



**CITY OF NEW BRAUNFELS, TEXAS  
ECONOMIC DEVELOPMENT CORPORATION  
MEETING  
CITY HALL - COUNCIL CHAMBERS  
550 LANDA ST.**



**THURSDAY, AUGUST 17, 2023 at 5:00 PM**

**AGENDA**

**1. CALL TO ORDER**

**2. ROLL CALL**

**3. APPROVAL OF MINUTES**

- A) Approval of the July 20, 2023 regular meeting minutes [23-944](#)
- B) Approval of the August 3, 2023 special-called meeting minutes [23-1010](#)

**4. CITIZEN'S COMMUNICATIONS**

*This time is for citizens to address the Board on issues and items of concerns not on this agenda. There will be no Board action at this time.*

**5. TREASURER'S REPORT**

- A) Presentation and discussion of the August 2023 Treasurer's Report [23-1011](#)

**6. DISCUSSION AND ACTION**

- A) Presentation, discussion, and possible action approving a proposed professional services agreement with the City of New Braunfels [23-950](#)
- B) Public hearing, discussion, and possible action approving an expenditure of up to \$89,160 to Economic & Planning Systems, Inc., for a planning and feasibility study for a possible public/private partnership, a project authorized under 505.102 of the Texas Local Government Code; and authorizing the President to execute said agreement. [23-1013](#)
- C) Presentation and discussion of a proposed project expenditure for the north ramp reconstruction at the New Braunfels National Airport [23-1043](#)
- D) Presentation and discussion on the creation of a Workforce Housing Trust Fund [23-1045](#)

**7. EXECUTIVE SESSION**

In accordance with the Texas Government Code, Section 551.071, the Board reserves the right to retire into executive session concerning the items listed on this agenda to consult with its attorney. In addition, the Board may convene in executive session on any of the following items, with any final action being taken in open session:

A) Deliberate issues regarding economic development [23-1012](#)  
negotiations in accordance with Section 551.087 of the  
Texas Government Code:

1. Project Care Package
2. Project Camp Unicorn
3. Project Maverick

Deliberate the pending/contemplated litigation,  
settlement offer(s), and matters concerning privileged  
and unprivileged client information deemed confidential  
by Rule 1.05 of the Texas Disciplinary Rules of  
Professional Conduct in accordance with Section  
551.071 of the Texas Government Code:

1. Frantic Holdings

**8. ADJOURNMENT**

**CERTIFICATION**

I hereby certify the above Notice of Meeting was posted on the bulletin board at the New Braunfels City Hall.

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Board Liaison

NOTE: Persons with disabilities who plan to attend this meeting and who may need auxiliary aids or services such as interpreters for persons who are deaf or hearing impaired, readers, or large print, are requested to contact the City Secretary's Office at 221-4010 at least two (2) work days prior to the meeting so that appropriate arrangements can be made.

## Economic Development Corporation Agenda Item Report

8/17/2023

Agenda Item No. A)

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**PRESENTER:**

Jeff Jewell, Economic and Community Development Director

**SUBJECT:**

Approval of the July 20, 2023 regular meeting minutes

**DEPARTMENT:** Economic and Community Development

**COUNCIL DISTRICTS IMPACTED:** N/A

**BACKGROUND INFORMATION:**

N/A

**ISSUE:**

N/A

**FISCAL IMPACT:**

N/A

**RECOMMENDATION:**

Board approves the July 20, 2023 regular meeting minutes

**DRAFT - MINUTES  
OF THE NEW BRAUNFELS ECONOMIC DEVELOPMENT CORPORATION  
REGULAR MEETING OF THURSDAY, JULY 20, 2023**

**AGENDA**

**1. CALL TO ORDER**

**Vice President Kristen Carden called the meeting to order at 5:02 PM.**

**2. ROLL CALL**

**Present: Kristen Carden, Brian Cox, Stuart Hansmann, Larry Hammonds, Shane Hines (5:04 PM)**

**Absent: Kathy Meurin and Don Austin**

**Also in Attendance: Mayor Neal Linnartz**

**3. APPROVAL OF MINUTES**

**A) Approval of the June 15, 2023 workshop meeting minutes**

**Vice President Carden introduced this item.**

**Director Hammonds motioned to approve the June 15, 2023 workshop meeting minutes. Director Hansmann seconded the motion which was approved unanimously.**

**B) Approval of the June 15, 2023 regular meeting minutes**

**Vice President Carden introduced this item.**

**Director Hansmann motioned to approve the June 15, 2023 regular meeting minutes. Director Hammonds seconded the motion which was approved unanimously.**

**4. CITIZEN'S COMMUNICATIONS**

*This time is for citizens to address the Board on issues and items of concerns not on this agenda. There will be no Board action at this time.*

**None.**

**5. TREASURER'S REPORT**

**A) Presentation and discussion of the July 2023 Treasurer's Report**

**Vice President Carden introduced this item.**

Jared Werner, Assistant City Manager, presented a PowerPoint addressing the July 2023 Treasurer's Report. Mr. Werner identified that May's sales tax activity showed an overall 5.8% decrease, however it is being compared to the data from May 2022 in which a positive audit adjustment of \$640,000 occurred. In removing the adjustments and looking at a current-to-current comparison, May 2023 was up by 8.4% which is very promising as we enter into the tourism season. Mr. Werner shared additional graphs and data to show projected revenues, current commitment projections, and the projected capacity for additional expenditures. Mr. Werner also included a copy of the proposed upcoming fiscal year budget for the Board; the overall City Budget will be presented to City Council for approval the first week of August.

**6. ADVISORY TEAM REPORT**

A) Review and discussion of changes to the New Braunfels Economic Development Funding Guidelines

**Vice President Carden introduced this item.**

Jonathan Packer, President & CEO of the Greater New Braunfels Chamber of Commerce presented this item. Mr. Packer reminded the board that the New Braunfels Economic Development Funding Guidelines document serves to provide guidance on obtaining economic development leads, pursuing projects, and providing incentive funding to new or expanding companies. The document outlines eligible project requirements, additional considerations for projects, and the process in which businesses and the board should operate for incentive requests.

B) Presentation and discussion of a Quarterly Advisory Report and a mid-year Confluence Report

**Vice President Carden introduced this item.**

Jonathan Packer, President & CEO and Michele Boggs, Vice President of Economic Development of the Greater New Braunfels Chamber of Commerce presented this item. Mr. Packer indicated the Advisory Report is provided but he will be presenting highlights of the mid-year Confluence report. There are six different strategies in Confluence: 1. Attract quality jobs in target industries, 2. Create competitive office and industrial spaces, 3. Align and optimize the workforce, 4. Support

the success of startups, 5. Improve mobility and transportation options, and 6. Execute proactive land use & development strategies. Ms. Boggs and Mr. Packer provided brief summaries of successes in each of the six aforementioned strategies.

Mr. Packer and Ms. Boggs answered a question from the Board.

**7. DISCUSSION AND ACTION**

A) Presentation and discussion of a proposed project expenditure for the 2019 Bond Sports Complex Project

**Vice President Carden introduced this item.**

Jordan Matney, Assistant City Manager, presented a PowerPoint providing a follow-up presentation from the recent joint workshop with City Council. Ms. Matney reminded the Board about the current timeline with the project's assigned Construction Manager at Risk, SpawGlass with plans to break ground later this year. The preliminary project deficit was initially \$14.7M and the project team have had several workshops to refine and reduce costs of the project by \$2.5M. Additional funds, not to exceed \$3.5M, is needed to address the irrigation and seeding of the turf, the planting budget, and an additional project contingency. Ms. Matney highlighted the next steps with this item up for public hearing and approval at the NBEDC special-called meeting on August 3rd. The City Council will take action on the project in mid-August and open-house meetings with community sports groups will take place mid-to-late August.

Ms. Matney answered questions from the Board; she also praised the work of the Transportation and Capital Improvements Department and the IT Department as a total team effort for this project.

B) Presentation and discussion on a proposed project expenditure for final design of the Kohlenberg Road project

**Vice President Carden introduced this item.**

Scott McClelland, Assistant Director of Transportation and Capital Improvements, provided a PowerPoint presentation addressing the Kohlenberg Road final design project. Mr. McClelland outlined the project with diagrams showing 12-foot driving lanes, a 16-foot median, a 6-foot sidewalk, and a 10-foot shared use path. The project also included new turn lanes at major intersections, a new traffic signal at

FM 1101, and improved drainage infrastructure. The total cost for the whole project is estimated to be \$14M with final design costs to be \$1.3M with an included 10% contingency to address potential adjustments. Construction is anticipated to begin in 2026. The approved 2023 Bond will address the construction costs for this project and the NBEDC previously agreed to cover the costs for final design. Plans are to have this item ready for public hearing and possible approval at the NBEDC special-called meeting on August 3rd.

**Mr. McClelland answered questions from the Board.**

- C) Presentation and discussion of a proposed expenditure for a professional services agreement with the City of New Braunfels

**Vice President Carden introduced this item.**

Jeff Jewell, Economic and Community Development Director addressed this item. Mr. Jewell reminded the Board of their annual professional services agreement (PSA) with the City of New Braunfels for administrative and professional support to the Corporation to include contract development and management, pay applications, company and incentive auditing services, fiscal impact analysis, and record keeping. The annual costs supplement the Economic and Community Development Department (ECD) and help to offset the costs incurred by the many City Departments that work to support the NBEDC as well as the workforce housing consultant costs. An increase of \$115,413 is being requested for the 2023-2024 professional services agreement to address the full funding of an Assistant Project Manager in the Transportation and Capital Improvements Department (TCI) and funding of the ECD Administrative Assistant to move from part-time to full-time. More than 20% of the TCI department's project workload are from NBEDC supported projects and an additional project manager will be dedicated to working on EDC projects. This PSA will be a project expenditure up for consideration at the August 17th regular meeting.

**Mr. Jewell answered questions from the Board.**

- D) Public hearing, discussion, and possible action approving an expenditure of up to \$485,584 to the City of New Braunfels for a professional services agreement with Vickrey & Associates, LLC. to complete preliminary design and engineering for segments of the Dry Comal Creek Hike and Bike Trail, a project authorized under 505.152 of the Texas Local Government Code; and authorizing the President to

execute said agreement.

**Vice President Carden introduced this item.**

**Scott McClelland, Assistant Director of Transportation and Capital Improvements, provided a Powerpoint presentation on this item. Mr. McClelland shared a map with the Board reminding them of the proposed trail segments. The feasibility study and conceptual design process for segments two and three will cost \$485,584. This next step will take about 9 months in duration and Vickrey & Associates, LLC have been selected for this work.**

**Mr. McClelland answered questions from the Board.**

**Vice President Carden opened the public hearing at 5:56 PM. Mr. Jonathan Alorda, a New Braunfels resident, spoke at this time. Ms. Courtney Lyons-Garcia, a New Braunfels resident, spoke at this time. Vice President Carden closed the public hearing at 6:00PM.**

**Director Hansmann made a motion to approve the project expenditure, of up to \$485,584, for the feasibility study and conceptual design of segments 2 and 3 of the Dry Comal Creek Hike & Bike Trail. Director Cox seconded the motion which was approved unanimously.**

**E) Discussion and possible approval of a one-year extension to the existing Texas Tito's NBEDC Economic Development Agreement**

**Vice President Carden introduced this item. Director Hammonds recused himself from discussion of this item.**

**Jeff Jewell, Economic and Community Development Director addressed this item. Mr. Jewell reminded the Board that in April of 2022 a project expenditure was approved to support a Texas Tito's expansion project to help grow their business, retain, and create primary jobs. At the time, the company had plans to expand their footprint and build a larger facility. At the time, it was anticipated that Texas Tito's would be in their new building by the end of June 2023, but this has not occurred and the building construction is still underway. The request tonight is to slide the existing contract and performance requirements one year forward. The cost on the agreement will not change, just the dates.**

**Mr. Jewell answered questions from the Board.**

**Director Hines made a motion to approve the one-year extension to the existing Texas Tito's economic development agreement. Director Hansmann seconded the motion which was approved unanimously.**

**8. EXECUTIVE SESSION**

In accordance with the Texas Government Code, Section 551.071, the Board reserves the right to retire into executive session concerning the items listed on this agenda to consult with its attorney. In addition, the Board may convene in executive session on any of the following items, with any final action being taken in open session:

A) Deliberate issues regarding economic development negotiations in accordance with Section 551.087 of the Texas Government Code:

1. Project Care Package
2. Project Camp Unicorn

Deliberate the pending/contemplated litigation, settlement offer(s), and matters concerning privileged and unprivileged client information deemed confidential by Rule 1.05 of the Texas Disciplinary Rules of Professional Conduct in accordance with Section 551.071 of the Texas Government Code:

1. Frantic Holdings

**Vice President Carden introduced this item.**

**The Board retired to Executive Session at 6:04 PM. The Board entered Executive Session at 6:07 PM.**

**Items were discussed in the order of their appearance on the agenda. No action was taken.**

**The Board returned to open session at 6:34 PM.**

**9. ADJOURNMENT**

Vice President Carden adjourned the meeting at 6:34 PM.

By: \_\_\_\_\_  
KATHY MEURIN, PRESIDENT

**8/17/2023**

Agenda Item No. B)

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**PRESENTER:**

Jeff Jewell, Economic and Community Development Director

**SUBJECT:**

Approval of the August 3, 2023 special-called meeting minutes

**DEPARTMENT:** Economic and Community Development

**COUNCIL DISTRICTS IMPACTED:** N/A

**BACKGROUND INFORMATION:**

N/A

**ISSUE:**

N/A

**FISCAL IMPACT:**

N/A

**RECOMMENDATION:**

Board approves the August 3, 2023 special-called meeting minutes

**DRAFT - MINUTES  
OF THE NEW BRAUNFELS ECONOMIC DEVELOPMENT CORPORATION  
REGULAR MEETING OF THURSDAY, AUGUST 3, 2023**

**Special-Called Meeting**

**AGENDA**

**1. CALL TO ORDER**

President Meurin called the meeting to order at 5:02PM.

**2. ROLL CALL**

**Present:** President Kathy Meurin, Brian Cox, Stuart Hansmann, Larry Hammonds, Kristen Carden, and Shane Hines.

**Absent:** Don Austin

**Also in attendance:** Mayor Neal Linnartz

**3. CITIZEN'S COMMUNICATIONS**

**None**

*This time is for citizens to address the Board on issues and items of concerns not on this agenda. There will be no Board action at this time.*

**4. DISCUSSION AND ACTION**

A) Presentation of Workforce Excellence Award from the Texas Economic Development Council

**President Meurin introduced this item.**

**Members of the Board, staff, Chamber representatives, and Mayor Linnartz joined together for a photograph to commemorate receiving this award.**

**Jeff Jewell, Economic and Community Development Director, shared some background about this award on behalf of the Texas Economic Development Council. This award celebrates New Braunfels and Seguin's collaborative efforts and shared success in the creation of the TX FAME program at Texas State Technical College to address workforce training in both communities. Mr. Jewell provided an overview of the TX FAME Advanced Manufacturing program as it is housed in Building A of the Central Texas Technology Center.**

**President Meurin provided additional background and addressed companies in the Seguin and New Braunfels communities who will be directly benefited by this workforce development program.**

**Mayor Linnartz offered his congratulations and positive sentiment toward the hard work performed by city and chamber staff.**

- B) Public hearing, discussion, and possible action approving an expenditure of up to \$3,500,000 to the City of New Braunfels for construction of the Zipp Family Sports Park, a project authorized under 505.152 of the Texas Local Government Code; and authorizing the President to execute said agreement.

**President Meurin introduced this item.**

**Jordan Matney, Assistant City Manager, presented a Powerpoint addressing this item. Ms. Matney offered a sports complex project overview, a funding update and a refresher of the CMAR (construction manager at risk) process. In Fall 2022, an initial project deficit of \$14.7M was identified; City staff and the City Council worked to reduce the deficit. Overall, a funding gap of \$3.5M exists which would be addressed by approval of tonight's expenditure. Ms. Matney provided the Board an outline of the next steps to include a Park Board presentation, City Council action, meeting with sports groups, and open house meetings with surrounding neighborhoods and the community. Plans are to break ground on the sports park construction in the fall.**

**President Meurin opened public hearing at 5:12 PM. Mr. Joe Turner, a New Braunfels resident spoke at this time. President Meurin closed public hearing at 5:13 PM.**

**Director Cox made a motion to approve an expenditure of up to \$3,500,000 to the City of New Braunfels for construction of the Zipp Family Sports Park. Director Carden seconded the motion which was approved unanimously.**

- C) Public hearing, discussion, and possible action approving an expenditure of up to \$1,308,404 to the City of New Braunfels for a professional services agreement with KCI Technologies, Inc., for final design of Kohlenberg Road, a project authorized under 501.103 of the Texas Local Government Code; and authorizing the President to

execute said agreement.

**President Meurin introduced this item.**

**Scott McClelland, Assistant Director of Transportation and Capital Improvements, presented a Powerpoint addressing this item. Mr. McClelland provided an overview of the project by addressing the improvements to the roadway, adding turn lanes at major intersections, improving the drainage, and adding a new traffic signal at FM 1101. He provided additional information identifying the total project cost, construction costs, final design, and construction administration. The final design duration is slated to take 12 months with the overall construction anticipated for 2026. Tonight's expenditure request will cover the final design and the ROW/construction of the project will be addressed by the approved 2023 Bond.**

**Mr. McClelland answered questions from the Board.**

**President Meurin opened the public hearing at 5:19 PM. No comments were made. President Meurin closed the public hearing at 5:19 PM.**

**Director Carden motioned to approve an expenditure up to \$1,308,404 to the City of New Braunfels for a professional services agreement with KCI Technologies, Inc. for final design of Kohlenberg Road. Director Hines seconded the motion which was approved unanimously.**

## **5. EXECUTIVE SESSION**

**The Board did not convene into Executive Session.**

In accordance with the Texas Government Code, Section 551.071, the Board reserves the right to retire into executive session concerning the items listed on this agenda to consult with its attorney. In addition, the Board may convene in executive session on any of the following items, with any final action being taken in open session:

- A) Deliberate issues regarding economic development negotiations in accordance with Section 551.087 of the Texas Government Code:
  - 1. Project Care Package
  - 2. Project Camp Unicorn

## **6. ADJOURNMENT**

**President Meurin adjourned the meeting at 5:20 PM.**

**By:** \_\_\_\_\_  
KATHY MEURIN, PRESIDENT



## Economic Development Corporation Agenda Item Report

550 Landa Street  
New Braunfels, TX

**8/17/2023**

Agenda Item No. A)

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**PRESENTER:**

Jared Werner, Assistant City Manager

**SUBJECT:**

Presentation and discussion of the August 2023 Treasurer's Report

**DEPARTMENT:** Finance

## August NBEDC Treasurer's Report

August 17<sup>th</sup>, 2023

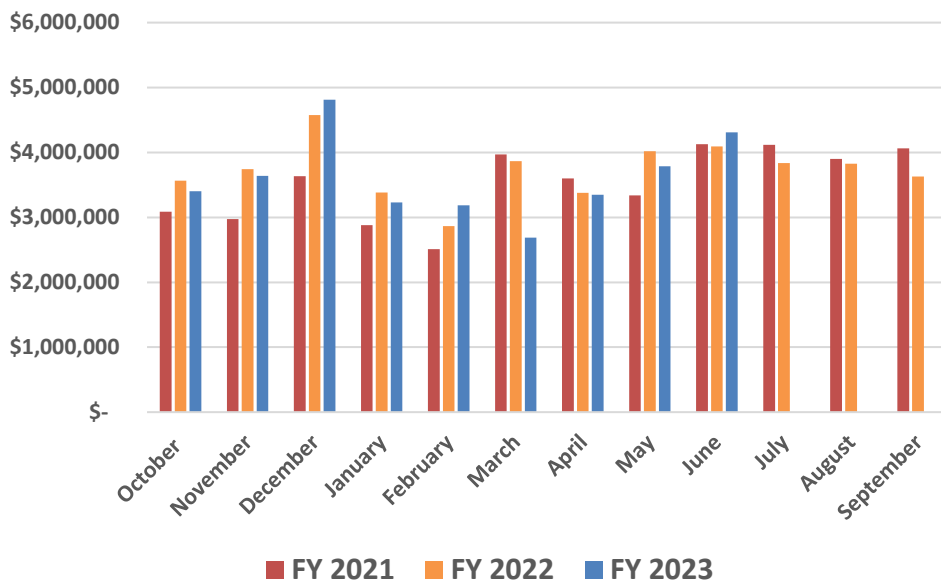
### Overview

The Monthly treasurer's report provides updates on sales tax performance, projected revenue streams and projected commitments and timing of expenditures. The financial commitments of the NBEDC typically span multiple fiscal years; therefore, the report is formatted to project the financial position of the NBEDC over the next five years.

### Sales Tax

Sales tax collections for the month of June increased by 5.2%. When adjustments are removed, current to current collections increased by 2.8%. The projected growth for June was 2.5%. This data is a good indicator for the impact of the tourism sector on sales taxes in 2023. At the time this report was completed, industry specific data for June activity was not available.

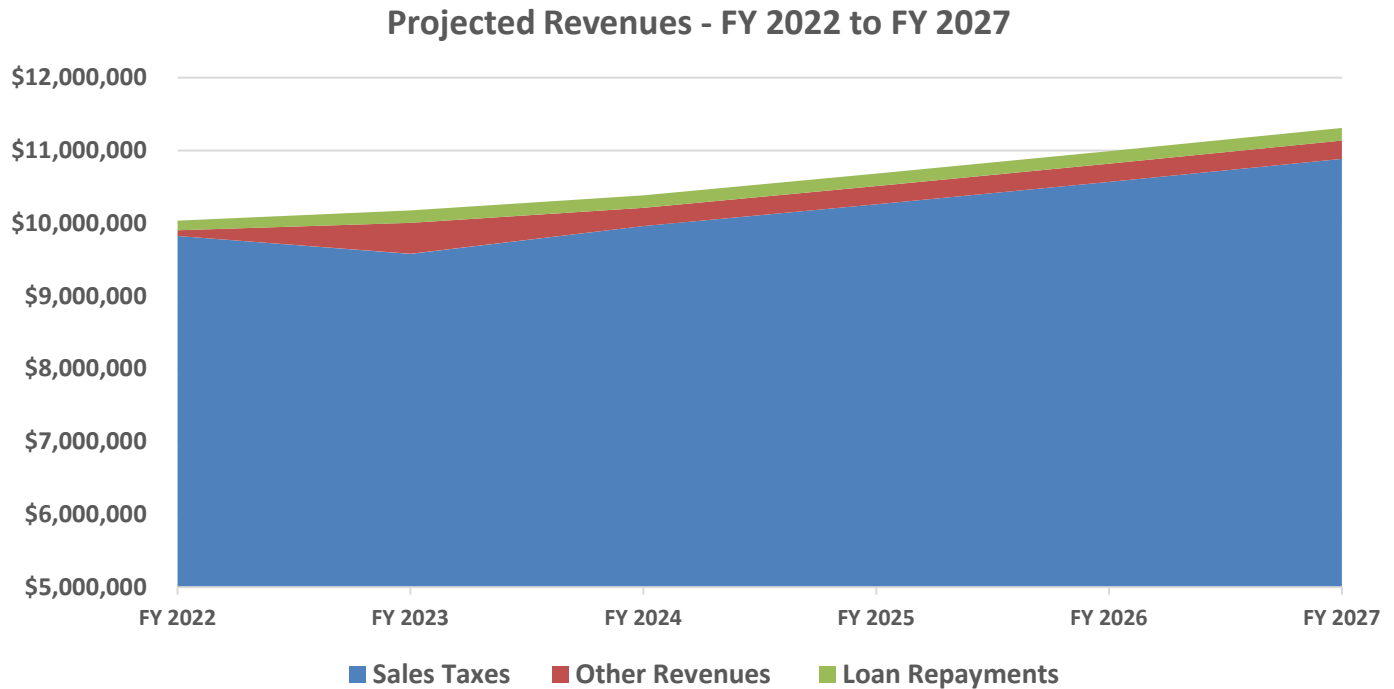
### Gross Sales Tax Collections



For more information contact:

Jared Werner  
Assistant City Manager  
[jwerner@nbtexas.org](mailto:jwerner@nbtexas.org)  
830-221-4385

## Revenues

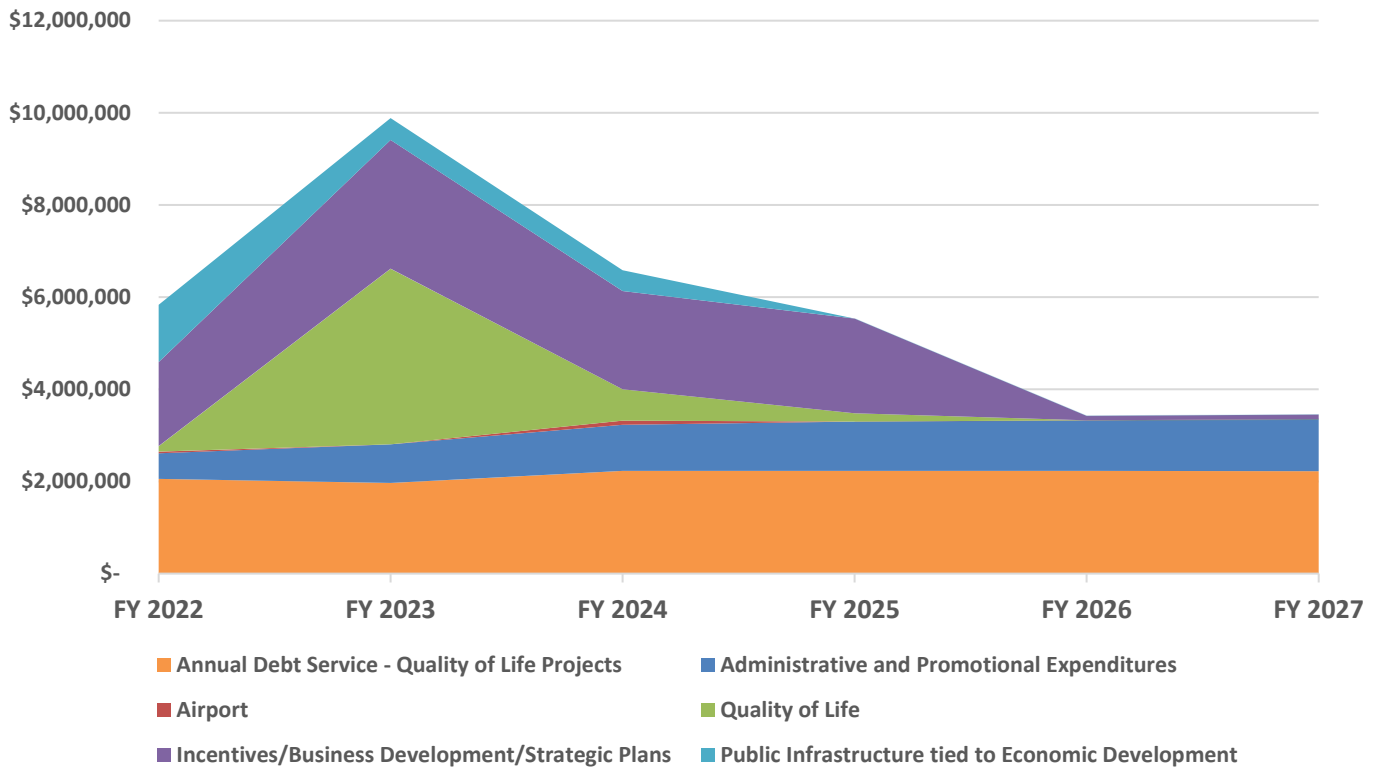


**Sales Taxes** - the graph and table above reflects the projected sales tax collections through FY 2027. The projections assume conservative growth of 2.5% through FY 2023; 2.5% in FY 2024 and 3% thereafter.

**Loan Repayments** – The NBEDC began receiving loan repayments from the New Braunfels Regional Airport in FY 2022 (ten year) and ASA properties in FY 2023 (five years with a balloon payment in year six).

## Total NBEDC Expenditures – Current Commitments

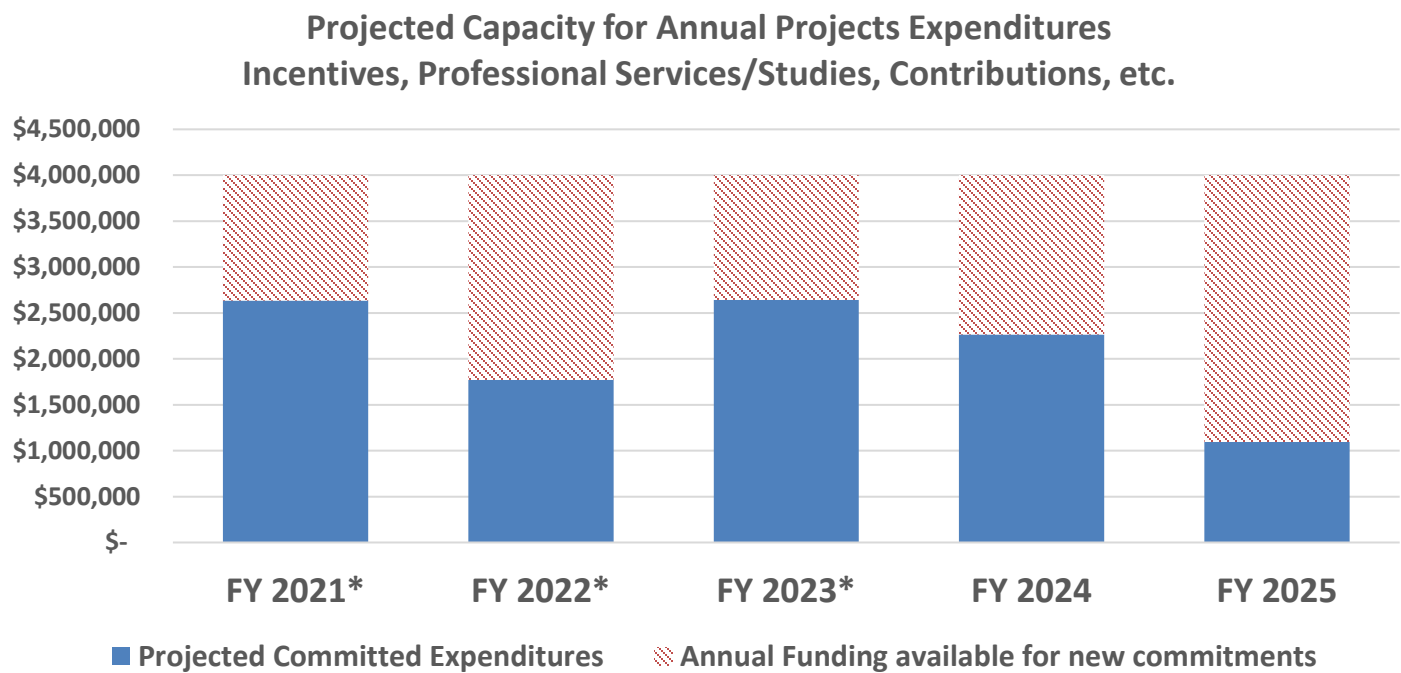
Current Commitment Projections - FY 2022 to FY 2027



Current Commitments	FY 2022	FY 2023	FY 2024	FY 2025	FY 2026	FY 2027
Admin/Promotional Expenditures	\$553,319	\$839,996	\$1,005,386	\$1,067,548	\$1,099,574	\$1,132,561
Airport	\$0	\$87,478	\$0	\$0	\$0	\$0
Quality of Life	\$119,342	\$3,807,717	\$381,408	\$0	\$0	\$0
Incentive/Business Development/Strategic Plans	\$1,822,272	\$2,796,383	\$2,130,864	\$2,052,766	\$96,576	\$96,146
Public Infrastructure tied to Economic Development	\$1,246,794	\$473,831	\$454,754	\$0	\$0	\$0
Annual Debt Service	\$2,057,494	\$1,967,856	\$2,226,124	\$2,228,449	\$2,228,624	\$2,224,599
<b>Total Expenditures</b>	<b>\$5,799,221</b>	<b>\$9,973,261</b>	<b>\$6,498,535</b>	<b>\$5,534,346</b>	<b>\$3,424,774</b>	<b>\$3,453,306</b>

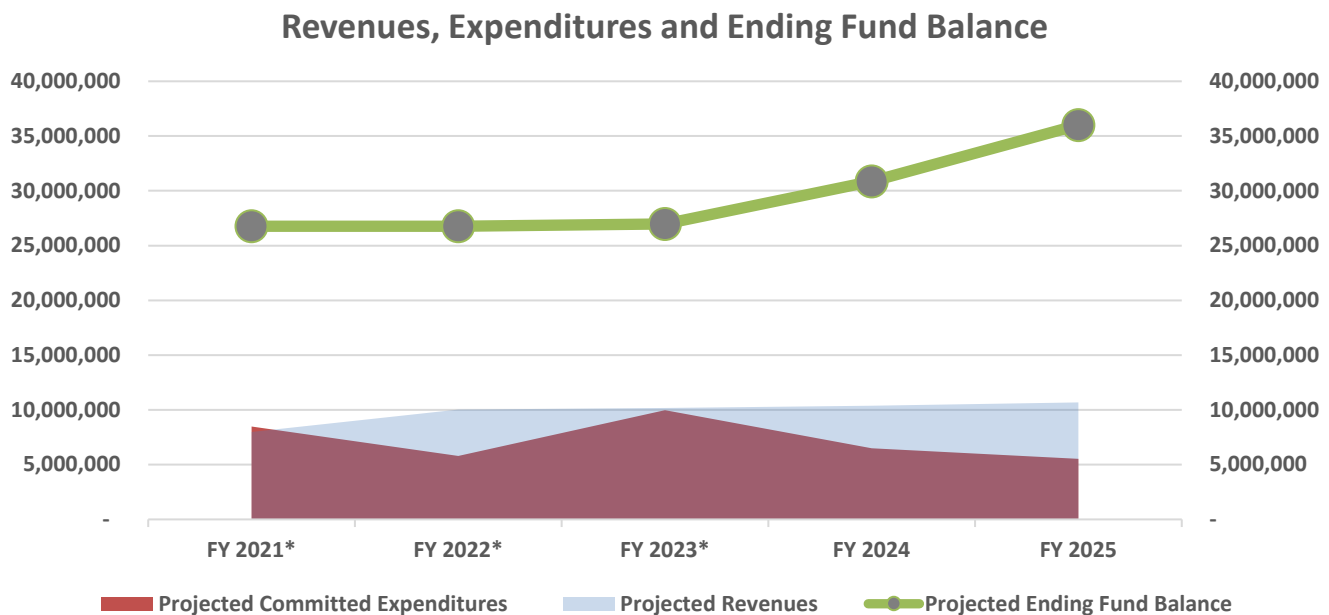
Projections above include all current commitments of the NBEDC – including those most recently approved (supplemental sports complex contribution and Dry Comal Creek professional services).

# Annual Capacity for New Commitments



\*The graph above assumes that the land grant associated with Continental Automotive (FY 2021), Brauntex (FY 2022), Headwaters (FY 2022), Sports Complex supplemental contribution (FY 2023) UPRR (FY 2023) is supported by surplus reserves.

## Financial Summary – Revenues, Committed Expenditures, and projected Fund Balance (reserves)



The graph above summarizes estimated revenues, committed expenditures and changes to fund balance/Reserves (only based on current commitments).

8/17/2023

Agenda Item No. A)

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**PRESENTER:**

Jeff Jewell, Economic and Community Development Director

**SUBJECT:**

Presentation, discussion, and possible action approving a proposed professional services agreement with the City of New Braunfels

**DEPARTMENT:** Economic and Community Development

**BACKGROUND INFORMATION:**

The New Braunfels Economic Development Corporation (NBEDC) maintains a contract with the City of New Braunfels for administrative and professional services in support of the NBEDC's mission at an annual cost of \$290,000. Specifically, the contract requires the City to perform administrative and professional services tasks such as contract development and management, pay applications, company and incentive auditing services, fiscal impact analysis, and record keeping. Additionally, \$100,000 of this amount is an allowance for the City's contract with its workforce housing consultant, which was contracted in May 2023.

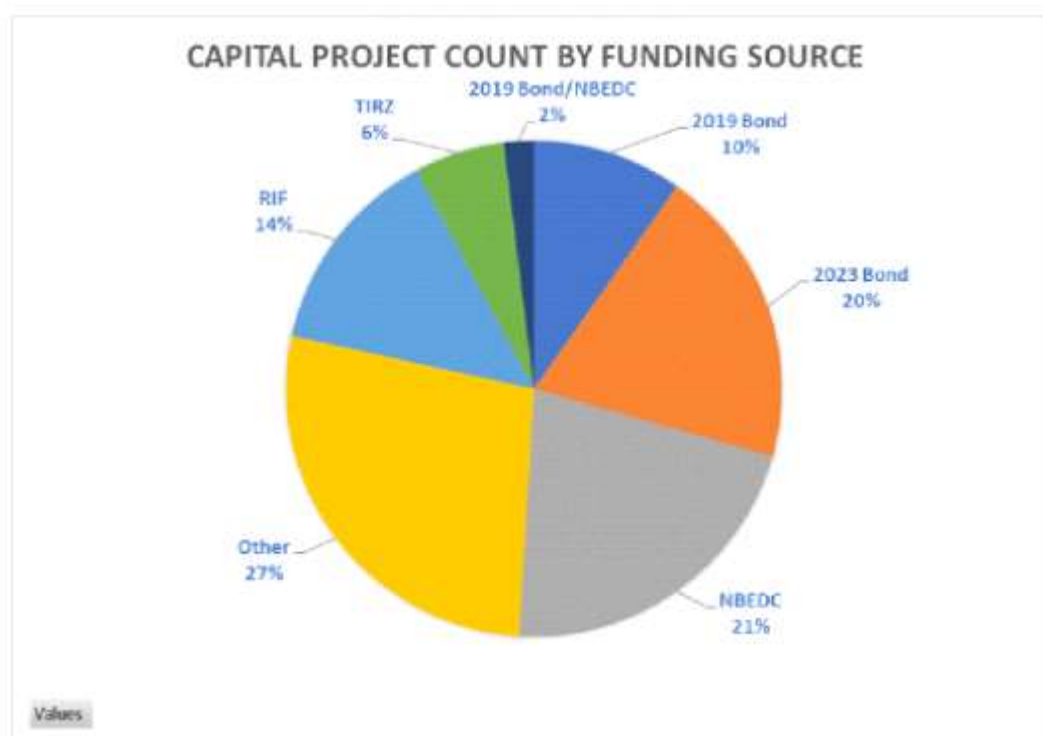
The City provides staff in support of the above services but also assists with implementation of the Economic Development Strategic Plan with many initiatives and duties not explicitly defined above. In partnership with the Greater New Braunfels Chamber of Commerce, City staff identify projects for feasibility, planning, development, and eventual construction/implementation. The 2.75 FTEs currently dedicated to supporting the Economic and Community Development (ECD) department administer the EDC's normal business, as well as advance strategic capital projects such as the South Castell Preliminary Design, support airport planning and development, and act as lead staff for the Union Pacific Railroad property acquisition. In addition, the City's ECD staff oversee and are liaison to five community boards: NBEDC, Workforce Housing Advisory Committee, Downtown Board, Central Texas Technology Center Advisory Board, and the TIRZ 3 Downtown Board.

There are two service expansions proposed for the 2023-2024 services agreement between the NBEDC and City of New Braunfels. The full funding of an Assistant Project Manager in the Transportation and Capital Improvements (TCI) Department and the additional cost of moving the ECD's Administrative Assistant from part-time to full-time status would increase the contract by \$115,413 to a total amount of \$405,386.

At the last NBEDC meeting, a question was asked to statutory limits around administrative expenses for economic development corporations. State law caps marketing and promotional expenses by Type B Corporations at 10 percent of annual revenues, except under certain circumstances.

**Assistant Project Manager**

More than twenty percent (20%) of the TCI department's project workload are from NBEDC supported projects. During the summer of 2022, the NBEDC worked to prioritize and adopt a list of capital projects to financially support as funds were available.



These project expenditures represent more than \$22M in potential community wide investment. During that discussion, the NBEDC expressed its desire to see capital projects go to the construction phase more quickly. To achieve this outcome, staff recommended the final design process commence for a variety of projects. This helps ensure that projects are ready to move to construction once the funding is identified. Since then, TCI and ECD staff have developed final design and engineering contracts for consideration and approval by the NBEDC. To date, more than \$1.7M in contracts have been approved with the design processes commencing on five different projects. Over the next two months, staff anticipates the total approved contracts to increase to more than \$3.5M with the NBEDC acting on the Kohlenberg Road final design and Dry Comal Creek Trail feasibility and conceptual designs:

Infrastructure Investments	Total Project Budget	Previously Approved by NBEDC & City Council	Remaining Investment
Castell Avenue Phase 1 - Drainage	\$5,905,000	\$649,500	\$5,255,500
Citywide Pedestrian Improvements Phase 1 (Six locations)	\$3,179,635	\$260,007	\$2,919,628
Landa Lake Dam & Spillway	\$1,180,000	\$215,000	\$965,000
Comal River Improvements – Last Tubers Exit	\$944,100	\$162,812	\$781,288
Common Street Pedestrian Improvements	\$1,615,000		\$1,615,000
Downtown ROW Enhancements Phase 1 (City streets)	\$4,191,759	\$474,920	\$3,716,839
Kohlenberg Road Design Services	\$1,600,000		\$1,600,000
West Alligator Creek Trail	\$3,541,000		\$3,541,000
Dry Comal Creek Trail Segments 2+3 – Feasibility & Conceptual Design	\$300,000		\$300,000
<b>Total Potential Investment</b>	<b>\$22,456,494</b>	<b>\$1,762,239</b>	<b>\$20,694,255</b>

The nine projects and final design efforts above demand a significant amount of TCI staff resources and time commitments not available for other projects. This is in addition to the Sports Complex Project in the 2019 bond program that is expected to be under construction this fall through 2024. With the NBEDC capital projects and the 2023 bond program now underway, there is a need for an Assistant Project Manager (APM) to augment TCI staff currently managing NBEDC and City bond projects. This APM would support the primary Project Managers to create and update project schedules, collect, and resolve consultant design submittals and changes,

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draft meeting minutes, coordinate extensively with utility companies, perform site visits and complete daily reports. The staff augmentation for project management is needed given the scale of the 2023 bond program and the expanded work program TCI is undertaking with NBEDC funded projects. Ideally, as the designs are completed during the 2023-2024 fiscal year, the APM would transition into a more active construction and project management role as the projects move into the construction administration phase.

The estimated total cost - salary and benefits - for the APM is \$92,413 annually. This full amount is reflected in the proposed contract amount and represents .4% of the estimated project budget for all the nine NBEDC funded projects.

### **Full Time Administrative Assistant**

The addition of a dedicated Administrative Assistant has augmented and improved the ECD department's capabilities in board communication and administration, record keeping and contract management. Additionally, the position supports the five different committees ECD currently interfaces with monthly, producing draft minutes, scheduling meeting rooms, conducting research and a variety of supportive activities as needed. The position also coordinates and works with internal departments to ensure payments and incentives are paid on a timely basis.

However, the position is limited to part-time regular status and currently works less than 29.5 hours per week. The City proposes taking the position to full-time status and increasing the services contract by the marginal cost to go full time, which is \$23,000.

### **ISSUE:**

The City is proposing the 2023-2024 contract be increased by \$115,413 to better reflect the City's expanded service and project delivery. The increase will compensate the City appropriately for its costs in administering NBEDC activities, providing the appropriate level of professional services to the corporation, and managing the expanded capital improvements program assumed by the corporation. The revised professional services agreement and project expenditure for the NBEDC's consideration is for a total amount of \$405,386.

**CONTRACT BETWEEN THE NEW BRAUNFELS ECONOMIC DEVELOPMENT  
CORPORATION AND THE CITY OF NEW BRAUNFELS, TEXAS**

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THE STATE OF TEXAS                   §  
  §     KNOW ALL MEN BY THESE PRESENTS:  
COUNTY OF COMAL                   §

THIS CONTRACTUAL AGREEMENT (the "Agreement") is made and entered into by and between the New Braunfels Economic Development Corporation, a Non-Profit Corporation of the State of Texas, hereinafter called "EDC", acting by and through its duly authorized officers, and the City of New Braunfels, Texas, a Texas municipal corporation, hereinafter called "CITY," acting by and through its officers:

**W I T N E S S E T H:**

WHEREAS, Texas Local Government Code §501.054 provides the EDC with the powers of non-profit corporations incorporated under the Texas Non-Profit Corporation Act, as amended, and Section Seven of the Bylaws of the EDC allows for the President and Secretary of the EDC to execute any contract which the Board has approved and authorized to be executed; and

WHEREAS, §501.007 allows the EDC to reimburse the City for all expenses incurred in providing the EDC with administrative, financial, and legal services; and

WHEREAS, upon the recommendation and approval by the Board on August 3, 2023, and the City Council on August 14, 2023, the EDC agreed to pay to the City \$405,386 annually for administrative support and professional services.

**I.**

All funds received by CITY from EDC as herein provided shall be expended solely for the purposes stated herein and in accordance with the following terms:

The EDC shall pay a total of \$405,386 to the City on a monthly pro rata basis.

## II.

Administrative and professional services the CITY shall perform for the EDC include:

- (1) Preparing and filing all reports required by the Texas Non-Profit Corporation Act, the Texas Non-Profit Corporation Law (Business Organizations Code, §1.008), the Development Corporation Act;
- (2) Keeping all books and records required by the EDC's Bylaws;
- (3) Providing necessary staff to perform miscellaneous administrative services including preparation of forms, applications, public notices for projects, agendas, agenda reports, resolutions, and other necessary documents;
- (4) Preparing and timely processing of EDC's project applications, approval action by the Board and the City Council, execution of agreements;
- (5) Regularly attending Board meetings and making occasional Board or City Council presentations, as needed;
- (6) Negotiating and drafting project term sheets and performance agreements;
- (7) Preparing and presenting a budget for the EDC for the forthcoming year for review and approval by the Board and City Council;
- (8) Providing all necessary budgeting, auditing, accounting, analysis, professional support services and financial management, through the City Manager's Office, Economic and Community Development, and Finance Departments which may include consultants hired as necessary to complete EDC related tasks;
- (9) Auditing services by Finance Department and City Manager's Office to ensure contract compliance;
- (10) Providing for legal services through the City Attorney's Office, including outside legal consultants, to assist city staff in negotiating and drafting performance agreements, and provide legal guidance and opinions; and

- (11) Providing facilities for repository of records, office and conference space for meetings which includes a proportional charge for electricity, water, sewer, gas, heating and air conditioning, telephone, internet service, repair and maintenance for such facilities; and
- (12) Preparing and completing appropriate feasibility studies, preliminary designs, and other professional services as necessary to advance the goals, strategies and actions as outlined in the Economic Development Strategic Plan, Envision New Braunfels, Downtown Implementation Plan, Workforce Housing Study and other relevant plans and documents as determined and directed by the EDC; and
- (13) Consulting services rendered by an appropriate economic and community development organization as determined appropriate and necessary by the City to assist with the completion of the administrative and professional services outlined herein; and
- (14) Providing for a City employee to facilitate, manage, and regularly update the Board and the City Council on EDC-funded projects.

### III.

This agreement shall be renewed annually with the approval of the City's annual budget unless specific action is taken by the EDC and the City to change the terms of this agreement.

### IV.

In the performance of this contract, CITY shall not discriminate against any tenant or customer because of his/her race, color, religion, national origin, sex, disability or ancestry. Breach of this covenant may be regarded as a material breach of the contract causing its termination.

### V.

It is expressed and understood and agreed by both parties hereto that each acts

independently of each other, and neither has the authority to bind the other or to hold out to a third party that it is the authority for the other. The parties hereto understand and agree that the City shall not be liable for any claims, which may be asserted by any third party occurring in connection with the performance of the EDC.

VI.

Nothing contained herein shall be deemed or construed by the parties hereto or by any third party as creating the relationship of employer-employee, principal agent, joint ventures or any other similar such relationships, between the parties hereto.

VII.

All communications between EDC and CITY shall be addressed to the President of the New Braunfels Economic Development Corporation, c/o City of New Braunfels, 550 Landa Street, New Braunfels, Texas 78130. Any communication to the CITY shall be addressed to the City Manager, 550 Landa Street, New Braunfels, Texas 78130.

VIII.

It is understood and agreed that in the event any provision of this contract is inconsistent with requirements of law, the requirements of law will control and the parties shall revert to their respective positions, which would otherwise be enjoyed or occupied by the respective parties for the terms of this contract.

IX.

The foregoing instrument in writing between the parties herein, constitutes the entire agreement between the parties relative to the funds made the basis hereof, and any other written or oral agreement with the EDC being expressly waived by CITY.

IN WITNESS WHEREOF, the parties hereto execute this agreement in duplicate originals on this \_\_\_\_ day of \_\_\_\_\_, 2023.

NEW BRAUNFELS ECONOMIC  
DEVELOPMENT CORPORATION

By: \_\_\_\_\_  
Kathy Meurin, *President*

Date: \_\_\_\_\_

\_\_\_\_\_  
Stuart Hansmann, *Corporate Secretary*

Date: \_\_\_\_\_

CITY OF NEW BRAUNFELS

By: \_\_\_\_\_  
Robert Camareno, *City Manager*

Date: \_\_\_\_\_

ATTEST:

\_\_\_\_\_  
Gayle Wilkinson, *City Secretary*

APPROVED AS TO FORM:

\_\_\_\_\_  
Valeria Acevedo, *City Attorney*

**8/17/2023**

Agenda Item No. B)

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**PRESENTER:**

Jeff Jewell, Economic and Community Development Director

**SUBJECT:**

Public hearing, discussion, and possible action approving an expenditure of up to \$89,160 to Economic & Planning Systems, Inc., for a planning and feasibility study for a possible public/private partnership, a project authorized under 505.102 of the Texas Local Government Code; and authorizing the President to execute said agreement.

**DEPARTMENT:** Economic and Community Development**COUNCIL DISTRICTS IMPACTED:** 4**BACKGROUND INFORMATION:**

The New Braunfels Economic Development Corporation (NBEDC) acquired a 16-acre site at Gruene Road and Common Street to support the expansion of HD Supply. For a multitude of reasons, the company does not anticipate expanding its building footprint but the NBEDC still owns the property adjacent.

Staff is recommending Economic & Planning Systems, Inc., to undertake a development scenario and feasibility analysis for the Gruene 16 property. The scope of work includes a demographic and economic framework analysis, market trends and potentials, financial feasibility pro-forma and a “but for” analysis for a fee not to exceed \$89,160.

The primary goal of this project is to develop a range of development scenarios for the EDC-owned property on Gruene Road and Common Street behind the current HD Supply operation. The analysis will include a financial model to enable the EDC to test different development programs and select the optimal combination of land uses and appropriate level of financial return. The feasibility and concept plan is intended to be used to solicit proposals from developers to submit plans for the site’s eventual development. These initial tasks support a larger project that will eventually lead to the development of a preliminary Term Sheet, the establishment of criteria for evaluation and developer selection, a developer Request for Proposals, and the creation and negotiation of a Developer Agreement to bring the project to fruition.

**ISSUE:**

The NBEDC has agreed with staff’s recommendation to contract with a consultant to acquire a planning and feasibility study for a possible public/private partnership to address the NBEDC owned property.

**FISCAL IMPACT:**

Economic & Planning Systems, Inc. submitted a scope and fee, not to exceed \$89,160. The NBEDC has adequate funds for this project expenditure.

**RECOMMENDATION:**

Staff recommends the approval of the project expenditure, up to \$89,160, with Economic & Planning Systems, Inc., for a planning and feasibility study for a possible public/private partnership, a project authorized under 505.152 of the Texas Local Government Code; and authorizing the President to execute said agreement.



August 10, 2023

Mr. Jeffrey Jewell  
Director of Economic and Community Development  
City of New Braunfels  
New Braunfels, TX 78130  
jjewell@newbraunfels.gov

**Subject: Mixed-Use Development Scenarios and Feasibility Analysis; EPS #233063**

Dear Mr. Jewell:

This letter provides a specific Scope of Work related to the 16-acre site that the New Braunfels Economic Development Corporation (EDC) agency secured several years ago and is now preparing for a developer solicitation process. The purpose of the Scope of Work that follows is to establish a range of development scenarios for the EDC and City with a process to refine the options in preparation for a developer solicitation. The analysis will include a financial model that will enable the EDC to test different development programs and select the optimal combination of land uses and appropriate level of financial return. As you know, there are many project variables that affect the outcome of this analysis, and the work products described below are robust with sufficient functionality to test a wide range of assumptions.

To enable the EDC and City to see the larger process, the way these task support the larger mission is shown below. The initial tasks included in this scope provide the foundation for the following actions:

- Establish preliminary Term Sheet (TS) framework
- Define criteria for evaluation and select developer
- Issue a developer solicitation RFP and select the team that best fulfills the goals of the EDC and City
- Execute the Exclusive Negotiating Agreement (ENA)
- Draft the Developer Agreement (DA) and negotiate with selected developer
- Schedule the project groundbreaking and commence with construction

EPS is available to help you with the future work, recognizing that you may have internal resources for many of them. The scope shown below provides the incremental step for the EDC that will advance the project and create a focus on the most relevant issues at this time. We look forward to working with you.

Sincerely,

ECONOMIC & PLANNING SYSTEMS, INC.

Andrew Knudtsen  
Managing Principal

730 17<sup>th</sup> Street  
Suite 630  
Denver, CO 80202  
303 623 3557

Denver  
Los Angeles  
Oakland  
Sacramento  
epsys.com

## Scope of Work

### Task 1: Project Initiation

To begin the project, EPS will meet with New Braunfels staff on-site to understand the vision of the community, to walk the parcel, and to establish a basis for the balance of the work program. As part of this two-day trip, EPS will review the scope of work and ensure the deliverables associated with each task align with the goals of the Economic Development Corporation (EDC) as it relates to this site. Additionally, EPS will lead a comprehensive visioning process for the site, engaging with key stakeholders. The objective is to create a shared vision that aligns with the community's values, maximizes the land's potential, and promotes sustainable development while addressing the needs and aspirations of all involved parties.

**Team Workshop #1:** EPS will facilitate an in-person workshop with selected representative from the City and the EDC in which we will listen to members discuss objectives for the site, identify key questions for additional research, and establish parameters for the larger sequence of actions that will lead to an effective P3.

### Task 2: Demographic and Economic Framework

EPS will document trends in the New Braunfels market area to establish the degree of change that has occurred in the recent past, as well as to forecast the change anticipated in the next 10 years. EPS will collect demographic data to cover all attributes of the population, including age, race, educational status, income distribution, and commuting characteristics. The data will be portrayed relative to the metropolitan areas of San Antonio and Austin to clarify how the local market area contrasts with those within the larger region.

Economic trends will include job formation by two-digit NAICS sector by location, with trends back to 2010 to show the rate of growth over the past decade. An emphasis will be placed on impacts from the pandemic, noting how quickly recovery occurred and in which sectors. EPS will use the local Council of Government factors to develop an employment forecast, isolating the TAZ geographies most relevant to New Braunfels. If needed, EPS can provide a floor area projection for industrial, office, and retail uses that is based on the job forecast.

The purpose of this section is to frame the potential for development on the 16-acre parcel that the EDC has identified for a public private partnership. The information collected in this section will be used to inform development program options as well as used in the Developer Solicitation, to be conducted later in the process.

### Task 3: Market Trends and Potentials

EPS will identify market trends for residential and commercial uses. The commercial will include office, flex, light manufacturing, and retail and EPS will track trends by land use within the New Braunfels market area to document the momentum of the market. The data will include trends since 2010 in rents, vacancy levels, and deliveries relative to total inventory by asset class. The data can be used to understand the degree of market pressure that exists for any asset category and how the prospective EDC project fits within the commercial real estate market context.

The data will be broken out by subarea, to show relative market performance by location. The information will be depicted in charts and tables to easily convey the degree of change that has occurred and where opportunity exists. Once EPS has collected the information, we will conduct key stakeholder interviews to vet the data with local brokers and calibrate findings based on local insights. EPS will work with EDC staff to identify the brokers most capable of offering perceptions on the trends as well as development potentials for the site under consideration and will compile them to further inform that data set.

For the residential uses, EPS will analyze market trends related to the housing market and will capture the activity for ownership and rental product, with an emphasis on the breath of pricing available within the market. From this context, EPS will document the household income for which housing is readily available and will note any segments for which housing needs are not represented by the market.

The purpose of this task is to gauge the level of market demand for residential development as a potential component of any future development and with a particular focus on units (for sale or rent) affordable to households earning between 60%-120% of Area Median Income (adjusted for household size).

**Team Workshop #2:** At the completion of Task 3, EPS will present its findings to the Board in a virtual workshop. The purpose will be to listen to the Board's direction as to certain land uses that will need to be emphasized in the financial feasibility modeling to be conducted in the following tasks.

## **Task 4: Development Scenarios and Financial Feasibility Analysis**

### ***Task 4.1 - Financial Feasibility Model***

EPS will construct a financial feasibility model to account for costs and revenues for the project. The model will be dynamic and capable of testing various density and development program concepts. The model will include static and dynamic components to enable the team to test metrics such as Return on Cost (ROC) as well as Internal Rate of Return (IRR). The construction of the model will include a number of sensitivities, such that development programs can be tested under a wide range of scenarios. These will include factors for density, land use type, parking assumptions (structured or surface), cost escalation, and opportunistic/conservative rates pertaining to rents, absorption, vacancies, etc. The goal is to build a robust tool that enables City staff to understand the full extent of development concepts and the corresponding financial implications.

### ***Task 4.2 - Public Revenue Potentials***

As part of the financial feasibility work, EPS will incorporate layers of public revenues that can be pledged to the development. More common examples include a commitment of property tax and/or sales tax. Alternatively, there are agreements that can be structured to direct revenue streams that are based on additional fees that can be paid by end users (tenants and/or customers) that can act as an incentive, independent of current public revenues. These can be incorporated into the model with the ability to toggle them on or off during sensitivity testing.

### Task 4.3 - Sources and Uses of Funds

Based on the iterations developed in Task 4.1 and 4.2, EPS will provide a summary of Sources and Uses for up to three development programs. Based on past experience with communities forming P3 projects, some stakeholders like to see development programs focused on civic benefit, while some prioritize economic viability. The goal is to show the financial performance under different assumptions, with a summary of the net returns to the City and/or net incentives required of the City under different assumptions.

**Team Workshop #3:** EPS will facilitate an on-site team workshop with stakeholders from the EDC and City to review alternative development programs and financial implications and arrive at a desired set of land uses.

### Task 5: Findings, Recommendations, and Refinements

EPS will provide results of each of the tasks as well as a summary of the Team Workshops that will provide a basis for the EDC and City to move forward with the project. The culmination of this effort will be the clarity and consensus needed to advance the P3 on this site. EPS will advise the EDC as to the need for tax increment financing or related forms of incentives. In addition to quantifying the financial parameters, EPS will also advise the City as to development program elements that are particularly influential on the financial performance and how to leverage them. The findings will include a summary of key project components, revenue estimates, and suggested refinements to include in the plan prior to issuing the developer solicitation.

## Budget

EPS proposes to complete the requested analysis on a time and materials basis not to exceed \$89,160. The approximate allocation by task and staff level is shown in **Table 1**.

**Table 1. Proposed Budget by Task and Staff**

Description	Principal-in-Charge	Project Manager	Associate	Production	Total
Billing Rate	\$270	\$195	\$145	\$95	
Task 1: Project Initiation	16	16	2	0	\$7,730
Task 2: Demographic and Economic Framework	8	20	10	0	\$7,510
Task 3: Market Trends and Potentials	24	32	32	0	\$17,360
Task 4: Development Scenarios and Financial Feasibility Analysis	36	72	72	0	\$34,200
Task 5: Findings and Recommendations, and Refinements	20	36	24	8	\$16,660
<b>Total Hours</b>	<b>104</b>	<b>176</b>	<b>140</b>	<b>8</b>	
<b>Dollars by Person</b>	\$28,080	\$34,320	\$20,300	\$760	<b>\$83,460</b>
<b>Direct Costs</b>					
Data Acquisition (CoStar)					\$1,500
Travel and Misc.					\$4,200
<b>Total Direct Costs</b>					<b>\$5,700</b>
<b>Total Project Budget</b>					<b>\$89,160</b>

Source: Economic & Planning Systems

**8/17/2023**

Agenda Item No. C)

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**PRESENTER:**

Jeff Jewell, Economic and Community Development Director

**SUBJECT:**

Presentation and discussion of a proposed project expenditure for the north ramp reconstruction at the New Braunfels National Airport

**DEPARTMENT:** Economic and Community Development**COUNCIL DISTRICTS IMPACTED:** 2**BACKGROUND INFORMATION:**

The New Braunfels National Airport has two primary aircraft parking facilities - the apron in front of the existing terminal building and the north side apron. The north side apron is in disrepair and TxDOT Aviation Division has identified its reconstruction as a critical project to undertake to support the airport's continued growth. The primary improvement of the proposed project is the removal and replacement of most of the existing north apron pavement. Approximately 400 feet of the far west section of the north apron was reconstructed in 2011 with concrete pavement as part of a larger pavement improvements project and is not included in the scope of this project. The proposed north apron pavement will serve as the New Braunfels National Airport's largest aircraft parking apron with fuel facilities and most of the tenant spaces including multiple flight school operations, critical 24/7 air ambulance facilities, aviation-related businesses, corporate hangars, and T-hangars and shed hangars for smaller aircraft storage. The north apron also serves as the Airport's primary overflow parking apron, as the terminal apron frequently exceeds the space available for terminal operations. In addition to the proposed apron providing new and expanded services, the design of the apron will improve operational and safety challenges in the existing apron layout. The reconstruction of the north apron pavement will mitigate ongoing safety concerns about foreign object debris (FOD) from deteriorating pavement and provide the apron space and connectivity needed to facilitate important revenue-generating operations that support the growth of the New Braunfels National Airport. TxDOT Aviation identified this project in its 5 year capital improvement program and is providing funding for 90% of the project. The local sponsor is responsible for identifying the 10% match, which is estimated at \$800,000.

The north ramp reconstruction project underwent preliminary engineering during the 2022-2023 and TxDOT is ready to submit the project for funding action by the Texas Transportation Commission but cannot proceed until it receives notice from the airport sponsor (City) that it has identified the 10% match funding.

The Airport is a self sustaining enterprise operation, meaning that the revenue generated by its business activities covers its expenses. While there is some ability to make a contribution to the 10% match, the airport has capital improvement needs that exceed its capacity to finance all of those identified needs. The last time the Airport requested the EDC consider financially supporting a project expenditure was in 2016 for extension of the corporate taxiway. The EDC provided up to \$2.4 million to support that project, which was structured as a 50% grant and 50% loan. The loan terms provide a 10 year term and amortization and 3% interest payment, which the Airport has been repaying since 2021.

**ISSUE:**

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The north side aircraft parking area, the north side apron, is in disrepair. TxDOT Aviation has identified its reconstruction as a critical project to undertake in order to support the airport's continued growth.

**FISCAL IMPACT:**

The City is requesting the NBEDC support the project expenditure of up to \$600,000 with the Airport Fund contributing \$200,000 to the match.

**8/17/2023**

Agenda Item No. D)

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**PRESENTER:**

Jeff Jewell, Economic and Community Development Director

**SUBJECT:**

Presentation and discussion on the creation of a Workforce Housing Trust Fund

**DEPARTMENT:** Economic and Community Development**COUNCIL DISTRICTS IMPACTED:** 1-6**BACKGROUND INFORMATION:**

The Workforce Housing Advisory Committee (WHAC) and City Council convened in a joint workshop on November 28, 2022, to discuss recommended actions and next steps to address workforce housing issues in the community. The WHAC's primary goal of reducing the percentage of cost burdened households in New Braunfels will be pursued through housing preservation and production strategies, as well as through policy measures to encourage these strategies.

One of the first strategies recommended in the two-year timeline was the creation of a Housing Incentive Fund (HIF) to provide gap financing assistance for identified projects. Commonly referred to as a Housing Trust Fund (HTF), the fund would leverage dollars with private dollars geared to the production and preservation of housing opportunities for identified target households.

Housing Trust Funds are a flexible source of funding that can be used to support a variety of affordable housing activities. They are typically created and administered at the local level and, as such, are not typically subject to the restrictions of federal subsidy programs and can be tailored to address local priorities and needs. The local community can determine eligible activities such as gap financing for new construction to weatherization for older homeowners. Ideally, funding for a trust fund comes from a dedicated revenue source established with the support and approval of key stakeholders. Local communities need to make a series of decisions around three key areas: 1) where revenue comes from; 2) how the trust fund is administered and; 3) what are the eligible activities.

The presentation will discuss background on the housing affordability challenges in New Braunfels, the purpose and goals of a Housing Trust Fund, as well as include a discussion around the best options for governance and strategies to develop and capitalize a fund dedicated to the production and preservation of workforce housing.

A joint-meeting with WHAC, City Council, and the NBEDC is scheduled for September 13<sup>th</sup> to continue the discussion on the creation of a workforce housing trust fund.

**8/17/2023**

Agenda Item No. A)

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**SUBJECT:**

Deliberate issues regarding economic development negotiations in accordance with Section 551.087 of the Texas Government Code:

1. Project Care Package
2. Project Camp Unicorn
3. Project Maverick

Deliberate the pending/contemplated litigation, settlement offer(s), and matters concerning privileged and unprivileged client information deemed confidential by Rule 1.05 of the Texas Disciplinary Rules of Professional Conduct in accordance with Section 551.071 of the Texas Government Code:

1. Frantic Holdings