The City of Liberty

Liberty Community Development Corporation

Meeting

~ Agenda ~

1829 Sam Houston Street
Liberty, TX 77575
www.cityofliberty.org

Dianne Tidwell
City Secretary
(936) 336-3684

Tuesday, July 16, 2019 | **6:00 PM** | **City Council Chambers**

The Liberty Community Development Corporation of Liberty, Texas reserves the right to meet in 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.

I. CALL TO ORDER

Attendee Name	Present	Absent	Late	Arrived
President Dennis Beasley	☐	☐	☐	
Vice-President Barbara Norwood	☐	☐	☐	
Board Member Mark Campbell	☐	☐	☐	
Board Member David Arnold	☐	☐	☐	
Board Member Mike Page	☐	☐	☐	
Board Member Kathrine McCarty	☐	☐	☐	
Board Member Dan VanDeventer	☐	☐	☐	

II. ACKNOWLEDGEMENT OF GUESTS AND VISITORS / CITIZENS FORUM

III. PRESENTATIONS / REPORTS

A. LCDC Information Item (ID # 4511)

Finance Report - Asst. City Mgr. / CFO N. Herrington

IV. CONSENT AGENDA

All consent items listed are considered to be routine by the LCDC and will be enacted by one motion. There will be no separate discussion of these items unless a Board Member so requests, and if such a request is made, the item will be removed from the Consent Agenda and considered in a normal sequence on the agenda.

A. Minutes Approval

1. Tuesday, June 11, 2019

V. REGULAR AGENDA

A. Regular Session

1. LCDC Resolution (ID # 4512)

Consider a Resolution approving amendments to the Liberty Community Development Corporation Bylaws.

- EXHIBIT - LCDC Bylaws Amendment (DOCX)

2. LCDC Corporation Action (ID # 4513)

Consider adoption of the Downtown Facade Improvement Program Guidelines.

- EXHIBIT - Downtown Liberty Facade Improvement Grant - Program Guidelines (DOCX)

3. LCDC Corporation Action (ID # 4514)

Consider approval of a one-year agreement with The Retail Coach for retail recruitment assistance, at a cost not to exceed $21,000.00.

4. LCDC Public Hearing (ID # 4515)

Public Hearing on the potential expenditure of funds for various projects included in the Liberty Community Development Corporation Proposed FY 2019-2020 Budget and in the Community Development Capital Improvement Program (CDCIP).

5. LCDC Corporation Action (ID # 4516)

Consider approval of the Liberty Community Development Corporation Budget for Fiscal Year 2019-2020.

- EXHIBIT - LCDC FY20 Budget (PDF)

6. LCDC Corporation Action (ID # 4517)

Consider approval of the Liberty Community Development Corporation Fiscal Year 2019-2020 Community Development Capital Improvement Program (CDCIP).

- EXHIBIT - LCDC CDCIP (DOCX)

VI. ADJOURNMENT

I certify that the attached Notice of Meeting was posted on the bulletin board and in the Message Centers located on the east and west sides of the City Hall Administration Building, located at 1829 Sam Houston on the 12th day of July, 2019 at 3:00 p.m. This notice will remain so posted continuously for at least 72 hours preceding the scheduled time of said meeting in accordance with Chapter 551 of the Texas Government Code.

Dianne Tidwell

Dianne Tidwell, City Secretary

NOTICE

In compliance with the Americans with Disabilities Act, the City of Liberty will provide reasonable accommodation for persons attending and/or participating in this Council Meeting. To better serve you, requests must be made at least 24 hours prior to the meeting. Contact the City at (936) 336-3684 or by Fax at (936) 336-9846. The building is wheelchair accessible, with parking available, on the west side of the building.

I certify that the attached Notice and Agenda of items to be considered by the City Council was removed by me from the bulletin board at the City Hall on the ________ day of _____________________, 2019.

The City of Liberty
Liberty Community Development Corporation
1829 Sam Houston Street
Liberty, TX 77575

Meeting: 07/16/19 06:00 PM

Department: Administration
Category: LCDC Reports

LCDC INFORMATION ITEM (ID # 4511)

DOC ID: 4511

Subject: Finance Report

Background: This agenda item affords the Asst. City Mgr./Finance Director an opportunity to report on the financial activities and position of the Corporation, to include revenues, liabilities, assets, and other financial information.

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1829 Sam Houston Street
Liberty, TX 77575
www.cityofliberty.org

Dianne Tidwell
City Secretary
(936) 336-3684

The City of Liberty

Liberty Community Development Corporation

Annual Meeting

~ Minutes ~

Tuesday, June 11, 2019	**5:00 PM**	**City Council Chambers**

The Liberty Community Development Corporation of Liberty, Texas reserves the right to meet in 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.

I. CALL TO ORDER

Attendee Name	Title	Status	Arrived
Dennis Beasley	President	Present	
Barbara Norwood	Vice-President	Present	
Mark Campbell	Board Member	Present	
David Arnold	Board Member	Present	
Mike Page	Board Member	Present	
Kathrine McCarty	Board Member	Present	
Dan VanDeventer	Board Member	Present	
Tom Warner	General Manager	Present	
Naomi Herrington	Asst. City Manager	Present	
Dianne Tidwell	City Secretary	Present	
Brandon Davis	City Attorney	Present	

II. ACKNOWLEDGEMENT OF GUESTS AND VISITORS / CITIZENS FORUM

III. CONSENT AGENDA

RESULT:	**APPROVED [6 TO 0]**
MOVER:	Kathrine McCarty, Board Member
SECONDER:	David Arnold, Board Member
AYES:	Beasley, Campbell, Arnold, Page, McCarty, VanDeventer
ABSTAIN:	Barbara Norwood

A. Minutes Approval

1. Tuesday, June 04, 2019

IV. REGULAR AGENDA

A. Regular Session

1. LCDC Corporation Action 2019-13

Board of Directors to elect a President of the Liberty Community Development Corporation.

COMMENTS - Current Meeting:

A motion was made, and seconded, to nominate Dennis Beasley as President of the Liberty Community Development Corporation.

RESULT:	**APPROVED [UNANIMOUS]**
MOVER:	David Arnold, Board Member
SECONDER:	Barbara Norwood, Vice-President
AYES:	Beasley, Norwood, Campbell, Arnold, Page, McCarty, VanDeventer

2. LCDC Corporation Action 2019-14

Board of Directors to elect a Vice-President of the Liberty Community Development Corporation.

COMMENTS - Current Meeting:

A motion was made, and seconded, to nominate Barbara Norwood as Vice-President of the Liberty Community Development Corporation.

RESULT:	**APPROVED [UNANIMOUS]**
MOVER:	David Arnold, Board Member
SECONDER:	Mark Campbell, Board Member
AYES:	Beasley, Norwood, Campbell, Arnold, Page, McCarty, VanDeventer

3. LCDC Corporation Action 2019-15

Board of Directors to elect a Secretary of the Liberty Community Development Corporation.

COMMENTS - Current Meeting:

A motion was made, and seconded, to nominate Kathrine McCarty as Secretary of the Liberty Community Development Corporation.

RESULT:	**APPROVED [UNANIMOUS]**
MOVER:	David Arnold, Board Member
SECONDER:	Barbara Norwood, Vice-President
AYES:	Beasley, Norwood, Campbell, Arnold, Page, McCarty, VanDeventer

V. ADJOURNMENT

A. Motion To: Adjourn

COMMENTS - Current Meeting:

There being no further business before the Board, President Beasley adjourned the meeting at 5:05 p.m.

Dennis Beasley, President

ATTEST:

____
Dianne Tidwell, City Secretary

The City of Liberty
Liberty Community Development Corporation
1829 Sam Houston Street
Liberty, TX 77575

Meeting: 07/16/19 06:00 PM

Department: Administration
Category: LCDC Misc.

LCDC RESOLUTION (ID # 4512)

DOC ID: 4512 C

Subject: Amendment of the LCDC Bylaws

Background: On June 4, 2019, the LCDC Board of Directors held a work session to review and discuss the Corporation's Bylaws. The LCDC Bylaws were last amended on June 28, 2011 by Resolution 2011-9.

The proposed amendments makes the following major changes to the bylaws:

(1) Changes the registered agent from the City Secretary to the General Manager
(2) Specifies that resignations may be delivered to the Mayor or Board President
(3) Changes the Annual Meeting from the 2nd to the 3rd Tuesday in June
(4) Specifies that the Board Secretary serves for a one (1) year term
(5) Removes the requirement that the Board contract with the City for use of city staff
(6) Removes the requirement that the Corporation Secretary be a city employee (per section 505.053 of the Local Government Code, the Corporation Secretary must be a Board Member).
(7) Removes the requirement that the board make an annual report to the City Council regarding the Community Development Capital Improvement Program (CDCIP).
(8) Adds the requirement that the CDCIP be approved by the Board as part of the Board's Fiscal Year Budget

The proposed changes to the Bylaws are attached for your review.

Funding Source: N/A

Staff Recommendation: Approval of the amendments

A RESOLUTION BY THE LIBERTY COMMUNITY DEVELOPMENT CORPORATION; SAID RESOLUTION APPROVING AMENDMENTS TO THE LCDC'S BYLAWS.

WHEREAS, the LCDC currently operates under a set of bylaws that were previously approved by both the LCDC and the City of Liberty's City Council; and

WHEREAS, after reviewing the current bylaws the LCDC Board of Directors believes it to be in the City's best interest if the LCDC's bylaws are amended; and

WHEREAS, a portion of the proposed bylaw changes are necessary to ensure that the LCDC is operating in accordance with Texas law; and

WHEREAS, other proposed changes to the bylaws are needed to better reflect the current operations of the LCDC; and

NOW, THEREFORE, Be It Resolved by the Liberty Community Development Corporation that the LCDC Board of Directors desires to amend the LCDC's Bylaws by adopting the new bylaws attached hereto as Exhibit "A". These proposed Bylaws will not go into effect until adopted by the City of Liberty's City Council.

PASSED AND APPROVED, this the 16th day of July, 2019.

LIBERTY COMMUNITY DEVELOPMENT CORPOATION

____

Dennis Beasley, President

ATTEST:

____

Kathrine McCarty, Corp. Secretary

BYLAWS

OF THE

LIBERTY COMMUNITY DEVELOPMENT CORPORATION

ARTICLE 1
PURPOSE AND POWERS

SECTION 1. Registered Office and Registered Agent.

The LIBERTY COMMUNITY DEVELOPMENT CORPORATION (the "Corporation") shall have and continuously maintain in the State of Texas a registered office and a registered agent whose office is identical with such registered office, as required by the Texas Non-Profit Corporation Act and State law. The registered agent for the Corporation shall be the General Manager ~~City Secretary~~, provided that the Board of Directors (the "Board"), from time to time, may change the registered agent and/or the address of the registered office, subject to City Council approval, provided further that such change is appropriately reflected in these Bylaws and in the Articles of Incorporation (the "Articles").

SECTION 2. Purpose.

The Corporation is incorporated as a non-profit corporation for the purposes set forth in the Articles the same to be accomplished on behalf of the City of Liberty, Texas (the "City") as its duly constituted authority and instrumentality in accordance with the Texas Development Corporation Act of 1979, Article 5190.6, Section 4B Tex. Rev. Civ. Stat., Ann., as amended (the "Act"), other applicable laws, the City of Liberty Ordinance No. 864, including all permissible projects prescribed by the Act and to promote or develop expanded business enterprises, including drainage or related improvements and for maintenance and operating costs of the publicly owned and operated projects. The Corporation shall be a non-profit corporation as defined by the Internal Revenue Code of 1986, as amended, and the applicable regulations of the United States Treasury Department and Rulings of the Internal Revenue Service of the United States prescribed and promulgated thereunder.

SECTION 3. Powers.

In the fulfillment of its corporate purpose, the Corporation shall be governed by the Act, and shall have all of the powers set forth and conferred in the Act, and in other applicable laws, subject to the limitations prescribed therein and herein and to the provisions thereof and hereof.

ARTICLE II
BOARD OF DIRECTORS

SECTION 1. Number and Term of Office

A. The property and affairs of the Corporation shall be managed and controlled by a Board and, subject to the restrictions imposed by law, by the Articles and these Bylaws, the Board shall exercise all of the powers of the Corporation.

B. The Board shall consist of seven (7) directors, each of whom shall be appointed by the City Council. Each of the directors shall be a resident of the City.

C. Four (4) members of the first Board shall serve terms of one (1) year and three (3) members shall serve terms of two (2) years. The respective terms of the initial directors shall be determined by the City Council. Thereafter, each successive member of the Board shall be appointed and serve for two (2) years of until a successor is appointed as hereinafter provided. *Four (4) directors shall be persons who are not employees, officers of the City, or members of the City Council. *(*LCDC Resolution No. 2011-3 changed this number from three directors to four directors.)*

SECTION 2. Vacancies and Resignations.

A. A vacancy in any position of director which occurs by reason of death, resignation, disqualification, removal, or otherwise, shall be filled as prescribed in Article II, Section ~~1~~ 2. A vacancy in the office of President or Vice President which occurs by reason of death, resignation, disqualification, removal, or otherwise, shall be filled by election by The Board, from the remaining directors for the unexpired portion of the term of that office.

B. Any director may resign at any time. Such resignation shall be made in writing, and shall be delivered ~~addressed~~ to the Mayor or ~~and~~ the Board President ~~City Secretary~~, and shall take effect at the time specified therein, or if no time is specified, the resignation shall take effect immediately upon receipt by the Mayor or Board President. ~~at the time of its receipt by the City Secretary.~~

C. All vacancies of the Liberty Community Development Corporation Board of Directors shall be filled as follows: Nominations will be made by Council members or mayor, with a second required by a council remaining member or mayor for an applicant to be voted on by the City Council to fill the vacancy. A public voice vote by each of the City Council members present and mayor will be taken by the mayor of properly nominated and seconded applicants to fill the vacant position. If no properly nominated and seconded applicant received a majority vote on the first ballot, subsequent votes may be taken until a majority vote selects an applicant. *(*This section was added by LCDC Resolution No. 2011-9).*

SECTION 3. Meetings of Directors.

For meetings of the Board or committees, notice there of shall be provided and set forth in accordance with the Texas Open Meetings Act, Chapter 551 of the Texas Local Government Code. Any member of the Board, officers of the Corporation or Mayor, may have an item placed on the agenda by delivering the same in writing to the Secretary of the Board no less than three (3) calendar days prior to the date of the Board meeting. Each agenda of a Board meeting shall contain an item, titled "Citizens Forum", to allow public comment to be made by the general public concerning Board related matters. However, no official or formal action or vote may be taken on any comment made by citizens during Citizens Forum.

The annual meeting of the Board shall be on the ~~2nd~~ 3rd Tuesday in June of each year. ~~at 5:00 p.m.~~ ~~t~~The Board shall hold regular or ~~and~~ special meetings, in the corporate limits of the

City, at such place or places as the Board may from time to time determine, and in conformance with the Texas Open Meetings Act.

SECTION 4. Quorum.

A quorum is a majority of the Board (being not less than four (4) members), and shall be present for the conduct of the official business of the Corporation. The Act of four (4) or more directors at a meeting at which a quorum is in attendance shall constitute the act of the Board and of the Corporation, unless the act of a greater number is required by these Bylaws, policies/procedures of the Board, City Council resolution/ordinance, or State law.

SECTION 5. Conduct of Business.

A. At the meetings of the Board, matters pertaining to the business of the corporation shall be considered in accordance with the rules of procedures as from time to time prescribed by the Board. Unless otherwise adopted by the Board, the rules of procedure of the City Council shall be the rules of procedures for the Board.

B. At all meetings of the Board, the President shall preside, and in the absence of the President, the Vice President shall exercise the powers of the President.

C. The Secretary of the Corporation shall act as Secretary of all meetings of the Corporation, but in the absence of the Secretary, the presiding officer may appoint any person to act as Secretary of the meeting. The Secretary shall keep minutes of the transactions of the Board and committee meetings and shall cause such official minutes to be recorded in books kept for that purpose in the principal office of the Corporation.

SECTION 6. Committees of the Board.

An official committee of the Board shall consist of two (2) or more directors. It is provided, however, that all final official actions of the Corporation may be exercised only by the Board. 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 or that purpose in the principal office of the Corporation.

SECTION 7. Compensation of Directors.

The directors, including the President and Vice President, shall not receive any salary or compensation for their service. However, directors may be reimbursed for their actual expenses incurred in the performance of their duties hereunder, including but not limited to the cost of travel, lodging, and incidental expenses reasonably related to the corporate duties of the Board. Travel expenses incurred by directors for both regular and special meetings are not eligible for reimbursement.

ARTICLE III
OFFICERS

SECTION 1. Titles and Term of Office.

The President, ~~and~~ Vice President, and Secretary shall be elected by the Board and shall serve a term of one (1) year. The respective terms of the initial President and Vice President shall be determined by the City Council. The President, ~~and~~ Vice President, and Secretary shall continue to serve until their successors are appointed as provided in Article II, Section 1.

SECTION 2. Powers and Duties of the President.

The President shall be the chief executive officer of the Corporation, and shall, subject to the authority of the Board and paramount authority and approval of the City Council, preside at all meetings of the Board, and absent any different designation by a majority of the Board, shall sign and execute all contracts, conveyances, franchises, bonds, deed, assignments, mortgages, and notes in the name of the Corporation. In addition, the President shall:

A. call both regular and special meetings of the Board and establish the agenda for such;
B. have the right to vote on all matters coming before the Board;

C. have the authority to appoint standing or study committees to aid and assist the Board in its business undertaking or other matters incidental to the operation and functions of the Board;

D. perform all duties incident to the office, and such other duties as shall be prescribed from time to time by the Board, subject to approval by the City Council;

~~appear before the City Council on a periodic basis to give a report on the status of activities of the Corporation; and~~

~~appear before the City Council, or be represented by his designee, regarding any item being considered by the City Council concerning the Corporation.~~

SECTION 3. Vice President.

The Vice President shall exercise the powers of the President during that officer's absence or inability to act. The Vice President shall also perform other duties as from time to time may be assigned by the President of the Board.

SECTION 4. Attendance.

Directors must be present in order to vote at any meeting. Regular attendance at the Board meetings is required of all directors. The following number of absentees shall constitute the basis for replacement of a director. Three (3) consecutive unexcused absences from meetings of the Board shall cause the position to be considered vacant. In addition, the position of any director who has four (4) unexcused absences in a twelve (12) month period shall also be considered vacant.

SECTION 5. Conflict of Interest.

In the event that a director is aware that he has a conflict of interest or potential conflict of interest, with regard to any particular matter or vote coming before the Board, the director shall bring the same to the attention of the Board and shall abstain from discussion and voting thereof.

Any director shall bring to the attention of the Board any apparent conflict of interest or potential conflict of interest of any other director, in which case the Board shall determine whether a true conflict of interest exists before any further discussion or vote shall be conducted regarding that matter. The director about whom a conflict of interest question has been raised shall refrain from voting with regarding to the determination as to whether a true conflict exists. Failure to conform to these requirements herein and policies as may be adopted by the Board is cause for dismissal from the Board by action of the City Council.

SECTION 6. Implied Duties.

The Corporation is authorized to do that which the Board deems desirable, subject to City Council approval, to accomplish any of the purposes or duties set out or alluded to in the Articles, these Bylaws, and in accordance with State law.

SECTION 7. Board's Relationship with the City.

In accordance with State law, the Board shall be responsible for the proper discharge of its duties assigned herein. The Board shall determine its policies and directives within the limitations of the duties herein imposed by applicable laws, the Articles, these Bylaws, contracts entered into with the City, and budget and fiduciary responsibilities. Such policies and directives are subject to approval by the City Council. Any request for services made to the departments of the City shall be made by the Board or its designee in writing to the City Manager. The City Manager may approve such request for assistance from the Board when he finds such requested services are available within the City and that the Board has agreed to reimburse the City for the cost of such services so provided, as provided in Article III, Section 8 of these Bylaws.

SECTION 8. Contracts for Service.

The Corporation may, with approval of the City Council, contract with any qualified and appropriate person, association, corporation, or governmental entity to perform and discharge designated tasks which will aid or assist the Board in the performance of its duties. However, no such contract shall ever be approved or entered into which seeks or attempts to devest the Board of its discretion and policy-making functions in discharging the duties herein set forth.

Subject to the authority of the City Manager under the Charter of the City, the Corporation shall have the right to utilize the services of the staff and employees of the City, provided (i) that the City Manager approves of the utilization of such services, (ii) that the Corporation shall pay, as approved by the City Manager , reasonable compensation to the City of such services, and (iii) that the performance of such services does not materially interfere with the other duties of such personnel of the City. ~~Utilization of the aforesaid City staff shall be solely by a contract approved by the City Council.~~

ARTICLE IV
FUNCTIONAL CORPORATE DUTIES AND REQUIREMENTS

SECTION 1. General Manager.

The General Manager shall be the chief administrative officer of the Corporation and be in general charge of the properties and affairs of the Corporation, shall administer all work orders, requisitions for payment, purchase orders, contract administration/oversight, and other instruments or activities as prescribed by the Board in the name of the Corporation. The General Manager shall be an employee of the City.

The General Manager shall employ such full or part-time employees as needed to carry out the programs of the Board. These employees shall be employees of the City and perform those duties as are assigned to them. These employees shall be compensated as prescribed in Article III, Section 8 of these Bylaws. The General Manager shall have the authority, and subject to provisions of the City Charter and policies-procedures of the City, to hire, fire, direct and control the work as functionally appropriate, of such employees.

SECTION 2. Secretary.

The Secretary shall keep the minutes of all meetings of the Board and committees in books provided for that purpose, shall give and serve all notices, shall sign with the President in the name of the Corporation, and/or attest the signature thereto, all contracts, conveyances, franchises, bonds, deeds, assignments, mortgages, notes and other instruments of the Corporation, shall have charge of the corporate books, records, documents, and securities, and such other books and papers as the Board may direct, all of which shall at all reasonable times be open to public inspection upon application at the office of the Corporation during business hours, and all in general perform all duties incident to the office of Secretary subject to the control of the Board. The Secretary shall endorse and countersign, on behalf of the Corporation, for collection or issuance, checks, notes, and other obligations in or drawn upon such bank or banks or depositories as shall be designated by the City Council consistent with these Bylaws. ~~The Secretary shall be an employee of the City.~~

SECTION 3. Ex-Officio Members.

The City Council may appoint Ex-Officio members to the Board of Directors as it deems appropriate. These representatives shall have the right to take part in any discussion of open meetings, but shall not have the power to vote in the meetings. Ex-Officio members shall serve a term of one (1) year.

Ex-Officio members shall be required to take an Oath of Office and abide by, and be subject to, the City Code of Ethics.

SECTION 4. Participation in Board Meetings.

The General Manager,~~ Secretary~~, Mayor, ~~and~~ City Manager, and City Attorney (or their respective designees) shall have the right to take part in any discussion of the Board, or committees thereof, including attendance of executive sessions, but shall not have the power to vote in any meetings attended.

SECTION 5. Duties of the Board.

The Board shall develop a fiscal year budget and ~~combined~~ Community Development Capital Improvement Program (the "CDCIP"), including maintenance and operation costs thereof, for the City which shall include and set forth short and long term goals. ~~Such plan shall be approved by the City Council~~. The Board shall conduct a public hearing prior to the adoption of the fiscal year budget and CDCIP. The City Council shall approve the Corporation's fiscal year budget and CDCIP. ~~concerning both the adoption and required annual updates to the CDCIP. A legal notice shall be advertised as determined by the Board, at least three (3) days prior to the scheduled public hearing.~~

The Board shall review and update the CDCIP once a year to ensure the plan is up to date with current community needs and is capable of meeting the City's community development needs. The Board shall expend, in accordance with State law and subject to City Council approval, the funds received by it for community development where such expenditures will have a benefit to the citizens of the City. ~~The Board shall make an annual report to the City Council including, but not limited to, the following:~~

~~A review of the accomplishments of the Board in the area of community development; and~~

~~The activities of the Board for the budget year addressed in the annual report, together with any proposed change in the activity as it may relate to community development.~~

~~The required annual report shall be made to the City Council no later than December 1 of each year.~~

The Board shall be accountable to the City Council for all activities undertaken by it or on its behalf, and shall report on all activities of the Board, whether discharged directly by the Board or by any person, firm, corporation, agency, association, or other entity on behalf of the Board.

SECTION 6. Components of the CDCIP.

The Board shall submit to the City Council for its approval, the CDCIP which shall include proposed methods and expected costs of implementation, and cost of operations and maintenance of the projects. The plan shall include both short and long term goals for the community development of the City.

SECTION 7. Annual Corporate Budget.

~~At least ninety (90) days prior to October 1, t~~The Board shall prepare and adopt a proposed budget of expected revenues and proposed expenditures for the next ensuing fiscal year. The fiscal year of the Corporation shall commence on October 1 of each year and end on September 30. The budget shall contain such classifications and shall be in such form as may be prescribed from time to time by the City Council. The budget proposed for adoption shall include the projected operating expenses and such other budgetary information as shall be required by the City council for its approval and adoption. The budget shall be considered adopted upon formal approval by the City Council. The Corporation's budget shall be subject to the same public notice and public hearing requirements as the Liberty City Council budget.

SECTION 8. Financial Books, records, and Audits.

The General Manager or his designee shall keep and properly maintain, in accordance with generally accepted accounting principles, complete financial books, records, accounts, and financial statements pertaining to its corporate funds, activities, and affairs.

The City shall cause the Corporation's financial books, records, accounts, and financial statements to be audited at least once each fiscal year by an outside, independent, auditing and accounting firm selected by the City Council. Such audit shall be at the expense of the Corporation.

SECTION 9. Debt, Deposit, & Investment of Corporate Funds.

All proceeds from the issuance of bonds, notes, or other debt instruments (the "Bonds") issued by the Corporation shall be deposited and invested as provided in the resolution, order, indenture, or other documents authorizing or relating to their execution or issuance and handled in accordance with the statute governing this Corporation, but no bonds shall be issued, including refunding bonds, by the Corporation without the approval of the City Council after review and comment by the City's bond counsel and financial advisor.

All monies of the Corporation shall be deposited, secured, and/or invested in the manner provided for the deposit, security, and/or investment of the public funds of the City, as authorized by the City Investment Policy. The General Manager shall designate the accounts and depositories to be created and designated for such purposes, and the methods of withdrawal of funds therefrom for use by and for the purposes of the Corporation upon the signature of the General Manager and the Secretary. The accounts, reconciliation, and investment of such funds and accounts shall be performed by the City. The Corporation shall pay reasonable compensation for such services as prescribed in Article III, Section 7, of these Bylaws.

SECTION 10. Expenditures of Corporate Money.

The monies of the Corporation, including sales and use taxes collected pursuant to the Act, the proceeds from the investment of funds of the Corporation, the proceeds from the sale of property, monies derived from the repayment of loans, rents received from the lease or use of property, the proceeds derived from the sale of bonds and other proceeds may be expended by the Corporation for any of the purposes authorized by the Act, subject to the following limitations:

A. Expenditures from the proceeds of bonds shall be identified and described in the orders, resolution, indentures, or other agreements submitted to and approved by the City Council.

B. Expenditures that may be made from a fund created from the proceeds of bonds, and expenditures of monies derived from sources other than the proceeds of bonds may be used for the purposes of financing or otherwise providing one or more projects, as defined in the Act. The specific expenditures shall be described in a resolution or order of the Board and shall be made only after the approval thereof by the City Council.

C. All other proposed expenditures shall be made in accordance with and shall be set forth in the annual budget required by these Bylaws or in contracts meeting the requirements of the Article.

No bonds, including refunding bonds, shall be authorized or sold and delivered by the Corporation unless the City Council shall approve such bonds.

SECTION 11. Contracts.

As provided herein, the President and Secretary shall enter into any contracts or other instruments which the Board has approved and authorized in the name and on behalf of the Corporation. Such authority may be confined to specific instances or defined in general terms. When appropriate, the Board may grant a specific or general power of attorney to carry out some action on behalf of the Board, provided, however, that no such power of attorney may be granted unless an appropriate resolution of the Board authorizes the same to be done.

ARTICLE V
MISCELLANEOUS PROVISIONS

SECTION 1. Seal.

The Board may obtain a corporate seal which shall bear the words “Corporate Seal of the Liberty Community Development Corporation” and the Board may thereafter use the corporate seal and corporate name; but these Bylaws shall not be construed to require the use of the corporation seal.

SECTION 2. Approval or Advice & Consent of the City Council.

To the extent that these Bylaws refer to any action, approval, advice, or consent by the City or refer to action, approval, advice, or consent by the City Council, such action, approval, advice, or consent shall be evidenced by a motion, resolution, or ordinance duly passed by the City Council and reflected in the minutes of the City Council.

SECTION 3. Indemnification of Director, Officers & Employees.

As provided in the Act and in the Articles of Incorporation, the Corporation is, for the purposes of the Texas Tort Claims Act (Subchapter A, Chapter 101, Texas Civil Practices and Remedies Code), a governmental unit and its actions are governmental functions.

The Corporation shall indemnify each and every member of the Board, its officers and its employees, and each member of the City Council and each employee of the City, to the fullest extent permitted by law against any and all liability or expense, including attorney fees, incurred by any of such persons by reason or any actions or omissions that may arise out of the functions and activities of the Corporation. This indemnity shall apply even if one or more of those to be indemnified was negligent or caused or contributed to cause any loss, claim, action, or suit. Specifically, it is the intent of these Bylaws and the Corporation to require the Corporation to indemnify those named for indemnification, even for the consequences of the negligence of those to be indemnified which caused or contribute to cause any liability.

The Corporation must purchase and maintain insurance on behalf of any director, officer, employee, or agent of the Corporation, or on behalf of any person serving at the request of the Corporation as a Board member, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against any liability asserted against that person and incurred by that person in any such capacity or arising out of any such status with regard to the Corporation, whether or not the Corporation has the power to indemnify that person against liability for any of those acts.

SECTION 4. Gifts.

The Board President or Vice-President may accept on behalf of the Corporation any contribution, gift, bequest, or device for the general purpose or for any special purposes of the Corporation.

SECTION 5. Conduct.

Each director, including the President, ~~and~~ Vice President, and Secretary, its officers, employees, and agents shall abide by and be subject to all rules of conduct as required by the City Charter and applicable state and federal laws.

SECTION 6. Amendments to Bylaws.

These Bylaws may be amended or repealed and new Bylaws may be adopted by an affirmative vote of four (4) of the authorized directors serving on the Board, subject to approval by the City Council. The City Council may amend these Bylaws at any time. Such amendments by the City Council will be duly passed and adopted by motion, resolution, or ordinance duly reflected in the minutes of the City Council and, thereafter, duly noted to the Board.

SECTION 7. Dissolution of the Corporation.

Upon dissolution of the Corporation, titles to or other interest in any real or personal property owned by the Corporation at such time shall vest in the City of Liberty.

SECTION 8. Applicability of City Charter, Policies, & Procedures.

The City Charter and all duly approved City policies and procedures shall apply directly to the Corporation and the Board unless such charters, policies, or procedures are superseded by State law or not related to the functions of the Board. The Board has the prerogative, subject to approval by the city Council, to adopt other policies and procedures in addition to or in place of those of the City.

SECTION 9. Effective Date.

These Bylaws, having been approved by Ordinance No. 864 shall become effective upon the approval of such by the Board.

The City of Liberty
Liberty Community Development Corporation
1829 Sam Houston Street
Liberty, TX 77575

Meeting: 07/16/19 06:00 PM

Department: Administration
Category: LCDC Projects

LCDC CORPORATION ACTION (ID # 4513)

DOC ID: 4513

Subject: Downtown Facade Improvement Program Guidelines

Background: On June 4, 2019, the LCDC Board of Directors held a work session to review and discuss a Downtown Facade Improvement Program. The program guidelines include the following major provisions:

(1) The program applies to commercial business in downtown Liberty (MLK to Grand and Milam to San Jacinto).
(2) LCDC will fund 50% of a business's facade improvement, up to an amount not to exceed $20,000. The project must be at least $3,000 to qualify for assistance under this program.
(3) The program provides funding on a reimbursement basis only.
(4) Businesses must submit an application in order to be eligible for funding.
(5) Funding is on a first-come first-served basis, and all applications must be approved by the LCDC Board of Directors.

Funding for the Downtown Façade Program has been allocated in the FY20 LCDC Budget.

Funding Source: N/A

Staff Recommendation: Adoption of the Downtown Facade Improvement Program Guidelines.

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Downtown Liberty Façade Improvement Grant Program Guidelines

Preamble

The Liberty Community Development Corporation (LCDC) is committed to preserving and improving historic Downtown Liberty. LCDC is pleased to offer a façade improvement grant program to help downtown businesses make exterior improvements to their property. This program is designed to improve aesthetic qualities and promote or develop business enterprises in Downtown Liberty.

Definitions

Downtown Liberty shall mean commercial business in Liberty, Texas located between (1) Martin Luther King, Jr. Drive and Grand Ave and between (2) Milam St and San Jacinto St.

Program Guidelines

- Businesses must submit an application for assistance to the Liberty Community Development Corporation *prior* to beginning any exterior work in order to be eligible for this grant program. Applications must include, at a minimum, a written description of the project, a list of proposed improvements, the estimated cost of the proposed improvements, and photos showing the current condition of the exterior.
- All work must start within one-hundred and twenty (120) days of an application being approved and must be complete within one (1) year.
- Projects must have a *minimum estimated cost of $3,000* in order to be considered for the façade grant program.
- Applicants must receive at least two (2) bids of estimated construction costs.
- All applications are reviewed on a *first-come first-served* basis and approved subject to the availability of funding.
- All businesses must comply with all applicable City Ordinances, Building Codes, and Americans with Disabilities Act Guidelines.
- Façade improvements should attempt to maintain the historic character of the building being improved.

Maximum Award Amount

All downtown façade improvement grants are awarded on a *reimbursement basis* only. Commercial businesses may be eligible for a grant equal to 50% of the cost of façade improvements or renovations, up to an amount not to exceed $20,000. Reimbursements will not be dispersed until *after completion* of the project.

Eligibility

All businesses located within Downtown Liberty are eligible to participate in the façade improvement grant except the following:

- Businesses currently listed for sale
- Businesses that have received a façade improvement grant within the last four (4) years
- Businesses that are in arrears for property taxes, city fees or are in litigation with the City of Liberty
- Owners that sell their business within two (2) years of receiving a façade improvement grant will be required to repay their grant award upon closing
- Residential buildings are not eligible to participate in this program

Business owners who lease property, must have permission from the property owner to participate in the program.

Eligible and Ineligible Expenses

- Eligible expenses
  - Landscaping
  - Porches
  - Signage
  - Awnings or canopies
  - Windows
  - Doors
  - Façade improvements (painting, brick repair, etc.)
  - Exterior Lighting
  - Parking Lot or Sidewalk Improvements
  - Professional or consulting fees associated with the façade renovation or improvement
- Ineligible expenses
  - Interior renovations
  - The purchase of equipment or machinery used in the business
  - Payroll expenses
  - New construction
  - Permitting Fees

Approvals

- All applications for assistance under this program must be approved by the Liberty Community Development Corporation (LCDC) Board of Directors.

Contact Information

- For more information, please contact the Assistant City Manager for Economic & Community Development at 936-334-7118.

The City of Liberty
Liberty Community Development Corporation
1829 Sam Houston Street
Liberty, TX 77575

Meeting: 07/16/19 06:00 PM

Department: Administration
Category: LCDC Misc.

LCDC CORPORATION ACTION (ID # 4514)

DOC ID: 4514

Subject: The Retail Coach

Background: The Retail Coach is a national retail consulting firm that specializes in retail recruitment. The proposed agreement would allow The Retail Coach to work on behalf of the City of Liberty in the following ways:

(1) Cell Phone Analysis Reports to determine Liberty's Retail Trade Area.
(2) Identification of Retail and Developer Prospects
(3) Trade Show Representation
(4) One Year of Active Retail Recruitment

Funding Source: LCDC

Staff Recommendation: Approval of the agreement, at a cost not to exceed $21,000.00.

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The City of Liberty
Liberty Community Development Corporation
1829 Sam Houston Street
Liberty, TX 77575

Meeting: 07/16/19 06:00 PM

Department: Administration
Category: LCDC Proposed Projects

LCDC PUBLIC HEARING (ID # 4515)

DOC ID: 4515

Subject: Public Hearing on FY 20 LCDC Budget and LCDC Community Development Capital Improvement Program

Background: Section 505.159 of the Local Government Code requires Type B Corporations to hold at least one public hearing prior to the expenditure of funds.

The administration recommends holding a public hearing regarding the possible expenditure of funds for the following:

(1) FY20 LCDC Budget
(2) FY20 LCDC Community Development Capital Improvement Program (CDCIP)

Funding Source: N/A

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The City of Liberty
Liberty Community Development Corporation
1829 Sam Houston Street
Liberty, TX 77575

Meeting: 07/16/19 06:00 PM

Department: Administration
Category: LCDC Budget Matters

LCDC CORPORATION ACTION (ID # 4516)

DOC ID: 4516

Subject: LCDC Budget Approval

Background: The proposed LCDC FY20 Budget is balanced with $1,010,000 in revenue and $1,010,000 in expenditures.

New expenditures include: (1) $2,700 for maintenance of the LCDC website; (2) $32,000 for marketing and advertising; (3) and $100,000 for funding of the Downtown Façade Improvement Grant Program.

The proposed LCDC FY20 Budget is attached for your review.

Funding Source: N/A

Staff Recommendation: Approval of the FY20 Budget

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PROPOSED BUDGET WORKSHEET

AS OF: JULY 31ST, 2019

21 -LIBERTY COMM. DEV. CORP.

REVENUES	2016-2017 ACTUAL	2017-2018 ACTUAL	(-------- 2018-2019 CURRENT BUDGET	---------) YEAR-TO-DATE ACTUAL	(-------- 2019-2020 REQUESTED BUDGET	---------) PROPOSED BUDGET
21-321-0101 SALES TAX REVENUE	873,299	1,003,526	1,050,000	755,571	1,000,000	
21-321-0110 INTEREST INCOME	10,216	9,880	9,000	6,124	9,000	
21-321-0111 INTEREST INCOME DEBT SERVIC	1,054	1,055	1,000	719	1,000	
21-321-0115 BOND PROCEEDS RESERVE FUND	0	0	0	(227,133)	0	
21-321-0117 WASTEWATER EXTENSION REVENU	0	0	84,000	42,100	0	
21-321-2106 TRANSFER IN FROM OTHER FUND	231,563	231,382	0	0	0	
TOTAL REVENUES	1,116,132	1,245,842	1,144,000	577,381	1,010,000	

Attachment: EXHIBIT - LCDC FY20 Budget (4516 : Budget Adoption FY 19-20)

:1 -LIBERTY COMM. DEV. CORP.
:21-LIBERTY COMMUNITY DEV

			(-------- 2018-2019	---------)	(-------- 2019-2020	---------)
:EPARTMENTAL EXPENDITURES	2016-2017 ACTUAL	2017-2018 ACTUAL	CURRENT BUDGET	YEAR-TO-DATE ACTUAL	REQUESTED BUDGET	PROPOSED BUDGET
:-CHARGES & SERVICES						
21-421-307 MAINTENANCE WEBSITE	0	0	8,500	0	2,700	
21-421-308 PROFESSIONAL DEVELOPMENT	24,386	24,421	22,000	3,505	0	
21-421-309 MARKETING & ADVERTISING	0	0	11,500	75	32,000	
21-421-310 LEVEE MAINT.	0	0	44,850	44,850	0	
21-421-311 OFFICE SUPPLIES	0	588	600	0	600	
21-421-313 MISCELLANEOUS	1,048	631	1,000	875	1,000	
21-421-314 TRAVEL & TRAINING	1,531	1,793	4,000	0	20,000	
21-421-315 DUES & MEMBERSHIPS	0	0	500	0	500	
21-421-319 LEGAL FEES	2,565	7,582	5,000	2,615	5,000	
21-421-322 PRELIMINARY ENGINEERING FEES	0	2,065	0	0	0	
TOTAL 3-CHARGES & SERVICES	29,530	37,080	97,950	51,920	61,800	

21-314 TRAVEL & TRAINING PERMANENT NOTES:
REGIONAL MEETINGS
NATIONAL & STATE ICSC

-OTHER						
21-421-404 CONTINGENCY	12,097	3,860	3,596	3,596	0	
21-421-406 CONTRACTOR MOWING SERVICES	1,840	1,660	1,500	1,440	1,500	
21-421-410 WCID#5 NRCS GRANT MANAGEMEN	0	6,494	0	0	0	
21-421-411 WCID#5 NRCS PROJECT ENGINEER	0	66,785	0	0	0	
21-421-412 WCID#5 NRCS PROJECT CONSTRUC	0	139,894	0	0	0	
21-421-416 FIRE DEPARTMENT TANKER	0	0	35,850	23,899	35,850	
21-421-419 SEWER LINE EXTENSION	0	0	339,672	74,798	0	
21-421-421 SLOPE MOWER	0	0	74,388	74,388	0	
21-421-423 BUSINESS INCENTIVES FACADE	0	0	0	0	100,000	
TOTAL 4-OTHER	13,937	218,693	455,006	178,121	137,350	
-DEBT SERVICE						
21-421-619 INTEREST SERIES 2014	111,563	107,888	104,063	53,006	105,000	
21-421-620 PRINCIPAL SERIES 2014	120,000	125,000	130,000	130,000	130,000	
21-421-621 ADMIN FEES SERIES 2014	0	0	750	0	750	
21-421-624 INTEREST ON HGAC LOAN	17,936	17,206	0	0	0	
21-421-625 PRINCIPAL ON HGAC LOAN	17,913	18,643	0	0	0	
TOTAL 6-DEBT SERVICE	267,411	268,736	234,813	183,006	235,750	
-TRANSFERS						
21-421-710 TRANSFER TO DEBT SERVICE	231,563	231,382	0	0	0	
21-421-728 TRANSFER TO AIRPORT FUND	6,288	0	4,156	0	0	
21-421-730 TRANSFER TO GENERAL FUND	122,480	454,428	110,590	0	171,100	
21-421-732 TRANSFER TO GOLF COURSE	0	526,294	332,302	256,500	404,000	
TOTAL 7-TRANSFERS	360,331	1,212,104	447,047	256,500	575,100	
TOTAL 421-LIBERTY COMMUNITY DEV	671,209	1,736,613	1,234,816	669,547	1,010,000	
OTAL EXPENDITURES	671,209	1,736,613	1,234,816	669,547	1,010,000	

Attachment: EXHIBIT - LCDC FY20 Budget (4516 : Budget Adoption FY 19-20)

21 -LIBERTY COMM. DEV. CORP.
121-LIBERTY COMMUNITY DEV

DEPARTMENTAL EXPENDITURES	2016-2017 ACTUAL	2017-2018 ACTUAL	(------- 2018-2019 CURRENT BUDGET	YEAR-TO-DATE ACTUAL ---------)	(-------- 2019-2020 REQUESTED BUDGET	PROPOSED BUDGET ---------)
REVENUE OVER/(UNDER) EXPENDITURES	444,923	(490,771)	(90,816)	(92,166)	0	

Attachment: EXHIBIT - LCDC FY20 Budget (4516 : Budget Adoption FY 19-20)

The City of Liberty
Liberty Community Development Corporation
1829 Sam Houston Street
Liberty, TX 77575

Meeting: 07/16/19 06:00 PM

Department: Administration
Category: LCDC Misc.

LCDC CORPORATION ACTION (ID # 4517)

DOC ID: 4517

Subject: LCDC Capital Improvement Program (CDCIP)

Background: On June 4, 2019, the LCDC Board of Directors held a work session to review and discuss the LCDC CDCIP. The CDCIP is required per Article IV Section 5 of the LCDC Bylaws.

The proposed FY20 CDCIP is attached for your review.

Funding Source: N/A

Staff Recommendation: Approval of the FY20 CDCIP

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FY2020 BUDGET: OCTOBER 1, 2019 – SEPTEMBER 30, 2020
LIBERTY COMMUNITY DEVELOPMENT CORPORATION
COMMUNITY DEVELOPMENT CAPITAL IMPROVEMENT PROGRAM

Article IV Section 5 of the Bylaws of the Liberty Community Development Corporation (LCDC) calls for the Board to develop a combined Community Development Capital Improvement Program (the "CDCIP"). The program shall be updated once a year to "ensure the plan is up to date with current community needs and is capable of meeting the City's community development needs."

The Bylaws further state that the Board shall conduct a public hearing prior to updating the CDCIP.

Projects for Consideration – Economic & Business Development ***Est. Construction Cost***

Development of Rail Spur

This project will provide for the purchase and/or development of a rail spur that could be used to assist industry in South Liberty County.

Development of Industrial Business Park

This project will provide for the development of a 200-500 acre Industrial business park within the City of Liberty. An industrial park will offer shovel-ready sites for companies looking at building and/or build-to-suit options. Industrial parks are fully served by utilities and internet and allow for the concentration of similarly situated light or heavy industrial operations that require large acreage.

Economic Development Strategic Plan

An economic development strategic plan will help the Liberty Community Development Corporation and the City of Liberty develop goals and priorities, target specific industries and plan for future growth related to economic growth and development.

Downtown – Façade Improvement Grant *$100,000*

This project will provide funding for the Downtown Façade Improvement Grant Program. The program provides downtown businesses with a 50% reimbursement grant for eligible expenses related to improvements and/or renovations to their facades.

Projects for Consideration – Community Development

Downtown - Master Plan

This project will provide for the commission of a downtown master plan that city staff and LCDC can use to guide business development and marketing in the downtown area.

Downtown - Sidewalk and Lighting Improvements *$100,000*

This project would provide for the design and construction of sidewalk improvements that are ADA complaint and lighting improvements in the downtown area.

Liberty Municipal Golf Course - Driveway Rehabilitation *$30,000*

This project will provide for an asphalt overlay at the Liberty Municipal Golf Course driveway from the sign entrance to the parking lot.

Liberty Municipal Golf Course - Tennis Court Rehabilitation *$16,000*

This project will provide for the resurfacing and restriping of the tennis courts at the Liberty Municipal Golf Course.

Liberty Municipal Golf Course – Cart Path Rehabilitation *$55,000*

This project will provide for the base repair and resurfacing of the cart paths at the Liberty Municipal Golf Course.

Liberty Municipal Golf Course – Master Plan

This project will provide for the development of a master plan at the Liberty Municipal Golf Course. Master planning allows a club to anticipate and schedule maintenance and renovations.

Airport - Update Liberty Municipal Airport Development Plan

The City of Liberty, working in conjunction with the TxDot Aviation Division – hired Garver, LLC to complete an airport development plan (ADP) for the Liberty Municipal Airport. The final report of the ADP was delivered to city staff in August 2013. This project will update the ADP, which will provide for planned improvements to the airport, along with construction estimates for those improvements as well as potential state and federal funding sources for the improvements.

Airport – Runway Extension [1] *$131,000*

This project will provide for an extension of the runway at the Liberty Municipal Airport from 3,801 feet to 5,000 feet. Extending the airport to 5,000 feet will provide more opportunities for larger aircraft to utilize the airport.

Airport – Automatic Weather Observation System (AWOS) [2] *$50,000*

An AWOS provides weather observations that include air and dew point temperature, wind, air pressure, visibility, sky conditions, and precipitation. This data is captured minute-by-minute, 24 hours a day, to help pilots and flight dispatchers prepare and monitor weather forecasts, plan flight routes, and provide necessary information for takeoffs and landings.

Citywide Wayfinding Signage *$25,000*

This project will provide for the purchase and citywide installation of wayfinding signs for city landmarks and tourist attractions.

Expansion and Improvement of Fire Department Substation

In September 2011, LCDC awarded a bid to Target Contracting for construction of a three bay six-door Fire Department Substation. This project would expand the Fire Department Substation by adding restrooms, kitchen, sleeping and common areas, office space and other areas necessary to convert the Fire Department Substation into Fire Station #2.

Update Hotel Study *$12,000*

This project will provide an update to the 2012 Hotel Study. This study will be used to assist in the recruitment of an interior-corridor hotel to the City of Liberty.

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[1] Represents local match. 90/10 funding from TXDOT.
[2] Represents local match. 75/25 funding from TXDOT.