accordance with the Act and shall not be issued until approved by the City Council of the City of Rosenberg and by the bond counsel and financial advisers of the City of Rosenberg or the Corporation.

ARTICLE VIII. BOOKS, RECORDS AND AUDITS

Required Books and Records

8.01. The Corporation shall keep correct and complete books and records of account. The Corporation's books and records shall include:

- a. A file endorsed copy of all documents filed with the Texas Secretary of State relating to the Corporation, including, but not limited to, the articles of incorporation, any articles of amendment, restated articles, articles of merger, articles of consolidation, and statement of change of registered office or agent.
- b. A copy of the bylaws, and any amended versions or amendments to the bylaws.
- c. Minutes of the proceedings of the Board of Directors.
- d. A list of names and addresses of the directors and officers of the Corporation.
- e. A financial statement showing the assets, liabilities, and net worth of the Corporation at the

end of the three most recent fiscal years.

- f. A financial statement showing the income and expenses of the Corporation for the three most recent fiscal years.
- g. All rulings, letters, and other documents relating to the Corporation's federal, state and local tax status.
- h. The Corporation's federal, state and local information or income tax returns for each of the Corporation's three most recent tax years.

Records Open to Public

8.02. The Corporation shall be considered a "governmental body" within the meaning of Texas Government Code, Sec. 552.003 and all records of the corporation shall be made available to the public for inspection or reproduction in accordance with the requirements of Texas Government Code, Chapter 552 (The Texas Open Records Act).

Audits

8.03. The City Council of the City of Rosenberg, Texas may at any time require an independent audit of the Corporation's books to be conducted.

Inspections

8.04. Any member of the City Council of the City of Rosenberg, Director or Officer of the Corporation may inspect and receive copies of all books and records of the Corporation required to be kept by the Bylaws.

ARTICLE IX. YEARLY REVIEW OF BYLAWS

9.01. The bylaws shall be reviewed yearly, and revisions recommended as necessary for consideration by the Board and any applicable committees.

ARTICLE X. AMENDMENTS TO BYLAWS OR ARTICLES OF INCORPORATION

10.01. The bylaws may be altered, amended, or repealed by the Board of Directors with the consent of the City Council of the City of Rosenberg, Texas.

10.02. The Articles of Incorporation may at any time and from time to time be amended as provided in the Act so as to make any changes therein and add any provisions thereto which might have been included in the Articles of Incorporation in the first instance. Any such amendment shall be affected in either of the following manners: (i) the members of the Board of Directors of the Corporation shall file with the City Council of the City of Rosenberg a written application requesting approval of the amendments to the Articles of Incorporation, specifying in such application the amendments proposed to be made, such governing body shall consider such application and, if it shall by appropriate resolution duly find and determine that it is advisable that the proposed amendments be made and shall approve the form of the proposed amendments, then the Board of Directors of the Corporation may amend the Articles of Incorporation by adopting such amendments at a meeting of the board of directors and delivering articles of amendment to the Secretary of State, or (ii) Council may, at its sole discretion, and at any time, amend the Articles of Incorporation, and alter or change the structure, organization, programs or activities of the Corporation, or terminate or dissolve the Corporation (subject to the provisions of the Act, and subject to any limitation provided by the constitutions and laws of the State of Texas and the United States of America on the impairment of contracts entered into by the Corporation) by written resolution adopting the amendment to the Articles of Incorporation of the Corporation or articles of dissolution at a meeting of the City Council of the City of Rosenberg and delivering articles of amendment or dissolution to the Secretary of State, as provided in the Act. Restated Articles of Incorporation may be filed with the Secretary of State as provided in the Act.

ARTICLE XI. INDEMNIFICATION AND INSURANCE

Corporation to Indemnify

11.01. The Corporation shall indemnify any Director or Officer or former Director or Officer of the Corporation for expenses and costs (including attorney's fees) actually and necessarily incurred by the Officer or Director in connection with any claim asserted against the Officer or Director by action in court or otherwise by reason of the person being or having been a Director or Officer, except in relation to matters as to which the person shall have been guilty of negligence or misconduct in respect of the matter in which indemnity is sought.

Corporation May Provide Insurance

11.02. The Corporation may purchase and maintain insurance on behalf of any person who is or was a Director, Officer, employee, or agent of the Corporation to insure such person against any liability asserted against the person by reason of the person being or having been a Director, Officer, employee, or agent of the Corporation. The premiums for the insurance shall be paid for by the Corporation.

ARTICLE XII. PARLIAMENTARY AUTHORITY

12.01. Robert's Rules of Order, Newly Revised, shall be the parliamentary authority for all matters of procedure not specifically covered by the Bylaws or any specific rules of procedure adopted by the Board of Directors.

ARTICLE XIII. DISSOLUTION OF THE CORPORATION

13.01. The Corporation is a non-profit Corporation. Upon dissolution, all of the Corporation's assets shall be conveyed to the City of Rosenberg.

ARTICLE XIV. MISCELLANEOUS PROVISIONS

Legal Authorities Governing Construction of Bylaws

14.01. The bylaws shall be construed in accordance with the laws of the State of Texas. All references in the bylaws to statutes, regulations, or other sources of legal authority shall refer to the authorities cited, or their successors, as they may be amended. It is expressly provided that the provisions of the Development Corporation Act of 1979 applicable to corporations governed under Sec. 4B of that Act are incorporated within these bylaws by reference. In the event of any conflict between the applicable provisions of such Act shall control.

Legal Construction

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

Headings

14.03. The headings used in the bylaws are used for convenience and shall not be considered in construing the terms of the bylaws.

Parties Bound

14.04. The Bylaws shall be binding upon and inure to the benefit of the directors, officers and agents of the Corporation and their respective heirs, executors, administrators, legal representatives, successors and assigns except as otherwise provided in the Bylaws.

Effective Date

14.05. These Bylaws, and any subsequent amendments hereto, shall be effective of and from the date upon which approval has been given both by the Board of Directors and the City Council of the City of Rosenberg, Texas.

CERTIFICATE OF SECRETARY

This is to certify that the foregoing is a true and correct copy of the Bylaws of the Corporation and that such Bylaws were duly amended by the Board of Directors of the Corporation on the date set forth below.

Adopted by the Board of Directors on _____ day of _____, 20_____.

(SEAL)

ATTEST: _____
SECRETARY of the Corporation

Amended Bylaws approved by City of Rosenberg by motion, adopted by City Council of the City of Rosenberg on the ____ day of _____, 20_____.

(SEAL)

ATTEST: _____
CITY SECRETARY, Linda Cernosek

- Section 7.06 amended August 9, 1999
- Section 4.09 amended March 1, 2005
- Sections 4.08-.09; 5.02-.05; 6.01; 7.02-7.14; 9.01; 10.01-10.02; 11.01-11.02; 12.01; 13.01; 14.01-14.05 amended September 18, 2007
- Sections 3.06, 4.01, 7.07, 7.09, 7.12 amended May 15, 2012

RESOLUTION NO. RDC-82

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE ROSENBERG DEVELOPMENT CORPORATION DESIGNATING THE ECONOMIC DEVELOPMENT DIRECTOR FOR THE CITY OF ROSENBERG AS THE EXECUTIVE DIRECTOR OF THE ROSENBERG DEVELOPMENT CORPORATION.

* * * * *

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

Section 1. The Rosenberg Development Corporation does hereby designate the Economic Development Director for the City of Rosenberg as the Executive Director for the Rosenberg Development Corporation.

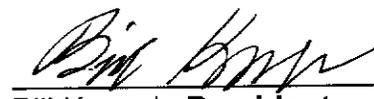
PASSED, APPROVED, AND RESOLVED on this 13th day of August 2013.

ATTEST:



Linda Cernosek, City Secretary

Rosenberg Development Corporation



Bill Knesek, President



THE STATE OF TEXAS §
COUNTY OF FORT BEND §

**ADMINISTRATIVE SERVICES AGREEMENT BETWEEN
THE ROSENBERG DEVELOPMENT CORPORATION
AND THE CITY OF ROSENBERG**

This Agreement is entered into by and between the **Rosenberg Development Corporation** (hereinafter referred to as the "**RDC**" and) the **City of Rosenberg, Texas** (hereinafter referred to as the "**CITY**").

WHEREAS, the RDC and CITY wish to aid, and cooperate with each other in coordinating certain functions and services including administrative services for the effective, efficient operation of the RDC; and

WHEREAS, it is in the best interests of the CITY to cooperate with the RDC in that the RDC is a public **instrumentality** acting on behalf of the CITY in furtherance of the public purposes of the Development Corporation Act of 1979, Article 5190.6 V.T.C.S.; and

WHEREAS, the governing body of CITY has duly authorized this agreement; and

WHEREAS, the governing body of RDC has duly authorized this agreement;

NOW THEREFORE, in consideration of the foregoing and further consideration of the mutual promises, covenants and conditions herein CITY and RDC hereby agree as follows:

Use of City Facilities

1. The CITY will agree to allow the RDC to use the City Council Chamber and Mayor/Council Office, Civic Center, and conference rooms without fee, but only if it does not conflict with any other scheduled event/activity. Adequate office space for RDC daily operations, utilities and common space (restrooms, break rooms and storage) will be provided by the City. Utilities include telephone service and hardware, internet connections, and shared building utilities. Also, the CITY agrees to allow the RDC to post notices for public hearings, special and/or regular meetings, and/or workshops.

2. The CITY agrees to share a Post Office box and a box at City Hall for receipt of mail to the RDC and to disseminate any and all mail to the RDC's box at City Hall without charge.

Services to be Provided

3. The CITY agrees to provide the following services to the RDC pursuant to the City Manager's direction and approval, and such employees furnishing said services are to be considered at all times to be employees of the CITY.

- a. Economic Development Director Services
 - 1. Develop and implement strategies for the retention, expansion, and recruitment of business enterprises.
 - 2. Provide administrative services as required by the RDC.
 - 3. Perform services related to the office of Executive Director of the RDC.
 - 4. Perform all services related to State of Texas requirements for Economic Development Corporation's reporting. Maintain all public documents and records of the Corporation.

- b. Assistant Economic Development Director Services
 - 1. Assist the Economic Development Director in the day-to-day operation of the RDC and the development and implementation of sound, fact-based economic development strategies to retain, expand and recruit business enterprises.

- c. Finance and Accounting
 - 1. Payment of any and all bills submitted by the RDC within RDC budgetary and bylaw requirements. The City accepts no responsibility for the legitimacy of bills submitted. Receive, manage and invest RDC funds in accordance with the adopted RDC Investment Policy.
 - 2. Maintenance of accounting records, including but not limited to general ledger, income and expense accounts and balance sheet.
 - 3. Allowance for the RDC to retain City auditors. If City auditors are retained, RDC shall reimburse the City for applicable RDC audit costs.

4. Processing and preparation of annual budget, including monthly budget reports.

c. Other Services

1. The RDC may request other needed services from the CITY such as, but not limited to, those services to be provided by the City Attorney, City Engineer, City Secretary, Personnel Department, Director of Marketing and Public Affairs, Planning and Engineering Director, and the RDC Executive Director and applicable support staff (Administrative Assistant, Secretary).
2. The City shall provide general legal services to the Corporation, including advice, the review and preparation of resolutions, general contracts, and other legal documents or records for the Corporation. Legal services provided in regard to RDC Capital Improvement Projects (CIPs) will be charged to the individual project. The obligation of the City to provide legal services to the Corporation shall not include the duty to defend any claim or lawsuit made against the Corporation or its directors.
3. Capital Improvement Project Management Fee: For projects funded by the RDC, the RDC will pay to the City a CIP Management Fee for managing the authorized projects to completion. The Fee will be 5% of the total project cost. Project fees will be budgeted on a per-project basis and will be separate line items in the RDC's Project Fund budget for each applicable project. Management Fees will be reimbursed to the City proportional to the payment of project invoices on an annual basis.

Compensation

4. In consideration for the services, equipment, buildings, and related costs provided by the CITY for the benefit of the RDC, the RDC agrees to reimburse the CITY based on the attached summary of approved expenses. For FY 08, the approved amount is \$226, 788.00

- a. Quarterly payments to the CITY by the RDC shall be made as expediently as possible upon invoice after the following dates:

December 31, 2007

March 31, 2008

June 30, 2008

September 30, 2008

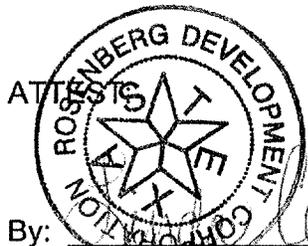
- b. Should the payment amount due on September 30, 2008, cause the total RDC Administrative budget to exceed 10% of the annual budget, the payment amount shall be adjusted to conform to the 10% cap on expenditures for administration.
- c. Compensation expenses will be reviewed concurrently with the establishment of the annual budget, and if there are any changes, a new attachment of the summary of anticipated expenses will be provided. The administrative personnel portion of the Administrative fees will be reconciled to the actual personnel costs paid.

Period of Duration

5. This agreement will have no force or effect until duly executed by all parties hereto and will terminate at **12:01 a.m. on October 1, 2008**, and thereafter automatically renewed annually for each succeeding year. The RDC and the CITY may cancel this agreement at any time upon thirty (30) days written notice to the other party to this agreement. The obligations of the RDC, including its obligation to pay the CITY for all costs incurred under this agreement prior to such notice, shall survive such cancellation, as well as any other obligation incurred under this agreement, until performed or discharged by the RDC.

Execution

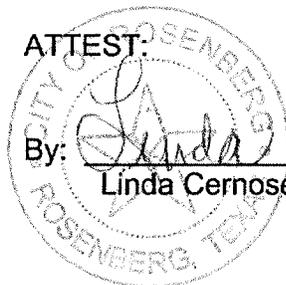
Executed, in duplicate originals, by the CITY on the 18th day of September, 2007, and by the RDC on the 19th day of September, 2007, at Rosenberg, Fort Bend County, Texas to be effective on **October 1, 2007.**



By: *Linda Cernosek*
Linda Cernosek, City Secretary

ROSENBERG DEVELOPMENT CORPORATION

By: *Bill Knesek*
Bill Knesek, RDC Board President



By: *Linda Cernosek*
Linda Cernosek, City Secretary

CITY OF ROSENBERG

By: *Joe M. Gurecky*
Joe M. Gurecky, Mayor

Summary of Approved Expenses

**City of Rosenberg
Calculation of Administrative Fees for
Rosenberg Development Corporation
FY 2008 BUDGET**

| | |
|---|----------------------------|
| Administration, Finance, and Accounting | \$210,088.00 |
| City Manager/Executive Director | |
| Secretary | |
| Administrative Assistant | |
| Economic Development Director | |
| Assistant Economic Development Director | |
| Director of Finance and Administration | |
| Finance Manager | |
| Finance Analyst | |
| Payroll Clerk | |
| A/P Clerk | |
| City Secretary | |
| Director of Planning and Engineering | |
| Director of Marketing and Public Affairs | |
| Legal Counsel (except project specific costs, which will be billed to each project) | |
| Audit Services | \$4,500.00 |
| Other Services | \$12,200.00 |
| Use of City Facilities including meeting space | |
| Copiers, Telephone, IT, Utilities | |
| Total FY 08 | <u>\$226,788.00</u> |

**CITY OF ROSENBERG, TX
CLASS SPECIFICATION**

Director

| |
|---------------------------|
| <u>FLSA STATUS</u> |
| Exempt |

| |
|---|
| <u>CLASS SUMMARY:</u> |
| This is the second level in a five level Management Series. Directors apply management principles with critical impact on citizens and the organization. Incumbents exercise strategic and visionary thinking having organization-wide application and impact; develop and implement programs critical to the City; and exercise control and supervision of an assigned department and significant resources. Responsibility within the organization is comprised of a designated department. Positions will usually have responsibility for program outcomes across a designated department as assigned. Incumbents supervise staff including conducting performance evaluations, coordinating training; and implementing hiring, discipline and termination procedures. |

| <u>ESSENTIAL DUTIES:</u> | <u>PERCENT OF TIME</u> |
|---|-------------------------------|
| This class specification represents only the core areas of responsibilities; specific position assignments will vary depending on the needs of the department. | |
| Supervises staff to include: prioritizing and assigning work; conducting performance evaluations; ensuring staff is trained; ensuring that employees follow policies and procedures; maintaining a healthy and safe working environment; and, making hiring, termination, and disciplinary recommendations. | Daily 20% |
| Manages the operations of an assigned department and associated resources and ensures operational readiness; establishes plans, controls and strategies; and monitors and ensures operational compliance with applicable regulations, laws, standards and organizational policy. | Daily 20% |
| Reviews issues; gathers information and analyzes data; and oversees the preparation, maintenance and distribution of records, information, contract documentation, correspondence and/or reporting in accordance with legal requirements or established standards. | Weekly 20% |
| Serves as liaison with internal departments, external service providers and with the community; promotes partnership and public relations efforts; oversees the delivery of information through social media or other methods and/or education to the community; and provides coordination and responses to inquiries and requests. | Weekly 10% |
| Reviews, recommends, develops and implements policies and procedures in response to legislative change, process improvement, and/or organizational needs; provides policy interpretation and consultative advice to internal and external customers. | Monthly 10% |
| Reviews equipment needs and purchases equipment; may assist with Request For Proposal and bid review process. | Monthly 5% |

**CITY OF ROSENBERG, TX
CLASS SPECIFICATION**

Director

| <u>ESSENTIAL DUTIES:</u> This class specification represents only the core areas of responsibilities; specific position assignments will vary depending on the needs of the department. | <u>PERCENT OF TIME</u> |
|---|-------------------------------|
| Monitors, analyzes and prepares budget reporting and financial data for the department; plans for departmental growth and development; reviews trends and budget requests; provides forecasting and resource estimates; and assists in administering assigned budget. | Monthly 5% |
| Performs other duties of a similar nature and level as assigned. | As Required |

POSITION SPECIFIC RESPONSIBILITIES MIGHT INCLUDE:

Positions assigned to City Secretary may be responsible for:

- Serving as Records Management Officer for the City;
- Overseeing and/or responding to public information requests;
- Approving record authorization for destruction and storage;
- Preparing City Council meeting minutes and preparing them for approval and recording;
- Coordinating and administering City elections.

Positions assigned to Community Development and Planning may be responsible for:

- Coordinating and providing oversight of construction plan review process, permit approvals and related inspections;
- Reviewing construction ordinances and recommending changes to City Council.

Positions assigned to Economic Development may be responsible for:

- Managing operations and implementing policy and programs for the Rosenberg Development Corporation;
- Meeting with representatives of prospective companies looking to locate in Rosenberg;
- Identifying company needs and determining property availability and matching criteria;
- Negotiating incentives with prospective companies or existing companies looking to expand.

Positions assigned to Fire may be responsible for:

- Overseeing and coordinating the repair and maintenance of the facility and major equipment;
- Purchasing equipment to maintain operational readiness;
- Providing steering committee support for the operation of the regional Technical Rescue and Hazardous Materials Team.

Positions assigned to Human Resources may be responsible for:

- Participating in employee recruitment and selection processes;
- Consulting with leaders and providing oversight of performance assessment and performance management processes;
- Interpreting policy and reviewing legal requirements in order to provide information and advice to leaders;
- Analyzing and evaluating worker's compensation data and recommending corrective action plans or training programs.

**CITY OF ROSENBERG, TX
CLASS SPECIFICATION**

Director

POSITION SPECIFIC RESPONSIBILITIES MIGHT INCLUDE:

Positions assigned to Parks may be responsible for:

- Managing the design, construction, maintenance and operation of City Park facilities, recreation programs and special events;
- Overseeing inspections to ensure the safety and integrity of playground and park equipment;
- Evaluating and identifying community growth and park needs.

Positions assigned to Police may be responsible for:

- Managing and providing oversight of operations to assure public protection, due process of law, and general peace and order in the community;
- Providing high level managerial assistance to the Police Chief in administering the department;
- Analyzing crime reports to determine trends and provide resources in the community as required;
- Overseeing investigative programs and controls to reduce criminal activity.

Positions assigned to Public Works may be responsible for:

- Overseeing and assisting in the design of major construction and repairs to City streets and drainage systems;
- Assisting in preparation of capital improvement budget requests.

Positions assigned to Technology may be responsible for:

- Providing overall systems administration of City WAN, LAN and server systems;
- Managing technology resources including the provision of data security, access and controls;
- Providing technology disaster recovery and emergency management planning;
- Ensuring the backup and maintenance of all system files and libraries.

Positions assigned to Utilities may be responsible for:

- Assisting in the review of plans and specifications for City projects, major construction and new subdivisions;
- Overseeing the wastewater treatment plant operations and monitoring the environmental contract for permit compliance;
- Managing and providing oversight of the AMR Fixed Base Meter Reading System for the City;
- Managing and overseeing the water reuse project and operating process;
- Overseeing the operation and maintenance of City water plants, lift stations, booster station and SCADA.

TRAINING AND EXPERIENCE:

Bachelor's Degree and five years of experience related to area of assignment including three years of supervisory experience; or, an equivalent combination of education and experience sufficient to successfully perform the essential duties of the job such as those listed above.

**CITY OF ROSENBERG, TX
CLASS SPECIFICATION**

Director

LICENSING/CERTIFICATIONS:

Some positions may require specialized certifications based upon assignment.

- Valid Texas Driver's License;
- Incident Management Certificate;
- Driver Operator Certificate;
- Certified Parks & Recreation Professional Certificate;
- Groundwater C Operator License issued by the Texas Commission on Environmental Quality (TCEQ);
- Class III Wastewater Collection License issued by TCEQ;
- Class B Wastewater Treatment Plant Operator Certificate issued by TCEQ.

KNOWLEDGE OF:

- Applicable Federal, state and local laws, codes, regulations and/or ordinances;
- Managerial principles, practices and techniques;
- Applicable equipment, systems, operations, principles, standards and methods of area of assignment;
- Financial management and budgeting principles;
- Forecasting and planning principles;
- Customer service principles;
- Records management principles;
- Inventory maintenance practices;
- Specialized equipment relevant to area of assignment;
- Modern office equipment.

CITY OF ROSENBERG, TX

CLASS SPECIFICATION

Director

SKILL IN:

- Interpreting and applying applicable laws, codes, regulations and standards;
- Managing, monitoring, training and evaluating staff;
- Providing direction and assigning goals and objectives;
- Establishing plans, controls and strategies;
- Overseeing and directing operations and monitoring processes;
- Ensuring operational and procedural compliance with policy, laws, codes and regulations;
- Reviewing issues and analyzing related data;
- Providing oversight of the preparation, maintenance and distribution of departmental information;
- Serving as a departmental liaison providing information, policy interpretation and technical advice to customers;
- Reviewing, recommending and implementing policies and procedures in response to legislative changes or business process improvement;
- Reviewing equipment needs and purchasing or allocating resources for needs;
- Monitoring, analyzing and preparing financial data and reports;
- Reviewing trends and planning for resource needs;
- Preparing forecasts and estimates;
- Assisting in administering assigned budget;
- Utilizing a computer and relevant software applications;
- Utilizing communication and interpersonal skills as applied to interaction with coworkers, supervisor, the general public, and others to sufficiently exchange or convey information and to receive work direction.

ADA AND OTHER REQUIREMENTS:

Positions in this class typically require: stooping, kneeling, crouching, reaching, standing, walking, pushing, pulling, lifting, fingering, grasping, feeling, talking, hearing, seeing and repetitive motions.

Light Work: Exerting up to 20 pounds of force occasionally, and/or up to 10 pounds of force frequently, and/or negligible amount of force constantly to move objects. If the use of arm and/or leg controls requires exertion of forces greater than that for Sedentary Work and the worker sits most of the time, the job is rated for Light Work.

Incumbents may be subjected to moving mechanical parts, electrical currents, vibrations, fumes, odors, dusts, gases, poor ventilation, chemicals, oils, extreme temperatures, inadequate lighting, work space restrictions, travel and environmental conditions such as disruptive people, imminent danger or a threatening environment.

**CITY OF ROSENBERG, TX
CLASS SPECIFICATION**

Director

NOTE:

The above job description is intended to represent only the key areas of responsibilities; specific position assignments will vary depending on the business needs of the department.

CLASS HISTORY INFORMATION:

Draft prepared by Gallagher Benefit Services (BS)

Date: (6/15)

- President Kneseck recommended to the Board that the RDC fund and have constructed a building to house RDC staff. The concept discussed included a building concept on blocks including approximately 1,920 square feet with an additional 500 square feet of porch area (simple rectangular shape) with offsite parking and landscaping, for approximately \$250,000 with minimal upgrades. The cost would run around \$300,000 with additional upgrades.
- President Kneseck stated the RDC should own the building rather than leasing. He wants to project a positive image and identity for the RDC.
- Scott Tschirhart, City Attorney, suggested the Brazos Town Center police substation is not being used that often and that area might also be a consideration.
- Some of the directors had alternate suggestions and wanted to explore other options.
- President Kneseck recommended appointing a Property Search Committee consisting of Directors Pena, Moses, and Scopel to find a location and report back to the RDC Board at the meeting in February or March 2016.

Action: Director Garcia moved, seconded by Director Pena, to appoint a Property Search Committee consisting of Directors Pena, Moses, and Scopel to find a possible location for a proposed RDC building site and present findings to the RDC at the February or March 2016 Regular Meeting. The motion passed by a unanimous vote.

6. **CONSIDERATION OF AND ACTION ON PROPOSED AMENDMENTS TO THE ROSENBERG DEVELOPMENT CORPORATION BYLAWS.**

Executive Session: The RDC Policy Committee met on November 17, 2015, to review the RDC bylaws. Attached is a red-lined copy of each of the recommended changes proposed by the Policy Committee.

City Attorney Scott Tschirhart has reviewed the potential changes to the bylaws and will attend the meeting to discuss the bylaws with the Board. All proposed bylaw changes will also need to be taken to the City Council for approval.

Key discussion points:

- The following revisions to the current bylaws were recommended:
 - **1.01 Article I. Purpose; General Purpose – 1.01:** Randall Malik recommended that since the RDC does not have any plans to issue loans, that the Board keep the current bylaw language should remain as originally written for Article 1.01 and 1.02. It was further stated that this section should be reviewed during the annual bylaw review next year.

1.01 The Corporation acts on behalf of the City of Rosenberg, Texas in furtherance of the public purposes of the Act and may engage in any project authorized under Sec. 2(10) or Sec. 4B of the Act, with the exception of those projects the primary purpose of which is the financing of business through the granting of loans, which projects the Corporation is specifically prohibited from engaging in.
 - **1.02. Powers** *The Corporation has all the powers, both express and implied, granted to corporations governed by Sec. 4B of the Act, with the exception of the limitation noted above.*
- Director Garcia questioned **3.03 Number, Qualifications and Tenure of Directors:** *“Not more than three (3) directors shall be persons who are employees, officers or members of the City Council of the City of Rosenberg, Texas.”* Scott Tschirhart, City Attorney, clarified that the Council, if they wish, can appoint one, two, or three – they do not have to appoint three directors that fit in this category.
 - **4.09. Executive Director** *The Board of Directors ~~may can appoint an designate a City of Rosenberg employee as the~~ Executive Director to serve as the General Manager and Chief Administrative Officer of the Corporation. ~~The Executive Director will be an employee of the City of Rosenberg and is subject to the supervision of the City Manager.~~ The Executive Director shall perform the duties specifically delegated to him/her by the Board of Directors. ~~Administrative and personnel services, and the specific rules related thereto are delineated in the annual Administrative Services Agreement between the Rosenberg Development Corporation and the City of Rosenberg.~~*
- President Kneseck stated he would like to see the Executive Director designee serve at the pleasure of the Board of Directors, and not under the City Manager; however, he does not want the Executive Director to lose any City benefits. He feels that the City Managers in the past have assigned other departments and responsibilities to the Executive Director. He feels the Director should only serve at the pleasure of the RDC. Scott Tschirhart, City Attorney, will review the City Charter for conflicts and will put this on a future Council Workshop Agenda to discuss with the

entire City Council. President Kneseck requested that Mr. Tschirhart report his findings to the RDC Board at the February RDC Meeting.

- 5.03 *Committee Terms*, delete the words: “an incoming”.
- **Article VI. Meetings. Annual Meeting** will read as follows:
- ⊖ 6.01 *The annual meeting of the Board of Directors shall be held during the month of July of each year. The Board of Directors shall designate the time and location of the annual meeting, which shall be held in the principal offices of the Corporation. In accordance with Article IV, the election of officers should be conducted at the regular annual meeting.*
- 6.07. **Actions of the Board of Directors** ~~The Board of Directors shall try to act by consensus. However, The~~ vote of a majority of directors present at a meeting at which a quorum is present shall be sufficient to constitute the act of the Board.
- 7.04 **Checks and Drafts** shall read:
- 7.04. All checks, drafts, or orders for the payment of money, notes, or other evidences of indebtedness over \$5,000 issued in the name of the Corporation shall be signed or bear the facsimile of three (3) signatures, with the Executive Director, Director of Finance or his/her designee, ~~and two (2) Directors of the Corporation and the President of the Corporation or his or her designee~~ as authorized signatories, who shall be specifically designated by the Board.
- 7.05. **Budget** At least ~~ninety-sixty (90)~~ (60) days prior to the commencement of each fiscal year of the Corporation, the Board of Directors shall adopt a proposed budget of expected revenues and proposed expenditures of the next ensuing fiscal year. The budget shall contain such classifications and shall be in such forms as may be prescribed by the City Council of the City of Rosenberg. The Corporation’s budget shall not be effective until the same has been approved by the City Council of the City of Rosenberg.
- ⊖ 7.09. **Contracts** The Board of Directors by official action may authorize any officer or agent of the Corporation to enter into a contract or execute and deliver any instrument in the name of or on behalf of the Corporation. This authority may be limited to a specific contract or instrument or it may extend to any number and type of possible contracts and instruments. ~~The Corporation shall follow and be bound by the same purchasing and contracting provisions of State law, including the provisions on competitive bidding, that are applicable to the City of Rosenberg.~~
- 7.13. **Potential Conflicts of Interest** ~~The members of the Board of Directors are local public officials within the meaning of the Texas Government Code Chapter 171. In transactions with the Corporation, Directors shall follow and be bound by the requirements and limitations of Chapter 171 of the Local Government Code, as amended.~~ If a director has a substantial interest in a business entity or real property which is the subject of deliberation by the Board of Directors, the director shall file an affidavit with the secretary of the corporation stating the nature and extent of the interest. Such affidavit shall be filed prior to any vote or decision upon the matter. The Corporation shall not make a loan to a Director, Officer or employee of the Corporation or to an Officer or employee of the City of Rosenberg. Any Director may bring to the Board’s attention any apparent or potential conflict of interest of any other Director in any transaction or matter coming before the Board of Directors for a decision. The Board of Directors shall make a determination on whether the Director has a conflict of interest before voting on the transaction or matter. The Director alleged to have the conflict of interest shall not vote on the determination of whether the conflict of interest exists. A Director who has a conflict of interest in a matter before the Board of Directors shall leave the room during any discussion and vote on that matter. This paragraph shall also apply to members of committees.
- Randall Malik stated that once the bylaws are approved by the RDC Board, they will go to the City Council for approval.

7. **HOLD EXECUTIVE SESSION TO RECEIVE LEGAL ADVICE FROM THE CITY ATTORNEY CONCERNING PENDING LITIGATION, NAMELY DISPUTE WITH IMPERIAL PERFORMING ARTS, INC., PURSUANT TO SECTION 551.071 OF THE TEXAS GOVERNMENT CODE; TO DELIBERATE THE POTENTIAL PURCHASE, EXCHANGE, LEASE, OR VALUE OF REAL PROPERTY PURSUANT TO TEXAS GOVERNMENT CODE SECTION 551.072; AND REGARDING ECONOMIC DEVELOPMENT NEGOTIATIONS PURSUANT TO SECTION 551.087 OF THE TEXAS GOVERNMENT CODE.**

An Executive Session was held to receive legal advice from the City Attorney concerning pending litigation, namely dispute with Imperial Performing Arts, Inc., pursuant to Section 551.071 of the Texas Government Code; to deliberate the potential purchase, exchange, lease, or value of real property pursuant to Texas

**ROSENBERG DEVELOPMENT CORPORATION
POLICY COMMITTEE MEETING MINUTES**

On this the 17th day of November 2015, the Rosenberg Development Corporation (RDC) Policy Committee of the City of Rosenberg, Fort Bend County, Texas, met in Regular Session at the Rosenberg City Hall Council Office, 2110 4th Street, Rosenberg, Texas.

PRESENT

| | |
|----------------|--|
| Bill Knesek | President, Rosenberg Development Corporation |
| Lynn Moses | Director, Rosenberg Development Corporation |
| Jimmie J. Peña | Director, Rosenberg Development Corporation |

STAFF PRESENT

| | |
|---------------|---|
| Jeremy Heath | Assistant Economic Development Director |
| Randall Malik | Executive Director, Rosenberg Development Corporation |
| Joyce Vasut | Executive Director of Administrative Services |

CALL TO ORDER.

President Knesek called the meeting to order at 6:00 p.m.

REGULAR AGENDA

1. REVIEW AND DISCUSS THE ROSENBERG DEVELOPMENT CORPORATION BYLAWS, AND TAKE ACTION AS NECESSARY.

Executive Session: The Rosenberg Development Corporation (RDC) Bylaws require that the Board annually review its Bylaws. This meeting will provide the Policy Committee the opportunity to review the Bylaws and recommend any necessary changes to the RDC Board of Directors.

Key discussion points:

- ARTICLE 1.01: Randall Malik asked if the Board wanted the exception restricting the financing of businesses through the granting of loans. Bill Knesek requested staff remove such language and send it to the board for review.
- ARTICLE 4.09: Bill Knesek asked to consider striking the language "The Executive Director will be an employee of the City of Rosenberg and is subject to the supervision of the City Manager". After discussion, it was suggested striking the language would be appropriate if the statement, "The Executive Director designee shall serve at the pleasure of the Board of Directors" is amended to include, "with consent of the City Council".
- ARTICLE 5.03: Bill Knesek suggested striking the term, "incoming" from the first sentence and adding the statement, "The Committees serve at the pleasure of the RDC Board".
- ARTICLES 6.01 AND 6.02: Bill Knesek requested staff create a resolution stating that the location of the RDC's Regular Meetings will be Rosenberg Civic Center, 3825 Hwy 36S, Rosenberg, Texas, in order to clarify the location of the RDC's "principal offices".
- ARTICLE 6.07: Bill Knesek requested the full language of the article be condensed to "The vote of a majority of directors at a meeting at which a quorum is present shall be sufficient to constitute the act of the Board of Directors".
- ARTICLE 7.02: Joyce Vasut indicated that she will review the language in article 7.02 and take proposed changes to the RDC Board.
- ARTICLE 7.04: Bill Knesek suggested the language "two (2) Directors of the Corporation" be replaced with "President of the Corporation or his or her designee in the event the President is not capable".
- ARTICLE 7.05: Randall Malik requested that the language "ninety (90) days" be changed to "sixty (60) days".
- ARTICLE 7.09: Randall Malik requested removing the sentence regarding competitive bidding.

- ARTICLE 7.13: Randall Malik requested removing the first sentence, “The members of the Board of Directors are local public officials within the meaning of the Texas Government Code Chapter 171”.
- ARTICLE 14.01: Bill Knesek requested the clause, “as amended” be added following, “Development Corporation Act of 1979”.

No action taken.

2. ADJOURNMENT.

Action: Director Moses moved, seconded by Director Pena, to adjourn the Regular Rosenberg Development Corporation Policy Committee Meeting. The motion carried by a unanimous vote. The meeting adjourned at 6:48 p.m.

Randall Malik
Executive Director, Rosenberg Development Corporation

City Council Joint Meeting

ITEM # 6.

Meeting Date: 02/11/2016

Item Title: Executive Session

ITEM/MOTION

Hold Executive Session to receive legal advice from the City Attorney concerning pending litigation, namely dispute with Imperial Performing Arts, Inc., pursuant to Section 551.071 of the Texas Government Code; to deliberate the potential purchase, exchange, lease or value of real property pursuant to Section 551.072; and, regarding economic development negotiations pursuant to Section 551.087 of the Texas Government Code.

City Council Joint Meeting

ITEM # 7.

Meeting Date: 02/11/2016

Item Title: Adjourn Executive Session

ITEM/MOTION

Adjourn Executive Session, reconvene Regular Session, and the Rosenberg Development Corporation may take action as necessary as a result of Executive Session.



CITY COUNCIL COMMUNICATION

City Council Joint Meeting

ITEM # 8.

Meeting Date: 02/11/2016

Item Title: Executive Director's Report - January 2016

Election District: N/A

MUD No.: N/A

ITEM/MOTION

Review and discuss a report from the Rosenberg Development Corporation Executive Director regarding the previous month's activities and contacts, which includes updates on the following (Randall Malik, Executive Director):

- a. Economic Indicators;
- b. Business Retention Visits;
- c. New and Expanded Businesses;
- d. Existing Businesses; and,
- e. Past and Current RDC Projects.

EXECUTIVE SUMMARY

This item has been included to provide the Executive Director an opportunity to update the Board on the previous month's activities, contacts, and projects.

Reviewed By: N/A

Approved for Submittal: Randall Malik, Executive Director

FISCAL IMPACT

Annualized Dollars: N/A

Budgeted: N/A

Source of Funds:

N/A

Attachments

Executive Director's Report - January 2016



Rosenberg Development Corporation Executive Director's Update January 2016

New Home Update

| | |
|---------------------------------|----|
| City Housing Starts in 2016: | 18 |
| City Housing Starts in January: | 18 |
| ETJ Housing Starts in 2016: | 23 |
| ETJ Housing Starts in January: | 23 |

Economic Indicators:

| | |
|---|----------------|
| Unemployment for December 2015: | 4.2% |
| Non-Adjusted Employment for December 2015: | 15,804 |
| Labor Force for December 2015: | 16,504 |
| January Sales Tax Receipts (Nov. 2015 sales): | \$1,167,512.06 |
| Percentage Change From Previous Year: | - 6.90% |
| Annual Sales Tax Receipts for 2015 (Nov. 2015 sales): | \$1,167,512.06 |
| Percentage Change From Previous Year: | - 6.90% |

Department Activity

- Guest Speaker at Central Fort Bend Chamber Monthly Breakfast.
- Attended Fort Bend Chamber Economic Development Group Meeting.
- Attended Greater Fort Bend EDC Board Meeting.
- Guest Speaker at Rosenberg Rotary Monthly Meeting.
- Participated in Hwy 36A Coalition Board Meeting.
- Attended the Panama Trade Mission with the Highway 36A Coalition, focusing on the feasibility of the proposed short-line rail project between the Port of Freeport and Rosenberg.
- Conducted Retention Visits with Seatex, Finnegan Auto Group and Si Environmental.
- Hosted RDC table at Chamber's annual Awards Luncheon.
- Held initial RDC Facility Committee meeting.



Projects Update:

Downtown Parking Lot – Met with Jones & Carter, City Engineer, Interim City Manager, Planning Director, Fire Chief and Fire Marshal to discuss the removal of the entrance on 3rd Street and making sure the design is compliant with the City Fire Code. The parking lot design has been amended to remove the 3rd Street entrance and exit and will be presented to the Board at the February 11th RDC Meeting.

RDC/Economic Development Offices – The RDC Facility Committee met on February 2nd to discuss plans for RDC/Economic Development office space. The Committee will be touring a location next Friday (February 12th).

Economic Development Video – Staff has finalized the economic development video, highlighting Rosenberg. The video will be placed on the economic development website after the Mayor's State of the City Address on February 23rd.

Rosenberg Business Park – As previously discussed, we have had two companies purchase land in the Rosenberg Business Park. Croft Production Services purchased 5.5 acres and Bearden Investments has purchased 7.2 acres of property. Fuller Realty recently created a press release announcing the two deals, and staff has promoted the press release on social media.

TSTC – TSTC has made significant progress in the construction of the TSTC campus. As a reminder, the first incentive payment of \$200,000 will be made after construction of Phase 1 of the campus is complete. The anticipated opening is fall of 2016.



December 2015 Area Sales Tax Comparisons (Oct. 2015 receipts)

| City | Net Payment This Period | Comparable Payment Prior Year | Change | FY15-16 Payments To Date | FY14-15 Payments To Date | Change |
|---------------|-------------------------|-------------------------------|--------|--------------------------|--------------------------|--------|
| Rosenberg | 1,167,512.06 | 1,254,112.63 | -6.90% | 1,167,512.06 | 1,254,112.63 | -6.90% |
| Richmond | 473,905.12 | 411,649.67 | 15.12% | 473,905.12 | 411,649.67 | 15.12% |
| Fulshear | 102,408.17 | 82,641.35 | 23.91% | 102,408.17 | 82,641.35 | 23.91% |
| Houston | 51,032,742.33 | 52,121,970.17 | -2.08% | 51,032,742.33 | 52,121,970.17 | -2.08% |
| Humble | 1,122,645.79 | 1,170,444.77 | -4.08% | 1,122,645.79 | 1,170,444.77 | -4.08% |
| Katy | 940,936.30 | 935,565.96 | 0.57% | 940,936.30 | 935,565.96 | 0.57% |
| League City | 1,422,952.71 | 1,269,458.36 | 12.09% | 1,422,952.71 | 1,269,458.36 | 12.09% |
| Missouri City | 656,084.96 | 667,400.93 | -1.69% | 656,084.96 | 667,400.93 | -1.69% |
| Pearland | 2,272,666.16 | 2,124,882.17 | 6.95% | 2,272,666.16 | 2,124,882.17 | 6.95% |
| Sugar Land | 4,190,161.20 | 4,113,498.77 | 1.86% | 4,190,161.20 | 4,113,498.77 | 1.86% |
| Stafford | 1,247,927.82 | 1,292,676.34 | -3.46% | 1,247,927.82 | 1,292,676.34 | -3.46% |

RDC November Allocation: \$291,878.02



CITY COUNCIL COMMUNICATION

City Council Joint Meeting

ITEM # 9.

Meeting Date: 02/11/2016

Item Title: Future Agenda Items

Election District: N/A

MUD No.: N/A

ITEM/MOTION

Review and discuss requests for future Agenda items, and the Rosenberg Development Corporation may take action as necessary.

EXECUTIVE SUMMARY

This item provides the RDC Board an opportunity to request future Agenda items.

Reviewed By: N/A

Approved for Submittal: Randall Malik, Executive Director

FISCAL IMPACT

Annualized Dollars: N/A

Budgeted: N/A

Source of Funds:

N/A

City Council Joint Meeting

ITEM # 10.

Meeting Date: 02/11/2016

Item Title: Announcements

ITEM/MOTION

Announcements.

City Council Joint Meeting

ITEM # 11.

Meeting Date: 02/11/2016

Item Title: Adjournment

ITEM/MOTION

Adjournment.
