

PUBLIC NOTICE

DEVELOPMENT CORPORATION OF ABILENE, INC.

A meeting of the Development Corporation of Abilene, Inc. ("DCOA") will be held on December 15, 2021, at 850 North 1st Street, Community Foundation of Abilene's Board Room, Abilene, Texas commencing at 9:00 am to consider the Agenda set forth below.

The meeting may include members of the DCOA's Board of Directors ("Board") participating remotely by videoconference. In accordance with the Texas Government Code, the location of the meeting where a quorum of the DCOA's Board will be physically present is 850 North 1st Street, Community Foundation of Abilene's Board Room, Abilene, Texas and it is the intent of the DCOA to have a quorum present at that location.

Under Agenda Item 3, the opportunity for public comment will be announced and members of the public should identify themselves at that time should he or she choose to make any comments concerning any Items on the Agenda. Under Item 3 on the Agenda, public comments concerning Items on the Agenda are allowed for up to 3 minutes per person (or in the event that a person addresses the Board through a translator, such public comments on Items on the Agenda is allowed for up to 6 minutes).

AGENDA

December 15, 2021

9:00 am

1. Call the meeting to order
2. Invocation
3. Public Comment on Agenda Items
4. Governance Schedule
5. Approval of minutes from the October 27, 2021 and November 17, 2021 board meetings
6. DCOA Financial Report for Fiscal Year 2021
7. Announcement that Abilene received the Barksdale Trophy and that Dyess Air Force Base received the Eaker Trophy, Mitchel Trophy, Ellis Giant Sword Trophy, and the Fairchild Trophy
8. Executive Session:
The DCOA reserves the right to adjourn into executive session at any time during the course of this meeting to discuss any of the matters listed, as authorized by the Texas Government Code Sections:
 1. 551.071 (Consultation with Attorney)
 - A. Service Agreements with Texas Tech University for the Small Business Development Center and the Abilene Industrial Foundation
 - B. CEO Employment Agreement
 2. 551.072 (Deliberations about Real Property)
 3. 551.074 (Personnel Matters)
 - A. CEO Employment Agreement

4. 551.087 (Business Prospect/Economic Development)
 - A. Project Artemis
 - B. Project Backbone
 - C. Project Zeus

9. Report from the President and CEO:
 1. Discussion and possible approval of a Resolution approving expenditures over \$50,000 as described in the President and CEO's report
 2. Marketing Initiatives
 3. Annual Report

10. Discussion and possible approval of a Resolution authorizing the DCOA's President to enter into a Fiscal Year 2022 contract with the Texas Tech University for the Small Business Development Center

11. Discussion and possible approval of a Resolution authorizing the DCOA's President to enter into an agreement with the Abilene Industrial Foundation and/or amend the DCOA's agreement with the Abilene Industrial Foundation

12. Discussion and possible approval of a Resolution authorizing an amendment to the DCOA CEO's Employment Agreement and/or salary and benefits

13. Discussion regarding the election and appointment of the DCOA's officers

14. Discussion of the next board meeting date

15. Adjournment

CERTIFICATE

I hereby certify that the above notice of meeting was posted on the bulletin board at the City Hall of Abilene, Texas, on the 9th day of December, 2021 at 4:40 p.m.



City Secretary



Misty Mayo, President & CEO

NOTICE

Persons with disabilities who would like special assistance or need special accommodations to participate in this meeting should contact the Development Corporation of Abilene, Inc., (325) 676-6390, at least forty-eight (48) hours in advance of this meeting. Telecommunication device for the deaf is (325) 676-6360.

GOVERNANCE SCHEDULE

2021 DCOA Governance Schedule

Fiscal Year 2021									Fiscal Year 2022			
Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Post Agenda (72 hrs prior to the meeting)
X	X	X	X		X	X	X	X	X	X	X	Monthly Board Meeting (Minimum quarterly meeting)
X												Annual Meeting of Board of Directors (first regularly scheduled board meeting of the year)
	X											State of the City Address by Mayor
						X						Economic Development Plan to City Council (annually: prior to, or in conjunction with, the annual budget)
						X						Annual Budget to City Council (sixty days prior to start of next fiscal year: August 2, 2021)
												Additional Meetings, as needed

Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Governance: Semi-Annual & Annual Reviews
X												Presentation/Proclamation to Outgoing Board Members (City of Abilene and the Board)
X												Welcome New Board Member(s)
X												New Board Member(s) Onboarding
X												Officer Election (President, Chair, Vice Chair, Secretary, Treasurer & others, as determined)
X												Bank Account Signature Card

Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Governance: Reports of Activity
			X									Partner Written Reports of Activity for activity from October 1, 2020 - March 31, 2021 due April 15, 2021 (ABI, AIF, AISD, Griggs, SBDC, & MAC)
									X			Partners Written Reports of Activity for activity from April 1, 2021 - September 30, 2021 due October 15, 2021 (ABI, AIF, AISD, Griggs, SBDC, & MAC)
	X											Present Report of Activity - MAC
		X										Present Report of Activity - AIF
					X							Present Report of Activity - DCOA
							X					Present Report of Activity - AISD
									X			Present Report of Activity - ABI
												Present Report of Activity - SBDC
												Present Report of Activity - Griggs

2021 DCOA Governance Schedule

Fiscal Year 2021									Fiscal Year 2022			
Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Governance: Annual Approvals
X												Approve Annual Street Expenditure Projects per Agreement COA ('20-'23)
	X											Review and adopt a written resolution approving the DCOA Investment Policy (annually)
		X										Submit Required Report (Local Gov. Code 502.151) to Comptroller by April 1, 2021
		X										Financial Audit Prepared by 3rd Party Auditor
					X							Financial Audit Presented to Board
					X							Partners: Annual Budget Request (ABI, AIF, AISD, SBDC, MAC & Griggs) due June 1, 2021
						X						Annual Budget to Board (sixty days prior to start of next fiscal year: August 2, 2021)
									X			New Fiscal Year Contracts (ABI, AIF, AISD, SBDC, MAC & Griggs)
								X				Annual Consideration and Commission for a Financial Audit
								X				Staffing/Staff Evaluation (Staff Potential Conflicts of Interest)

Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Governance: Monthly Board Meeting Review
X	X	X	X		X	X	X	X	X		X	Approval of Last Meeting's Minutes
X	X	X	X		X	X	X	X	X		X	Financial Report Presented by DCOA Staff (Accounting Firm, As Requested)
X	X	X	X		X	X	X	X	X		X	Schedule Next Meeting Date
X			X			X			X			Sales Tax Report - Quarterly
					X							Review of Strategic Plan
					X							Review of Governance Checklist
						X			X			Written Quarterly Investment Report (within 45 days following the end of the quarter)

Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Project & Properties Review on Demand
X	X	X	X		X	X	X	X	X		X	Properties (as needed)
X	X	X	X		X	X	X	X	X	X	X	Projects (as needed)
X	X	X	X		X	X	X	X	X		X	Board Approval of Expenditures Over \$50,000 (as required)
												● Benchmark Comparisons

Rv. 12/09/21

**BOARD MEETING MINUTES
OCTOBER 27, 2021**

**DEVELOPMENT CORPORATION OF ABILENE, INC.
BOARD MEETING MINUTES
OCTOBER 27, 2021**

MEMBERS PRESENT: Jack Rich Vic Corley Sam Vinson
Floyd Miller Shea Hall*

**Shea Hall joined the meeting by videoconference.*

STAFF PRESENT: Misty Mayo Julie Johncox Brock New
Amy Whitmer Akane Thaxton Ashley Whitmer
Regi McCabe-Gossett

GUESTS PRESENT: Chris Shelton McMahon Surovik Suttle, PC
Victor Barber Abilene Marshal's Department
Doug Williamson Abilene Chamber of Commerce
Don Green Abilene Regional Airport
Kate Alvarez Abilene Regional Airport

1. **CALL THE MEETING TO ORDER:** Chair Jack Rich called the meeting to order at 9:00 am and introduced all Board Members present both in-person and virtually.
2. **INVOCATION:** Board Member Floyd Miller offered the invocation.
3. **PUBLIC COMMENT ON AGENDA ITEMS:** Chair Jack Rich announced an opportunity for the public to comment on any of the agenda items. He further stated that there would be no votes or formal action taken during public comment, that this would allow members of the public to present ideas and information to the DCOA Board and staff pertaining to the items on the agenda, and that if there was anyone who would like to make a public comment, to please state their name and address. No members of the public requested to make public comment. Thus, Chair Jack Rich moved on to Agenda Item 4.
4. **GOVERNANCE SCHEDULE:** CEO Misty Mayo stated that the 2021 governance schedule is in the packet. The governance schedule is a tool that ensures the DCOA is operating on schedule and can be amended as needed.
5. **APPROVAL OF MINUTES FROM THE SEPTEMBER 28, 2021 BOARD MEETING:** Sam Vinson moved to approve the minutes from the September 28, 2021 Board meeting. Vic Corley seconded, and the motion passed.
6. **DCOA FINANCIAL REPORT FOR AUGUST 2021 AND QUARTERLY SALES TAX REPORT:** Regi McCabe-Gossett, DCOA Controller, presented the Financial Report for August 2021. As of August 31, 2021, the DCOA's year-to-date total operating revenue was \$12,669,703, and cash at the end of the period was \$35,275,445. The DCOA's total assets were \$91,953,582, and the DCOA's total liabilities were \$421,176.

Regi McCabe-Gossett presented the Sales Tax Report for October as reported by the City of Abilene. The sales tax rebate for October is \$4,304,204.12, which represents August sales. Economic Development received \$1,076,051.03 of the sales tax rebate. This is the first rebate for the 2021-2022 fiscal year.

7. PRESENTATION OF REPORT OF ACTIVITY FROM THE ABILENE REGIONAL AIRPORT (ABI) REGARDING AGREEMENT WITH DCOA: CEO Misty Mayo introduced Don Green and Kate Alvarez with the Abilene Regional Airport. Currently, the DCOA contracts with the Abilene Regional Airport to manage the Airport Business Development Program.

Don Green thanked the DCOA Board for their continued support of the program and presented on the Fiscal Year 2022 program.

- Marketing the Airport: Media Campaigns, ABI-VIP Program, Civic Engagement, and Sponsorships
- Air Service Development: Consultant, Airline Meetings, and Future of New Service
- Economic Development Opportunities: Partnerships for Local Vendor Opportunities, Expansion, Development on Airport, and Exploring Recruitment Opportunities for Civilian and Military Contractors

8. EXECUTIVE SESSION: Chair Jack Rich stated: I hereby announce we are going into Executive Session pursuant to Texas Government Code Sections 551.071, .072, .074, and .087 to consult with legal counsel, discuss real property transactions, personnel matters, and discuss economic development negotiations involving a business prospect, as set forth on the agenda, and that any vote or action will be taken in open session.

Chair Jack Rich announced the date is October 27, 2021, and the time is 9:26 am. Later, Chair Jack Rich announced the date is still October 27, 2021, and the time is 11:31 am, and that no vote or action was taken in Executive Session.

9. REPORT FROM THE PRESIDENT AND CEO: CEO Misty Mayo presented Resolution DCOA-2022.04, approving expenditures greater than or equal to \$50,000. CEO Misty Mayo presented the expenditures over \$50,000 for approval. Sam Vinson made a motion to approve Resolution DCOA-2022.04, approving expenditures greater than or equal to \$50,000. Floyd Miller seconded, and the motion passed.

CEO Misty Mayo reported on the honors and awards the DCOA has received. The DCOA received the 2021 Community Economic Development Award for Innovativeness for the DCOA's project with Great Lakes Cheese from the Texas Economic Development Council. In addition, the DCOA Team received the 2021 Sterling Award from Workforce Solutions of West Central Texas.

CEO Misty Mayo provided an update on the DCOA's Marketing Initiatives. Misty Mayo participated as a panelist at the Texas Economic Development Council Annual Conference. The DCOA Team conducted multiple marketing missions including: (a) International Economic Development Council Annual Conference; (b) Texas Economic Development Council Annual Conference; (c) High Ground Annual Meeting; and (d) Business Facilities LiveXChange. CEO Misty Mayo explained the DCOA has begun an active social media campaign on Facebook, LinkedIn, and Instagram for DevelopAbilene and encouraged the public and DCOA Board to follow all DevelopAbilene social media pages.

10. DISCUSSION AND POSSIBLE APPROVAL OF AN AMENDMENT TO THE DCOA'S FINANCIAL POLICIES & PROCEDURES: CEO Misty Mayo presented the amended Financial Policies & Procedures. Chair Jack Rich noted the Financial Policies & Procedures will now authorize the DCOA's Chief Operating Officer to make expenditures up to \$25,000 so long as said expenditures are set forth in the DCOA's annual budget, as such annual budget is approved by the Board and the City

Council. CEO Misty Mayo also made a note that the amended Financial Policies & Procedures reflect revisions that updated titles and are consistent with the DCOA's recently revised Bylaws. Sam Vinson made a motion to approve the amended Financial Policies & Procedures. Floyd Miller seconded, and the motion passed.

11. DISCUSSION AND POSSIBLE APPROVAL OF A RESOLUTION REGARDING THE AUTHORITY OF THE DCOA'S CHIEF OPERATING OFFICER TO TAKE CERTAIN ACTIONS ON BEHALF OF THE DCOA: CEO Misty Mayo presented Resolution DCOA-2022.02, authorizing the DCOA's Chief Operating Officer to enter into contracts for the purchase of goods and services, so long as said contracts do not involve expenditures that exceed (i) \$25,000; and/or (ii) the amounts set forth for said expenditures in the DCOA's annual budget as such annual budget is approved by the Board and the Abilene City Council. Chair Jack Rich noted that the Resolution is in line with the DCOA's newly amended Financial Policies & Procedures.

Sam Vinson made a motion to approve Resolution DCOA-2022.02, authorizing the DCOA's Chief Operating Officer to take certain actions on behalf of the DCOA as set forth in the Resolution. Shea Hall seconded, and the motion passed.

12. DISCUSSION AND POSSIBLE APPROVAL OF A RESOLUTION APPROVING THE APPOINTMENT OF THE DCOA'S PRESIDENT/CHIEF EXECUTIVE OFFICER TO ENTER INTO A LEASE AGREEMENT WITH BLUE CROSS BLUE SHIELD: CEO Misty Mayo presented Resolution DCOA-2022.03, authorizing the DCOA's President to enter into a lease agreement for the lease of real property to Blue Cross Blue Shield for an initial term of 2 years and 6 months along with an option for Blue Cross Blue Shield to exercise up to 3 renewal terms at 2 years and 6 months each with an annual base rent of up to \$2,380,000 (\$14.00 per square foot) for the initial term and a 2% increase in base rent for each renewal term.

Floyd Miller made a motion to approve Resolution DCOA-2022.03, authorizing the DCOA's President to enter into a lease agreement for the lease of real property to Blue Cross Blue Shield as set forth in the Resolution. Shea Hall seconded, and the motion passed.

13. DISCUSSION AND POSSIBLE APPROVAL OF A RESOLUTION AUTHORIZING MATCH FUNDING FOR A STATE OF TEXAS DEFENSE ECONOMIC ADJUSTMENT ASSISTANCE GRANT FOR B-21 FIBER OPTIC LINE UPGRADES AT DYESS AIR FORCE BASE: CEO Misty Mayo presented Resolution DCOA-2022.01 for funding of up to \$300,000 to cover the community contribution requested for the DEAAG so that the Fiber Optic Line Upgrades can be installed at Dyess Air Force Base. Funding is contingent upon 50% match funding being provided by the DEAAG and that the recipient of the funds enter into an agreement with the DCOA providing that if for any reason the funds are not used for the construction of the Fiber Optic Line Upgrades, the funds must be returned to the DCOA.

CEO Misty Mayo noted that the DCOA contracts with the Abilene Chamber of Commerce for the Military Affairs Committee. The Military Affairs Committee has requested the DCOA to commit matching funds in order to leverage for grant awards. Since January 2020, the DCOA Board has approved nearly \$1.3 million in matching grant funds for projects at Dyess Air Force Base. CEO Misty Mayo explained the DCOA Board's support is critical to ensure the retention and growth of Dyess Air Force Base.

Sam Vinson made a motion to approve Resolution DCOA-2022.01, approving funding of up to \$300,000 to cover the community contribution requested for the DEAAG so that the Fiber Optic Line Upgrades can be installed at Dyess Air Force Base. Vic Corley seconded, and the motion passed.

14. DISCUSSION OF THE NEXT BOARD MEETING DATE: Board Members considered dates for the next two meetings, and Chair Jack Rich announced that the next scheduled meetings of the DCOA Board are tentatively scheduled for November 30, 2021, at 9:00 am and December 15, 2021, at 9:00 am.

15. ADJOURNMENT: There being no further business, the meeting was adjourned.

Jack Rich, Chair

Vic Corley, Secretary & Treasurer

**BOARD MEETING MINUTES
NOVEMBER 17, 2021**

**DEVELOPMENT CORPORATION OF ABILENE, INC.
BOARD MEETING MINUTES
NOVEMBER 17, 2021**

MEMBERS PRESENT: Jack Rich Vic Corley Sam Vinson
Floyd Miller Shea Hall*

**Shea Hall joined the meeting by videoconference.*

STAFF PRESENT: Misty Mayo Julie Johncox Brock New
Akane Thaxton Ashley Whitmer Regi McCabe-Gossett

GUESTS PRESENT: Chris Shelton McMahon Surovik Suttle, PC
Samuel Garcia

1. CALL THE MEETING TO ORDER: Vice Chair Sam Vinson called the meeting to order at 9:00 am and introduced all Board Members present both in-person and virtually.

2. INVOCATION: Vice Chair Sam Vinson offered the invocation.

3. PUBLIC COMMENT ON AGENDA ITEMS: Vice Chair Sam Vinson announced an opportunity for the public to comment on any of the agenda items. He further stated that there would be no votes or formal action taken during public comment, that this would allow members of the public to present ideas and information to the DCOA Board and staff pertaining to the items on the agenda, and that if there was anyone who would like to make a public comment, to please state their name and address.

Samuel Garcia spoke during public comment regarding comments, concerns and/or questions about a) the posting and approval of the DCOA's agenda and minutes; and b) the DCOA's agreements with Great Lakes Cheese. Vice Chair Sam Vinson thanked Mr. Garcia for his public comment and asked if CEO Misty Mayo would like to address the comments. CEO Misty Mayo explained to the Board that the DCOA works with the DCOA's attorney to ensure the DCOA follows all laws and ensures all facts are shared when public information requests are made and welcomed any members of the public to request a copy of the DCOA's agreements with Great Lakes Cheese. Vice Chair Sam Vinson asked CEO Misty Mayo to explain that, with the meeting being a special-called Board Meeting, the DCOA would review and approve the previous minutes in the December meeting. Misty Mayo requested the DCOA's attorney, Chris Shelton, to explain the requirements for approval of the DCOA's minutes and Chris Shelton explained that although the DCOA typically approves its minutes at the next scheduled Board Meeting, there is not a requirement that the minutes from the previous Board Meeting be approved at the next scheduled meeting. CEO Misty Mayo confirmed the DCOA would review and approve the previous minutes in the December meeting.

Vice Chair Sam Vinson called for any additional members of the public who would like to make a public comment. No other members of the public requested to make public comment. Thus, Vice Chair Sam Vinson moved on to Agenda Item 4. Vice Chair Sam Vinson announced that Chair Jack Rich arrived to the meeting.

4. EXECUTIVE SESSION: Vice Chair Sam Vinson stated: I hereby announce we are going into Executive Session pursuant to Texas Government Code Sections 551.071, .072, .074, and .087 to consult with legal counsel, discuss real property transactions, personnel matters, and discuss economic development negotiations involving a business prospect, as set forth on the agenda, and that any vote or action will be taken in open session.

Vice Chair Sam Vinson announced the date is November 17, 2021, and the time is 9:08 am. Later, Chair Jack Rich announced the date is still November 17, 2021, and the time is 9:30 am, and that no vote or action was taken in Executive Session.

5. DISCUSSION AND POSSIBLE APPROVAL OF A RESOLUTION APPROVING PROJECT ARTEMIS: CEO Misty Mayo presented Resolution DCOA-2022.05, authorizing an incentive for Project Artemis in an amount not to exceed \$2,500,000 in exchange for the company’s creation of 57 FTEs and a capital investment of \$52,350,000 at the end of a 7-year period. The company name will continue to remain confidential as there are future additional steps that require City Council and Taylor County approval. Project Artemis is a business attraction project for a company in the technical services – computer systems industry. The project is projected to create 57 jobs, with an average salary of \$67,000 for the created jobs. The company is headquartered in Houston, Texas and is looking at a real estate solution of approximately 800 acres. CEO Misty Mayo explained the project would have a tremendous impact on the City of Abilene, Taylor County, and the school district.

Sam Vinson made a motion to approve Resolution DCOA-2022.05, authorizing an incentive for Project Artemis. Floyd Miller seconded, and the motion passed.

6. ADJOURNMENT: There being no further business, the meeting was adjourned.

Jack Rich, Chair

Vic Corley, Secretary & Treasurer

FINANCIAL REPORT FISCAL YEAR 2021

Development Corporation of Abilene, Inc.
Statement of Net Position
As of September 30, 2021
Unaudited

	FY21	FY20
	<u>September 30, 2021</u>	<u>September 30, 2020</u>
ASSETS		
Current Assets		
Checking/Savings		
Cash in Bank	\$ 34,604,137	\$ 9,928,699
Petty Cash	\$ 78	\$ -
Fair Value Market Adjustment	\$ -	\$ -
Due From Pooled Cash	\$ -	\$ 663
Due From Investment Fund	\$ -	\$ 23,869,356
Total Checking/Savings	<u>\$ 34,604,215</u>	<u>\$ 33,798,718</u>
Total Accounts Receivable	\$ 2,424,517	\$ 2,070,756
Other Current Assets		
Accrued Interest	\$ 181,635	\$ 64,998
Allowance for Doubtful Accounts	\$ (181,066)	\$ (64,998)
Current Portion of Notes Receivable	\$ 607,221	\$ -
Prepaid Expenses	\$ 412,046	\$ -
Total Short Term Notes Receivable	<u>\$ 1,218,932</u>	<u>\$ 2,167,711</u>
Total Other Current Assets	<u>\$ 2,238,767</u>	<u>\$ 2,167,711</u>
Total Current Assets	\$ 39,267,499	\$ 38,037,185
Fixed Assets		
Land	\$ 2,715,874	\$ 3,123,699
Construction in Progress	\$ 1,524,091	\$ 223,587
Building & Improvements	\$ 25,230,356	\$ 24,986,138
Other Improvements	\$ 19,877,835	\$ 19,783,306
Machinery & Equipment	\$ 7,264	\$ 7,264
Vehicles	\$ 70,862	\$ 70,862
Total Accumulated Depreciation	<u>\$ (14,115,228)</u>	<u>\$ (12,758,148)</u>
Total Fixed Assets	\$ 35,311,054	\$ 35,436,709
Other Assets		
Total Notes Receivable	\$ -	\$ 177,946
Total Notes Receivable Earning Economic Incent	\$ 18,227,229	\$ 22,529,494
Allowance for Doubtful Notes Receivable	<u>\$ (1,857,089)</u>	<u>\$ (1,857,089)</u>
Total Other Assets	\$ 16,370,140	\$ 20,850,350
TOTAL ASSETS	<u>\$ 90,948,693</u>	<u>\$ 94,324,244</u>
LIABILITIES & NET ASSETS		
Liabilities		
Current Liabilities		
Accounts Payable	\$ 1,721,451	\$ 2,477,520
Due to City of Abilene	\$ 9,385	\$ -
Payroll Liabilities	\$ 46,257	\$ -
Total Liabilities	<u>\$ 1,777,093</u>	<u>\$ 2,477,520</u>
Net Assets		
Investment in Capital Assets	\$ 35,311,054	\$ 35,436,708
Unrestricted Net Assets	\$ 8,626,716	\$ 31,728,160
Restricted - Contractual Obligations	\$ 47,908,954	\$ 23,962,082
Net Income	<u>\$ (2,675,124)</u>	<u>\$ 719,775</u>
Total Net Assets	\$ 89,171,601	\$ 91,846,724
TOTAL LIABILITIES & NET ASSETS	<u>\$ 90,948,693</u>	<u>\$ 94,324,244</u>

Development Corporation of Abilene, Inc.
Economic Development Program Status
September 30, 2021
Unaudited

FY21 Economic Development Project Activity for Multi Year Contracts

	Project Budget Amount	Prior Year Spend	Current YTD FY21 Spend	Balance Reserved	Completed
Multi Year Capital Improvement Projects & Contracts					
174 Cypress & Parking Garage	\$ 1,100,000	\$ 1,097,545	\$ 21,768	\$ -	Yes
Access BP Development	1,000,000	-	525,001	474,999	
Access Business Park Ph 1 Development	1,258,101	1,204,810	-	-	Yes
Amazon (Project Golden)	337,250	-	-	337,250	
Chamber 2020 Census	100,000	74,118	25,438	-	Yes
City Street Maintenance Fund	8,500,000	997,483	3,703,090	3,799,427	-
EASI De-Fuel Truck	205,160	171,800	23,400	9,960	-
Economic Relief Incentives 2020	3,000,000	1,288,298	1,716,798	-	Yes
Fulwiler A&B Fire Pump House	240,000	-	197,172	-	Yes
Fulwiler C&D Clean Out	125,000	6,181	14,125	-	Yes
Fulwiler C&D Fire Pump House	225,000	600	-	-	Yes
Fulwiler Property Roof Design and Construction	3,034,793	1,368,299	-	-	Yes
Great Lakes Cheese (Starts FY 22)	30,000,000	-	-	30,000,000	-
Great Lakes Cheese Land & Infrastructure	3,300,000	-	2,513,876	786,124	
Hangar 2 Expansion A/E & Construction	1,100,000	85,929	839,067	-	Yes
Industrial Maintenance Training AISD	50,000	-	6,270	43,730	-
Marigold & Fulwiler St. Upgrade/EDA Grant Match	787,500	-	16,284	771,216	-
NEXTUniversity Workforce Coach	23,993	-	15,024	8,969	-
Quality Implements	500,000	-	-	500,000	
Dyess AFB DEAAG/Matching Grant (On Going)	536,337	-	489,213	47,124	
TSTC New Abilene Campus	4,000,000	1,379,600	-	2,620,400	-
TOTAL Multi Year Capital Projects	\$ 59,423,134	\$ 7,674,662	\$ 10,106,525	\$ 39,399,199	

	Economic Incentive Budget	Prior Year Expensed	Current YTD FY21 Expense	Remaining Economic Incentive Budget	Completed
Multi Year Economic Incentives Principal Reductions					
* AbiMar Foods 2020	\$ 2,000,000	\$ -	\$ 666,667	\$ 1,333,333	-
* BE in Abilene	650,000	25,000	175,000	450,000	-
* Abimar Foods 2015	1,500,000	1,200,000	300,000	-	Yes
* HSU Physical Therapy Building	750,000	500,000	250,000	-	Yes
* TTUHSC Pharmacy School Research Expansion	770,000	385,000	385,000	-	Yes
* Broadwind Towers	570,628	228,251	114,126	228,251	-
* Chike	387,000	-	-	387,000	-
* Coca Cola Refreshments	3,081,778	1,849,067	616,356	616,356	-
* FDLIC	1,035,000	-	-	1,035,000	-
* Hartmann's	900,000	-	-	900,000	-
* Primal Pet Group 2015	9,500,000	3,061,211	391,387	6,047,402	-
* TTUHSC School of Public Health	1,951,431	1,393,879	278,776	278,776	-
* Bavarian - Extrusion Concepts 2020	400,000	-	-	400,000	
* Vista Flags	60,000	-	-	60,000	
TOTAL Multi Year Economic Incentive Principal Reduction Earned	\$ 23,555,837	\$ 8,642,408	\$ 3,177,311	\$ 11,736,118	

**These incentives are expensed as Principal Reductions based on client's contractual compliance reports.*

APPROVED PROJECTS - PENDING CONTRACTS:

	Amount Reserved
JLUS Implementation/Matching Grant (On Going)	\$ 55,000
Dyess AFB/Egress Barriers/Matching Grant (Est Start Q4 2021)	199,017
Dyess AFB/Gate Upgrade/Matching Grant (Est Start Q4 2021)	188,608
Project Double T	1,540,000
Project Future Hope	2,930,000
Project Tiger	3,160,130
TOTAL PENDING SIGNED CONTRACTS	\$ 8,072,754

Development Corporation of Abilene, Inc.
Statement of Cash Flow
October 2020 through September 2021
Unaudited

	FY21 YTD Oct '20 - Sept '21
OPERATING ACTIVITIES	
Net Revenue	(\$2,675,124)
Adjustments to Reconcile Net Revenue to Net Cash Provided by Operations:	
Accounts Receivable	(\$33,006)
Accrued Interest	(\$437,391)
Allowance for Doubtful Accounts	\$116,068
Current Portion of Notes Receivables	(\$607,221)
Prepaid Expense/Escrow	(\$412,046)
Short Term Notes Receivable	\$948,780
Accounts Payable	(\$700,427)
Net Cash Provided by Operating Activities	(\$3,800,368)
INVESTING ACTIVITIES	
Construction in Progress	(\$1,300,504)
Building & Other Improvements	\$69,079
Accumulated Depreciation	\$1,357,080
Notes Receivables	\$1,447,216
Notes Receivables - Earning Economic Incentives	\$3,032,995
Net Cash Provided by Investing Activities	\$4,605,865
Net Cash Increase for Period	\$805,497
Cash at Beginning of Period	\$33,798,718
Cash at End of Period	\$34,604,215

Development Corporation of Abilene, Inc.
Revenues, Expenses, and Changes in Net Position
September 30, 2021

Unaudited

	Sept 21	YTD Oct '20 - Sept'21	FY21 Revised Annual Budget**
OPERATING REVENUES			
Sales and Use Tax	\$ 1,370,827	\$ 13,195,755	\$ 12,490,165
Interest Revenues	\$ 2,095	\$ 26,591	\$ 39,984
Land and Building Leases	\$ 162,136	\$ 982,414	\$ 973,407
TOTAL OPERATING REVENUES	\$ 1,535,058	\$ 14,204,761	\$ 13,503,556
OPERATING EXPENSES			
* Total Economic Development	\$ 3,044,634	\$ 11,388,879	
Abilene Industrial Foundation	\$ 65,734	\$ 395,727	\$ 505,000
Small Business Development Center	\$ 15,272	\$ 170,076	\$ 253,000
Military Affairs Committee	\$ 83,831	\$ 343,823	\$ 437,000
Abilene Regional Airport Business Development	\$ -	\$ 148,058	\$ 220,913
BE in Abilene Administration	\$ -	\$ 20,445	\$ 24,500
Asset Management and Administration	\$ 482,472	\$ 3,119,450	\$ 3,861,190
* Property Maintenance	\$ 94,370	\$ 950,161	\$ 1,207,913
Depreciation Expense	\$ 113,920	\$ 1,357,080	
TOTAL OPERATING EXPENSES	\$ 3,900,233	\$ 17,893,700	\$ 6,509,516
NET OPERATING REVENUE	\$ (2,365,175)	\$ (3,688,939)	
NON OPERATING REVENUES			
Miscellaneous Revenue	\$ -	\$ 6,474	
Investment Earnings	\$ 4,371	\$ 15,703	
Gain/Loss on Disposal of Asset	\$ -	\$ 991,639	
TOTAL NON OPERATING REVENUES	\$ 4,371	\$ 1,013,815	
NON OPERATING EXPENSES			
Miscellaneous Expense	\$ -	\$ -	
TOTAL NON OPERATING EXPENSES	\$ -	\$ -	
NET NON OPERATING REVENUES	\$ 4,371	\$ 1,013,815	
NET REVENUES	\$ (2,360,805)	\$ (2,675,124)	

* Expenses include multiyear expenses/prior year budget

** As Approved in July 2021

REPORT FROM THE PRESIDENT AND CEO

RESOLUTION NO. DCOA-2022.08

A RESOLUTION OF THE DEVELOPMENT CORPORATION OF ABILENE, INC. (“DCOA”) APPROVING EXPENDITURES GREATER THAN OR EQUAL TO \$50,000.

WHEREAS, the DCOA’s President (“President”) has provided a report of upcoming DCOA expenditures, each of which are expected to be greater than or equal to \$50,000 (the “Report”).

NOW THEREFORE, BE IT RESOLVED BY THE DEVELOPMENT CORPORATION OF ABILENE, INC., ABILENE, TEXAS, THAT:

PART 1. Each expenditure described in the Report is hereby approved and the President shall be and hereby is authorized to make and/or contract for each expenditure described in the Report.

The President is further authorized to, if necessary, on behalf of the DCOA, negotiate, enter into and execute all agreements, make expenditures under said agreements, and to take any steps necessary which are consistent with and necessary to effectuate the actions outlined above.

PART 2. This Resolution takes effect immediately upon passage.

ADOPTED this the 15th day of December, 2021.

ATTEST:

Vic Corley
Secretary/Treasurer

Jack Rich
Chairman of the Board

APPROVED AS TO FORM:

Chris Shelton, Attorney at Law

PENDING EXPENDITURES OVER \$50,000

REPORT FROM PRESIDENT & CEO

Vendor	Contract Amount	Details
City of Abilene for the Airport Business Development Program	\$ 62,424.16 <small>(Contract requires reimbursement checks paid at pace of progression)</small>	Approved in Fiscal Year 2021 Budget <ul style="list-style-type: none">September Services
City of Abilene for the Street Maintenance Expenditure	\$ 861,835.70	Approved in Fiscal Year 2021 Budget & Approved Project in May 2020
City of Abilene for the Defense Economic Assistance Adjustment Grant (Military Affairs Committee)	\$ 493,549.91	Approved Matching Grant in January 2020

MARKETING INITIATIVES

REPORT FROM PRESIDENT & CEO

7 Marketing Missions (10/1 – 12/10)

1. Area Development Executive Summit
2. Specialty Equipment Market Association (SEMA) Tradeshow
3. CoreNet Global Summit – North America
4. Consultant Connect Summit
5. Southern Economic Development Council Meet the Consultant
6. Area Development Consultant Forum
7. Consultant Connect Economix

MARKETING INITIATIVES

REPORT FROM PRESIDENT & CEO

DCOA Hosted Texas Economic Development Corporation (TxEDC) Regional Business Summit in Abilene, Texas



**RESOLUTION AUTHORIZING THE
DCOA'S PRESIDENT TO ENTER INTO A
FISCAL YEAR 2022 CONTRACT WITH
THE TEXAS TECH UNIVERSITY FOR
THE SMALL BUSINESS DEVELOPMENT
CENTER**

RESOLUTION NO. DCOA-2022.06

A RESOLUTION OF THE DEVELOPMENT CORPORATION OF ABILENE, INC. (“DCOA”) AUTHORIZING AND APPROVING OF A FISCAL YEAR 2022 SERVICES AGREEMENT (THE “AGREEMENT”) WITH TEXAS TECH UNIVERSITY AND ITS DESIGNATED AGENT, THE SMALL BUSINESS DEVELOPMENT CENTER (“SBDC”).

WHEREAS, the DCOA’s Board of Directors (the “**Board**”) has approved a Fiscal Year 2022 Budget that includes expenditures for the Agreement; and

WHEREAS, the DCOA provides annual funding of up to \$203,000 for certain expenses incurred by the SBDC to provide counseling services and contract procurement services to small business owners and entrepreneurs based within the City of Abilene (the “**SBDC Program**”) which allows the SBDC to continue to leverage federal and state funds in providing assistance to small businesses and entrepreneurs and the Board finds that the SBDC Program will recruit and/or develop business in Abilene, including Abilene’s small business owners and entrepreneurs.

NOW THEREFORE, BE IT RESOLVED BY THE DEVELOPMENT CORPORATION OF ABILENE, INC., ABILENE, TEXAS, THAT:

PART 1. DCOA hereby authorizes and approves of the Agreement and the DCOA’s President (“**President**”) be and hereby is authorized, on behalf of the DCOA, to negotiate, enter into and execute the Agreement and/or any amendments to the Agreement, make all expenditures under said Agreement as described above, and to take any steps necessary which are consistent with and necessary to effectuate the actions outlined above.

PART 2. Funding under this Resolution is contingent upon execution of all necessary agreements. The funding commitment authorized under this Resolution shall expire without notice 180 days from the date of adoption of same unless all required documents and agreements are executed prior to that expiration date or the funding commitment herein is extended in writing by the President prior to the expiration date.

PART 3. This Resolution takes effect immediately upon passage.

ADOPTED this the 15th day of December, 2021.

ATTEST:

Vic Corley
Secretary/Treasurer

Jack Rich
Chairman of the Board

APPROVED AS TO FORM:

Chris Shelton, Attorney at Law

**RESOLUTION AUTHORIZING THE
DCOA'S PRESIDENT TO ENTER INTO
AN AGREEMENT WITH THE
ABILENE INDUSTRIAL FOUNDATION
AND/OR AMEND THE DCOA'S
AGREEMENT WITH THE
ABILENE INDUSTRIAL FOUNDATION**

RESOLUTION NO. DCOA-2022.07

A RESOLUTION OF THE DEVELOPMENT CORPORATION OF ABILENE, INC. (“DCOA”) AUTHORIZING AND APPROVING OF A SERVICES AGREEMENT (THE “AGREEMENT”) WITH THE ABILENE INDUSTRIAL FOUNDATION, INC. (“AIF”).

WHEREAS, the DCOA’s Board of Directors (the “**Board**”) has approved a Fiscal Year 2022 Budget that includes expenditures of up to \$375,000 for the Agreement; and

WHEREAS, the AIF has proposed a 5-year agreement that is subject to the Board and the Abilene City Council’s approval of the DCOA’s Fiscal Year 2023-2026 Budgets; and

WHEREAS, the DCOA contracts for certain services provided by the AIF to the DCOA that assist the DCOA in the fulfillment of the following DCOA Core Goals: Business Retention and Expansion, Entrepreneurial, Marketing & Brand Awareness, and Workforce and Talent Development (collectively the “**AIF Services**”) and the Board finds that (i) the AIF Services will develop, grow, and expand business and primary jobs in Abilene (ii) the AIF Services will help the DCOA promote and develop new and expanded business enterprises by helping market and promote Abilene and the DCOA to local business; and (iii) the AIF Services will lead to the attraction and retention of more primary employers seeking to establish, relocate, or expand their businesses in Abilene and ultimately lead to the creation or retention of primary jobs in Abilene which is suitable for the development, retention or expansion of facilities specified in Texas Local Government Code, Section 501.101(2).

NOW THEREFORE, BE IT RESOLVED BY THE DEVELOPMENT CORPORATION OF ABILENE, INC., ABILENE, TEXAS, THAT:

- PART 1.** DCOA hereby authorizes and approves of the Agreement and the DCOA’s President (“**President**”) be and hereby is authorized, on behalf of the DCOA, to negotiate, enter into and execute the Agreement and/or any amendments to the Agreement, make all expenditures under said Agreement as described above, and to take any steps necessary which are consistent with and necessary to effectuate the actions outlined above, provided that any expenditures in fiscal years 2023-2026 shall be subject to the Board and the Abilene City Council’s approval of Fiscal Year 2023-2026 Budgets that include expenditures for same.

- PART 2.** Funding under this Resolution is contingent upon execution of all necessary agreements. The funding commitment authorized under this Resolution shall expire without notice 180 days from the date of adoption of same unless all required documents and agreements are executed prior to that expiration date or the funding commitment herein is extended in writing by the President prior to the expiration date.

- PART 3.** This Resolution takes effect immediately upon passage.

ADOPTED this the 15th day of December, 2021.

ATTEST:

Vic Corley
Secretary/Treasurer

Jack Rich
Chairman of the Board

APPROVED AS TO FORM:

Chris Shelton, Attorney at Law