

Minutes

City of Dickinson

**Dickinson Economic
Development Corporation
REGULAR MEETING**

July 22, 2019

NOTICE that a **REGULAR MEETING** of the Dickinson Economic Development Corporation of the City of Dickinson, County of Galveston, State of Texas, was held on **Monday, July 22, 2019, at 6:30 p.m.** at Dickinson City Hall, 4403 Highway 3, Dickinson, Texas 77539 in the Council Chambers for the purpose of considering the following numbered items. The Dickinson Economic Development Corporation of the City of Dickinson, Texas reserved the right to meet in a closed session on any of the below items should the need arise and if applicable pursuant to authorization by Title 5, Chapter 551, of the Texas Government Code.

- ITEM 1.) CALL TO ORDER AND CERTIFICATION OF A QUORUM:** The meeting was called to order by President Robert Donley at 6:32 p.m. A quorum was present as the following members were in attendance: Jessie Brantley, Robert Donley, Chris Heard, Dawn King, Mark Martelli and Bill Schick. Also in attendance: Alison Benton, Interim Economic Development Executive Director, Mayor Julie Masters, Councilman Wally Deats and DEDC Attorney Habib Erkan. Not in attendance: Chad Rankin.
- ITEM 2.) PUBLIC COMMENT:** No comments were made.
- ITEM 3.) CONSIDERATION AND POSSIBLE ACTION CONCERNING:** Approval of the minutes of the Dickinson Economic Development Corporation's July 8, 2019 Regular Board Meeting. Jessie Brantley motioned to accept the minutes as written, seconded by Dawn King, passing unanimously.
- ITEM 4.) BRIEFING, DISCUSSION AND POSSIBLE ACTION CONCERNING:** A Professional Services Agreement with Community Strategies LLC for strategic planning and project management services. Kathy Thomas, Owner, Community Strategies LLC presented a contract amendment extending her contract to October 31, 2019. Extension includes a compensation of \$18,200 based on up to 130 hours at an hourly rate of \$140 plus mileage and out-of-pocket expenses, not to exceed \$1500, unless the scope changes.

There was an in-depth discussion regarding the scope of work, timeline and approval regarding the requested amendment. Kathy Thomas stated since she hasn't received her contract extension, she sent an amended request memo directly to President Donley on July 16 requesting still 5 months but asking to begin from date of execution instead of her original extension date, beginning June 5th.

When asked about the amended contract status, Alison Benton noted Habib Erkan had been out of the country for 2 weeks, so his associate Charlie Zech filled in on his behalf. After President Donley and Bill Schick requested further clarification following the June 10th board meeting, Ms. Benton requested from Ms. Thomas a breakout of hours to be incorporated into the language of the amendment. Ms. Benton said that it was a standard practice for consultant contracts and something she would require from any vendor, but Ms. Thomas refused to provide it to her.

Jessie Brantley stated since her original contract did not require a breakout of hours, he didn't see a need for this request to be incorporated into the amendment since it is based on hours with a not-to-exceed amount. He continued to say that if the Board desires this language to be incorporated, he's in agreement. Ms. King stated she thought the amendment was just an extension of the original contract on the same terms.

Chris Heard motioned that we authorize the agreed initial contract with Community Strategies based on the Tuesday, July 16 memo so we can continue the process of engaging Community Strategies for the development of the Public Market related to the creation of the Board of Advisors. Dawn King seconded.

VOTE:

Ayes (J. Brantley, D. King, C. Heard)

Nays (B. Schick, M. Martelli)

Did Not Vote (R. Donley)

MOTION PASSED

ITEM 5.) BRIEFING, DISCUSSION AND POSSIBLE ACTION CONCERNING: College of the Mainland's request to utilize Dickinson Historical Railroad Center's Community Room to conduct educational classes.

Initially Chris Heard motioned to accept, seconded by Dawn King prior to discussions. After Bill Schick asked for discussion, Dawn King provided a brief explanation stating how she has been working with the College of the Mainland for 3 years and they would like to have a presence in Dickinson. College of the Mainland has viewed several locations within Dickinson, feeling the Community Room is best suited for what they are looking for. They would like to begin with one (1) day a week, low-impact classes starting in the Fall. College of the Mainland is drafting a simple Memorandum of Understanding for review and execution. Joan Malmrose, Director of Dickinson Historical Society has committed to oversee the room for any setup/clean-up that may be required. No charge will be required for use of the room to begin with, since the College of the Mainland has already set their budget and no money is available at this time.

Chris Heard said that a simple MOU would suffice, as it is not a binding agreement. The lease agreement for the Depot is between the City of Dickinson and the Historical Society, being maintained through improvements from the TXDOT grant originated 20 years ago. There is no formal documentation between the City and DEDC for leasing of the Depot buildings. Alison

Benton will research documents to find the agreements, since the funds that maintain the Depot are paid for by the DEDC. Per Ms. Malmrose, the funding was to come from the hotel/motel tax, which they have never received.

The Historical Society will not be the entity to approve the MOU, since the agreement is 20+ years old. Prior to Hurricane Harvey when the Community Room was being rented out, Angela Forbes would execute the agreements on behalf of the City and the DEDC. Further discussions will determine how formal the agreement should be, but presently it will be permission to use. Prior to the motion being made, Habib Erkan stated the MOU should be executed by the President of the DEDC Board.

Jessie Brantley motioned to authorize the President to execute the MOU that will be drafted by the College of the Mainland for their request to utilize Dickinson Historical Railroad Center's Community Room to conduct educational classes at no cost to the EDC, seconded by Chris Heard, passing unanimously.

ITEM 6.) BRIEFING, DISCUSSION AND POSSIBLE ACTION CONCERNING: Update and approval regarding the following items for Dickinson Public Market:

- i. Establish a Public Market Board of Advisors as a 90-day Ad Hoc Committee: President Donley requested that one of the members on the Board of Advisors be someone familiar with the Public Market, so that when review of the Feasibility Study begins, other members are brought up to speed. President Donley recommended Darrell Carney, as not only someone familiar with the project, but also a resident of Dickinson, since this is a Dickinson project.

Chris Heard stated the 13 members identified are well-rounded business leaders who can provide a business plan, and by adding a 14th member or eliminating 1 of the 13, he feels we'll get to a point where no one will want to serve on the Board of Advisors.

Mr. Heard was under the impression Ms. Thomas had already begun making initial calls to the recommended Board of Advisors, but there was confusion on the motion dated back on June 10, 2019. Chris Heard presented a motion to establish a Public Market Board of Advisors as a 90-day Ad Hoc committee for board clarification starting August 1, seconded by Dawn King.

- ii. Approve Roles & Responsibilities, Committee's Charge, Areas of Expertise, Updated Timeline. This item was tabled in the June 10 Board Meeting. Habib Erkan said a motion to un-table this was required in order to proceed. Chris Heard motioned to un-table Item ii, Section 6, seconded by Jessie Brantley, passing unanimously.

Dawn King expressed her concerns regarding the timeline, stating she thought the 90-day Ad Hoc was just for the Board of Advisors to review the Feasibility Study.

Jessie Brantley said we need to set realistic timeline expectations for the Board of Advisors to begin meeting and reviewing the Feasibility Study, and not move forward on the Business Plan until the permanent Economic Director has been appointed.

A milestone schedule with dates needs to be set, such as:

- Establish the Board of Advisors after Ms. Thomas returns from vacation on August 10 and her amended contract has been executed
- Present the Board of Advisors to the DEDC Board
- Establish when the Board of Advisors will finish reviewing the Feasibility Study
- Establish how long it will take the DEDC Board to approve the Feasibility Study after input from the Board of Advisors' review and recommendations
- Begin drafting the Business Plan

Dawn King asked if Kathy Thomas' amended contract is executed July 23, would August 1 be a good effective start date to begin establishing the Board of Advisors, Ms. Thomas agreed to the August 1 start date.

Jessie Brantley asked the Core Team, since they are the authors of the original document, to prepare for the next Board meeting, August 12, if it would be possible to have a revised Committee's Charge, Roles & Responsibility and Timeline. Ms. Benton and Chris Heard advised they would make themselves available for the Core Team to meet prior to Ms. Thomas leaving for vacation and Ms. Thomas stated she would be available if her contract is received and executed.

President Donley stated our next Board meeting is August 12th, therefore wait for Ms. Thomas to have returned from vacation and she may have her executed contract by then. This will give her time to start talking and possibly to have met with the Board of Advisors so she'll have something to present by our next meeting on August 26th.

- iii. Public Market Project Business Plan outline, to be written by the DEDC Interim Executive Director and reviewed by the project Board of Advisors. Chris Heard explained how the Interim Executive Director and the Board of Advisors drafts the Business Plan and the Board of Advisors' main role is to determine "how strong is the project".

Mark Martelli thought a Project Manager was to be appointed by the DEDC Board to assist the Economic Development Director and assist in drafting the business plan. Chris Heard doesn't feel we should hire a full-time employee, but a consultant with full staff.

Dawn King brought up the imbalance in roles between Community Strategies and the DEDC Interim Director, as well as the number of applicants for the Executive Director position. She is in favor of the DEDC board possibly hiring an outside consultant to work on the business plan so when the new director comes on board, they would be brought up to speed by the consultant.

Chris Heard made a motion to approve the Board of Advisors makeup of 13 members as articulated in the June 6th memo provided by Community Strategies, seconded by Dawn King. There was no call for the vote.

ITEM 7.) BRIEFING, DISCUSSION AND DIRECTION CONCERNING: Development of Fiscal Year 2019-2020 Budget. Alison Benton went over the proposed Fiscal Year's 2019-2020 budget by line item, in comparison to last year's budget. Specific line items discussed:

- Contractual Payments: Mark Martelli asked we find out the payoff on the Cedar Oaks/Sussan properties
- Legal – DEDC attorney's office Rampage is opening up a new office in League City, which will cut down on travel costs from San Antonio, for attending Board meetings. Alison Benton and President Donley will meet with Beverly West, our new proposed attorney on Tuesday, August 6th at 10 AM.
- Interlocal Agreement for administrative services between the City of Dickinson and the DEDC in the amount of \$32,333
- Projects & Programs: Adopt-A-Street Program (Keep Dickinson Beautiful), Mayor Masters asked we keep the \$2500 in the budget for signage. Harvey Relief Fund has been expended and the DVFD was a one-time expenditure, so these line items can be removed. Festival of Lights is requesting \$40,000 to be budgeted this year. DEDC to look for Resolution.
- Alison Benton will work with Sandy Clarkson, Interim Finance Director for the City of Dickinson to combine line items split between Museum-Tourism and DEDC Administration/Operations.
- 380 Agreement: Sandy Clarkson explained how the EDC was overpaid \$363,824 by ArchRock. DEDC could either pay back in one lump sum or be charged 2% finance charge for a payment plan. The Board agreed on a lump sum payment.
- Once changes are made to the budget, the Board will review again.

ITEM 8.) EXECUTIVE SESSION: No Executive Session was conducted.

ITEM 9.) ADJOURN: There was a motion by Bill Schick, seconded by Jessie Brantley to adjourn the meeting, passing unanimously. The meeting was adjourned at 9:15 p.m.

PASSED, APPROVED AND ADOPTED this the 12th day of August, 2019



Robert Donley
DEDC Board President