



NOTICE OF A MEETING
Brenham Community Development Corporation
Thursday, April 20, 2017 @ 7:30 a.m.
City Hall - 2nd Floor Conference Room
200 W. Vulcan St.
Brenham, Texas

1. Call Meeting to Order
2. Invocation and Pledges to the U.S. and Texas Flags
3. Discuss and Possibly Act Upon the Approval of the Minutes from the January 12, 2017 Meeting and the March 3, 2017 Special Meeting **Pages 1 - 9**
4. Discuss and Possibly Act Upon FY2016-17 Second Quarter Financial Reports **Pages 10 - 16**
5. Discuss and Possibly Act Upon an Engineering Report for Development of Regional Detention in the Brenham Business Center and Authorize the President to Execute Any Necessary Documentation **Page 17**
6. Discuss and Consider a Proposal for Planning and Design Assistance from Jones & Carter Related to the Future Brenham Family Park and Authorize the President to Execute Any Necessary Documentation **Pages 18 - 28**
7. Discussion and Update from Upchurch Architects, Inc. Related to the Fireman's Park Restrooms **Page 29**
8. Discussion and Update Relating to the Main Street Initiatives **Pages 30 - 36**
9. Discussion and Update from the Economic Development Foundation **Pages 37 - 40**
10. Staff Updates
 - Administrative
 - BCDC Budget Meeting June 15, 2017
 - City Retail Update
 - Parks & Recreation Update

Adjourn

CERTIFICATION

I certify that a copy of the agenda of items to be considered by the Brenham Community Development Corporation (BCDC) on Thursday, April 20, 2017 was posted to the City Hall bulletin board at 200 W. Vulcan, Brenham, Texas on Thursday, April 13, 2017 at 1:55 p.m.

Paula Shields

Paula Shields
BCDC Staff Liaison

Executive Sessions: The Brenham Community Development Corporation (BCDC) reserves the right to convene into executive session at any time during the course of this meeting to discuss any of the matters listed, as authorized by Texas Government Code, Chapter 551, including but not limited to §551.071 – Consultation with Attorney, §551.072 – Real Property, §551.073 – Prospective Gifts, §551.074 - Personnel Matters, §551.076 – Security Devices, §551.086 - Utility Competitive Matters, and §551.087 – Economic Development Negotiations.

Disability Access Statement: This meeting is wheelchair accessible. The accessible entrance is located at the Vulcan Street entrance to the City Administration Building. Accessible parking spaces are located adjoining the entrance. Auxiliary aids and services are available upon request (interpreters for the deaf must be requested twenty-four (24) hours before the meeting) by calling (979) 337-7567 for assistance.

I certify that this notice and agenda of items to be considered by the Brenham Community Development Corporation (BCDC) was removed by me from the City Hall bulletin board on _____ at _____.

Signature

MINUTES

BRENHAM COMMUNITY DEVELOPMENT CORPORATION

January 12, 2017

A meeting of the Brenham Community Development Corporation was held on January 12, 2017, at City Hall, 2nd Floor Conference Room, 200 W. Vulcan, Brenham, Texas beginning at 7:30 a.m.

Board members present were Charles Moser, Atwood Kenjura, Jason Kiemsteadt, Darrell Blum, Bill Betts, and John Hasskarl.

Board member absent was David Cone.

City of Brenham staff members present were Terry Roberts, Carolyn Miller, Ryan Rapelye, Dane Rau, Wende Ragonis, Stacy Hardy, Lori Lakatos, Erik Smith, Jeana Bellinger, Tammy Jaster, Casey Redman and Paula Shields.

Others in attendance were Mayor Milton Tate; Page Michel and Clint Kolby, EDF; Grant Lischka and Erin Williford, Jones and Carter

- 1. Chairman Charles Moser called the meeting to order**
- 2. The Invocation and Pledges to the Flags Followed**
- 3. Discuss and Possibly Act Upon the Election of a Chairperson and Vice Chairperson for 2017**

A motion was made by Bill Betts and seconded by John Hasskarl to reelect Charles Moser as Chairperson and Darrell Blum as Vice Chairperson for the 2017 term.

Chairman Moser called for a vote. The motion passed with the Board voting as follows:

Chairman Charles Moser	Yes
Board Member Bill Betts	Yes
Board Member Jason Kiemsteadt	Yes
Board Member Darrell Blum	Yes
Board Member Atwood Kenjura	Yes
Board Member John Hasskarl	Yes
Board Member David Cone	Absent

- 4. Discuss and Possibly Act Upon the Approval of the Minutes from the September 22, 2016 Special Meeting**

A motion was made by Darrell Blum and seconded by Bill Betts to approve the minutes from the September 22, 2016 Special Meeting.

Chairman Moser called for a vote. The motion passed with the Board voting as follows:

Chairman Charles Moser	Yes
Board Member Bill Betts	Yes
Board Member John Kiemsteadt	Yes
Board Member Darrell Blum	Yes
Board Member Atwood Kenjura	Yes
Board Member John Hasskarl	Yes
Board Member David Cone	Absent

5. Discuss and Possibly Act Upon FY2015-16 Fourth Quarter and FY2016-17 First Quarter Financial Reports

Assistant City Manager – Chief Financial Officer Carolyn Miller presented BCDC’s FY2015-16 fourth quarter financial reports.

Sales Tax Revenue

For FY16, Miller stated that the sales tax revenue budget was increased by one percent (1%) over the prior year’s budget amount. Miller explained that actual FY16 sales tax revenue of \$1,551,217 finished the year 2.8% or \$41,895 over budget but slightly below FY15 actuals.

Financial Statements

The *Economic Development and Brenham Business Center* report shows an operating deficit of \$38,574 for the fourth quarter of FY16 bringing reserves for this operation to \$788,435. Miller explained that the main reason for this deficit is the expenditure item for the EDA Grant Matching Contribution. At the November 2015 BCDC meeting, the Board approved the release of \$100,000 of committed funds to the EDF for the Public Works and Economic Adjustment Grant through the EDA. Design work for the Brenham Business Center detention pond began in FY16 which also contributed to the operating deficit. All other operating expenditures were within budgeted levels and comparable to prior years.

The *Recreation Income Statement* has been updated to reflect the thirteen (13) approved parks and recreation projects for FY16 that were completed. The Recreation side ended the quarter with an operating surplus of \$163,516. Miller explained that this was the final year of the Aquatic Center \$40,000 operating subsidy which was phased out over five years.

BCDC Capital Projects Fund

Miller explained that there were no activities in the BCDC Capital Projects Fund for the fourth quarter of FY16. Approximately \$395,000 of the original \$657,000 allocated for new park infrastructure costs is available for future family park project expenditures.

Assistant City Manager – Chief Financial Officer Carolyn Miller presented BCDC’s FY2016-17 first quarter financial report.

Sales Tax Revenue

For FY17, Miller stated that the sales tax revenue budget was increased by two percent (2%) over the prior year’s budget amount. Miller explained that at the time of this meeting, the only collections received were October 2016 and November 2016, which totaled \$12,485. Staff has not received December 2016. With October and November receipts, sales tax revenue is trending slightly ahead of budget by \$7,101.

Financial Statements

The *Economic Development and Brenham Business Center* report shows an operating surplus of \$7,122 for the first quarter of FY17. Legal fees of \$2,066 have been incurred related to land acquisition for business park expansion. The design work for the construction of the Brenham Business Center detention pond continued with \$2,892 of engineering costs being paid in the first quarter. All other operating expenditures were within budget levels and comparable to prior years.

The *Recreation Income Statement* has been updated to reflect three (3) of the thirteen approved parks and recreation projects for FY17 that were completed in the first quarter. Basketball court improvements were done on four (4) courts and phase 3 (final phase) of the Aquatic Center fence replacement was completed. The BCDC also funded the slide attraction at the Christmas Stroll which took place in December. The *Recreation side* ended the quarter with an operating surplus of \$85,687.

BCDC Capital Projects Fund

Miller explained that there were no activities in the BCDC Capital Projects Fund for the first quarter of FY17. Approximately \$395,000 of the original \$657,000 allocated for new park infrastructure costs is available for future project expenditures.

A motion was made by Atwood Kenjura and seconded by Darrell Blum to approve the FY2015-16 Fourth Quarter and FY2016-17 First Quarter Financial Reports as submitted.

Chairman Moser called for a vote. The motion passed with the Board voting as follows:

Chairman Charles Moser	Yes
Board Member Bill Betts	Yes
Board Member John Kiemsteadt	Yes
Board Member Darrell Blum	Yes
Board Member Atwood Kenjura	Yes
Board Member John Hasskarl	Yes
Board Member David Cone	Absent

6. Discussion and Update from Jones & Carter on Engineering and Permitting Related to the Detention/Water Feature at the Future Brenham Family Park

BCDC President Terry Roberts presented this item. Roberts explained that Grant Lischka, Engineer at Jones and Carter, will be providing an update regarding engineering and permitting work associated with the detention facilities to be located within the future Brenham Family Park.

Roberts explained that the front section of the donated land will have a 7.5 acre lake feature. The lake will be constructed as a detention facility for future commercial development north of the park. The design and construction costs are the responsibility of the donor family. The City/BCDC will be responsible for the design of any of the lake amenities. As part of the City's development agreement with the donor, Roberts explained that the City/BCDC will be participating in the cost of the detention/lake feature by contributing \$225,000 toward the cost of the park access across Woodward Creek.

Grant Lischka explained that the required permits include a TCEQ DAM Safety permit, Texas Water Rights permit, Section 10 permit through the U.S. Army Corps of Engineers (USCOE) and any applicable City of Brenham permits. The Section 10 permit is the critical path for the project, Lischka stated. This permit will take approximately 12-18 months to acquire; sometime between January and June, 2018. The remaining permits will be obtained in conjunction with the Section 10 permit and should not add additional time to the process.

Lischka explained that there is a charge of \$225 - \$400 per foot for a stream that is altered; payable into a mitigation bank. There are about 1,000 feet of stream involved in this project with an approximate cost to the donor family of \$225,000 - 400,000. They are aware of this cost and know that they are responsible for paying it.

Lischka explained that once all the permits have been issued, construction of the lake and the embankment for the dam can begin. This should begin around September or October, 2018, with a 6-month construction timeframe.

Erin Williford from Jones and Carter introduced herself. Williford explained that she has experience with the permitting process and will be able to work with the donor family and the permitting entities to get this completed. In addition, Williford explained that when the BCDC Board is ready, she would like the opportunity to help with the design of the new family park.

Roberts stated that it is not too early to start discussion to plan for suggested amenities for the future Brenham Family Park. Roberts explained that the BCDC/Parks Board subcommittee should begin discussions within the next 90 days. Members for this subcommittee are Darrell Blum, John Hasskarl, Paula Buls and Bill Betts.

7. Discussion and Update Relating to the Construction of the Hodde Tech Center Expansion

The Economic Development Foundation of Brenham, Inc. (“EDF”) Project Manager Clint Kolby presented this item. Kolby explained that the EDF has been working with The Arkitek Studio of Bryan and O’Malley Strand Associates of Brenham on the design and approval of plans and specifications for much of the first half of 2016 to ensure that everything meets the requirements of the Brenham Business Center design guidelines and EDA grant regulations. Construction bids were solicited in July 2016. EDF received two bids in August – one from Collier Construction of Brenham and another from Dudley Construction of Bryan.

Kolby explained that Collier Construction came in as the lowest bidder; however their original bid came in over budget. The EDF worked with Collier, the architect and engineer to reduce the size of the original building plans to keep the project under budget. After reducing the square footage from approximately 12,000 square foot to 7,000 square foot, the new bid from Collier came in under budget.

Kolby said that Collier Construction was selected as the general contractor for this project with the change order in place reflecting the reduced facility size. The revised building plans were submitted and approved by both the EDA and City in December.

The notice to proceed was issued to Collier Construction on January 3, 2017 and a ground breaking is scheduled for January 12, 2017 at 3:30 pm with speakers from the EDA and local stakeholders. The construction project timeline for completion is July 17, 2017.

8. Discuss and Possibly Act Upon the Release of Committed BCDC Funds to the Economic Development Foundation of Brenham, Inc. (“EDF”) for the Public Works and Economic Adjustment Assistance Program Grant through the U.S. Economic Development Administration and Authorize the President to Execute Any Necessary Documentation

EDF President Page Michel presented this item. Michel stated that EDF is respectfully requesting the BCDC to provide the remaining \$150,000 portion of their local match for the EDA federal grant to help pay for the project construction costs.

The BCDC approved the allocation of \$100,000 from the \$250,000 local match at the November 17, 2015 board meeting to help pay for initial project costs. Construction for the new Brenham Workforce & Technical Training Facility is set to begin on January 3, 2017. The remaining \$150,000 will help pay for project costs to the general contractor as well as architectural and engineering services.

A motion was made by Bill Betts and seconded by Jason Kiemsteadt to approve the release of the remaining \$150,000 committed BCDC funds to EDF for the matching EDA grant and authorize the President to execute any necessary documentation.

Chairman Moser called for a vote. The motion passed with the Board voting as follows:

Chairman Charles Moser	Yes
Board Member Bill Betts	Yes
Board Member John Kiemsteadt	Yes
Board Member Darrell Blum	Yes
Board Member Atwood Kenjura	Yes
Board Member John Hasskarl	Yes
Board Member David Cone	Absent

9. Discussion on 2017 Meeting Dates and Times

Chairman Charles Moser asked the Board to review the memo regarding the recommended meeting dates. Moser stated that if there were no known conflicts, then the recommended meeting dates stand. Any adjustments can be made at a later date.

10. Economic Development Foundation Update

Economic Development Foundation President Page Michel provided the highlights from the first quarter report.

11. Staff Updates

➤ Administrative

President Terry Roberts provided the following update:

- Brenham City Council approved the retention for another term of the current BCDC Board members – Bill Betts, Jason Kiemsteadt and John Hasskarl.
- City of Brenham plans to hold an election for the four council positions whose terms are expiring – two at-large positions and Wards 2 and 3.

➤ City Retail Update

Assistant City Manager – General Services Ryan Rapelye provided the following update on two retail development projects:

- Project Alvin has extended their due diligence process to secure a large anchor. This project is approximately 400,000 sq. ft. and is proposed to have approximately 10 retail stores with three medium size stores. This project will be working with Blue Bonnet Electric, possibly to provide an upgrade to Old Mill Creek Road and a 380 agreement with City and a 381 agreement with the County.
- Project Chat is approximately 100,000 sq. ft. with a phase 1 and phase 2. The City will need to look at an incentive package for this developer to provide an upgrade to Salem Road and installation of a traffic light at Woodridge.

➤ Parks & Recreation Update

Community Services Director Wende Ragonis provided the following update:

- Update on the Christmas Swirl: Friday night and Saturday morning, the activities went as planned. However, the parade was canceled.

Aquatics Supervisor Tammy Jaster provided the following update:

- Pictures were shown to the Board on the third and final phase of the fencing project. This project is now complete and is under budget.

Parks Superintendent Casey Redman provided the following update on the projects that BCDC approved:

- Currently working with Tommy Upchurch on the plans for the restrooms at Fireman's Park. Parking lot improvements are currently on hold; waiting for the completion of the restrooms.
- Fireman's Park Scoreboard is on order.
- Field canopies at Hohlt Park are on order.
- Henderson and Jackson signage is on order.
- Basketball courts are being resurfaced at Jackson Street, Henderson Hattie Mae Flowers and Jerry Wilson.

The meeting was adjourned.

Charles Moser
Chairman

ATTEST:

Jeana Bellinger, TRMC
Secretary

MINUTES

BRENHAM COMMUNITY DEVELOPMENT CORPORATION

March 3, 2017

A special meeting of the Brenham Community Development Corporation was held on March 3, 2017, at City Hall, 2nd Floor Conference Room, 200 W. Vulcan, Brenham, Texas beginning at 12:00 p.m.

Board members present were Charles Moser, David Cone, Jason Kiemsteadt, Darrell Blum, Bill Betts, and John Hasskarl.

Board member absent was Atwood Kenjura.

City of Brenham staff members present were Terry Roberts, Ryan Rapelye, Erik Smith, Jeana Bellinger, and Paula Shields.

Others in attendance were Clint Kolby.

1. Chairman Charles Moser called the meeting to order

The regular meeting was closed at 12:04 p.m.

Executive Session

2. Texas Government Code Section 551.072 of the Texas Government Code for Purpose of Deliberation Regarding Real Estate Matters to Consider Land Transaction in the Southwest Industrial Park, Section III for an Industrial Prospect

Re-Open Regular Session

The regular meeting was re-opened at 12:17 p.m.

3. Discuss and Possibly Take Action as a Result of the Executive Session Regarding Real Estate Matters and Land Transaction in the Southwest Industrial Park, Section III for an Industrial Prospect

A motion was made by Jason Kiemsteadt and seconded by John Hasskarl to offer an industrial prospect a ninety (90) day first right of refusal option on 31 acres of land located in the Southwest Industrial Park, Section III and authorize the President to execute any necessary documentation.

Chairman Moser called for a vote. The motion passed with the Board voting as follows:

Chairman Charles Moser	Yes
Board Member Bill Betts	Yes
Board Member John Kiemsteadt	Yes
Board Member Darrell Blum	Yes
Board Member Atwood Kenjura	Yes
Board Member John Hasskarl	Yes
Board Member David Cone	Absent

The meeting was adjourned.

Charles Moser
Chairman

ATTEST:

Jeana Bellinger, TRMC
Secretary



MEMORANDUM

To: BCDC Board and City Manager

From: Carolyn D. Miller
Assistant City Manager-Chief Financial Officer

Subject: BCDC Second Quarter FY16-17 Financial Statements

Date: April 17, 2017

Attached are the second quarter FY16-17 financial statements for BCDC. Notable trends or transactions are discussed below.

Sales Tax Revenue

For FY17, we increased our sales tax revenue budget by 2% over the prior year's budgeted amount. With five months of collections received, FY17 sales tax revenue is trending slightly above budgeted levels. For November and January, collections showed an increase from FY16 while October, December and February collections lagged behind the prior year. Cumulatively, FY17 sales tax revenue is \$28,437 ahead of budget. A budget estimate was used for March 2017 collections.

Financial Statements

The *Economic Development and Brenham Business Center* operations report shows an operating deficit of \$78,636 through the second quarter of FY17. The main reason for the deficit is the expenditure item for the EDA Grant Matching Contribution. At the January 12, 2017 meeting, BCDC approved the release of the second \$100,000 payment of committed funds to the EDF for the EDA Grant. Also worth noting are legal fees of \$2,606 as well as \$5,000 for the earnest money contract related to land acquisition for business park expansion which was approved at the September 22, 2016 special meeting. All other operating expenditures were within budget levels and comparable to prior year.

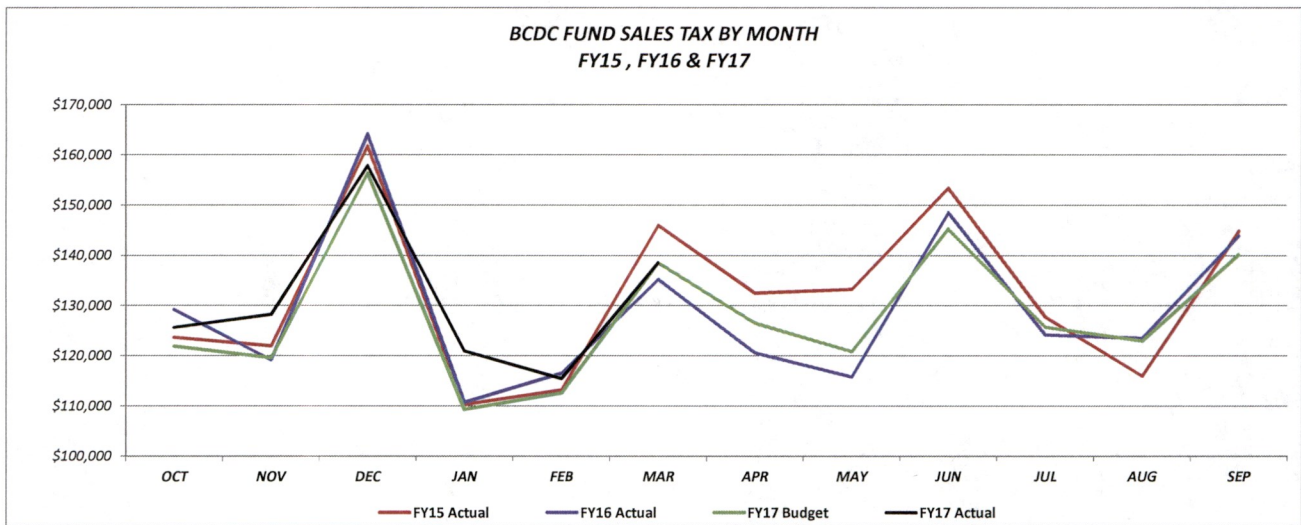
On the *Recreation* side, seven (7) of the 13 approved parks and recreation projects for FY17 have been completed as of the second quarter. All other funded projects are in progress and are expected to be completed during the third and fourth quarters of FY17. The *Recreation* side ended the quarter with an operating surplus of \$165,522.

BCDC Capital Projects

There was no activity in the BCDC Capital Projects Fund for the second quarter of FY17. Approximately \$397,500 of the original \$657,000 allocated for new park infrastructure costs is available for future project expenditures.

After reviewing this information, should you have any questions prior to Thursday's meeting, do not hesitate to contact me directly at 979-337-7566.

**BCDC FUND SALES TAX BY MONTH
FY15 , FY16 & FY17**



	OCT	NOV	DEC	JAN	FEB	MAR	APR	MAY	JUN	JUL	AUG	SEP	TOTAL
FY15 Actual	123,656	121,922	161,823	110,237	113,129	145,981	132,531	133,222	153,375	127,745	115,950	144,871	1,584,441
FY16 Actual	129,223	119,158	164,157	110,698	116,480	135,219	120,593	115,778	148,534	124,156	123,450	143,871	1,551,317
FY17 Budget	121,876	119,596	156,354	109,268	112,511	138,557	126,495	120,850	145,318	125,675	122,973	140,159	1,539,631
FY17 Actual	125,629	128,233	157,825	120,923	115,432	138,557							786,599

estimate

Budget vs. Actual Based on Allocated Budget

Difference	3,753	8,637	1,471	11,655	2,921								
Cummulative	3,753	12,390	13,862	25,517	28,437								

28,437

**BRENHAM COMMUNITY DEVELOPMENT CORPORATION
 COMBINED BALANCE SHEET
 YEAR TO DATE ACTUAL PERFORMANCE
 FOR THE QUARTERS ENDING MARCH 31, 2016 AND 2017**

	YTD Actual 3/31/2016	YTD Actual 3/31/2017	Percent Incr (Decr)
<u>Assets</u>			
Cash and Equivalents	\$ 1,501,182	\$ 1,249,400	-16.77%
Certificate of Deposit-Bank of Brenham	-	500,000 D	
Sales Tax Receivable	255,602 A	138,557 B	-45.79%
Total Assets	<u>\$ 1,756,784</u>	<u>\$ 1,887,957</u>	7.47%
 <u>Liabilities and Fund Balance</u>			
Accrued Liabilities	\$ 259,210 C	\$ 269,866 C	4.11%
Detention Pond Payable	36,968	36,968	0.00%
Total Liabilities	296,178	306,834	
 Fund Balance			
Beginning	1,369,295	1,494,237	
Excess Revenues Over Expenditures	91,311	86,886	
Total Fund Balance	<u>1,460,606</u>	<u>1,581,123</u>	8.25%
 Total Liabilities and Fund Balance	 <u>\$ 1,756,784</u>	 <u>\$ 1,887,957</u>	 7.47%

A - Receivable represents actual sales tax for February and estimated sales tax for March 2016.

B - Receivable represents actual sales tax for February and estimated sales tax for March 2017.

C - Accrued Liabilities relate to March payables, debt service payments and inter-fund transfers which are being allocated quarterly to level out fund performance.

D - In February 2016, \$500,000 of excess cash reserves were invested in a 6 month Bank of Brenham Certificate of Deposit with an interest rate of 0.87%. This CD was renewed for an additional 6 months in August 2016.

**BRENNHAM COMMUNITY DEVELOPMENT CORPORATION
 COMBINED STATEMENT OF REVENUES AND EXPENDITURES
 YEAR TO DATE PRO FORMA PERFORMANCE
 FOR THE QUARTERS ENDING MARCH 31, 2016 AND 2017**

	YTD Actual 3/31/2016	YTD Actual 3/31/2017	Percent Incr (Decr)
<u>Revenues</u>			
Sales Tax	\$ 778,839	\$ 786,599	1.00%
Lease of Land	(1,076)	-	
Interest	1,197	5,701	376.27%
Total Revenues	<u>778,960</u>	<u>792,300</u>	1.71%
<u>Expenditures</u>			
Lawn Maintenance	3,300	3,044	-7.76%
Services - Electrical	3,414	3,415	0.03%
Legal Fees	-	2,606	
Audits & Consultants	1,696	-	
Aquatic Center Fence (3 Phases)	-	37,663	
Aquatic Center Water Play Features (2)	-	-	
Aquatic Center On-Line Registration System	-	-	
Aquatic Center Interior Improvements	-	-	
Park Trash Receptacles	14,645	8,120	
Hohlt and Jackson St. Park Pavilion Picnic Tables	13,363	4,180	
Baseball/Softball Infield Upgrades	98,411	-	
Lightning Detection Syst-Linda Anderson & Fireman's Park	19,533	-	
Hohlt Park Bleachers - Kenjura & Field 4	-	-	
Skate Park Addition	-	-	
Fireman's Park Restroom Upgrades	-	-	
Downtown Christmas Stroll Attraction	10,000	10,000	
Movies in the Park	-	-	
Basketball Court Improvements (4 courts)	-	38,698	
Hohlt Park Shade Canopies	-	38,641	
Fireman's Park Scoreboard Replacement (55% of total cost)	-	35,000	
Henderson & Jackson St. Park Signage	-	-	
Fireman's Park Parking Lot Reconstruction	-	-	
Land Purchase	-	5,000	
Detention Pond Construction	-	2,892	
Note Payable to City - Interest	4,630	3,045	-34.23%
Note Payable to City - Principal	30,982	32,567	5.12%
EDF - EDA Grant Matching Contribution	100,000	100,000	0.00%
EDF Marketing	11,335	10,825	-4.50%
EDF Operations	72,896	84,006	15.24%
Total Expenditures	<u>384,205</u>	<u>419,702</u>	9.24%
Revenues Over (Under) Expenditures	394,755	372,598	-5.61%
<u>Other Financing Sources (Uses)</u>			
Transfer to Aquatic Center	(20,000)	-	-100.00%
Transfer to Debt Service Fund	(57,816)	(59,009)	10 Limited Tax Notes
Transfer to Debt Service Fund	(225,628)	(226,703)	09 Refunded Debt
Total Other Financing Sources (Uses)	<u>(303,444)</u>	<u>(285,712)</u>	
Total Surplus (Deficit)	<u>91,311</u>	<u>86,886</u>	
Fund Balance Beginning of Year	<u>1,369,295</u>	<u>1,494,237</u>	
Estimated Ending Fund Balance	<u>\$ 1,460,606</u>	<u>\$ 1,581,123</u>	

**BRENHAM COMMUNITY DEVELOPMENT CORPORATION
ECONOMIC DEVELOPMENT & BRENHAM BUSINESS CENTER
YEAR TO DATE PRO FORMA PERFORMANCE
FOR THE QUARTERS ENDING MARCH 31, 2016 AND 2017**

	YTD Actual 3/31/2016	YTD Actual 3/31/2017	Percent Incr (Decr)
<u>Revenues</u> 35% of Combined			
Sales Tax	\$ 272,594	\$ 275,310	1.00%
EDF Accumulated Funds	-	-	
Sale of Land	-	-	
Lease of Land	(1,076)	-	
Interest	419	1,995	376.22%
	<u>271,937</u>	<u>277,305</u>	<u>1.97%</u>
<u>Expenditures</u>			
Lawn Maintenance	3,300	3,044	-7.76%
Services - Electrical	3,414	3,415	0.03%
Legal Fees	-	2,606	
Audits & Consultants	1,696	-	-100.00%
Note Payable to City - Interest	4,630	3,045	-34.23%
Note Payable to City - Principal	30,982	32,567	5.12%
EDF - EDA Grant Matching Contribution	100,000 A	100,000 B	0.00%
Land Purchase	-	5,000 C	
Detention Pond Construction	-	2,892	
EDF Marketing	11,335	10,825	-4.50%
EDF Operations	72,896	84,006	15.24%
Total Expenditures	<u>228,253</u>	<u>247,400</u>	<u>8.39%</u>
Revenues Over (Under) Expenditures	43,684	29,905	
<u>Other Financing Sources (Uses)</u>			
Transfer to Debt Service Fund - Principal	(55,000)	(57,500)	10 Limited Tax Notes
Transfer to Debt Service Fund - Interest	(2,816)	(1,509)	10 Limited Tax Notes
Transfer to Debt Service Fund - Principal	(44,685)	(46,590)	09 Refunded Debt
Transfer to Debt Service Fund - Interest	(4,611)	(2,940)	09 Refunded Debt
Total Other Financing Sources (Uses)	<u>(107,112)</u>	<u>(108,540)</u>	
Total Surplus (Deficit)	<u>(63,428)</u>	<u>(78,636)</u>	
Beginning Fund Balance	<u>827,009</u>	<u>788,435</u>	
Estimated Ending Fund Balance	<u>\$ 763,581</u>	<u>\$ 709,799</u> D	

A - At the November 17, 2015 meeting, BCDC approved the release of \$100,000 (payment #1) of committed BCDC funds to the EDF for the Public Works and Economic Adjustment Grant through the EDA.

B - At the January 12, 2017 meeting, BCDC approved the release of \$100,000 (payment #2) of committed BCDC funds to the EDF for the Public Works and Economic Adjustment Grant through the EDA.

C - At the September 22, 2016 special meeting, BCDC approved the purchase of 45 acres of land near the Southwest Industrial Park. The \$5,000 earnest money contract was executed in the 2nd quarter of FY17.

D - At the 1/23/14 meeting, BCDC committed \$40,000 to be paid in FY19 per the terms of a Performance Agreement with Tempur Sealy.

BRENHAM COMMUNITY DEVELOPMENT CORPORATION
RECREATION
YEAR TO DATE PRO FORMA PERFORMANCE
FOR THE QUARTERS ENDING MARCH 31, 2016 AND 2017

	YTD Actual 3/31/2016	YTD Actual 3/31/2017	Percent Incr (Decr)
<u>Revenues</u> <i>65% of Combined</i>			
Sales Tax	\$ 506,245	\$ 511,289	1.00%
Interest	778	3,706	376.30%
	<u>507,023</u>	<u>514,995</u>	1.57%
<u>Expenditures</u>			
Aquatic Center Fence (3 Phases)	-	37,663	
Aquatic Center Water Play Features (2)	-	-	
Aquatic Center On-Line Registration System	-	-	
Aquatic Center Interior Improvements	-	-	
Park Trash Receptacles	14,645	8,120	
Hohlt and Jackson St. Park Pavilion Picnic Tables	13,363	4,180	
Baseball/Softball Infield Upgrades	98,411	-	
Lightning Detection Syst-Linda Anderson & Fireman's Park	19,533	-	
Hohlt Park Bleachers - Kenjura & Field 4	-	-	
Skate Park Addition	-	-	
Fireman's Park Restroom Upgrades	-	-	
Downtown Christmas Stroll Attraction	10,000	10,000	
Movies in the Park	-	-	
Basketball Court Improvements (4 courts)	-	38,698	
Hohlt Park Shade Canopies	-	38,641	
Fireman's Park Scoreboard Replacement (55% of total cost)	-	35,000	
Henderson & Jackson St. Park Signage	-	-	
Fireman's Park Parking Lot Reconstruction	-	-	
Total Expenditures	<u>155,952</u>	<u>172,302</u>	
Revenues Over (Under) Expenditures	351,071	342,693	
<u>Other Financing Sources (Uses)</u>			
Transfer to Aquatic Center	(20,000)	-	-100.00%
Transfer to Debt Service Fund - Principal	(159,840)	(166,653)	09 Refunded Debt
Transfer to Debt Service Fund - Interest	(16,492)	(10,518)	09 Refunded Debt
Total Other Financing Sources (Uses)	<u>(196,332)</u>	<u>(177,171)</u>	
Total Surplus (Deficit)	<u>154,739</u>	<u>165,522</u>	
Beginning Fund Balance	<u>542,286</u>	<u>705,802</u>	
Estimated Ending Fund Balance	<u>\$ 697,025</u>	<u>\$ 871,324</u>	

**BCDC CAPITAL PROJECTS FUND
AS OF MARCH 31, 2017**

	Budget	Total to Date	Fav (Unfav)
<u>Funds Available</u>			
Transfer from BCDC - Kruse Park Infrastructure Costs	657,000	657,000	-
Transfer from BCDC - Kruse Park Title Policy Costs	6,877	6,877	-
Contribution from Developer - Road Construction	735,044	735,044	-
Interest Income	3,161	3,161	-
	<u>1,402,082</u>	<u>1,402,082</u>	<u>-</u>
<u>Use of BCDC Funds</u>			
Kruse Family Park			
Road construction to cul de sac - 25% City / 75% Kruse	967,743	967,743	-
Gessner Engineering - soil testing - 25% City / 75% Kruse	12,315	12,315	-
Creek crossing	225,000	-	225,000
Road extension to new park	72,000	-	72,000
Water line materials	70,545	-	70,545
Sewer line materials	30,000	-	30,000
Land - Title Policy	6,877	6,877	-
City Reimb of J&C road construction invoices paid by Developer	17,601	17,601	-
Total	<u>1,402,082</u>	<u>1,004,537</u>	<u>397,545</u>
Contingency	<u>-</u>	<u>-</u>	<u>-</u>
Total Uses	<u>1,402,082</u>	<u>1,004,537</u>	<u>397,545</u>
Fund Balance	<u>-</u>	<u>397,545</u>	



City of Brenham
Engineering Department
200 W. Vulcan St.
Brenham, Texas 77834

Memorandum

Date April 13, 2017
To BCDC Board Members
From Lori Lakatos, PE, CFM
Subject Brenham Business Center Detention Pond Status Update

The BCDC authorized an agreement with O'Malley Strand Associates, Inc. in August 2016 for the design of the Brenham Business Center detention facility, located in the southwest corner of the Brenham Business Center.

O'Malley Strand has completed the preliminary design and letter report in December 2016 and moved forward with the final design. The design is roughly 50% complete. O'Malley Strand will be meeting with the United States Army Corp of Engineers (USACE) to discuss the permitting process and requirements.

O'Malley Strand will be available to discuss the status update and possible options for the design and construction.



To: BCDC Board
From: Terry K. Roberts, BCDC President
Subject: **Brenham Family Park Master Plan**
Date: April 17, 2017

Brenham Family Park is a currently undeveloped 107 acre tract of land donated by Ed and Evelyn Kruse that will serve as a feature signature park in our community for future generations of citizens of and visitors to Brenham. The primary access to the Park is via the extension of Chappell Hill Street that has been jointly developed by the Kruse Family and the BCDC.

While we are currently dealing with a blank canvass of possibilities, one of the planned unique features of the future park will be the construction of a 7.5 acre lake feature in the northern section of the property. As part of the original development agreement with the donors, they will construct the lake feature for storm water detention for their remaining property and the City will assume maintenance of it as a water amenity for the new park.

Jones and Carter consulting engineers have been retained by the Kruse Family to undertake the project including the design of the facility and the securing of necessary federal permits. It is anticipated the detention pond/lake feature will be completed in the fall of 2018.

Grant Lischka and Erin Williford of Jones and Carter have provided updates to the BCDC on their work associated with the project. Staff feels it would be logical to consider engaging Jones and Carter to assist the City and BCDC in developing a master plan of the new Park.

We asked them to submit a proposal to the BCDC detailing a scope of services that would assist the BCDC, Parks Board, city staff and citizens of Brenham to create a vision for the new park to augment our existing parks and recreation facilities.

Brenham Family Park Master Plan

Page 2

April 17, 2017

The BCDC and Parks Board have appointed representatives of their respective boards to work with city staff and outside consultants to plan the future of Brenham Family Park. Representing the BCDC are Darrel Blume and John Hasskarl and representing the Parks Board are Bill Betts and Paula Buls.

Attached is the Jones and Carter proposal including cover letter and scope of work. The engagement is anticipated to take roughly six months and would be performed in consultation with the joint committee, city staff and community stakeholders.

The projected cost of \$XX,XXX is not a budgeted item at this time so the funding would have to come from reserves if initiated now or deferred for budget consideration in the FY 17-18 fiscal year.

The Jones and Carter team will be here Thursday morning to outline the proposed scope of work and answer any of your questions.



6330 West Loop South, Suite 150
Bellaire, Texas 77401
Tel: 713.777.5337
Fax: 713.777.5976
www.jonescarter.com

April 17, 2017

Mr. Terry Roberts, President
Brenham Community Development Corporation
200 W. Vulcan
PO Box 1059
Brenham, TX 77834-1059

Re: Brenham Family Park Plan

Dear Mr. Roberts:

Jones|Carter appreciates the opportunity to perform work on the Brenham Family Park Plan for the Brenham Community Development Corporation (BCDC). We recognize this is an opportunity to serve the community and provide a lasting impact for years to come.

Our team is currently working with the Kruse Family on the Brenham Family Park Site to design the proposed 7.5 acre detention/amenity lake and secure an environmental permit to perform the work. With our detailed understanding of the project site our team possesses crucial background information that will give the BCDC a head start in the development of the Plan.

In addition to the work our team is currently performing on-site, Erin Williford, Project Manager, brings unique professional and personal knowledge to the team. Erin has extensive expertise and experience working in various aspects of park development. Most notably, Erin has worked through complex design issues associated with the redevelopment of Buffalo Bayou Park in Houston, Texas and the design and construction of the North Houston Bike Park. Bolstered by her team, including planners Chelsea Young, AICP and Allie Isbell, AICP, Jones|Carter has experience documenting and building consensus among stakeholders, developing creative ideas for outdoor spaces, as well as presenting complex concepts in easy-to-understand ways. In addition to the team's professional proficiency, Erin has strong family ties to the City of Brenham and she is personally invested in the success of the park system in the City.

Our Scope of Services including schedule, deliverables, and fee is attached for your review. Thank you for the opportunity to submit this proposal and we look forward to a successful project. An executed copy of this proposal will serve as our notice to proceed. Please return one copy for our file. Should you have any questions, please call.

Sincerely,

A handwritten signature in blue ink, appearing to read 'Grant L. Lischka'.

Grant L. Lischka, P.E.
Client Manager

A handwritten signature in blue ink, appearing to read 'Erin E. Williford'.

Erin E. Williford, P.E.
Project Manager

APPROVED AND ACCEPTED BY:

Signature

Name and Title Printed

Date

Scope of Services

Jones|Carter will prepare the Brenham Family Park Plan for the BCDC. The Plan will include an evaluation of existing conditions, coordination with stakeholders, recommendations of phased park improvements, and cost estimates to complete the work. The Plan will include the following tasks.

Task 1: Existing Conditions

Jones|Carter will evaluate the existing conditions of the park and surrounding area including the following:

- A. Understanding of Environmental Context through Data Collection
- B. Collect GIS Data for Basemaps
- C. Review 2014 Park Plan
- D. Review Demographics Data
- E. Perform Recreational Needs Assessment
- F. Site Investigation
- G. Summary of Existing Park Inventory

Task 2: Park Plan

Jones|Carter will evaluate existing conditions and develop recommendations for park improvements including the following steps:

- A. Develop Project Goals
 - a. Vision, Goals, and Objectives for the future of the park
 - b. Potential facilities to be included (amenity lake, variety of trails, parking, pavilion, boardwalk, lighting, picnic facilities, restroom, fishing facilities, sports fields, others)
- B. Develop Project Program
 - a. List possible activities to occur within the park
 - b. Identify possible location for associated facilities
- C. Develop Project Alternatives
 - a. Develop up to three alternatives with associated summaries of benefits and impacts
- D. Identify Preferred Alternative
 - a. Select most suitable alternative after input from City Staff and the Parks/BCDC Joint Committee
- E. Develop Draft Park Plan
 - a. Expand upon Preferred Alternative
- F. Final Park Plan

Task 3: Implementation Schedule

Jones|Carter will prepare a schedule for implementation including the following:

- A. Phased implementation schedule with Phase 1 scheduled for Fall 2018.
- B. Preliminary detailed construction cost estimates for Phase 1.
- C. High level construction cost estimates for up to three phases of implementation.

Task 4: Funding Assistance

Jones|Carter will assist the BCDC in seeking funding opportunities for implementation of the Park Plan including the following potential opportunities:

- A. Texas Park and Wildlife Department
 - a. Local Parks Grants (Deadline October 1st each year)

- b. Recreational Trails (Deadline February 1st each year)

Task 5: Graphic Support

Jones|Carter will provide graphics to support the Park Plan including the following:

- A. Once a preferred alternative is selected, renderings illustrating the park facilities and features will be provided by implementation phase.
- B. GIS maps
 - a. Basemaps/Existing Conditions
 - b. Recommended Projects by Phase

Task 6: Meetings

Jones|Carter will prepare for and attend the following meetings:

- A. City Staff Coordination Meetings – Four meetings to review status of the project and seek input and feedback from City Staff.
- B. Parks/BCDC Joint Committee Meetings – Two meetings: 1) to gather information and seek input and 2) to present the draft plan and receive comments.
- C. Parks/BCDC Combined Board Meeting – One meeting to present the final plan.
- D. City Council Meeting – One meeting to present the final plan.

Task 7: Public Involvement

Jones|Carter shall support the BCDC in their Public Involvement efforts related to the park. Specifically, Jones|Carter shall attend one public meeting and assist the BCDC by providing maps, graphics/renderings, and any other handouts or visual aids necessary for public involvement. It is understood that the BCDC will lead the public meeting and Jones|Carter will be present in a supportive role.

Task 8: Landscape Architect

Jones|Carter will facilitate the procurement of a landscape architect to assist in the development of the Park Plan.

Task 9: Preliminary Utility Design

Jones|Carter will determine what utility service requirements are needed based on the proposed phases on implementation. Costs for these utilities will be included in the totals for the Park Plan.

Schedule

Based on our estimate of the hours required to complete this project, it is estimated the project can be completed in 6 months from the notice to proceed. A detailed schedule follows.

Brenham Family Park Plan: Proposed Schedule							
	Apr-17	May-17	June-17	July-17	Aug-17	Sept-17	Oct-17
Task 1 Existing Conditions							
Task 2 Park Plan							
Task 3 Implementation Schedule							
Task 4 Funding Assistance							
Task 5 Graphic Support							
Task 6 Meetings							
A. City Staff Coordination Meetings							
B. Parks/BCDC Joint Committee Meetings							
C. Parks/BCDC Combined Board Meeting	*						
D. City Council Meeting							
Task 7 Landscape Architect Procurement							
Task 8 Utilities							

* April 20th: Present Proposal

Deliverables

1. Final GIS files
2. Park Plan Renderings
3. Draft Park Plan
4. Final Park Plan with Implementation Schedule and Cost Estimates
 - a. Electronic Copy
 - b. Hard Copies (manage number of hard copies with the reimbursable budget)

Fee

The fee shall be lump sum, not to exceed \$46,442. The detailed level of effort and rate schedule are attached.

Special Considerations

1. Attendance at additional meetings not detailed in the proposal shall be considered an additional service and will be billed hourly in accordance with the attached "Schedule of Hourly Rates."

Brenham Family Park Plan
 City of Brenham
 Level of Effort
 April 17, 2017

Task	Activity	Division Manager	Senior Project Manager	Senior Project Engineer	Engineer VI/ Planner V	Planner IV	Engineer II	GIS Operator III	CAD Operator IV	Designer II	Construction Manager VII	Admin. II	Task Hours	Task Total
Brenham Family Park Plan														
1	Existing Conditions		4		6	12		8					30	\$ 3,830.00
2	Park Plan	6	20		28	48						20	122	\$ 16,080.00
3	Implementation Schedule	2	4			8							14	\$ 2,180.00
4	Funding Assistance		2		2	4							8	\$ 1,170.00
5	Graphic Support		2		4	20				40			66	\$ 7,140.00
6	Meetings	6	20									10	36	\$ 5,760.00
7	Public Involvement		4		6	8				8			26	\$ 3,382.00
8	Landscape Architect	12										4	16	\$ 2,720.00
9	Preliminary Utility Design		2		4	10							16	\$ 2,180.00
	Subtotal Cost													\$ 44,442
REIMBURSABLE EXPENSES														
														\$ 2,000
	Total Not to Exceed Fee													\$ 46,442
	Total Hours	26	58	0	50	110	0	8	0	48	0	34	334	
	Rates per Rate Schedule	\$ 210.00	\$ 200.00	\$ 175.00	\$ 145.00	\$ 120.00	\$ 94.00	\$ 90.00	\$ 73.00	\$ 94.00	\$ 160.00	\$ 50.00		



SCHEDULE OF HOURLY RATES

Effective January 2017 - Subject to Annual Revision in January 2018

ENGINEERING PERSONNEL

Engineer I	\$ 88
Engineer II	\$ 94
Engineer III	\$107
Engineer IV	\$115
Engineer V	\$130
Engineer VI	\$145
Engineer VII	\$160
Sr. Project Engineer	\$175
Sr. Project Manager	\$200
Division Manager	\$210
Senior Manager/Regional Manager/Practice Leader	\$225
Corporate Manager	\$250

ELECTRICAL ENGINEERING PERSONNEL

Electrical Engineer I	\$ 94
Electrical Engineer II	\$105
Electrical Engineer III	\$120
Electrical Engineer IV	\$130
Electrical Engineer V	\$140
Electrical Engineer VI	\$155
Electrical Engineer VII	\$170
Sr. Electrical Project Engineer	\$190
Sr. Electrical Project Manager	\$220

CONSTRUCTION PERSONNEL (Includes Mileage)

Project Representative I	\$ 53
Project Representative II	\$ 60
Project Representative III	\$ 70
Project Representative IV	\$ 85
Project Representative V	\$ 95
Project Representative Coordinator	\$100
Construction Manager I	\$ 88
Construction Manager II	\$ 94
Construction Manager III	\$107
Construction Manager IV	\$115
Construction Manager V	\$130
Construction Manager VI	\$145
Construction Manager VII	\$160

OFFICE PERSONNEL

Office Assistant	\$ 35
Engineer's Assistant I	\$ 45
Engineer's Assistant II	\$ 60
Engineer's Assistant III	\$ 75
Engineer's Assistant IV	\$ 86
Admin I	\$ 40
Admin II	\$ 50
Admin III	\$ 65
Admin IV	\$ 73
Admin V	\$ 85
Contract Coordinator	\$ 60
Staff Assistant	\$ 90
Assistant Controller/ Chief Accountant	\$100
Corporate/Project Acct. I	\$ 70
Corporate/Project Acct. II	\$ 85

SURVEYING PERSONNEL

1-Person Field Crew	\$125
2-Person Field Crew	\$160
3-Person Field Crew	\$195
4-Person Field Crew	\$225
Scanner Equipment	\$100
Survey Technician I	\$ 60
Survey Technician II	\$ 75
Survey Technician III	\$ 95
Project Surveyor I	\$ 67
Project Surveyor II	\$ 80
Project Surveyor III	\$ 95
Project Surveyor IV	\$108
Chief of Survey Crews	\$100
Registered Prof. Land Surveyor	\$150
Survey Manager	\$175

DESIGNERS/DRAFTING PERSONNEL

CAD Operator I	\$ 44
CAD Operator II	\$ 52
CAD Operator III	\$ 62
CAD Operator IV	\$ 73
CAD Operator V	\$ 87
CAD Manager	\$ 92
Designer I	\$ 84
Designer II	\$ 94
Designer III	\$100
Designer IV	\$110
Designer V	\$120
Designer VI	\$135
GIS Operator I	\$ 65
GIS Operator II	\$ 80
GIS Operator III	\$ 90
GIS Operator IV	\$110
GIS Operator V	\$125
Computer Tech	\$ 60
Computer Manager	\$100

PLANNING PERSONNEL

Planner I	\$ 75
Planner II	\$ 90
Planner III	\$105
Planner IV	\$120
Planner V	\$150



SCHEDULE OF REIMBURSABLE EXPENSES
 Effective January 2017
 Subject to Annual Revision in January 2018

1. Reproduction performed in office

<u>Size</u>	<u>Black & White</u>	<u>Color</u>
8½ x 11 (single-sided)	\$0.05/page	\$.50/page
8½ x 11 (double-sided)	\$0.15/page	\$ 1.00/page
8½ x 14	\$0.15/page	\$.75/page
11 x 17	\$0.20/page	\$ 1.00/page
<u>Large Document Prints/Plots</u>	<u>Black & White</u>	<u>Color</u>
Translucent Bond	\$0.30/sq ft	\$ 3.00/sq ft
Color Bond	\$0.35/sq ft	\$ 4.00/sq ft
Photographic Bond	\$4.00/sq ft	\$ 6.00/sq ft
Vellum	\$1.00/sq ft	N/A
Mylar (4 mil)	\$2.00/sq ft	N/A
<u>Aerial Backgrounds</u>		
All sizes	\$5.00/sheet (plus above sq. ft. cost)	

2. Transportation (mileage): \$0.54/mile
3. Subcontracts and all other outside expenses and fees: Actual cost plus 10% service charge
4. Surveying Expenses
- a. Crew Rates: Includes time charged portal to portal and the first 120 miles of transportation and standard survey equipment
 - b. Special Rental Equipment: Actual cost plus 10%
 - c. Stakes: Cost plus 10% service charge where an excessive number of wooden stakes or any special stakes are required
 - d. Iron Rods and Pipes: Cost plus 10%
 - e. All-Terrain Vehicle (ATV): \$150/day
 - f. Overnight Stays: \$190/night
 - g. Overtime Rates: Jobs requiring work on weekends or holidays billed at 1.5 times the standard rate
 - h. Sales Tax: To be paid on boundary-related services.
 - i. Deliveries, abstracting services, outside reproduction costs, and other reimbursable expenses charged at cost plus 10%



GENERAL CONDITIONS OF AGREEMENT

AUTHORIZATION FOR WORK TO PROCEED

Signing of this PROPOSAL/AGREEMENT for services shall be authorization by the CLIENT for Jones & Carter, Inc. (JC), to proceed with the work, unless stated otherwise in the AGREEMENT.

STANDARD OF PRACTICE

Services performed by JC under this AGREEMENT will be conducted in a manner consistent with that level of care and skill ordinarily exercised by members of the engineering profession currently practicing in the same locality under similar conditions. No other representation, expressed or implied, and no warranty or guarantee is included or intended in this AGREEMENT, or in any report, opinion, document, etc., prepared by JC.

BILLING AND PAYMENT

The CLIENT, recognizing that timely payment is a material part of the consideration of this AGREEMENT, shall pay JC for services performed in accordance with the rates and charges set forth herein. Invoices shall be submitted by JC on a monthly basis and the full amount shall be due and payable to JC upon receipt. If the CLIENT objects to all or any portion of an invoice, the CLIENT shall notify JC in writing within seven (7) calendar days of the invoice date and pay that portion of the invoice not in dispute.

The CLIENT shall pay an additional charge of 0.75% of the invoiced amount per month for any payment received by JC more than thirty (30) days from receipt of the invoice, excepting any portion of the invoiced amount in dispute and resolved in favor of the CLIENT. Payment thereafter shall be first applied to accrued interest and then to the principal unpaid amount.

OWNERSHIP/REUSE OF DOCUMENTS

All documents, including original drawings, opinions of probable construction cost, specifications, field notes, and data provided or furnished by JC pursuant to this AGREEMENT are instruments of service in respect to the Project and JC shall retain ownership and property interest therein whether or not the project is completed. The CLIENT may make and retain copies for the use of the Project by the CLIENT and others; however, such documents are not intended or suitable for reuse by the CLIENT or others on extensions of the Project or on any other Project. Any such reuse without written approval or adaptation by JC for the specific purpose intended shall be at the CLIENT'S sole risk and without liability to JC, and the CLIENT shall indemnify and hold harmless JC from all claims, damages, losses, and expenses including attorney's fees arising out of or resulting therefrom.

COST ESTIMATES

Cost estimates prepared by the engineer represent his best judgment as a design professional familiar with the construction industry. It is recognized, however, that the engineer has no control over the cost of labor, materials, or equipment; over the contractor's methods of determining bid prices; or over competitive bidding or market conditions. Accordingly, the engineer cannot and does not guarantee that bids will not vary from any cost estimate prepared by him.

INSURANCE

JC agrees to maintain Workers' Compensation Insurance to cover all of its own personnel engaged in performing services for the CLIENT under this AGREEMENT.

LIMITATION OF LIABILITY

JC agrees to carry out and perform the services herein agreed to in a professional and competent manner. The CLIENT agrees that JC shall not be liable for error, omission, or breach of warranty (either expressed or implied) in the preparation of designs and drawings, preparation of surveys, designation and selection of materials and equipment for the project, or the performance of any other services in connection with any assignment for which specific authorization is given by CLIENT under this agreement, except to the extent that he fails to exercise the usual degree of care and judgment of an ordinarily prudent engineer in the same or similar circumstances or conditions.

In order for the CLIENT to obtain the benefit of a fee which includes a lesser allowance for risk funding, the CLIENT agrees to limit JC's liability arising from JC's professional acts, errors or omissions, such that the total aggregate liability of JC shall not exceed JC's total fee for the services rendered on this project.

INDEMNIFICATION

JC agrees, to the fullest extent permitted by law, to indemnify and hold the CLIENT harmless from any damage, liability, or cost (including reasonable attorney's fees and costs of defense) to the extent caused by JC's negligent acts, errors, or omissions in the performance of professional services under this AGREEMENT including anyone for whom JC is legally liable.

The CLIENT agrees, to the fullest extent permitted by law, to indemnify and hold JC harmless from any damage, liability, or cost (including reasonable attorneys' fees and costs of defense) to the extent caused by the CLIENT'S negligent acts, errors, or omissions and those of his or her contractors, subcontractors or consultants, or anyone for whom the CLIENT is legally liable, and arising from the Project that is the subject of this AGREEMENT.

JC is not obligated to indemnify the CLIENT in any manner whatsoever for the CLIENT'S own negligence.

CONSEQUENTIAL DAMAGES

The CLIENT shall not be liable to JC and JC shall not be liable to the CLIENT for any consequential damages incurred by either due to the fault of the other, regardless of the nature of this fault, or whether it was committed by the CLIENT or JC employees, agents, or subcontractors. Consequential Damages include, but are not limited to, loss of use and loss of profit.

TERMINATION

This AGREEMENT may be terminated with or without cause at any time prior to completion of JC's services either by the CLIENT or by JC, upon seven (7) days written notice to the other at the address of record. Termination shall release each party from all obligation of this AGREEMENT except compensation payable to JC for services rendered prior to Termination. Compensation payable at termination shall include payment for services rendered and costs incurred up to the termination date in accordance with JC's currently effective hourly rate schedule and direct expense reimbursement policy.

SUCCESSORS AND ASSIGNS

CLIENT and JC each binds himself, and his partners, successors, executors, administrators, and assigns to the other party of this AGREEMENT and to partners, successors, executors, administrators, and assigns of such other party in respect to all covenants of this AGREEMENT. Neither CLIENT nor JC shall assign, sublet, or transfer his interest in this AGREEMENT, without written consent of the other. Nothing contained herein shall be construed as giving any rights or benefits hereunder to anyone other than the CLIENT and JC.

SEVERABILITY

Any provision or part of the AGREEMENT held to be void or unenforceable under any law or regulation shall be deemed stricken and all remaining provisions shall continue to be valid and binding upon the CLIENT and JC, who agree that the AGREEMENT shall be reformed to replace such stricken provision or part thereof with a valid and enforceable provision that comes as close as possible to expressing the intention of the stricken provision.

SPECIAL PROVISIONS

The amount of an excise, VAT, gross receipts, or sales tax that may be imposed shall be added to the compensation as stated in the proposal.

CONTROLLING LAW

This AGREEMENT shall be governed by the laws of the State of Texas.



Memorandum

To: BCDC Board Members

From: Dane Rau

Date: April 17, 2017

Re: Discussion and Update Regarding Fireman's Park Restroom Project

BCDC Board Members

Throughout the last few months a lot of progress has been made on the design of the Fireman's Park Restroom Project. Staff has been working with Tommy Upchurch to come up with a design and footprint that will improve the facilities at Fireman;s Park for the many users. Tommy will be at the meeting to discuss the project, outline the time of the bids and take us through final construction timelines. We are planning to have the project bid out and ready for construction around July. This will allow Maifest and Juneteenth activities to not be affected.

Tommy will also discuss his concept of the WPA facility and how he will incorporate this structure into the park setting.



MEMORANDUM

TO: BCDC Board of Directors
FROM: Wende Ragonis
SUBJECT: Main Street Initiatives
DATE: April 12, 2017

The intent of this memo is to update you, a key stakeholder in the development of economic vitality for the downtown district, on the progress of recent Main Street initiatives. The last Main Street update was provided at the April 21, 2016 BCDC Board meeting. At that time two committees of the Main Street Advisory Board: Economic Restructuring Committee (ERC) and Planning Committee had come together for a series of joint meetings where three strategic priorities were identified: 1) attract a downtown hotel development, 2) negotiate the ownership of TX Dot right of way and 3) improve the relationship with the key downtown stakeholders. In addition, staff gathered feedback from various development industry experts and the recurring themes presented by these experts were: 1) downtown needs a hotel within walking distance to support the new conference center destination, 2) the transportation flow should create prosperity in downtown by reducing speeds thus increasing pedestrian safety, 3) public investment in streetscapes and infrastructure encourage density and retail growth in the area, 4) the downtown district is historically authentic and should be preserved and 5) all agree that the downtown economy is essential to the strength of the overall local economy of the area. The Main Street Board and all of its committees accepted these priorities and considered the industry expert feedback to establish a strategic plan of action. The objective of Main Street is to develop solutions that ensure preservation (and education) while stimulating growth and stability in the downtown historic district.

Below is an update on the progress of Main Street's three key priorities:

- 1) *Attract a downtown hotel development:* Staff has been in contact with multiple private industry hotel consultants and developers expressing interest in bringing a downtown hotel to fruition. This continues to be a top priority for Main Street. With the City's new role as of January 2017 operating the Barnhill Center at the Historic Simon Theatre, it has become clear that mid-week conference delegates desire a hotel development within walking distance to their meeting venue. *Project Luxury* has been included on the Economic Development Foundation's monthly prospect list and updates regarding the progress of a pending hotel development are discussed through this channel.

- 2) *Negotiate the ownership of TX Dot right of way:* ERC Committee Chairman, Jim Moser, has led the effort with City staff's support to create a Pedestrian Retail Zone within the historic downtown district. This would include three areas of control: 1) the local control of vehicular traffic in the predominately pedestrian downtown district (including the placement of speed deterrents), 2) a local determining voice in the development of streetscapes which would encourage pedestrian retail traffic and 3) local control through municipal ordinances with the ability to enforce those ordinances for commercial signage and awning, bench, planter and table placement in the TX Dot right-of-way. Committee Chairman Moser has contacted the Offices of State Representative Leighton Schubert and State Senator Lois Kolkhorst to discuss the plight of Brenham Main Street as it relates to these TX Dot right-of-way concerns. Staff also presented a memorandum to both State Representative Leighton Schubert and State Senator Lois Kolkhorst bringing forth concerns of Main Street Brenham, specifically with the transportation flow in the downtown district. Main Street Brenham seeks local control from TX Dot for the right-of-ways within the historic district. Main Street Brenham with the City's support, has development the Brenham Downtown Master Plan to act as a vision for the historic downtown district and many of the goals outlined in this Plan cannot be implemented without local control of the TX Dot right-of-way in the historic district. As policy advisors from both Representative Schubert and Senator Kolkhorst's offices have meet at the state level with TX Dot on behalf of Main Street Brenham, it has been suggested that this matter is address with an addendum to the Municipal Maintenance Agreement with our regional TX Dot office. Staff has scheduled a meeting with the regional TX Dot staff for May 12, 2017.

- 3) *Improve the relationship with the key downtown stakeholders:* Staff along with Main Street Board members have worked to provide updates more frequently to downtown merchants, Main Street volunteers, BCDC, City Council and County Commissioners. County Commissioner, Luther Hueske, is now an active member of the ERC committee and provides insight and information relevant to Main Street from a County perspective. The County was also a key partner in the downtown Lighted Christmas Parade weekend of activities and provided an on-site staff member for one night of festivities. Page Michel, an ERC Committee member, and other City staff provide frequent updates the County Judge and have made a request for the cleaning of the Courthouse. This request is currently being considered. Main Street Brenham will continue to provide opportunities for all stakeholder's to attend informational meetings, so feedback from stakeholder's can be considered as planning and development in the district continues.

In addition to action taken on these priorities, Main Street and the City staff supporting Main Street activities are committed to being responsive to the market driven needs of the district such as the Southside activities and the new development along Market Street and Commerce, the "Four Star Concert Hall". Private investment into these areas is trending upwards and many projects are either proposed or currently in progress. While these are not the only investments in the downtown district as many business and building owners continue to make improvements to their properties, these are two developments that will bring new pedestrian traffic to "blighted" areas of the downtown district. The City will need to consider infrastructure, zoning and streetscape improvements to incorporate these areas into the downtown district. Updates for the Southside District and the proposed "Four Star Concert Hall" are listed below.

Southside District Updates: With the recent market drive investments in the area just south of the existing B3 district along 1st Street between S. Park and Church St, staff along with Main Street Brenham have developed a new zoning district. This area was identified in the Downtown Master Plan as the Southside district which would house arts and craft retailers. Several informational meetings of property owners and area businesses impacted by a potential change in rezoning were held with feedback was gathered and considered for the proposed zoning change. A B4 zoning district was created and name the *Neighborhood Business District*. This district, if approved, will encourage a mix of commercial, office, service, residential and governmental uses while preserving the historical/commercial character of the unique district. Development Services staff will take this zoning district to a Planning Zoning Board meeting, then it will be presented in to Council. This process should be complete in June 2017.

With these investments and zoning changes which will encourage more development in the district, staff sought an outside firm to conduct a drainage study for this area. The study is complete and there are significant improvements to the drainage infrastructure which are needed. Staff will work through the budget process to seek out funding for improvements to this blighted area.

“Four Star Concert Hall”: Mr. John Elford recently purchased the St. Anthony Laundry building located at 209 S. Market S. with plans to turn the building into a concert venue. Mr. Elford did provide much detail about his plan to the local media, and has named his venue, the “Four Star Concert Hall”. Main Street through its five (5) year capital plan is seeking funding to first secure land for parking and second to construct a parking lot and develop continuity with streetscapes. New development in an area that has not seen growth in quite some time is another factor the City will consider when planning for improvements in the downtown district.

Each year as required to maintain the Main Street state and national accreditation, staff must complete an annual work plan and report for the four Main Street committees. These are working documents and change as each committee updates their plan of action. A summary of Main Street committee updates is listed below:

Economic Restructuring Committee (ERC): Downtown Brenham continues to experience some of the highest first floor occupancy rates in decades and investments from the private sector continues as well. A key area of concentration the past 12 months for this committee has been to take an inventory of all incentives available to downtown property owners and businesses and to develop new incentives that can best meet the needs of those wanting to invest in the district. The ERC has gathered feedback from various building owners to identify challenges and obstacles for growth and redevelopment. When operating out of a historic building there are many challenges, especially when the building itself is not compliant to the current building codes, and zoning “Use” changes occur. A key concern is the high cost of fire suppression. In an effort to be innovative and seek solutions, Main Street Brenham sought input from an industry expert in fire suppression in existing or historic buildings, Tommy Herald with HG Fire Systems. Mr. Herald is completing an assessment at no cost to Main Street for various blocks and buildings in the downtown district. An estimated cost for the first block (to include the block of Wilder/Hermann buildings) was \$5.11 per sq. ft. At 61,395 square feet, that block would cost almost \$314,000. Reports on two (2) other blocks – with different types of building uses – is expected soon.

Again, each historic building presents its own unique challenges, but this is a step to finding an innovative solution for those in the private sector wishing to make an investment into the district. With the knowledge gained from the aforementioned due diligence, this committee has developed incentive programs to assist building owners and businesses in funding code compliance, construction costs for underperforming buildings in the district, beautification such as exterior paint, and innovative businesses opportunities new to the district. Incentives available at this time include:

- **Incentive Grant Fund.** This is a reimbursement grant program which has been funded historically through private donations and funds raised through Main Street volunteers. Since 2014, Main Street has raised proceeds totaling approximately \$20,000. Major façade improvements, including masonry maintenance, exterior paint-only grants, a new roof and window restorations have been accomplished through this reimbursement program. The goal is not only to make downtown more attractive, but to increase the economic vitality of downtown by increasing sales tax and property values while preserving and enhancing Brenham's architectural and cultural heritage.
- **Economic Impact & Innovation Grant (EIIG).** Approved just last year by the Main Street Board, this new grant is being offered to unique business interests that will have a positive effect on the downtown economy. In addition, programs created to increase foot traffic downtown and give visitors a reason to extend their stay, are eligible for funding. The program would offer up to \$15,000 to assist with large expenses like code compliance such as fire suppression and ADA requirements.
- **Sign Grant.** Main Street has set aside \$2500 to fund a reimbursement grant for professional signage.
- **Tax Credit Program.** Main Street partnered with the Texas Historical Commission's Tax Credit Specialist, Caroline Wright, to host a workshop for historic property owners. The purpose of this event was to begin educating downtown historic property owners on the new state historic tax credit which is available. The new program offers a 25% franchise tax credit on eligible expenses, and when partnered with the 20% federal tax credit, a substantial benefit is now being offered to historic properties. As a National Register District, contributing members do not have to be individually listed to be eligible for these programs. This new state program provides downtown Brenham's historic property owners a new opportunity to fund a restoration and/or redevelopment project.

Design Committee: Main Street Brenham's Design Committee has partnered with the Texas Downtown Association in an effort to recognize downtown projects that are making a difference, through the President's Awards Program. This Committee continues to host the Main Street Workshop Series with two upcoming presentations: 1) Signage & Graphics, and 2) Retail Window Displays. The committee is working on solutions to illuminate downtown alleys and the downtown area in general year round to make downtown a more welcoming destination. The Committee is in the progress of development for the design of the convertible street which BCDC allocated funding to in FY16. Convertible streets throughout downtown are part of the Downtown Master Plan. They expect to see preliminary designs for the Douglas Street Convertible Street in early summer 2017. Also the Committee work plan is pursuing the new Wayfinding signage, to which Main Street contributed \$28,000 toward the design. As growth occurs to the south and east, the committee anticipates the need for improving not only drainage to these developing areas, but also the continuance of the streetscape design into the area as well so they become visually part of Downtown Brenham.

Promotion Committee: Staff requested funding during the FY17 budget process to design a branded, dynamic and impactful website with fully integrated social media to bring more attention to and promote Downtown Brenham as a 1) year-long retail destination attraction for tourists, 2) a great place to relocate an innovative retail business, 3) promote the district as a conference center destination and 4) promote the many events and festivals hosted by downtown business, groups and Main Street. The marketing materials and media will integrate the design and branding to increase awareness of all that Downtown Brenham offers as a destination and a historic economic retail center. Staff has received three quotes for this new marketing service and is in the process of awarding the contract to the vendor selected. The Promotion Committee is looking at expanding programming options including public private partnerships to ensure Main Street continues to offer events that not only positively impact the visitor experience, but also help fundraise so the incentive programs can continue to prosper.

Organization Committee: The focus of the Organization Committee is to partner with groups that are stakeholders in downtown, and help with the various programs of Main Street. This committee has spearheaded two programs that are helping to preserve the history of our community. One is Local History Day that involves almost 150 volunteers and sponsors from the community, and logs more than 850 volunteer hours to accomplish. Getting local historical organizations, including The Brenham Heritage Museum, the Heritage Society of Washington County, Washington on the Brazos State Park Association,

and historical groups from Independence, Chappell Hill and Burton, working together to share our history with 4th and 7th grade students, is a major accomplishment of this committee and the Main Street. The other program is an Oral History Project that continues to collect histories of long-time Brenham residents. We started working with BISD, but the program is now being continued at the Nancy Carol Roberts Memorial Library. Increasing the Main Street social media presence is part of the work of this committee, and design of the downtown shopper's guide is a project this committee completes each year as well. In addition, there are two seasonal community events held in downtown, the Scarecrows and Easter Eggs. Each of these activities partner with the downtown businesses to encourage pedestrian and retail traffic. Staff organizes these activities (placement, voting, guidelines, etc.) for the community and the participating artists. Both the Easter Eggs and Scarecrows have become part of the atmosphere and celebration of the fall and spring seasons in downtown Brenham.

This summary provides a few of the highlights from the last 12 months of Main Street initiatives. Main Street Brenham has many stakeholder's key in continuing progress for the district. It is the goal of the City staff supporting Main Street Brenham that BCDC continues its role as a key stakeholder especially as more private investment is made into the district. Downtown Brenham continues to be a premiere tourist destination for the area which is evident in the continued growth in retail and strong first floor occupancy rates.



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MEMORANDUM

To: BCDC Board
From: Page Michel, EDF President
Subject: EDF 2nd Quarter Activity Report
Date: April 13, 2017

The EDF 2nd Quarter Activity Report is attached for your review. An update on recent projects will be given at the BCDC meeting on April 20th.

Please do not hesitate to contact the EDF office at 979-836-8927 or edf@brenhamtexas.com if you have any questions or comments regarding EDF programs and activities.



Activity Report

January 2017

Business Retention & Expansion Program:

- Meeting with Paragon Machine Technology to discuss workforce development programs.
- BR&E survey interview with RR Donnelley.
- Ribbon cuttings at Mill Creek Custom Homes and Personnel Services.

Marketing:

- New Lead IQ tool was installed on the EDF's website.
- Sent out *Brenham Economic Development Update – January 2017* e-newsletter.
- LoopNet.com
 - Brenham Business Center: 176 views
 - Southwest Industrial Park: 267 views
- BrenhamEDF.com
 - Visits: 566
 - Pageviews: 1,373
 - Total Property Searches: 333
 - Most Popular Property: 3401 S. Blue Bell Rd. (21)
 - Total Business Searches: 6
 - Total Reports Generated: 22

Prospects & Development:

- Meeting with Project City Girl to discuss their business expansion plans.
- Meeting with Project Chatt to discuss their development plans and economic incentives.
- Meeting with Project Dream to discuss their business expansion plans.
- Submitted property information directly to Project Black Gold,
- Submitted property information directly to Project Frame.
- Submitted property information directly to Project Derby.
- Submitted prospect proposal for Project Water Lily to the Governor's Office.
- Responded to 16 requests for business start-up information, land information or statistics.

EDA Grant-Tech Center Expansion Project:

- Notice to Proceed was issued to general contractor.
- Groundbreaking ceremony was held on site with community leaders.
- Submitted forms to EDA for financial reimbursements.

Education & Professional Networking:

- Meeting with KDW to discuss business development opportunities in Brenham.
- Meeting with local LCRA Regional Council representatives.

Administrative:

- Attended City Council meetings.
- Attended BCDC board meeting.
- Attended Chamber of Commerce board meeting.
- Attended Chamber & EDF Annual Banquet.
- Attended City/EDF staff meeting.
- Continued updating data on EDF website.



Activity Report

February 2017

Business Retention & Expansion Program:

- Hodde Tech Center Advisory Committee meeting to discuss workforce development programs.
- Meeting with Project Spring to discuss their parking needs.
- BR&E survey meeting with Miner/Trox.
- BR&E survey meeting with REM Surface Engineering.

Marketing:

- Pre-planning meeting with City staff to discuss development of the Gurrech property.
- Sent out *Brenham Economic Development Update – February 2017* e-newsletter.
- LoopNet.com
 - Brenham Business Center: 144 views
 - Southwest Industrial Park: 224 views
- BrenhamEDF.com
 - Visits: 682
 - Pageviews: 1,628
 - Total Property Searches: 464
 - Most Popular Property: 1910 E. Tom Green St. (15)
 - Total Business Searches: 0
 - Total Reports Generated: 5

Prospects & Development:

- Meeting with Project Derby to discuss site selection.
- Discussion with Project Dream regarding their business expansion plans.
- Submitted property information to Project Mammoth Cave.
- Submitted three prospect proposals to the Governor's Office.
- Responded to 23 requests for business start-up information, land information or statistics.

EDA Grant-Tech Center Expansion Project:

- Progress meeting with general contractor and architect.
- Submitted forms to EDA for financial reimbursements.

Education & Professional Networking:

- Chamber Networking Breakfast at Mill Creek Homes.
- Meeting with Burditt Consultants representative to discuss business development.
- Attended NAM's State of Manufacturing at the Emerson's Innovation Center in Austin.
- Meeting with Coldwell Banker Commercial agents to discuss business development.
- Attended Tourism Initiatives Group meeting.

Administrative:

- Attended City Council meetings.
- Attended Main Street Board meeting.
- Attended Chamber of Commerce board meeting.
- Attended Alliance meeting.
- Attended City/EDF staff meeting.
- Facilitated bimonthly meeting of the Alliance.
- Continued updating data on EDF website.



Activity Report

March 2017

Business Retention & Expansion Program:

- Ribbon Cutting at Associated Credit Union of Texas.
- Brenham ISD Career & Technical Education Advisory Committee meeting to discuss community outreach.
- Meeting with Valmont HR Manager to discuss community outreach.

Marketing:

- Sent out *Brenham Economic Development Update – March 2017* e-newsletter.
- LoopNet.com
 - Brenham Business Center: 127 views
 - Southwest Industrial Park: 227 views
- BrenhamEDF.com
 - Visits: 543
 - Pageviews: 1,328
 - Total Property Searches: 277
 - Most Popular Property: 2470 Valmont Drive (10)
 - Total Business Searches: 8
 - Total Reports Generated: 5

Prospects & Development:

- BCDC special meeting to request Right of First Refusal Agreement for Project Dream.
- Meeting with Project Mammoth Cave to discuss their expansion plans.
- Meeting with Project Valve to discuss their expansion plans.
- Meeting with Project Church to discuss their development plans.
- Meeting with developer to discuss their development plans.
- Responded to 23 requests for business start-up information, land information or statistics.

EDA Grant-Tech Center Expansion Project:

- Progress meeting with general contractor and architect.
- Submitted forms to EDA for financial reimbursements.
- Meeting with O'Malley Strand to discuss accessibility standards.

Education & Professional Networking:

- TEDC webinar on "Best Practices for Responding to Requests for Proposals".
- Facilitated a roundtable for local businesses with Joint Oil & Gas Industry Association representative.
- Chamber of Commerce Centennial Picnic Celebration at Firemen's Park.
- Lifetime Learning luncheon at Blinn College.

Administrative:

- City Council meetings.
- Main Street board meeting.
- Chamber of Commerce board meeting.
- Held Selection Committee meeting and conducted interviews for the Project Manager position.
- City/EDF staff meeting.
- Attended the Blinn RELIS Campus ground breaking event in Bryan.
- Continued updating data on EDF website.