

ALLEN OWEN
Chairman
FLOYD EMERY
Vice-Chairman
JERRY WYATT
Director
CHRIS PRESTON
Director
YOLANDA FORD
Director



ANTHONY G. MAROULIS
Director
DON SMITH
Director
ANTHONY SNIPES
General Manager
MARIA JACKSON
Assistant Secretary

MISSOURI CITY DEVELOPMENT AUTHORITY MEETING AGENDA

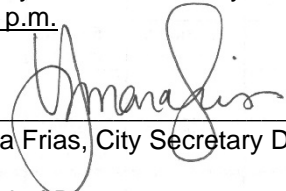
Notice is hereby given of a meeting of the Board of Directors of the Missouri City Development Authority to be held on **December 19, 2016**, at **6:00 p.m.** at: **City Hall, Council Chambers**, 1522 Texas Parkway, Missouri City, Texas, for the purpose of considering the following agenda items. All agenda items are subject to action. The Board of Directors reserves the right to meet in a closed session on any agenda item should the need arise and if applicable pursuant to authorization by Title 5, Chapter 551, of the Texas Government Code.

1. ROLL CALL
2. Approval of the minutes of the meeting of December 7, 2015.
3. Public comments.
4. Consider appointing or electing a secretary.
5. Consider authorizing a reimbursement to Vicksburg Estates, Limited, for certain infrastructure improvements in Lake Shore Harbour, Sections 1, 2 and 3.
6. **CLOSED EXECUTIVE SESSION**
The Board of Directors may go into Executive Session regarding any item posted on the Agenda as authorized by Chapter 551 of the Texas Government Code.
7. ADJOURN

In compliance with the Americans with Disabilities Act, the City of Missouri City will provide for reasonable accommodations for persons attending Missouri City Development Authority meetings. To better serve you, requests should be received 24 hours prior to the meetings. Please contact Maria Jackson, City Secretary, at 281.403.8500.

CERTIFICATION

I certify that a copy of the December 19, 2016 agenda of items to be considered by the Missouri City Development Authority was posted on the City Hall bulletin board on December 16, 2016, at 4:00 p.m.



Yomara Frias, City Secretary Department

I certify that the attached notice and agenda of items for consideration by the Board of Directors was removed by me from the City Hall bulletin board on the ____ day of _____, 2016.

Signed: _____ Title: _____

ALLEN OWEN
Chairman
DON SMITH
Vice-Chairman
JERRY WYATT
Director
CHRIS PRESTON
Director
YOLANDA FORD
Director



ANTHONY G. MAROULIS
Director
FLOYD EMERY
Director/Secretary
ANTHONY SNIPES
General Manager
MARIA GONZALEZ
Assistant Secretary

MISSOURI CITY DEVELOPMENT AUTHORITY MINUTES DECEMBER 7, 2015

The Board of Directors of the Missouri City Development Authority held a meeting on Monday, December 7, 2015, at 6:00 p.m. in the Council Conference Room, 2nd Floor, behind Council Chambers, 1522 Texas Parkway, Missouri City, Texas, to consider the following:

1. ROLL CALL

Chairman Owen called the meeting to order at 6:13 p.m.

Present were Directors Wyatt, Preston, Ford, Smith, Maroulis and Emery; City Attorney Iyamu, City Manager Snipes, Assistant City Manager Elmer, Interim General Manager Atkinson, Interim Finance Director Higgins, Director of Development Services Smith, and Deputy City Secretary Berglund. Also present was Frank Hester.

2. Approval of the minutes of the meeting of November 2, 2015.

Director Maroulis moved to approve the minutes of the November 2, 2015, meeting; and the motion was seconded by Director Emery. **MOTION PASSED UNANIMOUSLY.**

3. Public comments.

There were no public comments.

4. Consider appointing a General Manager.

Director Wyatt moved to appoint Anthony Snipes as the General Manager and the motion was seconded by Director Emery. **MOTION PASSED UNANIMOUSLY.**

5. ADJOURN

Director Smith moved to adjourn the meeting at 6:15 p.m., and the motion was seconded by Director Emery. **MOTION PASSED UNANIMOUSLY.**

BY: _____
Allen Owen, Chairman

ATTEST: _____
Floyd Emery, Secretary



MISSOURI CITY DEVELOPMENT AUTHORITY AGENDA ITEM COVER MEMO

December 19, 2016

To: Board of Directors of the Missouri City Development Authority

Agenda Item: 4 Consider appointing or electing a secretary.

Submitted by: Maria Jackson, Assistant Secretary

SYNOPSIS

Consider appointing or electing a secretary to the Missouri City Development Authority.

BACKGROUND

On June 2, 2014, Director Emery was appointed for two years as secretary to the Missouri City Development Authority (the "Authority") commencing with the date of the annual meeting of the Board of Directors ("the Board") at which he was elected into office. As such, his term expired on June 2, 2016.

On July 5, 2016, Floyd Emery was elected as Mayor Pro Tem of the City of Missouri City and was, therefore, also appointed to serve as Vice-Chairman, his corresponding position, on the Authority. This change resulted in the vacancy of secretary.

BUDGET ANALYSIS

A fiscal impact resulting from the appointment or election of secretary for the MCDA is not anticipated.

SUPPORTING MATERIALS

1. Missouri City Development Authority Bylaws - Article II, Board of Directors
2. Missouri City Development Authority Bylaws - Article III, Officers

STAFF'S RECOMMENDATION

Appoint or elect a Missouri City Development Authority secretary.

Director Approval: Maria Jackson, Assistant Secretary

seq., Texas Civil Practice and Remedies Code. The Authority shall have the power to acquire land in accordance with the Act as amended from time to time.

ARTICLE II

BOARD OF DIRECTORS

Section 1. Appointment, Classes, Powers, Number, and Term of Office. All powers of the Authority shall be vested in the Board of Directors (the "Board"). The Board shall initially consist of seven (7) persons. The Directors of the Board shall be increased to the number of city council members on the city council of the City of Missouri City in the event such council is increased to more than seven (7) directors. Directors of the Authority ("Director or Directors") shall be appointed by position to the Board by the Mayor of the City with the consent and approval of City Council and shall be the same persons appointed to the corresponding position of the City Council of the City of Missouri City. Election of a person to the corresponding position of the City Council of the City of Missouri City shall constitute appointment of such person to the corresponding position of the Board by the City. The Chairman of the Board shall always be appointed by the Mayor of the City.

Each Director shall serve for a term which expires on the date set forth below for the position to which such person was appointed, or until his or her successor is appointed by the City unless such Director has been appointed to fill an unexpired term in which case the term of the Director shall expire on the expiration date of the term of the Director whose position he or she was appointed to fill. Any Director may be removed from office at any time, with or without cause, by the City Council. The number of Directors may only be increased or decreased by an amendment to the Bylaws with the consent of the City Council of the City.

The term of each position shall be coterminous with the term of the corresponding position on the City Council as established by City Ordinance 92-22, as may be amended from time to time.

If any of the following persons are not serving as a member of the Board, he or she or their designee shall serve as an ex-officio, non-voting member of the Board:

- (1) City Manager;
- (2) Director of the City Department of Public Works;
- (3) City Engineer;
- (4) City Attorney;
- (5) Director of the City Planning; and
- (6) Director of Finance

Any person designated as an ex-officio member of the Board is entitled to notice of and to attend meetings of the Board.

In addition, the Board of Directors of the Authority may designate one or more representatives of the Fort Bend Independent School District, Fort Bend County or other political subdivisions as ex officio, non-voting members of the Board of Directors.

Section 2. Meetings of Directors. The Directors may hold their meetings and may have an office and keep the books of the Authority at such place or places within the City as the Board may from time to time determine; provided, however, in the absence of any such determination, such place shall be the registered office of the Authority in the State of Texas.

The Board shall meet in accordance with and file notice of each meeting of the Board for the same length of time and in the same manner and location as is required of a City under Chapter 551, Government Code (the "Open Meetings Act").

The Authority, the Board, and any committee of the Board exercising the powers of the Board are subject to Chapter 552, Government Code (the "Open Records Act").

Section 3. Annual Meetings. The annual meeting of the Board shall be held at the time and at the location in the City designated by the resolution of the Board for the purposes of transacting such business as may be brought before the meeting.

Section 4. Regular Meetings. Regular meetings of the Board shall be held at such times and places as shall be designated, from time to time, by resolution of the Board.

Section 5. Special and Emergency Meetings. Special and emergency meetings of the Board shall be held whenever called by the Chairperson of the Board or the Secretary or by a majority of the Directors who are serving duly appointed terms of office at the time the meeting is called.

The Secretary shall give notice of each special meeting in person, by telephone, fax, mail or telegraph at least three (3) days before the meeting to each Director and to the public in compliance with the Open Meetings Act. Notice of each emergency meeting shall also be given in the manner required of the City under Section 551.045 of the Open Meetings Act. Unless otherwise indicated in the notice thereof, any and all matters pertaining to the purposes of the Authority may be considered and acted upon at a special or emergency meeting. At any meeting at which every Director shall be present, even though without any notice, any matter pertaining to the purposes of the Authority may be considered and acted upon to the extent allowed by the Open Meetings Act.

Section 6. Quorum. A majority of the appointed position of the Board shall constitute a quorum for the consideration of matters pertaining to the purposes of the Authority. If at any meeting of the Board there is less than a quorum present, a majority of those present may adjourn the meeting from time to time. The act of a majority of the

Directors present and voting at a meeting at which a quorum is in attendance shall constitute the act of the Board, unless the act of a greater number is required by law, by the Articles of Incorporation, or by these Bylaws.

A Director who is present at a meeting of the Board at which any corporate action is taken shall be presumed to have assented to such action unless his dissent shall be entered in the minutes of the meeting or unless he shall file his written dissent to such action with the person acting as the secretary of the meeting before the adjournment thereof or shall forward such dissent by registered mail to the Secretary of the Authority immediately after the adjournment of the meeting. Such right to dissent shall not apply to a Director who voted in favor of the action.

Section 7. Conduct of Business. At the meetings of the Board, matters pertaining to the purposes of the Authority shall be considered in such order as from time to time the Board may determine.

At all meetings of the Board, the Chairperson shall preside, and in the absence of the Chairperson, the Vice Chairperson shall preside. In the absence of the Chairperson and the Vice Chairperson, a chairperson shall be chosen by the Board from among the Directors present.

The Secretary of the Authority shall act as secretary of all meetings of the Board, but in the absence of the Secretary, the presiding officer may appoint any person to act as secretary of the meeting.

Section 8. Executive Committee, Other Committees. The Board may, by resolution passed by a majority of the Directors, designate three (3) or more Directors to constitute an executive committee or other type of committee. To the extent provided in the authorizing resolution, a committee shall have and may exercise all of the authority of the Board in the management of the Authority, except where action of the Board is specified by statute. A committee shall act in the manner provided in the authorizing resolution. Each committee so designated shall keep regular minutes of the transactions of its meetings and shall cause such minutes to be recorded in books kept for that purpose in the office of the Authority, and shall report the same to the Board from time to time. Committees authorized to exercise the powers of the Board shall give notice of any meeting in the manner required for a meeting of the Board.

Section 9. Compensation of Directors. Directors, as such, shall not receive any salary or compensation for their services as Directors; provided, that nothing contained herein shall be construed to preclude any Director from receiving compensation which is not excessive and which is at commercially reasonable rates for personal services (rendered in other than a "Director" capacity) which are reasonable and necessary in carrying out the Authority's purposes.

Section 10. Board of Advisory Directors. The Board may establish a Board of Advisory Directors composed of members who are, in the judgment of the Board, qualified to advise with respect to the activities of the Authority. Members of the Board of Advisory

Directors shall serve for a term of one (1) year or such longer term as may be fixed by the Board, not to exceed four (4) years. Advisory Directors may be removed by the Board at any time with or without cause. The number of members of the Board of Advisory Directors shall be fixed from time to time by the Board. The officers and Directors of the Authority may consult with the Board of Advisory Directors from time to time with respect to the activities of the Authority but the Board of Advisory Directors shall in no way restrict the powers of the Board nor limit its responsibilities or obligations. The Board of Advisory Directors shall have no responsibility for the management of the affairs of the Authority. Advisory Directors shall not receive any salary or compensation for their services as Advisory Directors; provided, that nothing contained herein shall be construed to preclude any Advisory Director from receiving compensation which is not excessive and which is at commercially reasonable rates for personal services (rendered in other than an "Advisory Director" capacity) which are reasonable and necessary in carrying out the Authority's purposes.

Section 11. Director's Reliance on Consultant Information. A Director shall not be liable if while acting in good faith and with ordinary care, he relies on information, opinions, reports, or statements, including financial statements and other financial data, concerning the Authority or another person, that were prepared or presented by:

- (a) one or more other officers or employees of the Authority;
- (b) legal counsel, public accountants, or other persons as to matters the officer reasonably believes are within the person's professional or expert competence; or
- (c) a committee of the Board of which the Director is not a member.

ARTICLE III

OFFICERS

Section 1. Titles and Term of Office. The officers of the Authority shall be a chairperson of the Board, one or more vice chairpersons of the Board, a president, one or more vice presidents, a secretary, a treasurer, and such other officers as the Board may from time to time elect or appoint. One person may hold more than one office, except that neither the Chairperson of the Board nor the President shall hold the office of Secretary. The term of office for each officer (other than the Chairperson) shall be two (2) years commencing with the date of the annual meeting of the Board at which each such officer is elected. The Chairperson shall serve for the term designated by the Mayor of the City.

All officers (other than the Chairperson) shall be subject to removal, with or without cause, at any time by a vote of a majority of the whole Board.

A vacancy in the office of any officer (other than the Chairperson) shall be filled by the Board.

Section 2. Powers and Duties of the Chairperson. The Chairperson shall be a member of the Board and shall preside at all meetings of the Board. The Chairperson shall be designated by the Mayor of the City. He or she shall have such duties as are assigned by the Board. The Chairperson may call special or emergency meetings of the Board.

Section 3. Powers and Duties of the Vice Chairperson. The Vice Chairperson shall be a member of the Board. The Vice Chairperson shall perform the duties and exercise the powers of the Chairperson upon the Chairperson's death, absence, disability, or resignation, or upon the Chairperson's inability to perform the duties of his or her office. Any action taken by the Vice Chairperson in the performance of the duties of the Chairperson shall be conclusive evidence of the absence or inability to act of the Chairperson at the time such action was taken.

Section 4. Powers and Duties of the President. The President shall be the principal executive officer of the Authority and, subject to the Board, he or she shall be in general charge of the properties and affairs of the Authority. In furtherance of the purposes of the Authority and subject to the limitations contained in the Articles of Incorporation, the President, Chairperson, or Vice Chairperson may sign and execute all bonds, notes, deeds, conveyances, franchises, assignments, mortgages, notes, contracts and other obligations in the name of the Authority.

Section 5. Vice Presidents. A Vice President shall have such powers and duties as may be assigned to him or her by the Board or the President, including the performance of the duties of the President upon the death, absence, disability, or resignation of the President, or upon the President's inability to perform the duties of his or her office. Any action taken by the Vice President in the performance of the duties of the President shall be conclusive evidence of the absence or inability to act of the President at the time such action was taken.

Section 6. Treasurer. The Treasurer shall have custody of all the funds and securities of the Authority which come into his or her hands. When necessary or proper, he or she may endorse, on behalf of the Authority, for collection, checks, notes and other obligations and shall deposit the same to the credit of the Authority in such bank or banks or depositories as shall be designated in the manner prescribed by the Board; he or she may sign all receipts and vouchers for payments made to the Authority, either alone or jointly with such other officer as is designated by the Board; whenever required by the Board, he or she shall render a statement of his or her case account; he or she shall enter or cause to be entered regularly in the books of the Authority to be kept by him or her for that purpose full and accurate accounts of all moneys received and paid out on account of the Authority; he or she shall perform all acts incident to the position of Treasurer subject to the control of the Board; and he or she shall, if required by the Board, give such bond for the faithful discharge of his or her duties in such form as the Board may require.

Section 7. Secretary. The Secretary shall keep the minutes of all meetings of the Board in books provided for that purpose; he or she shall attend to the giving and serving of all notices; in furtherance of the purposes of the Authority and subject to the limitations contained in the Articles of Incorporation, he or she may sign with the President in the

name of the Authority and/or attest the signatures thereof, all contracts, conveyances, franchises, bonds, deeds, assignments, mortgages, notes and other instruments of the Authority; he or she shall have charge of the Authority's books, records, documents and instruments, except the books of account and financial records and securities of which the Treasurer shall have custody and charge, and such other books and papers as the Board may direct, all of which shall at all reasonable times be open to the inspection of any Director upon application at the office of the Authority during business hours; and, he or she shall in general perform all duties incident to the office of Secretary subject to the control of the Board.

Section 8. Compensation. Officers may be entitled to receive such salary or compensation for personal services which are necessary and reasonable in carrying out the Authority's purposes as the Board may from time to time determine, provided, that in no event shall the salary or compensation be excessive. Board members, even in their capacity as officers, are not entitled to compensation except as otherwise provided in Article II, Section 9.

Section 9. Officer's Reliance on Consultant Information. In the discharge of a duty imposed or power conferred on an officer of the Authority, the officer may in good faith and with ordinary care rely on information, opinions, reports, or statements, including financial statements and other financial data, concerning the Authority or another person, that were prepared or presented by:

(a) one or more other officers or employees of the Authority, including members of the Board; or

(b) legal counsel, public accountants, or other persons as to matters the officer reasonably believes are within the person's professional or expert competence.

ARTICLE IV

MISCELLANEOUS PROVISIONS

Section 1. Fiscal Year. The fiscal year of the Authority shall begin July 1 of each year.

Section 2. Seal. The seal of the Authority shall be such as from time to time may be approved by the Board.

Section 3. Notice and Waiver of Notice. Whenever any notice other than public notice of a meeting given to comply with the Open Meetings Act, is required to be given under the provisions of these Bylaws, such notice shall be deemed to be sufficient if given by depositing the same in a post office box in a sealed postpaid wrapper addressed to the person entitled thereto at his or her post office address, as it appears on the books of the Authority, and such notice shall be deemed to have been given on the day of such mailing. A waiver of notice, signed by the person or persons entitled to said notice, whether before



MISSOURI CITY DEVELOPMENT AUTHORITY AGENDA ITEM COVER MEMO

December 19, 2016

To: Board of Directors of Missouri City Development Authority
Agenda Item: 5 Consider authorizing a developer reimbursement for Lake Shore Harbour, Sections 1, 2 and 3
Submitted by: Bill Atkinson, Assistant City Manager

SYNOPSIS

Vicksburg Estates, Limited, entered into a development agreement to provide for the Tax Increment Reimbursement Zone No. 2 reimbursement of developer advances for the installation of certain infrastructure in the development in Sections 1, 2 and 3 of Lake Shore Harbour subdivision.

STRATEGIC PLAN 2019 GOALS ADDRESSED

- Create a great place to live
- Maintain a financially sound City

BACKGROUND

Vicksburg Estates, Limited, through Greatmark International, Inc., was entitled to reimbursement of \$7,103,846 per a developer agreement dated January 22, 2001. The city has issued the following reimbursements based on the developer constructing certain agreed upon public infrastructure in TIRZ No. 2, since execution of the agreement.

\$5,223,717	Certificates of Obligation 2010
\$1,000,000	Reimbursement Payment to the Developer 2013
<u>\$ 580,846</u>	Reimbursement Payment to the Developer 2014
\$6,804,563	Reimbursement Payment to the Developer to Date
\$7,103,846	Agreed Upon Reimbursement from TIRZ No. 2 to Developer
<u>-\$6,804,563</u>	Reimbursement Payment to the Developer to Date
\$ 299,283	Balance of Reimbursement Due to the Developer Per Agreement

BUDGET ANALYSIS

This payment is funded through a Tax Increment Reimbursement Zone (TIRZ) No. 2 in which the developer is constructing infrastructure that is increasing the captured value of the TIRZ No. 2. This captured value amount specifically in Sections 1,2 and 3 in Lake Shor Harbour is the increment that is solely funding the agreed upon reimbursements in this development agreement.

SUPPORTING MATERIALS

1. Lake Shore Harbour Net Available Increment Calculation Spreadsheet

STAFF'S RECOMMENDATION

This item was presented to the TIRZ No. 2 Board of Directors on December 13, 2016. The board unanimously recommended authorizing the reimbursement to Vicksburg Estates, Limited, for certain infrastructure improvements in Lake Shore Harbour Sections 1,2 and 3 totaling \$299,283.

**Assistant City Manager/
City Manager Approval:**

Bill Atkinson, Assistant City Manager

Net Available Increment Calculation

Tax Year	Fiscal Year ending 6/20/20xx	Add:		Less:			Ending Balance
		Beginning Balance	Revenue Allocation	Admin. Allocation	Debt Service Allocation	Direct Pay Reimburse-ments	
2004	2005	114,920	332,181	-421,848	0	0	25,253
2005	2006	25,253	108,520	-18,788	0	0	114,986
2006	2007	114,986	243,969	-13,028	0	0	345,927
2007	2008	345,927	328,310	-15,484	0	0	658,752
2008	2009	658,752	559,392	-31,543	0	0	1,186,602
2009	2010	1,186,602	835,078	-34,960	-439,078	0	1,547,641
2010	2011	1,547,641	623,835	-50,547	-435,813	0	1,685,117
2011	2012	1,685,117	647,556	-52,291	-438,313	0	1,842,069
2012	2013	1,842,069	674,295	-32,538	-435,513	0	2,048,314
2013	2014	2,048,314	772,748	-52,696	-437,563	-1,000,000	1,330,802
2014	2015	1,330,802	731,942	-36,340	-369,313	-580,846	1,076,246
2015	2016	1,076,246	0	0	-343,019	0	733,227
Total			5,857,826	-760,064	-2,898,609	-1,580,846	

Developer Reimbursement Summary

Due Developer Beginning	Debt Reimburse-ment	Direct Pay Reimburse-ment	Due Developer Ending
0	0	0	0
0	0	0	0
0	0	0	0
0	0	0	7,103,846
7,103,846	0	0	7,103,846
7,103,846	-5,223,717	0	1,880,129
1,880,129	0	0	1,880,129
1,880,129	0	0	1,880,129
1,880,129	0	0	1,880,129
1,880,129	0	-1,000,000	880,129
880,129	0	-580,846	299,283
299,283	0	0	299,283