

**MINUTES OF THE BOARD OF DIRECTORS
CONROE INDUSTRIAL DEVELOPMENT CORPORATION
REGULAR BOARD MEETING OF OCTOBER 15, 2020**

On October 15, 2020 the Board of Directors of the Corporation did meet in the Council Chambers of the Conroe City Hall located at 300 West Davis Street in Conroe, Texas, written notice of the time, place and subject of said public meeting having been previously given in accordance with Texas Government Code, Chapter 551 and to each Director of the Corporation in the manner provided by law.

All of the following members were present:

Chip VanSteenberg
Raymond McDonald
Duke Coon
Seth Gibson

Members absent were:

Toby Powell
George Waggoner
Keaton Hineman

Other persons in attendance included:

Paul Virgadamo, President
Steve Williams, Treasurer
Marcus Winberry, Board Secretary
Danielle Scheiner, Executive Director CEDC
John Robuck, BOK Financial Securities - Managing Director
Mike Riggins, Director of Parks and Recreation
Tommy Woolley, Director of Engineering

A quorum of the Board was present and Board Member, Duke Coon convened the meeting.

Item 1. A Motion by **Director Gibson** seconded by **Director McDonald** to:

APPROVE AS SUBMITTED THE MINUTES OF THE MEETING OF
SEPTEMBER 17, 2020.

<u>For</u>	<u>Against</u>	<u>Abstained</u>	<u>Absent</u>
Chip VanSteenberg			
Seth Gibson			
Duke Coon			
Raymond McDonald			
			Toby Powell
			George Waggoner
			Keaton Hineman

The motion was passed and adopted

Item 2. A Motion by **Director VanSteenberg** seconded by **Director McDonald** to:

APPROVE THE MONTHLY FINANCIAL REPORT FOR AUGUST 2020.

<u>For</u>	<u>Against</u>	<u>Abstained</u>	<u>Absent</u>
Chip VanSteenberg Seth Gibson Duke Coon Raymond McDonald			Toby Powell George Waggoner Keaton Hineman

The motion was passed and adopted.

Item 3. A Motion by **Director McDonald** seconded by **Director Gibson** to:

APPROVE A RESOLUTION AUTHORIZING THE ISSUANCE OF THE CONROE INDUSTRIAL DEVELOPMENT CORPORATION SALES TAX REVENUE REFUNDING BONDS, TAXABLE SERIES 2020; AWARDED SALE OF BONDS; AND CONTAINING OTHER PROVISIONS RELATED THERETO

Steve Williams and John Robuck discussed the refunding of the 2012 Sales Tax Revenue Bonds. This is being done a year earlier than anticipated due to entering into a voluntary compliance program with the IRS; which the CIDC Board approved a few years ago, allowing us to do this now while interest rates are good.

<u>For</u>	<u>Against</u>	<u>Abstained</u>	<u>Absent</u>
Chip VanSteenberg Seth Gibson Duke Coon Raymond McDonald			Toby Powell George Waggoner Keaton Hineman

The motion was passed and adopted.

Item 4. PARKS DEPARTMENT PRESENTATION ON STATUS OF CIDC FUNDED PARK PROJECTS.

Mike Riggins, Director of Parks and Recreation discussed the status on the CIDC funded parks projects out at the Conroe Water Plant and Carl Barton Park.

No action.

Item 5. PUBLIC HEARING ON PROPOSED FUNDING FOR UNDERGROUND ELECTRICAL CONVERSION IN DOWNTOWN CONROE.

Board Member, Duke Coon opened the Public Hearing at 4:14 pm. The Director of Engineering, Tommy Woolley discussed the proposed funding for underground electrical conversion in Downtown Conroe. No members of the public offered comments and the Public Hearing was closed at 4:16 pm.

Item 6. A Motion by **Director McDonald** seconded by **Director Gibson** to:

APPROVE THE REALLOCATION OF FUNDS NOT TO EXCEED \$853,000 FROM FUNDS PREVIOUSLY APPROVED FOR SH 105 UNDERGROUND UTILITY PROJECT TO DOWNTOWN CONROE UNDERGROUND ELECTRICAL CONVERSION PROJECT

<u>For</u>	<u>Against</u>	<u>Abstained</u>	<u>Absent</u>
Chip VanSteenberg			
Seth Gibson			
Duke Coon			
Raymond McDonald			
			Toby Powell
			George Waggoner
			Keaton Hineman

The motion was passed and adopted.

Item 7. A Motion by **Director Gibson** seconded by **Director VanSteenberg** to:

VARIANCE REQUEST FROM P&S PROPERTIES, LLC TO ALLOW STANDARD CITY OF CONROE 25 FT BUILDING SETBACK ON STREET FRONTAGE IN LIEU OF INDUSTRIAL PARK 40 FT MINIMUM

CIDC Board approved the variance request to allow 25 ft. for the front and 10 ft. on the side for setbacks for P&S Properties, LLC.

<u>For</u>	<u>Against</u>	<u>Abstained</u>	<u>Absent</u>
Chip VanSteenberg			
Seth Gibson			

Duke Coon
Raymond McDonald

Toby Powell
George Waggoner
Keaton Hineman

The motion was passed and adopted.

Item 8. No Executive Session was held.

Item 9. A Motion by **Director VanSteenberg** seconded by **Director Gibson** to:

APPROVE NOTE PAYOFF AND AUTHORIZE EARLY RELEASE OF CIDC FIRST LIEN ON MEMSTAR USA, INC. PROPERTY

Danielle Scheiner mentioned to the Board that when we sold property to Memstar they elected (because our guidelines at the time allowed) to apply the performance-based cash incentive to the purchase price of the land; so, we settled that in closing with a promissory note. We are four years into the agreement with Memstar and they have \$456,355 left on the promissory note which they are electing to pay off. They would like to have the balance of that promissory note converted into our traditional development incentive agreement.

Note: The agreement will be saved for the November meeting.

<u>For</u>	<u>Against</u>	<u>Abstained</u>	<u>Absent</u>
Chip VanSteenberg			
Seth Gibson			
Duke Coon			
Raymond McDonald			

Toby Powell
George Waggoner
Keaton Hineman

The motion was passed and adopted.

Item 10. Deferred - AUTHORIZE PERFORMANCE BASED JOB RETENTION AGREEMENT WITH MEMSTAR, USA INC.

Item 11. CONTRACT(S)/OFFER(S) FOR SALE AND PURCHASE OF LAND - no contracts were presented.

Item 12. Executive Director's Report - Danielle Scheiner gave an updated activity and status report.

Item 13. Payment of Invoices – no invoices were presented for payment.

Item 14. With no further items for discussion, the meeting was adjourned at 4:27 pm.

CERTIFICATE OF CORPORATE SECRETARY

I hereby certify that the above and foregoing minutes were approved and adopted by majority vote of the Board of Directors on the 19 day of November, 2020.

Signed this 19 day of November, 2020.


Board Secretary