

Robert Donley, President
Jessie Brantley
Chris Heard
Dawn King

MINUTES
City of Dickinson
**Dickinson Economic
Development Corporation**
REGULAR MEETING

Mark Martelli
Chad Rankin
Bill Schick
Scott Jones, Chief Executive Officer

January 13, 2020

The Dickinson Economic Development Corporation met in a duly called and announced **REGULAR MEETING** on **Monday, January 13, 2020, at 6:30 p.m.** The meeting was held in the City Council Chambers located at 4403 Highway 3, Dickinson, Galveston County, Texas, and was held for the purpose of considering the following items:

ITEM 1.) CALL TO ORDER AND CERTIFICATION OF A QUORUM

President Donley called the meeting to order at 6:31 p.m. Board Members present were as follows: President Robert Donley, Board Members, Mark Martelli, Bill Schick, Dawn King and Chad Rankin. Also present were DEDC Chief Executive Officer Scott Jones, DEDC Attorney Beverly West. Absent were Board Members Jessie Brantley and Chris Heard.

ITEM 2.) PUBLIC COMMENT: Public comments are welcome. Please fill out a request on a comment card, state your name and address, limiting your time to 3 minutes.

None.

ITEM 3.) CONSIDERATION AND POSSIBLE ACTION CONCERNING: Approval of the Minutes of the Dickinson Economic Development Corporation's November 25, 2019 Regular Board Meeting.

Board Member Dawn King made a motion to approve the meeting minutes of the Dickinson Economic Development Corporation's November 25, 2019 Regular Board Meeting. Board Member Bill Schick seconded. There being no discussion, President Donley called for the vote.

VOTE:

5 AYES (Donley, Martelli, King, Rankin, Schick)

0 NAYS

MOTION PASSED

ITEM 4.) CONSIDERATION AND POSSIBLE ACTION CONCERNING: Approval of the Minutes of the Dickinson Economic Development Corporation's Special Joint Meeting held on October 29, 2019.

Board Member Bill Schick made a motion to approve the meeting minutes of the Dickinson Economic Development Corporation's Special Joint Meeting held on October 29, 2019. Board Member Dawn King seconded. There being no discussion,

President Donley called for the vote.

VOTE:

5 AYES (Donley, Martelli, King, Rankin, Schick)

0 NAYS

MOTION PASSED

**ITEM 5.) BRIEFING, DISCUSSION, DIRECTION AND POSSIBLE ACTION CONCERNING:
Chief Executive Officer's Report**

Scott Jones stated met with Realtor franchisee applicant looking at Hwy 3 commercial property for sale, updated City Council on past 45 days of activity; Attended ICSC Red River Retail Trade Show with Bay Area Houston Economic Partnership.

Gulf Coast Public Market Kickoff call with Engineer Wade Herpin, City Administrator Chris Heard, City Finance Kristen Woolley, Dickinson Economic Development Corporation's Vice President Jessie Brantley and from the City of Dickinson Grant Administrator Public Management Inc. Patrick Wilshire and Engberg Anderson Architects Mark Ernst to discuss grant process and requirements. Confirmed a 24 month construction start and 36 month construction completion from grant award date of August 1, 2019 deadlines receive the grant reimbursement after the \$3M is spent which means funds must be available prior to such reimbursement. Need to retain a grant administrator via a documented 3 bid contract process for that or any other expense if Dickinson Economic Development Corporation want funds to be reimbursed from the grant; conference call January 2, 2020 with Government Capital to discuss project financing options. Worked potential Gulf Coast Public Market redesign reduction in size plans discussed specifics with engineer. Confirmed with City Finance Department \$796K+ spent to date on Gulf Coast Public Market project, including property purchases.

Office Lease: City has received from Dickinson Economic Development Corporation a draft of Property Use Agreement for Depot facility proposing short term use of and payment for the actual space utilized by DEDC. City Attorney David Olson and City Administrator Chris Heard had been instructed by City Council to negotiate a new agreement with the Dickinson Economic Development Corporation regarding use of the Depot. No such document has been received to date.

Audit: Spoke with 5 potential financial auditors, confirmed now is the busiest time of year for most CPA firms, potential summer audit; City Auditor should have their audit completed in February 2020 with a report due in March 2020.

DEDC Financial Reporting, Policies and Accounts: Met with City Finance Department Staff and received answers to questions posed regarding past financials: appears that substantial staff and shareholder turnover at both the City and DEDC has resulted in less than optimal conditions regarding legal agreements, consistency, record keeping, reporting and control of financial investments. Working with Dickinson Economic Development Corporation Legal to regain control of bank accounts and financial investments, including account signatures; working on a new

DEDC financial policy and expenditure limitations; City has been issued a draft replacement of Administrative Services Agreement from Dickinson Economic Development Corporation outlining services which are currently and can be provided in the future by City staff, the agreement requires additional negotiation and legal is awaiting a reply from City Attorney; staff received current Dickinson Economic Development Corporation Investment Policy and is working on revisions.

Held discussions with potential developers regarding Hughes Road and I-45 properties.

ITEM 6.) CONSIDERATION AND DISCUSSION CONCERNING: Additional financial reports received from the City of Dickinson Finance Department, including updates by City of Dickinson Finance Director Kristen Woolley regarding the upcoming City financial audit, and answers to questions/clarifications requested regarding Fiscal Year 2017-2018 and Fiscal Year 2018-2019 financial reports previously provided to Dickinson Economic Development Corporation.

ITEM 7.) BRIEFING, DISCUSSION, DIRECTION AND POSSIBLE ACTION CONCERNING: Consideration of application submitted for the 2019 Holiday Light Reimbursement Program. 5 applications were submitted so far; Bayou Realtors Inc., Dickinson Chamber of Commerce, Keyworth's Hardware, Inc., Red Diamond Realty, and Shelmark Engineering, LLC.

Board Member Bill Schick made a motion to approve 4 of the 5 applications submitted for reimbursement. Shelmark was denied based on no receipts and lights had been purchased several years prior. Board Member Mark Martelli seconded. Dawn King abstained from vote due to Dickinson Chamber of Commerce conflict of interest. There being no discussion, President Donley called for the vote.

VOTE:

4 AYES (Donley, Martelli, Rankin, Schick)

0 NAYS

MOTION PASSED

ITEM 8.) BRIEFING, DISCUSSION, DIRECTION AND POSSIBLE ACTION CONCERNING: Reimbursement of 2019 investments/expenses for 2019 Festival of Lights (\$18,925.62) with presentation by Charles Suderman.

Board Member Mark Martelli made a motion to approve the reimbursement of the 2019 Festival of Lights in the amount of (\$18,925.62). Board Member Chad Rankin seconded. There being no discussion, President Donley called for the vote.

VOTE:

5 AYES (Donley, Martelli, King, Rankin, Schick)

0 NAYS

MOTION PASSED

ITEM 9.) BRIEFING, DISCUSSION, DIRECTION AND POSSIBLE ACTION CONCERNING: Gulf Coast Public Market Project: Consider authorizing President Robert Donley to enter into a proposal for schematic architectural design services with Engberg Anderson Architects on behalf of the Dickinson Economic Development Corporation to provide payment not to exceed \$38,000.00 for a proposed redesign of an approximate 30,000 square foot facility, including 3 different floorplan layouts and elevations (slab-on-grade, two story raised 4' on piers, single story raised 10' on piers) and consideration of proposed Budget Amendment. Item was tabled at this time.

ITEM 10.) BRIEFING, DISCUSSION, DIRECTION AND POSSIBLE ACTION CONCERNING: A Resolution approving the terms and conditions of Capital One Bank, NA to change authorized signers for commercial accounts; authorizing the President to execute any and all documents necessary to effectuate such change in authorized signers for commercial accounts; and providing an effective date.

ITEM 11.) BRIEFING, DISCUSSION, DIRECTION AND POSSIBLE ACTION CONCERNING: A Resolution approving the terms and conditions of TexPool to change authorized signers; authorizing the President to execute any and all documents necessary to effectuate such change in authorized signers; and providing an effective date.

ITEM 12.) BRIEFING, DISCUSSION, DIRECTION AND POSSIBLE ACTION CONCERNING: A Resolution approving the terms and conditions of BBVA Compass to change authorized signers for commercial accounts; authorizing the President to execute any and all documents necessary to effectuate such change in authorized signers for commercial accounts; and providing an effective date.

Board Member Bill Schick made a motion to authorize President Robert Donley to obtain signatures for all three accounts; Capital One Bank, NA., TexPool and BBVA Compass for authorized signers. Board Member Mark Martelli seconded. There being no discussion, President Donley called for the vote.

VOTE:

5 AYES (Donley, Martelli, King, Rankin, Schick)

0 NAYS

MOTION PASSED

ITEM 13.) EXECUTIVE SESSION: The Board will now hold a closed executive meeting pursuant to the provisions of Chapter 551, Government Code, Vernon's Texas Codes annotated, in accordance with the authority contained in:

A. Texas Government Code Section 551.071 (entitled "Consultation with Attorney") and Section 551.072 (entitled "Deliberating Real Property") regarding the purchase of real property located on Hughes Road.

B. Texas Government Code Section 551.071 (entitled "Consultation with Attorney") and Section 551.072 (entitled "Deliberating Real Property") regarding Interlocal Agreement between the Dickinson Economic Development Corporation and the City of Dickinson for use of the Dickinson Historic Railroad Depot for designated

office space and the proposed lease for office space at 1621 FM 517 East, Suite 100, Dickinson, Texas 77539.

President Robert Donley recessed the regular meeting at 7:17 p.m.

ITEM 14.) RECONVENE:

President Robert Donley reconvened the regular meeting at 8:18 p.m.

ITEM 15.) CONSIDERATION AND POSSIBLE ACTION CONCERNING: Matters Discussed in Executive Session.

None.

ITEM 16.) ADJOURN

President Robert Donley called for a motion to adjourn. Board Member Dawn King seconded. There being no discussion, President Robert Donley called for a vote.

VOTE:

5 AYES (Donley, King, Martelli, Rankin, Schick)

0 NAYS

MOTION PASSED

The meeting adjourned at 8:19 p.m.



Robert Donley, President