

**Minutes of Regular Board Meeting
of the
Gun Barrel City Economic Development Corporation**

The Gun Barrel City Economic Development Corporation met in a Regular Board meeting in the Gun Barrel City Council Chamber located at 1716 West Main Street, Gun Barrel City, Texas, 75156 on Tuesday, August 11, 2015 at 5:00 p.m. Skains called the meeting to order with the following directors present: Osborne, Lyons, Damiano and Skains. A quorum was established.

Citizen Presentations: (Limited to 3 Minutes)

This item provides the opportunity for citizens to address the EDC Board of Directors on any matter whether or not it's posted on the agenda. However, in accordance with the Texas Open Meetings Act, Section 551.041, the EDC Board of Directors cannot discuss, deliberate, or take action on matters not listed on the agenda. At this time the Board will receive citizen comments, and if necessary, may refer the matter to EDC staff for research, resolution or referral to the EDC Board on a future agenda.

Rankin: I'd like to take just a moment to say that the last city council meeting ended on a very sour note and it wasn't intended that way and it wasn't intended that way. I know it was taking you by surprise and we had just come out of a special meeting and some things had been discussed in there and we weren't thinking the whole problem through. I just want you to know that as a board we appreciate you and we did not intent to be inconsiderate and going forward we will try to be better.

Skains: Thank you, Linda.

Rea: With the resignation of Jim Braswell yesterday I would like to encourage you all as a board to continue with the progress that you have been making. And this is coming from Mayor Braswell. This Board has done things in the last eight or nine months that has not been done in quite a while. And the City appreciates it. We would like for you to continue on the path that you are working on. Its heartfelt thanks from the Mayor on what you've done.

Skains: Thank you, Rob, appreciate that. Thank the Mayor for us too.

Item #1. Discuss and/or take action to approve the EDC minutes of July 14th, 2015 and special meeting of July 20, 2015.

Damiano made a motion to approve the EDC minutes of July 14, 2015 and the July 20th meeting. Osborne seconded.

Skains: We have a motion and a second. I would ask that there be one change on page 4 for the July 14th minutes that stated 'We spent \$5,000 on the file lane.' It should read 'We spent \$5,000 on the fire lane' in case someone doesn't recognize what that is. Can we have an amended motion?

Damiano: I make a motion that we approve the amended minutes of July 14th, 2015 meeting and the July 20th, 2015 meeting. Osborne seconded. All directors voted 'aye'. Motion carried.

Item #2. Discuss and/or take action to approve the July Financials.

Skains: Our Treasurer is not here tonight. He's got a bad back. Skains made a motion to table this item until our next meeting which is in ten days on August 20th and we will add it to that agenda. Damiano seconded. All directors voted 'aye'. Motion carried.

Item #3. Open Public Hearing for 1st Call Restoration.

Public Hearing opened at 5:05 p.m. No one spoke for or against it.

Item #4. Close Public Hearing for 1st Call Restoration.

Closed public hearing at 5:05 p.m. Osborne made a motion to close the public hearing for 1st Call Restoration. Damiano seconded. All directors voted 'aye'. Motion carried.

Item #5. Discuss and/or take action on discussion with Barbara Webster/Gun Barrel City Beautification Committee on entry point signs.

Skains: Ms. Webster did not make it to give the presentation tonight for the Beautification Committee. There was no action on this item.

Item #6. Discuss and/or take action to add to or amend the EDC Bylaws.

Overeynder: In the Bylaws there are a couple of important items that need to be added. One of which is under Section 3.2: President: Add the 'Executive Director is responsible for managing the day-to-day operations and reports to the Board President, who reports to the Board of Directors'. Under Section 2.11: Budget-we need to add 'in the event that council does not approve a proposed budget for the upcoming fiscal year, we will operate on a month to month basis utilizing the budget for the current fiscal year until council either A) Approve the proposed budget; or B) The Council and the EDC Board of Directors collaborate and negotiate a reasonable budget that will not bring about constraints to the mission and vision of the Gun Barrel City EDC'.

Skains: Do we really need B? B says and I apologize, I should have caught this earlier. "B" says the council and the EDC Board of Directors collaborate and negotiate a reasonable budget. "A" the council approves the budget. I would assume that under "B" they would approve that negotiated budget. So I think it's still council approves the budget, wouldn't it be?

Overeynder: Yeah.

Damiano: It sounds like under-the way its written is if council doesn't approve the budget as it is submitted then we revert to the current year's budget and operate that way.

Skains: That's correct.

Damiano: Regardless of what's negotiated until the council approves it.

Skains: That's correct.

Damiano: That's probably the only one you need.

Skains: That's what I'm saying, we only need 'A'. Sean are you alright with that?

Sean Overeynder: Yes.

Damiano: I have another question. The second one has been covered. I'm a little confused now. I thought I understood the meaning of the word, the Executive Director runs the day to day operations. I think I know longer understand the day to day operations.

Skains: The day to day operations include anything that has to do with subordinate staff within the office, planning, implementation of projects, anything the board really doesn't have a hands on within the office, daily executing the budget, paying the bills, approving vacation, approving time off-.

Overeynder: Stuff like that.

Skains: Just the day to day of running the office.

Overeynder: Administrative affairs of the office.

Damiano: Okay, that's helpful. I have no further questions from me.

Skains: Okay, can I have a motion?

Damiano: Quick question. Are you approving them individually or jointly?

Skains: Unless someone has a differing opinion I was going to do it jointly. If we need to do them individually we can.

Damiano: Let's do them individually.

Skains: Okay. Can I have a motion to approve the #1 Bylaw change. Executive Director is responsible for managing the day-to-day operations and reports to the Board President, who reports to the Board of Directors'. Is there no motion to change the Bylaws? Okay. As far as #2

Does anyone have a motion for the Bylaw change for #2?

EDC Minutes 08-11-2015

Page 3

Damiano: Which one are we talking about David?

Skains: In the event that council does not approve a proposed budget for the upcoming fiscal year, we will operate on a month to month basis utilizing the budget for the current fiscal year until the council approves the proposed budget.

Damiano: I make a motion that we approve #2. Osborne seconded. All directors vote 'aye'. Motion carried.

Osborne: Am I too late to make a motion on #1.

Skains: No you are not. We haven't moved forward.

Osborne: Okay I move that we accept the changes for the #1 Bylaws change.

Skains: I have a motion; do I have a second?

Lyons: I second.

Skains: I have a motion and a second. Vote from my left. Osborne voted 'aye', Lyons voted 'aye', Skains voted 'aye'. Damiano voted 'nay'. Motion carried.

Item #7. Discuss and/or take action to appoint a team to research a splash pad and bring back to the board.

Skains: I have talk to Cheyenne and one of our new members, Meghan Lindeman, to take this on. Cheyenne do you have any comment?

Lyons: No I'm going to be glad to work with Meghan. I think this will be a good project for us to work on with together.

Skains: I don't really see- we will go ahead and take action in case there is any travel or anything of that nature while they are working on this project. Can I have a motion to approve that Meghan and Cheyenne work together on the Splash pad project and bring it back to the board?

Damiano: I make a motion that Meghan and Cheyenne work together on the Splash pad and bring the results back to the board. Osborne seconded. All directors voted 'aye'. Motion carried.

Item #8. Discuss and/or take action on moving the EDC office.

Skains: I'm going to move that item and we will visit it a little while later. We are about to go into executive session and I'll just go ahead and tell the folks now that Item 9 & 10 is going to be tabled. They will not be discussed in executive session until a later time and that is because we just now wrapped up writing the job description for a market manager. We are still gathering information pertaining to that. We will have that to our board later this week for us to come back in on the 20th and visit those items at that point and time. At this time we will go into executive session on Item 11.

5:13 p.m.

Executive Closed Session of the Board of Directors: The Gun Barrel City EDC will now hold a closed Executive Session meeting pursuant to the provisions of Chapter 551 of the Texas Government Code in accordance with the authority contained in:

Item #9. **Section 551.074 of Texas Government Code** to deliberate the appointment, employment, evaluation, reassignment, duties, discipline or dismissal of the administrative assistant position.

Item #10. **Section 551.074 of Texas Government Code** to deliberate the appointment, employment, evaluation, or duties of a marketing manager.

Item # 11. **Section § 551.087 of Texas Government Code** deliberations Regarding Economic Development Negotiations: City's proposal of Brawner Hall.

5:30 p.m.

Reconvene into Open Session: The Gun Barrel City EDC will now reconvene into Regular Session pursuant to the provisions of Chapter 551 of the Texas Government Code to take any action necessary regarding the items discussed in executive session:

Item #12.**Section 551.074 of Texas Government Code** to deliberate the appointment, employment, evaluation, reassignment, duties, discipline or dismissal of the administrative assistant position.

Item #13.**Section 551.074 of Texas Government Code** to deliberate the appointment, employment, evaluation, or duties of a marketing manager.

Item #14. **Section § 551.087** of Texas Government Code deliberations regarding Economic Development Negotiations: City's proposal of Brawner Hall.

Skains: Item #14 was discussed. **Section § 551.087** of Texas Government Code deliberations regarding Economic Development Negotiations: City's proposal of Brawner Hall.

This motion is going to be a little lengthily so I'm going to do it.

Skains: I make a motion that the EDC proposes a lease for the buildings used in cooperation with the city council for the proposed storage for 12 months with a 60 day opt-out for either party. In exchange for the arrearage in rent for the past 3 years, the city shall reduce the EDC office rent in city hall to \$400.00/month for a term of 120 months to begin the following month after the lease at Brawner Hall is terminated. At no time shall the city utilize any other portion of land not included within the lease. Additionally, the city shall remedy the ordinance, or ordinances, as well as other intended barriers that prevents the Farmer's Market from being set up and operational on the remaining portion of 1810 W. Main St. The city shall continue lawn maintenance and insurance payments on the property as they have done for the preceding 3 years. The city will agree that during the 12 month lease, if the property is sold, the city shall vacate within 60 days of receiving any written notice. The city shall also agree that during the 12 month lease that the city shall vacate within 60 days of receiving any written notice for any reason. Furthermore, the city may exercise a 60 day opt-out in writing as well. Failure to vacate within this time frame will result in removal of the city's property at their expense.

Osborne seconded. Call for further discussion. No further discussion. All directors voted 'aye'. Motion carried.

Skains: Item #8 that we moved down to 15.

Discuss and/or take action on moving the EDC office. We will table that until further discussion with the city council on the proposal of the lease.

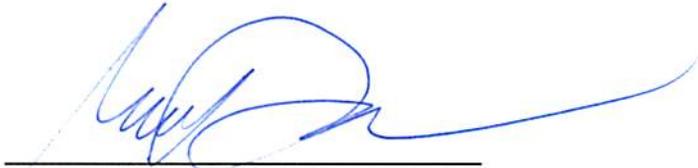
Motion to adjourn: Osborne moved to adjourn. Damiano seconded. All directors voted 'aye'. Motion carried.

"A quorum of the full governmental body may attend the meeting of a committee of that body, or any other city advisory board. For example, a quorum of the Gun Barrel City Council may attend a city economic development board meeting or city advisory board meeting."

The Gun Barrel City EDC reserves the right to adjourn into executive session at any time during the course of this meeting to discuss any of the matters listed above, as authorized by the Texas Government Code Sections 551.071 (Consultation with Attorney), 551.072 (Deliberations about Real Property), 551.073 (Deliberations about Gifts and Donations), 551.074 (Personnel Matters), 551.076 (Deliberations about Security Devices) or 551.087 (Deliberations Regarding Economic Development Negotiations).

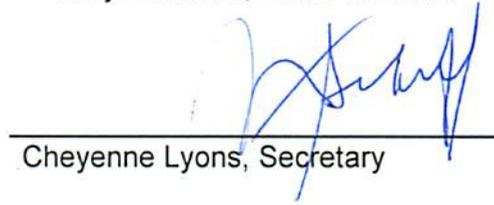
Adjournment: 5:34 p.m.

Approved by:



Gary Damiano, Vice President

Attest by:



Cheyenne Lyons, Secretary