

MIDLAND DEVELOPMENT CORPORATION
MINUTES
March 28, 2014

The Board of Directors of the Midland Development Corporation convened in regular session at Shared Spaces' conference room, Midland, Texas, on March 28, 2014.

Board Members present: Chairman Robert Rendall, First Vice Chairman Brent Hilliard, and Secretary Cary Love, and Director Tracy Bacon.

Board Members absent: Director Gary Douglas (arrived at 8:55 a.m.).

Staff Members present: City Manager Courtney Sharp, Deputy City Manager Tommy Hudson, Assistant City Manager Robert Patrick, First Assistant City Attorney John Ohnemiller, and Deputy City Secretary Adriana Moreno.

MDC Staff Members present: Executive Director Pam Welch, Economic Development Specialist Zach Gilbert, and Marketing Coordinator Regan Latham.

Council Members present: Mayor Jerry F. Morales and W. Jeffrey Sparks (District 1) and guest, Laura Roman

1. Chairman Rendall called the meeting to order at 8:30 a.m.
2. Consider a motion approving the minutes of the February 21, 2014 regular meeting of the Midland Development Corporation.

Director Bacon moved to approve the minutes of the February 21, 2014 regular meeting of the Midland Development Corporation; seconded by Director Love. The motion carried by the following vote: AYE: Rendall, Love, Hilliard, and Bacon. NAY: None. ABSTAIN: None. ABSENT: Douglas.

3. Receive and discuss and consider the February monthly expenses from the Midland Development Corporation.

Executive Director Pam Welch gave an overview of the February monthly expenses from the Midland Development Corporation Income Statement.

4. Consider a resolution authorizing the execution of an amendment to the economic development agreement between the Midland Development Corporation and the City of Midland for improvements to Briarwood Avenue; and authorizing payment therefor in an amount not to exceed \$730,000.00.

Director Love moved to approve Resolution No. ED-0218, a resolution authorizing the execution of an amendment to the economic development agreement between the Midland Development Corporation and the City of Midland for improvements to

Briarwood Avenue; and authorizing payment therefor in an amount not to exceed \$730,000.00; seconded by Director Hilliard. The motion carried by the following vote: AYE: Rendall, Love, Hilliard, and Bacon. NAY: None. ABSTAIN: None. ABSENT: Douglas.

5. Consider a resolution authorizing the execution of an amendment to the economic development agreement between the Midland Development Corporation and the City of Midland for the South Midkiff Road Water Main Extension Project.

Director Hilliard moved to approve Resolution No. ED-0219, a resolution authorizing the execution of an amendment to the economic development agreement between the Midland Development Corporation and the City of Midland for the South Midkiff Road Water Main Extension Project; seconded by Director Bacon. The motion carried by the following vote: AYE: Rendall, Love, Hilliard, and Bacon. NAY: None. ABSTAIN: None. ABSENT: Douglas.

6. Consider a resolution authorizing the execution of a Professional Services Agreement with Parkhill, Smith & Cooper, Inc. for engineering services related to the development of the spaceport located at Midland International Airport; and authorizing payment therefor in an amount not to exceed \$175,000.

Director Love moved to approve Resolution No. ED-0220, a resolution authorizing the execution of a Professional Services Agreement with Parkhill, Smith & Cooper, Inc. for engineering services related to the development of the spaceport located at Midland International Airport; and authorizing payment therefor in an amount not to exceed \$175,000, with an amendment for a target completion date within a nine-month period; seconded by Director Hilliard. The motion carried by the following vote: AYE: Rendall, Love, Hilliard, and Bacon. NAY: None. ABSTAIN: None. ABSENT: Douglas.

7. Consider a resolution authorizing the execution of a Professional Services Agreement with Parkhill, Smith & Cooper, Inc. for construction administration services related to Orbital Outfitters, LTD.'s facility; and appropriating funds therefor.

Director Bacon moved to approve Resolution No. ED-0221, a resolution authorizing the execution of a Professional Services Agreement with Parkhill, Smith & Cooper, Inc. for construction administration services related to Orbital Outfitters, LTD.'s facility; and appropriating funds therefor; seconded by Director Love. The motion carried by the following vote: AYE: Rendall, Love, Hilliard, and Bacon. NAY: None. ABSTAIN: None. ABSENT: Douglas.

Chairman Rendall stated he would like to defer the Item No. 8 until later in the meeting when Director Gary Douglas could be present.

9. Consider a resolution amending the Declaration of Protective Covenants applicable to Entrada Enterprise Park located in Midland International Airport Industrial Park, Section 5, Midland, Midland County, Texas, and ordering recordation.

Director Love moved to approve Resolution No. ED-0222, a resolution amending the Declaration of Protective Covenants applicable to Entrada Enterprise Park located in Midland International Airport Industrial Park, Section 5, Midland, Midland County, Texas, and ordering recordation; seconded by Director Hilliard. The motion carried by the following vote: AYE: Rendall, Love, Hilliard, and Bacon. NAY: None. ABSTAIN: None. ABSENT: Douglas.

10. Receive and discuss the monthly economic development activity report from the MDC staff as well as any reports on marketing and advertising activities.

Economic Development Specialist Zach Gilbert and Marketing Coordinator Regan Latham reported on the monthly economic development activity and on marketing and advertising activities.

The Board returned to Item No. 8.

8. Consider a motion authorizing the Chairman to execute an amendment to the Right-of-Way Grant with Coronado Midstream LLC covering Sections 28 and 33, Block 40, Township 1 South, T&P Ry. Co. Survey, Midland County, Texas; said amendment will permit an additional pipeline within said right-of-way grant.

Director Hilliard moved to approve a motion authorizing the Chairman to execute an amendment to the Right-of-Way Grant with Coronado Midstream LLC covering Sections 28 and 33, Block 40, Township 1 South, T&P Ry. Co. Survey, Midland County, Texas; said amendment will permit an additional pipeline within said right-of-way grant; seconded by Director Love. The motion carried by the following vote: AYE: Rendall, Douglas, Love, Hilliard, and Bacon. NAY: None. ABSTAIN: None. ABSENT: None.

The Board excused observers at 9:05 a.m. and recessed to executive session.

11. Pursuant to Texas Government Code §551.101, the Board of Directors held an Executive Session which is closed to the public to discuss the following matters as permitted under the following Texas Government Code Sections:

Section 551.087 Deliberation Regarding Economic Development Negotiations

- Discuss business prospects that the Midland Development Corporation seeks to have, locate, stay, or expand in or near the City of Midland, Texas and discuss possible incentives, and discuss contract compliance on the part of businesses.

a. Section 551.072 Deliberation Regarding Real Property

- i. Discuss the sale, exchange, lease or value of real property described as an approximate 78.25 acre tract of land out of Section 11, Block 40, T-2-S, T&P RR Co. Survey, Midland County, Texas.
- ii. Discuss the sale, exchange, lease or value of real property described as Lot 6, Block 9, and Lots 9 and 10, Block 10,

Midland International Airport Industrial Park Addition, Section 5, Midland, Midland County, Texas.

- iii. Discuss the sale, exchange, lease or value of real property described as an approximate 374 acre tract of land out Section 33, Block 40, T-1-S, T&P RR Co. Survey, Midland County, Texas.

The Board reconvened into regular session at 9:25 a.m.

12. The MDC Board of Directors and administrative staff and others will participate in a workshop to discuss: history of the MDC, past priorities, personnel issues, goals, and develop priorities for the upcoming year and for long-term planning.

MDC Staff and MDC Board Members, and guests introduced themselves. Chairman Rendall and former Chairman Laura Roman of the Midland Development Corporation discussed the history of the MDC, future priorities, and MDC's role in the community.

First Assistant City Attorney John Ohnemiller gave an overview of eligible projects that MDC is able to fund. City Manager Courtney Sharp gave a presentation on "How to Plan for the Future of Midland."

The Board then outlined priorities and goals for the upcoming year.

All of the business at hand having been completed, Chairman Rendall adjourned the meeting at 1:40 a.m.

Respectfully submitted,

Adriana Moreno, Deputy City Secretary

PASSED AND APPROVED the 25th day of April, 2014.

Cary Love, Secretary