

**MINUTES**  
**BENBROOK ECONOMIC DEVELOPMENT CORPORATION**  
**Board of Directors**  
**Regular Meeting**  
**Benbrook City Hall**  
**December 17, 2007**

**I. CALL TO ORDER**

The regular meeting of the Benbrook Economic Development Corporation Board of Directors was called to order at 7:35 p.m., Monday, December 19, 2007, in the Central Conference Room in City Hall at 911 Winscott Road. The presiding officer was President Charlie Anderson. A quorum was present, including the following:

Charlie Anderson, President  
Steve White, Vice President  
Carrol Crombie, Secretary  
Rick Whitehurst, Treasurer  
Dan Tully  
William Higgins

Staff Present: Ron Rainey, Executive Director

Also Present: Donna Savage, Assistant to the City Secretary  
Dwight Heard, BEDC Attorney  
Andy Wayman, City Manager  
Tammi Cauthen, First Bank

**II. CONSENT AGENDA** (Items listed under the Consent Agenda are considered routine and are enacted in one motion. The exception to this rule is that a Board member, Citizen, or Executive Director may request one or more items to be removed from the Consent Agenda for separate discussion and action.)

**a. Minutes of BEDC Regular Meeting of November 19, 2007**

**b. Financial Report for Period Ending November 30, 2007**

Mr. Dan Tully made a motion to accept the Consent Agenda Minutes of BEDC Regular Meeting of November 19, 2007 and the Financial Report for period ending November 30, 2007 to the financial report. Mr. Carrol Crombie seconded the motion. President Charlie Anderson called the vote. All voted aye and the motion carried.

**III. DIRECTORS REPORT**

**a. Update Wal-Mart Purchase Agreement** - Director Rainey stated that Benbrook Economic Development Corporation executed a Purchase Agreement with Wal-Mart dated August 22, 2006. He added that there have been a number of Amendments to the

Purchase Agreement since that time. The First Amendment to Purchase Agreement September 26, 2006. The Second Amendment to Purchase Agreement, February 1, 2007. The Third Amendment to Purchase Agreement, April 20, 2007, set the closing date for September 20, 2007 and a Fourth Amendment to the Purchase Agreement was prepared for a September 20, 2007, execution with a closing date of November 6, 2007. This was followed by a “draft” Fourth Amendment with a closing date of February 8, 2008 and detailed the requirement for “soil stabilization”. Mr. Rainey reported that cost of the additional work is to be reimbursed by Wal-Mart. The Fourth Amendment document was approved by the BEDC Board of Directors at its November 19, 2007, meeting; however, the document has not been finalized by Wal-Mart’s outside attorneys at Haynes & Boone. Mr. Rainey added that it is anticipated that a new “Fourth Amendment” will be forthcoming for execution by the BEDC. Some discussion followed.

- b. Update Restaurant Site (Benbrook Blvd./I-20)** - Mr. Rainey informed the EDC Board that the Purchase Agreement between Benbrook Realty Partners, L.P., a Texas limited partnership, and Skibell Properties, L.C. or Assigns has been fully executed and delivered to Alamo Title to begin the process required to close the transaction and obtain the required Title Policy. N3 Development’s Chris Baker has sent the BEDC, acting as Board of Managers for BRP LP, a copy of a fully executed amendment from the owners of the leasehold improvements that is occupied by Starbucks. The owner has acknowledged a mistake was made in the legal description of the property. Starbucks, the tenant, has also indicated its acknowledgement and reported on December 5, 2007 that an executed amendment will be sent to N3 within 20 days.
- c. BEDC Office Holiday Schedule** – Director Rainey reported that Benbrook Economic Development Corporation’s office, along with the entire City Hall, will be closed on December 24th and 25th in observance of the Christmas holiday. Both entities will also be closed on Tuesday, January 1, for New Year’s Day and BEDC Staff will be splitting the holiday with Patty Bissey, Director of Marketing & Research, taking off December 26, 27 and 28 to spend time with her family. BEDC Executive Director Ron Rainey will be taking vacation on December 31 and January 2 through January 5, 2008.

#### **IV. UNFINISHED BUSINESS**

- a. Consider Goliad Street Abandonment Request** – Director Rainey reported that the BEDC made a presentation to Benbrook City Council on October 5, 2006, requesting the abandonment of Goliad Street between Del Rio and the I-20 frontage road. City Council passed a resolution to vacate the street and sell surplus right of way to the BEDC, but made the price of the ROW contingent on the Texas Department of Transportation’s value. Mr. Rainey added that the street closure is needed to plat property west of Goliad with three lots purchased from Gene Buckner on the east side of Goliad and create a lot of approximately 80,000 square feet. The lot to be created is currently under contract to sell to Skibell Properties, L.C. for the development of a casual dining, sit down restaurant. Mr. Rainey added that Carl Krogness, Brown & Gay Engineers, has been working closely with BEDC Staff in an effort to correctly

identify the size and location of right of way dedicated to TxDOT and to the City of Benbrook. Director Rainey informed BEDC Board that City of Benbrook Deputy City Manager Dave Gattis met with BEDC Staff and Krogness to review the completed surveys. Mr. Gattis informed the BEDC of TxDOT's requirement for an appraisal. Staff contacted Ben Dyess Associates and ordered an appraisal. Dyess charges \$2,500 for the appraisal utilizing TxDOT required forms. The appraisal, ordered on December 6, will take an estimated three weeks to complete. Some discussion followed.

Mr. Carrol Crombie made a motion to authorize Staff to present the appraisal and surveys to Benbrook City Council requesting immediate closing of Goliad Street. Mr. Steve White seconded the motion. President Charlie Anderson called the vote. All voted aye and the motion carried.

## V. NEW BUSINESS

- a. **Consider New Pole Banner/Bracket Purchase** – Director Rainey reported that the Benbrook Economic Development Corporation has implemented the Street Banner Program since 1999. The Banners have proven to be an effective and efficient way to help identify the City's neighborhoods, market Benbrook to residents and visitors alike and mark significant gateways and corridors throughout the City. The decorative banners also maximize exposure of the BEDC logo and enrich the aesthetics of our main streets. The street banners are constructed of durable "Sunbrella" fabric which is highly resistant against fading due to sun exposure and/or harsh weather. The ink design, printed on both sides so that the design is visible from both directions, does not show or leak through. The banners will be placed in the 50 locations previously determined by EDC staff. Mr. Rainey stated that Benbrook EDC has contracted ABC Flag to manufacture the Benbrook banners since the program was implemented. ABC Flag has submitted the cost proposal of the new banners for the Board's consideration.

Mr. Rick Whitehurst made a motion to approve to contract ABC Flag's proposal as submitted and approve the blue banner design. Mr. Will Higgins seconded the motion. President Charlie Anderson called the vote. All voted aye and the motion carried.

- b. **Consider Changing January 21 BEDC Meeting Date** - Director Rainey reported the Benbrook Economic Development Corporation Board of Directors is scheduled to meet Monday, January 21, 2008. The date is a holiday for BEDC and City of Benbrook employees as the nation observes the birth date of Dr. Martin Luther King. Staff requests the Board of Directors consider changing the meeting to January 28, 2008, to allow time to prepare all materials required for the Board meeting.
- c. **Consider Change February 18 BEDC Meeting Date** – Benbrook Economic Development Corporation Board of Directors is scheduled to meet Monday, February

18, 2008. The date is a holiday for BEDC and City of Benbrook employees as the nation observes President's Day. Staff requests the Board of Directors consider changing the meeting to February 11 or February 25, 2008, to allow time to prepare all materials required for the Board meeting.

Mr. Carrol Crombie made a motion to change the BEDC's regular meeting date of January 21, 2008 to January 28, 2008 and the February 18, 2008 meeting to February 25, 2008. Dan Tully seconded the motion. President Charlie Anderson called the vote. All voted aye and the motion carried.

**VI. OTHER MATTERS OF BUSINESS**

**VII. INFORMAL CITIZEN COMMENTS**

**VIII. EXECUTIVE SESSION – Pursuant to Section 551.071, Consultation with Attorney; and, Section 551.072, Deliberation regarding real property** Board President Charlie Anderson called the Executive Session to order at 7:46 p.m.

**a. Discuss and Consider Benbrook Towne Crossing Agreement**

**b. Discuss and Consider Home Depot Purchase Agreement Amendments and First Bank Letter of Commitment**

**IX. RECONVENE IN OPEN SESSION -** BEDC Board President Charlie Anderson reconvened the Board at 9:33 p.m. Mr. Carrol Crombie made a motion to direct BEDC Staff and legal counsel to negotiate an agreement with Richpenn Resources International, Inc., for the release of plans prepared by Dunaway & Associates, L.P. and David Petree Registered Public Surveyor, and that the negotiation should not include any other demands made by Brad Bowen in his letter to the BEDC. Mr. Crombie's motion also directed Staff to pay the outstanding invoices to both firms to allow for the timely completion and submittal of Benbrook Field Final Plat. The motion was seconded by Rick Whitehurst. Mr. Anderson called for the vote and all voted aye.

**X. ADJOURNMENT**

There being no further business, the meeting adjourned at approximately 9:35 p.m.

---

Secretary

---

Presiding Officer